

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>WAUD CAPITAL PARTNERS II, L.L.C.</u> (Last) (First) (Middle) WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 (Street) CHICAGO IL 60654 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/31/2011	3. Issuer Name and Ticker or Trading Symbol <u>Acadia Healthcare Company, Inc. [ACHC]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock, par value \$0.01 per share	9,916,571	I ⁽¹⁾⁽²⁾⁽³⁾	Held directly by Acadia Healthcare Holdings, LLC

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS II, L.L.C.
 (Last) (First) (Middle)
 WAUD CAPITAL PARTNERS, LLC
 300 N. LASALLE STREET, SUITE 4900
 (Street)
 CHICAGO IL 60654
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS MANAGEMENT II, L.P.
 (Last) (First) (Middle)
 WAUD CAPITAL PARTNERS, LLC
 300 N. LASALLE STREET, SUITE 4900
 (Street)
 CHICAGO IL 60654
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS II, L.P.
 (Last) (First) (Middle)
 WAUD CAPITAL PARTNERS, LLC
 300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WAUD CAPITAL PARTNERS QP II, L.P.

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS, LLC
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCP FIF II (ACADIA), L.P.

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS, LLC
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WAUD CAPITAL AFFILIATES II, L.L.C.

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS, LLC
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*

REEVE B. WAUD 2011 FAMILY TRUST

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS, LLC
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WAUD FAMILY PARTNERS, L.P.

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS, LLC
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

Explanation of Responses:

1. Reeve B. Waud is a member of the board of managers of Acadia Healthcare Holdings, LLC ("Holdings"). Mr. Waud is also the manager of Waud Capital Partners II, L.L.C. ("Waud II LLC") and a member of the limited partner committee of Waud Capital Partners Management II, L.P. ("WCPM II"). Waud II LLC is the general partner of WCPM II. WCPM II is the general partner of Waud Capital Partners II, L.P. ("WCP II"), Waud Capital Partners QP II, L.P. ("Waud QP II") and WCP FIF II (Acadia), L.P. ("WCP FIF II"). WCPM II is also the manager of Waud Capital Affiliates II, L.L.C. ("Waud Affiliates II"). Mr. Waud is also the investment advisor of the Reeve B. Waud 2011 Family Trust (the "Waud Trust") and the general partner of Waud Family Partners, L.P. ("WFP LP"). As a result each of Waud II LLC, WCPM II, WCP II, Waud QP II, WCP FIF II, Waud Affiliates II, the Waud Trust and WFP LP may be deemed to share beneficial ownership of the reported securities.

2. Holdings will distribute shares of Acadia Healthcare Company, Inc. common stock to its members, which include certain of the reporting persons, in respect of their ownership interests prior to the merger of

Acadia Healthcare Company, Inc. and PHC, Inc. After such distribution, the reported shares will be owned of record as follows: (i) 2,646,915 shares by WCP II; (ii) 4,838,981 shares by Waud QP II; (iii) 738,513 shares by WCP FIF II; (iv) 756,365 shares by Waud Affiliates II; (v) 842,217 shares by the Waud Trust; and (vi) 93,580 shares by WFP LP.

3. Each of the reporting persons expressly disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

Remarks:

The reporting persons are members of a "group" Waud Capital Partners III, L.L.C., Waud Capital Partners Management III, L.P., Waud Capital Partners III, L.P., Waud Capital Partners QP III, L.P., WCP FIF III (Acadia), L.P. and Waud Capital Affiliates III, L.L.C. The Form 3's for such other entities are filed separately.

Waud Capital Parters II, L.L.C., by /s/ Reeve B. Waud, 10/31/2011 its manager
Waud Capital Partners Management II, L.P., by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager 10/31/2011
Waud Capital Partners II, L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager 10/31/2011
Waud Capital Partners QP II, L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager 10/31/2011
WCP FIF II (Acadia), L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager 10/31/2011
Waud Capital Partners Affiliates II, LLC, by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager 10/31/2011
Reeve B. Waud 2011 Family Trust, by /s/ Cornelius B. Waud, its trustee 10/31/2011
Waud Family Partners, L.P., by /s/ Reeve B. Waud, its general partner 10/31/2011

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.