

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)

GRAY REED

1601 Elm Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 954-4135
Facsimile: (214) 953-1332
Email: jbrookner@grayreed.com
akaufman@grayreed.com
acarson@grayreed.com
eshanks@grayreed.com

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

**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)

**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**

**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](https://ecf.txnb.uscourts.gov) NO MORE
THAN TWENTY-FOUR (24) DAYS AFTER THE DATE THIS MOTION 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 MOTION WAS FILED. OTHERWISE, THE COURT MAY TREAT THE PLEADING
AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.**

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.



John P. Madden, in his capacity as Trustee of the HGE Liquidating Trust (the “Liquidating Trustee”), respectfully states the following in support of this motion (the “Motion”):²

Relief Requested

1. The Liquidating Trustee seeks entry of an order, substantially in the form attached hereto as Exhibit A (the “Order”): (a) approving the entry of a final decree closing the Affiliate Cases (defined below); (b) providing that the chapter 11 case of Higher Ground Education, Inc., Case No. 25-80121 (MVL) (the “Main Case”), shall remain open for purposes of resolving the Remaining Matters (defined below); (c) modifying the caption for the Main Case; and (d) granting related relief.

Jurisdiction and Venue

2. This court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, and this is a core matter pursuant to 28 U.S.C. § 157(b).

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The bases for the relief requested herein are section 330 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), rule 2016-1 of the *Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas* (the “Local Rules”), Section F of the *Procedures for Complex Cases in the Northern District of Texas*, and the United States Trustee’s *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 Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan and Confirmation Order (as defined below).

Background

5. 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. In addition to the Main Case, the Debtors commenced chapter 11 cases for the following affiliate debtor entities (collectively, the “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

6. During these chapter 11 cases, the Debtors operated their businesses and managed their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On July 8, 2025, the United States Trustee for the Northern District of Texas (the “U.S.

Trustee") appointed an Official Committee of Unsecured Creditors (the "Committee"). See Docket No. 158. No request for the appointment of a trustee or examiner was made in these chapter 11 cases.

7. On November 20, 2025, the Debtors and the Committee filed the *Modified Second Amended Joint Plan of Reorganization of Higher Ground Education, Inc., Its Affiliated Debtors, and the Official Committee of Unsecured Creditors* [Docket No. 649] (the "Plan"). On November 26, 2025, the Court entered its *Order (I) Approving the Debtors' Disclosure Statement and (II) Confirming the Modified Second Amended Joint Plan of Reorganization of Higher Ground Education, Inc., Its Affiliated Debtors, and the Official Committee of Unsecured Creditors* [Docket No. 707] (the "Confirmation Order"). The Effective Date of the Plan occurred on December 16, 2025. See Docket No. 721.

8. The Plan was deemed substantially consummated on the Effective Date, and it provides for the consolidation of the Debtors for purposes of Plan distributions. See Plan, arts. 4.17, 11.5; Confirmation Order ¶ 58. Furthermore, on the Effective Date, the HGE Liquidating Trust (the "Liquidating Trust") was formed to receive and administer the Liquidating Trust Assets, including causes of action, and John Madden was appointed as the Liquidating Trustee. See Plan, art. 4.3; *see also Notice of Filing of Initial Plan Supplement* [Docket No. 631], Exhibit E, art. 1.1.

9. The primary remaining tasks for the Liquidating Trustee to complete in these chapter 11 cases are: (a) objecting to claims, as necessary; (b) making distributions on allowed claims pursuant to the Plan and the Liquidating Trust Agreement; (c) analyzing, and as applicable, pursuing, the Debtors' Retained Causes of Action; and (d) handling other administrative matters necessary to effectuate the Plan (collectively, the "Remaining Matters"). The Liquidating Trustee believes that the Remaining Matters can be administered efficiently in the Main Case, without the

administrative burden of maintaining over 30 separate claim registers and filing operating reports in each of the Affiliate Cases. Closing the Affiliate Cases will not substantively or negatively impact any party in interest.

10. With the exception of the Remaining Matters and the filing of the post-confirmation report required by L.B.R. 3022-1, the Affiliate Cases have been fully administered.

