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*Proposed Counsel to the Official Committee
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	
	§	Chapter 11
	§	
HIGHER GROUND EDUCATION, INC., <i>et al.</i> ,	§	Case No. 25-80121 (MVL)
	§	
Debtors. ¹	§	(Jointly Administered)
	§	

**THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS' LIMITED OBJECTION AND
RESERVATION OF RIGHTS TO THE DEBTORS' MOTION FOR ENTRY
OF AN ORDER (A) AUTHORIZING THE DISTRIBUTION OF CASH RECEIPTS TO
GUIDEPOST GLOBAL EDUCATION, INC. AND (B) GRANTING RELATED RELIEF**

The Official Committee of Unsecured Creditors (the "Committee"), appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), files this limited objection and reservation of rights (this "Limited Objection") in relation to the *Debtors' Motion for Entry of An Order (A) Authorizing the Distribution of Cash*

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://www.veritaglobal.net/higherground>. The Debtors' service address for these chapter 11 cases is 1321 Upland Dr., PMB 20442, Houston, TX 77043.



Receipts to Guidepost Global Education, Inc. and (B) Granting Related Relief [Docket No. 304]
(the “Motion”),² and respectfully states as follows:

Relevant Background

1. The Debtors filed the Motion on August 7, 2025,³ requesting authorization to distribute approximately \$404,832.52 in what the Debtors call “GGE Cash Receipts” to Guidepost Global Education, Inc. (“GGE”). The stated basis for the Debtors’ proposed payment to GGE is that the “GGE Cash Receipts consist primarily of governmental subsidies that provide tuition assistance for certain students in certain states that were mistakenly and incorrectly deposited into the HGE Bank Accounts instead of the GGE Bank Accounts.” Motion ¶ 8. The Debtors set the matter for hearing on an emergency basis for August 21, 2025. Objections to the Motion are due August 19, 2025.

2. In addition to failing to see the basis for the purported emergency, the Committee’s investigation of prepetition transactions among the Debtors, GGE, and the other RSA parties—that led to GGE’s purported ownership of the GGE Foreclosed Schools and the resulting GGE Cash Receipts—remains ongoing. The parties have also scheduled a two-day mediation on these matters for August 19–20, 2025.

Limited Objection and Reservation of Rights

3. In light of the ongoing investigation and scheduled mediation, the Committee objects to the GGE Cash Receipts being distributed at this time. Instead, either one of two things should happen, pending the conclusion of mediation and a direction for these cases. Either (a) the Court should defer consideration of the Motion until after mediation is concluded, or

² Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Motion.

³ Prior to filing the Motion, the Debtors asked the Committee to consent to the distribution of the GGE Cash Receipts. The Committee suggested that the better path would be to file the Motion to provide appropriate notice to the Court and all parties in interest, and allow an opportunity for objections and a hearing.

(b) the Court should deny the Motion without prejudice to re-filing after mediation. In the interim, the Debtors can continue to hold the GGE Cash Receipts in trust.

4. The Committee reserves all rights with respect to the GGE Cash Receipts, including the right to file a comprehensive substantive objection in the event mediation is unsuccessful and the Debtors pursue their request to distribute the GGE Cash Receipts.

WHEREFORE, the Committee respectfully requests that the Court (a) either (i) defer consideration of the Motion until after mediation is concluded, or (ii) deny the Motion without prejudice to re-filing after the mediation, and (b) grant such other and further relief as may be appropriate under the circumstances.

Respectfully submitted this 19th day of August, 2025.

GRAY REED

By: /s/ Jason S. Brookner

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Certificate of Service

I certify that on August 19, 2025, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Jason S. Brookner

Jason S. Brookner