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Aaron M. Kaufman (Texas Bar No. 24060067)
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GRAY REED

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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)
§

**COVER SHEET FOR THE FIRST AND FINAL
APPLICATION OF GRAY REED FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF JULY 10, 2025, THROUGH DECEMBER 16, 2025**

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.



Application of: Gray Reed
Capacity: Counsel to the Official Committee of Unsecured Creditors
Time Period: July 10, 2025 through December 16, 2025
Bankruptcy Petition Filed on: June 17-18, 2025
Date of Entry of Retention Order: September 8, 2025 **Status of Case:** Post-Confirmation

Amount Requested:	Reductions:
Fees: <u>\$795,732.35</u>	Voluntary Fee Reductions: <u>\$41,880.65</u> ²
Expenses: <u>\$12,512.49</u>	Expense Reductions: <u>\$0.00</u>
Total: <u>\$808,244.84</u>	Total Reductions: <u>\$41,880.65</u>

Draw Down Request:	Expense Detail:
Retainer Received: <u>\$0.00</u>	Copies – per page cost and total: <u>(\$0.20 x 3,917 = \$783.40)</u>
Previous Draw Down(s): <u>\$0.00</u>	Fax - per page cost and total: <u>(0.20 x 0 = \$0.00)</u>
Remaining Retainer (now): <u>\$0.00</u>	Computer Research: <u>\$0.00</u>
Requested Draw Down: <u><u>\$0.00</u></u>	Other: Meals (Local) <u>\$80.00</u>
Retainer Remaining (after): <u>\$0.00</u>	Other: Local Travel (Ground Transportation) <u>\$90.43</u>
	Other: Transcripts <u>\$10,470.90</u>
	Other: Litigation Support Vendors <u>\$1,072.20</u>
	Other: Postage <u>\$0.00</u>
	Other: Delivery Services / Courier <u>\$0.00</u>

Hourly Rates:	Attorney:	Paralegal:
Highest Billed Rate: <u>\$990.00</u>		<u>\$385.00</u>
Total Hours Billed: <u>1,100.40</u>		<u>60.30</u>
Blended Rate: <u>\$720.44</u>		<u>\$384.36</u>

² The voluntary reduction has already been taken into account in relation to the requested fee and expense amounts.

EXHIBITS ATTACHED TO APPLICATION

Exhibit A Brookner Declaration

Exhibit B Gray Reed's First Monthly Fee Statement
(July 10, 2025, through July 31, 2025)

Exhibit C Gray Reed's Second Monthly Fee Statement
(August 1, 2025, through August 31, 2025)

Exhibit D Gray Reed's Third Monthly Fee Statement
(September 1, 2025, through September 30, 2025)

Exhibit E Gray Reed's October Invoice
(October 1, 2025, through October 31, 2025)

Exhibit F Gray Reed's November Invoice
(November 1, 2025, through November 30, 2025)

Exhibit G Gray Reed's December Invoice
(December 1, 2025, through December 16, 2025)

Exhibit H Summary of Time and Fees Billed by Category

Exhibit I Summary of Expenses

Exhibit J Proposed Form of Order

APPLICATION PERIOD

Professionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Jason S. Brookner	Partner	1995	\$990.00	55.20	\$54,648.00
Jason S. Brookner	Partner	1995	\$0.00	1.00	\$0.00
Aaron M. Kaufman	Partner	2007	\$850.00	241.60	\$205,360.00
Darin L. Brooks	Partner	1996	\$850.00	4.40	\$3,740.00
Lydia R. Webb	Partner	2012	\$795.00	122.80	\$97,626.00
Brian A. Clark	Partner	2014	\$775.00	3.90	\$3,022.50
Amber M. Carson	Partner	2012	\$750.00	345.50	\$259,125.00
Brian E. Waters	Partner	2013	\$700.00	1.00	\$700.00
Matthew H. Van Benschoten	Associate	2018	\$675.00	0.40	\$270.00
Emily Shanks	Associate	2018	\$595.00	196.10	\$116,679.50
Emily Shanks	Associate	2018	\$0.00	10.70	\$0.00
Tatianna L. Brannen	Associate	2019	\$570.00	7.60	\$4,332.00
Caleb O'Donnell	Associate	2024	\$495.00	5.30	\$2,623.50
Sean Burns	Associate	2023	\$450.00	47.50	\$21,375.00
Sean Burns	Associate	2023	\$0.00	3.70	\$0.00
Stephanie M. Snyder-Zuasnabar	Associate	2022	\$450.00	19.30	\$8,685.00
Blake Bryan	Associate	2024	\$425.00	33.20	\$14,110.00
Reynolds Sands	Associate	2024	\$395.00	1.20	\$474.00
SUBTOTAL FOR Professionals				1,100.40	\$792,770.50

Paraprofessionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation	
Veronica T. Salazar	Paralegal	N/A	\$385.00	60.20	\$23,177.00	
			\$0.00	0.10	\$0.00	
SUBTOTAL FOR Paraprofessionals				60.30	\$23,177.00	
				<i>TOTAL:</i>	<i>1,160.70</i>	
				<i>\$815,947.50³</i>		

³ This amount only includes part of the \$41,880.65 voluntary fee reduction.

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
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In re:	§	§	Chapter 11
	§		
HIGHER GROUND EDUCATION, INC., et al.,	§	Case No. 25-80121 (MVL)	
	§		
Debtors. ¹	§	(Jointly Administered)	
	§		

**FIRST AND FINAL APPLICATION
OF GRAY REED FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF JULY 10, 2025, THROUGH DECEMBER 16, 2025**

**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 APPLICATION 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 APPLICATION WAS FILED. OTHERWISE, THE COURT MAY TREAT THE
PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.**

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.

Gray Reed, counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), respectfully states the following in support of this application (this “Application”):²

Relief Requested

1. By this Application, Gray Reed seeks entry of an order, substantially in the form attached hereto as Exhibit J (the “Order”): (a) awarding final compensation to Gray Reed of \$795,732.35 in fees for services rendered on behalf of the Committee and \$12,512.49 for expenses incurred during the period from July 10, 2025 through December 16, 2025 (the “Application Period”), as may be supplemented prior to any hearing on this Application; (b) directing the payment of the balance of \$329,687.62 in fees and \$11,298.01 in expenses incurred but unpaid during the Application Period, for a total balance due of \$340,985.63, as may be supplemented prior to any hearing on this Application; and (c) granting Gray Reed such other and further relief as may be just and proper. In support of this Application, Gray Reed submits the declaration of Jason S. Brookner, a partner at Gray Reed (the “Brookner Declaration”), which is attached hereto as Exhibit A and incorporated by reference. In further support of this Application, Gray Reed respectfully represents as follows:

Introduction

2. During the Application Period, Gray Reed represented the Committee professionally and diligently and took actions that allowed the Committee to discharge its fiduciary duties efficiently and contribute meaningfully to maximizing the value of the Debtors’ estates, including by: (a) researching, analyzing, and investigating estate causes of action, including

² Capitalized terms used but not yet defined herein have the meanings ascribed to them later in this Application.

avoidance actions and actions against the Debtors' current and former directors and officers; (b) participating in a robust mediation process with the goal of reaching a global settlement with the Debtors and Supporting RSA Parties (as defined in the *Declaration of Jonathan McCarthy in Support of First Day Motions* [Docket No. 15]); (c) communicating with unsecured creditors regarding the status of these cases; (d) advising the Committee as to its rights, powers, and duties in these chapter 11 cases; (e) investigating the acts, conduct, assets, liabilities, and financial condition of the Debtors; (f) negotiating proposed orders and hearing continuances to preserve potentially valuable estate assets; (g) preparing pleadings and applications to further the Committee's interests and objectives; (h) representing the Committee at hearings and status conferences; (i) reviewing and analyzing applications, motions, orders, and other documents filed with the Court and advising the Committee regarding all such documents; (j) drafting and prosecuting a joint plan with the Debtors; and (k) otherwise working to secure and maximize a potential distribution to unsecured creditors in these chapter 11 cases. Gray Reed's work during the Application Period resulted in a global settlement which formed the framework for the confirmed amended joint plan of reorganization which, among other things, provides a fair and reasonable settlement of claims that could have been asserted against certain insider and related parties, preserves valuable estate causes of action, and allows for distributions to general unsecured creditors.

3. Gray Reed respectfully submits that, based on the pleadings filed and actions taken on behalf of the Committee in these chapter 11 cases, as well the descriptions of the services provided in the contemporaneous time records maintained by Gray Reed, which are attached hereto, the services performed and amounts charged by Gray Reed are reasonable and appropriate,

and provided a material and tangible benefit to the Debtors' bankruptcy estates. Gray Reed respectfully requests that this Application be granted as set forth herein.

Jurisdiction

4. 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).

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

6. The bases for the relief requested herein are section 330 of 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").

Background

7. 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. Prior to the plan's effective date, the Debtors were operating as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

8. On July 8, 2025, the United States Trustee for the Northern District of Texas (the "U.S. Trustee") appointed the Committee. *See* Docket No. 158. On July 10, 2025, the Committee selected Gray Reed as its counsel. Gray Reed immediately began rendering services to the Committee.

9. On August 11, 2025, the Committee filed the *Application for Entry of an Order Authorizing the Employment of Gray Reed as Counsel to the Official Committee of Unsecured Creditors, Effective as of July 10, 2025* [Docket No. 317]. On September 8, 2025, the Court entered its *Order Authorizing the Employment of Gray Reed as Counsel to the Official Committee of Unsecured Creditors, Effective as of July 10, 2025* [Docket No. 421] (the “Gray Reed Employment Order”). On August 11, 2025, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 319] (the “Interim Compensation Order”).

10. 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. 708] (the “Confirmation Order”) which approved the *Second Amended Disclosure Statement for the Second Amended Joint Plan of Reorganization of Higher Ground Education, Inc., its Affiliated Debtors, and the Official Committee of Unsecured Creditors* [Docket No. 551] (the “Disclosure Statement”) confirmed 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”).

Summary of Professional Compensation

11. By this Application, Gray Reed seeks allowance of final compensation to Gray Reed of \$795,732.35 in fees for services rendered on behalf of the Committee and \$12,512.49 for expenses incurred during the Application Period, as may be supplemented prior to any hearing on this Application. These amounts include a voluntary reduction of \$41,880.65.

12. In accordance with the Interim Compensation Order and the Gray Reed Employment Order, Gray Reed submitted to the Notice Parties listed in the Interim Compensation

Order monthly statements of its fees and expenses (collectively, the “Monthly Fee Statements”) through September 30, 2025. Copies of the Monthly Fee Statements are attached hereto as Exhibit B, Exhibit C, and Exhibit D, and incorporated herein by reference. Gray Reed’s invoices for services rendered from October 1, 2025, through December 16, 2025, are attached hereto as Exhibit E, Exhibit F, and Exhibit G and incorporated herein by reference.

13. The exhibits show the itemized services rendered by Gray Reed to the Committee during the Application Period, broken out by specific project category and reflecting the name of the professional rendering the service, the service provided, the professional’s billing rate, and the amount of time expended on the service recorded in tenths (1/10) of an hour. These exhibits were compiled from the contemporaneous time records maintained by Gray Reed in the ordinary course of its business. The reflected rates are those customarily charged by Gray Reed to its non-bankruptcy clients.

14. During the Application Period, Gray Reed made customary client accommodations resulting in a reduction of its fees by \$21,665.50. These reductions are reflected in the attached invoices and Monthly Fee Statements. Although Gray Reed believes the services rendered and results achieved more than justify the full allowance of all fees incurred by Gray Reed, Gray Reed agreed to a further additional voluntary reduction of \$20,215.15 in professional fees incurred during the Application Period, for a total fee reduction of \$41,880.65.

15. As authorized under the Interim Compensation Order, the Debtors paid Gray Reed an amount equal to 80% of the fees (\$466,044.73) and 100% of the expenses (\$1,214.48) requested in certain of the Monthly Fee Statements. Accordingly, through this Application, Gray Reed seeks payment of the outstanding balance of \$329,687.62 in fees and \$11,298.01 in expenses incurred but unpaid during the Application Period, for a total unpaid balance of \$340,985.63.

16. A summary of Gray Reed’s Monthly Fee Statements, invoices, and payments received is as follows:

Period Covered	Fees	Expenses	Total Compensation Sought	Total Paid	Remaining Outstanding Balance
Jul 10–31, 2025	\$336,011.50	\$32.56	\$336,044.06	\$268,841.76	\$67,202.30
Aug 1–31, 2025	\$286,567.00	\$1,181.92	\$287,748.92	\$198,417.45	\$89,331.47
Sept 1–30, 2025	\$104,153.50	\$214.19	\$104,367.69	\$0.00	\$104,367.69
October 1–31, 2025	\$30,202.00	\$34.00	\$30,236.00	\$0.00	\$30,236.00
November 1–30, 2025	\$53,730.50	\$10,470.90	\$64,201.40	\$0.00	\$64,201.40
December 1–16, 2025	\$5,283.00	\$578.92	\$5,861.92	\$0.00	\$5,861.92
<i>Total Before Additional Voluntary Reduction</i>	\$815,947.50	\$12,512.49	\$828,459.99	\$467,259.21	\$361,200.78
<i>Less Additional Voluntary Reduction</i>	(\$20,215.15)	\$0.00	(\$20,215.15)	\$0.00	(\$20,215.15)
<i>Grand Total</i>	\$795,732.35	\$12,512.49	\$808,244.84	\$467,259.21	\$340,985.63

17. The blended hourly rate for professional services, including paraprofessionals, rendered by Gray Reed during the Application Period was **\$702.98**. Not including paraprofessionals, Gray Reed's blended hourly rate was **\$720.44** during the Application Period. The rates charged in this Application reflect Gray Reed's standard hourly rates charged during the 2025 calendar year.

18. Attached hereto as **Exhibit G** is a summary chart showing the aggregate amount of time and fees expended during the Application Period in connection with each billing category.

19. Attached hereto as **Exhibit H** is a summary chart of the actual and necessary expenses incurred by Gray Reed during the Application Period in connection with rendering services to the Committee. All such expenses are reflected in the books and records of Gray Reed, contemporaneously maintained in the ordinary course of business.

20. Gray Reed represents that it has no agreement or understanding that may be prohibited by 18 U.S.C. § 155.

Services Rendered During the Application Period

21. Gray Reed respectfully submits that its services have provided a benefit to the Committee and its constituents and the Debtors' estates. Set forth below are descriptions of the

services rendered by Gray Reed for the Committee during the Application Period on a category-by-category basis. The hours billed and amount of fees incurred by project category are provided in **Exhibit G**.

A. Asset Analysis and Recovery

22. Time billed in this category relates to the identification and review of potential assets including causes of action and non-litigation recoveries. More specifically, Gray Reed attorneys spent time reviewing and analyzing the Debtors' bankruptcy schedules and insurance policies in order to identify and value the Debtors' assets.

B. Asset Disposition

24. Time billed in this category relates to sales, abandonment, and work related to asset disposition. Gray Reed spent time, among other things: (a) reviewing and analyzing the Georgetown school sale motion and agreements attached thereto; (b) reviewing the motion to pay funds to Guidepost Global Education and drafting a limited objection to same; (c) communicating extensively with Debtors' counsel regarding the Georgetown sale process and motion to pay funds; (d) preparing for and attending the hearing on the motion to pay funds; and (e) addressing issues arising from the initial withdrawal and later revision of the Georgetown sale motion.