11. The Liquidating Trustee requests that one docket be maintained for the Main Case and that the case caption be changed 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>.

12. The Liquidating Trustee further requests that a notation be put 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."

Basis for Relief

13. Section 350(a) of the Bankruptcy Code provides that "[a]fter an estate is fully administered and the court has discharged the trustee, the court shall close the case." Bankruptcy Rule 3022, which implements sections 350 of the Bankruptcy Code, likewise provides that "[a]fter the estate is fully administered in a Chapter 11 case, the court must, on its own or on a party in interest's motion, enter a final decree closing the case." Fed. R. Bankr. P. 3022.

14. The term “fully administered” is not defined in the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules. The Advisory Committee Note to Bankruptcy Rule 3022 (the “Advisory Committee Note”), however, sets forth the following non-exclusive factors to be considered in determining whether a case has been fully administered:

- a. whether the order confirming the plan has become final;
- b. whether deposits required by the plan have been distributed;
- c. whether the property proposed by the plan to be transferred has been transferred;
- d. whether the debtor or the successor of the debtor under the plan has assumed the business or the management of the property dealt with by the plan;
- e. whether payouts under the plan have commenced; and
- f. whether all motions, contested matters, and adversary proceedings have been finally resolved.

Fed. R. Bankr. P. 3022 Advisory Committee Note; *see also In re Clayton*, 101 F.3d 697, at *1 (5th Cir. 1996) (unpublished) (noting that “[a]lthough rule 3022 does not define ‘fully administered,’ the Advisory Committee Notes provide some guidance, listing various factors a court should consider in determining whether an estate has been fully administered.”); *In re JCP Props., Ltd.*, 540 B.R. 596, 605 (Bankr. S.D. Tex. 2015) (explaining that “courts have looked to the advisory committee’s notes on Bankruptcy Rule 3022’s [sic] in seeking guidance as to the meaning of ‘fully administered’” and citing cases.”). In addition, courts have considered whether the plan of reorganization has been substantially consummated. *See, e.g., JCP Props., Ltd.*, 540 B.R. at 605–06.

15. All of the factors from the Advisory Committee Note do not need to be present before a court enters a final decree. *See In re Lager*, No. 22-30072 (MVL), 2024 WL 3928157, at *4 (Bankr. N.D. Tex. Aug. 22, 2024) (“The Fifth Circuit has stated that these factors ‘merely serve

as a guide, ...each need not be present before the entry of a final decree.”” (quoting *In re Clayton*, 101 F.3d 697 (5th Cir. 1996)); *accord In re SLI, Inc.*, No. 02-12608 (WS), 2005 WL 1668396, at *2 (Bankr. D. Del. June 24, 2005) (“[T]hese factors are but a guide in determining whether a case has been fully administered, and not all factors need to be present before the case is closed”).

16. The Advisory Committee Note also indicates that the entry of a final decree “should not be delayed solely because the payments required by the plan have not been completed” and that the Court “should not keep the case open only because of the possibility that the court’s jurisdiction may be invoked in the future.” Fed. R. Bankr. P. 3022 Advisory Committee Note (1991); *see also In re Jay Bee Enters., Inc.*, 207 B.R. 536, 538 (Bankr. E.D. Ky. 1997) (finding that Bankruptcy Rule 3022 “does not require that a chapter 11 case be kept open until all awarded fees and allowed claims have been paid in accordance with the confirmed plan or until the statutory fees ... have been paid”); *In re JMP-Newcor Int’l, Inc.*, 225 B.R. 462 (Bankr. N.D. Ill. 1998) (entering a final decree despite the fact that debtors still needed to make certain distributions).

17. Additionally, “a final decree closing the case after the estate is fully administered does not deprive the court of jurisdiction to enforce or interpret its own orders and does not prevent the court from reopening the case for cause pursuant to § 350(b) of the [Bankruptcy] Code.” *Id.*; *see also In re Zips Car Wash, LLC*, No. 25-80069 [Docket No. 613] (Bankr. N.D. Tex. Oct. 20, 2025) (entering a final decree closing subsidiary cases without prejudice to reopening for cause and retaining jurisdiction “to resolve any dispute arising from or related to this Order.”); *In re Caremax, Inc.*, 24-80093 [Docket No. 688] (Bankr. N.D. Tex. Feb. 25, 2025) (entering a final decree closing subsidiary cases without prejudice to reopening for cause and retaining “jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.”); *In re Ebix, Inc., et al.*, No. 23-80004 [Docket No. 955] (Bankr. N.D.

