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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**

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In re:	§	Chapter 11
	§	
Higher Ground Education, Inc., <i>et al.</i> , <sup>1</sup>	§	Case No.: 25-80121-11
	§	
Debtor.	§	(Jointly Administered)

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**CERTIFICATE OF COUNSEL REGARDING  
ORDER GRANTING THE SECOND INTERIM AND FINAL 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 JANUARY 31, 2026**

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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

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal identification number, are: Higher Ground Education Inc. (7265); Guidepost A LLC (8540); Prepared Montessorian LLC (6181); Terra Firma Services LLC (6999); Guidepost Birmingham LLC (2397); Guidepost Bradley Hills LLC (2058); Guidepost Branchburg LLC (0494); Guidepost Carmel LLC (4060); Guidepost FIC B LLC (8609); Guidepost FIC C LLC (1518); Guidepost Goodyear LLC (1363); Guidepost Las Colinas LLC (9767); Guidepost Muirfield Village LLC (1889); Guidepost Richardson LLC (7111); Guidepost South Naperville LLC (8046); Guidepost St Robert LLC (5136); Guidepost The Woodlands LLC (6101); Guidepost Walled Lake LLC (9118); HGE FIC D LLC (6499); HGE FIC E LLC (0056); HGE FIC F LLC (8861); HGE FIC G LLC (5500); HGE FIC H LLC (8817); HGE FIC I LLC (1138); HGE FIC K LLC (8558); HGE FIC L LLC (2052); HGE FIC M LLC (8912); HGE FIC N LLC (6774); HGE FIC O LLC (4678); HGE FIC P LLC (1477); HGE FIC Q LLC (3122); HGE FIC R LLC (9661); LePort Emeryville LLC (7324); 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 *Second Interim and Final 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 December 16, 2025* [Docket No. 735] (the “**Final Fee Application**”), which attached the proposed order as Exhibit A (the “**Proposed Order**”).

3. On February 12, 2026, the Debtors filed the *Supplement to the Second Interim and Final Application of Foley & Lardner LLP for Allowance and Payment Compensation and Reimbursement of Expenses Incurred as Counsel to the Debtors* [Docket No. 848] (the “**Fee Supplement**”), which attached as Exhibit F, a revised version of the Proposed Order (the “**Revised Proposed Order**”).

4. Following the filing of the Fee Supplement, 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, Foley & Lardner LLP agreed to a reduction in the fees requested in the Final Fee Application.

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

6. 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 Further 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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Thomas C. Scannell (TX 24070559)  
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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>,<sup>1</sup></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 THE SECOND INTERIM AND FINAL 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 JANUARY 31, 2026<sup>2</sup>**

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

<sup>2</sup> Incorporates the Fee Supplement (as defined below).

Upon consideration of the *Second Interim and Final 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 December 16, 2025* [Docket No. 735] (the “**Final Fee Application**”)<sup>3</sup> filed by Foley & Lardner LLP (“**Foley**”) as counsel 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**”), as supplemented by the *Supplement to the Second Interim and Final Application of Foley & Lardner LLP for Allowance and Payment of Compensation and Reimbursement of Expenses Incurred as Counsel to the Debtors* (the “**Fee Supplement**”) 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, Foley is granted final allowance of fees in the amount of **\$1,147,314.15**<sup>4</sup> and final reimbursement of expenses incurred in the amount of **\$121,904.75** for the Final Fee Period, for total allowed compensation of **\$1,269,218.90**.
3. With respect to the Supplemental Period, Foley is granted final allowance of fees in the amount of **\$16,500.00** and final reimbursement of expenses incurred in the amount of **\$500** for total allowed compensation of **\$17,000.00**.

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

<sup>4</sup> Following discussions with the U.S. Trustee, Foley voluntarily reduced the amount of fees requested in the Final Fee Application by \$3,733.00.

4. Foley is authorized to draw down the Foley Retainer,<sup>5</sup> to the extent of any outstanding and unpaid fees and expenses allowed on a final basis pursuant to this Order and shall be remitted payment in full of any additional outstanding amounts.

5. From the remainder of the Foley Retainer and upon final entry of this Order and final entry of an order granting final allowance of fees and expenses for SierraConstellation Partners LLC (“SCP”), Foley is authorized to transfer (a) \$41,000.00 to SCP in partial satisfaction of SCP’s outstanding and unpaid fees and expenses, and (b) the greater of (i) \$9,079.84 or (ii) any amounts remaining in the Foley Retainer after the aforementioned payments, to the Liquidating Trust.

