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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
	§	
Debtor.	§	(Jointly Administered)

**CERTIFICATE OF COUNSEL REGARDING
ORDER GRANTING FIRST AND FINAL APPLICATION OF
SIERRACONSTELLATION PARTNERS, LLC FOR ALLOWANCE
AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE DEBTORS**

Pursuant to the *Procedures for Complex Cases in the Northern District of Texas*, the undersigned counsel for Higher Ground Education, Inc. and its affiliated debtors and debtors in

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



possession (each a “**Debtor**” and collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), certifies as follows:

1. On June 17, 2025 and June 18, 2025 (collectively, the “**Petition Date**”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors remain in possession of their property and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. These Chapter 11 Cases have been jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b) and the *Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 41]. No request has been made for the appointment of a trustee or examiner. The Office of the United States Trustee for the Northern District of Texas appointed an official committee of unsecured creditors on July 8, 2025 [Docket No. 158].

2. On January 23, 2026, the Debtors filed the *First and Final Application of SierraConstellation Partners, LLC for Allowance and Payment Compensation and Reimbursement of Expenses Incurred as Financial Advisor to the Debtors for the Period from June 17, 2025 through December 16, 2025* [Docket No. 736] (the “**Final Fee Application**”), which attached the proposed order as Exhibit A (the “**Proposed Order**”).

3. Following the filing of the Final Fee Application, the Office of the United States Trustee (“**UST**”) and counsel for the Official Committee of Unsecured Creditors (“**UCC**”) reached out to counsel for the Debtors regarding, among other things, fees requested in the Final Fee Application and the payment of such fees. Following these discussions, SierraConstellation Partners, LLC agreed to a reduction in the fees requested in the Final Fee Application.

4. Pursuant to this discussion, the Debtors have added the requested language to the Proposed Order (the “**Revised Proposed Order**”), which is attached hereto as **Exhibit A**. A redline of the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit B**.

5. No additional objections to the Final Fee Application were filed on the Court’s docket nor were any other responses, formal or informal, received by the Debtors or counsel to the Debtors. Accordingly, the undersigned counsel certifies that all known objections to the Final Fee Application have been resolved by the attached Revised Proposed Order.

[Remainder of Page Intentionally Left Blank]

DATED: February 18, 2026

Respectfully submitted by:

/s/ Holland N. O'Neil

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**COUNSEL TO DEBTORS
AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

I certify that on February 18, 2026, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Nora J. McGuffey

Nora J. McGuffey

Exhibit A

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

<p>In re:</p> <p>Higher Ground Education, Inc., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtor.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No.: 25-80121-11 (MVL)</p> <p>(Jointly Administered)</p>
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**ORDER GRANTING FIRST AND FINAL APPLICATION OF
SIERRACONSTELLATION PARTNERS, LLC FOR ALLOWANCE
AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE DEBTORS²**

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.

² Incorporates the Supplemental Period (as defined below).

Upon consideration of the *First and Final Application of Sierra Constellation Partners, LLC for Allowance and Payment of Compensation and Reimbursement of Expenses Incurred as Financial Advisor to the Debtors for the Period from June 17, 2025 through December 16, 2025* [Docket No. 736] (the “**Final Fee Application**”)³ of Sierra Constellation Partners, LLC (“**SCP**”) for final allowance of compensation of professional services rendered as financial advisor to Higher Ground Education, Inc. (“**HGE**”) and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”) for final allowance of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection therewith for the period commencing June 17, 2025 through and including December 16, 2025 (the “**Final Fee Period**”) and during the period from December 17, 2025 through the date hereof (the “**Supplemental Period**”). **IT IS HEREBY ORDERED THAT:**

1. The Final Fee Application is **GRANTED** as set forth herein.
2. With respect to the Final Fee Period, SCP is granted final allowance of fees in the amount of **\$362,196.00**⁴ and reimbursement of expenses in the amount of **\$1,618.61** for the Final Fee Period, for a total allowed compensation of **\$363,814.61**.
3. With respect to the Supplemental Period, SCP is granted final allowance of fees and expenses in the amount of **\$11,000.00**.
4. SCP is authorized to draw down the SCP Retainer,⁵ as partial payment of the final fees and expenses awarded herein.

