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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:

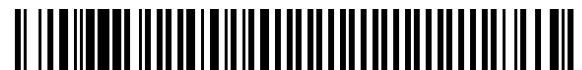
Higher Ground Education, Inc., *et al.*,¹

Debtor.

§
§ Chapter 11
§
§ Case No.: 25-80121-11 (MVL)
§
§ (Jointly Administered)

**SUMMARY COVER SHEET FOR FIRST INTERIM APPLICATION OF FOLEY &
LARDNER LLP FOR ALLOWANCE AND PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM JUNE 17, 2025 THROUGH OCTOBER 31, 2025**

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 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.



First Interim Fee Application of: Foley & Lardner LLP

Capacity: Counsel to Debtors

Time Period: June 17, 2025, through October 31, 2025

Bankruptcy Petitions Filed: June 17, 2025 & June 18, 2025

Date of Entry of Retention Order: August 12, 2025

Status of Case: Pending

Amount Requested:

Fees:	\$ 922,539.60
Expenses:	\$ 115,712.47
Other:	\$ (12,854.30) ²
Total:	\$ 1,025,397.77
Payments Received:	\$ 853,744.11
Outstanding Amount:	\$ 171,653.66
Payment Requested:	\$ 171,653.66

Reductions:

Voluntary fee reductions:	\$ 0.00
Expenses reductions:	\$ 0.00
Total Reductions:	\$ 0.00

Draw Down Request:

Retainer Received:	\$91,290.17
Previous Draw Down(s):	N/A
Remaining Retainer (now):	\$91,290.17
Requested Draw Down:	\$N/A
Retainer Remaining (after):	\$91,920.17

Expense Detail:

Copies – per page cost and total:	\$ 0.00
Fax – per page cost and total:	\$ 0.00
Computer Research:	\$ 117.30
Other – LSS - eDiscovery Services	\$ 2,000.00
Other – Bankruptcy Petition Filing Fees:	\$ 60,830.00
Other – Meals:	\$ 2,279.46
Other – Mediation/Arbitration Fees:	\$ 18,000.00
Other Expenses:	\$ 335.97
Other Fees:	\$ 9,243.71
Other – Publication of Notice:	\$ 11,963.26
Other – Recording/Filing Fees:	\$ 4.25
Other – Service Fees:	\$ 179.72
Other – Shipping Charges:	\$ 14.89
Other – Transcripts:	\$ 1,447.20
Other – Transportation/Travel:	\$ 9,296.71
Total:	\$ 115,712.47

<u>Hourly Rates</u>	<u>Attorney</u>	<u>Paralegal</u>
Highest Billed Rate	\$1,125.00	\$304.00
Total Hours Billed:	1,161.40	112.00
Blended Rate:	\$765.02	\$304.00

² This amount is a reduction for fees billed at fifty-percent (50%) related to non-working travel.

DATED: December 1, 2025

Respectfully submitted by:

/s/ Holland N. O'Neil

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**COUNSEL TO DEBTORS AND
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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> , ¹	§	Case No.: 25-80121-11 (MVL)
	§	
Debtor.	§	(Jointly Administered)

**FIRST INTERIM APPLICATION OF FOLEY & LARDNER LLP FOR
ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES INCURRED AS COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM JUNE 17, 2025 THROUGH OCTOBER 31, 2025**

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the Court, you must file your response electronically at <https://ecf.txnb.uscourts.gov/> no more than twenty-four (24) after the date this application was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk and filed on the docket no more than twenty-four (24) days after the date this application was filed. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

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 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.

Foley & Lardner LLP (“**Foley**”), as 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**”) hereby files its *First Interim Application of Foley & Lardner LLP for Allowance and Payment Compensation and Reimbursement of Expenses Incurred as Counsel to the Debtors for the Period from June 17, 2025, through October 31, 2025* (the “**Interim Fee Application**”) for interim allowance of fees in the amount of **\$909,685.30**² and actual and necessary expenses in the amount of **\$115,712.47** for a total allowance of **\$1,025,397.77** for the period of June 17, 2025 through and including October 31, 2025 (the “**Interim Fee Period**”). In support of this Interim Fee Application, Foley respectfully represents as follows:

I.
JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Northern District of Texas (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b). The Debtors confirm their consent, pursuant to Rule 7008 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), to the entry of a final order by the Court. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Bankruptcy Rule 2016, Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Northern District of Texas (the “**Local Rules**”), the Procedures for Complex Cases in the Northern District of Texas (the “**Complex Case Procedures**”), and the *Order Establishing Procedures for Interim Compensation and*

² This amount reflects a reduction of \$12,854.30 for fees billed at fifty percent (50%) related to non-working travel.

Reimbursement of Expenses for Professionals [Docket No. 319] (the “**Interim Compensation Order**”) entered by the Court on August 11, 2025.

II. **BACKGROUND**

A. The Chapter 11 Cases

3. On June 17, 2025 and June 18, 2025 (collectively, the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors remain in possession of their property and are managing their businesses as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. The court has not appointed a trustee and the official committee of unsecured creditors was appointed on July 9, 2025 [Docket No. 158] (the “**Committee**”).

4. A detailed description of the Debtors and their businesses, and the facts and circumstances supporting this Application and the Debtors’ Chapter 11 Cases, are set forth in the *Declaration of Jonathan McCarthy in Support of First Day Motions* [Docket No. 15] (the “**First Day Declaration**”) and is incorporated herein by reference.

B. Retention of Foley

5. On July 14, 2025, the Debtors filed the *Debtors’ Application for Entry of an Order Authorizing the Employment of Foley & Lardner LLP as Counsel to the Debtors Effective as of Petition Date* [Docket No. 172] (the “**Foley Retention Application**”). On August 12, 2025, the Court entered an order approving the Foley Retention Application [Docket No. 324] (the “**Foley Retention Order**”).

C. Interim Compensation and Monthly Fee Statements

6. On July 14, 2025, the Debtors filed *Debtors’ Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for*

Professionals [Docket No. 174] (the “**Interim Compensation Motion**”). On August 11, 2025, the Court granted the Interim Compensation Motion and entered the Interim Compensation Order. [Docket No. 319].

7. Pursuant to the Interim Compensation Order, professionals retained by the Debtors and the Committee pursuant to section 327 of the Bankruptcy Code (collectively, the “**Estate Professionals**”) were permitted to serve by email a statement (each a “**Monthly Fee Statement**”) upon certain specified Notice Parties to seek interim allowance of compensation for services rendered and expenses incurred during the prior month. Following the service of each Monthly Fee Statement upon the Notice Parties, the Notice Parties were provided ten (10) days after the date of service of the Monthly Fee Statement(s) (the “**Objection Period**”) to raise written objections, if any. At the expiration of the Objection Period, if no objections were raised, the Debtors were directed to promptly pay the applicable Professional 80% of the fees and 100% of the expenses requested in each Monthly Fee Statement (an “**Interim Compensation Payment**”), except such fees or expenses that may have been subject to an objection by the Notice Parties.

8. In accordance with the Interim Compensation Order, Foley served Monthly Fee Statements upon the Notice Parties via email for the months of June 17, 2025 through July 31, 2025, August 2025, September 2025, and October 2025 (collectively, the “**Foley Fee Statements**”). At this juncture, through its submission of the Foley Fee Statements, Foley requested Interim Compensation Payments totaling \$738,031.68 in fees and \$115,712.47 in expenses during the Interim Period. To date, Foley has been paid a total of \$853,744.15 in Interim Compensation Payments, comprised of \$738,031.68 in fees and \$115,712.47 in expenses and \$853,744.15 representing a credit on the account. A chart setting forth the fees and expenses incurred by Foley to date and reflected in the Foley Fee Statements is below.

Monthly Fee Statements	Fees	Expenses	Total Compensation Sought	Amount Paid ³	Remaining Outstanding Balance
Bankruptcy Petition Filings Fees	\$0.00	\$60,830.00	\$60,830.00	\$60,830.00	\$0.00
June 17, 2025 – June 30, 2025	\$156,622.90	\$12,043.72	\$168,666.62	\$137,342.04	\$31,324.58
July 1, 2025 – July 31, 2025	\$221,264.25 ⁴	\$4,296.00	\$230,204.30	\$185,022.60	\$45,181.70
August 1, 2025 – August 31, 2025	\$191,701.05 ⁵	\$22,680.55	\$217,785.85	\$178,764.79	\$39,021.06
September 1, 2025 – September 30, 2025	\$186,654.30 ⁶	\$4,450.59	\$192,706.89	\$155,055.63	\$37,651.26
October 1, 2025 – October 31, 2025	\$153,442.80 ⁷	\$11,411.61	\$168,058.41	\$136,729.05	\$31,329.36
TOTALS	\$909,685.30	\$115,712.47	\$1,025,397.77	\$853,744.11	\$171,653.66

III. REQUEST FOR RELIEF

9. By this Interim Fee Application, Foley respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”), (i) granting interim allowance and approval of (a) compensation for Foley’s services to the Debtors for the Interim Fee Period in the amount \$909,685.30⁸ and (b) reimbursement of expenses that Foley incurred during the Interim Fee Period in the amount \$115,712.47, (ii) authorizing and directing payment of all the foregoing fees and expenses, less any amounts the Debtors previously paid to

³ These amounts reflect payment of eighty percent (80%) of fees and one hundred percent (100%) of expenses requested pursuant to the Interim Compensation Order.

⁴ This amount reflects a reduction of \$4,644.05 for fees billed at fifty percent (50%) related to non-working travel.

⁵ This amount reflects a reduction of \$3,404.25 for fees billed at fifty percent (50%) related to non-working travel.

⁶ This amount reflects a reduction of \$1,602.00 for fees billed at fifty percent (50%) related to non-working travel.

⁷ This amount reflects a reduction of \$3,204.00 for fees billed at fifty percent (50%) related to non-working travel.

⁸ This amount reflects a reduction of \$12,854.30 for fees billed at fifty percent (50%) related to non-working travel.

Foley pursuant to the Interim Compensation Order, and (iii) granting such other relief this Court may deem just and proper.

IV.
FEES EARNED DURING THE INTERIM FEE PERIOD

A. Customary Billing Disclosures

10. Foley's hourly rates are set at a level designed to compensate Foley fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. The hourly rates charged by Foley in the Chapter 11 Cases were billed in accordance with Foley's rates and procedures in effect during the Interim Fee Period and in accordance with the Foley Retention Order. As described in the Foley Retention Application, the rates Foley charges for the services of its attorneys and paraprofessionals in the Chapter 11 Cases are consistent with the rates Foley charges other comparable chapter 11 clients, regardless of the location of the case. Moreover, Foley's rate structure is appropriate and not significantly different from the rates that Foley charges for non-bankruptcy representations or the rates that other comparable counsel would charge to perform substantially similar services.

11. Foley has received no payment or promises of payment from any source other than the Debtors for services rendered in the Chapter 11 Cases. There is no agreement or understanding between Foley and any other entity or person, other than members of the firm, for the sharing of compensation to be received for services rendered in or in connection with the Chapter 11 Cases. All professional and paraprofessional services for which Foley is requesting compensation were rendered solely on behalf of the Debtors.

12. In compliance with paragraph C.5 of the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Large Chapter 11 Cases*, effective November 1, 2013 (the "UST Guidelines"):

- a. Other than Foley's agreement to a percentage discount for certain of its timekeepers, Foley did not agree to any variations from, or alternatives to, its standard or customary billing rates for services pertaining to this engagement that were provided during the Interim Fee Period.
- b. The fees requested in the Interim Fee Application were not higher by 10% or more than the fees budgeted for the Interim Fee Period.
- c. None of the professionals included in the Interim Fee Application varied their hourly rate based on the geographic location of these Chapter 11 Cases.
- d. The Interim Fee Application did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy. Any invoice preparations done in the ordinary course are handled by billing specialists for which the firm does not charge any time. The only fees incurred in connection with such matters is conforming the invoices for U.S. Trustee compliance purposes and in connection with preparing exhibits to fee applications filed with the Court. In those instances, the fees are mostly generated by lower paralegal hourly rates and are a small percentage of the total fees in the case.
- e. The time period covered by the Interim Fee Application for the Interim Fee Period includes approximately 6.60 hours with a value of \$5,286.60 spent by Foley to ensure that the time entries subject for the Interim Fee Period do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of Foley's preparation of each fee application.
- f. Pursuant to paragraph 10 of the Foley Retention Order, Foley will notify the Debtors, the U.S. Trustee and the Committee of any rate increase and file a notice with the Court.

B. Supporting Documentation

13. For the convenience of the Court and parties in interest and in accordance with the UST Guidelines and the Complex Case Procedures, the following exhibits are attached to this Interim Fee Application:

- a. Attached hereto as **Exhibit B** is the Declaration of Holland N. O'Neil (the "**O'Neil Declaration**");
- b. Attached hereto as **Exhibit C** is a schedule setting forth all Foley professionals and paraprofessionals who performed services in these Chapter 11 Cases during the Interim Fee Period, the capacities in which such individuals are employed by Foley, the hourly billing rates of such

individuals, and the aggregate number of hours expended and fees billed by such individuals;

- c. Attached hereto as **Exhibit D** is a summary of Foley's time billed during the Interim Fee Period, broken down by project categories, as hereinafter described;
- d. Attached hereto as **Exhibit E** is a disclosure of "customary and comparable compensation" charged by Foley professionals and paraprofessionals. As requested in the UST Guidelines, **Exhibit E** provides a summary of the blended hourly rates of the timekeepers (segregated by rank) included in the Interim Fee Application as compared to the blended hourly rates for similar non-bankruptcy timekeepers in Foley's U.S. Offices;
- e. Attached hereto as **Exhibit F** is a schedule specifying the categories of expenses for which Foley is seeking reimbursement and the total amount for each expense category for the Interim Fee Period; and
- f. Attached hereto as **Exhibit G** are Foley's invoices for the Interim Fee Period (the "**Foley Invoices**"). The Foley Invoices contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Fee Period. Redacted versions are attached hereto. Nonredacted versions will be provided upon any reasonable request.

V.

ACTUAL AND NECESSARY EXPENSES

14. A summary of actual and necessary expenses incurred by Foley during the Interim Period is attached hereto as **Exhibit F**.

15. With respect to providers of online legal research services (e.g., LEXIS and WESTLAW), Foley charges the standard usage rates these providers charge for computerized legal research. Foley bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by Foley is passed on to the client.

16. Foley believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, Foley believes that such charges are in accordance with the American Bar Association's ("**ABA**") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

17. As set forth in **Exhibit F**, Foley has incurred \$115,712.47 in expenses in providing professional services during the Interim Period. These charges are intended to cover Foley's direct operating costs, which costs are not incorporated into Foley's hourly billing rates.

18. Foley has made every effort to minimize its disbursements in these Chapter 11 Cases. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances.

VI. SUMMARY OF SERVICES BY PROJECT

19. The services rendered by Foley during the Interim Fee Period can be grouped into the categories set forth below. However, because certain services may relate to one or more categories, services pertaining to one category may, in fact, be included in another category. These services, broken out by categories, are generally described below, with a more detailed identification of the actual services provided being set forth in the Foley Invoices. The Foley Invoices identify the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. B110 – Case Administration (364.10 Hours / \$230,664.10 Fees)

20. This matter category includes time spent on various tasks that were necessary to ensure the efficient and seamless administration of legal services related to these Chapter 11 Cases. Specifically, Foley attorneys and paraprofessionals spent time: (a) coordinating, managing, and administering these Chapter 11 Cases, including review of filings on the case docket, monitoring critical dates, and maintaining a case calendar; (b) communicating with the Debtors' other advisors to manage various work streams throughout the Chapter 11 Cases; (c) ensuring compliance with service and notice requirements of Bankruptcy Code, the Local Rules, (d) ensuring compliance

with all other applicable requirements of the Bankruptcy Code, Bankruptcy Rules, Local Rules, and orders and procedures issued by the Court; and (e) communicating with the Court regarding hearings and various procedural matters. This matter also includes workstreams related to preparing for and attending first day and second day hearings and preparing the Debtors' schedules and statements as well as the Debtors' monthly operating reports. This matter category includes work and meetings related to multiple matters such that the time cannot be easily allocated to one of the other matter categories.

**B. B120 – Asset Analysis and Recovery
(5.50 Hours / \$4,638.80 Fees)**

21. This matter category includes time spent by Foley attorneys and paraprofessionals regarding research and analysis of issues related to the Estates' assets, including deposits and other assets that may provide a benefit for the Debtors' Estates, and various work streams related to same.

**C. B130 – Asset Disposition
(20.20 Hours / \$14,257.00 Fees)**

22. This matter category includes time spent by Foley attorneys related to the potential disposition of the Debtors' assets under various scenarios, including via section 363 of the Bankruptcy Code, and various work streams related to same

**D. B140 – Relief from Stay / Adequate Protection Proceedings
(17.70 Hours / \$12,815.60 Fees)**

23. This matter category includes time spent by Foley attorneys and paralegals related to the termination or continuation of the automatic stay. Specifically, this matter includes workstreams related to analyzing and negotiating requests for relief from stay to allow third parties to pursue insurance litigation and communicating with third parties pursuing non-bankruptcy litigation against the Debtors' Estates.

E. B150 – Meetings of and Communications with Creditors
(60.20 Hours / \$47,074.50 Fees)

24. This matter category covers time spent by Foley attorneys and paraprofessionals responding to inquiries from creditors regarding their rights and claims and these Chapter 11 Cases and facilitating discussions and corresponding with various creditors and other parties regarding these Chapter 11 Cases.

F. B160 – Fee/Employment Applications
(45.00 Hours / \$32,022.30 Fees)

25. This matter category includes time spent by Foley attorneys and paraprofessionals related to preparation of the Foley Retention Application, application to employ SierraConstellation Partners, LLC (“SCP”), the interim compensation procedures motion and the ordinary course professionals motion, as well as submission of the Foley and SCP Monthly Fee Statements to the Notice Parties.

G. B185 – Assumption / Rejection of Leases and Contracts
(72.80 Hours / \$53,628.70 Fees)

26. This matter category includes time spent by Foley attorneys and paraprofessionals related to assumption and rejection of leases and contracts, including review and revision of various lease modification agreements, managing communications with counterparties, and other similar matters pertaining to the Debtors’ leases and contracts.

H. B190 – Other Contested Matters
(145.40 Hours / \$100,836.80 Fees)

27. This matter category includes time spent by Foley attorneys and paraprofessionals providing services in connection with all other motions or oppositions to motions and memoranda in support of or in opposition to motions, including related discovery, as well as prepetition litigation outside of the Chapter 11 Cases involving the Debtors. It also includes time spent

negotiating potential resolutions to discovery and litigation disputes during these cases with creditors and EB-5 equity investors. .

I. B195 – Non-Working Travel
(32.60 Hours / \$12,854.30 Fees)

28. This matter category includes travel time by Foley attorneys, which is billed at fifty percent (50%) of the standard hourly rates.

J. B210 – Business Operations
(20.60 Hours / \$16,005.90 Fees)

29. This matter category includes time spent by Foley attorneys and paraprofessionals working with the Debtors to maintain business operations and assisting the Debtors' management team with various issues arising in the conduct of the Debtors' business, including entity dissolution, wind-up certificates, and other related state compliance matters.

K. B210-A – Business Operations – Trademarks
(4.40 Hours / \$4,070.00 Fees)

30. This matter category includes time spent by Foley attorneys and paraprofessionals working with the Debtors to maintain the Debtors' trademarks and other intellectual property assets.

L. B230 – Financing / Cash Collections
(33.00 Hours / \$26,859.60 Fees)

31. This matter category includes time spent by Foley attorneys and paraprofessionals providing services in connection with negotiating, seeking approval of, and complying with the terms of the order allowing the Debtors' postpetition financing and use of cash collateral. Specifically, Foley incurred hours resolving the Committee's objections to the Debtors' proposed use of postpetition financing.

**M. B260 –Board of Director Matters
(45.20 Hours / \$37,956.50 Fees)**

32. This matter category includes time spent by Foley attorneys advising the Debtors' board of directors through various aspects of the Chapter 11 Cases, such as first day hearings, settlement discussions, and confirmation preparations, attending board meetings regarding the same, and drafting materials for the board.

**N. B320 –Plan and Disclosure Statement
(402.90 Hours / \$313,178.60 Fees)**

33. This matter category includes time spent by Foley attorneys and paraprofessionals providing services in connection with the preparation and revising of confirmation related motions and other filings related to the disclosure statement and the chapter 11 plan. It further includes services completed by Foley professionals in reviewing, revising, and analyzing issues related to the Debtors' chapter 11 plan and disclosure statement, time spent drafting and preparing the Debtors' chapter 11 plan and disclosure statement, and time related to discussions of chapter 11 plan issues with the various constituencies in the Chapter 11 Cases. Specifically, this matter includes substantial time incurred negotiating the settlement among the Debtors, the Committee, and the settlement parties in support of the Plan that involved: (a) a two-day mediation, (b) numerous settlement conferences, and (c) the drafting, revisions, and negotiations of settlement term sheets.

**O. B430 - Claims Administration / Review and Analyze
(3.80 Hours / \$2,822.60 Fees)**

34. This matter category relates to Foley attorneys' review and analysis of claims asserted against the Debtors, specifically utility deposit claims and pending litigation.

VII.
STATEMENT OF FOLEY

35. All services were rendered at the request of the Debtors or the Debtors' professionals. Compensation for the foregoing services is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved and the results obtained. The professional services were performed in an appropriately expeditious and efficient manner.

36. The majority of the services performed by Foley were rendered by Foley's Bankruptcy & Business Reorganization Practice Group. Foley has a prominent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings. The attorneys at Foley have represented either the debtor or the creditors' committee in many chapter 11 cases.

VIII.
REQUEST FOR ALLOWANCE OF FEES AND EXPENSES

37. Section 330 of the Bankruptcy Code authorizes the Court to award professional persons employed pursuant to section 327 for reasonable compensation for actual and necessary services rendered and reimbursement for actual and necessary expenses incurred. *See* 11 U.S.C. §§ 327 and 330. As more fully stated below, Foley submits that the elements governing awards of compensation pursuant to sections 330 and 331 of the Bankruptcy Code justify the allowance of the fees and expenses incurred in its representation of the Debtors during the Interim Fee Period

38. In 1974, the Fifth Circuit established a set of guidelines for use by lower courts when ruling on attorneys' fee requests. *See Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714, 717–19 (5th Cir. 1974). The *Johnson* court found the following factors necessary to consider:

- a. the time and labor required;
- b. the novelty and difficulty of the questions presented;
- c. the skill requisite to perform the legal services properly;

- d. the preclusion of other employment due to the acceptance of the case;
- e. the customary fee;
- f. whether the fee is fixed or contingent;
- g. time limitations imposed by the client with the circumstances of the case;
- h. the amount involved and the results obtained;
- i. the experience, reputation and ability of the attorney;
- j. the undesirability of the case;
- k. the nature and length of the professional relationship with the client; and
- l. awards in similar cases.

Id. In the case of *In re First Colonial Corp. of America*, 544 F.2d 1291, 1298–99 (5th Cir. 1977), cert. denied, 431 U.S. 904 (1977), the Fifth Circuit applied the *Johnson* factors to the analysis of fee awards in bankruptcy cases.

39. Foley respectfully submits that the services for which it seeks compensation in this Interim Fee Application were, at the time rendered, necessary for and beneficial to the Debtors and were rendered to assist the Debtors in discharging its statutory duties during the pendency of the Chapter 11 Cases. Foley further believes that its services to the Debtors during the Interim Fee Period were performed efficiently and in an expert manner and ultimately benefitted the Debtors. Foley submits that the compensation requested herein is reasonable in light of the nature, extent, and value of Foley’s services to the Debtors. Accordingly, the Interim Fee Application should be approved.

IX.

SECTION 504(B) COMPLIANCE

40. No agreement or understanding exists between Foley and any third person for the sharing of compensation, except as allowed by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016 with respect to the sharing of compensation between and amongst

shareholders at Foley. All services for which compensation is requested hereunder were rendered at the request of and solely on behalf of the Debtors and not on behalf of any other entity.

X.
RESERVATION OF RIGHTS

41. Although every effort has been made to include all fees and expenses incurred in the Interim Fee Period, some fees and expenses might not be included in this Interim Fee Application due to delays caused by accounting and processing during the Interim Fee Period. Foley reserves the right to make further application to the Court for allowance of such fees and expenses not included herein.

XI.
NOTICE

42. The Debtors will provide notice of this Application to (a) the Office of the United States Trustee for the Northern District of Texas; (b) the United States Attorney's Officer for the Northern District of Texas; (c) the state attorney generals for all states in which the Debtors conduct or have recently conducted business; (d) the Internal Revenue Service, (e) counsel to the Committee; (f) Cozen O'Connor, as counsel to the Senior DIP Lender and Plan Sponsor; (g) Kane Russell Coleman Logan PC, as counsel to the Junior DIP Lender; and (h) all parties in interest who have formally appeared and requested notice pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that no further notice of this Application is required.

43. The pleadings in these Chapter 11 Cases and supporting papers are available on the Debtors' website at www.veritaglobal.net/HigherGround or on the Bankruptcy Court's website at <https://ecf.txnb.uscourts.gov/>. You can request any pleading you need from (i) the noticing agent at: HigherGroundInfo@veritaglobal.com, (888) 733-1431 (U.S./Canada) (toll-free), +1 (310) 751-2632 (International), or (ii) counsel for the Debtors at: Foley & Lardner LLP, 1144 15th Street, Suite 2200, Denver, CO 80202, Attn: Tim Mohan (tmohan@foley.com), and Foley & Lardner

LLP, 1000 Louisiana Street, Suite 2000, Houston, Texas 77002, Attn: Nora McGuffey (nora.mcguffey@foley.com) and Quynh-Nhu Truong (qtruong@foley.com).

Foley requests that the Court enter the Proposed Order (i) granting interim allowance and approval of (a) compensation for Foley's services to the Debtors for the Interim Fee Period in the amount of **\$909,685.30** and (b) reimbursement of expenses that Foley incurred during the Interim Fee Period in the amount of **\$115,712.47**, (ii) authorizing and directing payment of all the foregoing fees and expenses, less any amounts the Debtors previously paid to Foley pursuant to the Interim Compensation Procedures Order, and (iii) granting such other and further relief this Court may deem just and proper.

DATED: December 1, 2025

Respectfully submitted by:

/s/ Holland N. O'Neil

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.mcguiffey@foley.com
qtruong@foley.com

**COUNSEL TO DEBTORS
AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

I hereby certify that on December 1, 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

Proposed Order

**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 (MVL)
Debtor.	§	
	§	(Jointly Administered)

**ORDER GRANTING THE FIRST INTERIM APPLICATION OF
FOLEY & LARDNER LLP FOR ALLOWANCE AND PAYMENT OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTORS FOR THE PERIOD FROM
JUNE 17, 2025 THROUGH OCTOBER 31, 2025**

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 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.

Upon consideration of the *First Interim Application of Foley & Lardner LLP for Allowance and Payment of Compensation and Reimbursement of Expenses Incurred as Counsel to the Debtors for the Period from June 17, 2025, through October 31, 2025* (the “**Interim Fee Application**”)² for interim allowance of compensation of professional services rendered as counsel 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**”) during the period of June 17, 2025, through and including October 31, 2025 (the “**Interim Fee Period**”). **IT IS HEREBY ORDERED THAT:**

1. The Interim Fee Application is **GRANTED** as set forth herein.
2. Foley is granted interim allowance of compensation in the amount of \$909,685.30 for the Interim Fee Period.
3. Foley is granted interim allowance of reimbursements for expenses incurred in the amount of \$115,712.47 for the Interim Fee Period.
4. The Debtors are authorized and directed to remit payment to Foley of such allowed compensation and expense reimbursement amounts, less any and all amounts previously paid on account of such fees and expenses.
5. 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###

² Capitalized terms not defined herein shall have the meaning ascribed in the Interim Fee Application.