Tex. Sept. 6, 2024) (entering a final decree while retaining “jurisdiction to enforce payment of fees under 28 U.S.C. § 1930(a)(6)(A) and (B)”).

18. Further, courts have found a final decree appropriate to stop the accrual of fees paid to the U.S. Trustee pursuant to 28 U.S.C. § 1930 (“U.S. Trustee Fees”). *See, e.g., Jay Bee Enters., Inc.*, 207 B.R. at 539 (concluding that “it seems appropriate to close this case to stop the financial drain on the debtor” due to the accrual of U.S. Trustee fees).

19. Here, the Plan has been substantially consummated and only the Remaining Matters remain outstanding. The Confirmation Order is final, non-appealable, and currently not subject to any appeal; the Effective Date has occurred; the Liquidating Trust was created and the Liquidating Trust Assets have vested in and been transferred to the HGE Liquidating Trust; Guidepost Global contributed the Guidepost Global Assets to Reorganized HGE; the transfers of executory contracts and unexpired leases as contemplated in the Plan have occurred; the Debtors transferred the Designated EB-5 Entities to Guidepost Global; and the Reorganized HGE Assets have vested in Reorganized HGE.

20. Closing the Affiliate Cases while the Remaining Matters are pending will not prejudice any parties in interest because the Liquidating Trustee will continue to expeditiously resolve any subsequent issues through the Main Case. Conversely, leaving the Affiliate Cases open would impose significant costs on the Estates without a corresponding benefit. If the Affiliate Cases are not closed, the Liquidating Trustee will continue to incur U.S. Trustee Fees and additional professional costs associated with preparing and filing separate post-confirmation quarterly reports for each of the Affiliate Cases.

21. Additionally, the Liquidation Trustee submits that modification of the caption of the Main Case to reflect the closure of the Affiliate Cases and ongoing administration under the

Main Case will promote clarity regarding the status of the cases and is appropriate under the circumstances.

22. Accordingly, the Liquidating Trustee respectfully submits that the Affiliate Cases should be closed as set forth in the proposed Order.

Notice

23. The Liquidating Trustee will provide notice of this motion to the following parties or their respective counsel: (a) Reorganized HGE, (b) the Office of the United States Trustee for the Northern District of Texas; (c) the holders of the thirty (30) largest unsecured claims against the Debtors (on a consolidated basis); (d) the Debtors' Senior DIP Lender and Plan Sponsor; (e) the Junior DIP Lender; (f) the United States Attorney's Office for the Northern District of Texas; (g) the Internal Revenue Service; (h) the state attorneys general for the states in which the Debtors operated; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Liquidating Trustee respectfully submits that, in light of the nature of the relief requested, no other or further notice need be given.

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WHEREFORE, the Liquidating Trustee respectfully requests (a) entry of the Order, substantially in the form attached hereto as Exhibit A, granting the relief requested herein and (b) granting such other relief as the Court deems appropriate under the circumstances.

Respectfully submitted this 12th day of January, 2026.

GRAY REED

By: /s/ Jason S. Brookner

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

1601 Elm Street, Suite 4600

Dallas, Texas 75201

Telephone: (214) 954-4135

Facsimile: (214) 953-1332

Email: jbrookner@grayreed.com

akaufman@grayreed.com

acarson@grayreed.com

eshanks@grayreed.com

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

Certificate of Service

I certify that on January 12, 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 and on the parties appearing on the attached service list via electronic mail, where available, and via U.S. First Class Mail where email is unavailable.