C. Assumption and Rejection of Leases and Contracts

25. Time billed in this category relates to the analysis, negotiation, and documentation of lease and contract assumption or rejection. More specifically, Gray Reed professionals spent time: (a) researching precedent regarding the assumption of restructuring support agreements; (b) communicating and negotiating with the Debtors' professionals and other parties regarding the Debtors' proposed assumption of a restructuring support agreement; (c) reviewing omnibus lease assumption motions and providing comments to proposed orders granting the same; and

(d) reviewing proposed procedures for rejection of leases and communicating with Debtors' counsel regarding timing of same.

D. Business Operations

26. Time billed in this category relates to operational matters such as utilities, bank accounts, vendors, insurance, and other similar matters. More specifically, Gray Reed attorneys spent time: (a) reviewing and analyzing multiple first day motions affecting the Debtors' ongoing business operations; (b) providing comments to proposed forms of order granting the same, and (c) communicating with Debtors' counsel regarding same.

E. Case Administration

27. Time billed in this category relates to coordination and compliance activities not specifically covered by another category, including tasks that fall into multiple task categories and attending to general case issues and communicating with various parties regarding the same. Among other things, Gray Reed attorneys billed time (a) reviewing key documents and pleadings; (b) participating in strategy sessions regarding case direction and deadlines; (c) coordinating with the U.S. Trustee and Committee members; (d) preparing for and attending "second day" and other omnibus hearings; (e) managing document production and hearing continuances; (f) drafting and revising witness and exhibit lists for hearings; and (g) making Rule 2019 disclosures.

F. Claims Administration and Objections

28. Time billed in this category relates to specific claim inquiries and analysis, objections, and allowance of claims. Specifically, Gray Reed attorneys conferred with counsel for the Debtors and the Settlement Parties regarding proof of claim accessibility and stipulated extensions to proof of claim bar dates.

G. Corporate Governance and Board Matters

29. Time billed in this category relates to Committee governance matters. Specifically, time in this category includes (a) drafting and revising Committee bylaws; (b) coordinating the execution of same; (c) communicating and negotiating with the Debtors' professionals regarding confidentiality provisions in the Committee bylaws; and (d) communicating with the Committee regarding the Committee bylaws.

H. Professional Employment and Fee Applications

30. Time billed in this category relates to Gray Reed's preparation of employment and fee applications for itself and other Committee professionals. Specifically, time in this category includes: (a) drafting, revising, and filing retention applications for Gray Reed and Emerald Capital Advisors Corp. ("Emerald Capital"), the Committee's financial advisor; (b) drafting, revising, and filing declarations and proposed orders for the same; (c) drafting, revising, and filing certificates of no objection for the same; (d) reviewing Gray Reed invoices; (e) preparing and serving Gray Reed and other Committee professionals' monthly fee statements; and (f) drafting, filing, and coordinating service of fee applications for Gray Reed and Emerald Capital.

I. Employment and Fee Applications Objections

31. Time billed in this category relates to Gray Reed's review of other parties' employment and fee applications as well as the preparation of any necessary objections thereto. Specifically, Gray Reed attorneys spent time: (a) reviewing the retention applications of the Debtors' professionals; (b) reviewing and analyzing proposed procedures for interim compensation and compensation of ordinary course professionals; (c) preparing for and attending hearings regarding employment of Debtors' professionals and interim compensation procedures; and (d) reviewing the fee statements of Debtors' professionals.

J. Financing and Cash Collateral

32. Time billed in this category relates to matters under sections 361, 363, and 364 of the Bankruptcy Code. Specifically, time in this category includes: (a) reviewing and analyzing the interim DIP financing order, proposed form of final DIP financing order, and proposed DIP financing documents; (b) providing comments and revisions to the proposed DIP final order; (c) negotiating with Debtors' and DIP lenders' counsel regarding the form of final DIP order; (d) reviewing DIP variance reports; and (e) drafting and negotiating a stipulation to extend the Challenge Period (as defined in *Debtors' Emergency Motion for Entry of Interim and Final Order (I) Authorizing Debtor to (A) Obtain Postpetition Senior Secured Financing from YYYY, LLC; (B) Obtain Postpetition Junior Secured from Guidepost Global Education, Inc.; (C) Utilize Cash Collateral; and (D) Pay Certain Related Fees and Charges; (II) Granting Adequate Protection to the Prepetition Lender; (III) Modifying the Automatic Stay; (IV) Scheduling a Final Hearing; and (V) Granting Certain Related Relief* [Docket No. 14]). The time billed in this category was crucial to ensuring, among other things, that certain of the Debtors' assets remained unencumbered, sufficient time was allotted for a Challenge Period, and that Committee professionals were provided funds for an investigation of the lenders' liens.

K. Litigation

33. Time billed in this category relates to a variety of contested matters and pending litigation not otherwise assigned to a different category. Specifically, Gray Reed attorneys spent time: (a) communicating with counsel representing Debtor defendants in state court litigation regarding insurance coverage and (b) communicating with key stakeholders regarding demand letters and potential litigation.

L. Meetings and Communications with Creditors

34. Time billed in this category relates to meetings and other communications with creditors and the Committee not otherwise covered by a specific project category. Specifically, Gray Reed attorneys spent time (a) preparing agendas for Committee meetings; (b) preparing for and participating in Committee meetings; (c) drafting and revising minutes of Committee meetings; (d) communicating with non-Committee unsecured creditors regarding case status and developments; (e) preparing case filing summaries for the Committee; and (f) responding to creditor inquiries about plan valuation, liquidation analysis, and ballot submission, among other matters.

M. Plan and Disclosure Statement

35. Time billed in this category relates to the review, analysis, and negotiation of the Plan, Disclosure Statement, restructuring support agreement, disclosure statement motion, and related motions. Gray Reed attorneys spent time, among other things: (a) negotiating a global settlement with the Debtors and other plan settlement parties and attending mediation on the same; (b) drafting, revising, and finalizing a Stowers demand; (c) negotiating, drafting stipulations, and filing notices of hearing related to derivative standing; (d) negotiating and drafting extensive changes to the Plan Supplement, including the schedule of retained causes of action and drafting the Liquidating Trust Agreement (as defined in the Plan); (e) preparing for and attending hearings on approval of the disclosure statement and plan confirmation; (f) addressing plan and disclosure statement objections; and (g) negotiating and revising the Plan, Disclosure Statement, and Confirmation Order.

N. Relief from Stay and Adequate Protection

36. Time billed to this category relates to the review and analysis of motions to lift the automatic stay. Gray Reed attorneys spent time: (a) reviewing various motions to lift the stay in order to permit payment of insurance proceeds to a third party or to allow litigation to proceed in state court; (b) communicating with Debtors' counsel and movants' counsel regarding the same; and (c) analyzing, revising, and commenting on proposed orders or stipulations lifting the stay.

O. Tax

37. Time billed in this category relates to the analysis of tax issues, including net operating loss issues.

P. Claim and Lien Investigations

38. Time billed in this category relates to the investigation of the Debtors' prepetition actions, claims, liens, and estate causes of action. Specifically, time in this category includes (a) reviewing filed documents in preparation for conducting discovery; (b) drafting and serving discovery requests and deposition notices; (c) collecting, reviewing, and analyzing several thousands of pages of documents and communications produced by the Debtors and multiple other parties in interest; (d) coordinating, preparing for, and attending witness interviews and depositions; (e) preparing internal memoranda and investigation updates; (f) drafting litigation hold letters; (g) communicating with Committee members and professionals regarding investigation status and findings; (h) communicating with discovery targets regarding outstanding discovery issues; (i) researching and analyzing various potential causes of action against several different parties in interest and defenses to the same; and (j) attending strategy sessions regarding all of the above. Gray Reed's time in this category, among other things, ensured a fulsome investigation of claims and causes of action that the Debtors were proposing to release under a chapter 11 plan and the preservation of such assets for the benefit of all creditors.

Standard for Allowance of Fees and Expenses

39. Section 330 of the Bankruptcy Code authorizes the Court to award an applicant, as counsel for a trustee, debtor, creditors' committee or other professional employed pursuant to 11 U.S.C. § 327, reasonable compensation for its services and reimbursement of its expenses. Specifically, section 330 of the Bankruptcy Code states as follows:

(a)(1) After notice to the parties in interest and the United States Trustee and a hearing, and subject to sections 326, 328, and 329, the court may award to a . . . professional person employed under section 327 or 1103 —

(A) reasonable compensation for actual, necessary services rendered by the . . . professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1).

40. Section 330(a)(3) of the Bankruptcy Code provides that in determining the amount of reasonable compensation to be awarded, the Court should consider the nature, extent, and value of the services rendered to the estate, taking into account all relevant factors, including:

(A) the time spent on such services;

(B) the rates charged for such services;

(C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under [the Bankruptcy Code];

(D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

(E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

(F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under [the Bankruptcy Code].

11 U.S.C. § 330(a)(3); *see also Barron & Newburger, P.C. v. Tex. Skyline, Ltd. (In re Woerner)*, 783 F.3d 266, 276 (5th Cir. 2015) (en banc) (holding that courts should apply a prospective standard when determining the reasonableness of legal services and explaining that if the applicant “establishes that its services were ‘necessary to the administration’ of a bankruptcy case or ‘reasonably likely to benefit’ the bankruptcy estate ‘at the time at which they were rendered,’ . . . then the services are compensable” (citing 11 U.S.C. § 330(a)(3)(C), (4)(A)) (alterations omitted)).

41. As analyzed below, Gray Reed believes that the elements governing awards of compensation justify the allowance requested herein.

(a) Time Spent on Services. As more specifically described in this Application, Gray Reed rendered a total of **1,160.70** hours of professional services during the Application Period. Gray Reed respectfully submits that the time spent performing services for the Committee was reasonable and reasonably likely to benefit the Debtors’ estates at the time they were rendered or that they were necessary to the administration of the Debtors’ estates and to allow the Committee to satisfy its fiduciary duties. Gray Reed’s records of the time expended for rendition of professional services to the Committee, as well as for rendition of services to all of Gray Reed’s other clients, consist of handwritten or computer-generated time entries by individual attorneys and paraprofessionals which have been placed in computer records maintained by Gray Reed. All professionals rendering services in the case have made a deliberate effort to avoid any unnecessary duplication of work and time expended. When more routine tasks were involved, Gray Reed utilized the talents of its more junior attorneys or paraprofessionals to reduce the overall fees in this matter without sacrificing the quality of services rendered.

(b) Rates Charged for the Services. Gray Reed represents and would demonstrate that the hourly rates charged by Gray Reed for the services performed in these proceedings are competitive and customary for the degree of skill and expertise required in the performance of similar services rendered by other experienced bankruptcy counsel and other professionals in matters of this type. The fees requested herein have been computed in accordance with Gray Reed's standard hourly rates for services rendered to non-insolvency clients. The average hourly rate for professional services performed and billed by Gray Reed (including paraprofessionals) during the Application Period was **\$702.98**. Not including paraprofessionals, Gray Reed's average hourly rate was **\$720.44**.

(c) Benefit of the Services. Gray Reed respectfully submits that the services for which it seeks compensation were, at the time rendered, necessary for and beneficial to the Debtors' estates and were rendered to protect and preserve valuable estate assets. Gray Reed further believes that it performed the services for the Committee economically, effectively, and efficiently. Gray Reed's efforts during the Application Period were in furtherance of the Committee's discharge of its fiduciary duties. The Committee tested the Debtors' rationale behind potential releases of estate claims and causes of action and the transfer of certain of the Debtors' assets in order to ensure the highest possible recovery for the Debtors' estates. Gray Reed's work during the Application Period resulted in a global settlement that formed the framework for the confirmed joint plan, which provides a fair and reasonable settlement of certain claims and the preservation of other valuable claims, all of which will allow for a distribution to general unsecured creditors.

(d) Whether Services Were Performed in a Reasonable Amount of Time. Gray Reed represents and would demonstrate to this Court that the services were performed in a reasonable amount of time given the issues involved in this case and the timing of various matters in this case.

Many of the matters involved in this case were complex and the services Gray Reed performed were vital to maximizing the value of the Debtors' estates and fulfilling the Committee's fiduciary duties.

(e) Board Certification and/or Skill and Experience. Although some of the Gray Reed attorneys working on this case are board certified, all attorneys who worked on this engagement are skilled and experienced practitioners in bankruptcy and corporate matters.

(f) Whether Compensation is Reasonable. Gray Reed represents and would demonstrate that the compensation sought in connection with the services rendered and expenses incurred in connection with these cases during the Application Period are reasonable and commensurate with those rates charged by comparable, skilled practitioners at national and Texas-based law firms handling matters of this type. Each professional at Gray Reed who rendered services to the Committee, the hourly billing rate for each individual, and the number of hours worked by the individuals during the Application Period is set out in the summary included at the beginning of this Application. Taking into consideration the time and labor spent, the nature and extent of the representation, and the nature of these proceedings, Gray Reed believes the allowance sought herein is reasonable in light of the rates charged, the services performed, and the results achieved.

42. Furthermore, under the lodestar approach to fee calculation, which was first articulated by the Third Circuit in *Lindy Bros. Builders, Inc. v. Am. Radiator & Standard Sanitary Corp.*, 487 F.2d 161, 167 (3d Cir. 1973), and is now the settled method for calculating reasonable attorneys' fees in the federal courts, *see generally Perdue v. Kenny A. ex rel. Winn*, 559 U.S. 542 (2010); *La. Power & Light Co. v. Kellstrom*, 50 F.3d 319, 32324 (5th Cir. 1995), *cert. denied*, 516 U.S. 862 (1995), the Court must make an initial objective determination of attorneys' fees by

multiplying Gray Reed's reasonable hourly rate by the number of hours reasonably expended by Gray Reed in performing services. The lodestar amount may then be adjusted by taking the twelve (12) subjective factors set forth in *Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974), into consideration, even though the *Johnson* factors are generally subsumed within the lodestar calculation. *Pennsylvania v. Del. Valley Citizen's Council for Clean Air*, 478 U.S. 546, 56364 (1986).

43. The *Johnson* factors are: (1) the time and labor required; (2) the novelty and complexity of the issues presented; (3) the skill required to properly perform the legal services rendered; (4) preclusion of other employment due to acceptance of the engagement; (5) customary fee charges for like work; (6) whether the fee is fixed or contingent; (7) time limitations imposed by circumstances or the client; (8) the amount in controversy and results obtained; (9) the experience, reputation, and ability of counsel; (10) the undesirability of the case; (11) the nature and length of the professional relationship between counsel and client; and (12) fee awards in similar cases. *See Johnson*, 488 F.2d at 71719. Most of the *Johnson* factors were previously discussed in this Application (*i.e.*, factors 1, 2, 3, 5, 6, 8, and 9). With respect to the remaining factors, Gray Reed states that: it was not precluded from accepting other employment (factor 4); the only time limitations imposed on Gray Reed were those imposed by Court order, the Local Rules, the Bankruptcy Rules, or that were otherwise existing at the time of Gray Reed's retention (factor 7); this representation was not undesirable (factor 10); and the fees sought herein are modest in comparison to fees awarded in other chapter 11 cases of this size in the United States and this District (factor 12). In addition, Gray Reed was prudent in its expenditure of time and money to ensure that neither resources nor value was squandered. Gray Reed respectfully submits that, based upon the objective and subjective factors, the fees sought herein are reasonable.

