

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

Timothy C. Mohan
(admitted *pro hac vice*)
FOLEY & LARDNER LLP
1400 16th Street, Suite 200
Denver, CO 80202
Telephone: (720) 437-2000
Facsimile: (720) 437-2200
tmohan@foley.com

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

**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
	§	
Reorganized Debtors.	§	(Jointly Administered)

**CERTIFICATE OF NO OBJECTION REGARDING
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**

[Related to Docket No. 712]

In accordance with the *Procedures for Complex Cases in the Northern District of Texas* (the “Complex Case Procedures”), the undersigned counsel for Higher Ground Education, Inc. (“HGE”) and its affiliated reorganized debtors (collectively, the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), certifies as follows:

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



1. On December 1, 2025, the Reorganized Debtors filed the *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* [Docket No. 712] (the “**Application**”).²

2. The deadline for parties to file responses or objections to the relief requested in the Application was December 26, 2025 (the “**Objection Deadline**”).

3. The Application was served electronically via the Court’s PACER/ECF system as set forth on the Application, and served via first-class mail on December 1, 2025, as set forth in the *Certificate of Service* [Docket No. 718] filed on the docket in the Chapter 11 Cases.

4. No objections to the Application were filed on the docket in these Chapter 11 Cases, nor were any other responses, formal or informal, received by the Reorganized Debtors or their undersigned counsel.

5. Accordingly, pursuant to Section I.29 of the Complex Case Procedures, the Reorganized Debtors respectfully request that the Court enter the form of order (the “**Proposed Order**”), attached hereto as **Exhibit A**, without need for a hearing.

[Remainder of page intentionally left blank.]

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

DATED: December 29, 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.mcguffey@foley.com

qtruong@foley.com

COUNSEL TO REORGANIZED DEBTORS

CERTIFICATE OF SERVICE

I hereby certify that on December 29, 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)
	§	
Reorganized Debtors.	§	(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 Reorganized 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 reorganized debtors (collectively, the “**Reorganized 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 Reorganized 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
Facsimile: (214) 999-4667
honeil@foley.com
tscannell@foley.com

-and-

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

-and-

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

COUNSEL TO REORGANIZED DEBTORS