Submitted by:

/s/ Holland N. O'Neil

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
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honeil@foley.com
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-and-

Timothy C. Mohan (admitted *pro hac vice*)
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-and-

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Quynh-Nhu Truong (TX 24137253)
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**COUNSEL TO DEBTORS
AND DEBTORS IN POSSESSION**

EXHIBIT B

O'Neil Declaration

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Thomas C. Scannell (TX 24070559)
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Dallas, TX 75201
Telephone: (214) 999-3000
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tscannell@foley.com

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nora.mcguffey@foley.com
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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> , ¹	§ § Case No.: 25-80121-11 (MVL)
Debtor.	§ § (Jointly Administered)

**DECLARATION OF HOLLAND N. O'NEIL IN SUPPORT OF FIRST INTERIM
APPLICATION OF FOLEY & LARDNER LLP FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED AS COUNSEL TO THE DEBTORS FOR THE PERIOD FROM
JUNE 17, 2025 THROUGH OCTOBER 31, 2025**

Holland N. O'Neil, Esq., a partner of Foley & Lardner LLP, makes this Declaration under
28 U.S.C. § 1746 and states:

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 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.

1. I am a partner at Foley & Lardner LLP (“**Foley**”),² which maintains offices for the practice of law at 2021 McKinney Avenue, Suite 1600, Dallas, Texas 75201, among other locations. I am an attorney-at-law, duly admitted and in good standing to practice in the States of Texas and Arizona, the United States Bankruptcy Court for the Southern, Northern, Eastern, and Western Districts of Texas, and the United States District Court for the District of Arizona. There are no disciplinary proceedings pending against me. Foley submits this interim application for compensation and reimbursement (the “**Interim Fee Application**”) in compliance with the *Appendix B–Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 for Attorneys in Larger Chapter 11 Cases* (the “UST Guidelines”).

2. I am the professional designated by Foley with the responsibility for Foley’s compliance with the UST Guidelines. This certification is made in respect of Foley’s Interim Fee Application for the final allowance of compensation for professional services and reimbursement of expenses as counsel for Higher Ground Education, Inc. (“**HGE**”) and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) for the period from June 17, 2025, through and including October 31, 2025 (the “**Interim Fee Period**”) in accordance with the UST Guidelines.

3. I have read the foregoing Interim Fee Application of Foley. To the best of my knowledge, information, and belief, the statements contained in the Interim Fee Application are true and correct. In addition, I believe that the Interim Fee Application complies with the Procedures for Complex Cases in the Northern District of Texas and Local Rule 2016-1.

4. In connection therewith, I hereby certify that:

- a. to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Interim Fee

² Foley is organized as a limited liability partnership in the state of Wisconsin.

Application are permissible under the relevant rules, court orders, the UST Guidelines, and Bankruptcy Code provisions, except as specifically set forth herein;

- b. except to the extent disclosed in the Interim Fee Application, the fees and disbursements sought in the Interim Fee Application are billed at rates customarily employed by Foley and generally accepted by Foley's clients;
- c. in providing a reimbursable expense, Foley does not make a profit on that expense, whether the service is performed by Foley in-house or through a third party;
- d. no agreement or understanding exists between Foley and any other person for the sharing of compensation to be received in connection with the above case except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Bankruptcy Local Rules; and
- e. all services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

5. Foley responds to the following questions in the Department of Justice Appendix B—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 for Attorneys in Larger Chapter 11 Cases in compliance with section C(5) as follows:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

Response: Other than Foley's agreement to a percentage discount for certain of its timekeepers, Foley did not agree to any variations from, or alternatives to, its standard or customary billing rates for services pertaining to this engagement that were provided during the Interim Fee Period.

Question: If the fees sought in this Interim Fee Application as compared to the fees budgeted for the time period covered by this Interim Fee Application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: N/A

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the Chapter 11 Cases?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.

Response: No.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Response: Yes. The time period covered by the Interim Fee Application for the Interim Fee Period includes approximately 6.60 hours with a value of \$5,286.60 spent by Foley to ensure that the time entries subject for the Interim Fee Period do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of Foley's preparation of each fee application.

If the fee application includes any rate increases since retention: N/A

Question: Did your client review and approve those rate increases in advance?

Response: N/A.

Question: Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need to agree to modified rates or terms in order to have you continue the representation, consistent with ABA Form Ethics Opinion 11-458?

Response: Yes.

I certify under penalty of perjury under the laws of the United States that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed at Dallas, Texas on this 1st day of December, 2025.

/s/ Holland N. O'Neil
Holland N. O'Neil

EXHIBIT C

**SUMMARY OF TIMEKEEPERS INCLUDED IN THIS INTERIM FEE APPLICATION
(June 17, 2025 through October 31, 2025)**

Timekeeper Name	Position	Practice Area	Date of First Admission	Hourly Rate	Hours Billed in Interim Fee Period	Fees Billed in Interim Fee Period
Gross, Nicholas M. (NMG)	Partner	Litigation	2012	\$875	0.60	\$525.00
Howell, Andrew A. (AAH)	Partner	Bankruptcy	2011	\$880	1.60	\$1,408.00
Lockhart, Steven C. (SCL)	Partner	Litigation	2002	\$875	0.70	\$612.50
Miller, Terrell R. (TM)	Partner	Intellectual Property Litigation	2004	\$925	1.70	\$1,572.50
O'Neil, Holland N. (HNO)	Partner	Bankruptcy	1987	\$1,125	45.30	\$50,962.50
Paquette, Nicholas R. (NRP)	Partner	Insurance	2013	\$925	2.60	\$2,405.00
Scannell, Thomas C. (TCS)	Partner	Bankruptcy	2009	\$875	117.90	\$103,162.50
Schwartz, Kay L. (KLS)	Partner	Intellectual Property	1989	\$925	2.70	\$2,497.50
Mohan, Timothy C. (TCM)	Senior Counsel	Bankruptcy	2013	\$801	567.10	\$442,792.80
Stoppel, Meghan E. (MEES)	Of Counsel	Government Solutions	2008	\$875	1.20	\$1,050.00
Berg, Michael W. (MWBE)	Associate	Bankruptcy	2023	\$600	2.50	\$1,500.00
Geng, Casey Y. (CYGN)	Associate	Litigation	2024	\$550	53.30	\$29,315.00
Haro, Jennifer (JHA)	Associate	Insurance	2018	\$810	2.90	\$2,349.00
McGuffey, Nora (NMCG)	Associate	Bankruptcy	2020	\$700	220.50	\$152,950.00
Truong, Quynh-Nhu (QNTR)	Associate	Litigation	2023	\$600	101.90	\$61,140.00
Walsh, Nathan (NCW)	Associate	Bankruptcy	2024	\$550	38.90	\$21,395.00
Harrison, Janelle C. (JCH)	Paralegal	Bankruptcy	N/A	\$304	112.00	\$34,048.00
Grand Total:					1,273.40	\$909,685.30

Case Name/Number: *In re Higher Ground Education, Inc., et al.*
Jointly Administered Case No. 25-80121-mv111

Applicant's Name: Foley & Lardner LLP

Date of Application: December 1, 2025

Interim or Final: Interim

EXHIBIT D

**SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY
FOR THE INTERIM FEE PERIOD
(June 17, 2025 through October 31, 2025)**

Task No.	Project Category	Hours Billed	Fees Billed
B110	Case Administration	364.10	\$230,664.10
B120	Asset Analysis and Recovery	5.50	\$4,638.80
B130	Asset Disposition	20.20	\$14,257.00
B140	Relief from Stay/Adequate Protection Proceedings	17.70	\$12,815.60
B150	Meetings of and Communications with Creditors	60.20	\$47,074.50
B160	Fee/Employment Applications	45.00	\$32,022.30
B185	Rejection/Assumption of Leases and Contracts	72.80	\$53,628.70
B190	Other Contested Matters, excluding assumption/rejection	145.40	\$100,836.80
B195	Non-Working Travel	32.60	\$12,854.30 ¹
B210	Business Operations	20.60	\$16,005.90
B210-A	Business Operations – Trademark	4.40	\$4,070.00
B230	Financing/Cash Collections	33.00	\$26,859.60
B260	Board of Director Issues	45.20	\$37,956.50
B320	Plan and Disclosure Statement	402.90	\$313,178.60
B430	Claims Administration / Review and Analyze	3.80	\$2,822.60
Grand Total:		1,273.40	\$909,685.30

Case Name/Number: *In re Higher Ground Education, Inc., et al.*
Jointly Administered Case No. 25-80121-mvl11

Applicant's Name: Foley & Lardner LLP

Date of Application: December 1, 2025

Interim or Final: Interim

¹ This amount reflects a reduction of \$12,854.30 for fees billed at fifty percent (50%) related to non-working travel.

EXHIBIT E

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURE
(June 17, 2025 through October 31, 2025)

Category of Timekeeper	Blended Hourly Rate	
	BILLED Firm for preceding year, excluding bankruptcy	BILLED In the Interim Period
Partner ¹	\$839	\$942.03
Associate ²	\$516	\$720.74
Paralegal	\$287	\$304.00
All timekeepers aggregated	\$611	\$714.38

Case Name/Number: *In re Higher Ground Education, Inc., et al.*
Jointly Administered Case No. 25-80121-mvl11

Applicant's Name: Foley & Lardner LLP

Date of Application: December 1, 2025

Interim or Final: Interim

¹ Partner category includes Of Counsel.

² Associate category includes Senior Counsel.

EXHIBIT F

**SUMMARY OF EXPENSE REIMBURSEMENT REQUESTED BY CATEGORY
FOR THE INTERIM FEE PERIOD
(June 17, 2025 through October 31, 2025)**

Category	Amount
Bankruptcy Petition Filing Fees	\$60,830.00
Depositions / Transcripts	\$1,447.20
Electronic Legal Research	\$117.30
LSS – eDiscovery Services	\$2,000.00
Meals	\$2,279.46
Mediation/Arbitration Fees	\$18,000.00
Other Expenses	\$335.97
Other Fees	\$9,243.71
Publication of Notice	\$11,936.26
Recording / Filing Fees	\$4.25
Service Fees	\$179.72
Shipping Charges	\$14.89
Transportation / Travel Expenses	\$9,296.71
TOTAL	\$115,685.47

Case Name/Number: *In re Higher Ground Education, Inc., et al.*
Jointly Administered Case No. 25-80121-mvl11
Applicant's Name: Foley & Lardner LLP
Date of Application: December 1, 2025
Interim or Final: Interim

EXHIBIT G

**FOLEY INVOICES FOR THE INTERIM FEE PERIOD
(June 17, 2025 through October 31, 2025)**



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: June 06, 2025
Invoice No.: 51078988
Our Ref. No.: 142872-0105

Remittance Advice

Re: Pre-Bankruptcy Preparation

Current Invoice:

06/06/25 - 51078988	\$60,830.00
Total Amount Due:	\$60,830.00

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH (CTX or CCD+ transmission) with invoice number(s) included in the addenda of the ACH.

Please send electronic payment remittance advice and questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: June 6, 2025
Invoice No.: 51078988
Our Ref. No.: 142872-0105

Services through June 6, 2025

Amount due for professional services rendered regarding
Pre-Bankruptcy Preparation

Filing Fees	\$60,830.00
Amount Due:	\$60,830.00

Please reference your invoice number 51078988 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
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DALLAS, TEXAS 75201
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FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: July 14, 2025
Invoice No.: 51101685
Our Ref. No.: 142872

Remittance Advice

Current Invoice:

07/14/25 - 51101685	\$168,666.62
Total Amount Due:	\$168,666.62

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH (CTX or CCD+ transmission) with invoice number(s) included in the addenda of the ACH.

Please send electronic payment remittance advice and questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: July 14, 2025
Our Ref. No.:142872

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
08/20/2025	51125941	\$230,204.30	\$0.00	\$230,204.30
Total Balance Outstanding:				\$230,204.30

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
07/14/2025	51101685	\$168,666.62	\$0.00	\$168,666.62
Total Amount Due:				\$398,870.92

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: July 14, 2025
Invoice No.: 51101685
Our Ref. No.: 142872

Services through June 30, 2025

Summary of Services

Our Ref.	Description	Services	Expenses	Total
142872-0106	Ch. 11 Bankruptcy - Post Petition	\$156,622.90	\$12,043.72	\$168,666.62
Totals:		\$156,622.90	\$12,043.72	\$168,666.62
Amount Due:				\$168,666.62

Please reference your invoice number 51101685 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51101685
Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP
July 14, 2025

Professional Services Detail

B110 - Case Administration

06/17/25	JCH	Compile petition packages for filing (2.1); email correspondence with Foley team regarding same and filing status (.3); begin filing bankruptcy petitions (1.6).	4.00
06/17/25	NMCG	Revise and finalize all first day motions, DIP order and motion, review insurance premium invoices (6.7); correspondence with Foley team regarding filing items and other first day pleading items (0.9); correspond with UST regarding revisions to first day motions and orders (0.4); meeting with DIP lenders and counsel to discuss outstanding items for filing (1.0).	9.00
06/17/25	QNTR	Finalize all first day pleadings in preparation for filing (1.1); draft communications related to revising first day pleadings (0.4); assist in preparation of petitions, first day motions and orders for filing (0.3); begin first day hearing presentation draft (2.3).	4.10
06/17/25	TCM	Finalize and file Ch. 11 petitions and first day pleadings (4.5); review and analyze same (6.6); numerous telephone conferences and correspondences with various parties regarding parties regarding same and open issues (3.9); review and analyze open issues to finalizing first day pleadings. (2.4).	17.40
06/18/25	CYGN	Preparation and filing of bankruptcy notices in Orange County and Los Angeles Superior Court.	1.80
06/18/25	JCH	Finish filing petitions (4.2); file joint administration motion in all 35 debtor cases (1.3); finalize and file 14 first day motions and Request for Emergency Consideration of first day matters (2.6); email correspondences with Court regarding first day hearing (0.2); finalize and file Notice of First Day Hearing, Witness and Exhibit List for first day hearing and Agenda for First Day Hearing; prepare index for hearing binder (0.5); prepare and file pro hac vice for T. Mohan and Notice of Appearance for N. McGuffey (0.2).	9.00

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51101685
Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP
July 14, 2025

06/18/25	NMCG	Revise and finalize all first day motions, orders, and corresponding exhibits (2.3); correspond with Foley team regarding filing items and other first day pleading items (0.7); correspond with UST regarding possible revisions to first day motions and orders (0.5); correspond with Verita regarding retention application and order (0.4); correspond with Verita regarding revised notice of commencement and proof of claim form (0.3); work on other outstanding items regarding first hearing day preparations (3.8).	8.10
06/18/25	QNTR	Review and revise notice of first day hearing and Verita retention application and order to incorporate UST's comments (1.3); prepare first day hearing documents regarding first day pleadings and presentation (4.7); email exchanges with UST, T. Mohan, and N. McGuffey related to revisions of first day pleadings and preparation for first day hearing (.3).	6.30
06/18/25	TCM	Review and finalize first day pleadings (2.1); correspondences with Foley working group regarding same (0.6); draft and revise talking points and first day testimony documents (3.2); draft and revise first day hearing presentation (2.8); correspond with Q. Truong regarding same (0.2).	8.90
06/19/25	JCH	Email correspondence with Foley team regarding filing of proposed orders and redlines (0.3); prepare and file Notice of Filing of Revised Proposed Order on Verita Retention and Notice of Filing of Revised Proposed Interim DIP Order (0.7); revise and file Amended Agenda for June 20, 2025 hearing (0.2).	1.20
06/19/25	NMCG	Draft and prepare first day hearing talking points (4.6); conference with Foley team to discuss outstanding items regarding first day hearing prep (0.7); work on other outstanding issues regarding prep for first day hearings (2.4); correspond with UST and client regarding outstanding questions regarding first day motions and orders (0.5).	8.20
06/19/25	QNTR	Review and revise DIP order and Verita order to file prior to first day hearing (1.0); continue preparing documents and presentation for first day hearing (3.0); call with Foley team regarding first day pleadings and upcoming first day hearing (.7).	4.70
06/19/25	TCM	Review and revise talking points and other first day hearing documents (2.8); telephone conference with Foley working group regarding same (0.7); review and revise first day hearing presentation (2.4).	5.90
06/20/25	HNO	Preparation for and participate in hearing on FDMs (3.0); follow-up as to same (.5); call with Foley team regarding same (0.5).	4.00

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
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Foley & Lardner LLP
July 14, 2025

06/20/25	JCH	Email correspondence with the Court regarding omnibus hearing dates (.2); file First Day Presentation (.1); prepare and file Notices of Filing of revised orders on 9 first day motions (1.5); upload proposed orders on first day motions (.5); calendar omnibus hearing dates and extend deadline to file Schedules (.3); prepare and file Notice of Hearing for July 21, 2025 (.8).	3.30
06/20/25	NMCG	Prep for first day hearings and presentation of motions (1.1); attend first day hearing (3.1); calls with Foley team regarding first day hearing and work streams (0.5); revise and work on proposed orders to be uploaded based on comments received from court (3.3); correspond with Q. Truong regarding the same (0.2).	8.20
06/20/25	QNTR	Prepare for and participate in first day hearing regarding HGE's bankruptcy filing (5.2); revise first day orders to incorporate judge's comments and revisions and prepare for refile (.8); review and exchange emails with T. Mohan, N. McGuffey, and J. Harrison related to preparation for second day hearing pleadings and hearing (.2).	6.20
06/20/25	TCM	Review and revise materials in preparation for first day hearing (2.7); attend and present at first day hearing (3.1); review and revise first day orders following hearing (0.3); correspondences with Foley working group regarding same (0.8).	6.90
06/22/25	TCM	Review and analyze case timing, deadlines, and works in process (0.7); correspond with Foley working group regarding same (0.1).	0.80
06/23/25	JCH	Email to T. Mohan and N. McGuffey sending Declaration of Electronic Filing to be signed by J. McCarthy (.2); calendar case deadlines (.2); upload creditor matrix to main case (.2).	0.60
06/23/25	NMCG	Email client, Foley team, and bank to address bank account issues (0.7); draft letter regarding the same (0.7).	1.40
06/24/25	HNO	Address preparation for the IDI.	0.30
06/24/25	NMCG	Email vendor regarding issues with account holds (0.3); correspond with T. Mohan and client regarding the same (0.1); draft summary; correspond with client, UST, and Foley team regarding initial debtor interview.	1.60
06/25/25	CYGN	Filing and preparing notice of bankruptcy in Orange County with new forms.	0.60
06/25/25	NMCG	Email correspondence with client and SCP regarding IDI.	0.10
06/25/25	QNTR	Draft communications to noticing agent related to SOFAs (.2); begin preparing suggestions of bankruptcy for related debtors (.3).	0.50

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
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July 14, 2025

06/25/25	TCM	Telephone conference with Client working group regarding case management issues related to Schedules and Statements and monthly operating reporting (0.9); review and analyze works in process and case staffing (0.6); correspondences with Foley working group regarding same (0.4).	1.90
06/26/25	QNTR	Draft email communication to T. Mohan and N. McGuffey related to disclosure motion.	0.20
06/27/25	QNTR	Draft proposed order for to motion to sell assets (2.7); draft notices of suggestion of bankruptcies for related cases (.7).	3.40
06/30/25	JCH	Prepare and file Amended Notice of Hearing for July 21, 2025 (.5); file Notice of Appearance for T. Mohan (.2).	0.70
06/30/25	QNTR	Analyze location of leased properties.	0.30
Task Total Hours:			129.60

B130 - Asset Disposition

06/24/25	TCM	Review and analyze issues regarding potential sale of assets at Georgetown school (0.7); correspond with G. Dickenson regarding same (0.2); correspond with potential buyer regarding same (0.2).	1.10
06/25/25	NMCG	Draft motion to sell property (0.4); discuss with Foley team regarding the same (0.1).	0.50
06/25/25	NMCG	Revise motion to sell property (0.3); correspond with Foley team regarding the same (0.1).	0.40
06/25/25	QNTR	Draft motion to sell certain assets.	3.00
06/25/25	TCM	Telephone conference with proposed buyer counsel regarding potential sale of Georgetown assets.	0.50
06/26/25	NMCG	Revise sale motion.	0.30
06/26/25	QNTR	Finalize draft of motion to sell.	0.70
06/27/25	NMCG	Work on sale motion and proposed order (3.1); correspond regarding the same with T. Mohan (0.2).	3.30
Task Total Hours:			9.80

Higher Ground Education, Inc.
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July 14, 2025

B150 - Meetings of and Communications with Creditors

06/19/25	TCM	Various correspondences and telephone conferences with creditors regarding the bankruptcy filings (1.3); review and analyze issues regarding same (0.4).	1.70
06/20/25	TCM	Various correspondences with creditors regarding chapter 11 case filings and first day relief.	0.90
06/22/25	TCM	Telephone conference with RSA parties regarding various post-first day hearing items (0.4); review and analyze potential issues regarding same (0.3).	0.70
06/25/25	TCM	Telephone conferences with various creditors regarding the bankruptcy filing and next steps.	0.80
06/26/25	TCM	Telephone conferences with various landlords regarding Ch. 11 cases and potential assumption or rejection of such leases (0.8); correspond with Client working group regarding same (0.3); correspond with Board working group regarding same (0.1).	1.20
06/27/25	TCM	Telephone conferences with various creditors regarding the Ch. 11 cases.	1.10
06/30/25	NMCG	Correspond with various vendors related to services and the bankruptcy case (0.3); correspond regarding same with Foley team (0.2).	0.50
06/30/25	TCM	Telephone conference with J. Binford and T. Hoffmann regarding case status and upcoming deadlines (0.5); telephone conferences and correspondences with various creditors regarding Ch. 11 cases (0.9).	1.40

Task Total Hours: 8.30

B160 - Fee/Employment Applications

06/30/25	NMCG	Draft Foley retention application.	0.70
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Task Total Hours: 0.70

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51101685
Ch. 11 Bankruptcy - Post Petition

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July 14, 2025

B185 - Assumption/Rejection of Leases and Contracts

06/23/25	TCM	Draft and revise motion to assume Restructuring Support Agreement (1.4); correspond with RSA parties regarding same (0.4).	1.80
06/24/25	TCM	Review and analyze issues regarding leases to be assumed or assigned (0.7); correspond with Client working group regarding same (0.2).	0.90
06/26/25	NMCG	Meeting with landlord regarding contract issue.	0.30
06/27/25	TCM	Review and revise motion to assume and assign certain leases (0.9); correspondences with assigning parties regarding same (0.3); correspond with Foley working group regarding same (0.2).	1.40
06/30/25	QNTR	Draft email communications related to rejection notices.	0.20
Task Total Hours:			4.60

B190 - Other Contested Matters (excluding assumption/rejecti

06/23/25	CYGN	Correspondence and strategizing with T. Mohan regarding case approach for removal motion.	0.50
06/23/25	NMCG	Meeting with Foley working group regarding issues involving potential remand of state court litigation (0.6); correspond with T. Mohan regarding same (0.1).	0.70
06/23/25	NMG	Conference with Foley working group regarding removal issues.	0.60
06/23/25	SCL	Attend portion of telephone conference with Foley team regarding CA case removal, remand and stay relief issues.	0.50
06/23/25	TCM	Telephone conferences with Foley working group regarding removal of Barney litigation (0.6); correspond with Board regarding same (0.1).	0.70
06/24/25	CYGN	Correspondence with T. Mohan regarding case approach.	0.20
06/24/25	TCM	Correspondences with local counsel regarding stay of ongoing litigation.	0.40
06/26/25	CYGN	Coordinating and preparing case filings in removal action.	0.10
06/27/25	SCL	Correspond with H. O'Neil regarding CA case removal and remand issues and strategy.	0.20

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
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July 14, 2025

06/30/25	CYGN	Preparation and organization of documents in corresponding parallel litigation in CD Cal.	0.20
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Task Total Hours:	4.10
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B210 - Business Operations

06/23/25	TCM	Telephone conference with Client working group and French counsel regarding French insolvency proceedings (1.2); review and analyze same (0.7); correspondences with Board regarding same (0.4).	2.30
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06/24/25	TCM	Telephone conferences with N. Jenkins regarding French entity insolvency and potential bankruptcy filings (0.4); review and analyze issues regarding same (0.7); correspond with Client working group regarding same (0.2).	1.30
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06/30/25	TCM	Analyze various issues related to operation of the Debtors' schools, including necessary workstreams for same (1.3); correspondences and conferences with various parties regarding services related to ongoing operations (0.6); correspond with Client working group regarding same (0.2).	2.10
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Task Total Hours:	5.70
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B230 - Financing/cash Collections

06/19/25	NMCG	Meeting with DIP lender counsel and SCP to discuss outstanding issues on DIP budget.	0.50
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06/20/25	TCM	Telephone conferences with DIP Lenders regarding resolution to US Trustee objections to Interim DIP Order (0.4); review and analyze same (0.7); correspond with Texas taxing authorities regarding same (0.2); correspond with U.S. Trustee regarding same (0.3).	1.60
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06/22/25	TCM	Review and revise Interim DIP financing notes (0.4); correspond with DIP Lenders regarding same (0.2); correspond with S. Corwen regarding revised DIP budget (0.3).	0.90
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06/24/25	TCM	Review and analyze issues involving cash management procedures (0.4); correspondences with R. Knapp and Client working group regarding same (0.3).	0.70
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06/25/25	TCM	Finalize interim financing issues for funding.	0.40
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Higher Ground Education, Inc.
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Ch. 11 Bankruptcy - Post Petition

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July 14, 2025

06/30/25	TCM	Review and summarize information requested from Texas taxing authorities related to financing motion.	0.60
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Task Total Hours:	4.70
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B260 - Board of Directors Matters

06/20/25	HNO	Attend Board call after first day hearing.	0.40
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06/20/25	NMCG	Call with Foley team, HGE Board, and DIP lenders regarding follow up to first day hearing.	0.40
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06/20/25	QNTR	Attend follow up conference with Foley and Board regarding second day pleadings and hearing dates.	0.40
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06/25/25	HNO	Attend conference call with Foley and SCP teams and the Board to discuss status of issues post-filing and next steps for filing Plan and DS (0.7); attend portion of follow-up emails as to same (0.3); review issues to same (0.4).	1.40
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06/25/25	NMCG	Board meeting with Foley team, HGE board, and SCP to discuss next steps of case.	0.30
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06/25/25	TCM	Attend telephone conference with Foley, SCP, and Board working groups to discuss board governance matters and other items.	0.70
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Task Total Hours:	3.60
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B320 - Plan and Disclosure Statement including Business Plan

06/19/25	HNO	Review of latest draft of plan (0.9); emails to T. Mohan as to same (0.2).	1.10
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06/22/25	QNTR	Review and revise disclosure statement motion, order, and corresponding procedures and notices (1.8); correspond with N. McGuffey regarding same (0.2).	2.00
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06/23/25	NMCG	Review and revise motion to conditionally approve the disclosure statement, proposed order, and accompanying notices (1.3); correspond with Foley team regarding the same (0.3); work on solicitation and confirmation timeline (0.8); correspond with Foley and Verita regarding the same (0.2); work on drafting disclosure statement (4.3).	7.60
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Higher Ground Education, Inc.
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July 14, 2025

06/23/25	QNTR	Continue revising disclosure statement, order, and corresponding procedures and notices (3.4); draft communications to noticing agent related to disclosure statement motion and procedures (.2); update WIP with status of bankruptcy and deadlines (8).	4.40
06/23/25	TCM	Review and revise plan of reorganization (1.2); review and revise disclosure statement (0.7).	1.90
06/24/25	NMCG	Continue drafting disclosure statement (6.1); meeting with Verita and Q. Truong to discuss proposed confirmation timeline and solicitation procedures (0.6); correspond with Q. Truong additional revisions to solicitation procedures (0.3); correspond regarding plan revisions with T. Mohan (0.2).	7.20
06/24/25	QNTR	Meet with N. McGuffey and Verita team related to solicitation procedures (.6); finalize disclosure motion and procedures to incorporate noticing agent's comments and revisions (.4); draft emails related to T. Mohan and A. Gorman regarding equity holders and notice (.2).	1.20
06/24/25	TCM	Review and revise Plan and solicitation procedures (1.1); correspond with Foley working group regarding same (0.2).	1.30
06/25/25	HNO	Review of revised Plan and DS.	0.50
06/25/25	NMCG	Review and revise plan and disclosure statement (4.9); correspond with SCP, client, DIP lenders' counsel, and Foley team regarding the same (0.3).	5.20
06/25/25	QNTR	Finalize and prepare disclosure motion, order, and procedures and notices for filing.	1.00
06/25/25	TCM	Review and revise Plan of Reorganization (2.1); correspondences with Foley working group regarding same (0.3); telephone conference with T. Hoffmann regarding same (0.5); correspond with Board regarding same (0.1).	3.00
06/26/25	NMCG	Review and revise plan and disclosure statement based on comments received.	2.60
06/26/25	QNTR	Revise disclosure motion and procedures to conform to revised Plan language and opt out form option.	0.80
06/26/25	TCM	Finalize and file motion to assume Restructuring Support Agreement (1.9); correspondences with Board working group regarding same (0.3); correspondences with RSA parties regarding same (0.4); finalize and file Plan of Reorganization (2.2); correspondences with Client working group regarding same (0.3); correspond with Foley working group regarding same (0.2).	5.30

Higher Ground Education, Inc.
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Foley & Lardner LLP
July 14, 2025

06/27/25	HNO	Review of latest version of Plan and DS prior to filing (.8); correspond with T. Mohan regarding same (.2).	1.00
06/27/25	NMCG	Work on revisions to disclosure statement and motion for filing.	1.80
06/27/25	TCM	Review, revise, and finalize Disclosure Statement (1.6); correspondences with Foley working group regarding same (0.4); correspondences and telephone conferences with RSA parties regarding same (0.6); review, revise, and finalize solicitation motion and related documents (1.8); correspondences with Foley working group regarding same (0.4).	4.20
Task Total Hours:			52.10
Grand Total Hours:			223.20

Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	129.60	86,394.50
B130	B130 - Asset Disposition	9.80	6,651.60
B150	B150 - Meetings of and Communications with Creditors	8.30	6,597.80
B160	B160 - Fee/Employment Applications	0.70	490.00
B185	B185 - Assumption/Rejection of Leases and Contracts	4.60	3,614.10
B190	B190 - Other Contested Matters (excluding assumption/rejecti	4.10	3,058.60
B210	B210 - Business Operations	5.70	4,565.70
B230	B230 - Financing/cash Collections	4.70	3,714.20
B260	B260 - Board of Directors Matters	3.60	3,315.70
B320	B320 - Plan and Disclosure Statement including Business Plan	52.10	38,220.70
Totals		223.20	\$156,622.90

Expenses Incurred

Description	Amount
Service Fees	\$80.46
Miller Advertising Agency Inc. - Public Notice - 06/25/25.	\$11,963.26
Expenses Incurred Total	\$12,043.72

Higher Ground Education, Inc.