44. A reasonable hourly rate is the prevailing market rate in the community for similar services rendered by attorneys of comparable skill, experience, and reputation. *Blum v. Stenson*, 465 U.S. 886, 895 (1984). Gray Reed respectfully submits that its rates are generally comparable to those of other firms of a similar size with comparable bankruptcy practices and similar expertise that have a national presence, as well as a presence in the Northern District of Texas.

45. Gray Reed has done its best to minimize the number of professionals and paraprofessionals working on this case to ensure that this case proceeded smoothly, expeditiously, and in a cost effective and efficient manner.

46. Taking into consideration the time and labor spent, the nature and extent of the representation, and the nature of these proceedings, Gray Reed believes the allowance sought herein is reasonable, in light of the rates charged, the services performed, and the results achieved. Accordingly, for all of the above reasons, Gray Reed respectfully submits that the fees sought in this Application are reasonable under section 330 of the Bankruptcy Code and applicable case law standards and should be awarded in full.

Summary of Expenses

47. Gray Reed has incurred actual expenses on the Committee's behalf in the amount of \$12,512.49 during the Application Period, as set forth in **Exhibit F**. Records for overnight delivery, other air freight and messenger services, postage, computer research, and other expenses are those charged to Gray Reed and maintained by Gray Reed's accounting personnel. There is no minimum dollar charge with respect to any expense item, and the charges set forth are those charged routinely to other clients. Gray Reed charges \$0.20 per page for in-house photocopying charges. These charges are intended to cover Gray Reed's costs for the services; Gray Reed does not believe that the charges constitute a profit. A determination of the actual expense per page for photocopying services is dependent on both the volume of copies or facsimiles and the total

expense attributable to photocopying and facsimiles on an annual basis. Outside copy service charges, delivery expenses, and computer research time are billed at actual rates charged to Gray Reed. Postage is charged at the actual rate charged by the U.S. Postal Service or at any lesser rate charged to Gray Reed by Gray Reed's postal vendor(s).

Notice

48. Gray Reed will provide notice of this Application to the following parties or their respective counsel: (a) the Debtors, (b) the Office of the United States Trustee for the Northern District of Texas; (c) the Debtors' Senior DIP Lender and Plan Sponsor; (d) the Junior DIP Lender (e) the United States Attorney's Office for the Northern District of Texas; (f) the Internal Revenue Service; (g) the state attorneys general for states in which the Debtors conduct business; and (h) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Committee respectfully submits that, in light of the nature of the relief requested, no other or further notice need be given.

Conclusion

WHEREFORE, Gray Reed respectfully requests this Court enter an order (i) awarding final compensation to Gray Reed of **\$795,732.35** in fees for services rendered on behalf of the Committee and **\$12,512.49** for expenses incurred during the Application Period, as may be supplemented prior to any hearing on this Application; (ii) directing the Debtors to pay the balance of **\$329,687.62** in fees and **\$11,298.01** in expenses incurred but unpaid during the Application Period; and (iii) granting Gray Reed such other and further relief as may be just and proper.

Respectfully submitted this 28th day of January 2026.

GRAY REED

By: /s/ Jason S. Brookner

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Certificate of Service

I certify that on January 28, 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

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Exhibit A

Brookner Declaration

**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)
Debtors. ¹	§	(Jointly Administered)

**DECLARATION OF JASON S. BROOKNER IN SUPPORT OF THE FIRST AND
FINAL APPLICATION OF GRAY REED FOR ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD OF JULY 10, 2025, THROUGH DECEMBER 16, 2025**

Jason S. Brookner declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a partner in the law firm of Gray Reed (“Gray Reed”). Gray Reed maintains offices in Houston, Dallas, and Waco, Texas. With approximately 150 attorneys, the Firm provides a full range of legal services to clients throughout Texas and the United States.

2. I am the lead attorney from Gray Reed working on the above-captioned chapter 11 cases. I am a member in good standing of the State Bar of Texas, and I am admitted to practice in the United States Bankruptcy Court for the Northern District of Texas. No disciplinary proceedings are pending against me.

3. I submit this declaration (this “Declaration”) in support of the *First and Final Application of Gray Reed for Allowance of Compensation for Services Rendered and*

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.

Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors for the Period from July 10, 2025, through December 16, 2025 (the “Application”).²

4. To the best of my knowledge, information, and belief, the statements contained in the Application are true and correct. In addition, I believe that the Application complies with Local Rule 2016-1 and the United States Trustee *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”).

5. In connection with the UST Guidelines, I hereby certify that:

- a. to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions;
- b. the fees and expenses sought in the Application are billed at rates customarily employed by Gray Reed and generally accepted by Gray Reed’s clients. In addition, none of the professionals seeking compensation varied their hourly rate based on the geographic location of the Debtors’ cases;
- c. Gray Reed has not prepared a Budget and Staffing Plan for this engagement;
- d. Gray Reed did not increase the hourly rates for its professionals or paraprofessionals from those ranges disclosed in the Gray Reed employment application;
- e. Gray Reed is seeking compensation with respect to reviewing and revising all time entries to ensure compliance with the UST Guidelines, the Interim Compensation Order, and applicable provisions of the Bankruptcy Code, Bankruptcy Rules, and Local Bankruptcy Rules, and necessary protections for confidential and privileged work performed for the Committee;
- f. Gray Reed is seeking compensation through this Application for time spent preparing this Application;
- g. in providing a reimbursable expense, Gray Reed does not make a profit on that expense, whether the service is performed by Gray Reed in-house or through a third party;

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

- h. in accordance with Bankruptcy Rule 2016(a) and section 504 of the Bankruptcy Code, no agreement or understanding exists between Gray Reed and any other person for the sharing of compensation to be received in connection with the above cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Local Rules; and
- i. all services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed in Dallas, Texas on this 28th day of January 2026.

/s/ Jason S. Brookner
Jason S. Brookner

Exhibit B

**Gray Reed's First Monthly Fee Statement
(July 10, 2025 through July 31, 2025)**



GRAY REED®

JASON S. BROOKNER
D: 469-320-6132
jbrookner@grayreed.com

DALLAS | HOUSTON | WACO

September 17, 2025

NOTICE PARTIES

FOLEY & LARDNER LLP

Holland N. O'Neil (honeil@foley.com)
Timothy C. Mohan (tmohan@foley.com)
Nora McGuffey (nora.mcguffey@foley.com)
Quynh-Nhu Truong (qtruong@foley.com)

KANE RUSSELL COLEMAN LOGAN PC

Jason Binford (jbinford@krcl.com)

COZEN O'CONNOR

Trevor Hoffman (thoffmann@cozen.com)
David Kirchblum (dkirchblum@cozen.com)

OFFICE OF THE UNITED STATES TRUSTEE

Meredyth A. Kippes (meredith.kippes@usdoj.gov)

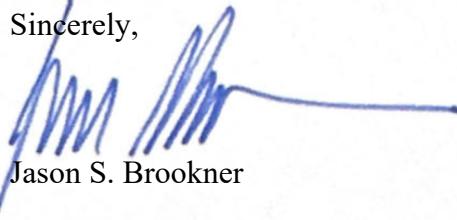
Re: *In re Higher Ground Education, Inc., et al.* - Case No. 25-80121 (MVL)

In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 319] (the “Interim Compensation Order”), Gray Reed, as counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits the enclosed summary fee statement (the “First Monthly Fee Statement”) and the corresponding invoices showing the services rendered and expenses incurred from July 10, 2025, through July 31, 2025 (the “First Fee Period”).

Pursuant to the Interim Compensation Order, and if no objection(s) are received within ten (10) days of receipt of Gray Reed’s First Monthly Fee Statement, the Debtors shall promptly pay the following amounts: (a) **\$268,809.20**, which represents 80% of the total undisputed fees sought (**\$336,011.50**) for the reasonable and necessary legal services rendered to the Committee during the First Fee Period; and (b) **\$32.56**, which represents 100% of the actual and necessary expenses incurred during the First Fee Period, for total compensation of **\$268,841.76**.

If you have any questions or comments, please feel free to contact me at (469) 320-6132.

Sincerely,



Jason S. Brookner

JSB/vs
Enclosures

cc: Amber M. Carson (acarson@grayreed.com)

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)
	§	
Debtors. ¹	§	(Jointly Administered)
	§	

**GRAY REED'S FIRST MONTHLY FEE STATEMENT
FOR THE PERIOD FROM JULY 10, 2025, THROUGH JULY 31, 2025**

Summary of Professionals and Paraprofessionals Included in this Fee Statement

Professionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Jason S. Brookner	Partner	1995	\$990.00	37.60	\$37,224.00
Aaron M. Kaufman	Partner	2007	\$850.00	79.30	\$67,405.00
Lydia R. Webb	Partner	2012	\$795.00	55.20	\$43,884.00
Brian A. Clark	Partner	2014	\$775.00	3.90	\$3,022.50
Amber M. Carson	Partner	2012	\$750.00	109.60	\$82,200.00
Brian E. Waters	Partner	2013	\$700.00	0.60	\$420.00
Matthew H. Van Benschoten	Associate	2018	\$675.00	0.40	\$270.00
Emily F. Shanks	Associate	2018	\$595.00	111.20	\$66,164.00
Tatianna L. Brannen	Associate	2019	\$570.00	5.30	\$3,021.00
Caleb H. O'Donnell	Associate	2024	\$495.00	3.80	\$1,881.00
Sean R. Burns	Associate	2023	\$450.00	9.90	\$4,455.00
			\$0.00	0.80	\$0.00
Stephanie M. Snyder-Zuasnabar	Associate	2022	\$450.00	8.60	\$3,870.00
Blake M. Bryan	Associate	2024	\$425.00	33.20	\$14,110.00
<i>SUBTOTAL FOR Professionals</i>					<i>\$459.40</i>
					<i>\$327,926.50</i>

Paraprofessionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation	
Veronica T. Salazar	Paralegal	N/A	\$385.00	21.00	\$8,085.00	
			\$0.00	0.10	\$0.00	
<i>SUBTOTAL FOR Paraprofessionals</i>				<i>21.10</i>	<i>\$8,085.00</i>	
				<i>TOTAL</i>	<i>480.50</i>	
				<i>\$336,011.50</i>		

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.

Summary of Compensation Requested by Project Category

Matter No.	Matter Description	Billed Hours	Fees	Expenses	Total Compensation
2	Asset Analysis and Recovery	13.00	\$6,270.50	\$0.00	\$6,270.50
3	Asset Disposition	3.60	\$2,638.00	\$0.00	\$2,638.00
4	Assumption and Rejection of Leases and Contracts	7.40	\$5,768.50	\$0.00	\$5,768.50
7	Business Operations	6.00	\$3,766.00	\$0.00	\$3,766.00
8	Case Administration	58.80	\$40,292.00	\$0.00	\$40,292.00
10	Claims Administration and Objections	0.10	\$59.50	\$0.00	\$59.50
11	Corporate Governance and Board Matters	17.00	\$11,156.50	\$0.00	\$11,156.50
13	Professional Employment and Fee Applications	6.20	\$2,976.00	\$0.00	\$2,976.00
14	Employment and Fee Applications Objections	2.40	\$1,459.00	\$0.00	\$1,459.00
15	Financing and Cash Collateral	19.10	\$15,213.00	\$0.00	\$15,213.00
17	Meetings and Communications with Creditors	39.40	\$26,384.00	\$0.00	\$26,384.00
19	Plan and Disclosure Statement	10.90	\$6,719.00	\$0.00	\$6,719.00
21	Relief from Stay and Adequate Protection	0.80	\$600.00	\$0.00	\$600.00
23	Tax	9.50	\$6,223.50	\$0.00	\$6,223.50
25	Claim and Lien Investigations	286.30	\$206,486.00	\$0.00	\$206,486.00
26	Expenses	0.00	\$0.00	\$32.56	\$32.56
TOTAL		480.50	\$336,011.50	\$32.56	\$336,044.06

Summary of Expenses Requested by Category

Service Description		Amount
Copies		\$0.00
Telephone		\$0.00
Online Research		\$15.56
Delivery Services/Courier		\$0.00
Local Travel: Parking		\$17.00
Out-of-Town Travel:		
	Transportation	\$0.00
	Hotel	\$0.00
	Meals	\$0.00
	Ground Transportation	\$0.00
Meals (local)		\$0.00
Court Fees		\$0.00
Transcripts		\$0.00
Litigation Support Vendors		\$0.00
TOTAL		\$32.56

July 2025 Invoices



Bill Date: August 22, 2025
Client.Matter: 031900.000002
Attorney: Amber M. Carson
Invoice: 821612
Page: 1 of 2

GRAY REED®

1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Analysis and Recovery

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$6,270.50
Total this Invoice	\$6,270.50
Total Now Due	\$6,270.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000002 **Invoice #** 821612

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000002
Invoice: 821612
Page: 2 of 2

Matter 000002 – Asset Analysis and Recovery

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/11/25	AMC	Review schedules filed by multiple debtors.	0.60	\$ 450.00
07/11/25	BB	Perform extensive review and analysis of Debtors' schedules.	1.80	\$ 765.00
07/12/25	AMC	Review Schedules re asset ownership and values.	0.30	\$ 225.00
07/14/25	AMC	Confer with B. Bryan re Schedules issues and incorrectly-listed general unsecured claim amounts.	0.30	\$ 225.00
07/14/25	BB	Continue comprehensive review of Debtors' Schedules (7.8); confer with A. Carson with substance of Schedules and issues w/ same (.4)	8.20	\$ 3,485.00
07/16/25	AMC	Call with S. Snyder-Zuasnabar re D&O policy analysis.	0.30	\$ 225.00
07/16/25	SMS	Initial analysis of facts potentially relevant to coverage review.	0.30	\$ 135.00
07/22/25	ES	Review summary of schedules and statements (.2); begin further analysis of same (.3); summarize Barney related litigation (.4).	0.90	\$ 535.50
07/24/25	AMC	Review and analyze insurance summary.	0.30	\$ 225.00
Total Professional Services			13.00	\$6,270.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	1.80	\$750.00	\$1,350.00
ES	Emily Shanks	0.90	\$595.00	\$535.50
SMS	Stephanie M. Snyder-Zuasnabar	0.30	\$450.00	\$135.00
BB	Blake Bryan	10.00	\$425.00	\$4,250.00



Bill Date: August 22, 2025
Client.Matter: 031900.000003
Attorney: Amber M. Carson
Invoice: 821613
Page: 1 of 2

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Disposition

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$2,638.00
Total this Invoice	\$2,638.00
Total Now Due	\$2,638.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000003 **Invoice #** 821613

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000003
Invoice: 821613
Page: 2 of 2

Matter 000003 – Asset Disposition

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/11/25	AMC	Review draft motion to sell assets from Georgetown school (.3); review Transition Agreement and Bill of Sale re same (.2).	0.50	\$ 375.00
07/24/25	AMC	Review motion to sell Georgetown assets (.8); review Georgetown lease agreement (.3); lengthy emails with Debtors' counsel re same (.9).	2.00	\$ 1,500.00
07/29/25	AMC	Confer with E. Shanks re withdrawal of Georgetown sale motion and issues re same (.4); emails with Debtors' counsel re same (.2); confer with J. Brookner re same (.1).	0.70	\$ 525.00
07/29/25	ES	Confer with A. Carson re withdrawal of Georgetown sale motion and issues re same.	0.40	\$ 238.00
Total Professional Services			3.60	\$2,638.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	3.20	\$750.00	\$2,400.00
ES	Emily Shanks	0.40	\$595.00	\$238.00