³ Capitalized terms not defined herein shall have the meaning ascribed in the Final Fee Application.

⁴ This amount reflects SCP’s voluntary reduction of \$1,506.50 in fees originally sought in its Final Fee Application.

⁵ As of the date hereof, SCP is maintaining \$50,000.00 as a retainer with respect to the Debtors and these Chapter 11 Cases (the “**SCP Retainer**”).

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###

Submitted by:

/s/ Holland N. O'Neil

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**COUNSEL TO DEBTORS
AND DEBTORS IN POSSESSION**

Exhibit B

**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 FIRST AND FINAL APPLICATION OF
SIERRACONSTELLATION PARTNERS, LLC FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
INCURRED FOR ALLOWANCE
AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF**

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.

EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE DEBTORS²

Upon consideration of the *First and Final Application of SierraConstellation Partners, LLC for Allowance and Payment of Compensation and Reimbursement of Expenses Incurred as Financial Advisor to the Debtors for the Period from June 17, 2025 through December 16, 2025* [[Docket No. 736](#)] (the “**Final Fee Application**”)^{2,3} of SierraConstellation Partners, LLC (“SCP”) for final allowance of compensation of professional services rendered as financial advisor to Higher Ground Education, Inc. (“HGE”) and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned ~~bankruptcy~~[chapter 11](#) cases (the “**Chapter 11 Cases**”) ~~during the Final Fee Period~~[for final allowance of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection therewith for the period commencing June 17, 2025 through and including December 16, 2025 \(the “Final Fee Period”\) and during the period from December 17, 2025 through the date hereof \(the “Supplemental Period”\)](#). **IT IS HEREBY ORDERED THAT:**

1. The Final Fee Application is **GRANTED** as set forth herein.
2. ~~SCP, as financial advisor to the Debtors, is allowed~~[With respect to the Final Fee Period, SCP is granted final allowance of](#) fees in the ~~final~~ amount of ~~\$363,702.50 and final~~[362,196.00⁴ and](#) reimbursement of expenses in the amount of **\$1,618.61** for the Final Fee Period, for a total allowed compensation of ~~\$365,321.11~~[363,814.61](#).

² [Incorporates the Supplemental Period \(as defined below\).](#)

^{2,3} Capitalized terms not defined herein shall have the meaning ascribed in the Final Fee Application.

⁴ [This amount reflects SCP’s voluntary reduction of \\$1,506.50 in fees originally sought in its Final Fee Application.](#)

3. ~~The Debtors are instructed to promptly remit payment to SCP of the outstanding balance of such allowed final~~With respect to the Supplemental Period, SCP is granted final allowance of fees and expenses in the amount of \$11,000.00.

4. SCP is authorized to draw down the SCP Retainer,⁵ as partial payment of the final fees and expenses awarded herein.

5. ~~4.~~ This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this ~~Order~~order.

###END OF ORDER###

⁵ As of the date hereof, SCP is maintaining \$50,000.00 as a retainer with respect to the Debtors and these Chapter 11 Cases (the "SCP Retainer").

Submitted by:

/s/ Holland N. O'Neil

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Summary report:	
Litera Compare for Word 11.7.0.54 Document comparison done on 2/18/2026 11:50:12 AM	
Style name: BK Pleadings	
Intelligent Table Comparison: Inactive	
Original DMS: nd://4922-6947-4440/2/HGE - Order - SCP First and Final Fee Application.docx	
Modified filename: HGE - Revised Order on SCP First and Final Fee Application.docx	
Changes:	
Add	30
Delete	47
Move From	0
Move To	0
Table Insert	1
Table Delete	0
Table moves to	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
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Format changes	0
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