



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed September 29, 2025

United States Bankruptcy Judge

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

**ORDER GRANTING DEBTORS' SECOND OMNIBUS MOTION FOR ENTRY
OF AN ORDER (I) AUTHORIZING THE ASSUMPTION AND ASSIGNMENT
OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, AND
(II) GRANTING RELATED RELIEF**

¹ 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.



Upon consideration of the motion (the “**Motion**”)² of 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**”) for entry of an order authorizing, but not directing, the debtors to assume and assign certain executory contracts and unexpired leases listed on Schedule 1, attached hereto (collectively, the “**Assigned Contracts and Leases**”) and granting related relief, all as more fully set forth in the Motion; and this 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 found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing 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 Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

2. The Assigned Contracts and Leases (as amended, supplemented, or otherwise modified) listed on **Schedule 1**, attached hereto (the “**Assumption List**”), are assumed and assigned to the applicable assignee designated on the Assumption List, pursuant to sections 105(a) and 365 of the Bankruptcy Code, in each case effective as of the Petition Date.

3. The Proposed Cure Amounts as set forth in the Assumption List are approved and shall be paid by the applicable Assignee within five (5) days after entry of this Order. Any defaults or other obligations of the Debtors under the Assigned Contracts and Leases arising prior to the date of entry of this Order are deemed satisfied by the payment of the Proposed Cure Amounts. For the avoidance of doubt, the Debtors shall have no liability for such Proposed Cure Amounts, and the Contract Counterparties shall have no recourse to the Debtors for satisfaction of such Proposed Cure Amounts.

4. Nothing contained in the Motion or this Order, nor any action taken pursuant thereto, nor any payment made pursuant to the authority granted thereby, is intended to be or shall be construed as: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity or any other party in interest under the Bankruptcy Code or other applicable non- bankruptcy law; (b) a waiver of the Debtors’ or any party in interest’s rights to dispute any claim on any grounds; (c) a promise or requirement to pay any claim except as otherwise expressly provided herein; (d) an implication or admission that any claim is of a type specified or defined in this Motion or any order granting the relief requested by this Motion; (e) a waiver of any claims or causes of action that may exist against any creditor or interest holder; (f) except as otherwise expressly provided herein, a bar or disallowance of any creditors’ claim against the Debtors; (g) a limitation of any creditors’ right to assert a claim against the Foreclosure Buyers for performance under its respective contract; (h) a request or authorization

to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, except for the assumption and assignment of the Assigned Contracts identified on the Assumption List; (i) a waiver or limitation of the Debtors' and Foreclosure Buyers' rights under the Bankruptcy Code or any other applicable law; or (j) a waiver of any claims that the Debtors or any party in interest may have against any Contract Counterparty, whether or not such claims arise under, are related to the assumption of, or are independent of the Assigned Contracts and Leases.

5. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the Bankruptcy Local Rules are satisfied by such notice.

6. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6006.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

###END OF ORDER###

Submitted by:

Holland N. O'Neil (TX 14864700)
Thomas C. Scannell (TX 24070559)
FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, TX 75201
Telephone: (214) 999-3000
Facsimile: (214) 999-4667
honeil@foley.com
tscannell@foley.com

-and-

Timothy C. Mohan (admitted *pro hac vice*)
FOLEY & LARDNER LLP
1144 15th Street, Suite 2200
Denver, CO 80202
Telephone: (720) 437-2000
Facsimile: (720) 437-2200
tmohan@foley.com

-and-

Nora J. McGuffey (TX 24121000)
Quynh-Nhu Truong (TX 24137253)
FOLEY & LARDNER LLP
1000 Louisiana Street, Suite 2000
Houston, TX 77002
Telephone: (713) 276-5500
Facsimile: (713) 276-5555
nora.mcguffey@foley.com
qtruong@foley.com

**PROPOSED COUNSEL TO DEBTORS
AND DEBTORS IN POSSESSION**

SCHEDULE 1

Assigned Leases

No.	Landlord/Counterparty	School Name	Debtor	Lease Date	School Address	Proposed Assignee	Proposed Cure Amount
1.	2376 East Paris LLC	Kentwood	HGE FIC Q LLC	11/18/2021	2376 East Paris Ave. SE, Grand Rapids, MI, 49546	CEA	\$0
2.	3345 Peachtree Holdings, LLC	Duluth	Guidepost A LLC	10/30/2020	3345 Peachtree Industrial Blvd, Duluth, GA, 30096	GGE	\$0
3.	45 Province LLC	Downtown Boston	HGE FIC L LLC	9/24/2021	45 Province St #5, Boston, MA, 02108	CEA	\$0
4.	7108 Bradley LLC	Bradley Hills	Guidepost Bradley Hills LLC	5/18/2022	7108 Bradley Blvd, Bethesda, MD, 20817	CEA	\$0
5.	Craig Road Holding, LLC	Creve Coeur	Guidepost A LLC	12/26/2023	689 Craig Rd, Creve Coeur, MO, 63141	GGE	\$0
6.	Guidepost Daycare OKC, LLC	Brasswood	HGE FIC M LLC	5/6/2022	2001 NW 142nd Street, Oklahoma City, OK, 73134	CEA	\$0
7.	Guidepost Kent, LLC	Kent	HGE FIC N LLC	3/28/2022	23921 112th Avenue SE, Kent, WA, 98031	CEA	\$0
8.	Hicks Revocable Marital Trust DTD 5/11/07 and MAB Real Estate, LLC	Leawood	Guidepost Leawood LLC	11/2/2020	4701 W. 136th Street, Leawood, KS, 66224	CEA	\$0
9.	Intertex SCIP Higher Ground, LLC	Copper Hill	HGE FIC C LLC	8/14/2017	25135 Rye Canyon Loop, Santa Clarita, CA, 91355	CEA	\$0
10.	LLC 7220 Independence Pkwy LLC & LHC 7220 Independence Pkwy LLC	Legacy	HGE FIC L LLC	9/21/2021	7220 Independence Parkway, Plano, TX, 75025	CEA	\$0
11.	R&P Alpharetta GA LLC	Deerfield	Guidepost A LLC	12/4/2018	3105 Webb Road, Alpharetta, GA, 30004	GGE	\$0
12.	Southwood Realty LLC	Kendall Park	HGE FIC L LLC	1/28/2021	10 Gateway Blvd., Kendall Park, NJ, 08824	CEA	\$0
13.	The Paul Family Trust DTD 6/19/97	Wilton	Guidepost A LLC	2/27/2023	221 Danbury Rd, Wilton, CT, 06897	GGE	\$0
14.	V Lions Farming, LLC	Downtown Naperville	HGE FIC I LLC	11/24/2020	24 N Washington, Naperville, IL, 60540	CEA	\$0