Our Ref. No.:142872-0106

Invoice No.: 51101685

Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP

July 14, 2025

Matter Total: **\$168,666.62**

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Casey Y. Geng	CYGN	Associate	3.40	\$550.00	\$1,870.00
Nora McGuffey	NMCG	Associate	68.90	\$700.00	\$48,230.00
Quynh-Nhu Truong	QNTR	Associate	39.40	\$600.00	\$23,640.00
Janelle C. Harrison	JCH	Paralegal	18.80	\$304.00	\$5,715.20
Holland N. O'Neil	HNO	Partner	8.70	\$1,125.00	\$9,787.50
Nicholas M. Gross	NMG	Partner	0.60	\$875.00	\$525.00
Steven C. Lockhart	SCL	Partner	0.70	\$875.00	\$612.50
Timothy C. Mohan	TCM	Senior Counsel	82.70	\$801.00	\$66,242.70
Totals			223.20		\$156,622.90



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
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DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
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10 Orchard Rd
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Date: August 20, 2025
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Total Amount Due:	\$230,204.30

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Milwaukee, WI 53278-8470

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Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



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2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
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10 Orchard Rd
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Date: August 20, 2025
Invoice No.: 51125941
Our Ref. No.: 142872

Services through July 31, 2025

Summary of Services

Our Ref.	Description	Services	Expenses	Total
142872-0106	Ch. 11 Bankruptcy - Post Petition	\$225,908.30	\$4,296.00	\$230,204.30
	Totals:	\$225,908.30	\$4,296.00	\$230,204.30
	Total Amount Due:			\$230,204.30

Please reference your invoice number 51125941 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51125941
Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP
August 20, 2025

Professional Services Detail

B110 - Case Administration

07/01/25	JCH	Finalize draft Global Notes for Schedules and Statements (.8); prepare draft Motion to Approve Interim Compensation Procedures and proposed order (1.2); file Amended Petition in Guidepost Muirfield Village LLC case (.2); file Notice of Publication of Bar Date Notice (.2).	2.40
07/02/25	HNO	Attend portion of conference of call with the Client and Foley Team to discuss case status.	0.30
07/02/25	NMCG	Emails with the UST regarding IDI (0.1); Correspond via email with client regarding the IDI and the required documents and answering questions regarding the same (0.9); work on collecting and filling out the IDI documents (0.7).	1.70
07/02/25	QNTR	Draft communications related to MORs (.2); review and revise Interim comp procedures and motion (.6); review and revise global notes (.4).	1.20
07/03/25	JCH	Prepare draft 9019 settlement motion and proposed order.	0.80
07/03/25	NMCG	Correspond with client regarding IDI (0.2); work on issues related to suggestions of bankruptcy (0.2); email bank regarding DIP accounts and other issues (0.2).	0.60
07/03/25	QNTR	Review and finalize global notes for SOFAs.	0.50
07/03/25	TCM	Review and analyze issues regarding French entity insolvencies and open items related to same (0.6); correspondences with French counsel regarding same (0.2); review and analyze draft schedules and statements (1.7); correspond with Debtors' professionals regarding same (0.2).	1.10
07/06/25	NMCG	Email correspondences with T. Mohan regarding deposit questions.	0.10
07/06/25	TCM	Review and revise Schedules and Statements (4.3); correspondences with Client working group regarding same (0.4).	4.70
07/07/25	TCM	Telephone conference with Client working group regarding finalization of Schedules and Statements (0.5); finalize and file same (2.7); review and analyze amendments to same (0.4); correspondences with Foley working group regarding same (0.2).	3.80
07/08/25	HNO	Brief review of the Schedules and SOFAs prior to filing of same.	0.60

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07/08/25	JCH	File Schedules and Statements of Financial Affairs in all 35 debtor cases (3.0); file Amended Schedules G's in 34 debtor cases (1.0).	4.00
07/08/25	NMCG	Work on IDI documents (1.6); correspond with SCP and client regarding outstanding items (0.5).	2.10
07/08/25	TCM	Telephone conference with Client working group regarding post-Schedules and Statement debrief (0.5); telephone conference with Client SCP working group regarding upcoming filings and other works in process (0.5); review and finalize Schedules and Statements (1.2); correspond with Foley working group regarding same (0.2).	2.40
07/09/25	NMCG	Prepare for IDI documents (0.4); correspond with client regarding the same (0.4).	0.80
07/10/25	NMCG	Prepare for IDI meeting (0.4); attend IDI meeting with UST (0.8); follow up correspondence with UST and client to gather requested information (0.4).	1.60
07/10/25	NMCG	Review correspondence from UCC counsel.	0.10
07/11/25	MWBE	Attention to filing and service requirements for notice and suggestion of bankruptcy in New Jersey matter.	0.50
07/11/25	NMCG	Meeting with DIP Lenders counsel regarding UCC requests and demands (.8); meeting with UCC counsel to discuss overview of case, upcoming hearing, and need for discovery/depositions (1.0); discuss other updates with T. Mohan (0.5).	2.30
07/11/25	TCM	Telephone conference N. McGuffey regarding works in process and next steps (0.5); review and analyze same and staffing for same (0.4); review and analyze Committee requests and timing of cases under current case timeline (0.8); correspondences with DIP Lenders' counsel regarding same (0.3).	2.00
07/12/25	HNO	Review of emails regarding scheduling depositions requested by the UCC.	0.30
07/12/25	TCS	Analyze plan, disclosure statement, and restructuring support agreement (1.2); evaluate motion to assume same (.6); analyze bankruptcy filings and related file materials in preparation for contested hearing, discovery and depositions in connection with same (1.3); confer with counsel and debtor team representatives regarding same (.4); email exchange with committee counsel regarding related issues (.2).	3.70

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07/13/25	TCM	Correspondences with various parties regarding second day hearing and potential continuance of certain matters (0.5); review and analyze same, including budgeting issues (0.5); correspond with SCP working group regarding same (0.2); review and analyze Committee initial document request (0.7); correspond with Client working group regarding same (0.2).	2.10
07/14/25	HNO	Review of emails as to RSA proposal and issues with certain creditors (.4); review of status summary email received from T. Mohan and call with same (.4).	0.80
07/14/25	JCH	Email correspondence with T. Mohan and Court regarding continued hearing date for Disclosure Statement Motion (.5); finalize and file Foley and SCP retention applications and interim compensation procedures motion (.5); prepare and file Notice of Hearing for August 8, 2025 (.5).	1.50
07/14/25	NMCG	Work on document production responsive to UCC requests (0.7); correspond with SCP and T. Mohan regarding the same (0.2).	0.90
07/14/25	NMCG	Meeting with SCP and client regarding MORs.	0.50
07/14/25	QNTR	Meet with SCP, client , and N. McGuffey regarding MOR.	0.50
07/14/25	TCM	Review and analyze works in process and staffing plan related to Committee discovery request (0.7); correspondences with Client working group regarding same (0.2).	0.90
07/15/25	HNO	Conference call with T. Mohan in preparation for 7/21 hearing (.5); review of various emails with the UCC (0.4).	0.90
07/15/25	JCH	Prepare and file Notice of Appearance for T. Scannell (.4); file Amended Schedule D in HGE bankruptcy (.2); email correspondence with T. Mohan regarding matters set for hearing on July 21 (.4); prepare Second Amended Notice of Hearing on July 21, Amended Notice of Hearing on August 8 and Notice of Withdrawal of Foreign Vendors Motion (.7).	1.70
07/15/25	NMCG	Revise final orders for cash management and wages (0.5); correspond with UCC regarding the same (0.1); work on document production in response to UCC's requests (1.0); discuss the same with SCP (0.4).	2.50
07/15/25	QNTR	Prepare documents to file notice of bankruptcy in Dallas, County (.3); draft email communications related to document production for UCC (.2).	0.50

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07/15/25	TCM	Telephone conference with H. O'Neil regarding Committee requests, case status, and next steps (0.5); draft and revise interim order approving assumption of RSA (0.8); correspondences with Foley, Committee, and RSA parties regarding same (0.3); review and analyze issues regarding continuance of certain matters to August 8th hearing (0.7); review and revise notice reflecting same (0.4); correspondences with various parties regarding same (0.4); review and analyze staffing plan based on continuance of hearings (0.7).	3.80
07/16/25	HNO	Emails as to hearing preparation.	0.20
07/16/25	JCH	Email correspondence with Court regarding matters set for hearing on July 21 and August 8 (0.3); prepare Witness and Exhibit list for July 21, 2025, hearing (.8); prepare Agenda for July 21, 2025, hearing (0.7).	1.80
07/16/25	NMCG	Review and analyze LFI's draft motion (.2); correspond with T. Mohan regarding the same (0.1).	0.30
07/16/25	NMCG	Meeting with UCC and Foley team to discuss outstanding issues and objections (1.0); work on doc production in response to UCC requests (1.3).	2.30
07/16/25	QNTR	Draft communications and prepare documents related to UCC production.	0.20
07/16/25	TCM	Review and analyze Committee's diligence request list (0.8); review and analyze documents to compile same (2.2); telephone conference with T. Scanell and and Committee working group regarding same and second day hearing issues (0.5).	3.80
07/16/25	TCM	Review and revise Committee confidentiality provisions in bylaws (0.5); correspond with E. Shanks regarding same (0.1).	0.60
07/17/25	JCH	Prepare and label exhibits for filing (.5); finalize and file Witness and Exhibit list for July 21 hearing (.5); prepare and file Third Amended Notice of Hearing on July 21 and Second Amended Notice of Hearing on August 8 (.5); email correspondence with Foley working group regarding binders needed for hearing (.2); arrange for preparation of exhibit binders (.2); email correspondence with Court regarding binders needed for hearing (.5); revise Agenda for July 21 hearing (.5); prepare hearing index for pleadings binder (.2); prepare Notices of Filing of Final Orders for Wages Motion, Cash Management Motion and DIP Motion (.5).	3.60
07/17/25	NMCG	Work on document production for the committee (0.5); correspond regarding the same with Foley team and UCC counsel (0.3).	0.80

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07/17/25	QNTR	Prepare amended orders and redlines for exhibit notebook (.5); prepare and send documents to UCC in response to document requests (.5).	1.00
07/17/25	TCM	Review and revise witness & exhibit list (0.3); correspond with Foley working group regarding same (0.2); review and analyze third party witness & exhibit lists (0.2); correspondences with other parties regarding second day hearing (0.5).	1.20
07/18/25	HNO	Confer with T. Mohan and review of emails in preparation for hearing on Monday, 7/21 and work on script for the hearing.	1.20
07/18/25	JCH	Finalize and file Notices of Filing of Proposed Orders on Wages Motion, Cash Management Motion and RSA Assumption Motion (.5); finalize and file Amended Witness and Exhibit list for July 21 hearing (.5); submit electronic appearances for Foley team and client team for July 21 hearing (.2); email correspondence with Court regarding matters set on Monday (.2); finalize and file Agenda for July 21 hearing (.2); finalize and file Notice of Filing of Proposed Final DIP Order, Reply to DIP Objection and Declaration in support of DIP Motion (.5); prepare and file Amended Agenda for July 21, 2025 hearing (.5).	2.60
07/18/25	NMCG	Call with Verita regarding solicitation and other bar date questions (0.3); preparations for second day hearing (0.6); correspond with Committee regarding document production (0.5); call with client regarding the same (0.2); work on other issues related to document production to Committee (0.4).	2.00
07/18/25	QNTR	Organize and prepare documents responsive to UCC's document requests for production (4.3); draft global notes for MOR (1.0).	5.30
07/18/25	TCM	Review and analyze UCC diligence requests (0.7); compile documents in response to same (1.4); correspondences with Foley working group regarding same (0.2).	2.30
07/18/25	TCM	Review and revise amended W&E lists and notices for Second Day Hearing (0.7); correspondences with Foley working group regarding same (0.2).	0.90
07/18/25	TCS	Attend to issues regarding Committee investigation (.4); confer with J. McCarthy and client team regarding Committee interviews (.2); confer with A. Kaufman regarding same issues (.2); attention to document production issues in connection with same and supervise production issues (.4); email exchange and related discussions with Committee counsel regarding same issues (.3); evaluate strategic responses to follow-up requests on document production for investigation and monitor responses (.3).	1.80

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07/19/25	NMCG	Prepare talking points for second day hearing (3.3); work on UCC document production (0.2); and correspond with UCC counsel regarding the same (0.1).	3.60
07/19/25	TCM	Review and revise talking points for second day hearing (3.1); review and revise witness and exhibit list (0.8); review and analyze revised orders and pleadings scheduled for second day hearing (1.3).	5.20
07/20/25	HNO	Review of Script for Second Day Hearing on 7/21 and hearing preparation.	1.10
07/20/25	JCH	Relabel and finalize exhibits for filing (.8); finalize and file Second Amended Witness and Exhibit list for July 21 hearing with exhibits attached (.8); download revised exhibits and email zip file of same to Foley team for inclusion in exhibit binders (.4).	2.00
07/20/25	NMCG	Correspond with SCP and client regarding UCC document production.	0.40
07/20/25	QNTR	Finalize global notes for MOR and send to SPC for review.	0.50
07/20/25	TCM	Review and analyze draft monthly operating reports (0.6); correspond with Client working group regarding same (0.2); review and revise witness and exhibit list for second day hearing (0.4); correspond with Foley working group regarding same (0.1); review and analyze materials in preparation for second day hearing (0.7).	2.00
07/21/25	HNO	Preparation for and attend Court for hearing on Second Day motions, including DIP and RSA.	2.50
07/21/25	JCH	Print revised exhibits and update exhibit binders for Court and hearing (.8); prepare and file Notice of Revised Final Order on Cash Management Motion (.5); finalize and file June 2025 monthly operating reports for all 35 debtors (1.5).	2.80
07/21/25	NMCG	Meeting with SCP to discuss update on UCC FA; Prepare for Second Day Hearings (0.8); attend Second Day Hearing (2.3); and revise proposed final Cash Management Order (0.2); correspond with Foley team, SCP, and UCC regarding UCC document production and follow-up questions.	4.00
07/21/25	QNTR	Attend second day hearing (1.0); draft communications related to motion to sell and MORs (.2); finalize global notes to MORs and prepare MORs for filing (.9).	2.10

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07/21/25	TCM	Prepare for and attend Second Day Hearing (3.2); correspondences with Foley working group following same (0.2).; review and finalize monthly operating reports for filing (0.9); correspondences with Client working group regarding same (0.3).	4.60
07/21/25	TCS	Attend Omnibus hearing on DIP, RSA assumption, cash management and wages.	1.30
07/22/25	JCH	Upload proposed orders related to matters heard at July 21 hearing and email to Court regarding same.	0.50
07/22/25	NMCG	Correspond with UCC regarding document production (0.3); correspond with SCP and Foley team regarding UCC investigation questions and 341 meeting prep (0.3).	0.60
07/22/25	QNTR	Develop strategy with Debtors' board in preparation for interviews with UCC committee (1.0); continue preparing documents in response to UCC document requests (5).	1.50
07/22/25	TCM	Review and analyze issues resulting from first day and second day orders (0.3); correspondence with various parties regarding same (0.2); correspondences with parties-in-interest regarding monthly operating reports (0.2); review and analyze same (0.2); analyze works in process and staffing plan following second day hearing (0.7).	1.60
07/23/25	JCH	Email correspondence with Foley team and Court regarding additional omnibus hearing date in August (.5); prepare and file Notice of Omnibus Hearings and calendar same (.5).	1.00
07/23/25	NMCG	Work on document production (0.7) discuss the same with client, UCC counsel, and Foley team (0.4).	1.10
07/23/25	QNTR	Prepare documents and draft communications related to production of documents pursuant to UCC document requests.	0.40
07/23/25	TCM	Compile documents related to Committee diligence requests (1.3); correspondences with Foley working group regarding same (0.3).	1.60
07/23/25	TCM	Review and revise pleadings to be filed (0.6); correspond with Client working group regarding same (0.2); correspond with RSA parties regarding same (0.1).	0.90
07/24/25	JCH	Email correspondences with Foley team regarding motions to be filed (.5); finalize and file Sale Motion, 9019 Motion and Second Assumption Motion (.8); prepare and file Notice of Hearing regarding same (.5); calendar related hearing and response deadline (.2).	2.00

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07/24/25	NMCG	Correspond with client and UCC counsel regarding document production (0.5); review documents to be produced (0.7).	1.20
07/24/25	NMCG	Correspond with client and UCC counsel regarding 341 meeting preparation.	0.50
07/24/25	QNTR	Draft communications with lit support team regarding document productions to UCC requests.	0.30
07/24/25	TCM	Telephone conference with Client and SCP working groups regarding 341 meeting (0.4); review documents related to same (0.3).	0.70
07/24/25	TCM	Compile documents in response to Committee's diligence requests (1.4); correspond with Committee regarding same (0.2); review and analyze creditor requests regarding treatment of claims (0.3).	1.90
07/25/25	NMCG	Correspond with T. Mohan to discuss upcoming deadlines (0.3); correspond with J. Harrison regarding draft replies in support of debtors' filings (0.1).	0.40
07/25/25	TCM	Compile documents in response to Committee's diligence requests (0.8).	0.80
07/28/25	JCH	Prepare draft Reply in support of RSA Assumption Motion.	0.50
07/28/25	NMCG	Work on document production in response to UCC discovery requests.	0.40
07/28/25	TCM	Telephone conference with SCP and Verita working group regarding case status, work streams, and other items (0.4); review and analyze same (0.3); review and analyze works in process and staffing plans (0.8); correspond with Foley working group regarding same (0.3).	1.80
07/28/25	TCS	Analyze request from Committee to continue hearings, mediate global resolution and set discovery as part of ongoing investigation (.3); confer with counsel team regarding strategic response to same issues (.3).	0.60
07/29/25	JCH	Calendar statutory case deadlines (0.7); file Amended Schedules E/F in 29 of the debtor cases (0.8).	1.50
07/29/25	NMCG	Work on UCC production (0.2); meeting with DIP Lenders counsel to discuss upcoming hearings and proposal from UCC (0.6).	0.80

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07/29/25	TCS	Attention to issues regarding ongoing Committee investigation and interview with J. Chorowsky (.3); analyze Committee request for global extensions and continuance of August 8 hearings in connection with ongoing settlement negotiations and related investigation of RSA (.4).	0.70
07/30/25	NMCG	Call UCC to discuss production and letter received (0.2); correspond with Foley team regarding the same (0.2).	0.40
07/30/25	NMCG	Work on WIP and upcoming deadlines.	0.60
07/30/25	QNTR	Revise WIP to reflect UCC interviews and upcoming depositions (.2); draft communications related to suggestions of bankruptcies in Iowa (.1).	0.30
07/31/25	JCH	Prepare draft Third Omnibus Assumption Motion, proposed order and Motion to Shorten Notice with proposed order.	0.80
07/31/25	NMCG	Correspond with UCC counsel regarding document production and board minutes (0.3); correspond the same with T. Mohan (0.2); work on document production regarding the same (0.1).	0.60
Task Total Hours:			144.20

B130 - Asset Disposition

07/01/25	TCM	Review and analyze potential assets available for sale and recovery (0.6); correspond with Client working group regarding same (0.1).	0.70
07/03/25	NMCG	Work on revisions to a proposed order for a motion to sell.	0.70
07/07/25	NMCG	Work on revising proposed sale order (0.8); correspond with T. Mohan regarding the same (0.1).	0.90
07/07/25	TCM	Review and analyze issues regarding potential sale of Georgetown school assets (0.6); correspondences with Buyer's counsel regarding same (0.2).	0.80
07/17/25	QNTR	Draft motion to sell HGE FFE and proposed order (1.8); draft motion to sell HGE FFE and proposed order (0.2); correspond with T. Mohan regarding same (0.2).	2.20
07/21/25	TCM	Telephone conference with G. Dickenson regarding potential sale of Georgetown assets (0.5); review and analyze same (0.3).	0.80
07/23/25	NMCG	Draft declaration in support of sale motion (0.9); revise sale motion accordingly (0.3).	1.20

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07/24/25	TCM	Finalize and file motion to sell Georgetown assets (0.3); correspondences with Committee counsel regarding same (0.4); correspondences with proposed buyer regarding same (0.2).	0.90
07/25/25	TCM	Telephone conference with proposed buyer of Georgetown assets regarding motion and potential next steps (0.5); review and analyze issues related to same and potential next steps (0.4).	0.90
Task Total Hours:			9.10

B150 - Meetings of and Communications with Creditors

07/02/25	NMCG	Correspond with various vendors (0.1); discuss with client regarding the same (0.2).	0.30
07/02/25	QNTR	Draft letter to creditors regarding bankruptcy filings (0.6); correspond with T. Mohan regarding same (0.2).	0.80
07/03/25	TCM	Various correspondences and conferences with creditors regarding Ch. 11 cases and potential claims.	0.70
07/06/25	TCM	Various correspondences with creditors and other parties in interest with respect to the Chapter 11 Cases.	0.60
07/07/25	HNO	Review and respond to creditor inquiries.	0.40
07/07/25	NMCG	Call with potential creditors regarding case status.	0.20
07/07/25	TCM	Telephone conference with Stripe regarding Chapter 11 Cases and potential claims.	0.50
07/08/25	HNO	Review of the UST filing to appoint the Creditors Committee (0.2); emails with client team as to same (0.2).	0.40
07/08/25	JCH	Call to creditor regarding notice of bankruptcy received in mail.	0.20
07/08/25	NMCG	Call with creditors regarding bankruptcy case.	0.30
07/08/25	TCM	Correspondences with creditors regarding Chapter 11 Cases and filing proofs of claims.	0.40
07/09/25	HNO	Emails with Kroop with Pachulski regarding creditor information.	0.20
07/09/25	NMCG	Correspond with claimants regarding bankruptcy case and notices received.	0.20
07/09/25	TCM	Various correspondences and telephone conferences with creditors and parties in interest regarding the Chapter 11 Cases.	1.40

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07/11/25	HNO	Review of emails related to requests by the new UCC counsel (0.4); correspond with T. Mohan as to same (0.1).	0.50
07/11/25	TCM	Telephone conference with counsel to 2HR Learning regarding case matters and next steps (0.5); review and analyze issues regarding same (0.3); telephone conference with DIP Lenders' counsel regarding Committee formation and initial discovery requests (0.5); telephone conference with Committee working group, and DIP Lenders' counsel regarding same (0.5); review and analyze next steps regarding same (0.4).	2.20
07/12/25	TCM	Various correspondences with Committee counsel regarding diligence requests and other case items (0.6); correspondences with Client working group regarding same (0.3).	0.90
07/14/25	NMCG	Communications with creditors and local counsel regarding suggestions of bankruptcy.	0.20
07/14/25	TCM	Numerous correspondences and conferences with various creditors regarding the Chapter 11 Cases, the bar date, and other issues.	1.30
07/16/25	TCS	Meeting with T. Mohan and counsel to Unsecured Creditors Committee to discuss global resolution of case exit issues.	0.80
07/18/25	TCM	Telephone conference with RSA parties regarding case status and next steps (0.5); review and analyze issues regarding same (0.4).	0.90
07/18/25	TCS	Teams meeting with J. Kroop regarding global case issues.	0.40
07/22/25	JCH	Email to T. Mohan regarding call received from party asking if a certain property was involved in the HGE bankruptcy.	0.20
07/22/25	TCM	Telephone conference with A. Chiarello regarding cases and landlord issues (0.5); correspondences and conferences with various creditors regarding the Chapter 11 Cases and relevant issues (0.8); schedule meetings with same regarding same (0.3).	1.60
07/22/25	TCS	Prepare for meetings with J. McCarthy and M. Kirschbaum regarding Committee interviews (.6); Teams meeting regarding same (.9); email exchange with Committee and Debtor team members regarding Committee interviews (.3).	1.80
07/23/25	NMCG	Call with creditor regarding status of bankruptcy case.	0.30
07/23/25	NMCG	Meeting with UCC counsel, UCC FA, SCP, and Foley team to discuss open issues in case.	1.00
07/23/25	QNTR	Attend UCC interview of Jon McCarthy.	1.90

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07/23/25	TCM	Telephone conference with Foley, SCP, Gray Reed, and Emerald working groups regarding cases, background, and other matters (1.1); review and analyze issues following same (0.6); correspond with SCP working group regarding same (0.3); telephone conference with RSA parties regarding Committee discovery requests and other RSA-related issues (0.5); review and analyze same (0.2).	2.70
07/23/25	TCM	Telephone conference with Stripe regarding business needs and other case issues.	0.50
07/23/25	TCS	Teams video-conference with T. Mohan, SCP, Committee counsel and financial advisors (1.10); attend committee investigation interview with J. McCarthy (1.9).	3.00
07/24/25	JCH	Email correspondence with T. Mohan and N. McGuffey regarding list of schools involved in bankruptcy in response to calls received.	0.50
07/24/25	QNTR	Attend UCC interview for Marc Kirshbaum.	0.70
07/24/25	TCM	Attend Committee interview with SC&H (0.8); attend Committee interview with M. Kirshbaum, as independent director (.70); prepare for same (0.4).	1.90
07/24/25	TCS	Preparation strategy Teams meeting with M. Kirshbaum in advance of Committee interview (.60); attend committee portion of interview with M. Fixler (.40); attend committee interview with M. Kirshbaum (.70).	1.70
07/25/25	NMCG	Call with former employee regarding status of bankruptcy case.	0.10
07/25/25	TCM	Correspondences with various creditors regarding Chapter 11 Cases and other items (0.4).	0.40
07/28/25	JCH	Call to Oklahoma Natural Gas regarding whether property in Shawnee, Oklahoma is part of bankruptcy.	0.20
07/28/25	NMCG	Attend 341 meeting (1.7); call with creditor regarding status of bankruptcy case (0.2).	1.90
07/28/25	TCM	Attend and participate in 341 meeting (1.7); prepare for same (.7); telephone conference with J. Binford regarding case matters (0.3); correspondences with C. Barney counsel regarding Chapter 11 Cases (0.2); telephone conference with L. Webb regarding Committee investigation (0.2); review and analyze items related to same (0.3); correspond with Foley working group regarding same (0.2).	3.60