/s/ Jason S. Brookner
Jason S. Brookner

Master Service List

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Phone	Fax	Email
Committee of Unsecured Creditors	214 E Hallandale Beach, LLC	Brian Bussey, Vice President of Real Estate	1395 Brickell Avenue, Suite 760			Miami	FL	33131			brian@fortecnow.com
Counsel to Collin County Tax Assessor/Collector	Abernathy, Roeder, Boyd & Hullett, P.C.	Paul M. Lopez, Larry R. Boyd, Emily M. Hahn	1700 Redbud Blvd, Ste. 300			McKinney	TX	75069	214-544-4000	214-544-4040	plopez@abernathy-law.com; bankruptcy@abernathy-law.com; ehahn@abernathy-law.com
State Attorney General	Alabama Attorney General	Attn Bankruptcy Department	501 Washington Ave	PO Box 300152		Montgomery	AL	36104-0152	334-242-7300		consumerinterest@Alabamaag.gov
State Attorney General	Arizona Attorney General	Attn Bankruptcy Department	2005 N Central Ave			Phoenix	AZ	85004-2926	602-542-5025	602-542-4085	
State Attorney General	Arizona Attorney General - CSS	Attn Bankruptcy Department	PO Box 6123	MD 7611		Phoenix	AZ	85005-6123			BCEIntake@azag.gov
Counsel to Interested Parties Duc Viet Nguyen, Thuy Thi Thu Nguyen, Dixit Kishorkumar Vora and Philip Baker, Donelson, Bearman, Caldwell & Berkowitz, PC	Baker, Donelson, Bearman, Caldwell & Berkowitz, PC	Daniel J. Ferretti	1301 McKinney, Suite 3700			Houston	TX	77010	713-650-9700	713-650-9701	dferretti@bakerdonelson.com
Counsel to Federal Way School LLC, Naples School LLC, and Burke School LLC	Bradley Arant Boult Cummings LLP	Jarrod B. Martin	600 Travis, Suite 5600			Houston	TX	77002	713-576-0388	713-576-0301	jbmartin@bradley.com
Interested Party	Byron Adams					Sacramento	CA	95814-2919	916-445-9555		byronadams@gmail.com
State Attorney General	California Attorney General	Attn Bankruptcy Department	1300 I St., Ste. 1740			Dallas	TX	75206	214-550-8188	214-550-8185	barnett@carterarnett.com
Counsel to McKinney TX Associates, LLC	Carter Arnett PLLC	J. Robert Arnett II	8150 N. Central Expressway, Suite 500			Dallas	TX	75202	214-573-7302		chuckh@chfirm.com
Counsel to Carl B. Barney	Cavazos Hendricks Poirot, P.C.	Charles B. Hendricks	Suite 570, Founders Square	900 Jackson Street		Hartford	CT	06106	860-808-5318	860-808-5387	attorney.general@ct.gov
Counsel to YYYYY, LLC and 2HR Learning, Inc.	Connecticut Attorney General	Attn Bankruptcy Department	165 Capitol Avenue			New York	NY	10007		212-509-9492	thoffmann@cozen.com; dkirchblum@cozen.com
State Attorney General	Delaware Attorney General	Attn Bankruptcy Department	Carvel State Office Bldg.	820 N. French St.		Wilmington	DE	19801	302-577-8338		attorney.general@state.de.us
Counsel to Ramandeep Girn and Rebecca Girn	Dentons US LLP	Clay M. Taylor, John D. Beck	100 Crescent Court, Suite 900			Dallas	TX	75201-1858			clay.taylor@dentons.com; john.beck@dentons.com
Counsel to the Debtors and Debtors in Possession	Foley & Lardner LLP	Holland N. O'Neil, Mary M. Rofaeil, Thomas C. Scannell	2021 McKinney Avenue, Suite 1600			Dallas	TX	75201	214-999-3000; 214-999-4961; 214-999-4289	214-999-4667; 214-999-4667	honeil@foley.com; mary.rofaeil@foley.com; tscannell@foley.com
Counsel to the Debtors and Debtors in Possession	Foley & Lardner LLP	Nora J. McGuffey, Quynh-Nhu Truong	1000 Louisiana Street, Suite 2000			Houston	TX	77002	713-276-5500	713-276-5555	nora.mcguffey@foley.com; qtruong@foley.com
