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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)
	§	

**EMERGENCY MOTION TO CONTINUE
HEARING ON 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**

**EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS REQUESTED NOT
LATER THAN SEPTEMBER 11, 2025, AT 9:30 A.M.**

**IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT
EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST APPEAR AT THE
HEARING IF ONE IS SET, OR FILE A WRITTEN RESPONSE PRIOR TO THE DATE
THAT RELIEF IS REQUESTED IN THE PRECEDING PARAGRAPH. OTHERWISE,
THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE
RELIEF REQUESTED.**

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.



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 emergency motion to continue (this “Motion to Continue”) the hearing presently scheduled for Thursday, September 11, 2025, at 9:30 a.m., on 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* [Docket No. 304] (the “GGE Motion”),² and respectfully states as follows:

1. The Debtors filed the GGE Motion on August 7, 2025, requesting authorization to distribute approximately \$404,832.52 in what the Debtors call “GGE Cash Receipts” to Guidepost Global Education, Inc. (“GGE”).

2. On August 19, 2025, the Committee filed its limited objection [Docket No. 344] (the “Limited Objection”). One of the reasons given for the Committee’s Limited Objection was the parties’ mediation, which was conducted on August 19 and 20, 2025. The Committee believed, and continues to believe, that the GGE Cash Receipts should be distributed to GGE, if at all, pursuant to a global resolution supported by both the Debtors and the Committee and approved by the Court.

3. As referenced above, the Committee attended the two-day mediation with the Debtors, GGE, 2HR Learning, and several other key parties in these chapter 11 cases. While the parties left the mediation without a settlement, the mediation resulted in the circulation of a settlement term sheet, which the parties have continued to negotiate over the following days and (now) weeks.

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

4. On Thursday, August 28, 2025, after a week of post-mediation settlement discussions and exchanges of revised term sheets, the Committee approved and circulated what it believed to be the final form of a settlement term sheet. With the Labor Day weekend approaching, however, the Debtors informed the Committee (through counsel) that they would use the holiday weekend to try to resolve the remaining open issues.

5. Following the long holiday weekend, the parties continued to hammer out what the Committee believed to be the final terms of the settlement. On Thursday, September 4, 2025, at the Debtors' suggestion, the Committee engaged directly with GGE (through counsel) to discuss a critical open issue. Through those discussions, GGE requested certain documentation related to the settlement, which the Committee agreed to provide as quickly as possible. The Committee provided GGE with the requested documentation on Monday, September 8, 2025.

6. On Monday, September 8, 2025, the Debtors informed the Committee (through counsel) that the Debtors intend to proceed with the hearing on the GGE Motion on Thursday, September 11, 2025, at GGE's request, notwithstanding the ongoing settlement negotiations. Despite the Committee's best efforts to convince the Debtors and GGE that a contested hearing on the GGE Motion remains premature and potentially value destructive due to the ongoing settlement discussions, the Debtors have not agreed to continue the hearing.

7. The Committee is engaged in settlement discussions regarding the estates' potentially meritorious claims against GGE, and the Challenge Period set forth in the final DIP financing order has been extended by agreement through October 8, 2025. *See* Docket No. 418. Unless and until there is a resolution of the estates' claims against GGE, whether through settlement or otherwise, the Committee does not believe the GGE Cash Receipts should be paid to GGE.

8. In the Committee's view, a contested hearing on the GGE Motion will negatively impact settlement discussions. Indeed, the Committee believes that if the parties are forced into litigious postures—all over the \$404,000 contemplated under the GGE Motion—settlement discussions will likely collapse all together.

9. In the interest of maintaining the integrity of the parties' ongoing settlement discussions, and in an effort to maximize creditor recoveries without the costs and uncertainty of protracted litigation, the Committee asks the Court to continue the hearing on the GGE Motion for at least one week, or the Court's next available hearing date after September 18, 2025. The Committee believes such a continuance is necessary to finalize settlement discussions, which is in the best interests of the estates. A contested hearing under these circumstances is not.

WHEREFORE, the Committee respectfully requests that the Court enter an order, substantially in the form attached as **Exhibit A** (a) either (i) continue the hearing on the GGE Motion for at least one week, or (ii) deny the GGE Motion without prejudice to re-filing once the parties conclude they have reached an impasse on settlement discussions, and (b) grant such other and further relief as may be appropriate under the circumstances.

[Remainder of page intentionally left blank]

Respectfully submitted this 9th day of September, 2025.

GRAY REED

By: /s/ Jason S. Brookner

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*Counsel to the Official Committee of
Unsecured Creditors*

Certificate of Conference

I certify that on September 9, 2025, I conferred via e-mail with Meredyth Kippes, trial attorney for the Office of the United States Trustee; Timothy Mohan, counsel for the Debtors; Jason Binford, counsel for GGE; and Trevor Hoffman, counsel for 2HR Learning, LLC. Each of the foregoing confirmed that they do not oppose an emergency hearing on the foregoing Motion.

/s/ Aaron M. Kaufman

Aaron M. Kaufman

Certificate of Service

I certify that on September 9, 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

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

<p>In re:</p> <p>HIGHER GROUND EDUCATION, INC., <i>et al.</i>,</p> <p style="text-align: center;">Debtors.¹</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 25-80121 (MVL)</p> <p>(Jointly Administered)</p>
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**ORDER GRANTING THE EMERGENCY MOTION TO
CONTINUE HEARING ON 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**

Upon the motion (the "Motion")² of the Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession, for entry of an order (this "Order") continuing the hearing on 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* [Docket No. 304] (the "GGE Motion"); and this

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² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The hearing on the GGE Motion is continued until September __, 2025.
3. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

END OF ORDER

Submitted by:

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