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07/29/25	TCM	Telephone conference with DIP lenders regarding the Committee's requests and issues (0.5); review and analyze same (0.3).	0.80
07/31/25	NMCG	Call with UST and T. Mohan regarding upcoming hearing and status of case (0.3).	0.30
07/31/25	NMCG	Attend interview with UCC and 2HR representative (2.1); provide update to T. Mohan (0.3).	2.40
07/31/25	NMCG	Call with landlord regarding the status of pending California litigation (0.6) correspond with T. Mohan regarding next steps (0.2).	0.80
07/31/25	TCM	Telephone conference with EB-5 parties regarding the Chapter 11 Cases and other issues (0.7); review and analyze diligence requests from same (0.6); telephone conference with N. McGuffey and U.S. Trustee regarding case status and updates (0.3); compile documents relevant to their diligence requests (0.7).	2.30
Task Total Hours:			44.40

B160 - Fee/Employment Applications

07/01/25	NMCG	Work on Foley retention application and accompanying declaration in support (2.3); correspond with T. Mohan and Foley team regarding the same (0.2).	2.50
07/02/25	JCH	Prepare draft Application to Employ SCP, Declaration in support and proposed order.	1.20
07/02/25	NMCG	Work on Foley retention application (1.1); review and revise interim compensation motion and proposed order (0.7).	1.80
07/03/25	NMCG	Revise Foley retention application based on updated conflicts check (0.7); review and revise SCP retention application, proposed order, declaration (3.2) discuss with SCP open items regarding the same (0.3).	4.20
07/07/25	HNO	Review & revise the Foley retention application and address the collections/retainer amounts (1.1); correspondence with McGuffey as to same (.2).	1.30
07/07/25	NMCG	Correspond with Foley team regarding filing of retention applications.	0.20
07/07/25	TCM	Review and revise Foley retention application (2.7); review precedent regarding same (0.3); correspond with Foley working group regarding same (0.2).	3.20

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07/08/25	HNO	Work on issues related to the Employment App and my Declaration to finalize for filing.	1.10
07/08/25	NMCG	Revise retention applications.	0.20
07/08/25	TCM	Review and revise SCP retention application.	0.40
07/09/25	HNO	Review Foley Employment App and Declaration: correspond with T. Mohan and final edits.	0.40
07/11/25	NMCG	Revise and update SCP retention application, declaration, and proposed order (0.4); provide comments to SCP (0.1).	0.50
07/14/25	NMCG	Finalize SCP application.	0.10
07/17/25	QNTR	Review and analyze retention app and verita's services agreement to determine payment of fees and draft analysis to SCP (.3); draft communications related to retention of CLA as tax professionals (.2).	0.50
07/18/25	TCM	Review and finalize SCP retention application.	0.30
07/28/25	JCH	Prepare draft Application to Employ CliftonLarsonAllen as tax consultants, Declaration in support and proposed order.	0.80
07/28/25	QNTR	Draft communications related to pleadings for engagement application for tax professionals (2); review and revise motion to employ CLA as tax professionals, affidavit ISO, and proposed order (.7).	0.90
Task Total Hours:			19.60

B185 - Assumption/Rejection of Leases and Contracts

07/01/25	TCM	Telephone conference with Salesforce regarding assumption of executory contract (0.4); review and analyze issues regarding same (0.7); correspondences with Client regarding same (0.2); correspondences with various creditors regarding case filing and other issues (0.6).	1.90
07/02/25	TCM	Review and analyze list of potential contracts and leases for assumption and assignment (0.6); correspond with Client working group regarding same (0.1).	0.70
07/03/25	TCM	Review and analyze leases for potential assumption and assignment (0.5); correspond with G. Dickenson regarding same (0.1).	0.60

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07/07/25	TCM	Review and analyze initial list of leases to be assumed and assigned.	0.40
07/11/25	TCM	Review and analyze second set of leases to be assumed and assigned (0.4); correspondences with assignees regarding same (0.2).	0.60
07/13/25	TCS	Email exchange with committee counsel regarding deposition logistics in connection with motion to assume restructuring support agreement (.2); confer with debtor counsel team regarding same issues (.2).	0.40
07/14/25	TCM	Review and analyze potential leases and contracts for assumption and rejection (0.7); correspondences with 2HR Learning regarding schedules of same and cure amounts (0.4); correspondences with GGE regarding assumption list (0.2).	1.30
07/14/25	TCS	Prepare for depositions and discovery in connection with motion to assume restructuring support agreement (2.6); confer with committee counsel regarding deposition in connection with restructuring support agreement (.7); review and analyze issues regarding same (.9) confer with J. McCarthy regarding same (.2).	4.40
07/15/25	TCS	Attend to interim terms to resolve hearing to assume portions of restructuring support agreement (.2); confer with Committee counsel regarding deposition planning for same (.2); confer with client team regarding same issues and strategic steps ahead to prepare for hearing (.2).	0.60
07/16/25	QNTR	Revise Schedule 1 related to omnibus assumption motion.	0.30
07/18/25	TCM	Review and analyze leases and contracts to be assumed and assigned (0.4); correspondences with assignees and counterparties regarding same (0.2).	0.60
07/23/25	TCM	Review and analyze issues related to assumption of leases and contracts (0.4); revise pleadings related to same (0.5).	0.90
07/24/25	TCM	Correspondences with Client working group regarding leases to be assumed and assigned (0.3); review and analyze same (0.3); correspond with counter parties to same regarding same (0.1).	0.70
07/25/25	TCM	Review and revise proposed assumption order (0.4); correspondences with counter parties regarding same (0.2).	0.60
07/29/25	NMCG	Begin working on replies in support of RSA assumption motion.	0.60
07/30/25	JCH	Prepare draft Third Omnibus Assumption Motion, proposed order and Motion to Shorten Notice with proposed order.	0.80

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07/30/25	TCM	Correspondences with various counter parties regarding potential assumption or rejection of leases (0.6); review and analyze issues regarding same (0.5); review and revise pleadings related to same (0.6).	1.70
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Task Total Hours:	17.10
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B190 - Other Contested Matters (excluding assumption/rejecti

07/01/25	CYGN	Organization of filing deadlines and documents in parallel litigation in CD Cal (1.2); correspond with T. Mohan on approach to deadlines in parallel cases (0.20).	1.40
07/01/25	QNTR	Finalize notices of suggestions for various pending state litigation related to debtors.	0.80
07/01/25	TCM	Review and analyze issues related to filing suggestions of bankruptcy and stay of prepetition litigation (0.6); correspondences with local counsel regarding same (0.2).	0.80
07/02/25	CYGN	Correspondence with T. Mohan and opposing counsel regarding Girns' BK status.	0.10
07/02/25	TCM	Telephone conference with Foley and client working group regarding schedules and statements and open items (0.8); review and analyze issues regarding same (0.6); review and analyze current drafts of same (0.9); review and revise global notes regarding same (0.7).	3.00
07/03/25	CYGN	Preparing correspondence with opposing counsel regarding Girns' BK status.	0.30
07/03/25	TCM	Draft correspondence to Client working group regarding status of Girn removal of Barney litigation.	0.40
07/07/25	CYGN	Correspondence with T. Mohan re approach to bankruptcy filings.	0.20
07/07/25	MWBE	Review notices of bankruptcy with team.	0.10
07/07/25	NMCG	Revise suggestions of bankruptcy (0.2) and correspond with Foley team regarding filing (0.1).	0.30
07/08/25	MWBE	Attention to suggestions of bankruptcy.	0.10
07/09/25	MWBE	Attention to notices and suggestions of bankruptcy.	0.50
07/09/25	NMCG	Correspondence with M. Berg to discuss suggestions of bankruptcy to be filed in state court litigation.	0.20

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07/09/25	TCM	Telephone conference with Client working group and other party counsel regarding extension of automatic stay to non-debtor parties in prepetition litigation (0.5); review and analyze same (0.2).	0.70
07/10/25	MWBE	Update notices and suggestions of bankruptcy for New York, New Jersey, and Missouri cases.	0.70
07/10/25	NMCG	Correspond with Foley team regarding filing suggestions of bankruptcy.	0.10
07/11/25	TCM	Review and analyze open items regarding settlement motion involving insurance proceeds (0.3); correspond with other parties to litigation regarding same (0.1).	0.40
07/14/25	MWBE	Attention to filing notices of suggestion of bankruptcy in NY, NJ (1.3).	0.40
07/14/25	QNTR	Revise and prepare notice of suggestion of bankruptcy for filing in Dallas, County (.3); draft communications related to local counsel for various notice of suggestion of bankruptcy (.2).	0.50
07/14/25	TCM	Review and analyze request to remove California state court litigation (0.4); correspond with Client working group regarding same (0.1).	0.50
07/15/25	MWBE	Attention to filing notice of suggestion of bankruptcy in NJ.	0.20
07/15/25	TCM	Review pleadings filed in California litigation where parties requested removal (0.3); correspond with C. Geng regarding same (0.1).	0.40
07/16/25	CYGN	Correspond with T. Mohan on BK filing and review and analysis on potential remand of Girn's BK filing to state court.	0.20
07/16/25	TCS	Analyze draft motion from counsel to LFI (.7); evaluate applicability of Bankruptcy Code in connection with same (.4); attention to related email exchange with counsel regarding same issues (.1).	1.20
07/17/25	HNO	Review of draft received from Pachuslki (.5); review and respond to related emails (.3).	0.80
07/17/25	NMCG	Correspond with Foley team to discuss strategy regarding issues with LFI (0.2); review same (0.3).	0.50

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07/17/25	TCS	Analyze case law from N.D. Tex. governing creditor litigation issues (.8); confer with client team regarding same issues (.4); confer with Committee counsel regarding strategic response to same (.4); negotiations with movant's counsel regarding same issues (.3); work on strategic response to same motion (.6).	2.50
07/18/25	CYGN	Prepare and strategize litigation strategy for removal motion.	0.10
07/30/25	CYGN	Coordination with T. Mohan re case proceedings in state court.	0.20
07/30/25	TCS	Conference with J. Chorowski regarding Committee investigation.	0.60
07/30/25	TCS	Confer with Committee and case professionals regarding proposed terms for continuance and mediation.	0.70
07/31/25	TCM	Telephone conference with Client working group and local counsel regarding mechanics lien litigation and potential resolution of same (0.8); review and analyze documents relevant to same (0.5); analyze issues and potential next steps (0.4).	1.70

Task Total Hours: 20.60

B195 - Non-Working Travel

07/20/25	NMCG	Travel from Chicago to Dallas for Second Day Hearing.	2.00
07/20/25	TCM	Travel from Denver, CO to Dallas, TX for hearing.	3.90
07/21/25	NMCG	Travel back from Dallas to Chicago regarding second day hearing.	2.00
07/21/25	TCM	Travel from Dallas, TX to Denver, CO following Second Day Hearing.	4.20

Task Total Hours: 12.10

B210 - Business Operations

07/01/25	TCM	Review and analyze issues regarding French entities and insolvency.	0.40
07/03/25	TCM	Review and analyze issues regarding insurance coverage and extension of same.	0.40
07/03/25	TCM	Review and analyze issues regarding French entity insolvencies and open items related to same (0.6); correspondences with French counsel regarding same (0.2).	0.80

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07/03/25	TCM	Review and analyze issues regarding French entity insolvencies and open items related to same (0.6); correspondences with French counsel regarding same (0.2).	0.80
07/16/25	TCM	Review and analyze issues regarding wind-down of foreign operations.	0.40
07/18/25	TCM	Review and analyze issues regarding HGE France liquidations (0.3); correspondences with French counsel regarding same (0.1).	0.40
07/25/25	TCM	Review and analyze issues regarding business operations.	0.30
Task Total Hours:			3.50

B230 - Financing/cash Collections

07/01/25	TCM	Review and analyze DIP budgeting issues (0.6); correspondences with Client working group regarding same (0.2).	0.80
07/07/25	HNO	Review of emails and information as to the variance testing against the DIP Budget.	0.40
07/12/25	TCM	Review and analyze Committee's issues to DIP financing (0.4); correspondences with DIP Lenders' counsel regarding same (0.2).	0.60
07/13/25	TCM	Review and analyze Committee issues to DIP Order (0.4); draft correspondence to Client working group regarding same (0.4).	0.80
07/14/25	TCM	Review and analyze budgeting issues related to potential continuance of pleadings and extension of case timeline (0.9); correspondences with S. Corwen regarding same (0.2); telephone conferences with DIP Lenders' and Committee's counsel regarding same (0.8); draft proposed case schedule and revision to DIP budget regarding same (0.5).	2.40
07/15/25	TCM	Telephone conference with DIP Lenders regarding Committee and U.S. Trustee issues to DIP Order (0.6); review and analyze same (0.5); review and revise DIP Order to resolve same (0.8).	1.90
07/16/25	TCM	Review and analyze potential language resolving Texas taxing authority objection to DIP Order (0.9); correspondences with same and DIP Lenders regarding same (0.4); correspondences with Committee regarding DIP Order and resolutions to issues regarding same (0.2); correspondences with US Trustee regarding same (0.2).	1.70
07/16/25	TCS	Analyze objection by US Trustee to DIP facility terms.	0.90

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07/17/25	HNO	Review and respond to emails regarding pending issues with the DIP Order and UCC comments (1.1); correspond with T. Mohan regarding same (0.1).	1.20
07/17/25	TCM	Draft and revise reply in support of final DIP Order (4.8); research issues regarding same (1.6); correspondences with various working groups to resolve outstanding issues (0.4); review and revise final DIP Order regarding same (0.7); correspondences with Client working group regarding same (0.3).	7.80
07/18/25	TCM	Review and analyze budgeting issues for Final DIP Order (0.4); correspond with S. Corwen regarding same (0.2); correspondences with DIP Lenders and UCC counsel regarding same (0.2); draft and revise response in support of Final DIP Order (1.1); correspondences with Client working group regarding same (0.3); draft and revise talking points and other materials in anticipation of contested hearing (0.9).	3.10
Task Total Hours:			21.60

B260 - Board of Directors Matters

07/02/25	NMCG	Attend portion of board meeting.	0.40
07/02/25	TCM	Telephone conference with Board, Foley working group, and SCP working group regarding various case issues (0.5); review and analyze issues in reparation for same (0.3).	0.80
07/08/25	NMCG	Attend board meeting to discuss upcoming filings.	0.50
07/11/25	HNO	Conference call with the HGE board to discuss case status and discovery issues and follow-up as to same.	0.90
07/16/25	HNO	Conf call with the HGE Board Foley and SCP as to status and upcoming issues (.8); correspond with T. Mohan as to UST's objections and resolving same (.4); emails with Pachulski lawyers regarding potential issues (.3).	1.50
07/16/25	TCM	Attend weekly board meeting with Board members, Foley working group, and SCP working group (0.8); draft follow-up to SLS regarding same (0.3).	1.10
07/16/25	TCS	Attend weekly Board Meeting to address status of chapter 11 proceedings and strategic next steps for same.	0.80
07/17/25	HNO	HGE Board conf call to discuss status of pending matters.	0.80

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07/23/25	TCM	Attend Board of Director call with Board, Foley working group, and SCP working group (0.6); prepare for same (0.2).	0.80
07/23/25	TCS	Attend weekly board meeting.	0.60
07/30/25	NMCG	Attend board meeting with Foley team.	0.60
07/30/25	TCM	Attend telephone conference with Board, Foley working group, and SCP working group (0.6); analyze follow-up issues regarding same (0.3).	0.90
07/30/25	TCS	Attend weekly board meeting.	0.60
Task Total Hours:			10.30

B320 - Plan and Disclosure Statement including Business Plan

07/12/25	TCM	Correspondences with Committee counsel regarding Plan issues (0.4); review and analyze same (0.2).	0.60
07/26/25	TCM	Review and analyze potential revisions to reorganization plan (0.3); correspondences with Committee, DIP Lenders, and Foley working group regarding same (0.3).	0.60
07/30/25	JCH	Prepare draft Reply in Support of Disclosure Statement Motion.	1.20
Task Total Hours:			2.40

B430 - Claims Administration/Review and Analyze

07/03/25	TCM	Review and analyze potential settlement of Georgia litigation (0.4); correspondences with counsel to parties regarding same (0.2); review and analyze insurance coverage regarding same (0.3).	0.90
07/07/25	TCM	Review and analyze potential settlement of state claim covered by insurance.	0.60
07/11/25	TCM	Review and analyze issues regarding wind-down of non-debtor operations.	0.40
07/14/25	TCM	Review and revise settlement motion regarding insurance proceeds (0.4); correspondences with Committee and other parties to settlement regarding same (0.3).	0.70

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07/25/25	QNTR	Review proof of claim terms and draft summary (.5); draft communications related to document production for committee (.2).	0.70
07/28/25	QNTR	Contact State of Illinois department of revenue regarding levy action for Guidepost A LLC (.3).	0.30
07/30/25	NMCG	Analyze tax proof of claims (0.1); correspond with T. Mohan regarding same (0.1).	0.20
Task Total Hours:			3.80
Grand Total Hours:			308.70

Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	144.20	97,673.70
B130	B130 - Asset Disposition	9.10	6,564.10
B150	B150 - Meetings of and Communications with Creditors	44.40	34,582.10
B160	B160 - Fee/Employment Applications	19.60	14,371.90
B185	B185 - Assumption/Rejection of Leases and Contracts	17.10	13,578.20
B190	B190 - Other Contested Matters (excluding assumption/rejecti	20.60	15,727.90
B195	B195 - Non-Working Travel	12.10	9,288.10
B210	B210 - Business Operations	3.50	2,803.50
B230	B230 - Financing/cash Collections	21.60	17,886.60
B260	B260 - Board of Directors Matters	10.30	9,283.60
B320	B320 - Plan and Disclosure Statement including Business Plan	2.40	1,326.00
B430	B430 - Claims Administration/Review and Analyze	3.80	2,822.60
Totals		308.70	\$225,908.30

Expenses Incurred

Description	Amount
Electronic Legal Research Services	\$3.80
LSS - eDiscovery Services	\$500.00

Higher Ground Education, Inc.

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Service Fees	\$32.14
KATHLEEN M. REHLING - transcription services - re Higher Ground Education Inc - 07/24/25.	\$1,028.35
Taxi/Car Service--VENDOR: Nora McGuffey - Client trip 7-20-25 to 7-21-25, Dallas TX - Chicago ORD to Dallas DFW - 07/20/25-07/21/25.	\$52.98
Lodging--VENDOR: Nora McGuffey - Client trip 7-20-25 to 7-21-25, Dallas TX - Chicago ORD to Dallas DFW - 07/20/25-07/21/25.	\$309.54
Airfare--VENDOR: Nora McGuffey - Client trip 7-20-25 to 7-21-25, Dallas TX - Chicago ORD to Dallas DFW - 07/20/25-07/21/25.	\$686.97
Taxi/Car Service--VENDOR: Nora McGuffey - Client trip 7-20-25 to 7-21-25, Dallas TX - Chicago ORD to Dallas DFW - 07/20/25-07/21/25.	\$49.98
Taxi/Car Service--VENDOR: Nora McGuffey - Client trip 7-20-25 to 7-21-25, Dallas TX - Chicago ORD to Dallas DFW - 07/20/25-07/21/25.	\$43.82
Certificate of Good Standing--VENDOR: U.S. BANK 07/24/25 Filing fee receipt for a sale motion filed in HGE. -.	\$199.00
Lodging--VENDOR: Timothy C. Mohan - Higher Ground Meeting - 07/21/25.	\$333.47
Internet--VENDOR: Timothy C. Mohan - Higher Ground Meeting - WIFI on plane - 07/21/25.	\$16.00
Certificate of Good Standing--VENDOR: U.S. BANK 06/18/25 Tim's pro hac vice application in HGE. -.	\$100.00
Parking--VENDOR: Timothy C. Mohan - Higher Ground Education meeting in Dallas - Den to Dallas - 07/20/25-07/21/25.	\$70.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Higher Ground Education meeting in Dallas - Den to Dallas - 07/20/25-07/21/25.	\$56.38
Breakfast--VENDOR: Timothy C. Mohan 07/20/25 Higher Ground Education meeting in Dallas - - Timothy C. Mohan.	\$38.32
Lunch--VENDOR: Timothy C. Mohan 07/21/25 Higher Ground Education meeting in Dallas - - Timothy C. Mohan, Nora McGuffey.	\$38.76
Dinner--VENDOR: Timothy C. Mohan 07/20/25 Higher Ground Education meeting in Dallas - - Timothy C. Mohan.	\$92.23
Airfare--VENDOR: Timothy C. Mohan - Higher Ground Education meeting in Dallas - Den to Dallas - 07/20/25-07/21/25.	\$523.97
Taxi/Car Service--VENDOR: Timothy C. Mohan - Higher Ground Education meeting in Dallas - Den to Dallas - 07/20/25-07/21/25.	\$70.84
Tips--VENDOR: Timothy C. Mohan - Higher Ground Education meeting in Dallas - Den to Dallas - 07/20/25-07/21/25.	\$10.00
Parking--VENDOR: Holland N. O'Neil - parking at hearing - 07/21/25.	\$17.00
ACE ATTORNEY SERVICE, INC. - LADT - June 2025 ACE Attorney Service Charges - 07/10/25.	\$22.45
Expenses Incurred Total	\$4,296.00

Matter Total:

\$230,204.30

Higher Ground Education, Inc.

Our Ref. No.:142872-0106

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Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Casey Y. Geng	CYGN	Associate	2.50	\$550.00	\$1,375.00
Michael W. Berg	MWBE	Associate	2.50	\$600.00	\$1,500.00
Nora McGuffey	NMCG	Associate	60.90	\$700.00	\$42,630.00
Quynh-Nhu Truong	QNTR	Associate	23.90	\$600.00	\$14,340.00
Janelle C. Harrison	JCH	Paralegal	34.60	\$304.00	\$10,518.40
Holland N. O'Neil	HNO	Partner	17.80	\$1,125.00	\$20,025.00
Thomas Charles Scannell	TCS	Partner	29.10	\$875.00	\$25,462.50
Timothy C. Mohan	TCM	Senior Counsel	137.40	\$801.00	\$110,057.40
Totals			308.70		\$225,908.30



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: September 18, 2025
Invoice No.: 51145413
Our Ref. No.: 142872

Remittance Advice

Current Invoice:

09/18/25 - 51145413	\$217,785.85
Total Amount Due:	\$217,785.85

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH
(CTX or CCD+ transmission) with invoice number(s)
included in the addenda of the ACH.

Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: September 18, 2025
Our Ref. No.:142872

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
07/14/2025	51101685	\$168,666.62	(\$137,342.04)	\$31,324.58
08/20/2025	51125941	\$230,204.30	(\$185,022.60)	\$45,181.70
Total Balance Outstanding:				\$76,506.28

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
09/18/2025	51145413	\$217,785.85	\$0.00	\$217,785.85
Total Amount Due:				\$294,292.13

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: September 18, 2025
Invoice No.: 51145413
Our Ref. No.: 142872

Services through August 31, 2025

Summary of Services

Our Ref.	Description	Services	Expenses	Total
142872-0106	Ch. 11 Bankruptcy - Post Petition	\$195,105.30	\$22,680.55	\$217,785.85
Totals:		\$195,105.30	\$22,680.55	\$217,785.85
Amount Due:				\$217,785.85

Please reference your invoice number 51145413 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
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Invoice No.: 51145413
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Professional Services Detail

B110 - Case Administration

08/01/25	JCH	Prepare draft Notice of Withdrawal of Sale Motion, Notice of Continued and Reschedule Hearing, Amended Notice of Hearing and Third Amended Notice of Hearing (.7); prepare draft Motion to Retain Ordinary Course Professionals and proposed order (0.3); file Notices and calendar related hearings (.6); prepare draft Motion to Extend Time to File Removals and proposed order (.4).	2.00
08/01/25	TCS	Email exchange among parties in interest to RSA regarding hearing continuance and pre-mediation meeting.	0.30
08/04/25	JCH	Prepare draft witness and exhibit list and agenda for August 8, 2025 hearing (.8); prepare Notice of Filing of Revised Proposed Order on Interim Compensation Procedures Motion (.5).	1.30
08/04/25	NMCG	Revise the motion to extend removal deadline and proposed order (0.8); correspond with UCC and DIP Lenders' counsel regarding the same (0.1); correspond with UCC regarding interested parties list (0.1).	1.00
08/04/25	TCM	Review questions from client working group regarding first and second day orders (0.3); correspond with same regarding same (0.1); review and analyze issues regarding works in process and case staffing (0.6); correspondences with Foley working group regarding same (0.2); review and analyze comments to interim compensation order (0.2); correspondences with Committee and Foley working groups regarding same (0.1); organize post-hearing settlement conference (0.6); correspondences with Committee working group regarding same (0.2); correspond with Foley working group regarding same (0.1); telephone conference with DIP Lenders regarding same (0.4).	2.80
08/05/25	JCH	Finalize and file Notice of Filing of Revised Proposed Order on Interim Compensation Procedures Motion (.6); revise Witness and Exhibit list and Agenda for August 8, 2025 hearing and email same to Foley team (.4).	1.00
08/05/25	NMCG	Draft hearing talking points for 8/8 hearing (2.1); correspondence with T. Mohan regarding same (0.4).	2.50

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08/05/25	TCM	Review and analyze requests for extensions of deadlines in cases (0.4); correspondences with same regarding same (0.2); review and analyze mediation issues (1.2); correspondences with Committee and proposed mediator regarding same (0.2); correspondences with Client working group regarding treatment of claims under first day motions (0.3); review and analyze issues regarding same (0.8).	3.10
08/06/25	JCH	File witness and exhibit list for August 8, 2025 hearing (.5); email correspondence with Court regarding matters being heard at August 8 hearing (.2); prepare and file Notice of Filing Proposed Order on SCP retention (.5); prepare and file Amended Witness and Exhibit list for August 8 hearing (.4); prepare and arrange for delivery of exhibit binders to Judge Larson (.2); prepare index and hearing binders for August 8 hearing (.9); revise Agenda for August 8 hearing (.2).	2.90
08/06/25	NMCG	Continue working on upcoming Aug. 8 hearing talking points.	0.40
08/06/25	TCM	Review and revise witness and exhibit list (0.3); correspond with J. Harrison regarding same (0.1); review and revise agenda for hearing (0.2).	0.60
08/07/25	JCH	Finalize and file Agenda for August 8 hearing (.4); calendar preliminary hearing on lift stay motion filed (.2); finalize and file Motion to Distribute GGE Receipts (.6).	1.20
08/07/25	NMCG	Correspond with Q. Truong and UCC counsel regarding removal extension motion (0.1); correspond with DIP Lenders regarding final draft of motion to distribute GGE receipts (0.1).	0.20
08/08/25	JCH	Finalize and file Motion to Extend Time to File Removals, Motion to Retain Ordinary Course Professionals and Third Omnibus Assumption Motion (.8); email correspondence with Court regarding continued hearing date needed for Disclosure Statement Motion (.5).	1.30
08/08/25	QNTR	Draft certificate of counsel regarding emergency motion to shorten notice (.4); finalize and prepare OCP motion/order, Removal motion/order, and Third Omnibus Assumption Motion/order for filing (.6).	1.00
08/10/25	QNTR	Draft agreed emergency motion to pay mediation fees (0.8); correspond with T. Mohany regarding same (0.2).	1.00
08/11/25	JCH	Prepare draft proposed order on Motion to Pay Mediation Fees (.5); calendar deadline to file first interim fee application (.2).	0.70

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08/11/25	QNTR	Finalize draft of agreed emergency motion to pay mediation fees and order (1.2); draft document of mediation participants and contact information as requested by the mediator (1.3); draft communications to RSA parties and committee regarding motion for mediation fees (.3).	2.80
08/12/25	JCH	Prepare Notice of Continued and Rescheduled Hearing and Second Amended Notice of Hearing (.5); email correspondence with Court regarding address for SCP (.2); file Notices of Hearing (.2); follow up email correspondence with Court regarding same (.2); calendar revised hearing dates (.2).	1.30
08/12/25	QNTR	Draft certificate of conference and prepare agreed emergency motion and related documents for filing (.5).	0.50
08/12/25	TCM	Review and revise motion for approval to pay mediation fees (0.3); correspondences with Foley working group regarding same (0.1); correspondences with various parties regarding consensual nature of motion (0.2); review and analyze issues related to previous court relief and potential treatment under same (0.6); correspondences with Client working group regarding same (0.3); review and analyze staffing plan and works in process (0.9).	2.40
08/13/25	JCH	Email from Court regarding order on Motion to Pay Mediation Fees (.2); upload proposed order on Motion to Pay Mediation Fees (.2).	0.40
08/13/25	NMCG	Correspond with UCC counsel regarding document requests (0.1).	0.10
08/13/25	QNTR	Call and draft communications to creditors/collection agencies regarding bankruptcy filings (.8).	0.80
08/19/25	JCH	Prepare and file Certificate of No Objection to 9019 motion (.2); prepare and file witness and exhibit list for August 21 hearing (.5); prepare exhibit binders and hearing binder for August 21, 2025 hearing (.8).	1.50
08/19/25	NMCG	Review and analyze the UCC objection to the motion to disburse GGE receipts (0.1); prepare August 29 hearing talking points (1.3).	1.40
08/20/25	JCH	Prepare and file Agenda for August 21, 2025 hearing (.5); arrange for hand delivery of exhibits binders to Judge Larson for August 21, 2025 hearing (.2).	0.70
08/20/25	QNTR	Review and revise July MOR notes (.3); review and revise real property rejections chart to incorporate in notice (.70).	1.00