Counsel to the Debtors and Debtors in Possession	Foley & Lardner LLP	Timothy C. Mohan	1144 15th Street, Suite 2200			Denver	CO	80202	720-437-2000	720-437-2200	tmohan@foley.com
Counsel to Venture Lending & Leasing IX, Inc. and WTI Fund X, Inc.	Fox Rothschild LLP	Jeffrey T. Klugman	345 California Street, Suite 2200			San Francisco	CA	94104	415-248-1533	415-777-4961	jklugman@foxrothschild.com
Counsel to Venture Lending & Leasing IX, Inc. and WTI Fund X, Inc.	Fox Rothschild LLP	Trey A. Monsour	2501 N. Harwood Street, Suite 1800			Dallas	TX	75201	214-231-5796	972-404-0516	tmonsour@foxrothschild.com
Counsel to Yu Capital and the Yu Capital Affiliates	Frost Brown Todd LLP	Rebecca L. Matthews, Esq., Mark A. Platt, Esq.	2101 Cedar Springs Rd.			Dallas	TX	75201	214-580.5852	214-545.3472	implatt@fbflaw.com
Counsel to Cathy Lim	Gibson Herod Law	David Gibson, Reagan R. Herod	15400 Knoll Trail Dr., Suite 300			Dallas	TX	75248	817-769-4044	817-764-4313	dgibson@gibsonherod.com; rherod@gibsonherod.com
Proposed Counsel to the Official Committee of Unsecured Creditors	Gray Reed	Jason S. Brookner, Aaron M. Kaufman, Amber M. Carson, Emily F. Shanks, Lydia Webb	1601 Elm Street, Suite 4600			Dallas	TX	75201	214-954-4135	214-953-1332	jbrookner@grayreed.com; akaufman@grayreed.com; acarson@grayreed.com; eshanks@grayreed.com; lwebb@grayreed.com
Counsel to Learn Capital Fund (and all other Learn related entities)	Gunderson Dettmer	Attn: Jordan Murray	3570 Carmel Mountain Road, Suite 200			San Diego	CA	92130		877-881-9192	jmurray@gunder.com
Debtors	Higher Ground Education, Inc.		1321 Upland Dr.	PMB 20442		Houston	TX	77043			
State Attorney General	Idaho Attorney General	Attn Bankruptcy Department	700 W. Jefferson Street Suite 210	PO Box 83720		Boise	ID	83720-0010	208-334-2400	208-854-8071	bankruptcy@ag.idaho.gov
State Attorney General	Illinois Attorney General	Attn Bankruptcy Department	James R. Thompson Ctr	100 W. Randolph St.		Chicago	IL	60601	312-814-3000		bankruptcy_notices@ilag.gov
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St			Philadelphia	PA	19104		855-235-6787	
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346			Philadelphia	PA	19101-7346	800-973-0424	855-235-6787	
Counsel to Guidepost Global Education, Inc.	Kane Russell Coleman Logan PC	Jason Binford	401 Congress Avenue, Suite 2100			Austin	TX	78701		214-777-4299; 512-487-6566	jbinford@krcl.com
Claims and Noticing Agent	KCC dba Verita	Adam J. Gorman	222 N Pacific Coast Highway, Ste 300			El Segundo	CA	90245	310-823-9000		highergroundinfo@veritaglobal.com
State Attorney General	Kentucky Attorney General	Attn Bankruptcy Department	700 Capitol Avenue	Capitol Building, Suite 118		Frankfort	KY	40601-3449	502-696-5300		attorney.general@ag.ky.gov
Counsel to Bexar County	Linebarger Goggan Blair & Sampson, LLP	Don Stecker	112 E. Pecan Street, Suite 2200			San Antonio	TX	78205	210-225-6763	210-225-6410	sanantonio.bankruptcy@lgb.com
Counsel to the City of Frisco, Tarrant County, Lewisville ISD, Dallas County and Irving ISD	Linebarger Goggan Blair & Sampson, LLP	John Kendrick Turner	3500 Maple Avenue, Suite 800			Dallas	TX	75219	214-880-0089	469-221-5003	dallas.bankruptcy@lgb.com
Counsel to the City of Houston, Houston ISD, Harris Co ESD # 48, Houston Comm Coll , System Montgomery County, Interstate Municipal Utility District and Katy ISD	Linebarger Goggan Blair & Sampson, LLP	Tara L. Grundemeier	PO Box 3064			Houston	TX	77253-3064	713-844-3400	713-844-3503	houston_bankruptcy@lgb.com