Bill Date: August 22, 2025
Client.Matter: 031900.000004
Attorney: Amber M. Carson
Invoice: 821614
Page: 1 of 2

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Assumption and Rejection of Leases and Contracts

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$5,768.50
Total this Invoice	\$5,768.50
Total Now Due	\$5,768.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000004 **Invoice #** 821614

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000004
Invoice: 821614
Page: 2 of 2

Matter 000004 – Assumption and Rejection of Leases and Contracts

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/10/25	LW	Research precedent and objections to assumption of RSA.	0.50	\$ 397.50
07/10/25	JSB	Review RSA motion and related papers and research on same.	1.20	\$ 1,188.00
07/11/25	AMC	Emails with Debtors' counsel and Plan Sponsor counsel re outstanding RSA.	0.20	\$ 150.00
07/13/25	ES	Review and analyze lease rejection procedures.	0.60	\$ 357.00
07/14/25	AMC	Email to Debtors' counsel re omnibus lease assumption motion issues.	0.10	\$ 75.00
07/14/25	AMC	Call with Debtors' counsel re RSA assumption issues.	0.20	\$ 150.00
07/14/25	ES	Review and analyze omnibus lease assumption motion and proposed order re same.	0.80	\$ 476.00
07/15/25	JSB	Review and revise RSA assumption order and confer with counsel on same.	0.40	\$ 396.00
07/15/25	AMC	Review and revise proposed order approving, in part, RSA (.6); emails with J. Brookner re same (.3); review correspondence with Debtors' counsel re same (.2).	1.10	\$ 825.00
07/15/25	AMC	Review and provide comments to proposed order granting first omnibus motion to assume/assign leases.	0.30	\$ 225.00
07/16/25	AMC	Strategize with A. Kaufman re omnibus lease assumption motion issues (.5); emails with E. Shanks re Debtor-provided information re same (.2).	0.70	\$ 525.00
07/16/25	AMK	Review lease assumption motion and discuss strategy with A. Carson and E. Shanks.	0.60	\$ 510.00
07/16/25	ES	Emails with Debtors' counsel re value exchanged for lease assignment.	0.20	\$ 119.00
07/18/25	AMC	Confer with E. Shanks re revised form of RSA assumption order.	0.20	\$ 150.00
07/24/25	AMC	Review second omnibus lease assumption motion.	0.30	\$ 225.00
Total Professional Services			7.40	\$5,768.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	1.60	\$990.00	\$1,584.00
LW	Lydia Webb	0.50	\$795.00	\$397.50
AMK	Aaron M. Kaufman	0.60	\$850.00	\$510.00
AMC	Amber M. Carson	3.10	\$750.00	\$2,325.00
ES	Emily Shanks	1.60	\$595.00	\$952.00



Bill Date: August 22, 2025
Client.Matter: 031900.000007
Attorney: Amber M. Carson
Invoice: 821615
Page: 1 of 2

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Business Operations

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$3,766.00
Total this Invoice	\$3,766.00
Total Now Due	\$3,766.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000007 **Invoice #** 821615

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000007
Invoice: 821615
Page: 2 of 2

Matter 000007 – Business Operations

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/12/25	ES	Review and analyze insurance and tax motions.	0.60	\$ 357.00
07/13/25	ES	Initial review of wages motion (.4); review and analyze first day declaration and various first day motions to understand Debtors' business and issues re same (1.5).	1.90	\$ 1,130.50
07/14/25	JSB	Correspond with team on Wages motion/order.	0.30	\$ 297.00
07/14/25	ES	Continue review and analysis of wages motion and proposed order (.8); review and analyze cash management motion and proposed order (.9); draft email to Gray Reed team re Committee concerns re same (.5).	2.20	\$ 1,309.00
07/15/25	AMC	Confer with E. Shanks re proposed revisions to cash management order (.3); review correspondence with Debtors' counsel re same (.1); review correspondence with Debtors' counsel re wages order issues and revisions (.1).	0.50	\$ 375.00
07/15/25	ES	Emails with T. Mohan re cash management final order (.3); emails with N. McGuffey re final wages motion and proposed language re same (.2).	0.50	\$ 297.50
Total Professional Services			6.00	\$3,766.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	0.30	\$990.00	\$297.00
AMC	Amber M. Carson	0.50	\$750.00	\$375.00
ES	Emily Shanks	5.20	\$595.00	\$3,094.00



Bill Date: August 22, 2025
Client.Matter: 031900.000008
Attorney: Amber M. Carson
Invoice: 821616
Page: 1 of 4

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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Case Administration

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$40,292.00
Total this Invoice	\$40,292.00
Total Now Due	\$40,292.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000008 **Invoice #** 821616

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000008
Invoice: 821616
Page: 2 of 4

Matter 000008 – Case Administration

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/10/25	JSB	Initial work on case matters (reviewing key documents and pleadings, discussing with counsel and related) (1.7); review pleadings and email traffic (.4).	2.10	\$ 2,079.00
07/10/25	AMC	Call with A. Chiarello re Disclosure Statement motion and strategy moving forward (.2); multiple strategy sessions with E. Shanks and J. Brookner (together and separately) re next steps in case (3.8); many lengthy emails to Debtors' counsel re extension of second day deadlines, document production, hearing continuances, and related issues (.8); confer with A. Kaufman re same (.2); call with Debtors' counsel re same (.7); email to US Trustee re UCC selection (.1); confer with V. Salazar and S. Grant re notice of appearance (.2); email to client with agenda for first meeting (.3).	6.30	\$ 4,725.00
07/10/25	AMC	Confer with V. Salazar re 2019 statement.	0.10	\$ 75.00
07/10/25	ES	Call with A. Chiarello re Disclosure Statement motion and strategy moving forward (.2); multiple strategy sessions with A. Carson and J. Brookner (together and separately) re next steps in case (2.3); call with Debtors' counsel and A. Carson re case issues and extensions (.7); begin reviewing and analyzing first day motions (1.4).	4.60	\$ 2,737.00
07/10/25	VTS	Confer with A. Carson re 2019 statement.	0.10	\$ 38.50
07/11/25	AMC	Strategize with J. Brookner re next steps in case and staffing of same (.4); call with counsel for Debtors and Plan Sponsor/Sr. DIP lender re RSA and DIP issues (1.0); strategize with J. Brookner, A. Kaufman, and L. Webb re RSA, DIP, deposition scheduling, and other immediate issues (.4).	1.80	\$ 1,350.00
07/11/25	ES	Confer with S. Burns re question re researching important case parties.	0.20	\$ 119.00
07/11/25	SRB	Review filed documents re RSA party information (.2); compile relevant info from same (.4).	0.60	\$ 270.00
07/11/25	VTS	Research rule 2019 disclosure requirements for committee representations (.7); draft 2019 statement (1.6); brief discussion with E. Shanks and A. Carson (together and separately) re same (.2); follow up with Gray Reed working team re draft 2019 statement (.2). [NO CHARGE 1.6].	1.10	\$ 423.50
07/12/25	JSB	Various correspondence with Debtors' counsel and lenders' counsel re RSA assumption and DIP issues (.5); review email traffic generally on same (.3).	0.80	\$ 792.00
07/12/25	ES	Review first day declaration and analyze case issues (2.5); review foreign vendor motion (.5) and administrative (.4).	3.40	\$ 2,023.00
07/13/25	JSB	In depth review of various first day pleadings, DIP budget and related.	2.20	\$ 2,178.00
07/13/25	AMC	Review and revise UCC Bylaws (1.1); confer with J. Brookner and E. Shanks re same (.2).	1.30	\$ 975.00
07/13/25	ES	Review and analyze various first day motions to construct case timeline.	1.70	\$ 1,011.50
07/14/25	JSB	Continued in-depth review of case, status, etc. (1.5); various correspondence with Debtors and principal RSA parties re RSA assumption motion, depositions, hearing next week and potential resolution (.9); communicate with UCC members on same (.4); many	3.50	\$ 3,465.00

CONFIDENTIAL

||| Gray Reed

Higher Ground Education, Inc. - UCC
 c/o Oro Vista Farms, LLC
 terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
 Client.Matter: 031900.000008
 Invoice: 821616
 Page: 3 of 4

		additional emails with Debtors' counsel et al on same (.7).		
07/14/25	AMC	Confer with J. Brookner and A. Kaufman re deposition, DIP, RSA, and other case issues.	0.60	\$ 450.00
07/14/25	ES	Continue reviewing and analyzing case facts and legal issues (1.2); confer with Gray Reed team re wages, cash management, and lease assumption motion and issues re second day hearing (.4); follow up re wages motion with J. Brookner (.2); strategize with A. Carson re case tasks and re omnibus assumption motion (.6); emails with debtors' counsel re wages final proposed order and re omnibus lease assumption motion (.3); confer with J. Brookner re committee financial advisor pitches (.2).	2.90	\$ 1,725.50
07/14/25	VTS	Correspond with E. Shanks and J. Brookner re Harney Partners committee presentation. [NO CHARGE].	0.10	\$ 38.50
07/15/25	AMC	Strategize with A. Kaufman re plan and general case issues (.6); review and revise 2019 statement (.2); review correspondence with UCC members re case status and potential retention of financial advisor (.2).	1.00	\$ 750.00
07/15/25	ES	Begin drafting witness and exhibit list for second day hearings.	0.50	\$ 297.50
07/16/25	AMC	Call with counsel for Debtors re next steps in case and various case issues (.9); review and revise witness & exhibit list for second day hearings (.2); confer with E. Shanks re same (.3).	1.40	\$ 1,050.00
07/16/25	AMC	Emails to Debtors' counsel re objection deadline for RSA assumption and DS Motion.	0.10	\$ 75.00
07/16/25	ES	Continue work on witness and exhibit list for second day hearings (1.2); confer with A. Carson re same (.2).	1.40	\$ 833.00
07/16/25	VTS	Work on witness and exhibit list for July 21, 2025 hearing (.8); correspond with E. Shanks re same (.1); review amended notice of hearing re August 8, 2025 hearing (.1); update calendar per same (.1).	1.10	\$ 423.50
07/17/25	AMC	Call with US Trustee re case status and upcoming issues (.6); prepare hearing notes for second day hearings (1.1); emails with Debtors' counsel re objection deadline for 8/8 hearing (.1); emails with A. Chairello re revision to 2019 statement (.1); email to V. Salazar re same (.1).	2.00	\$ 1,500.00
07/17/25	ES	Finalize witness and exhibit list for second day hearing.	0.50	\$ 297.50
07/17/25	VTS	Prepare witness and exhibit list and corresponding exhibits re July 21, 2025 hearing for filing (.5); finalize (.3) and file (.3) same.	1.10	\$ 423.50
07/17/25	VTS	Review email traffic re requested changes to draft 2019 statement (.1); revise same per same (.2).	0.30	\$ 115.50
07/18/25	JSB	Review email traffic with debtors and DIP lenders re DIP, RSA and second day hearing issues.	0.70	\$ 693.00
07/18/25	AMC	Review changes and further revise 2019 statement and emails to A. Chairello re same (.2); review and revise party in interest contact list (.2); continue preparing for second day hearings (.2); intro case call w/ newly-proposed FA to the Committee (.9).	1.50	\$ 1,125.00
07/18/25	ES	Review revised proposed orders on second day motions.	0.80	\$ 476.00
07/18/25	SRB	Research into D/L for retention applications (.7), calendar deadline and send invitation to J. Brookner, L. Webb, A. Kaufman, A. Carson, E. Shanks, and V. Salazar (.1). [NO CHARGE .8].	0.80	\$ 360.00
07/18/25	VTS	Assist A. Carson with preparations for Second Day hearings.	0.80	\$ 308.00
07/19/25	AMC	Continue preparing for second day hearings.	0.70	\$ 525.00

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Bill Date: August 22, 2025
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07/20/25	AMC	Continue preparing for second day hearings.	0.50	\$375.00
07/21/25	JSB	Prep for today's hearings (.7); attend today's hearings (1.0); follow up with C. Hendricks and A. Carson on same (.4).	2.10	\$2,079.00
07/21/25	AMC	Prepare for (.4) and attend (1.0) Second Day Hearings; follow up with C. Hendricks and J. Brookner following same (.4).	1.80	\$1,350.00
07/21/25	ES	Prepare for Second Day hearings (.3) [NO CHARGE]; attend Second Day hearings (virtually) (.9).	0.90	\$535.50
07/22/25	ES	Email to Debtors' counsel re Committee's financial advisor meeting.	0.10	\$59.50
07/22/25	VTS	Gather and organize Debtors' schedules, amended schedules, and statement of financial affairs in preparation for attorney review.	2.20	\$847.00
07/23/25	AMC	Email to A. Moller re 2019 statement information.	0.10	\$75.00
07/23/25	ES	Attend Emerald and Sierra introduction call re case issues.	1.10	\$654.50
07/24/25	VTS	Review court docket to locate and identify omnibus hearings and related deadlines (.2); update case calendar re same (.4).	0.60	\$231.00
07/25/25	VTS	Calculate and calendar deadlines to file witness and exhibit lists for multiple upcoming hearings.	0.30	\$115.50
07/28/25	VTS	Review and analysis of court docket to determine upcoming hearing dates and related deadlines (.1); update calendar re same (.2).	0.30	\$115.50
07/29/25	AMC	Confer with J. Brookner re case status and misc. outstanding issues (.5); emails with M. Kippes re retention applications and timing of hearing of DS Motion and RSA Motion (.2).	0.70	\$525.00
			Total Professional Services	58.80 \$40,292.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	11.40	\$990.00	\$11,286.00
AMC	Amber M. Carson	19.90	\$750.00	\$14,925.00
ES	Emily Shanks	18.10	\$595.00	\$10,769.50
SRB	Sean R. Burns	0.60	\$450.00	\$270.00
SRB	Sean R. Burns	0.80	\$0.00	\$0.00
VTS	Veronica T. Salazar	7.90	\$385.00	\$3,041.50
VTS	Veronica T. Salazar	0.10	\$0.00	\$0.00



Bill Date: August 22, 2025
Client.Matter: 031900.000010
Attorney: Amber M. Carson
Invoice: 821625
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Claims Administration and Objections

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$59.50
Total this Invoice	\$59.50
Total Now Due	\$59.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
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Reference: 031900.000010 **Invoice #** 821625

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Bill Date: August 22, 2025
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Matter 000010 – Claims Administration and Objections

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/15/25	ES	Confer with A. Carson re amount of general unsecured claims.	0.10	\$ 59.50
Total Professional Services			0.10	\$ 59.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
ES	Emily Shanks	0.10	\$595.00	\$ 59.50



Bill Date: August 22, 2025
Client.Matter: 031900.000011
Attorney: Amber M. Carson
Invoice: 821617
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Corporate Governance and Board Matters

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$11,156.50
Total this Invoice	<u>\$11,156.50</u>
Total Now Due	\$11,156.50

Please remit payment to:
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1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

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Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Bill Date:

August 22, 2025

Client.Matter:

031900.000011

Invoice:

821617

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Matter 000011 – Corporate Governance and Board Matters