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08/21/25	JCH	Email correspondence with Court regarding requested continuance of today's hearing in relation to Docket No. 304 (.2); email correspondence with T. Mohan regarding same (.2); prepare and file Amended Agenda for August 21, 2025 hearing (.5); file July 2025 monthly operating reports for all 35 debtors (1.0).	1.90
08/21/25	NMCG	Correspond with Foley team regarding status of hearing.	0.10
08/21/25	TCM	Prepare for and attend hearing regarding motions set for hearing and provide status update to Court.	1.10
08/22/25	NMCG	Meeting with Foley team to discuss upcoming deadlines.	0.30
08/22/25	QNTR	Phone conference with Foley working group regarding case tasks.	0.30
08/22/25	TCM	Telephone conference with Foley working group regarding works in process and upcoming tasks (0.3); telephone conference with SCP working groups regarding same (0.4); review and analyze issues and staffing plan for same (0.7).	1.40
08/24/25	HNO	Brief review of incoming emails and respond where applicable.	0.40
08/25/25	QNTR	Review and analyze agreed stipulation to modify the automatic stay and draft communications to opposing counsel (.3).	0.30
08/27/25	JCH	Prepare and file Witness and Exhibit list for August 29, 2025 hearing (.8).	0.80
08/27/25	QNTR	Update WIP and confirm important deadlines for chapter 11 case (.3); review agreed stipulation and draft communications related to approval for filing (.2).	0.50
08/28/25	JCH	Email correspondence with Court regarding rescheduling of matters set for hearing on August 28, 2025 (.2); prepare and file Notice of Adjourned Hearing and Continued Hearing on September 11, 2025 (.5); email correspondence with Court regarding September 3 omnibus hearing (.2); prepare and file Notice of Cancellation of Omnibus Hearing (.2).	1.10
Task Total Hours:			44.40

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B120 - Asset Analysis and Recovery

08/21/25	TCM	Review and analyze scope and realization on potential estate assets.	0.90
08/25/25	HNO	Participate in portion of Board meeting conf call with Foley and SCP task to discuss settlement issues and other bankruptcy matters.	1.00
08/25/25	QNTR	Draft communications related to security deposit to debtors (.2).	0.20
Task Total Hours:			2.10

B130 - Asset Disposition

08/01/25	TCM	Correspondences with Client working group regarding potential sale of school assets (0.2); review and analyze potential issues regarding same (0.4).	0.60
08/04/25	TCM	Telephone conference with A. Carson regarding Georgetown asset sale (0.2); correspond with proposed buyer regarding same (0.1).	0.30
08/05/25	TCM	Telephone conference with A. Carson and counsel to proposed buyer regarding revisions to definitive documentation related to sale of Georgetown assets.	0.40
Task Total Hours:			1.30

B140 - Relief from Stay/Adequate Protection Proceedings

08/07/25	QNTR	Review Motion for Relief from Stay.	0.30
08/11/25	QNTR	Call with T. Mohan and creditor regarding motion to stay (.2).	0.20
08/11/25	TCM	Telephone conference with Q. Truong and plaintiffs counsel regarding potential relief from stay.	0.40
08/18/25	QNTR	Phone call with counsel regarding Soliman objection and proposed agreed order (.2).	0.20
08/18/25	TCM	Telephone conference with Q. Truong and litigation counterparty regarding relief from automatic stay (0.2); analyze issues regarding same (0.2).	0.40
08/19/25	QNTR	Review and revise agreed order related to Soliman litigation.	0.30

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08/27/25	JCH	Prepare draft 9019 motion, McCarthy Declaration and proposed order (.5).	0.50
08/28/25	QNTR	Draft 9019 motion, declaration in support and proposed order related to debtors' settlement agreement pre petition (2.5); draft communications to creditor's opposing counsel regarding same (.2).	2.70
08/29/25	QNTR	Finalize drafts of 9019 motion, declaration in support of 9019 motion, and proposed order.	0.50
Task Total Hours:			5.50

B150 - Meetings of and Communications with Creditors

08/01/25	NMCG	Call with Washington IRS.	0.20
08/04/25	TCM	Various conferences and correspondences with creditors and other parties in interest regarding the Chapter 11 Cases, proofs of claims, and other matters (1.20); correspondences with EB-5 counsel regarding information related to EB-5 investors (0.2).	1.40
08/05/25	TCM	Telephone conference with counsel to EB-5 investors regarding various matters and information requests (0.5); review and analyze same (0.2).	0.70
08/06/25	TCM	Various correspondences and telephone conferences with creditors and other parties in interest regarding the Chapter 11 Cases (0.7); correspond with Committee regarding potential issues at hearing (0.3).	1.00
08/06/25	TCS	Email exchange with J. Kroop regarding electronic submission protocols for proofs of claim.	0.20
08/07/25	NMCG	Correspond with creditors regarding insurance and other tax issues.	0.10
08/11/25	TCS	Conference with counsel to landlord regarding assumption of location and related global case issues.	0.40
08/13/25	NMCG	Prepare for upcoming mediation (0.8).	0.80
08/21/25	NMCG	Call with creditor to discuss bankruptcy status.	0.10
Task Total Hours:			4.90

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B160 - Fee/Employment Applications

08/01/25	NMCG	Revise OCP motion and proposed order.	1.10
08/04/25	NMCG	Correspond with Q. Truong to discuss revisions to interim compensation order (0.1); correspond with UCC counsel regarding the same (0.1).	0.20
08/04/25	QNTR	Revise application to employ CLA (1.0) ; revise interim comp proposed order (.2).	1.20
08/05/25	NMCG	Correspond with UCC and DIP Lenders counsel regarding OCB motion (0.1); address UST comments and concerns regarding retention applications and interim comp proposed orders (0.3).	0.40
08/05/25	QNTR	Finalize motion to employ CLA and corresponding documents (.8); draft communications related to OCP motion (.1).	0.90
08/05/25	TCM	Review and revise OCP motion (0.6); correspondences with Foley working group regarding same (0.3); correspondences with Committee regarding same (0.3); review and analyze budgetary items related to same (0.4).	1.60
08/06/25	NMCG	Revise and finalize proposed SCP retention order to incorporate UST comments.	0.20
08/08/25	TCM	Prepare for and attend hearing on retention applications and interim compensation motion.	2.40
08/08/25	TCS	Hearing on Foley and SCP employment applications.	0.80
08/14/25	TCM	Review and analyze Foley's July 2025 invoice for confidentiality and privilege matters.	2.10
08/15/25	TCM	Review and finalize Foley monthly fee statements (0.9); correspondences with Foley working group regarding same (0.3).	1.20
08/20/25	JCH	Prepare cover letter and send Foley monthly fee statement for Petition Date through July 31, 2025 to notice parties and calendar related objection deadline.	0.80
Task Total Hours:			12.90

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B185 - Assumption/Rejection of Leases and Contracts

08/01/25	TCM	Review and analyze issues regarding assumption or rejection of contracts and leases (0.6); correspondences with counterparties regarding same (0.3).	0.90
08/05/25	QNTR	Create and prepare Schedule 1 to third omnibus assumption motion (1.6); Draft notice of rejection of executory contracts and leases and corresponding proposed order (1.2); correspond with T. Mohan regarding same (.2).	3.00
08/05/25	TCM	Review and analyze issues related to assumption and rejection of leases and contracts (0.9); correspondences with various counterparties regarding same (0.4).	1.30
08/06/25	NMCG	Correspond with Q. Truong deadlines and notice procedures regarding omnibus assumption motions.	0.10
08/06/25	QNTR	Revise third omnibus assumption motion to conform to assigned leases only and revise motion to shorten based on the following (1.1); draft communications related to assigned leases and motion for Friday filing (.2).	1.30
08/06/25	TCM	Review and revise omnibus motion to assume and assign leases (0.7); correspond with assignee representatives regarding same (0.2); correspond with Committee regarding same (0.2); analyze issues to same (0.8).	1.90
08/07/25	QNTR	Finalize drafts of third omnibus assumption motion, motion to shorten notice, and proposed order (.6); review Committee's revisions (.4).	1.00
08/11/25	TCM	Telephone conference with counsel to landlord regarding potential assumption and assignment of lease.	0.50
08/12/25	QNTR	Review and revise notice of rejection of certain executory contracts and unexpired leases (0.6); Continue working on list of unexpired leases and executory contracts to be listed on notice of rejection (0.4).	1.00
08/13/25	NMCG	Review and analyze lease termination issues (0.3); correspond T. Mohan regarding same (0.1).	0.40
08/14/25	NMCG	Analyze lease rejection issues (0.1); discuss the same with T. Mohan (0.1).	0.20
08/15/25	NMCG	Analyze lease termination issues (0.1); correspond with T. Mohan regarding the same (0.1).	0.20
08/15/25	QNTR	Draft communications related to notice of rejection (.2).	0.20

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08/18/25	QNTR	Revise notice of rejection of executory contracts (.3).	0.30
08/20/25	QNTR	Continue revising notice of rejection to incorporate additional executory contracts.	0.30
08/22/25	JCH	Finalize and file First and Second Notices of Rejection (0.4); calendar related response deadline (0.1).	0.50
08/22/25	NMCG	Revise and finalize two notices of rejection (0.8); correspond with Foley team regarding same (0.2).	1.00
08/22/25	TCM	Draft and revise notices to reject executory contracts and leases (1.1); review revisions to same (0.3); correspondences with Foley working group regarding filing of same (0.2).	1.60
08/26/25	TCM	Correspondences with counterparties regarding assumed and assigned leases (0.3); correspondences with proposed assignees regarding same (0.3); research and analyze issues regarding same (0.7).	1.30

Task Total Hours: 17.00

B190 - Other Contested Matters (excluding assumption/rejecti

08/01/25	NMCG	Work on UCC production.	0.10
08/01/25	TCM	Attend Committee interview of former independent director.	0.80
08/01/25	TCS	Analyze Louisiana World notice communique from Committee regarding D&O insurance claims.	0.60
08/01/25	TCS	Attend Committee interview of J. Chorowski in connection with ongoing investigation.	0.80
08/06/25	TCM	Attend Committee interview of J. Chorowsky.	0.80
08/06/25	TCM	Review and analyze Committee document requests (0.4); compile and review documents in response to same (2.2); correspondences with Foley working group regarding same (0.3).	2.90
08/06/25	TCS	Appear at continued Committee interview of J. Chorowski.	0.90
08/07/25	QNTR	Attend 30(b)(6) deposition of GGE and Learn Capital (4.6); draft summary of 30(b)(6) deposition (1.4).	6.00
08/07/25	TCS	Analyze report of deposition testimony of Greg Mauro in connection with Committee's investigation.	0.40

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08/08/25	QNTR	Review and analyze Objection to Debtors' Motion to Assume the RSA filed by Carl Barney and draft summary of objection.	0.60
08/12/25	CYGN	Correspondence with T. Mohan on California case status.	0.10
08/12/25	QNTR	Attend committee interview with Cosmic representative and take notes on interview (1.0).	1.00
08/13/25	QNTR	Draft summary of Cosmic rep interview with UCC (.3); draft communications related to document production requested by the Committee (.2).	0.50
08/13/25	TCS	Prepare for and attend Committee interview of Yu Capital representative.	2.20
08/14/25	TCS	Prepare for and appear at deposition of R. Girn in connection with Committee's ongoing investigation.	3.40
08/15/25	CYGN	Correspondence with T. Mohan re status of the Barney case in Orange County Superior Court.	0.20
08/15/25	MEES	Emails with Q. Truong regarding request for local counsel assistance in Kansas matter.	0.20
08/15/25	QNTR	Draft suggestion of bankruptcy for Guidepost Leawood LLC lawsuit (.8).	0.80
08/18/25	CYGN	Analyzing email regarding demand letter against Higher Ground Education.	0.30
08/18/25	MEES	Attention to Chambers complaint and related correspondence from Kansas Human Rights Commission (.3); attention to draft Notice of Suggestion of Bankruptcy from Q. Truong (.2); attention to K.S.A. 44-1005 and related materials on KHRC website (.3); emails with Q. Truong regarding filing of Notice (.2).	1.00
08/18/25	QNTR	Meet with creditor regarding motion to stay relief (.3).	0.30
08/18/25	TCS	Attend to mediation preparation and related analysis (.6); extensive evaluation of settlement proposals and posturing negotiations in connection with same (.2); extensive communications with mediation parties and client team regarding same issues (.6); call with T. Mohan regarding same (0.3).	1.80
08/19/25	CYGN	Preparation of email to plaintiff's lawyer seeking Suit against HGE.	0.60
08/20/25	QNTR	Review and analyze issued writ of summons against debtor affiliate and draft summary of complaint and bankruptcy (.3); draft notice of suggestion of bankruptcy (.5).	0.80

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08/21/25	QNTR	Draft notice of suggestion for bankruptcy in Maryland district court.	0.30
08/29/25	CYGN	Coordinate with T. Mohan re hearing in Holmes Athey case.	0.20
Task Total Hours:			27.60

B195 - Non-Working Travel

08/07/25	TCM	Travel from Denver, CO to Dallas, TX for hearing and settlement conference.	2.00
08/08/25	TCM	Travel from Dallas, TX to Denver, CO following hearing and settlement conference.	2.20
08/18/25	TCM	Travel from Denver, CO to Dallas, TX for mediation sessions.	2.40
08/21/25	TCM	Travel from Dallas, TX to Denver, CO following mediation and hearing.	1.90
Task Total Hours:			8.50

B210 - Business Operations

08/01/25	TCM	Review scope of insurance policies given current operations.	0.30
08/04/25	TCM	Review and analyze business operation issues related to service providers.	0.40
08/06/25	NMCG	Draft and prepare motion to distribute GGE receipts and corresponding proposed order (3.1) discuss with T. Mohan regarding the same (0.2); correspond with UCC and DIP Lenders counsel regarding the same (0.1).	3.40
08/18/25	HNO	Review of insurance issues for Debtors.	0.30
Task Total Hours:			4.40

B260 - Board of Directors Matters

08/06/25	NMCG	Attend board meeting with Foley, SCP team, and clients.	1.00
08/06/25	TCM	Attend board of director meeting with Foley and SCP working groups (1.0); prepare for same (0.4).	1.40

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08/06/25	TCS	Attend portion of weekly board meeting.	0.90
08/13/25	HNO	Participate in Board meeting to discuss the status of the case and negotiations with the UCC.	1.00
08/13/25	NMCG	Attend board meeting (1.0); draft and revise board minutes (1.8).	2.80
08/13/25	TCS	Attend Board meeting.	1.00
08/27/25	NMCG	Attend board meeting (1.2); correspond with N. Walsh regarding written board consents and resolutions (0.2).	1.40
08/27/25	TCM	Attend Board meeting with Board, Foley, and SCP working groups.	1.20
08/27/25	TCS	Attend portion of Board meeting.	0.80
08/29/25	NMCG	Revise board resolutions.	1.60
Task Total Hours:			13.10

B320 - Plan and Disclosure Statement including Business Plan

08/01/25	TCS	Analyze Committee's request for mediators, dates, and prices for same (.2); evaluate strategic response to same (.2); confer with counsel team and Committee counsel regarding same issues (.2).	0.60
08/04/25	TCM	Review and analyze Plan issues related to Committee and other objecting parties (0.7); correspondences with same regarding same (0.2); correspondences with Foley working group regarding same (0.2).	1.10
08/04/25	TCS	Settlement negotiations with Committee professionals (.2); correspond internally with T. Mohan regarding strategy in connection with same issues (.2).	0.40
08/05/25	TCM	Review and analyze potential plan structures that may resolve Committee and other party issues (1.4); correspondences with Client working group regarding same (0.4).	1.80
08/05/25	TCS	Analyze strategic response to proposed settlement from Barney's counsel (.4); correspond with T. Mohan regarding strategic response to same (.2); evaluate proposed global settlement structure (.6); correspond with T. Mohan and legal team regarding same issues (.2).	1.40

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08/08/25	TCM	Attend settlement conference with Foley and SCP working groups, Committee, and certain RSA parties (2.8); prepare for same (1.9); telephone conference with Client working group regarding same (0.6).	5.30
08/08/25	TCS	Participate in portion of extensive settlement meeting with Committee professionals and counsel to RSA parties regarding negotiations for mediation scheduling and structure of global resolution in advance of mediation.	2.40
08/11/25	TCM	Attend to various matters related to plan mediation involving Debtors, Committee, and RSA Parties (0.9); telephone conference with T. Scannell regarding same (0.6); review and analyze potential issues for same (0.8).	2.30
08/11/25	TCS	Numerous communications with RSA parties, Committee and mediator regarding formal mediation and related logistics (.6); revise mediation statement (.4); telephone conference with A. Kaufman regarding chapter 7 conversion alternatives (.8).	1.80
08/11/25	TCS	Teams conference with T. Mohan regarding mediation preparation.	0.60
08/13/25	TCM	Draft and revise mediation statement (1.3); review and analyze issues regarding plan mediation (0.4); telephone conferences with RSA parties regarding same (0.5).	2.20
08/14/25	TCM	Draft and revise mediation statement in anticipation of mediation involving the Committee and RSA parties (4.8); review and analyze pleadings and other documents related to same (1.4).	6.20
08/15/25	TCM	Draft and revise mediation statement for plan mediation (2.7); correspondences with Client working group regarding same (0.7); correspondences with J. Nelms, as mediator regarding same (0.4).	3.80
08/15/25	TCS	Analyze mediation statement in preparation for global mediation (.8); strategy conference with counsel and client teams regarding same issues (.4).	1.20
08/16/25	TCM	Telephone conference with J. Nelms regarding plan mediation (0.7); review and analyze follow-up requests regarding same (0.8); correspond with Foley working group regarding same (0.1).	1.60
08/17/25	HNO	Brief review of myriad of emails regarding HGE mediation preparation.	0.70
08/17/25	TCS	Analyze Committee damages model in preparation for mediation strategy (.4); analyze strategic response to same (.3); confer with counsel and client team regarding same issues (.2).	0.90

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08/18/25	HNO	Correspond with Tim Mohan regarding mediation proposals (0.3); review of myriad of emails as to same (0.5).	0.80
08/18/25	TCM	Telephone conference with Debtors and Committee working groups regarding plan mediation and potential settlement structures (0.7); review and analyze issues regarding same (0.4); conference with T. Scannell regarding same (0.3); organize mediation meetings (0.4).	1.80
08/19/25	HNO	Review issues regarding plea mediation (0.7); correspond with T. Mohan regarding same (0.1).	0.80
08/19/25	TCM	Prepare for plan mediation with Committee and RSA Parties (1.6); attend same (9.2); post-mediation conference with Client working group regarding potential resolution of outstanding issues (0.8).	11.60
08/19/25	TCS	Analyze mediation issues (.8); analyze Committee settlement offer (.4); evaluate strategic response to same and confer with debtor team regarding counter terms (.4).	1.60
08/20/25	TCM	Attend portion of plan mediation with Committee and RSA Parties.	5.30
08/20/25	TCS	Prepare for and attend continued mediation.	8.30
08/21/25	TCM	Telephone conference with T. Scannell and RSA parties regarding post-mediation plan settlement issues (0.9); review and analyze same and potential resolution to same (0.5).	1.40
08/21/25	TCS	Teams meeting with T. Mohan and RSA parties regarding mediation settlement proposal (.9); correspond with Committee counsel regarding same issues (.3).	1.20
08/22/25	NMCG	Meeting with SCP team to discuss liquidation analysis.	0.50
08/22/25	TCM	Telephone conference with J. Binford regarding plan settlement issues (0.3); review and analyze same (1.6); review notes from mediation related to same and open items (0.6); review and revise potential plan settlement term sheet (0.8); correspondences and telephone conferences with Committee regarding same (0.6); correspondences and telephone conferences with Client working group regarding same (0.8); correspondences and telephone conferences with RSA parties regarding same (0.6).	4.50
08/22/25	TCS	Telephone conference with Committee counsel regarding status update of settlement negotiations.	0.20
08/25/25	QNTR	Review and analyze UST's objections to Debtors' conditional disclosure statement and assumption of RSA and draft summary of each objection (1.2).	1.20

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08/25/25	TCM	Review and analyze various settlement structures (4.9); draft numerous correspondences to Client working group regarding same (1.4); telephone conferences with Client and SCP working groups regarding same (1.2); telephone conference with SCP regarding budgeting matters (0.3); telephone conferences with M. Kirshbaum regarding same (0.6); telephone conference with SCP and Committee working groups regarding same (0.7); telephone conferences with A. Kaufmann regarding potential settlement issues (0.5); telephone conference with Debtors and Committee working groups regarding same and potential resolution of same (1.0); telephone conferences with 2HR's counsel regarding potential settlement structures (0.6); telephone conference with Girns counsel regarding same (0.3); telephone conference with Yu Capital counsel regarding same (0.2); review and analyze current plan structure (1.3).	12.10
08/25/25	TCS	Continue extensive work to complete global settlement negotiations with Committee and RSA parties (.9); Teams meeting with debtor team regarding same (1.1); Teams meeting with Committee professionals regarding same issues (.4).	1.90
08/26/25	HNO	Review and analyze to numerous emails on settlement i (0.6); correspond with T. Mohan regarding same (0.3).	0.90
08/26/25	TCM	Review and analyze plan settlement issues (3.8); telephone conferences and correspondences with Client working group regarding same (2.2); telephone conferences and correspondences with Committee professionals regarding same (1.7); telephone conferences and correspondences with RSA parties regarding same (1.4).	9.10
08/26/25	TCS	Work on global settlement terms (.3); confer with client team regarding same issues (.4); negotiations with Committee counsel regarding same (.2).	0.90
08/27/25	AAH	Call with client to discuss ongoing settlement discussions, issues with proposals, options, and appropriate next steps; prepare for and engage in settlement discussions with creditors' committee.	1.60
08/27/25	TCM	Telephone conferences and correspondences RSA Parties regarding plan settlement issues and negotiations (2.1); review and analyze issues regarding same (2.3); research issues regarding same (1.8); telephone conferences and correspondences with Committee working group regarding same (1.4); telephone conferences and correspondences with Client working group regarding same (1.3).	8.90

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08/28/25	TCM	Research issues regarding potential plan settlement (2.7); telephone conferences and correspondences with M. Kirshbaum regarding same (1.6); draft and revise summary analysis regarding same (1.3); telephone conferences and correspondences with A. Kauffman regarding same (1.2); correspondences and telephone conferences with Foley working group regarding same (1.0).	7.80
08/29/25	NMCG	Review and analyze needed revisions to Disclosure Statement.	0.70
08/29/25	TCM	Review and analyze plan settlement issues (1.2); telephone conference with M. Kirshbaum regarding same (0.3); correspondences with Committee counsel regarding same (0.4); correspondences with RSA parties regarding same (0.4).	2.30
Task Total Hours:			119.70
Grand Total Hours:			261.40

Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	44.40	24,466.30
B120	B120 - Asset Analysis and Recovery	2.10	1,965.90
B130	B130 - Asset Disposition	1.30	1,041.30
B140	B140 - Relief from Stay/Adequate Protection Proceedings	5.50	3,312.80
B150	B150 - Meetings of and Communications with Creditors	4.90	3,848.10
B160	B160 - Fee/Employment Applications	12.90	9,380.50
B185	B185 - Assumption/Rejection of Leases and Contracts	17.00	11,749.50
B190	B190 - Other Contested Matters (excluding assumption/rejecti	27.60	20,512.00
B195	B195 - Non-Working Travel	8.50	6,808.50
B210	B210 - Business Operations	4.40	3,278.20
B260	B260 - Board of Directors Matters	13.10	10,330.10
B320	B320 - Plan and Disclosure Statement including Business Plan	119.70	98,412.10
Totals		261.40	\$195,105.30

Expenses Incurred

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Description	Amount
Electronic Legal Research Services	\$97.00
LSS - eDiscovery Services	\$500.00
Service Fees	\$29.78
Tips--VENDOR: Timothy C. Mohan - Texas Mediation and Hearing - 08/21/25.	\$30.00
SPECIAL DELIVERY SERVICE, INC. - shipping charges Dallas office - 08/09/25.	\$14.89
Hotel - Meals Other--VENDOR: Timothy C. Mohan 08/20/25 TX Mediation and Hearing Trip - - Timothy C. Mohan.	\$67.15
Lodging--VENDOR: Timothy C. Mohan - TX Mediation and Hearing Trip - 08/20/25-08/21/25.	\$442.69
Dinner--VENDOR: Timothy C. Mohan 08/18/25 TX Mediation and Hearing Trip - - Timothy C. Mohan, unknown: Trevor Hoffman, Cozen O'Connor, Jason Binford, Kane Russell.	\$208.20
Lodging--VENDOR: Timothy C. Mohan - TX Mediation and Hearing Trip - 08/20/25-08/21/25.	\$774.48
Internet--VENDOR: Timothy C. Mohan - Texas Mediation and Hearing - 08/21/25.	\$16.00
Hotel - Meals Other--VENDOR: Timothy C. Mohan 08/19/25 TX Mediation and Hearing Trip - - Timothy C. Mohan.	\$48.27
Taxi/Car Service--VENDOR: Timothy C. Mohan - Mediation and Hearing in Dallas - 08/18/25-08/21/25.	\$17.24
Taxi/Car Service--VENDOR: Timothy C. Mohan - Mediation and Hearing in Dallas - 08/18/25-08/21/25.	\$57.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Mediation and Hearing in Dallas - 08/18/25-08/21/25.	\$27.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Mediation and Hearing in Dallas - 08/18/25-08/21/25.	\$17.24
Parking--VENDOR: Thomas Charles Scannell - Parking at hearing - 08/08/25.	\$17.00
Parking--VENDOR: Timothy C. Mohan - Second TX trip for mediation and hearing - DEN to DALLAS - 08/18/25-08/21/25.	\$140.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Mediation and Hearing in Dallas - 08/18/25-08/21/25.	\$81.63
Airfare--VENDOR: Timothy C. Mohan - Second TX trip for mediation and hearing - DEN to DALLAS - 08/18/25-08/21/25.	\$599.39
FSX Holdings, Inc. - Court Filing Fee - 08/08/25.	\$4.25
Taxi/Car Service--VENDOR: Timothy C. Mohan - Dallas trip for hearing and settlement conference - 08/07/25-08/08/25.	\$56.88
Russell Nelms PLLC - Arbitration fees - 08/14/25.	\$18,000.00
Susan M. Palmer - transcript services - 08/11/25.	\$176.85
Taxi/Car Service--VENDOR: Timothy C. Mohan - Dallas trip for hearing and settlement conference - 08/07/25-08/08/25.	\$68.48
Parking--VENDOR: Timothy C. Mohan - Texas Hearing and Settlement conference - DEN to DALLAS - 08/07/25-08/08/25.	\$70.00
Hotel - Meals Other--VENDOR: Timothy C. Mohan 08/07/25 Texas Hearing and Settlement conference - - Timothy C. Mohan.	\$60.01
Lodging--VENDOR: Timothy C. Mohan - Texas Hearing and Settlement conference - DEN to DALLAS - 08/07/25-08/08/25.	\$435.84

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Breakfast--VENDOR: Timothy C. Mohan 08/08/25 Texas Hearing and Settlement conference - - Timothy C. Mohan.	\$7.34
Airfare--VENDOR: Timothy C. Mohan - Texas Hearing and Settlement conference - DEN to DALLAS - 08/07/25-08/08/25.	\$548.70
Tips--VENDOR: Timothy C. Mohan - Tip are hotel Crescent Court - 08/08/25.	\$10.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Dallas trip for hearing and settlement conference - 08/07/25-08/08/25.	\$30.37
Internet--VENDOR: Timothy C. Mohan - Texas Hearing and Settlement conference Wifi on Flights - 08/08/25.	\$16.00
Breakfast--VENDOR: Timothy C. Mohan 08/18/25 Second TX trip for mediation and hearing - - Timothy C. Mohan.	\$10.87
Expenses Incurred Total	\$22,680.55

Matter Total: **\$217,785.85**

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Casey Y. Geng	CYGN	Associate	1.40	\$550.00	\$770.00
Nora McGuffey	NMCG	Associate	22.50	\$700.00	\$15,750.00
Quynh-Nhu Truong	QNTR	Associate	33.30	\$600.00	\$19,980.00
Meghan E. Stoppel	MEES	Of Counsel	1.20	\$875.00	\$1,050.00
Janelle C. Harrison	JCH	Paralegal	19.90	\$304.00	\$6,049.60
Andrew Alan Howell	AAH	Partner	1.60	\$880.00	\$1,408.00
Holland N. O'Neil	HNO	Partner	5.90	\$1,125.00	\$6,637.50
Thomas Charles Scannell	TCS	Partner	37.90	\$875.00	\$33,162.50
Timothy C. Mohan	TCM	Senior Counsel	137.70	\$801.00	\$110,297.70
Totals			261.40		\$195,105.30



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 13, 2025
Invoice No.: 51160827
Our Ref. No.: 142872

Remittance Advice

Current Invoice:

10/13/25 - 51160827	\$192,429.39
Total Amount Due:	\$192,429.39

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH
(CTX or CCD+ transmission) with invoice number(s)
included in the addenda of the ACH.

Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 13, 2025
Our Ref. No.:142872

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
07/14/2025	51101685	\$168,666.62	(\$137,342.04)	\$31,324.58
08/20/2025	51125941	\$230,204.30	(\$185,022.60)	\$45,181.70
09/18/2025	51145413	\$217,785.85	(\$0.00)	\$217,785.85
Total Balance Outstanding:				\$294,292.13

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
10/13/2025	51160827	\$192,429.39	\$0.00	\$192,429.39
Total Amount Due:				\$486,721.52

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 13, 2025
Invoice No.: 51160827
Our Ref. No.: 142872

Services through September 30, 2025

Summary of Services

Our Ref.	Description	Services	Expenses	Total
142872-0106	Ch. 11 Bankruptcy - Post Petition	\$187,978.80	\$4,450.59	\$192,429.39
Totals:		\$187,978.80	\$4,450.59	\$192,429.39
Amount Due:				\$192,429.39

Please reference your invoice number 51160827 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
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Professional Services Detail

B110 - Case Administration

09/02/25	HNO	Correspondence with T. Mohan regarding case issues.	1.00
09/03/25	JCH	Prepare certificates of no objection to Motion to Extend Time to File Removals and Motion to Employ Ordinary Course Professionals (.7); file certificates of no objection and upload proposed orders (.3).	1.00
09/03/25	QNTR	Finalize 9019 Motion, declaration in support of 9019 Motion, and proposed order.	0.20
09/03/25	TCM	Draft correspondence to Foley working group regarding case status and potential next steps (0.6); review and analyze works in process and staffing plan regarding same (0.5).	1.10
09/04/25	QNTR	Draft communications with local counsel regarding notice of appearance for creditor case in Kansas.	0.20
09/05/25	JCH	Finalize and file Third Notice of Rejection and calendar related objection deadline (.5); calendar extended challenge period (.2).	0.70
09/05/25	TCM	Review and analyze matters related to September 11, 2025 hearing (0.6); correspond with J. Harrison regarding same (0.1).	0.70
09/08/25	JCH	Email correspondence with Court regarding resetting certain matters set for September 11 hearing (.5); email correspondence with T. Mohan regarding same (.5).	1.00
09/08/25	TCM	Review and analyze issues regarding matters scheduled for September 11, 2025 (0.4); correspondences with J. Harrison regarding continuance of certain matters (0.3).	0.60
09/09/25	JCH	Prepare and file witness and exhibit list for September 11, 2025 hearing (.5); follow up correspondence with Court regarding resetting of certain matters set for hearing on September 11 (.2); email correspondence with T. Mohan regarding same (.2); prepare and file Notice of Partial Adjournment and Continued Hearing and Second Amended Notice of Hearing (.5); email to Court regarding alternative dates for September 24 hearing (.2); prepare Agenda for September 11, 2025 hearing (.5).	2.10

Higher Ground Education, Inc.

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09/10/25	JCH	Follow up correspondence with Court regarding alternative dates for September 24 hearing (.2); email correspondence with T. Mohan regarding same (.2); file Witness and Exhibit list (.2); finalize and file McCarthy Declaration in support of GGE Cash Motion (.5); prepare and file Amended Witness and Exhibit list (.5); arrange for preparation of exhibit binders (.2); revise and file Agenda for September 11 hearing (.2); file OCP Declaration (.2).; prepare Notice of Continued Hearing on certain matters (.2).	2.40
09/11/25	JCH	Revise and convert Stipulation to Certificate of Counsel regarding agreed order on GGE cash motion (.5); revise Certificate of Counsel (.2).	0.70
09/12/25	JCH	Telephone call with Court regarding expedited entry of order on GGE Cash Motion (.2); finalize and file Certificate of Counsel and upload proposed agreed order (.5); follow up email to the Court regarding same (.1).	0.80
09/15/25	JCH	Prepare certificates of no objection to First and Third Rejection Notices (.5); email correspondence with T. Mohan regarding matters to be heard on September 25, 2025 (.2); file Notice of Hearing and calendar same (.5).	1.20
09/15/25	NMCG	Correspond with T. Mohan to discuss upcoming deadlines and case management (0.3); correspond with N. Walsh regarding document production (0.2).	0.50
09/16/25	JCH	Email correspondence with Court regarding order on Motion to Extend Time to File Removals (.2); email copy of related certificate of service indicating that litigation parties were served with Motion (.2).	0.40
09/16/25	JCH	Prepare certificate of counsel regarding Second Rejection Notice (.5); follow up email correspondence with Court regarding hearing date for Disclosure Statement motion (.2); email correspondence with T. Mohan regarding same (.2).	0.90
09/16/25	TCM	Review and analyze issues regarding case WIP and open items (0.4); correspond with Client working group regarding same (0.2).	0.60
09/17/25	JCH	Finalize and file Certificate of No Objection regarding First Rejection Notice and upload proposed order (.5); finalize and file Certificate of No Counsel regarding Second Rejection Notice and upload proposed order (.5); calendar extended removal deadline (.2); download numerous filed pleadings to bring database up to date (.8).	2.00

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09/17/25	TCM	Review and analyze case filing timeline, works in process, and other administrative tasks for case (1.1); correspondences with Client working group regarding same (0.3).	1.40
09/18/25	TCM	Review and analyze case timing and potential confirmation timeline (0.9); correspondences with Foley working group regarding same (0.3); correspondences with Committee regarding same (0.2).	1.40
09/19/25	JCH	Prepare Notice of Withdrawal of RSA Assumption Motion, Notice of Hearing on Disclosure Statement Motion and Amended Notice of Hearing on September 25, 2025.	0.50
09/22/25	JCH	File Withdrawal of RSA Assumption Motion, Amended Notice of Hearing and Notice Adjourned and Continued Hearing (.2); file August 2025 monthly operating reports for all 35 debtors (1.1); prepare draft Agenda for September 25 hearing (.5).	1.80
09/23/25	JCH	Prepare certificate of counsel regarding First Assumption motion (.5); revise witness and exhibit list for September 25 hearing (.2).	0.70
09/24/25	JCH	Prepare and send exhibit binders to Judge Larson for September 25 hearing (.5); prepare certificates of counsel regarding Second and Third Assumption motions (.5); revise Agenda for September 25 hearing (.2); finalize and file Agenda for September 25 hearing (.2); finalize and file Certificates of Counsel for Second and Third Assumption Motions and Certificate of No Objection to Third Rejection Notice (.8); prepare Amended Agenda (.2).	2.40
09/25/25	JCH	Finalize and file Certificate of Counsel for First Omnibus Assumption Motion (.5); prepare and file Amended Witness and Exhibit list for September 25 hearing (.5); revise and file Amended Agenda for September 25 hearing (.5); upload proposed orders regarding assumption motions (.2).	1.70
Task Total Hours:			28.00

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B120 - Asset Analysis and Recovery

09/05/25	TCM	Review and analyze potential assets available for plan consideration (0.9); correspond with Client working group regarding same (0.2).	1.10
09/15/25	TCM	Telephone conference with counsel to Corpay regarding return of security deposit (0.3); correspond with Client working group regarding same (0.1).	0.40
Task Total Hours:			1.50

B140 - Relief from Stay/Adequate Protection Proceedings

09/10/25	TCM	Review and analyze issues regarding requests for relief from stay from third parties (0.6); correspondences with Foley working group regarding same (0.2); correspondences with insurance counsel regarding same (0.2).	1.00
09/25/25	TCS	Analyze request from litigation claimant for relief from stay to seek insurance proceeds (.2); evaluate strategic response to same (.3); confer with Foley team regarding same issues (.2); email exchange with plaintiff's counsel (.1).	0.80
09/26/25	TCS	Analyze lift stay motion filed by labor and employment plaintiff seeking policy limits (.4); evaluate strategic response to same with template agreed order (.1); confer with Foley team regarding same issues (.1).	0.60
09/29/25	TCS	Attend to issues regarding proposed form of lift stay order for labor and employment movant (.2); confer with Foley team regarding same issues (.1).	0.30
09/30/25	NMCG	Meeting with counsel to discuss lift stay order (0.3); review agreed order to lift stay regarding Watkins litigation (0.2); correspond with Foley team regarding the same (0.1).	0.60
09/30/25	TCM	Telephone conference with local counsel and insurance counsel regarding relief from stay motion.	0.30
09/30/25	TCS	Analyze proposed agreed order lifting automatic stay to proceed against insurance proceeds only.	0.30
Task Total Hours:			3.90

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B150 - Meetings of and Communications with Creditors

09/08/25	NMCG	Email taxing authority regarding outstanding tax issues.	0.10
09/09/25	TCM	Correspond with CN Note investor through third-party investment method (0.1); research issues regarding same (0.3).	0.40
09/10/25	TCM	Correspondences with creditor parties regarding prepetition claims.	0.30
09/26/25	TCS	Attend to issues regarding refund inquiry from creditor (.2); evaluate strategic response to same (.2); attention to email communications with J. McCarthy regarding substantive response to creditor inquiry (.2).	0.60
09/30/25	NMCG	Call with creditor regarding notice of bankruptcy.	0.10
Task Total Hours:			1.50

B160 - Fee/Employment Applications

09/04/25	NMCG	Correspond with N. Walsh and Q. Truong regarding OCP retentions.	0.10
09/04/25	TCM	Review and analyze OCP retention issues (0.4); correspondences with N. Walsh regarding same (0.2).	0.60
09/05/25	NCW	Review declaration of disinterestedness of Abner to ensure compliance with the bankruptcy court's order authorizing retention of David M. Abner & Associates.	0.90
09/05/25	NCW	Draft email to Abner regarding declaration of disinterestedness pursuant to order approving retention of ordinary course professionals.	0.30
09/05/25	NMCG	Correspond with N. Walsh regarding ordinary course declaration.	0.20
09/09/25	NMCG	Correspond with N. Walsh regarding ordinary course declaration.	0.20
09/09/25	QNTR	Meet with CLA team to discuss declaration in support of the tax advisory.	0.20
09/11/25	QNTR	Revise CLA declaration for CLA personnel and send for execution.	0.50
09/15/25	QNTR	Finalize tax advisor declaration.	0.30
09/17/25	NCW	Email David Abner regarding Declaration of Disinterestedness and time line.	0.40

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09/17/25	TCM	Review and revise Foley fee invoice for confidentiality and privilege.	1.40
09/19/25	NCW	Review CliftonLarsonAllen's Ordinary Course Professional Declaration of Disinterestedness in preparation for filing.	0.50
09/19/25	NCW	Email D. Bowden at CliftonLarsonAllen to follow up about the status of its declaration of disinterestedness.	0.30
09/19/25	NMCG	Review CLA declaration (0.3); correspond with N. Walsh regarding the same (0.3).	0.60
09/19/25	NMCG	Correspond with Foley team regarding document review (0.2); correspond with N. Walsh discussing the same (0.2).	0.40
09/22/25	NCW	Review and finalize CliftonLarsonAllen's declaration of disinterestedness in preparation for filing with the court.	0.20
09/23/25	NCW	Draft email to D. Bowden regarding the updated status of CliftonLarsonAllen LLP's Ordinary Course Professional declaration of disinterestedness.	0.20
09/29/25	NMCG	Correspond with client regarding status of CLA employment.	0.10
09/30/25	JCH	Prepare cover letter for Foley's August 2025 (0.4); circulate same to notice parties (0.1).	0.50

Task Total Hours: 7.90

B185 - Assumption/Rejection of Leases and Contracts

09/02/25	NMCG	Review and analyze lease termination issues (0.3); correspond regarding same with T. Mohan and client (0.2).	0.50
09/02/25	TCM	Review and analyze potential assumption and rejection issues.	0.40
09/03/25	NMCG	Review notice of rejection of leases (0.1); discuss with Q. Truong regarding the same (0.1).	0.20
09/03/25	QNTR	Draft third rejection notice and proposed order for additional contracts and leases (0.8); prepare documents for filing (0.2).	1.00
09/03/25	TCM	Correspondences with counterparties regarding assumption items (0.3); correspond with proposed assignees regarding same (0.2); review and analyze same (0.2).	0.70
09/04/25	NMCG	Meeting with LL counsel regarding lease dispute.	0.60
09/04/25	TCM	Review and analyze objection to lease rejection notice (0.4); correspond with opposing party regarding same (0.2).	0.50

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09/05/25	NMCG	Review rejection notice objection.	0.10
09/05/25	TCM	Telephone conference with contract counterparties regarding potential assumption or rejection of leases (0.5); review and analyze issues regarding same (0.3).	0.80
09/08/25	NCW	Research lease rejection issues (2.1); draft summary regarding same (0.8).	2.90
09/09/25	NMCG	Meeting with landlord counsel regarding objection to notice (0.2); revise proposed order regarding the same (0.2); correspond with N. Walsh about objection and research related thereto (0.2).	0.60
09/09/25	TCM	Correspondences with objecting party to lease rejection notice.	0.30
09/10/25	NMCG	Review revisions to proposed order related to second rejection notice (0.1); correspond with N. Walsh regarding the same (0.1).	0.20
09/15/25	TCM	Correspondences with contract and lease counterparties that have expressed issues with respect to potential assumption and assignment.	0.60
09/16/25	NCW	Prepare Debtors' Revised Proposed Order regarding Second Notice of Rejection of Unexpired Leases and Executory Contracts for filing (0.4); correspond with T. Mohan regarding same (0.1).	0.50
09/16/25	TCM	Review and revise Certifications of Counsel regarding lease rejection notices (0.3); correspond with N. Walsh regarding same (0.1).	0.40
09/16/25	TCM	Correspondences with various counterparties to the lease and contract assumption motions (0.4); review and analyze issues regarding same (0.3).	0.70
09/17/25	NCW	Review and Revise Certificate of Conference re: revised proposed order granting Debtors' Second Notice of Rejection of Unexpired Leases and Executory Contracts.	0.50
09/17/25	TCM	Finalize and file certifications of counsel regarding lease assumption motions (0.6); correspondences with lease counterparties regarding same (0.2).	0.80
09/17/25	TCS	Analyze inquiry from landlord regarding effective date of lease rejection at Naples, Florida location (.2); email exchange with landlord's counsel regarding same issues (.2).	0.40
09/18/25	TCM	Correspondences with Lease counterparties and proposed assignees regarding lease assumption order.	0.40

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09/21/25	TCM	Review and revise assumption orders and potential revisions to same (0.8); review correspondences related to same (0.4); correspond with assignees regarding same (0.1).	1.30
09/22/25	TCM	Review and revise omnibus orders for assumption of leases (0.6); correspondences with various counterparties regarding same (0.5).	1.10
09/23/25	TCM	Review and analyze potential amendments to lease assumption orders (0.3); correspond with proposed assignees regarding same (0.1).	0.40
09/23/25	TCS	Analyze document review strategy (0.2); advise Foley team on same (0.1).	0.30
09/23/25	TCS	Correspond Foley team and client team regarding hearing on motion to assume leases and related case issues (.3); analyze hearing preparation and related logistics for same (.3).	0.60
09/24/25	TCM	Draft and revise talking points for hearing based on the potential to be contested or uncontested (1.4); correspond with T. Scannell regarding same (0.2).	1.60
09/24/25	TCS	Prepare for hearing on lease rejection and assignment matters.	1.30
09/25/25	TCM	Review and revise talking points for hearing (0.6); prepare for and attend hearing (0.8).	1.40
09/25/25	TCS	Finalize preparation for hearing on omnibus lease assumption motions (.9); analyze amended agenda to same (.4); evaluate amended witness and exhibit list to same (.6); confer with Foley team and client team regarding same issues (.7); appear at hearing on omnibus lease assumption motions (.8); prepare for same (0.7).	4.10
Task Total Hours:			25.20

B190 - Other Contested Matters (excluding assumption/rejecti

09/02/25	CYGN	Correspondence with T. Mohan regarding Girns and Leport defendants.	0.10
09/03/25	CYGN	Correspondence with T. Mohan regarding Barney's application to lift the BK stay as to other defendants.	0.20
09/03/25	TCM	Review and analyze Hallandale request for production (0.3); correspond with Foley working group regarding same (0.1).	0.40
09/04/25	QNTR	Begin working on objections and responses to requests for production related and draft communications to client regarding collection of documents.	1.10

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09/04/25	TCM	Telephone conference with California counsel regarding local matter and potential resolution to same.	0.60
09/04/25	TCM	Correspondences with Foley working group regarding document production request (0.2); review same (0.2).	0.40
09/05/25	QNTR	Draft communications related to request for productions (.2); prepare declaration in support of obtaining tax professional (.3).	0.50
09/05/25	TCM	Review and analyze issues regarding Hallandale request for production (0.4); correspondences with Foley working group regarding same (0.2).	0.60
09/08/25	NMCG	Correspond regarding discovery responses and objections with Q. Truong.	0.10
09/08/25	QNTR	Meet with opposing counsel of creditor regarding request for production (.3) ; begin drafting objections and responses to request for production (.4).	0.70
09/08/25	TCM	Review and analyze issues regarding GGE Cash Motion (0.2); correspond with GGE working group regarding same (0.3); correspond with Client working group regarding same (0.3).	0.80
09/09/25	QNTR	Finalize first draft of Debtors objections and responses to Hallandale's request for production.	0.40
09/09/25	TCM	Telephone conference with GGE counsel regarding cash distribution motion (0.4); correspond with Client working group regarding same (0.3); correspond with DIP lenders' counsel regarding same (0.3); draft talking points and analysis for contested hearing (1.6); review pleadings and objections related to same (0.4).	3.00
09/10/25	TCM	Review and revise declaration in support of GGE cash distribution motion (0.7); correspond with J. McCarthy regarding same (0.3); review and revise talking points for potentially contested hearing on the matter (1.1); correspond with Committee and GGE working groups regarding potential settlement to motion (0.2); draft agreed order regarding same (0.4); draft talking points for consensual hearing and potential plan resolution (0.7).	3.40
09/11/25	TCM	Prepare for and attend hearing on GGE cash distribution motions (1.7); draft and revise talking points to same (0.7).	2.40
09/11/25	TCS	Prepare for and appear at hearing on GGE cash distribution motion.	1.40
09/15/25	QNTR	Draft communications related to document production.	0.20

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09/15/25	TCS	Analyze draft written responses to landlord's requests for production (.6); revise same (.3); confer with Foley team regarding strategic response to same issues (.2).	1.10
09/16/25	NCW	Review and revise Debtors' responses to Hallandale's request for production.	1.50
09/16/25	TCS	Email exchange with landlord's counsel regarding informal document production in connection with lease rejection issues.	0.20
09/16/25	TCS	Attend to issues regarding document collection (.3); review revised draft responses (.4); confer with Foley team regarding same issues (.2).	0.90
09/17/25	HNO	Review of letter received from Winstead as to Hallendale discovery and emails with T. Mohan as to same.	0.40
09/17/25	TCS	Confer with G. Dickenson regarding document collection issues (.2); receive raw document collection in response to Hallendale landlord requests for production (.7); attend to analysis of same and strategic next steps to prepare documentation for production (.4).	1.30
09/18/25	NCW	Transport Hallandale discovery documents from HGE shared drive to folder on Foley Q Drive in preparation for document review.	0.50
09/18/25	TCS	Attend to document production matters in connection with requests for production from rejected landlord (.3); confer with G. Dickenson regarding counsel names for privilege scrub (.1); confer with Foley team regarding quality control strategy to prepare documents for production (.3).	0.70
09/19/25	TCS	Work on document review process for quality control issues (.2); confer with Foley team regarding instructions for same (.2).	0.40
09/20/25	TCS	Attend to issues regarding document production (.1); confer with Foley team regarding strategy in connection with same (.1).	0.20
09/22/25	CYGN	Prepare and review documents regarding bankruptcy document production.	0.10
09/23/25	CYGN	Review HGE's responses to document production request (.3); coordinate with team to begin document review (.1).	0.40
09/23/25	NMCG	Correspond with Foley team regarding document production.	0.20
09/25/25	CYGN	Coordinate and strategize on approach to HGE BK document review.	0.50

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09/25/25	TCM	Review and analyze potential Rule 2002 motion from EB-5 investors (0.8); correspondences with counsel to same regarding same (0.4); review and analyze potential documents relevant to the request (1.1).	2.30
09/26/25	NMCG	Correspond with Foley team regarding document review.	0.20
09/26/25	TCS	Attend to document review and quality control analysis (.4); confer with counsel regarding same issues (.2).	0.60
09/28/25	CYGN	Document review for privilege and confidentiality and redaction re HGE's document production in connection with bankruptcy.	2.90
09/29/25	CYGN	Tagged and reviewed documents for sensitive financial information and attorney client privilege prior to production.	2.70
09/29/25	JCH	Calendar response deadline to S. Watkins' Motion for Relief from Stay.	0.20
09/29/25	NMCG	Correspond with N. Walsh regarding document production and review.	0.10
09/29/25	TCS	Attend to issues regarding document production with Hallendale landlord (.2); evaluate issues regarding demand for nondisclosure agreement prior to document production (.2); confer with Foley team regarding same issues (.1); email exchange with Hallendale's counsel regarding same (.1).	0.60
09/30/25	CYGN	Tagged and reviewed for sensitive financial information and attorney client privilege prior to production (3.8); correspond with Foley team regarding same (0.2).	4.00
Task Total Hours:			38.30

B195 - Non-Working Travel

09/09/25	TCM	Travel from Denver, CO to Dallas, TX.	2.10
09/11/25	TCM	Travel from Dallas, TX to Denver, CO.	1.90
Task Total Hours:			4.00

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B210 - Business Operations

09/24/25	TCM	Review and analyze issues regarding ongoing accounting and financial matters to wind down the Debtors (1.3); correspondences with Committee regarding same (0.5); correspondences with Client working group regarding same (0.3).	2.10
09/25/25	TCM	Review and analyze issues regarding future services needed for accounting and tax functions (1.1); various correspondences with Client working group and GGE working group regarding same (0.6).	1.70
Task Total Hours:			3.80

B230 - Financing/cash Collections

09/03/25	TCM	Review and analyze challenge extension issues (0.3); correspondences with Committee and lenders regarding resolution to same (0.3).	0.60
09/15/25	TCM	Telephone conference with SCP working group and T. Hoffmann regarding Senior DIP Lender questions.	0.40
09/29/25	TCS	Attend to issues regarding updated draft DIP budget and related projections for professionals' fees (.3); analyze budget (.3); confer with client professional team regarding same issues (.1); attention to strategic negotiations with Committee professionals regarding same issues (.2).	0.90
Task Total Hours:			1.90

B260 - Board of Directors Matters

09/03/25	HNO	Attend HGE Board conference call (0.8); follow up correspondence with T. Mohan regarding same (0.2)..	1.00
09/03/25	NMCG	Attend board meeting (0.8); follow up correspondence from board meeting to discuss next steps of case (0.7).	1.50
09/03/25	TCM	Telephone conference with Client, Foley, and SCP working groups regarding same.	0.80
09/03/25	TCS	Attend board meeting.	0.80
09/10/25	TCM	Attend Board meeting with Client, Foley, and SCP working groups.	0.80

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09/10/25	TCS	Attend portion of Board Meeting.	0.40
09/17/25	TCS	Review Board issues related to plan.	0.40
09/19/25	NCW	Attend Board meeting.	0.80
09/19/25	TCM	Attend board meeting with Client, Foley, and SCP working groups (0.8); correspond with M. Kirshbaum regarding same (0.1).	0.90
09/19/25	TCS	Attend board meeting to discuss update on plan developments and strategy with confirmation proceedings.	0.80
09/24/25	NMCG	Board Meeting with client, Foley, and SCP team to discuss upcoming deadlines, filings, and hearing.	0.60
09/24/25	TCM	Attend Board meeting with Client, Foley, and SCP working groups.	0.60
09/24/25	TCS	Attend board meeting (0.6); correspond with T. Mohan regarding same (0.2).	0.80
09/26/25	TCM	Telephone conference with Independent Director regarding plan settlement status and open items.	0.50
Task Total Hours:			10.70

B320 - Plan and Disclosure Statement including Business Plan

09/02/25	TCM	Correspondences with Client working group regarding Plan settlement issues (0.4); draft summary email to Foley working group regarding same (0.7); review and analyze potential alternative plan structures pending failure to reach a Committee settlement (2.3); correspond with Client working group regarding same (0.4).	3.80
09/03/25	HNO	Address issues regarding status of negotiations with the UCC and alternatives.	0.40
09/03/25	JHA	Correspondence with N. Paquette regarding insurance coverage review (0.1); start looking into plan issues (0.2).	0.30
09/03/25	NCW	Draft email summarizing research findings regarding Plan insurance issues.	1.70
09/03/25	NCW	Research regarding the insurance issues in bankruptcy under 5th Circuit law (2.7); correspond with T. Mohan regarding same (0.3).	3.00

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09/03/25	NRP	Review various E&O policies for Plan issues (1.2) correspondence with T. Mohan regarding exclusions (0.3); draft and revise summary of exclusions in policy (1.1).	2.60
09/03/25	TCM	Telephone conference with Committee regarding plan settlement negotiations (0.5); correspondences with same and other potential settlement parties regarding same (0.8); review and analyze various issues regarding same (2.3); review and analyze research related to same (1.8); correspondences with M. Kirshbaum regarding same (0.3); review and revise plan settlement term sheet (1.8); correspondences with Client working group regarding same (0.4).	7.90
09/04/25	HNO	Review of emails with the parties as to extension of challenge period and email with T. Mohan as to same (.3); conference call to discuss same with same (.5).	0.80
09/04/25	JHA	Review insurance policies and summarize exclusions (1.8); send comments on cover email to N. Paquette (0.6); correspondence regarding the same (0.2).	2.60
09/04/25	TCM	Telephone conference with H. O'Neil regarding plan settlement issues and potential next steps (0.5); telephone conference with DIP Lenders regarding same (0.8); draft and revise potential plan structures (2.1).	3.40
09/05/25	TCM	Review and analyze draft liquidation analysis (0.6); telephone conference with SCP working group regarding same (0.3).	0.90
09/06/25	TCM	Telephone conference with T. Hoffmann regarding plan settlement issues.	0.60
09/07/25	HNO	Confer with Tim Mohan regarding settlement issues with the UCC and negotiations (0.5); analyze issues regarding same (0.4).	0.90
09/07/25	TCM	Review and analyze plan issues (2.9); research issues related to same (0.7) ;telephone conference with H. O'Neil regarding same (0.5); telephone conference with M. Kirshbaum regarding same (0.5); telephone conference with T. Hoffmann regarding same (0.6).	5.10
09/08/25	NMCG	Correspond regarding releases with T. Mohan and N. Walsh.	0.10
09/08/25	TCM	Review correspondence from Client working group regarding potential Plan settlement structures (0.3); correspondences with same regarding same (0.4); correspond with SCP working group regarding liquidation analysis (0.2); review current draft of same (0.4); review and analyze open items to get to substantially consensual Plan (0.9).	2.20

