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*Counsel to the Official Committee
of Unsecured Creditors*

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

In re:	§	Chapter 11
HIGHER GROUND EDUCATION, INC., et al.,	§	Case No. 25-80121 (MVL)
Debtors. ¹	§	(Jointly Administered)

**CERTIFICATE OF COUNSEL
REGARDING MOTION FOR ENTRY OF FINAL DECREE
(I) CLOSING AFFILIATE CHAPTER 11 CASES; (II) MODIFYING
THE CAPTION OF THE MAIN CASE; AND (III) GRANTING RELATED RELIEF**

Pursuant to the *Procedures for Complex Cases in the Northern District of Texas*, the undersigned counsel for John P. Madden, in his capacity as Trustee of the HGE Liquidating Trust (the “Liquidating Trustee”), appointed pursuant to the confirmed chapter 11 plan in the above-captioned bankruptcy cases, certifies as follows:

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.veritaglobal.net/higherground>. The Debtors’ service address for these chapter 11 cases is 1321 Upland Dr., PMB 20442, Houston, TX 77043.



1. On January 12, 2026, the Liquidating Trustee filed its *Motion for Entry of Final Decree (I) Closing Affiliate Chapter 11 Cases; (II) Modifying the Caption of the Main Case; and (III) Granting Related Relief* [Docket No. 730] (the “Motion”).

2. On the same date, the Motion was served on the Master Service List via electronic mail, where available, and via U.S. First Class Mail where email is unavailable as indicated in the Motion’s *Certificate of Service*.

3. The deadline for parties to file responses to the relief requested in the Motion was February 5, 2026 (the “Objection Deadline”).

4. Prior to the Objection Deadline, the Office of the United States Trustee (the “U.S. Trustee”) provided informal comments on the proposed order granting the Motion. Since that time, the Liquidating Trustee extended the Objection Deadline, addressed some administrative deficiencies raised by the U.S. Trustee, and proposed edits to the proposed form of order. By e-mail dated March 4, 2026, Meredyth Kippes, Trial Attorney for the U.S. Trustee confirmed that the revisions to the order were acceptable to resolve the U.S. Trustee’s informal comments, and that the administrative deficiencies have been resolved.

5. As of the date hereof, no other objections or responses to the Motion have been filed on the Court’s docket, and the undersigned counsel for the Liquidating Trustee is unaware of any other formal or informal objections to the Motion.

6. Accordingly, the Liquidating Trustee requests that the Court enter the proposed order attached hereto as **Exhibit A** at its earliest convenience. A redline comparison showing the changes made to the proposed form of order is attached hereto as **Exhibit B**.

Respectfully submitted this 5th day of March 2026.

GRAY REED

By: /s/ Jason S. Brookner

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*Counsel to John P. Madden,
Trustee for the HGE Liquidating Trust*

Certificate of Service

I certify that on March 5, 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/ Jason S. Brookner

Jason S. Brookner

Exhibit A

Proposed Order (Clean)

**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> ,	§	Case No. 25-80121 (MVL)
	§	
Reorganized Debtors. ¹	§	(Jointly Administered)
	§	

**ORDER GRANTING THE MOTION
FOR (I) ENTRY OF FINAL DECREE AND ORDER
CLOSING AFFILIATE CHAPTER 11 CASES; (II) MODIFYING THE
CAPTION OF THE MAIN CASE; AND (III) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the Liquidating Trustee for entry of a final decree and order (this “Order”): (a) approving the entry of a final decree closing the chapter 11 cases of each of the affiliate debtors identified on **Schedule 1** to this Order (collectively, the “Affiliate Cases”); (b) providing that the chapter 11 case of Higher Ground Education, Inc., Case No. 25-80121

¹ A complete list of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <https://www.veritaglobal.net/higherground>. The Reorganized Debtors’ service address for these chapter 11 cases is 1321 Upland Dr., PMB 20442, Houston, TX 77043.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

(MVL) (the “Main Case”), shall remain open for purposes of resolving any outstanding matters in these chapter 11 cases; (c) modifying the case caption for the Main Case; and (d) granting related relief pursuant to section 350(a) of the Bankruptcy Code, rule 3022 of the Bankruptcy Rules, and rule 3022-1 of the Local Rules; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and Article 12.1 of the Plan; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of these chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that notice and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Affiliate Cases listed on Schedule 1, attached hereto, are hereby closed effective as of the date hereof; *provided* that this Court shall retain jurisdiction as provided in the Plan, the Confirmation Order, and this Order.
3. The Main Case shall remain open pending the entry of a final decree by this Court closing the Main Case.
4. Claims asserted in the Affiliate Cases shall remain unaffected by entry of this Order. All Remaining Matters, whether they pertain to the Main Case or the Affiliate Cases,

including claims adjudication and prosecution of causes of action, shall be filed, administered, and adjudicated in the Main Case without the need to reopen any of the Affiliate Cases.