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/10/25	ES	Begin drafting committee bylaws.	1.10	\$ 654.50
07/11/25	ES	Draft UCC bylaws.	2.80	\$ 1,666.00
07/11/25	VTS	Draft Schedule I to UCC Bylaws (.6); brief discussion with E. Shanks and A. Carson (together and separately) re same (.2).	0.80	\$ 308.00
07/12/25	JSB	Review and revise Bylaws (2.1); work with counsel on same (.4).	2.50	\$ 2,475.00
07/12/25	ES	Review revisions to UCC bylaws and implement and analyze issues re same.	2.20	\$ 1,309.00
07/13/25	JSB	Revise Bylaws several times (1.1) and transmit to committee members with cover note (.1).	1.20	\$ 1,188.00
07/13/25	ES	Continue work on Committee bylaws (.6); strategize with J. Brookner re same (.2).	0.80	\$ 476.00
07/14/25	ES	Update counsel information re Committee Bylaws.	0.20	\$ 119.00
07/15/25	ES	Email T. Mohan re confidentiality provisions re Committee bylaws (.2); begin reviewing Debtors' revisions to confidentiality provisions to Committee bylaws (.2).	0.40	\$ 238.00
07/16/25	ES	Review Debtors' revisions to confidentiality provisions in Committee Bylaws (.7); revise same (.9); review J. Brookner comments to same (.4) and implement same (.4); and confer with Gray Reed team re same (.3); email with Committee re Debtors' proposed revisions to same (.2).	2.90	\$ 1,725.50
07/17/25	ES	Finalize committee bylaws.	0.40	\$ 238.00
07/21/25	ES	Correspond with V. Salazar re execution of Committee Bylaws.	0.10	\$ 59.50
07/21/25	VTS	Prepare UCC Bylaws for execution (.1); coordinate execution of same (.2).	0.30	\$ 115.50
07/23/25	VTS	Correspond with E. Shanks re status of execution of UCC Bylaws.	0.10	\$ 38.50
07/24/25	ES	Emails with T. Nugent re Bylaws re revisions.	0.20	\$ 119.00
07/24/25	VTS	Correspond with E. Shanks re minor update to UCC Bylaws Schedule I (.1); update same per same (.2); correspond with T. Nugent re same (.1); follow up with E. Shanks and A. Moller (separately) re status of execution of UCC Bylaws (.2).	0.60	\$ 231.00
07/28/25	VTS	Correspond with E. Shanks re status of executed copy of UCC Bylaws.	0.20	\$ 77.00
07/29/25	ES	Review executed Committee bylaws (.1); email committee members re same (.1).	0.20	\$ 119.00
Total Professional Services			17.00	\$11,156.50

Professional Services - Timekeeper Summary

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Person		Hours	Rate	Amount
JSB	Jason S. Brookner	3.70	\$990.00	\$3,663.00
ES	Emily Shanks	11.30	\$595.00	\$6,723.50
VTS	Veronica T. Salazar	2.00	\$385.00	\$770.00



Bill Date: August 22, 2025
Client.Matter: 031900.000013
Attorney: Amber M. Carson
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$2,976.00
Total this Invoice	\$2,976.00
Total Now Due	\$2,976.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000013 **Invoice #** 821618

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Bill Date: August 22, 2025
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Invoice: 821618
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Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/10/25	VTS	Work on initial parties in interest list.	1.80	\$ 693.00
07/15/25	VTS	Review email correspondence from A. Carson re hearing on Debtors' proposed counsel and financial advisor's retention applications and interim comp motion (.1); review hearing notice (.2) and calendar relevant dates regarding same (.5).	0.80	\$ 308.00
07/18/25	AMC	Confer with E. Shanks re issues with interim compensation procedures and strategy for resolving same (.4); confer with S. Burns re filing retention applications (.1).	0.50	\$ 375.00
07/18/25	ES	Emails re interim comp motion (.2); confer with A. Carson re issues with interim compensation procedures and strategy for resolving same (.4); emails with T. Mohan and N. McGuffey re language in interim compensation proposed order (.3); confer with S. Burns re deadline re Committee professionals' retention application deadline (.1).	1.00	\$ 595.00
07/25/25	AMC	Confer with S. Burns re retention application issues.	0.20	\$ 150.00
07/25/25	SRB	Begin draft of retention application for Gray Reed.	1.90	\$ 855.00
Total Professional Services			6.20	\$2,976.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.70	\$750.00	\$525.00
ES	Emily Shanks	1.00	\$595.00	\$595.00
SRB	Sean R. Burns	1.90	\$450.00	\$855.00
VTS	Veronica T. Salazar	2.60	\$385.00	\$1,001.00



Bill Date: August 22, 2025
Client.Matter: 031900.000014
Attorney: Amber M. Carson
Invoice: 821626
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Employment and Fee Applications Objections

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$1,459.00
Total this Invoice	\$1,459.00
Total Now Due	\$1,459.00

Please remit payment to:
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Houston, TX 77056

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Bill Date: August 22, 2025
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Matter 000014 – Employment and Fee Applications Objections

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/15/25	ES	Review and analyze Foley retention application (.5); review and analyze Sierra retention application (.5); confer with A. Carson re same and re Foley application (.2).	1.20	\$ 714.00
07/16/25	ES	Review and analyze interim compensation procedures (.8) and confer with A. Carson re same (.2).	1.00	\$ 595.00
07/23/25	AMC	Emails to E. Shanks re Sierra retention application issues.	0.20	\$ 150.00
Total Professional Services			2.40	\$1,459.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.20	\$750.00	\$150.00
ES	Emily Shanks	2.20	\$595.00	\$1,309.00



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Attorney: Amber M. Carson
Invoice: 821619
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Higher Ground Education, Inc. - UCC
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Attention: Terry Nugent and Sophie Kim

RE: Financing and Cash Collateral

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$15,213.00
Total this Invoice	<u>\$15,213.00</u>
Total Now Due	\$15,213.00

Please remit payment to:
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1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

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Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000015 **Invoice #** 821619

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Bill Date: August 22, 2025
Client.Matter: 031900.000015
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Matter 000015 – Financing and Cash Collateral

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/11/25	AMC	Close review and analysis of Interim DIP Order.	3.70	\$2,775.00
07/14/25	JSB	Review, comment on and revise DIP order.	1.10	\$1,089.00
07/14/25	AMC	Provide comments to form of proposed DIP Order (3.2); call with Debtors' counsel re same (.2).	3.40	\$2,550.00
07/16/25	JSB	Review email traffic on DIP issues and potential resolutions (.8); confer with A. Carson on same and steps forward (.5).	1.30	\$1,287.00
07/16/25	AMC	Call with counsel to DIP lenders and Debtors re Final DIP Order issues and resolutions (1.0); follow up email to same group (.1); many emails with counsel to DIP lenders and Debtors re revisions to DIP order (1.5); review and analyze DIP lender and Debtor comments to final DIP order (1.2); conduct research re same (.4); confer with J. Brookner re all of the above (.3).	4.50	\$3,375.00
07/17/25	JSB	Correspond with various counsel on DIP issues / resolution and brief research on same (last look for avoidance actions) (.7); additional correspondence with Debtor and DIP counsel on DIP and related (.6).	1.30	\$1,287.00
07/17/25	AMC	Many emails with DIP and Debtor counsel (together and separately) re Final DIP Order language (.6); strategize with J. Brookner re same (.5); review further and revisions to revised version of the Final DIP Order (2.1).	3.20	\$2,400.00
07/18/25	AMC	Review revised version of final DIP Order for any additional issues (.3); email to counsel for Debtors and DIP Lenders re same (.1).	0.40	\$300.00
07/22/25	AMC	Review DIP variance report and email to Debtors' counsel re same.	0.20	\$150.00
Total Professional Services			19.10	\$15,213.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	3.70	\$990.00	\$3,663.00
AMC	Amber M. Carson	15.40	\$750.00	\$11,550.00



Bill Date: August 22, 2025
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 821620
Page: 1 of 4

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Higher Ground Education, Inc. - UCC
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Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$26,384.00
Total this Invoice	\$26,384.00
Total Now Due	\$26,384.00

Please remit payment to:
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Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Bill Date: August 22, 2025
Client.Matter: 031900.000017
Invoice: 821620
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Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/10/25	JSB	Prepare agenda and UCC communication on same.	0.40	\$ 396.00
07/11/25	JSB	Prep for Kick Off UCC call (.6); UCC Kick off call (.9).	1.50	\$ 1,485.00
07/11/25	AMC	Call with counsel for Guidepost Financial Partners (.6); Committee call (.9); follow up with J. Brookner and E. Shanks re same (.2); follow up emails to Committee re same (.4).	2.10	\$ 1,575.00
07/11/25	AMK	Attend initial call with UCC (.9) and follow up with J. Brookner and A. Carson to discuss working streams and responsibilities (.5).	1.40	\$ 1,190.00
07/11/25	ES	Committee call (.9); draft minutes re same (.3); confer with J. Brookner re meeting minutes (.3); email Committee co-chairs re same (.1).	1.60	\$ 952.00
07/12/25	ES	Continue drafting minutes for 7/11 committee meeting (.5); research and analyze general bar date and notice of same (.2); correspond with Committee re same (.1).	0.80	\$ 476.00
07/13/25	ES	Continue revising committee meeting minutes.	0.40	\$ 238.00
07/14/25	AMC	Email to UCC re potential resolution and timing for same (.2); review and revise deposition notice to 2 HR (.2); confer with B. Bryan re same (.2).	0.60	\$ 450.00
07/14/25	ES	Emails with Committee members re 7/14 meeting minutes (.2); emails with Committee cochairs re same (.2); review B. Bussey email re document request list and respond (.2); call with A. Mohler re Committee questions (.2).	0.80	\$ 476.00
07/15/25	ES	Correspond with Gray Reed team and Committee re 7/17 Committee meeting.	0.30	\$ 178.50
07/16/25	AMC	Call with counsel to general unsecured creditor re general case status (.1); emails with counsel to other creditors re same (.2).	0.30	\$ 225.00
07/17/25	JSB	UCC meeting (1.4); follow ups on same and FA retention (.7).	2.10	\$ 2,079.00
07/17/25	AMC	Call with counsel to Girns re case status and related issues (.2); call with counsel for Barney re same (.3); UCC call (1.3); follow up with UCC re same (.2).	2.00	\$ 1,500.00
07/17/25	AMK	Attend committee meeting to provide update on investigation.	0.50	\$ 425.00
07/17/25	ES	Draft committee agenda for 7/17 committee meeting (.5); prep for committee meeting (.4); attend committee meeting (1.3); draft committee meeting minutes (.4); confer with J. Brookner re same (.2).	2.80	\$ 1,666.00
07/17/25	SRB	Review and summarize docket for material filings from the past week.	4.60	\$ 2,070.00
07/18/25	AMC	Email with counsel to unsecured creditor re first day declaration substance.	0.10	\$ 75.00
07/18/25	ES	Prepare for Committee call with Emerald Capital (.2); confer with Emerald Capital partners re introduction meeting (.1); partially attend call with Emerald Capital re investigation (.8).	1.10	\$ 654.50
07/21/25	JSB	UCC meeting.	0.50	\$ 495.00
07/21/25	AMC	UCC Meeting.	0.50	\$ 375.00

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Higher Ground Education, Inc. - UCC
 c/o Oro Vista Farms, LLC
 terry@orovistafarms.com; sophiea.jk@gmail.com

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07/21/25	ES	Draft agenda for 7/21 committee meeting (.2); confer with J. Brookner and A. Carson (separately) re same (.3); confer with S. Kim and T. Nugent re minutes for 7/17 committee meeting and 7/21 agenda (.3); emails with Committee team re 7/21 meeting (.2); attend 7/21 Committee meeting (.5); draft meeting minutes (.3); email Committee 7/17 Committee meeting minutes and re Bylaws (.1).	1.90	\$ 1,130.50
07/23/25	ES	Correspond with Committee re meeting minutes for 7/21 and executing Bylaws.	0.20	\$ 119.00
07/24/25	AMC	Email to counsel for landlord re investigation status (.2); call with father of former student re deposit return (.2); email to counsel for Debtors and GGE re same (.2); call with counsel to Guidepost Financial re case/investigation status (.5).	1.10	\$ 825.00
07/24/25	ES	Call with M. Taubenfeld re landlord unsecured claimant and case.	0.30	\$ 178.50
07/24/25	SRB	Review and summarize material filings from the week.	2.10	\$ 945.00
07/25/25	AMC	Confer with J. Brookner re content of call with counsel to Guidepost Financial (.2); email to counsel for Guidepost Financial re offer to provide documents for investigation (.2).	0.40	\$ 300.00
07/25/25	ES	Confer with J. Brookner and A. Carson re agenda for Monday Committee meeting (.3); emails with Committee re setting up Monday Committee meeting (.4).	0.70	\$ 416.50
07/25/25	SRB	Incorporate edits to draft of email to creditors' committee (.2) proof final draft of email to committee members for formatting and punctuation and send to same (.1); revise summary email per J. Brookner comments (.2); email to UCC with filing summary (.2).	0.70	\$ 315.00
07/28/25	LW	Attend committee meeting.	0.60	\$ 477.00
07/28/25	JSB	Committee meeting re investigation update.	0.60	\$ 594.00
07/28/25	AMC	UCC meeting (.6); confer with E. Shanks re recap of 341 meeting (.4).	1.00	\$ 750.00
07/28/25	ES	Prepare for 7/28 Committee meeting (.2); email Committee members re agenda re 7/28 meeting (.1); attend 7/28 Committee meeting (.6); draft Committee minutes re same (.5); prepare for 341 meeting (.4); attend and participate in 341 meeting (1.5); follow up re same with A. Carson (.4); confer with Committee re recurring weekly meeting and set up same (.3).	4.00	\$ 2,380.00
07/29/25	AMC	Call with counsel for C. Barney re case status and misc. issues. (.4); email to creditor (R. Avni) re update of contact information (.1); email to M. Herder re deposit status (.1); email to counsel for Debtors and GGE re same (.1).	0.70	\$ 525.00
07/29/25	ES	Emails with Committee co-chairs re 7/28 committee minutes (.2) and email committee re same (.1).	0.30	\$ 178.50
07/30/25	AMC	Email to creditor (J. McDonald) re case status.	0.20	\$ 150.00
07/30/25	ES	Correspond with Committee members re 7/28 Committee meeting agenda and re 2nd omni. lease assumption motion.	0.20	\$ 119.00

Total Professional Services 39.40 \$26,384.00

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Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	5.10	\$990.00	\$5,049.00
LW	Lydia Webb	0.60	\$795.00	\$477.00
AMK	Aaron M. Kaufman	1.90	\$850.00	\$1,615.00
AMC	Amber M. Carson	9.00	\$750.00	\$6,750.00
ES	Emily Shanks	15.40	\$595.00	\$9,163.00
SRB	Sean R. Burns	7.40	\$450.00	\$3,330.00



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Attorney: Amber M. Carson
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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$6,719.00
Total this Invoice	\$6,719.00
Total Now Due	\$6,719.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000019 **Invoice #** 821621

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000019
Invoice: 821621
Page: 2 of 2

Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/11/25	AMK	Begin review of pleadings in case to prepare response to RSA assumption motion and approval of disclosure statement.	1.20	\$ 1,020.00
07/11/25	BB	Research and analyze caselaw re milestone requirements and court preferences on same.	4.40	\$ 1,870.00
07/11/25	VTS	Brief discussion with B. Bryan re court orders re milestones (.1); research same (.3).	0.40	\$ 154.00
07/12/25	AMC	Continue close review of RSA.	1.10	\$ 825.00
07/13/25	AMC	Continue close review of draft Plan.	1.70	\$ 1,275.00
07/14/25	AMC	Draft analysis of Junior Class Distribution per Plan (.8); multiple emails to Debtors' counsel re same (.4); emails with J. Brookner, A. Kaufman, and L. Webb re same (.2); many emails to counsel to Debtors, Plan Sponsor, and DIP Lenders re potential resolution of RSA, Disclosure Statement, and related issues (.6).	2.00	\$ 1,500.00
07/15/25	AMC	Emails with Debtors' counsel re plan negotiations.	0.10	\$ 75.00
Total Professional Services			10.90	\$6,719.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	1.20	\$850.00	\$1,020.00
AMC	Amber M. Carson	4.90	\$750.00	\$3,675.00
BB	Blake Bryan	4.40	\$425.00	\$1,870.00
VTS	Veronica T. Salazar	0.40	\$385.00	\$154.00