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09/08/25	TCS	Extensive analysis and strategic communications with Foley team regarding global settlement negotiations.	0.70
09/09/25	TCM	Telephone conference with M. Kirshbaum regarding revisions to Plan term sheet (0.4); review and revise same (0.7); correspond with Client working group regarding same (0.1).	1.20
09/10/25	HNO	Update call with T. Mohan to discuss status of negotiations with the parties.	0.30
09/10/25	TCM	Telephone conference with DIP Lenders regarding potential Plan settlement (0.4); review and analyze issues to same (0.2); correspondences with various parties in interest regarding same (0.8); review and revise Plan settlement term sheet (0.7); telephone conference with Committee, DIP Lenders, and Client working group regarding potential settlement framework (0.5); review and analyze same (0.6); telephone conference with H. O'Neil regarding same (0.3).	3.50
09/10/25	TCS	Attend to issues regarding global settlement negotiations with Committee and RSA parties.	0.70
09/11/25	TCM	Attend post-hearing settlement conference with Foley, Committee, and DIP Lenders' working groups to discuss Plan settlement issues (0.9); review and analyze same (0.6); correspond with Client working group regarding same (0.2); review and revise Plan settlement term sheet (0.6); correspond with Committee working group regarding same (0.2); review and revise stipulation for Committee derivative standing in conjunction with Plan settlement (0.3); correspond with Committee regarding same (0.1).	2.90
09/11/25	TCS	Extensive settlement discussions with Committee counsel and counsel to DIP lenders regarding revised plan and disclosure statement (.9); evaluate draft stipulation regarding limited derivative standing (.6); confer with Committee counsel regarding same (.4); analyze revised plan term sheet documenting material terms to settlement (.8); confer with counsel regarding same issues (.6).	3.30

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09/12/25	TCM	Review and analyze third party comments to settlement term sheet (1.6); correspondences with Client working group regarding same (0.3); telephone conference with T. Hoffmann regarding same (0.5); analyze issues regarding potential plan consideration (0.6); correspondences with SCP working group regarding same (0.5); draft and revise RSA termination notice to pursue alternative plan structure (1.1); correspond with Settlement Parties regarding execution of settlement term sheet (0.3); correspondences with Client working group regarding same (0.2); draft and revise Board consent regarding same (0.6); correspond with M. Kirshbaum regarding same (0.3); draft and revise amended Plan based on agreed settlement term (1.3).	7.30
09/12/25	TCS	Evaluate comments received to global settlement term sheet and limited stipulation granting derivative standing (.6); analyze revised drafts to same (.4); confer with counsel regarding negotiations on same issues (.3).	1.30
09/14/25	TCM	Review and revise disclosure statement (5.8); review Plan with respect to same (1.4); correspondences with Committee and Settlement Parties regarding same (0.3).	7.50
09/15/25	HNO	Address status on settlement and recent Girm activity (0.4); review latest edits to the Settlement Term Sheet (0.7).	1.10
09/15/25	TCM	Draft and revise Plan regarding settlement term sheet (1.3); draft and revise Disclosure Statement and solicitation documents regarding same (1.1); correspondences with Committee and Settlement Party working groups regarding same (0.3); research issues regarding same (1.4); telephone conferences with M. Kirshbaum regarding same (0.8).	4.90
09/15/25	TCS	Attend to issues regarding updated DIP tranche from senior DIP lender (.3); analyze updated reporting tables and budget projections regarding same (.4); confer with S. Corwen and Foley team regarding same (.2).	0.90
09/16/25	TCM	Review and revise Plan, Disclosure Statement, and solicitation documents (3.7); correspondences with various parties in interest regarding same (0.6).	4.30
09/17/25	TCM	Review and revise Disclosure Statement (1.7); correspondences with various parties in interest regarding same (0.2).	1.90
09/17/25	TCS	Analyze 2HR and YYYYYY acknowledgment of Debtors' termination of RSA (.2); evaluate strategic response to same (.2); email exchange with Foley team regarding same issues (.2).	0.60

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09/18/25	JCH	Email correspondence with Court regarding date for confirmation hearing (.5); email correspondence with T. Mohan regarding same (.5).	1.00
09/18/25	NCW	Draft email to A. Gorman regarding updating the time line in the debtors' revised proposed order granting conditional approval of the disclosure statement and scheduling a combined hearing.	0.40
09/19/25	HNO	Attend portion of conference call to discuss status of settlement, Plan and Girm issues, with Board, Foley, SCP.	0.70
09/19/25	TCM	Telephone conference with DIP Lenders regarding plan issues and revisions (1.0); review and analyze same (0.7); telephone conference with A. Carson regarding same (0.6); review and analyze issues remaining for execution of settlement term sheet (0.6); correspondences with Settlement parties regarding same (0.3); review and revise Plan based on discussions with various parties (0.7); correspondences with Client working group regarding same (0.2).	4.10
09/19/25	TCS	Evaluate revised plan (.8); related negotiations with Committee counsel and communications with parties in interest (.4); confer with Foley team regarding strategic analysis of same issues (.2).	1.40
09/19/25	TCS	Analyze GGE's acknowledgment of Debtors' termination of RSA (.2); confer with GGE counsel and Foley team regarding same issues (.1).	0.30
09/21/25	HNO	Review of the latest version of the Amended Disclosure Statement.	1.10
09/21/25	NMCG	Revise solicitation materials and proposed order conditionally approving the disclosure statement.	0.90
09/21/25	TCM	Review and revise disclosure statement (4.2); review and analyze amended Plan (0.8); analyze solicitation timing (0.3); correspond with Foley working group regarding same (0.1).	5.40
09/22/25	NCW	Revise Proposed Order Granting Conditional Approval of Disclosure Statement and attached exhibits to include updated plan language regarding releases.	1.60
09/22/25	NCW	Review solicitation materials for Plan issues.	1.10
09/22/25	NCW	Draft email to T. Mohan regarding revised Proposed Order Granting Conditional Approval of the Disclosure Statement and attached exhibits.	0.10
09/22/25	NCW	Revise form of ballot and non-voting status notice to include updated plan language regarding third-party releases.	0.50

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09/22/25	NMCG	Revise solicitation materials to incorporate updated plan language (0.2); correspond with N. Walsh and T. Mohan regarding the same (0.2).	0.40
09/22/25	TCM	Review and revise Plan (2.7); correspondences with Foley working group regarding same (0.4); correspondences with Committee and Settlement Parties regarding same (0.4); telephone conferences with T. Hoffmann regarding same (0.7); telephone conference with Committee and T. Hoffmann regarding same (0.5); review and revise Disclosure Statement (1.1); review and revise solicitation documents (1.6); correspondences with Foley working group regarding same (0.6); correspondences with other parties regarding potential settlement under Plan (0.7).	8.70
09/23/25	JCH	Prepare Notices of Filing of Amended Plan and Disclosure Statement and Notice of Filing of Revised Order on Disclosure Statement Motion.	0.80
09/23/25	TCM	Review and revise Plan based on potential settlement with Girns (0.6); correspondences with various parties regarding same (0.3); draft summary and proposed plan confirmation timeline (0.7); correspond with Client working group regarding same (0.2); review and revise liquidation analysis (1.3); correspondences with SCP working group regarding same (0.4).	3.50
09/23/25	TCS	Analyze notice of revised proposed order on disclosure statement (.3); review exhibits to same with revised plan documents (.4); confer with Foley team regarding same issues (.1).	0.80
09/24/25	TCM	Telephone conference with DIP Lenders and Committee regarding Plan revisions and potential issues to same (0.5); review and analyze same (0.4); review and revise same (0.7); review and revise Disclosure Statement regarding same (0.6); analyze exclusive periods to file bankruptcy plan (0.3); correspondences with Foley working group regarding same (0.2); review and revise solicitation materials (0.4); review and analyze issues regarding same (0.3).	3.40
09/25/25	TCM	Review and revise liquidation analysis (0.7); correspond with S. Corwen regarding same (0.1); review and analyze potential recovery analysis for Disclosure Statement (0.4); correspond with various parties regarding same (0.2); review and revise plan based on revisions to creditor framework (2.3); correspond with Plan Sponsor regarding same (0.2); research and analyze issues regarding same (1.6).	5.50
09/26/25	HNO	Review of emails as to Plan issues with the UCC and respond where applicable.	0.40

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09/29/25	TCM	Telephone conference with Committee regarding Plan issues (0.4); review and revise same (0.6); correspondences with T. Hoffmann regarding same (0.2); correspondences with Foley working group regarding same and revisions to Disclosure Statement and solicitation documents (0.3).	1.50
09/30/25	NMCG	Review revisions to solicitation procedures and disclosure statement (0.5); correspond with N. Walsh regarding the same (0.1); begin revising reply in support of disclosure statement (0.9).	1.50
09/30/25	TCM	Review and analyze various issues regarding Committee's revision to Plan (0.8); correspondences with various parties regarding same (0.6); telephone conference with T. Hoffmann regarding same (0.3); telephone conference with A. Kaufman regarding same (0.3); correspondences and conferences with Foley working group regarding same (0.4).	2.60
09/30/25	TCS	Attend to issues regarding dispute with Committee over final settlement budget for professional fees (.2); confer with counsel and client teams regarding same issues (.3); confer with Committee counsel regarding same issues (.3).	0.80
Task Total Hours:			127.20
Grand Total Hours:			253.90

Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	28.00	12,532.00
B120	B120 - Asset Analysis and Recovery	1.50	1,201.50
B140	B140 - Relief from Stay/Adequate Protection Proceedings	3.90	3,211.30
B150	B150 - Meetings of and Communications with Creditors	1.50	1,225.70
B160	B160 - Fee/Employment Applications	7.90	5,014.00
B185	B185 - Assumption/Rejection of Leases and Contracts	25.20	19,278.90
B190	B190 - Other Contested Matters (excluding assumption/rejecti	38.30	27,374.70
B195	B195 - Non-Working Travel	4.00	3,204.00
B210	B210 - Business Operations	3.80	3,043.80
B230	B230 - Financing/cash Collections	1.90	1,588.50

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B260	B260 - Board of Directors Matters	10.70	8,718.60
B320	B320 - Plan and Disclosure Statement including Business Plan	127.20	101,585.80
Totals		253.90	\$187,978.80

Expenses Incurred

Description	Amount
LSS - eDiscovery Services	\$500.00
Service Fees	\$14.89
Breakfast--VENDOR: U.S. BANK 08/20/25 Client Breakfast C/M 142872-0106 Dallas - - Tammy L. Cowser.	\$168.96
Lunch--VENDOR: U.S. BANK 08/20/25 Lunch during Mediation C/M 142872-0106 Dallas - - Tammy L. Cowser.	\$451.86
Lunch--VENDOR: U.S. BANK 08/20/25 Lunch during Mediation C/M 142872-0106 Dallas - - Tammy L. Cowser.	\$441.92
Breakfast--VENDOR: U.S. BANK 08/20/25 Breakfast during Mediation C/M 142872-0106 Dallas - - Tammy L. Cowser.	\$155.39
Parking--VENDOR: Thomas Charles Scannell - hearing - 09/25/25.	\$17.00
Epiq Global Business Transformation Solutions LLC - Epiq overtime services - August 2025 - Dallas - 08/31/25.	\$95.99
Epiq Global Business Transformation Solutions LLC - Epiq overtime services - August 2025 - Dallas - 08/31/25.	\$63.99
Epiq Global Business Transformation Solutions LLC - Epiq overtime services - August 2025 - Dallas - 08/31/25.	\$95.99
Lunch--VENDOR: U.S. BANK 08/08/25 Lunch during Trial Preparation C/M 142872-0106 Dallas - - Tammy L. Cowser.	\$219.15
KATHLEEN M. REHLING - transcript services - Higher Ground Education Inc - 09/17/25.	\$117.90
Taxi/Car Service--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$90.22
Airfare--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$815.47
Lodging--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$767.34
Taxi/Car Service--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$66.55
Tips--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$20.00
Internet--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - 09/11/25.	\$16.00
Lunch--VENDOR: Timothy C. Mohan 09/11/25 Travel to Dallas for hearing and plan negotiations - - Timothy C. Mohan.	\$32.26
Taxi/Car Service--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$29.28

Higher Ground Education, Inc.

Our Ref. No.:142872-0106

Invoice No.: 51160827

Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP

October 13, 2025

Hotel - Dinners--VENDOR: Timothy C. Mohan Travel to Dallas for hearing and plan negotiations - - Timothy C. Mohan 09-09-25 - 09-11-25.	\$148.43
Parking--VENDOR: Timothy C. Mohan - Travel to Dallas for hearing and plan negotiations - Den to Dallas - 09/09/25-09/11/25.	\$105.00
Parking--VENDOR: Thomas Charles Scannell - Hearing - 09/11/25.	\$17.00
Expenses Incurred Total	\$4,450.59

Matter Total: **\$192,429.39**

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Casey Y. Geng	CYGN	Associate	10.90	\$550.00	\$5,995.00
Jennifer Haro	JHA	Associate	2.90	\$810.00	\$2,349.00
Nathan C. Walsh	NCW	Associate	17.90	\$550.00	\$9,845.00
Nora McGuffey	NMCG	Associate	10.70	\$700.00	\$7,490.00
Quynh-Nhu Truong	QNTR	Associate	5.30	\$600.00	\$3,180.00
Janelle C. Harrison	JCH	Paralegal	22.80	\$304.00	\$6,931.20
Holland N. O'Neil	HNO	Partner	8.10	\$1,125.00	\$9,112.50
Nicholas R. Paquette	NRP	Partner	2.60	\$925.00	\$2,405.00
Thomas Charles Scannell	TCS	Partner	31.60	\$875.00	\$27,650.00
Timothy C. Mohan	TCM	Senior Counsel	141.10	\$801.00	\$113,021.10
Totals			253.90		\$187,978.80



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 06, 2025
Invoice No.: 51156614
Our Ref. No.: 142872-3000

Remittance Advice

Re: U.S. TM GUIDEPOST MONTESSORI

Current Invoice:

10/06/25 - 51156614	\$92.50
Total Amount Due:	\$92.50

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH
(CTX or CCD+ transmission) with invoice number(s)
included in the addenda of the ACH.

Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 6, 2025
Invoice No.: 51156614
Our Ref. No.: 142872-3000

Services through September 30, 2025

Amount due for professional services rendered regarding U.S. TM GUIDEPOST MONTESSORI	\$92.50
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Total Amount Due:	\$92.50
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Please reference your invoice number 51156614 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.

Our Ref. No.:142872-3000

Invoice No.: 51156614

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Foley & Lardner LLP

October 06, 2025

Professional Services Detail

Date	Attorney/Description	Hours
09/16/25	T. Miller (TM) Attention to status of trademark application; correspondence to Tim Mohan regarding same.	0.10

Hours Total: 0.10

Services Total: \$92.50

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Terrell Miller	TM	Partner	0.10	\$925.00	\$92.50
Totals			0.10		\$92.50



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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 06, 2025
Invoice No.: 51156602
Our Ref. No.: 142872-3001

Remittance Advice

Re: U.S. TM PREPARED MONTESSORIAN

Current Invoice:

10/06/25 - 51156602	\$92.50
Total Amount Due:	\$92.50

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

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TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 6, 2025
Invoice No.: 51156602
Our Ref. No.: 142872-3001

Services through September 30, 2025

Amount due for professional services rendered regarding U.S. TM PREPARED MONTESSORIAN	\$92.50
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Total Amount Due:	\$92.50
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Please reference your invoice number 51156602 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.

Our Ref. No.:142872-3001

Invoice No.: 51156602

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Foley & Lardner LLP

October 06, 2025

Professional Services Detail

Date	Attorney/Description	Hours
09/16/25	T. Miller (TM) Attention to status of trademark application; correspondence to Tim Mohan regarding same.	0.10

Hours Total: 0.10

Services Total: \$92.50

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Terrell Miller	TM	Partner	0.10	\$925.00	\$92.50
Totals			0.10		\$92.50



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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 06, 2025
Invoice No.: 51156594
Our Ref. No.: 142872-3002

Remittance Advice

Re: U.S. TM (logo) · G · Guidepost Montessori

Current Invoice:

10/06/25 - 51156594	\$92.50
Total Amount Due:	\$92.50

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: October 6, 2025
Invoice No.: 51156594
Our Ref. No.: 142872-3002

Services through September 30, 2025

Amount due for professional services rendered regarding U.S. TM (logo) · G · Guidepost Montessori	\$92.50
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Total Amount Due:	\$92.50
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Please reference your invoice number 51156594 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.

Our Ref. No.:142872-3002

Invoice No.: 51156594

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Foley & Lardner LLP

October 06, 2025

Professional Services Detail

Date	Attorney/Description	Hours
09/16/25	T. Miller (TM) Attention to status of trademark application; correspondence to Tim Mohan regarding same.	0.10

Hours Total: 0.10

Services Total: \$92.50

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Terrell Miller	TM	Partner	0.10	\$925.00	\$92.50
Totals			0.10		\$92.50



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WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 13, 2025
Invoice No.: 51181009
Our Ref. No.: 142872

Remittance Advice

Current Invoice:

11/13/25 - 51181009	\$164,265.91
Total Amount Due:	\$164,265.91

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

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TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 13, 2025
Our Ref. No.:142872

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
07/14/2025	51101685	\$168,666.62	(\$137,342.04)	\$31,324.58
08/20/2025	51125941	\$230,204.30	(\$185,022.60)	\$45,181.70
09/18/2025	51145413	\$217,785.85	(\$178,764.79)	\$39,021.06
10/13/2025	51160827	\$192,429.39	(\$154,833.63)	\$37,595.76
Total Balance Outstanding:				\$153,123.10

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
11/13/2025	51181009	\$164,265.91	\$0.00	\$164,265.91
Total Amount Due:				\$317,389.01

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 13, 2025
Invoice No.: 51181009
Our Ref. No.: 142872

Services through October 31, 2025

Summary of Services

Our Ref.	Description	Services	Expenses	Total
142872-0106	Ch. 11 Bankruptcy - Post Petition	\$152,854.30	\$11,411.61	\$164,265.91
Totals:		\$152,854.30	\$11,411.61	\$164,265.91
Amount Due:				\$164,265.91

Please reference your invoice number 51181009 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51181009
Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP
November 13, 2025

Professional Services Detail

B110 - Case Administration

10/01/25	HNO	Correspond with T. Mohan regarding UST's request for continuance (.2); review of ex parte motion filed by the UST and emails as to same (.3).	0.50
10/01/25	NCW	Draft Debtors' response to the United States Trustee's motion to stay the hearing on conditional approval of the Debtors' Disclosure Statement (1.7); research product regarding same (0.8).	2.50
10/01/25	TCS	Attend to issues regarding US Trustee request to continue conditional approval of disclosure statement.	0.30
10/02/25	JCH	Finalize and file Objection to U.S. Trustee's Motion for Stay of Hearing on Disclosure Statement.	0.20
10/02/25	NMCG	Review and revise objection to UST motion to stay conditional approval (3.4); discuss with N. Walsh regarding the same (0.3).	3.70
10/02/25	TCS	Analyze proposed response to US Trustee's motion to suspend proceedings due to government shutdown.	1.20
10/07/25	JCH	Calendar extended challenge period.	0.20
10/07/25	NCW	Prepare presentation outline of Debtor's objection to U.S. Trustee's motion to stay hearing on the conditional approval of Debtors' Disclosure Statement (1.7); correspond with T. Mohan regarding same (0.3).	2.00
10/09/25	JCH	Calendar objection deadline to Motion for 2004 Exam (.2); download recently filed pleadings (.5); prepare draft witness and exhibit list for October 14 hearing (.5).	1.20
10/10/25	JCH	Pull and label exhibits for filing with witness and exhibit list (.2); file limited objection and reservation of rights to Watkins stay motion (.2); finalize and file Witness and Exhibit list with exhibits attached (.5); prepare draft Agenda for October 14, 2025, hearing (.8).	1.70
10/13/25	JCH	Revise and file Agenda for October 14, 2025 hearing (.5); prepare and file amended Witness & Exhibit list for October 14 hearing (.5); revise and file Amended Agenda and Second Amended Agenda (.2); update exhibit binders with added exhibits (.2).	1.40
10/19/25	NMCG	Review MOR global notes and correspond with SCP regarding the same.	0.10

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51181009
Ch. 11 Bankruptcy - Post Petition

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November 13, 2025

10/21/25	JCH	File September 2025 monthly operating reports for all 35 debtors.	1.00
10/23/25	NMCG	Attend board meeting and take notes regarding the same.	0.60
10/28/25	JCH	Email correspondence with Court regarding request for entry of Amended Order on Assumption Motion (.5); finalize and file Fourth Rejection Notice and calendar related objection deadline (.5).	1.00
10/30/25	NMCG	Correspond with client regarding utilities accounts.	0.10
10/31/25	JCH	File Response to Amended Motion.	0.20
Task Total Hours:			17.90

B120 - Asset Analysis and Recovery

10/09/25	TCM	Review and analyze issues regarding recovering deposit held at Corpay (0.3); correspondences with opposing counsel regarding same (0.2); correspond with GGE counsel regarding same (0.1).	0.60
10/16/25	NMCG	Meeting with Corpay counsel, GGE counsel, and T. Mohan regarding deposit issue.	0.50
10/16/25	TCM	Telephone conference with N. McGuffey, counsel to GGE, and counsel to Corpay regarding deposit items (0.5); review and analyze issues regarding same (0.3).	0.80
Task Total Hours:			1.90

B140 - Relief from Stay/Adequate Protection Proceedings

10/03/25	NMCG	Revise agreed stipulation regarding limited stay relief (0.2); correspond with opposing counsel regarding the same (0.1).	0.30
10/06/25	NMCG	Correspond with opposing counsel regarding agreed order language for lifting the automatic stay.	0.10
10/07/25	NMCG	Follow up email with opposing counsel regarding agreed order.	0.10
10/08/25	NMCG	Call with opposing counsel regarding the stay relief agreed order (0.2); email regarding the same with T. Mohan (0.1).	0.30
10/08/25	TCM	Review and analyze issues regarding S. Watkins relief from stay motion (0.2); correspondences with parties regarding same (0.2).	0.40

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51181009
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Foley & Lardner LLP
November 13, 2025

10/08/25	TCS	Attend to issues regarding lift stay response and hearing regarding labor and employment litigant (.4); confer with counsel and client teams regarding strategy for same (.2); attention to strategic communications with Committee counsel regarding modifications to proposed agreed order (.3); attention to related negotiations with movant's counsel regarding same issues (.2); review draft objection to lift stay motion (.6).	1.70
10/09/25	NMCG	Review and revise stipulation lifting stay related to personal injury lawsuit (0.2); correspond with opposing counsel regarding the same (0.1).	0.30
10/10/25	NMCG	Draft and finalize limited objection and reservation of rights related to Ms. Watkins lift stay motion (0.6); call meeting with insurance provider regarding various claims and advise regarding automatic stay (0.3).	0.90
10/10/25	TCM	Review and analyze issues regarding S. Watkins relief from stay motion and potential resolution of same (0.3); draft correspondence to opposing counsel regarding same (0.3); correspond with Foley working group regarding same (0.1).	0.70
10/13/25	TCS	Analyze potential stay violations arising from Lim complaint (.3); analyze strategic alternative responses to same issues (.3); confer with Committee professionals regarding same issues (.1).	0.70
10/14/25	NMCG	Correspond with Committee counsel regarding stipulation for stay relief for claimant Davis.	0.10
10/15/25	NMCG	Correspond with UCC counsel and client regarding stipulated stay relief and corresponding insurance issues.	0.20
10/17/25	NMCG	Correspond with UCC counsel and client regarding insurance deductible for stay relief.	0.10
10/23/25	NMCG	Review lift stay stipulation edits regarding Davis claimant (0.3); correspond with opposing counsel and UCC counsel (0.2).	0.50
10/24/25	NCW	Review documents served on HGE FIC I LLC to assess relevance and determine whether the automatic stay under 11 U.S.C. § 362 is implicated.	0.30
10/24/25	NCW	Review documents served by third party on Guidepost A LLC to assess relevance and determine whether the automatic stay under 11 U.S.C. § 362 is implicated.	0.30
10/24/25	NMCG	Correspond with opposing counsel regarding lift stay stipulation for Davis claimant.	0.20

Higher Ground Education, Inc.
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Foley & Lardner LLP
November 13, 2025

10/24/25	TCM	Review relief from stay request from family (0.3); correspond with same regarding same (0.1).	0.40
10/28/25	NMCG	Review draft lift stay motion regarding personal injury claimant (0.2); discuss the same with T. Mohan (0.1).	0.30
10/29/25	NMCG	Correspond with N. Walsh and client regarding automatic stay issues.	0.30
10/31/25	NMCG	Correspond with client regarding lift stay.	0.10
Task Total Hours:			8.30

B150 - Meetings of and Communications with Creditors

10/03/25	TCM	Correspondences with EB5 investors regarding information requests.	0.40
10/21/25	NMCG	Call with former employee regarding notice of bankruptcy.	0.10
10/29/25	NCW	Call debt collector regarding voicemail sent to Guidepost A LLC to discuss the application of the automatic stay.	0.20
10/29/25	TCM	Telephone conference with counsel to HGE employees subject to third-party litigation.	0.40
Task Total Hours:			1.10

B160 - Fee/Employment Applications

10/06/25	TCM	Review and analyze Foley invoice for confidentiality and consistency.	1.90
10/10/25	TCM	Review and revise invoices for confidentiality and privilege (1.1); correspond with Foley working group regarding same (0.1).	1.20
10/15/25	JCH	Prepare and send cover letter with Foley's September 2025 monthly fee statement to notice parties and calendar related objection deadline.	0.50
10/15/25	NMCG	Correspond with client regarding tax advisor employment.	0.10
10/28/25	JCH	Email to S. Corwen requesting interim payment due to Foley for September 2025 monthly fee statement.	0.20
Task Total Hours:			3.90

Higher Ground Education, Inc.
Our Ref. No.:142872-0106
Invoice No.: 51181009
Ch. 11 Bankruptcy - Post Petition

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November 13, 2025

B185 - Assumption/Rejection of Leases and Contracts

10/01/25	TCM	Correspondences with assignees regarding assumption and assignment of leases.	0.30
10/16/25	JCH	Prepare draft Fourth Notice of Rejection and proposed order.	0.50
10/16/25	NCW	Prepare chart identifying executory contracts proposed for rejection under Debtors' Fourth Notice of Rejection.	0.70
10/16/25	NMCG	Review and analyze contract and correspond with N. Walsh regarding the same.	0.30
10/17/25	NMCG	Review contracts to be rejected (0.2); revise fourth notice of rejection (0.6); discuss with client regarding certain contracts to be rejected (0.1); discuss with Foley team regarding the same (0.1).	1.00
10/22/25	NMCG	Email correspondence with client regarding contracts to be rejected (0.3); email correspondence with counsel for contract counterparty regarding language for amended order (0.1).	0.40
10/23/25	NMCG	Correspond with client and T. Mohan regarding contracts to be rejected.	0.10
10/24/25	JCH	Email correspondence with N. McGuffey and T. Mohan regarding amended order on assumption motion (.2); prepare draft certificate of counsel regarding same (.5); finalize and file certificate of counsel and upload proposed order (.5).	1.20
10/24/25	NMCG	Review contracts to be rejected in fourth notice (0.5); revise fourth rejection notice and prepare corresponding order (0.8); correspond with Foley team regarding the same (0.3); prepare and finalize amended assumption order (0.3).	1.90
10/27/25	NCW	Review Debtors' Fourth Notice of Rejection and the proposed order thereto in preparation for filing.	1.10
10/27/25	NMCG	Review fourth rejection notice and proposed order (0.1); correspond with Foley team regarding the same (0.1).	0.20
10/27/25	TCM	Review and analyze notices of rejection and related issues (0.7); correspondences with Foley working group regarding same (0.2).	0.90
10/28/25	NMCG	Review and finalize fourth rejection notice (0.2); correspond with Foley team regarding the same (0.1).	0.30
Task Total Hours:			8.90

Higher Ground Education, Inc.
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Invoice No.: 51181009
Ch. 11 Bankruptcy - Post Petition

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Foley & Lardner LLP
November 13, 2025