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Phone	Fax	Email
State Attorney General	Louisiana Attorney General	Attn Bankruptcy Department	PO Box Box 94005			Baton Rouge	LA	70804	225-326-6079; 225-326-8000	225-326-6797; 225-326-6096	Executive@ag.louisiana.gov; ConstituentServices@ag.louisiana.gov
State Attorney General	Massachusetts Attorney General	Attn Bankruptcy Department	One Ashburton Place	20th Floor		Boston	MA	02108-1518	617-727-2200		
Counsel to the County of Denton, Texas and the County of Williamson, Texas	McCreary, Veselka, Bragg & Allen, P.C.	Julie Anne Parsons	P.O. Box 1269			Round Rock	TX	78680-1269	512-323-3200	512-323-3205	jparsons@mvalaw.com
Counsel for Quattro Development, LLC, Quattro Monomonee Falls, LLC, and West Palm Beach Education,	Mcguirewoods LLP	Demetra Liggins	Texas Tower	845 Texas Ave., 24th Floor		Houston	TX	77002	713-571-9191; 713-353-6661	713-571-9652	dliggins@mcguirewoods.com
State Attorney General	Missouri Attorney General	Attn Bankruptcy Department	Supreme Court Bldg	207 W. High St.	P.O. Box 899	Jefferson City	MO	65101	573-751-3321	573-751-0774	attorney.general@ago.mo.gov
State Attorney General	Montana Attorney General	Attn Bankruptcy Department	Justice Bldg	215 N. Sanders 3rd Fl	PO Box 201401	Helena	MT	59620-1401	406-444-2024	406-444-3549	contactocp@mt.gov
State Attorney General	New Hampshire Attorney	Attn Bankruptcy Department	33 Capitol St.			Concord	NH	03301	603-271-3658	603-271-2110	attorneygeneral@doj.nh.gov
State Attorney General	New Jersey Attorney General	Attn Bankruptcy Department	Richard J. Hughes Justice Complex	25 Market St	PO Box 080	Trenton	NJ	08625-0080	609-292-8740	609-292-3508	Heather.Anderson@law.njog.gov; NJAG ElectronicService.CivilMatters@law.njog.gov
State Attorney General	New Mexico Attorney General	Attn Bankruptcy Department	408 Galisteo St	Villagra Building		Santa Fe	NM	87501	505-490-4060	505-490-4883	
State Attorney General	New York Attorney General	Attn Bankruptcy Department	Office of the Attorney General	The Capitol, 2nd Fl.		Albany	NY	12224-0341	518-474-7330		letitia.james@ag.ny.gov
Counsel to Yu Capital, YuHGE A, YuFIC B, YuATI, NRTC and Yu Capital and the Yu Capital Affiliates	Nixon Peabody LLP	Christopher M. Desiderio, Esq., Morgan Nighan, Esq.	55 W 46th Street			New York	NY	10036	212-940-3000	212-940-3111	cdesiderio@nixonpeabody.com; mnighan@nixonpeabody.com
State Attorney General	North Carolina Attorney General	Attn Bankruptcy Department	9001 Mail Service Center			Raleigh	NC	27699-9001	919-716-6400	919-716-6750	ncago@ncdoj.gov
Counsel to RTS Orchards, LLC	O'Melveny & Myers LLP	Laura Smith	2801 North Harwood Street, Suite 1600			Dallas	TX	75201-2692	972-360-1900		lsmith@omm.com
U.S. Trustee for the Northern District of Texas	Office of The United States Trustee	Meredyth A. Kippes	1100 Commerce Street, Room 976			Dallas	TX	75242	214-767-8967	214-767-8971	meredith.kippes@usdoj.gov
Counsel to Ark Darnestown Properties LLC, Plainsboro Education LLC and BRR Enterprises, Inc.	Offit Kurman, P.A.	Bryn H. Sherman, Esq., Stephen Nichols, Esq., Frances C. Wilburn, Esq.	7501 Wisconsin Avenue, Suite 1000W			Bethesda	MD	20814	240-507-1700		bsherman@offitkurman.com; fwilburn@offitkurman.com; snichols@offitkurman.com
State Attorney General	Ohio Attorney General	Attn Bankruptcy Department	50 E. Broad Street 17th Fl			Columbus	OH	43215	513-852-1568		Kristin.Radanick@OhioAGO.gov
Interested Party	Optima, Inc.	Tracy Larrison	7157 E. Rnacho Vista Dr. #109			Scottsdale	ZA	85251			larrison@optima.inc
State Attorney General	Oregon Attorney General	Attn Bankruptcy Department	1162 Court St. NE			Salem	OR	97301-4096	503-378-4400	503-378-4017	AttorneyGeneral@doj.state.or.us; ORDOJBankruptcyNotices@doj.oregon.gov