Bill Date: August 22, 2025
Client.Matter: 031900.000021
Attorney: Amber M. Carson
Invoice: 821622
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Relief from Stay and Adequate Protection

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$600.00
Total this Invoice	\$600.00
Total Now Due	\$600.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000021 **Invoice #** 821622

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Bill Date: August 22, 2025
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Matter 000021 – Relief from Stay and Adequate Protection

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/14/25	AMC	Review Debtors' proposed 9019/stay motion relating to payment of insurance proceeds (.3); emails to Debtors' counsel with additional questions re same (.2).	0.50	\$ 375.00
07/21/25	AMC	Emails to Debtors re missing insurance policy information in relation to 9019/lift stay request (.1); review spreadsheet w/ insurance info re same (.2).	0.30	\$ 225.00
Total Professional Services			0.80	\$600.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.80	\$750.00	\$600.00



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Client.Matter: 031900.000023
Attorney: Amber M. Carson
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c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Tax

Bill-at-a-Glance – for services through August 1, 2025

Professional Services	\$6,223.50
Total this Invoice	\$6,223.50
Total Now Due	\$6,223.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000023 **Invoice #** 821623

For questions about this bill please call 1.888.908.8159 or
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Bill Date: August 22, 2025
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Matter 000023 – Tax

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/24/25	AMC	Review and analyze NOL information in schedules (.3); lengthy email to tax team re same (.5).	0.80	\$ 600.00
07/30/25	AMC	Review and analyze NOL issue summary from B. Clark; email to B. Clark re same.	0.30	\$ 225.00
07/30/25	BAC	Research bankruptcy exception and related exceptions for NOL retention following purchase in ch 11 case (1.9); discuss same with Gray Reed tax team (.3); draft comments for bankruptcy group re same (.3).	2.50	\$ 1,937.50
07/30/25	CO	Call with B. Clark to discuss NOL research questions.	0.20	\$ 99.00
07/30/25	MVB	Correspondence with B. Clark re Section 382 / NOLs / Bankruptcy restructuring tax questions (.2); conduct research re the same (.2).	0.40	\$ 270.00
07/31/25	BAC	Discuss creditor acquisition of equity with Gray Reed bankruptcy team (.3); analyze IRC 382(l)(5) requirements (.6); call with C. O'Donnell re same (.5).	1.40	\$ 1,085.00
07/31/25	CO	Call with B. Clark re Internal Revenue Code Section 382(l)(5) exception (.5); research re 382(l)(5) exceptions (3.1).	3.60	\$ 1,782.00
07/31/25	AMC	Confer with B. Clark re NOL acquisition issues.	0.30	\$ 225.00
Total Professional Services			9.50	\$6,223.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
BAC	Brian A. Clark	3.90	\$775.00	\$3,022.50
AMC	Amber M. Carson	1.40	\$750.00	\$1,050.00
MVB	Matthew H. Van Benschoten	0.40	\$675.00	\$270.00
CO	Caleb O'Donnell	3.80	\$495.00	\$1,881.00



Bill Date: August 22, 2025
Client.Matter: 031900.000025
Attorney: Amber M. Carson
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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Claim and Lien Investigations

Bill-at-a-Glance – for services through July 31, 2025

Professional Services	\$206,486.00
Total this Invoice	<u>\$206,486.00</u>
Total Now Due	\$206,486.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000025 **Invoice #** 821624

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Matter 000025 – Claim and Lien Investigations

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
07/11/25	LW	Begin reviewing first day declaration in connection with investigation (1.0); confer with A. Kaufman re investigation (.2).	1.20	\$ 954.00
07/11/25	AMC	Emails to Debtors' counsel re initial document request list and deposition scheduling (.2); review and revise same (.2); begin review and analysis of documents provided by UCC members (1.1).	1.50	\$ 1,125.00
07/11/25	ES	Continue working on list of initial document requests (.9); strategize with A. Carson re same (.7); confer with B. Bryan re questions re analyzing estate assets (.1) and re chapter 11 case transcript research re milestones (.1).	1.80	\$ 1,071.00
07/11/25	VTS	Review email traffic re creation of ShareFile document exchange staging area (.2); prepare same (.5).	0.70	\$ 269.50
07/12/25	JSB	Call with SC&H re background, etc. (1.0); follow up with A. Carson, with additional strategy and planning (1.2).	2.20	\$ 2,178.00
07/12/25	AMC	Call with rep from SC&H re prepetition marketing process (.8); follow up with J. Brookner re same (1.3).	2.10	\$ 1,575.00
07/12/25	AMK	Initial review of first day declaration, RSA motion, and related documents (1.8); send preliminary comments to J. Brookner, A. Carson, and L. Webb (.2).	2.00	\$ 1,700.00
07/13/25	AMC	Confer w/ A. Kaufman re deposition topics (.4); emails to Debtors' counsel re same (.2).	0.60	\$ 450.00
07/14/25	LW	Review pleadings in connection with investigation (1.5); correspondence re same (.2).	1.70	\$ 1,351.50
07/14/25	AMC	Emails to Debtors' counsel and Plan Sponsor's counsel re deposition logistics and related issues (.5); strategize with J. Brookner and A. Kaufman re same (.3); review and revise depo notice to Plan Sponsor (.4).	1.20	\$ 900.00
07/14/25	AMK	Further review of available documents and prepare initial witness outline for 2HR and 5Y Rule 30(b)(6) deposition (3.8); monitor e-mails regarding continuance of RSA motion and correspond with J. Brookner, A. Carson, and L. Webb regarding same (.7).	4.50	\$ 3,825.00
07/14/25	BB	Draft 30(b)(6) deposition notice for 2HR (1.5); draft 30(b)(6) deposition notice for the Debtors (1.2); confer with A. Carson re same (.3).	3.00	\$ 1,275.00
07/14/25	ES	Confer with A. Carson and A. Kaufman re case issues and potential deposition on 7/15 (.2); review committee additions re document request list (.3).	0.50	\$ 297.50
07/14/25	VTS	Prepare 30(b)(6) deposition notice for filing (.1); correspond with Gray Reed working team re same (.2); file same (.1).	0.40	\$ 154.00
07/15/25	LW	Meet with A. Kaufman and A. Carson (together and separately) re investigation game plan (1.0); continue reviewing pleadings re same (1.0); follow up correspondence re same (.3); work with B. Bryan on discovery requests to RSA parties (.4).	2.70	\$ 2,146.50
07/15/25	AMC	Emails with B. Bryan re notice cancelling Plan Sponsor deposition (.1); review notice re same (.1); email to Debtors' counsel re same (.1).	0.30	\$ 225.00

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07/15/25	AMC	Follow up emails with Debtors' professionals re document request (.1); strategize with A. Kaufman and L. Webb re same (.7).	0.80	\$ 600.00
07/15/25	AMK	Monitor emails regarding RSA hearing resolutions (.3); review of relevant filings to prepare for strategy discussion (.7); strategy discussion with L. Webb and A. Carson (together and separately) regarding RSA issues (1.0); draft detailed strategy plan for review by co-counsel (.5) and follow up e-mails re same (.3).	2.80	\$ 2,380.00
07/15/25	BB	Draft notice of canceled deposition (.5); confer with L. Webb and A. Kaufman re Request for Productions and 30(b)(6) deposition notices for GGE/Learn Capital and WTI (.4); draft Request for Production to GGE/Learn Capital (1.6).	2.50	\$ 1,062.50
07/15/25	ES	Confer and strategize with Gray Reed team re first omnibus lease assumption motion (.4); continue analyze issues re same (.4).	0.80	\$ 476.00
07/15/25	VTS	Finalize and file notice of cancellation of 30(b)(6) deposition notice re 2HR.	0.10	\$ 38.50
07/15/25	VTS	Gather and organize documents received re 214 E Hallandale and RTS Orchards.	0.80	\$ 308.00
07/16/25	LW	Compile and organize information into summary charts, player glossary and timeline (1.1); attend debtor call (.9); follow up meeting with team re investigation and next steps (1.2); review and revise RFPs and 30(b)(6) to GGE/Learn, Cosmic, and WTI (1.5); confer with B. Bryan re same (.2); attend call with J. Binford re discovery (.5); follow up correspondence re same (.2); attend call with Yu Capital's counsel re discovery (.3); follow up re same (.2).	6.10	\$ 4,849.50
07/16/25	JSB	Confer with investigation team on status, strategy and steps forward.	0.60	\$ 594.00
07/16/25	AMC	Review multiple correspondence between UCC counsel and counsel to released parties re interviews, document production, and other investigation issues.	0.50	\$ 375.00
07/16/25	AMK	Prepare for call with Debtors' professionals (.5); call with Foley and Gray Reed teams to discuss plan and investigation process (.9); work with L. Webb, E. Shanks, and B. Bryan to discuss strategy for investigations (1.2); work on discovery requests with L. Webb and B. Bryan (.5); call with J. Binford and L. Webb to discuss discovery items (.5); e-mails to counsel for other RSA parties to set up initial calls (.2); call with C. Desiderio and L. Webb on discovery requests (.3).	4.10	\$ 3,485.00
07/16/25	BB	Continue drafting Request for Production to GGE (3.5); draft protective order (.9) [NO CHARGE]; attend discovery meeting with Debtors (.9); work with A. Kaufman, L. Webb, and E. Shanks to discuss investigation and strategy (1.2) [NO CHARGE]; draft Request for Production to WTI (.5); draft Request for Production to Cosmic (.5); draft 30(b)(6) deposition notice to GGE, WTI, and Cosmic (2.9); draft Request for Production to Yu Capital (1.3).	9.60	\$ 4,080.00
07/16/25	ES	Strategize re omnibus lease assumption motion (.4); strategize with A. Kaufman re tasks re Committee investigation and preparation for Debtor call re same (.4); call with Debtor's counsel re investigation (.7) [No charge]; working lunch with L. Webb, A. Kaufman, and B. Bryan re investigation strategy and work streams (1.2); emails with N. McGuffey re sharefile re investigation (.2); begin assisting with Committee investigation and ingesting documents from Debtors re same (.4).	2.60	\$ 1,547.00
07/17/25	LW	Review initial document production from Debtors (.3); call with S. Kava re document requests (.3); finalize and email same (.2); call with T. Monsour re WTI document requests (.3); serve same (.2); correspondence re notice to Debtors' counsel on document requests (.2); review Yu capital discovery (.3); serve same (.2); confer with A. Kaufman re investigation (.4).	2.40	\$ 1,908.00

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Bill Date: August 22, 2025
Client.Matter: 031900.000025
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07/17/25	JSB	Review various investigation emails and documents.	0.60	\$ 594.00
07/17/25	AMK	Call with WTI counsel to discuss production (.3); begin review of first batch of documents produced by debtors (3.2); correspond with debtors' counsel regarding status of document production and information flow (.7); update with L. Webb re same (.3).	4.50	\$ 3,825.00
07/17/25	BB	Continue drafting Request for Production to Yu Capital (1.4); draft 30(b)(6) deposition notice to Yu Capital (.5); continue drafting protective order (1.3).	3.20	\$ 1,360.00
07/17/25	VTS	Multiple communications with E. Shanks re debtor production files and organization of same (.4); commence work on same (.3); follow up with A. Kaufman re same (.1).	0.80	\$ 308.00
07/18/25	LW	Call with ECA re investigation, document requests (.9); correspondence with GGE, WTI re discovery requests (.2).	1.10	\$ 874.50
07/18/25	JSB	Correspond with Emerald re retention and investigation kick off call (.4); kick off call with Emerald (.9).	1.30	\$ 1,287.00
07/18/25	AMK	Analysis of additional documents uploaded by Debtors' counsel, including bank statements, SOFA data files, and prepetition marketing processes (2.3); attend call with Emerald to discuss status of investigation and additional information needed (.9); e-mails with Debtors' counsel regarding interviews (.2).	3.40	\$ 2,890.00
07/18/25	SMS	Review insurance coverage categories set to guide coverage analysis.	0.10	\$ 45.00
07/18/25	BB	Continue drafting protective order for discovery requests.	0.50	\$ 212.50
07/19/25	AMK	Analyze tax returns (1.8); send initial summary of findings to J. Brookner, A. Carson, and L. Webb for further discussion (.5).	2.30	\$ 1,955.00
07/20/25	AMK	E-mail to Debtors' counsel regarding open questions so far based on ongoing review (.4); begin analysis of bank account statement details (.7).	1.10	\$ 935.00
07/21/25	LW	Correspondence re Cosmic production (.2); begin reviewing loan and foreclosure documents (.6); confer with A. Kaufman re same (.2); confer with A. Kaufman re bank statement analysis (.2); correspondence re outstanding information requests (.2).	1.40	\$ 1,113.00
07/21/25	AMC	Multiple correspondence with A. Kaufman re investigation status and outstanding issues.	0.30	\$ 225.00
07/21/25	AMK	Continue review of documents produced by debtors (2.8); initial review of documents produced by Cosmic Education and coordinate with V. Salazar to upload into sharefile for Emerald (.3); e-mails with Emerald regarding witness interview (.2); review additional information provided by N. McGuffey in response to follow up questions (.4).	3.70	\$ 3,145.00
07/21/25	ES	Strategize with A. Kaufman re investigation and documents needed re same.	0.40	\$ 238.00
07/21/25	VTS	Review email correspondence from J. Brookner re preparation of ShareFile document exchange staging area for Emerald Capital (.1); confer with A. Kaufman re same (.1); prepare same (.2); correspond with Gray Reed and Emerald team (together and separately) re same (.3).	0.70	\$ 269.50
07/22/25	LW	Confer with A. Kaufman re collateral review (.2); continue review of default provisions in loan documents (1.2).	1.40	\$ 1,113.00
07/22/25	AMC	Multiple correspondence with A. Kaufman re investigation status and outstanding issues (.5); review Debtor/school analysis (.2).	0.70	\$ 525.00
07/22/25	AMC	Brief review of Barney/Girn Notice of Removal; confer with A. Kaufman re same; email to C. Hendricks re same.	0.30	\$ 225.00

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date:

August 22, 2025

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07/22/25	AMK	Emails with Foley team to coordinate witness interview and professional interview calls (.5); extensive review of available loan documents (2.8) and begin work on analysis in preparation for calls (1.9); send e-mails to debtors' counsel with open questions regarding available loan documents in data room (.5).	5.70	\$4,845.00
07/22/25	SMS	Begin reviewing insurance policies to determine potential available coverage.	0.60	\$270.00
07/23/25	LW	Confer with T. Mohan re document requests (.3); follow up with A. Kaufman re same (.2); call with Foley and SCP re transaction background (1.0); follow up with A. Kaufman and A. Carson re investigation, next steps (.5); call with J. McCarthy re case background (2.0); continue investigation of loan documents and default notices (2.0).	6.00	\$4,770.00
07/23/25	JSB	Review many emails with UCC counsel/Emerald, Debtors' counsel and counsel to lenders and plan sponsor re investigation – interviews, document production, depositions, and related and work on matters re same.	1.30	\$1,287.00
07/23/25	AMC	Multiple correspondence with A. Kaufman re investigation status and outstanding issues (.4); confer with A. Kaufman and L. Webb re recap of call with Debtors' counsel and status of investigation (.5); begin to draft requests for production to Girn (.7); attend McCarthy interview (1.0).	2.60	\$1,950.00
07/23/25	AMK	E-mails and calls with T. Mohan and T. Scannell regarding status of document production and various missing loan documents (.8); continue review of documents in preparation for calls with SCP and J. McCarthy (1.8); attend call with SCP and Foley for background (1.0); discuss status of discovery with A. Carson and L. Webb (.5); prepare outline for call with J. McCarthy (.7); attend informal witness interview call of J. McCarthy (2.0); follow up discussions with L. Webb, E. Shanks, and J. Brookner on findings and next steps (.5).	7.30	\$6,205.00
07/23/25	SMS	Analyze Higher Ground insurance policies to identify information that could be relevant throughout bankruptcy proceeding.	3.10	\$1,395.00
07/23/25	ES	Begin analyzing loan documents (3.4); attend J. McCarthy informal interview (1.9); follow up with L. Webb and A. Kaufman re same (.5); review and revise notes of J. McCarthy informal interview and analyze case issues re same (.7).	6.50	\$3,867.50
07/24/25	LW	Internal meeting re investigation status, mediation, go forward strategy (1.1); call with J. Binford re Learn/GGE production (.5); follow up re same (.2); call with SC&H re process (.4); call with M. Kirshbaum re investigation (.8); follow up requests for documents (.2); continue reviewing loan documents re default procedure (2.0); review D&O coverage memo (.2).	5.40	\$4,293.00
07/24/25	JSB	Team meeting on investigation update.	1.10	\$1,089.00
07/24/25	AMC	Strategy meeting with J. Brookner, A. Kaufman, L. Webb, and E. Shanks re investigation and next steps (1.1); follow up with J. Brookner re same (.6); call with SC&H, Debtors' counsel, and investigation team re prepetition investment banking process (.4); call with counsel for 2Hr re potential discovery (.2); attend Kirschbaum interview (.7); follow up email to investigation team re same (.3); confer with investigation team re Committee update call (.3); review misc. documents produced by Debtors (.7); multiple correspondence with A. Kaufman re investigation status and outstanding issues (.3); draft discovery requests to 2Hr Learning (.9).	5.50	\$4,125.00
07/24/25	AMK	Meet with J. Brookner, L.. Webb, A. Carson, and E. Shanks to discuss status of investigation and next steps with committee (1.1); prepare for calls with SC&H and Independent Director (1.3); attend call with SC&H representative (.6); attend call with M. Kirshbaum (.7); follow up e-mails to request information discussed on calls (.3); review additional files provided	6.50	\$5,525.00

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

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by Debtors and analyze foreclosure sales based on information discussed during witness interviews (2.2); discuss initial findings with A. Carson, L. Webb, and J. Brookner (.3).

07/24/25	SMS	Continue reviewing Higher Ground policies to summarize relevant coverage and exclusions.	2.70	\$ 1,215.00
07/24/25	ES	Meeting with L. Webb, A. Carson, A. Kaufman, and J. Brookner re investigation and next steps (1.1) [NO CHARGE]; confer with J. Bindler re litigation hold letters (.2); meeting with SC&H re prepetition process(es) (.4); attend informal interview of M. Kirshbaum (.7); begin work on litigation hold letters (.3); continue loan document analysis (4.9).	6.50	\$ 3,867.50
07/25/25	LW	Review investigation material from creditor (.5); correspondence re Yu production (.2); confer with A. Kaufman re investigation report to committee (.4); confer with T. Brannen re document Learn/GGE document ingestion (.2); work on foreclosure memo (1.6).	2.90	\$ 2,305.50
07/25/25	AMC	Strategize with L. Webb re investigation moving forward (.2); continue to work on 2HR RFPs (.2); continue to work on Girn RFPs (.5); call with counsel to Girn re discovery requests and procedure (.5); finalize RFP for 2HR and email to 2HR's counsel re same (.4); multiple correspondence with A. Kaufman re investigation status and outstanding issues (.5); review document provided by Guidepost Financial in relation to investigation (.3).	2.60	\$ 1,950.00
07/25/25	AMK	Work with A. Carson to review and revise additional RFPs and 30(b) deposition notices to 2HR and Girn (1.0); calls and emails with C. Taylor regarding discovery from Girn (.8); initial review of additional documents produced by Cosmic and YuCapital (2.0); coordinate with L. Webb and T. Brannen to prepare discovery database for review of production from GGE/Learn (.3); follow up with S. Kava regarding deposition of Cosmic representative (.3); further review of additional loan files produced by Debtors and follow up with T. Mohan regarding missing documents (1.1); begin working on internal file memorandum (.7).	6.20	\$ 5,270.00
07/25/25	ES	Confer with A. Kaufman and L. Webb re loan analysis (.7); many emails with Gray Reed team re Debtors' unsecured loans (.3); continue loan analysis (4.9).	5.90	\$ 3,510.50
07/25/25	TLB	Begin review of discovery from GGE (1.3); complete Scope of Work for Everlaw database (.5).	1.80	\$ 1,026.00
07/26/25	TLB	Upload documents received from GGE to Everlaw database (.3); perform metadata extraction for review and analysis (.9).	1.20	\$ 684.00
07/27/25	LW	Draft investigation talking points to tomorrow's committee meeting (1.0); review draft investigation memo (.3).	1.30	\$ 1,033.50
07/27/25	AMK	Continue working on internal file memo of findings (1.8) and send initial draft to L. Webb for review; review talking points for UCC call (.2).	2.00	\$ 1,700.00
07/28/25	LW	Confer with A. Kaufman re communicating continuance request (.2); review and revise email re same (.2); correspondence with J. Binford re additional production (.2); follow up re first production (.3); call with T. Mohan re investigation (.3); follow up with team re same (.2); review Girn demand (.3); confer with Cosmic's counsel re deposition (.3); confer with A. Kaufman re same (.2); review documents re investigation (1.7); work with A. Kaufman on same (.3).	4.20	\$ 3,339.00
07/28/25	JSB	Review and revise correspondence to Debtors et al on continuances of August 8 hearings.	0.40	\$ 396.00
07/28/25	AMC	Multiple correspondence with J. Brookner, L. Webb, and A. Kaufman re investigation status and outstanding issues (.4); continue reviewing documentation from Guidepost Financial (.4); review and analyze many documents produced by GGE (5.4).	6.20	\$ 4,650.00

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 terry@orovistafarms.com; sophiea.jk@gmail.com

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07/28/25	AMK	Confer with A. Carson, L. Webb, and J. Brookner on results of committee meeting and recommendations (.2); draft e-mail to RSA Parties to request continuance and circulate to team for further comment (.3); call with J. Binford regarding request for continuance (.2); begin reviewing documents produced by GGE and confer with A. Carson on division of work regarding same (1.4); call with K. Havlin regarding Cosmic deposition or interview (.3).	2.40	\$ 2,040.00
07/28/25	ES	Continue loan analysis (3.7); draft litigation hold letter (.8); draft instruction email re numerous parties to duplicate and send litigation hold letter and confer with V. Salazar re same (.4); confer with Gray Reed team re same (.2).	5.10	\$ 3,034.50
07/29/25	LW	Confer with A. Kaufman re depo prep (.2); follow up re same (.2); correspondence re document review (.2); follow up re productions (.2); confer with A. Carson re investigation, continuance (.4); correspondence with RSA parties re continuance (.3); review litigation hold letter and follow up re same (.3); correspondence re GGE production (.2); review loan document analysis (.2); follow up re Cosmic status (.2); continue reviewing documents in connection with investigation (4.0).	6.40	\$ 5,088.00
07/29/25	JSB	Work on investigation issues.	1.60	\$ 1,584.00
07/29/25	AMC	Call with counsel for 2HR and 5Y re investigation status and next steps (.9); follow up email with counsel for 2HR/5Y re same (.2); strategize with E. Shanks and A. Kaufman (together and separately) re next steps for investigation and related considerations (.9); continue reviewing and analyzing documents produced by GGE (6.6).	8.60	\$ 6,450.00
07/29/25	AMK	Correspond with T. Mohan, T. Scannell, and J. Chorowsky to set up witness interview times (.3); further review of e-mails and documents flagged by A. Carson for further review in GGE's initial production set (3.3); confer with A. Carson and L. Webb regarding e-mail to RSA parties for continuance (.2); e-mails with counsel for WTI, 2HR, GGE, and Cosmic regarding status of production, depositions, and witness interviews (.5); meet with A. Carson and E. Shanks regarding status of findings and strategies (.4).	4.70	\$ 3,995.00
07/29/25	SMS	Analyze potential applicability of Stowers to trigger Directors and Officers insurance coverage.	0.20	\$ 90.00
07/29/25	ES	Continue Loan analysis (5.1); strategize with A. Carson and A. Kaufman (together and separately) re investigation and status re same (.9); draft demand letter to Debtors re notifying insurance carriers re potential claims (2.6); review insurance policy analysis re same (.8).	9.40	\$ 5,593.00
07/29/25	TLB	Communications with counsel for GGE regarding GGE's production (.2); receipt and ingestion of GGE's second production (.4).	0.60	\$ 342.00
07/29/25	VTS	Work with E. Shanks on preparing ten separate legal hold letters to various third parties including many revisions to same.	0.50	\$ 192.50
07/29/25	VTS	Work with E. Shanks on loan doc analysis spreadsheet.	1.50	\$ 577.50
07/30/25	LW	Call with S. Snyder-Zuasnabar re Stowers and related insurance issues (.5); call with T. Scannell re investigation and continuance request (.5); debrief with team re same, next steps (.5); call with W&C re Cosmic discovery (.4); review and revise insurance demand (.3); review continuance proposal (.2); correspondence with committee re same (.3); confer with A. Kaufman re mediators (.2); begin preparing for Chorowsky witness examination (1.0); review documents re same (.5); review revised insurance demand (.2); continue reviewing documents re investigation (1.0).	5.60	\$ 4,452.00
07/30/25	JSB	Review investigation/cause of action issues (.9) and work with counsel on	1.40	\$ 1,386.00

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terry@orovistafarms.com; sophiea.jk@gmail.com

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same (.5).

07/30/25	BEW	Review and analyze issues related to potential coverage under Debtor's Directors and Officers policy.	0.60	\$ 420.00
07/30/25	AMC	Continue reviewing and analyzing documents produced by GGE and Learn (6.8); email to Emerald Capital re same (.2); confer and strategize with J. Brookner, L. Webb, and A. Kaufman re update from call with Debtors' counsel and next steps in investigation and towards mediation (.5).	7.50	\$ 5,625.00
07/30/25	AMK	Review and research issues in preparation for 2HR Learning witness interview and update outline based on newly received information (2.8); emails (.2) and call with S. Snyder-Zuasnabar and L. Webb regarding insurance policy issues (.5); call with White & Case team to discuss Cosmic deposition/interview (.3); call with T. Scannell and L. Webb to discuss continuance and mediation process (.5); team strategy meeting with J. Brookner, L. Webb, A. Carson, and E. Shanks to discuss next steps (.5); emails and calls with potential mediators (.5); correspond with Foley team to gather additional documents in advance of upcoming witness interviews (.3) and review same (.5).	6.10	\$ 5,185.00
07/30/25	SMS	Analyze applicability of Stowers in bankruptcy context on a directors and officers insurance liability policy (.6); conference with bankruptcy team regarding strategy for insurance recovery (.5); revise notice letter to Debtors to include all insurer claim contact info (.5).	1.60	\$ 720.00
07/30/25	ES	Continue Loan analysis (2.9); strategize with J. Brookner, A. Kaufman, L. Webb, and A. Carson re status of investigation and next steps (1.5); begin drafting interview questions for J. Chorowsky (.7); review documents re same (.8); review and revise all drafts of committee litigation hold letters and finalize same (1.2); draft cover email for V. Salazar re sending out same and correspond with V. Salazar re same (.2).	7.30	\$ 4,343.50
07/30/25	TLB	Receipt and ingestion of GGE's second production.	1.00	\$ 570.00
07/30/25	VTS	Finalize legal hold letters to various third parties and prepare same for service (1.5); coordinate service of same (.5).	2.00	\$ 770.00
07/31/25	LW	Call with A. Kaufman re prep for today's witness interview (.2); call with N. McGuffey re document requests (.2); correspondence with Committee re continuance and mediation (.2); follow up with Debtors and RSA parties re same (.2); correspondence re Girn production and deposition (.2); attend 2HR witness interview (2.0); follow up with A. Kaufman (.2); correspondence re Mauro depo (.2); review revised insurance demand (.2); correspondence re Cosmic discovery (.2); confer with A. Kaufman re mediators and timing (.3); follow up correspondence re insurance demand (.2).	4.30	\$ 3,418.50
07/31/25	JSB	Review and revise insurance demand letter (.7); research on same (.3); work with counsel on same (.3).	1.30	\$ 1,287.00
07/31/25	AMC	Review and revise letter to Debtors re putting insurance carriers on notice (.5); confer with E. Shanks re same (.3); continue reviewing and analyzing documents produced by GGE and Learn (6.2); confer with A. Kaufman re 2HR rep interview (.4).	7.40	\$ 5,550.00
07/31/25	AMK	Prepare for (1.0) and attend (2.0) witness interview of N. Gupta of 2HR Learning; discuss next steps with L. Webb (.3); correspond with J. Binford regarding outstanding discovery requests and rescheduling of GGE/Learn deposition (.5); additional correspondence with potential mediators (.2); correspond with all RSA parties regarding available mediators and dates (.6); call with C. Taylor regarding open discovery issues and mediation (.3); review documents flagged by A. Carson in GGE files (.7); correspond with Foley team regarding board minutes (.2) and review same (.5).	6.30	\$ 5,355.00

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07/31/25	ES	Continue drafting interview questions for J. Chorowsky (2.3); attend informal interview of N. Gupta (2.0); follow up with A. Kaufman re same and re loan document analysis (.3); review and revise notes re N. Gupta interview and analyze same (.6); continue loan analysis (1.0); review additional board minutes and continue drafting questions for informal interview of J. Chorowsky re same (2.0).	8.20	\$4,879.00
07/31/25	TLB	Receipt and ingestion of WTI Fund's production.	0.70	\$399.00
07/31/25	VTS	Correspond with E. Shanks re status of responses to legal hold letters (.1); gather and organize responses to same and update spreadsheet re same (.5).	0.60	\$231.00
Total Professional Services			286.30	\$206,486.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	11.80	\$990.00	\$11,682.00
LW	Lydia Webb	54.10	\$795.00	\$43,009.50
AMK	Aaron M. Kaufman	75.60	\$850.00	\$64,260.00
AMC	Amber M. Carson	48.70	\$750.00	\$36,525.00
BEW	Brian E. Waters	0.60	\$700.00	\$420.00
ES	Emily Shanks	55.00	\$595.00	\$32,725.00
TLB	Tatianna L. Brannen	5.30	\$570.00	\$3,021.00
SMS	Stephanie M. Snyder-Zuasnabar	8.30	\$450.00	\$3,735.00
BB	Blake Bryan	18.80	\$425.00	\$7,990.00
VTS	Veronica T. Salazar	8.10	\$385.00	\$3,118.50



Bill Date: August 22, 2025
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 821627
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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through July 31, 2025

Expenses	\$32.56
Total this Invoice	<u>\$32.56</u>
Total Now Due	\$32.56

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000026 **Invoice #** 821627

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: August 22, 2025
Client.Matter: 031900.000026
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Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
07/21/25	Parking Fees – VENDOR: Amber M. Carson; INVOICE#: 072125.AMC; DATE: 7/21/2025 - Parking for Attending the High Ground Education Second Day Hearing Please Charge to 031900.000026	\$ 17.00
07/29/25	Westlaw Charges} - VENDOR: West Group Payment Center; WESTLAW Data Research By: SNYDER-ZUASNABAR,STEPHANIE	\$ 15.56
Total Expenses		\$32.56

Exhibit C

**Gray Reed's Second Monthly Fee Statement
(August 1, 2025 through August 31, 2025)**



GRAY REED®

JASON S. BROOKNER
D: 469-320-6132
jbrookner@grayreed.com

DALLAS | HOUSTON | WACO

October 16, 2025

NOTICE PARTIES

FOLEY & LARDNER LLP

Holland N. O'Neil (honeil@foley.com)
Timothy C. Mohan (tmohan@foley.com)
Nora McGuffey (nora.mcguffey@foley.com)
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Trevor Hoffman (thoffmann@cozen.com)
David Kirchblum (dkirchblum@cozen.com)

OFFICE OF THE UNITED STATES TRUSTEE

Meredyth A. Kippes (meredith.kippes@usdoj.gov)

Re: *In re Higher Ground Education, Inc., et al.* - Case No. 25-80121 (MVL)

In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 319] (the “Interim Compensation Order”), Gray Reed, as counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits the enclosed summary fee statement (the “Second Monthly Fee Statement”) and the corresponding invoices showing the services rendered and expenses incurred from August 1, 2025, through August 31, 2025 (the “Second Fee Period”).

