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**COUNSEL TO DEBTORS AND  
DEBTORS IN POSSESSION**

**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> , <sup>1</sup>	§	Case No.: 25-80121-11
	§	
Debtor.	§	(Jointly Administered)

**CERTIFICATE OF NO OBJECTION REGARDING  
FIRST NOTICE OF REJECTION OF CERTAIN  
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

[Related to Docket No. 387]

The undersigned counsel for Higher Ground Education, Inc. (“**HGE**”) and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), certifies as follows:

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal identification number, are: Higher Ground Education Inc. (7265); Guidepost A LLC (8540); Prepared Montessorian LLC (6181); Terra Firma Services LLC (6999); Guidepost Birmingham LLC (2397); Guidepost Bradley Hills LLC (2058); Guidepost Branchburg LLC (0494); Guidepost Carmel LLC (4060); Guidepost FIC B LLC (8609); Guidepost FIC C LLC (1518); Guidepost Goodyear LLC (1363); Guidepost Las Colinas LLC (9767); Guidepost Muirfield Village LLC (1889); Guidepost Richardson LLC (7111); Guidepost South Naperville LLC (8046); Guidepost St Robert LLC (5136); Guidepost The Woodlands LLC (6101); Guidepost Walled Lake LLC (9118); HGE FIC D LLC (6499); HGE FIC E LLC (0056); HGE FIC F LLC (8861); HGE FIC G LLC (5500); HGE FIC H LLC (8817); HGE FIC I LLC (1138); HGE FIC K LLC (8558); HGE FIC L LLC (2052); HGE FIC M LLC (8912); HGE FIC N LLC (6774); HGE FIC O LLC (4678); HGE FIC P LLC (1477); HGE FIC Q LLC (3122); HGE FIC R LLC (9661); LePort Emeryville LLC (7324); AltSchool II LLC (0403). The Debtors’ mailing address is 1321 Upland Dr. PMB 20442, Houston, Texas 77043.



1. On June 20, 2025, the Court entered an order approving certain procedures for the rejection of executory contracts and unexpired leases and granting related relief [Docket No. 60] (the “**Rejection Procedures Order**”).

2. On August 22, 2025, in accordance with the Rejection Procedures Order, the Debtors filed the *First Notice of Rejection of Certain Executory Contracts and Unexpired Leases* [Docket No. 387] (the “**Notice**”).<sup>2</sup>

3. The Notice was served electronically via the Court’s PACER/ECF system as set forth on the Motion, and served via first-class mail on August 22, 2025, as set forth in the *Certificate of Service* [Docket No. 406] filed on the docket in the Chapter 11 Cases.

4. The deadline for parties to file responses or objections to the relief requested in the Notice was September 5, 2025 (the “**Objection Deadline**”).

5. The Objection Deadline has now expired. No objections to the Notice were filed on the docket in these Chapter 11 Cases, nor were any other responses, formal or informal, received by the Debtors or their undersigned counsel.

6. Accordingly, in accordance with the Notice and the Rejection Procedures Order, the Debtors respectfully request that the Court enter the proposed order attached hereto as **Exhibit A**, at its earliest convenience and without the need for a hearing.

*[Remainder of page intentionally left blank.]*

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Notice.

DATED: September 17, 2025

Respectfully submitted by:

/s/ Holland N. O'Neil

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**COUNSEL TO DEBTORS  
AND DEBTORS IN POSSESSION**

**CERTIFICATE OF SERVICE**

I hereby certify that on September 17, 2025, a true and correct copy of the foregoing document was served electronically by the Court's PACER system.

/s/ Nora J. McGuffey

Nora J. McGuffey

## **Exhibit A**

**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> , <sup>1</sup>	§	Case No.: 25-80121-11 (MVL)
	§	
Debtor.	§	(Jointly Administered)
	§	
	§	

**ORDER (I) AUTHORIZING DEBTORS TO REJECT CERTAIN  
EXECUTORY CONTRACTS AND (II) GRANTING RELATED RELIEF**

(Related to Docket No. 387)

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal identification number, are: Higher Ground Education Inc. (7265); Guidepost A LLC (8540); Prepared Montessorian LLC (6181); Terra Firma Services LLC (6999); Guidepost Birmingham LLC (2397); Guidepost Bradley Hills LLC (2058); Guidepost Branchburg LLC (0494); Guidepost Carmel LLC (4060); Guidepost FIC B LLC (8609); Guidepost FIC C LLC (1518); Guidepost Goodyear LLC (1363); Guidepost Las Colinas LLC (9767); Guidepost Leawood LLC (3453); Guidepost Muirfield Village LLC (1889); Guidepost Richardson LLC (7111); Guidepost South Riding LLC (2403); Guidepost St Robert LLC (5136); Guidepost The Woodlands LLC (6101); Guidepost Walled Lake LLC (9118); HGE FIC D LLC (6499); HGE FIC E LLC (0056); HGE FIC F LLC (8861); HGE FIC G LLC (5500); HGE FIC H LLC (8817); HGE FIC I LLC (1138); HGE FIC K LLC (8558); HGE FIC L LLC (2052); HGE FIC M LLC (8912); HGE FIC N LLC (6774); HGE FIC O LLC (4678); HGE FIC P LLC (1477); HGE FIC Q LLC (3122); HGE FIC R LLC (9661); LePort Emeryville LLC (7324); AltSchool II LLC (0403). The Debtors' mailing address is 1321 Upland Dr. PMB 20442, Houston, Texas 77043.