Counsel to Guidepost Financial Partner, LLC	Pachulski Stang Ziehl & Jones LLP	Michael D. Warner, Esq., Jordan A. Kroop, Esq., Benjamin L. Wallen, Esq.	700 Louisiana Street, Suite 4500			Houston	TX	77002	713-691-9385		mwarner@pszjlaw.com; jtkroop@pszjlaw.com; bwallen@pszjlaw.com
State Attorney General	Pennsylvania Attorney General	Attn Bankruptcy Department	16th Floor, Strawberry Square			Harrisburg	PA	17120	717-787-3391	717-787-8242	info@attorneygeneral.gov
Counsel to Richardson ISD & Mott, L.L.P.	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	c/o Elizabeth Banda Calvo	500 E. Border Street, Suite 640			Arlington	TX	76010	817-461-3344	817-860-6509	ebcalvo@pbfc.com
Counsel to Montgomery County Municipal Utility District # 6	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	c/o Melissa E. Valdez	1235 North Loop West, Suite 600			Houston	TX	77008	713-862-1860	713-862-1429	mvaldez@pbfc.com
Top 30 Creditor / Committee of Unsecured Creditors	Pure Tempe Partnership	Michael W. Pure, Managing Partner	232 Deerfield Rd.			Deerfield	IL	60015			mwpure@gmail.com
State Attorney General	Rhode Island Attorney General	Attn Bankruptcy Department	150 S. Main St.			Providence	RI	02903	401-274-4400	401-222-2995	ag@riag.ri.gov
Counsel to Red Arrow Investments, LLC	Rotchchild, Barry & Myers LLP	John D. Silk	150 S. Wacker Drive, Suite 3025			Chicago	IL	60606			silk@rbmchicago.com
Top 30 Creditor / Committee of Unsecured Creditors	RTS Orchards, LLC	Terry Nugent, Commercial Property Manager	4831 Calloway Dr. Suite 102			Bakersfield	CA	93312	661-829-5109		terry@orovistafarms.com
United States Securities and Exchange Commission	SEC Fort Worth Regional Office	Regional Director	801 Cherry Street, Suite 1900, Unit 18			Fort Worth	TX	76102	817-978-3821		dfw@sec.gov
United States Securities and Exchange Commission	SEC Headquarters		100 F St NE			Washington	DC	20549	202-942-8088		SECBankruptcy-OGC-ADO@SEC.GOV
Counsel to Kimco Realty Corporation and Twin Star Ventures, LLC	Singer & Levick, P.C.	Michelle E. Shriro, Esq.	16200 Addison Road, Suite 140			Addison	TX	75001	972-380-5533	972-380-5748	mshriro@singerlevick.com
Top 30 Creditor / Committee of Unsecured Creditors	Sophieia Kim	Property Manager for Cathy Lim	4149 Freedom Ln.			Frisco	TX	75033	213-718-4949		sophieia.jk@gmail.com
State Attorney General	South Carolina Attorney General	Attn Bankruptcy Department	P.O. Box 11549			Columbia	SC	29211	803-734-3970	803-253-6283	bankruptcy@scag.gov
Counsel to 3501 W. Segerstrom, LLC	Spencer Fane LLP	Eric M. Van Horn	2200 Ross Ave., Suite 4800 West			Dallas	TX	75201	214-750-3610	214-750-3612	ericvanhorn@spencerfane.com
State Attorney General	Tennessee Attorney General	Attn Bankruptcy Department	P.O. Box 20207			Nashville	TN	37202-0207	615-741-3491	615-741-2009	agattorneys@ag.tn.gov
State Attorney General	Texas Attorney General	Attn Bankruptcy Department	300 W. 15th St			Austin	TX	78701	512-463-2100	512-475-2994	bankruptcytax@oag.texas.gov; communications@oag.texas.gov
United States Attorney's Office for the Northern District of Texas	Texas Northern District US Attorneys Office	Attn Bankruptcy Division	1100 Commerce St Third Fl			Dallas	TX	75242-1699	214-659-8600	214-659-8806	
Counsel to the County of Loudoun, Virginia	The County of Loudoun, Virginia	Tina Esteveao, Senior Assistant County Attorney	One Harrison Street, S.E., 5th Floor	P.O. Box 7000		Leesburg	VA	20177-7000	703-777-0307	703-771-5025	tina.esteveao@loudoun.gov
Top 30 Creditor / Committee of Unsecured Creditors	The School of Practical Philosophy	Allan S. Moller, Member	2 East 79th Street			New York	NY	10075	877-744-5669		asm110@earthlink.net
Tennessee Dept of Revenue	TN Dept of Revenue	c/o TN Attorney General's Office	Bankruptcy Division	PO Box 20207		Nashville	TN	37202-0207			
Counsel to Travis County	Travis County	Della Garza, Travis County Attorney	P.O. Box 1748			Austin	TX	78767	512-854-9092	512-854-9316	Jason.Starks@traviscountytexas.gov