5. The Liquidating Trustee retains all rights to dispute, in this Court or in any appropriate bankruptcy or non-bankruptcy forum, any and all claims that were filed against the Debtors in these chapter 11 cases as contemplated by the Plan and the Confirmation Order.

6. The Liquidating Trustee retains all rights with respect to any and all adversary proceedings and contested matters (or any other actions or proceedings whether ongoing or not yet commenced) regarding claims or causes of action retained by the Liquidating Trust, all of which may still be commenced, prosecuted, and determined, as applicable, according to the terms of the Plan.

7. The Clerk of Court shall enter a final decree on the docket of each of the Affiliate Cases. In addition, a notation shall be placed on the docket in each of the Affiliate Cases as follows: “This case is closed. For any post-confirmation matters pertaining to this case, please refer to the docket of Higher Ground Education, Inc., Case No. 25-80121.”

8. The caption for Case No. 25-80121 (MVL) shall be modified as follows:

In re:	§	
	§	Chapter 11
HIGHER GROUND EDUCATION, INC., ¹	§	
	§	Case No. 25-80121 (MVL)
Reorganized Debtor.	§	
	§	
	§	

¹ The last four digits of the Reorganized Debtor’s federal tax identification number are 7265. A complete list of each of the Reorganized Debtors whose claims are being administered in this chapter 11 case may be obtained on the website of the Reorganized Debtor’s claims and noticing agent at <https://www.veritaglobal.net/higherground>.

9. The Liquidating Trustee and Kurtzman Carson Consultants, LLC d/b/a Verita Global, the Debtors’ claims and noticing agent, are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. With respect to the Affiliate Cases, the Liquidating Trustee shall file all remaining U.S. Trustee quarterly reports and pay all required fees due and owing to the U.S. Trustee pursuant to 28 U.S.C. § 1930(a) within 14 days of the entry of this Order. The Liquidating Trustee shall not be obligated to pay quarterly fees pursuant to 28 U.S.C. § 1930(a) with respect to the Affiliate Cases for any period after January 31, 2026.

11. All further reporting concerning the administration of the assets and liabilities of the Debtors shall occur only in the Main Case. Quarterly fees with respect to the Main Case shall continue to be paid as required pending entry of a final decree closing the Main Case.

12. The requirement under Local Rule 3022-1 to file a final Post-Confirmation Report and Application for Final Decree with respect to the Affiliate Cases is hereby modified such that the Liquidating Trustee shall file such report with a motion to close the Main Case.

13. This Order is without prejudice to any party's right to reopen any of the chapter 11 cases for cause.

14. The Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

END OF ORDER

Submitted by:

Jason S. Brookner (Texas Bar No. 24033684)
Aaron M. Kaufman (Texas Bar No. 24060067)
Amber M. Carson (Texas Bar No. 24075610)
Emily F. Shanks (Texas Bar No. 24110350)

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*Counsel to John P. Madden,
Trustee of the HGE Liquidating Trust*

Schedule 1

Affiliate Cases

Debtor	Case No.
Guidepost A LLC	25-80122
Prepared Montessorian LLC	25-80123
Terra Firma Services LLC	25-80124
Guidepost Birmingham LLC	25-80125
Guidepost Bradley Hills LLC	25-80126
Guidepost Branchburg LLC	25-80127
Guidepost Carmel LLC	25-80128
Guidepost FIC B LLC	25-80129
Guidepost FIC C LLC	25-80130
Guidepost Goodyear LLC	25-80131
Guidepost Las Colinas L	25-80132
Guidepost Leawood LLC	25-80133
Guidepost Muirfield Village LLC	25-80134
Guidepost Richardson LLC	25-80135
Guidepost South Riding, LLC	25-80136
Guidepost St. Robert LLC	25-80137
Guidepost The Woodlands LLC	25-80138
Guidepost Walled Lake LLC	25-80139
HGE FIC D LLC	25-80140
HGE FIC E LLC	25-80141
HGE FIC F LLC	25-80142
HGE FIC G LLC	25-80143
HGE FIC H LLC	25-80144
HGE FIC I LLC	25-80145
HGE FIC K LLC	25-80146
HGE FIC L LLC	25-80147
HGE FIC M LLC	25-80148
HGE FIC N LLC	25-80149
HGE FIC O LLC	25-80150
HGE FIC P LLC	25-80151
HGE FIC Q LLC	25-80152
HGE FIC R LLC	25-80153
LePort Emeryville LLC	25-80154
AltSchool II LLC	25-80155

Exhibit B

Proposed Order (Redline)

**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> ,	§	Case No. 25-80121 (MVL)
	§	
Reorganized Debtors. ¹	§	(Jointly Administered)
	§	