Pursuant to and in accordance with the *Order Authorizing and Approving Procedures to Reject Executory Contract and Unexpired Leases* [Docket No. 60] (the “**Rejection Procedures Order**”)<sup>2</sup> entered in the above-caption chapter 11 cases (the “**Chapter 11 Cases**”) of Higher Ground Education, Inc. (“**HGE**”) and its debtor affiliates (collective, the “**Debtors**”); and the Debtors having properly filed with this Court and served on the Rejection Notice Parties a notice (the “**Rejection Notice**”) of their intent to reject certain executory contracts (each, a “**Contract**” and collectively, the “**Contracts**”) and unexpired leases (each, a “**Lease**” and collectively, the “**Leases**”), including unexpired leases of nonresidential real property of the Debtors (each a “**Real Property Lease**” and collectively, the “**Real Property Leases**”) identified on **Annex A** hereto; in accordance with the terms of the Rejection Procedures Order, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice need be provided; and no timely objections having been filed to the Rejection Notice; and the Court having found and determined that the relief requested is in the best interests of the Debtors, their estates, their creditors, and all parties in interest, and after due deliberation and sufficient cause appearing therefore, it is **HEREBY ORDERED THAT**:

1. The Contracts and Leases are hereby rejected as set forth herein, effective as of the date set forth for such Contract or Lease on **Annex A**, which shall not be prior to the date of the Debtors’ unequivocal surrender of the leased premises via the delivery of the keys, key codes, and alarm codes to the premises, as applicable, to the applicable lease counterparty, or, if not delivering such keys and codes, providing notice that the landlord may re-let the premises, except as otherwise agreed by the Debtors and the applicable lease counterparty (the “**Rejection Date**”).

2. Nothing contained in this Order is intended to be or shall be construed as (i) an

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Order.

admission as to the validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any appropriate party in interest's right to dispute the amount of, basis for, or validity of any claim against the Debtors; or (iii) a waiver of any claims or causes of action that might exist against any creditor or interest holder.

3. Notwithstanding entry of this Order, nothing herein shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by any party.

4. Consistent with the limitations of section 362 of the Bankruptcy Code, and any other applicable law, counterparties to the Contracts or Leases are prohibited from setting off or otherwise utilizing any amounts deposited by the Debtors with any of the counterparties to the Contracts or Leases as a security deposit or pursuant to another similar arrangement, or owed the Debtors by any of the counterparties under the Contracts or Leases or other agreements between the same parties, without further order of this Court.

5. The Debtors are authorized to take all action necessary to effectuate the relief granted in this Order.

6. Any proofs of claim for rejection damages or other related claims if any, asserted by counterparties to the Contracts or Leases shall be filed on or before the later of (i) the claims bar date established by the Court in these chapter 11 cases, if any, and (ii) thirty (30) days after entry of this Order.

7. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

**###END OF ORDER###**



Submitted by:

/s/ Holland N. O'Neil

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**COUNSEL TO DEBTORS  
AND DEBTORS IN POSSESSION**

**ANNEX A**

	<b>Contract Counterparty</b>	<b>Debtor</b>	<b>Contract Title &amp; Description</b>	<b>Effective Date of Rejection</b>
1.	Cintas Corporation 6800 Cintas Blvd. Cincinnati, OH 45262-5737	Higher Ground Education Inc.	Facilities Services Rental Agreement, dated July 6, 2023, for rental of certain rental items	7/31/2025
2.	Cintas Corporation No. 2 6800 Cintas Blvd. Cincinnati, OH 45262-5737	Higher Ground Education Inc.	National Rental FS Agreement, dated September 24, 2024, for rental of certain rental items	7/31/2025
3.	HGE FIC J LLC 10 Orchard, Suite 200 Lake Forest, CA 92630	Higher Ground Education Inc.	Management Consulting Services Agreement, dated June 9, 2020, for management of schools owned by HGE FIC J LLC	8/22/2025
4.	Yu Capital, LLC 75 Broadway, Suite 202 San Francisco, CA 94111	Higher Ground Education Inc.	Management Consulting Services Agreement, dated June 9, 2020, for management of schools owned by HGE FIC J LLC	8/22/2025
5.	Shanghai Maya International CO., LTD. 27/F HuaDing Building, 2368 West Zhongshan Road, Shanghai, China	Higher Ground Education Inc.	Management Consulting Services Agreement, dated June 9, 2020, for management of schools owned by HGE FIC J LLC	8/22/2025