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip	Phone	Fax	Email
State Attorney General	Utah Attorney General	Attn Bankruptcy Department	Utah State Capitol Complex	350 North State Street, Suite 230		Salt Lake City	UT	84114-2320	801-538-9600	801-538-1121	bankruptcy@ag.utah.gov
State Attorney General	Vermont Attorney General	Attn Bankruptcy Department	109 State St.			Montpelier	VT	05609-1001	802-828-3171		ago.info@vermont.gov
State Attorney General	Washington Attorney General	Attn Bankruptcy Department	1125 Washington St SE	PO Box 40100		Olympia	WA	98504-0100	360-753-6200		
Counsel to First-Citizens Bank & Trust Co.	Weintraub Tobin Chedik Coleman Grodin Law Corporation	David W. Creegan	400 Capitol Mall, 11th Floor			Sacramento	CA	95814	916-558-6000	916-446-1611	Dcreegan@weintraub.com
State Attorney General	West Virginia Attorney General	Attn Bankruptcy Department	State Capitol Bldg 1 Rm E-26	1900 Kanawha Blvd., East		Charleston	WV	25305	304-558-2021	304-558-0140	consumer@wvago.gov
Counsel to Cosmic Education Americas	White & Case	Attn: Sam Kava	Southeast Financial Center	200 South Biscayne Boulevard, Suite 4900		Miami	FL	33131		305-358-5744; 305-358-5766	Sam.kava@whitecase.com
Counsel to 214 E Allandale Beach LLC	Winstead PC	Annmarie Chiarello	500 Winstead Building	2728 N. Harwood Street		Dallas	TX	75201	214-745-5400	214-745-5390	achiarello@winstead.com
State Attorney General	Wisconsin Attorney General	Attn Bankruptcy Department	Wisconsin Dept. of Justice	114 East, State Capitol	PO Box 7857	Madison	WI	53707-7857	608-266-1221	608-294-2907	dojbankruptcynoticegroup@doj.state.wi.us

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>	§	§	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 relating pursuant to 28 U.S.C. § 1930(a) as and when due. 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)

GRAY REED

1601 Elm Street, Suite 4600
Dallas, TX 75201
Telephone: (214) 954-4135
Facsimile: (214) 953-1332
Email: jbrookner@grayreed.com
akaufman@grayreed.com
acarson@grayreed.com
eshanks@grayreed.com

*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