B190 - Other Contested Matters (excluding assumption/rejecti

10/01/25	CYGN	Tagged and reviewed documents for sensitive financial information and attorney client privilege prior to production.	1.90
10/02/25	CYGN	Tagged and reviewed documents for sensitive financial information and attorney client privilege prior to production.	6.10
10/02/25	NCW	Review and redact discovery documents for privilege in preparation for production to 214 Hallandale Beach LLC.	0.90
10/02/25	NMCG	Email with N. Walsh to discuss document production.	0.10
10/03/25	CYGN	Complete document review (.8); coordinate and strategize with Foley team regarding approach to privileged documents and further redaction to protect client privilege (.5).	1.30
10/03/25	NCW	Review and redact discovery documents for privilege in preparation for production to 214 Hallandale Beach LLC.	1.30
10/03/25	NMCG	Discuss document production with Foley team (0.1); review documents for privilege material (0.2).	0.30
10/03/25	TCS	Assess quality control issues regarding document production review in connection with Hallendale discovery requests (.9); confer with counsel team regarding strategic responses to same issues (.4).	1.30
10/07/25	CYGN	Review, analyze, and redact HGE documents for privilege.	5.40
10/08/25	CYGN	Review and prepare HGE documents for redaction and eventual production.	3.90
10/08/25	NMCG	Discuss production of discovery with Foley team.	0.30
10/08/25	TCS	Attend to privilege issues in connection with document production to Hallendale discovery requests.	0.80
10/09/25	CYGN	Prepare and finalize redactions and tagging of documents for production.	2.20
10/09/25	NMCG	Review documents regarding Hallendale's discovery requests for privilege materials (0.9); discuss with Foley team regarding the same (0.2).	1.10
10/09/25	TCS	Continue work on quality control issues in connection with document review and preparation for production (.4); confer with counsel team regarding instructions for dealing with privilege issues in connection with same (.2).	0.60
10/10/25	CYGN	Prepare and tag new documents for production.	1.10

Higher Ground Education, Inc.
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November 13, 2025

10/10/25	NMCG	Email with C. Geng regarding Hallandale discovery and production.	0.30
10/13/25	CYGN	Prepare and finalize production of documents to HGE's opposing counsel in bankruptcy (1.5); analyze amended petitions regarding personal suit against HGE president (2.4).	3.90
10/13/25	NMCG	Correspond with C. Geng regarding Hallandale production.	0.30
10/15/25	CYGN	Analysis and review on claims against HGE's executive officers.	0.70
10/15/25	NMCG	Correspond with T. Mohan to discuss next steps and assignments (0.2); email correspondence with Foley team regarding potential discovery and confidentiality issues and draft of protective order (0.3).	0.60
10/16/25	NMCG	Review and analyze discovery issued by Girns.	0.30
10/16/25	TCM	Review and analyze discovery request from Girns (1.4); correspondences with various parties regarding same (0.4).	1.80
10/16/25	TCS	Analyze discovery requests and deposition notices served by Girns (.4); evaluate strategic response to same (.2); confer with counsel regarding same issues (.2).	0.80
10/17/25	HNO	Emails with Foley team as to Girn issues and how to deal with purported discovery requests.	0.40
10/17/25	TCM	Review and analyze Girns' request to hold discovery in abeyance (0.6); correspondences with Client working group regarding same (0.3).	0.90
10/21/25	CYGN	Prepare and draft HGE's response to Rule 2004 motion for discovery (2.2); research regarding same (0.9).	3.10
10/21/25	NMCG	Attention to upcoming response deadline for Rule 2004 motions (0.1); review precedent for brief response (0.2); correspond with Foley team regarding the same (0.2).	0.40
10/22/25	CYGN	Finalize and send out HGE's response to the 2004 Discovery motion for review.	0.30
10/23/25	CYGN	Draft HGE's response to non-Debtor's 2004 motion for discovery (2.4); review comments to same (0.4).	2.80
10/23/25	NMCG	Review and revise response to the 2004 motion (0.6); email regarding same with C. Geng (0.2).	0.80
10/23/25	TCM	Review and analyze EB-5 investor 2004 Motion (0.6); correspondences with Foley working group regarding same (0.3).	0.90

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10/24/25	CYGN	Revise draft of HGE's response to Movants' Rule 2004 motion for discovery.	0.80
10/24/25	TCM	Review and analyze discovery requests from EB-5 investors (0.4); correspond with counsel to same regarding same (0.2).	0.60
10/27/25	CYGN	Revise HGE's response to Movants' 2004 motion for production and discovery regarding the EB5 program (0.9); review T. Mohan comments (0.3).	1.20
10/27/25	NMCG	Review and revise draft response to Rule 2004 Motion (1.5); correspond with C. Geng regarding the same (0.1).	1.60
10/28/25	TCM	Telephone conference with EB-5 investors and other parties regarding 2004 Motion (0.5); correspond with Client working group regarding same (0.1).	0.60
10/30/25	CYGN	Reviewed and finalized motion opposing additional Rule 2004 discovery demands.	0.40
10/30/25	NMCG	Review and revise 2004 limited objection (0.3); correspond with Foley team regarding the same (0.1).	0.40
10/30/25	TCM	Review and revise limited objection to 2004 Motion (1.1); correspond with Foley working group regarding same (0.2).	1.30
10/31/25	NMCG	Review and revise proposed settlement regarding mechanic's lien (0.6); finalize the response to Rule 2004 examination (0.3); correspond with Foley team regarding the same (0.1).	1.00
Task Total Hours:			54.80

B195 - Non-Working Travel

10/12/25	TCM	Travel from Denver, CO to Dallas, TX for Conditional Disclosure Statement hearing.	4.20
10/14/25	TCM	Travel from Dallas, TX to Denver, CO following hearing on conditional approval of Disclosure Statement.	3.80
Task Total Hours:			8.00

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B210 - Business Operations

10/03/25	TCM	Review and analyze matters regarding GGE's management services and other items (0.6); correspond with Client working group regarding same (0.1).	0.70
10/24/25	TCM	Review and analyze property insurance invoice (0.4); correspond with S. Corwen regarding same (0.2); correspond with G. Dickenson regarding same (0.1).	0.70
10/31/25	JCH	Set up counsel for 2Hr Learning on Foley Collaborate site for document exchanges with Debtors (.5).	0.50
10/31/25	TCM	Review and compile operating documents related to reorganization process (1.1); correspondences with 2HR's counsel regarding same (0.2).	1.30
Task Total Hours:			3.20

B230 - Financing/cash Collections

10/01/25	TCM	Telephone conference with Client and Committee working groups regarding DIP budget modifications and related issues (0.9); telephone conference with Client working group regarding same (0.4); correspondences with DIP Lenders regarding same (0.3); review and analyze issues related to same (0.3).	1.90
10/09/25	TCM	Review and analyze revisions to DIP budget (0.3); telephone conference with T. Hoffmann and SCP working group regarding same (0.4).	0.70
10/10/25	TCS	Analyze updated DIP budget (.2); confer with client team regarding same issues (.2).	0.40
10/12/25	TCS	Analyze DIP budget variance reporting (.3); attention to strategic client communication regarding use of same for anticipated challenged proceedings against Girn (.3).	0.60
10/13/25	JCH	Prepare and file Notice of Filing of updated DIP Budget.	0.50
10/31/25	TCM	Telephone conference with T. Hoffmann regarding potential cash financing items (0.3); correspondences with J. Binford regarding same (0.4).	0.70
Task Total Hours:			4.80

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B260 - Board of Directors Matters

10/01/25	HNO	Participation in weekly Board call.	0.50
10/01/25	NMCG	Attend and participate in board meeting to discuss case updates.	0.50
10/01/25	TCM	Attend Board meeting with Client, Foley, and SCP working group (0.5); prepare for same (0.3).	0.80
10/01/25	TCS	Attend portion of board meeting.	0.40
10/08/25	NMCG	Meeting with SCP, Foley, and Board to discuss status of case and upcoming deadlines and filings.	0.30
10/08/25	TCM	Attend Board meeting with Client, Foley, and SCP working groups (0.3); analyze issues following same (0.4).	0.70
10/08/25	TCS	Attend Board meeting (0.3); prepare for same (0.3).	0.60
10/15/25	NMCG	Attend and participate in meeting with Foley team, SCP, and client to discuss upcoming events, deadlines and strategy.	0.60
10/15/25	TCM	Attend telephone conference with Client, Foley, and SCP working groups regarding case issues and next steps (0.6); review and analyze same (0.5).	1.10
10/15/25	TCS	Attend board meeting.	0.60
10/23/25	HNO	Attend portion of HGE Board meeting to update on case status with the Board.	0.50
10/23/25	TCM	Attend board call with Board, Foley, and SCP working groups.	0.90
Task Total Hours:			7.50

B320 - Plan and Disclosure Statement including Business Plan

10/01/25	HNO	Brief review and overview of the latest edits to the Plan.	0.50
10/01/25	NCW	Review and revise draft of Debtor's Motion to Extend the Exclusive Period to Solicit a Plan (1.8); correspond with Foley team regarding same (.2).	2.00
10/01/25	NMCG	Review and revise motion to extend exclusivity and proposed order.	3.20

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10/01/25	TCM	Review and analyze issues regarding amendment of Plan and Disclosure Statement (1.2); correspondences with Committee and Settlement Parties regarding same (0.5); review and comment on liquidation analysis (1.3); correspondences with S. Corwen regarding same (0.3); review U.S. Trustee motion to stay proceedings, including Disclosure Statement hearing (0.6); correspond with Foley working group regarding same (0.1).	4.00
10/01/25	TCS	Analyze updated liquidation analysis for disclosure statement (.4); email exchange with S. Corwen regarding same (.2).	0.60
10/01/25	TCS	Attend to issues regarding final amended chapter 11 plan terms (.3); attention to negotiations with US Trustee, Committee professionals and plan sponsor professionals regarding same issues (.3).	0.60
10/03/25	NMCG	Draft reply in support of disclosure statement.	3.40
10/06/25	JCH	Revise Notice of Filing of revised proposed order on Solicitation Motion (.5); compile and label exhibits for same (.2); minor revisions to Plan and Disclosure Statement (.2); run redlines of Plan and Disclosure Statement (.2); finalize and file Notices of Filing of Revised Plan and Disclosure Statement and separate filings of both (.5); finalize and file Notice of Filing of Revised Proposed Order on Solicitation Motion with multiple exhibits attached (.5).	2.10
10/06/25	NCW	Review Debtors' motion for approval of solicitation procedures and corresponding exhibits (1.1); prepare the same for filing (0.3).	1.40
10/06/25	NCW	Continue to review and revise Debtors' motion to extend solicitation exclusive period.	1.10
10/06/25	NMCG	Review and revise solicitation materials to incorporate updated plan (2.2); correspond with N. Walsh regarding the same (0.2).	2.40
10/06/25	TCS	Attend to issues regarding negotiations on final amended plan terms with Committee (.4); attention to negotiations and related communications with Committee professionals regarding same (.2); analyze Committee comments to proposed stipulation and agreed order on derivative standing (.2); confer with counsel team and debtors' professionals regarding same issues (.3).	1.10
10/07/25	NCW	Revise Disclosure Statement and Proposed Order Conditionally Approving Disclosure Statement to include U.S. Trustee's reservation of rights regarding adequate information and plan confirm ability.	0.60

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10/07/25	NMCG	Continue drafting the reply in support of the disclosure statement motion (3.9); correspond with N. Walsh regarding revisions to the disclosure statement order and other items in preparation for the DS hearing (0.3).	4.20
10/08/25	HNO	Correspond with T. Mohan as to status of Plan resolution prior to update call with client team.	0.30
10/08/25	NCW	Revise Debtors' motion to extend exclusive period to solicit a Plan to align it with Debtors' amended plan and disclosure statement.	1.20
10/08/25	NMCG	Meeting with SCP, Foley, and Verita to discuss solicitation procedures and process (0.5); continue drafting and revising reply brief in support of DS motion (3.4).	3.90
10/08/25	TCM	Review and revise motion to extend exclusive periods to solicit plan (1.6); analyze issues regarding same (0.6); correspond with Foley working group regarding same (0.2); review and analyze confirmation issues (0.7); telephone conference with T. Hoffmann regarding same (0.4); telephone conference with Foley, SCP, and Verita working groups regarding plan solicitation items (0.5).	3.80
10/09/25	NCW	Revise solicitation materials.	0.20
10/09/25	NMCG	Draft and revise talking points regarding conditional approval of the disclosure statement (3.2); review pleadings for same (1.3).	4.50
10/09/25	TCM	Review and revise motion to extend exclusive plan and solicitation periods (0.9); correspond with Foley working group regarding same (0.2); correspondences with Committee counsel regarding US Trustee motion to continue disclosure statement hearing (0.2); analyze issues regarding same (0.4); review and analyze plan consideration items (0.5); correspond with M. Kirshbaum regarding same (0.2).	2.40
10/10/25	HNO	Email with Tim Mohan regarding the new issues with the Girns and dealing with same and UCC's reaction (0.4); emails with client team as to same (0.1).	0.50
10/10/25	NMCG	Revise reply draft in support of conditional approval of disclosure statement (0.9); discuss reply with T. Mohan and other potential objections (0.1); review and edit motion to extend exclusivity period and proposed order (0.6); correspond with DIP Lenders and Committee counsel regarding the same (0.1); revise and update hearing talking points regarding conditional approval of disclosure statement.	2.60

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10/10/25	TCM	Review and revise witness and exhibit list for conditional Disclosure Statement hearing (0.4); correspond with Foley working group regarding same (0.1); review and revise talking points for contested hearing (1.8); correspondences with Committee regarding potential issues to hearing (0.7); correspondences with Girn counsel regarding same (0.4); telephone conference with Committee counsel and DIP Lenders' counsel regarding same (0.5); review and analyze same (0.4).	4.30
10/10/25	TCS	Analyze draft motion to extend plan exclusivity periods.	0.60
10/12/25	HNO	Review and respond to issues on potential continuance of the hearing and dealing with Girns' issues and brief review of flurry of emails among the parties as to same.	0.60
10/12/25	TCM	Review and analyze potential DS objection issues (0.7); correspondences with various parties regarding same (0.5); correspond with Foley working group regarding same (0.3); review and revise potential revisions to documents related to same (1.1).	2.60
10/12/25	TCS	Attend to issues regarding Girn opposition to disclosure statement and plan terms (.3); attention to related negotiations among estate professionals and Girn counsel regarding same issues (.3); evaluate request to continue disclosure statement hearing (.2); analyze strategic response to same and related issues (.3); confer with counsel team and client team regarding same issues (.3).	1.40
10/13/25	JCH	Prepare Notices of Filing of Second Amended Plan, Second Amended Disclosure Statement and further revised proposed order on Solicitation Motion (.5); finalize and file Notices of Filing, Second Amended Plan and Second Amended Disclosure Statement (.5); compile revised exhibits and file further revised Proposed Order on Solicitation Motion (.5); file Reply in support of Solicitation motion (.2).	1.70
10/13/25	NMCG	Review and analyze the disclosure statement objection filed by the Girns (0.6); meeting with Foley team, and client to discuss the same and to strategize potential responses (0.5); revise disclosure statement reply brief to incorporate the Girns objection (3.4); review and revise second amended disclosure statement to incorporate changes in response to the Girn objection (0.5); discuss with T. Mohan regarding the same (0.2).	5.10

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10/13/25	TCM	Review and analyze open issues related to conditional approval of disclosure statement (1.7); review and analyze Girns' objection to same (1.1); telephone conference with counsel to same regarding same (0.3); correspondences with Foley working group regarding same (0.4); review and revise reply to objections and in support of conditional approval (1.8); correspondences with Committee counsel regarding same (0.3); review and revise talking points for contested hearing (2.6); telephone conference with Client and Foley working group regarding same (0.5); review and analyze U.S. Trustee's objection (0.8); correspond with N. McGuffey regarding same (0.2).	9.70
10/13/25	TCS	Analyze revisions to amended disclosure statement (.6); attention to related strategic negotiations and communications with Committee professionals and client team regarding same issues (.4); prepare for hearing on same (.6); all-hands debtor and client team call regarding same issues (.5).	2.10
10/14/25	HNO	Address issues related to Girns settlement and next steps.	0.60
10/14/25	JCH	Prepare and file Notice of Filing of Revised Proposed Order approving solicitation motion and revised exhibits (.8); upload proposed order and email Court regarding same (.5).	1.30
10/14/25	NCW	Attend hearing on conditional approval of the Debtors' disclosure statement and solicitation procedures (1.9); finalize disclosure statement order and solicitation materials and prepare the same for filing (0.8).	2.70
10/14/25	NMCG	Attend hearing regarding conditional approval of the disclosure statement (1.9); review and finalize revisions to the solicitation materials and proposed DS order to confirm with comments from the Court and U.S. Trustee (1.4);correspond with Foley team regarding revisions to proposed DS order, solicitation materials, and second amended DS (1.1); correspond with U.S. Trustee regarding revised proposed DS order (0.3); discuss solicitation procedures with Verita team (0.7).	5.40
10/14/25	TCM	Attend hearing on conditional approval of Disclosure Statement and related matters (1.9); review and revise talking points for same based on withdrawal of Girns' objection (1.3); review and analyze pleadings and exhibits in preparation for same (0.8).	4.10
10/14/25	TCS	Appear at omnibus hearing on motion to conditionally approve disclosure statement and related matters (1.9); prepare for same (1.0).	2.90

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10/15/25	NMCG	Final review and approval of solicitation materials for Verita (0.5); correspond with Verita regarding the same (0.2).	0.70
10/15/25	TCM	Review and analyze issues related to solicitation (0.4); correspondences with Verita working group regarding same (0.3); finalize publication notice for solicitation and combined confirmation hearing (0.3); correspond with Miller Advertising regarding same (0.2).	1.20
10/16/25	HNO	Review and respond to emails regarding negotiations with Girns and Plan issues and address the discovery tendered by counsel for the Girns.	0.40
10/16/25	JCH	Calendar multiple deadlines from Order Approving Solicitation Procedures.	0.50
10/16/25	TCM	Analyze and attend to various issues regarding solicitation and other plan confirmation matters (1.8); correspondences with Verita regarding same (0.5); correspond with A. Carson regarding same (0.1).	2.40
10/27/25	NCW	Review the Plan and Disclosure Statement to identify outstanding items requiring finalization for inclusion in the plan supplement.	0.50
10/28/25	NCW	Review Plan and Disclosure Statement to identify documents required for the Plan Supplement (0.7); prepare list of such documents (1.3).	2.00
10/28/25	TCM	Review and analyze plan supplement documents needing to be completed (0.6); correspond with N. Walsh regarding same (0.1).	0.70
10/29/25	TCM	Telephone conference with T. Hoffmann regarding plan and plan supplement items.	0.30
10/31/25	TCM	Telephone conference with Plan Sponsor, DIP Lenders, and other parties regarding plan supplement documents (0.5); review and analyze same (0.6).	1.10
Task Total Hours:			101.50
Grand Total Hours:			221.80

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Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	17.90	9,597.60
B120	B120 - Asset Analysis and Recovery	1.90	1,471.40
B140	B140 - Relief from Stay/Adequate Protection Proceedings	8.30	6,291.50
B150	B150 - Meetings of and Communications with Creditors	1.10	820.80
B160	B160 - Fee/Employment Applications	3.90	2,765.90
B185	B185 - Assumption/Rejection of Leases and Contracts	8.90	5,408.00
B190	B190 - Other Contested Matters (excluding assumption/rejecti	54.80	34,163.60
B195	B195 - Non-Working Travel	8.00	6,408.00
B210	B210 - Business Operations	3.20	2,314.70
B230	B230 - Financing/cash Collections	4.80	3,670.30
B260	B260 - Board of Directors Matters	7.50	6,308.50
B320	B320 - Plan and Disclosure Statement including Business Plan	101.50	73,634.00
Totals		221.80	\$152,854.30

Expenses Incurred

Description	Amount
Electronic Legal Research Services	\$16.50
LSS - eDiscovery Services	\$500.00
Lodging--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$885.38
Airfare--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$495.97
Taxi/Car Service--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$66.28
Tips--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$20.00
Taxi/Car Service--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$26.92
Taxi/Car Service--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$68.41
Internet--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - 10/12/25.	\$16.00
Hotel - Meals Other--VENDOR: Timothy C. Mohan 10/14/25 Conditional Disclosure Statement Hearing in Dallas - - Timothy C. Mohan.	\$90.34
Miller Advertising Agency Inc. - Publication Notice - 10/17/25.	\$8,944.71
Parking--VENDOR: Thomas Charles Scannell - Hearing - 10/14/25.	\$17.00

Higher Ground Education, Inc.

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Parking--VENDOR: Timothy C. Mohan - Conditional Disclosure Statement Hearing in Dallas - Den to Dallas - 10/12/25-10/15/25.	\$140.00
KATHLEEN M. REHLING - transcript services - Higher Ground Education Inc - 10/15/25.	\$124.10
Expenses Incurred Total	\$11,411.61

Matter Total: **\$164,265.91**

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Casey Y. Geng	CYGN	Associate	35.10	\$550.00	\$19,305.00
Nathan C. Walsh	NCW	Associate	21.00	\$550.00	\$11,550.00
Nora McGuffey	NMCG	Associate	57.50	\$700.00	\$40,250.00
Janelle C. Harrison	JCH	Paralegal	15.90	\$304.00	\$4,833.60
Holland N. O'Neil	HNO	Partner	4.80	\$1,125.00	\$5,400.00
Thomas Charles Scannell	TCS	Partner	19.30	\$875.00	\$16,887.50
Timothy C. Mohan	TCM	Senior Counsel	68.20	\$801.00	\$54,628.20
Totals			221.80		\$152,854.30



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177347
Our Ref. No.: 142872-3000

Remittance Advice

Re: U.S. TM GUIDEPOST MONTESSORI

Current Invoice:

11/10/25 - 51177347	\$1,295.00
Total Amount Due:	\$1,295.00

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH
(CTX or CCD+ transmission) with invoice number(s)
included in the addenda of the ACH.

Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Our Ref. No.:142872-3000

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
10/06/2025	51156614	\$92.50	\$0.00	\$92.50
Total Balance Outstanding:				\$92.50

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
11/10/2025	51177347	\$1,295.00	\$0.00	\$1,295.00
Total Amount Due:				\$1,387.50

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177347
Our Ref. No.: 142872-3000

Services through October 31, 2025

Amount due for professional services rendered regarding U.S. TM GUIDEPOST MONTESSORI	\$1,295.00
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Amount Due:	\$1,295.00
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Please reference your invoice number 51177347 with your remittance
payable to Foley & Lardner LLP. Payment is due promptly upon receipt
of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-3000
Invoice No.: 51177347

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November 10, 2025

Professional Services Detail

Date	Attorney/Description	Hours
10/03/25	K. Schwartz (KLS) Review office action; prepare correspondence to client; prepare draft response.	0.80
10/03/25	T. Miller (TM) Attention to analysis of office action from USPTO regarding clarification of goods/services and additional classes.	0.20
10/14/25	K. Schwartz (KLS) Prepare correspondence to client regarding foreign filing.	0.10
10/17/25	T. Miller (TM) Analysis of foreign filing options; correspondence to Greg Dickenson and Karolina Potterton regarding same.	0.10
10/28/25	T. Miller (TM) Attention to office action; follow up with Kay Schwartz; correspondence to Greg Dickenson regarding same.	0.20

Hours Total: 1.40

Services Total: \$1,295.00

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Kay L. Schwartz	KLS	Partner	0.90	\$925.00	\$832.50
Terrell Miller	TM	Partner	0.50	\$925.00	\$462.50
Totals			1.40		\$1,295.00



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177348
Our Ref. No.: 142872-3001

Remittance Advice

Re: U.S. TM PREPARED MONTESSORIAN

Current Invoice:

11/10/25 - 51177348	\$1,110.00
Total Amount Due:	\$1,110.00

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH (CTX or CCD+ transmission) with invoice number(s) included in the addenda of the ACH.

Please send electronic payment remittance advice and questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Our Ref. No.:142872-3001

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
10/06/2025	51156602	\$92.50	\$0.00	\$92.50
Total Balance Outstanding:				\$92.50

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
11/10/2025	51177348	\$1,110.00	\$0.00	\$1,110.00
Total Amount Due:				\$1,202.50

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177348
Our Ref. No.: 142872-3001

Services through October 31, 2025

Amount due for professional services rendered regarding U.S. TM PREPARED MONTESSORIAN	\$1,110.00
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Amount Due:	\$1,110.00
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Please reference your invoice number 51177348 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-3001
Invoice No.: 51177348

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Foley & Lardner LLP
November 10, 2025

Professional Services Detail

Date	Attorney/Description	Hours
10/06/25	K. Schwartz (KLS) Review office action; prepare correspondence to client; prepare draft response.	0.80
10/14/25	K. Schwartz (KLS) Prepare correspondence to client regarding foreign filing.	0.10
10/17/25	T. Miller (TM) Analysis of foreign filing options; correspondence to Greg Dickenson and Karolina Potterton regarding same.	0.10
10/28/25	T. Miller (TM) Attention to office action; follow up with Kay Schwartz; correspondence to Greg Dickenson regarding same.	0.20

Hours Total: 1.20

Services Total: \$1,110.00

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Kay L. Schwartz	KLS	Partner	0.90	\$925.00	\$832.50
Terrell Miller	TM	Partner	0.30	\$925.00	\$277.50
Totals			1.20		\$1,110.00



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Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177349
Our Ref. No.: 142872-3002

Remittance Advice

Re: U.S. TM (logo) · G · Guidepost Montessori

Current Invoice:

11/10/25 - 51177349	\$1,387.50
Total Amount Due:	\$1,387.50

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH
(CTX or CCD+ transmission) with invoice number(s)
included in the addenda of the ACH.

Please send electronic payment remittance advice and
questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)



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WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Our Ref. No.:142872-3002

Statement of Account

Outstanding Invoices:

Date	Invoice No.	Amount	Credits	Balance
10/06/2025	51156594	\$92.50	\$0.00	\$92.50
Total Balance Outstanding:				\$92.50

Current Invoice:

Date	Invoice No.	Amount	Credits	Balance
11/10/2025	51177349	\$1,387.50	\$0.00	\$1,387.50
Total Amount Due:				\$1,480.00

Please reference all your invoice numbers with your remittance payable to
Foley & Lardner LLP. Payment is due promptly upon receipt of
our invoice.

Federal Employer Number:
39-0473800



FOLEY & LARDNER LLP
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DALLAS, TEXAS 75201
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WWW.FOLEY.COM

Higher Ground Education, Inc.
10 Orchard Rd
Lake Forest 92630

Date: November 10, 2025
Invoice No.: 51177349
Our Ref. No.: 142872-3002

Services through October 31, 2025

Amount due for professional services rendered regarding U.S. TM (logo) · G · Guidepost Montessori	\$1,387.50
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Amount Due:	\$1,387.50
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Please reference your invoice number 51177349 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Higher Ground Education, Inc.
Our Ref. No.:142872-3002
Invoice No.: 51177349

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Foley & Lardner LLP
November 10, 2025

Professional Services Detail

Date	Attorney/Description	Hours
10/08/25	K. Schwartz (KLS) Check review of filing with USPTO; prepare correspondence to USPTO regarding same.	0.10
10/14/25	K. Schwartz (KLS) Prepare correspondence to client regarding foreign filing.	0.10
10/17/25	T. Miller (TM) Analysis of foreign filing options; correspondence to Greg Dickenson and Karolina Potterton regarding same.	0.10
10/21/25	K. Schwartz (KLS) Review correspondence from USPTO regarding design code; prepare correspondence to client.	0.20
10/27/25	T. Miller (TM) Analysis of correspondence from USPTO regarding office action status and incoming office action; correspondence to Greg Dickenson regarding design search codes for logo.	0.30
10/28/25	K. Schwartz (KLS) Began preparing draft response.	0.50
10/28/25	T. Miller (TM) Attention to office action; follow up with Kay Schwartz; correspondence to Greg Dickenson regarding same.	0.20

Hours Total: 1.50

Services Total: \$1,387.50

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Kay L. Schwartz	KLS	Partner	0.90	\$925.00	\$832.50
Terrell Miller	TM	Partner	0.60	\$925.00	\$555.00
Totals			1.50		\$1,387.50

Higher Ground Education, Inc.

Our Ref. No.:142872-3002

Invoice No.: 51177349

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Foley & Lardner LLP

November 10, 2025