**ORDER GRANTING THE MOTION
FOR (I) ENTRY OF FINAL DECREE AND ORDER
CLOSING AFFILIATE CHAPTER 11 CASES; (II) MODIFYING THE
CAPTION OF THE MAIN CASE; AND (III) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the Liquidating Trustee for entry of a final decree and order (this “Order”): (a) approving the entry of a final decree closing the chapter 11 cases of each of the affiliate debtors identified on **Schedule 1** to this Order (collectively, the “Affiliate Cases”); (b) providing that the chapter 11 case of Higher Ground Education, Inc.,

¹ A complete list of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <https://www.veritaglobal.net/higherground>. The Reorganized Debtors’ service address for these chapter 11 cases is 1321 Upland Dr., PMB 20442, Houston, TX 77043.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Case No. 25-80121 (MVL) (the “Main Case”), shall remain open for purposes of resolving any outstanding matters in these chapter 11 cases; (c) modifying the case caption for the Main Case; and (d) granting related relief pursuant to section 350(a) of the Bankruptcy Code, rule 3022 of the Bankruptcy Rules, and rule 3022-1 of the Local Rules; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and Article 12.1 of the Plan; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of these chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that notice and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Affiliate Cases listed on **Schedule 1**, attached hereto, are hereby closed effective as of the date hereof; *provided* that this Court shall retain jurisdiction as provided in the Plan, the Confirmation Order, and this Order.
3. The Main Case shall remain open pending the entry of a final decree by this Court closing the Main Case.
4. Claims asserted in the Affiliate Cases shall remain unaffected by entry of this Order. All Remaining Matters, whether they pertain to the Main Case or the Affiliate Cases,

including claims adjudication and prosecution of causes of action, shall be filed, administered, and adjudicated in the Main Case without the need to reopen any of the Affiliate Cases.

5. The Liquidating Trustee retains all rights to dispute, in this Court or in any appropriate bankruptcy or non-bankruptcy forum, any and all claims that were filed against the Debtors in these chapter 11 cases as contemplated by the Plan and the Confirmation Order.

6. The Liquidating Trustee retains all rights with respect to any and all adversary proceedings and contested matters (or any other actions or proceedings whether ongoing or not yet commenced) regarding claims or causes of action retained by the Liquidating Trust, all of which may still be commenced, prosecuted, and determined, as applicable, according to the terms of the Plan.

7. The Clerk of Court shall enter a final decree on the docket of each of the Affiliate Cases. In addition, a notation shall be placed on the docket in each of the Affiliate Cases as follows: “This case is closed. For any post-confirmation matters pertaining to this case, please refer to the docket of Higher Ground Education, Inc., Case No. 25-80121.”

8. The caption for Case No. 25-80121 (MVL) shall be modified as follows:

<hr/>	§	
In re:	§	Chapter 11
	§	
HIGHER GROUND EDUCATION, INC., ¹	§	Case No. 25-80121 (MVL)
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Reorganized Debtor.	§	
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¹ The last four digits of the Reorganized Debtor’s federal tax identification number are 7265. A complete list of each of the Reorganized Debtors whose claims are being administered in this chapter 11 case may be obtained on the website of the Reorganized Debtor’s claims and noticing agent at <https://www.veritaglobal.net/higherground>.

9. The Liquidating Trustee and Kurtzman Carson Consultants, LLC d/b/a Verita Global, the Debtors' claims and noticing agent, are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. With respect to the Affiliate Cases, the Liquidating Trustee shall file all remaining U.S. Trustee quarterly reports and pay all required fees due and owing to the U.S. Trustee ~~relating~~ pursuant to 28 U.S.C. § 1930(a) ~~as and when due~~ within 14 days of the entry of this Order. The Liquidating Trustee shall not be obligated to pay quarterly fees pursuant to 28 U.S.C. § 1930(a) with respect to the Affiliate Cases for any period after January 31, 2026.

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END OF ORDER

Submitted by:

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Guidepost Walled Lake LLC	25-80139
HGE FIC D LLC	25-80140
HGE FIC E LLC	25-80141
HGE FIC F LLC	25-80142
HGE FIC G LLC	25-80143
HGE FIC H LLC	25-80144
HGE FIC I LLC	25-80145
HGE FIC K LLC	25-80146
HGE FIC L LLC	25-80147
HGE FIC M LLC	25-80148
HGE FIC N LLC	25-80149
HGE FIC O LLC	25-80150
HGE FIC P LLC	25-80151
HGE FIC Q LLC	25-80152
HGE FIC R LLC	25-80153
LePort Emeryville LLC	25-80154
AltSchool II LLC	25-80155

Summary report:	
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Style name: Default Style	
Intelligent Table Comparison: Active	
Original DMS: nd://4915-1786-2036/1/HGE - ORDER on Motion to Close Affiliate Cases.docx	
Modified DMS: nd://4915-1786-2036/2/HGE - ORDER on Motion to Close Affiliate Cases.docx	
Changes:	
<u>Add</u>	1
Delete	2
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	3