6. 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###**

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<sup>5</sup> As of the date hereof, Foley is maintaining approximately \$63,346.84 as a retainer with respect to the Debtors and these Chapter 11 Cases (the “**Foley Retainer**”).

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**

<p>In re:</p> <p>Higher Ground Education, Inc., <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtor.</p>	§ § § § § §	<p>Chapter 11</p> <p>Case No.: 25-80121-11 (MVL)</p> <p>(Jointly Administered)</p>
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**ORDER GRANTING THE SECOND INTERIM AND FINAL 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**

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

**JUNE 17, 2025 THROUGH ~~DECEMBER 16, 2025~~ JANUARY 31, 2026<sup>2</sup>**

Upon consideration of the *Second Interim and Final 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 December 16, 2025* [[Docket No. 735](#)] (the “**Final Fee Application**”)<sup>23</sup> filed by Foley & Lardner LLP (“**Foley**”) as counsel 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 payment~~, as supplemented by the *Supplement to the Second Interim and Final Application of Foley & Lardner LLP for Allowance and Payment of Compensation and Reimbursement of Expenses Incurred as Counsel to the Debtors* (the “**Fee Supplement**”) 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 ~~(i) the period commencing November 1, 2025, through and including December 16, 2025 (the “**Second Interim Fee Period**”), and (ii) 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. Foley is granted interim allowance of compensation in the amount of \$210,808.20 for the Second Interim Fee Period.~~
- ~~3. Foley is granted interim allowance of reimbursements for expenses incurred in the amount of \$6,192.28 for the Second Interim Fee Period.~~

<sup>2</sup> [Incorporates the Fee Supplement \(as defined below\).](#)

<sup>23</sup> Capitalized terms not defined herein shall have the meaning ascribed in the Final Fee Application.

~~4. Foley is granted final allowance of compensation in the amount of \$1,145,493.50 for the Final Fee Period.~~

2. ~~5.~~ With respect to the Final Fee Period, Foley is granted final allowance of reimbursements for fees in the amount of \$1,147,314.15<sup>4</sup> and final reimbursement of expenses incurred in the amount of \$121,904.75 for the Final Fee Period, for total allowed compensation of \$1,269,218.90.

3. With respect to the Supplemental Period, Foley is granted final allowance of fees in the amount of \$16,500.00 and final reimbursement of expenses incurred in the amount of \$500 for total allowed compensation of \$17,000.00.

4. ~~6.~~ Foley is authorized to draw down its retainer of \$91,290.17, as full payment of the the Foley Retainer,<sup>5</sup> to the extent of any outstanding and unpaid fees and expenses awarded herein allowed on a final basis pursuant to this Order and shall be remitted payment in full of any additional outstanding amounts.

5. From the remainder of the Foley Retainer and upon final entry of this Order and final entry of an order granting final allowance of fees and expenses for SierraConstellation Partners LLC (“SCP”), Foley is authorized to transfer (a) \$41,000.00 to SCP in partial satisfaction of SCP’s outstanding and unpaid fees and expenses, and (b) the greater of (i) \$9,079.84 or (ii) any amounts remaining in the Foley Retainer after the aforementioned payments, to the Liquidating Trust.

<sup>4</sup> Following discussions with the U.S. Trustee, Foley voluntarily reduced the amount of fees requested in the Final Fee Application by \$3,733.00.

<sup>5</sup> As of the date hereof, Foley is maintaining approximately \$63,346.84 as a retainer with respect to the Debtors and these Chapter 11 Cases (the “Foley Retainer”).

6. ~~7.~~ 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:

Submitted by:

/s/ Holland N. O'Neil

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Thomas C. Scannell (TX 24070559)

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~~**COUNSEL TO DEBTORS  
AND DEBTORS IN POSSESSION**~~

<b>Summary report:</b>	
<b>Litera Compare for Word 11.7.0.54 Document comparison done on 2/18/2026 11:43:05 AM</b>	
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<b>Intelligent Table Comparison:</b> Inactive	
<b>Original DMS:</b> nd://4923-4956-2755/1/HGE - (Ex. A) Order on Foley Second and Final Fee Application.docx	
<b>Modified filename:</b> HGE - Revised Order on Foley Second and Final Fee Application.docx	
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<del>Table moves from</del>	0
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Embedded Excel	0
Format changes	0
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