Pursuant to the Interim Compensation Order, and if no objection(s) are received within ten (10) days of receipt of Gray Reed’s Second Monthly Fee Statement, the Debtors shall promptly pay the following amounts: (a) \$229,253.60, which represents 80% of the total undisputed fees sought (\$286,567.00) for the reasonable and necessary legal services rendered to the Committee during the Second Fee Period; and (b) \$1,181.92, which represents 100% of the actual and necessary expenses incurred during the Second Fee Period, for total compensation of \$230,435.52.

If you have any questions or comments, please feel free to contact me at (469) 320-6132.

Sincerely,

Jason S. Brookner

JSB/vs
Enclosures

cc: Amber M. Carson (acarson@grayreed.com)

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)
Debtors. ¹	§	(Jointly Administered)

**GRAY REED'S SECOND MONTHLY FEE STATEMENT
FOR THE PERIOD FROM AUGUST 1, 2025, THROUGH AUGUST 31, 2025**

Summary of Professionals and Paraprofessionals Included in this Fee Statement

Professionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Jason S. Brookner	Partner	1995	\$900.00	16.80	\$16,632.00
Aaron M. Kaufman	Partner	2007	\$850.00	120.70	\$102,595.00
Darin L. Brooks	Partner	1996	\$850.00	1.20	\$1,020.00
Lydia R. Webb	Partner	2012	\$795.00	67.60	\$53,742.00
Amber M. Carson	Partner	2012	\$750.00	59.80	\$44,850.00
Brian E. Waters	Partner	2013	\$700.00	0.40	\$280.00
Emily Shanks	Associate	2018	\$595.00	80.40	\$47,838.00
			\$0.00	10.70	\$0.00
Tatianna L. Brannen	Associate	2019	\$570.00	2.30	\$1,311.00
Caleb O'Donnell	Associate	2024	\$495.00	1.50	\$742.50
Sean Burns	Associate	2023	\$450.00	20.10	\$9,045.00
			\$0.00	1.60	\$0.00
Stephanie M. Snyder-Zuasnabar	Associate	2022	\$450.00	4.60	\$2,070.00
Reynolds Sands	Associate	2024	\$395.00	1.20	\$474.00
<i>SUBTOTAL FOR Professionals</i>				388.90	\$280,599.50

Paraprofessionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Veronica T. Salazar	Paralegal	N/A	\$385.00	15.50	\$5,967.50
<i>SUBTOTAL FOR Paraprofessionals</i>			15.50	\$5,967.50	

<i>TOTAL</i>	404.40	\$286,567.00
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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.

Summary of Compensation Requested by Project Category

Matter No.	Matter Description	Billed Hours	Fees Requested	Expenses Requested	Total Compensation
3	Asset Disposition	6.40	\$4,260.00	\$0.00	\$4,260.00
4	Assumption and Rejection of Leases and Contracts	0.80	\$613.50	\$0.00	\$613.50
8	Case Administration	9.40	\$5,179.00	\$0.00	\$5,179.00
10	Claims Administration and Objections	0.60	\$470.00	\$0.00	\$470.00
13	Professional Employment and Fee Applications	38.00	\$20,197.50	\$0.00	\$20,197.50
14	Employment and Fee Applications Objections	1.70	\$1,073.50	\$0.00	\$1,073.50
15	Financing and Cash Collateral	3.60	\$2,636.00	\$0.00	\$2,636.00
17	Meetings and Communications with Creditors	33.90	\$23,949.00	\$0.00	\$23,949.00
18	Non-Working Travel	1.00	\$850.00	\$0.00	\$850.00
19	Plan and Disclosure Statement	153.10	\$114,062.50	\$0.00	\$114,062.50
21	Relief from Stay and Adequate Protection	0.20	\$150.00	\$0.00	\$150.00
22	Reporting	0.20	\$150.00	\$0.00	\$150.00
23	Tax	1.50	\$742.50	\$0.00	\$742.50
25	Claim and Lien Investigations	154.00	\$112,233.50	\$0.00	\$112,233.50
26	Expenses	0.00	\$0.00	\$1,181.92	\$1,181.92
		<i>TOTAL</i>	<i>404.40</i>	<i>\$286,567.00</i>	<i>\$1,181.92</i>
					<i>\$287,748.92</i>

Summary of Expenses Requested by Category

Service Description	Amount
Copies	\$349.40
Telephone	\$0.00
Online Research	\$0.00
Delivery Services/Courier	\$0.00
Local Travel: Parking	\$0.00
Out-of-Town Travel:	
Transportation	\$0.00
Hotel	\$0.00
Meals	\$0.00
Ground Transportation	\$0.00
Meals (local)	\$80.00
Court Fees	\$0.00
Transcripts	\$0.00
Litigation Support Vendors	\$752.52
<i>TOTAL</i>	<i>\$1,181.92</i>

August 2025 Invoices



Bill Date: September 18, 2025
Client.Matter: 031900.000003
Attorney: Amber M. Carson
Invoice: 824237
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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Disposition

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$4,260.00
Total this Invoice	\$4,260.00
Previous Balance	\$2,638.00
Total Now Due	\$6,898.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000003 **Invoice #** 824237

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Bill Date: September 18, 2025
Client.Matter: 031900.000003
Invoice: 824237
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Matter 000003 – Asset Disposition

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/04/25	AMC	Call with Debtors' counsel re Georgetown sale issues (.2); review multiple correspondence and other documentation re same (.4); confer with J. Brookner re same (.2); email to counsel for Georgetown buyer re same (.1).	0.90	\$ 675.00
08/05/25	AMC	Call with counsel for Debtors and Georgetown buyer re sale issues (.4); update E. Shanks re next steps stemming from same (.2).	0.60	\$ 450.00
08/06/25	AMK	Emails with N. McGuffey and T. Mohan re \$404k cash proceeds received by estate and potential motion to transfer to GGE.	0.20	\$ 170.00
08/11/25	AMC	Review amended Bill of Sale in relation to Georgetown assets and provide edits to Debtors' counsel re same.	0.40	\$ 300.00
08/12/25	JSB	Review and revise limited objection to motion to distribute proceeds and work with counsel on same.	0.50	\$ 495.00
08/13/25	AMK	Review and revise limited objection to GGE cash distribution motion (.3) and circulate to S. Burns and others for further review (.1).	0.40	\$ 340.00
08/13/25	SRB	Draft limited objection and reservation of rights to Debtors' cash distribution motion (1.6); emails and conversation re: same with A. Kaufman and J. Brookner (.1).	1.70	\$ 765.00
08/14/25	AMC	Review and revise limited object to motion to pay funds to GGE.	0.30	\$ 225.00
08/14/25	SRB	Incorporate multiple rounds of edits to draft objection (.4); proof read and edit same (.2); e-mails with J. Brookner, A. Kaufman, and team re same (.1).	0.70	\$ 315.00
08/18/25	AMC	Emails with S. Burns re objection to Debtors' GGE payment motion.	0.10	\$ 75.00
08/21/25	AMC	Prepare for (.2) and attend (.4) hearing on GGE payment motion.	0.60	\$ 450.00
Total Professional Services			6.40	\$4,260.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	0.50	\$990.00	\$495.00
AMK	Aaron M. Kaufman	0.60	\$850.00	\$510.00
AMC	Amber M. Carson	2.90	\$750.00	\$2,175.00
SRB	Sean R. Burns	2.40	\$450.00	\$1,080.00



Bill Date: September 18, 2025
Client.Matter: 031900.000004
Attorney: Amber M. Carson
Invoice: 824238
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Attention: Terry Nugent and Sophie Kim

RE: Assumption and Rejection of Leases and Contracts

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$613.50
Total this Invoice	<u>\$613.50</u>
Previous Balance	\$5,768.50
Total Now Due	\$6,382.00

Please remit payment to:
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Beneficiary Account #: 5802779065
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Bill Date: September 18, 2025
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Page: 2 of 2

Matter 000004 – Assumption and Rejection of Leases and Contracts

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/11/25	LW	Correspondence re assumption motion.	0.30	\$ 238.50
08/21/25	AMC	Email to Debtors re timing of rejection of leases (.2); strategize with A. Kaufman re same (.3).	0.50	\$ 375.00
Total Professional Services			0.80	\$613.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
LW	Lydia Webb	0.30	\$795.00	\$238.50
AMC	Amber M. Carson	0.50	\$750.00	\$375.00



Bill Date: September 18, 2025
Client.Matter: 031900.000008
Attorney: Amber M. Carson
Invoice: 824232
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terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Case Administration

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$5,179.00
Total this Invoice	\$5,179.00
Previous Balance	\$40,292.00
Total Now Due	\$45,471.00

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Bill Date: September 18, 2025

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Matter 000008 – Case Administration

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/01/25	AMC	Confer with S. Burns re recent filings on docket and related issues.	0.10	\$ 75.00
08/01/25	VTS	Review multiple amended hearing notices (.3); update calendar tracker re same (.3).	0.60	\$ 231.00
08/06/25	AMC	Confer with A. Kaufman and E. Shanks (together and separately) re investigation and mediation status and next steps.	0.60	\$ 450.00
08/06/25	ES	Review and analyze motion to extend time for removing actions and proposed order re same (.4); review case law re Rule 9027 and 28 U.S.C. 1446 re same (.3); email Debtors counsel re same (.2); strategize with A. Kaufman and A. Carson re upcoming depositions, second day hearing, and pre-mediation meeting (.4).	1.30	\$ 773.50
08/06/25	VTS	Finalize and file witness and exhibit list for August 8, 2025 hearing (.1); correspond with E. Shanks re service of same (.1).	0.20	\$ 77.00
08/08/25	ES	Prepare for 8/8 hearing (.3); attend 8/8 hearing and follow up with Barney counsel re same (2.0).	2.30	\$ 1,368.50
08/13/25	AMC	Confer with investigation team re investigation and mediation update.	0.40	\$ 300.00
08/14/25	VTS	Review email traffic re updates to draft 2019 statement (.1); revise same per same (.1); correspond with A. Carson re same (.1).	0.30	\$ 115.50
08/18/25	AMC	Confer with A. Kaufman and E. Shanks (together and separately) re ongoing case and mediation issues.	0.60	\$ 450.00
08/18/25	ES	Strategize with A. Carson and A. Kaufman (together and separately) re mediation preparation and issues relevant to the RSA, disclosure statement, and lease assumption motions.	0.60	\$ 357.00
08/18/25	VTS	Review email correspondence from J. Brookner re July 15, 2025 cancelled deposition (.1); correspond with Gray Reed team re same (.1); review amended notices of hearing re RSA, DS, and omnibus assumption motions (.2); update calendar re same (.3).	0.70	\$ 269.50
08/19/25	AMC	Confer with V. Salazar re service of witness & exhibit list for Aug. 21 hearings.	0.10	\$ 75.00
08/19/25	ES	Draft witness and exhibit list for 8/21 hearing.	0.10	\$ 59.50
08/19/25	VTS	Finalize and file witness and exhibit list for August 21, 2025 hearing (.2); correspond with E. Shanks re same (.1); brief review of the Committee's limited objection to Debtors' cash receipts motion (.1); finalize and file same (.3).	0.70	\$ 269.50
08/20/25	VTS	Review court's docket and update calendar re August 21, 2025 hearing.	0.20	\$ 77.00
08/21/25	VTS	Correspond with A. Kaufman re deadline extension for RSA, DS, and omnibus assumption motions.	0.10	\$ 38.50
08/22/25	VTS	Update calendar re deadline extension for RSA, DS, and omnibus assumption motions.	0.10	\$ 38.50
08/28/25	VTS	Confer with E. Shanks re draft stipulations to extend challenge period and	0.20	\$ 77.00

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grant derivative standing (.2); assist E. Shanks on finalizing same (1.2).
[NO CHARGE - 1.2].

08/29/25	VTS	Correspond with E. Shanks re minor revisions to draft stipulations and agreed orders to extend challenge period and grant derivative standing (.1); revise same per same (.1).	0.20	\$ 77.00
			Total Professional Services	9.40
				\$5,179.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	1.80	\$750.00	\$1,350.00
ES	Emily Shanks	4.30	\$595.00	\$2,558.50
VTS	Veronica T. Salazar	3.30	\$385.00	\$1,270.50



Bill Date: September 18, 2025
Client.Matter: 031900.000010
Attorney: Amber M. Carson
Invoice: 824239
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Attention: Terry Nugent and Sophie Kim

RE: Claims Administration and Objections

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$470.00
Total this Invoice	<u>\$470.00</u>
Previous Balance	\$59.50
Total Now Due	\$529.50

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Bill Date: September 18, 2025
Client.Matter: 031900.000010
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Matter 000010 – Claims Administration and Objections

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/07/25	AMC	Emails with Debtors' counsel re proof of claim access.	0.20	\$ 150.00
08/07/25	AMK	Confer with J. Binford on stipulation to extend bar date for GGE/Learn.	0.20	\$ 170.00
08/11/25	AMC	Email to Debtors' counsel re accessibility of proofs of claim.	0.20	\$ 150.00
Total Professional Services			0.60	\$470.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	0.20	\$850.00	\$170.00
AMC	Amber M. Carson	0.40	\$750.00	\$300.00



Bill Date: September 18, 2025
Client.Matter: 031900.000013
Attorney: Amber M. Carson
Invoice: 824240
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terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$20,197.50
Total this Invoice	<u>\$20,197.50</u>
Previous Balance	\$2,976.00
Total Now Due	\$23,173.50

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Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Bill Date: September 18, 2025
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Invoice: 824240
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Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/04/25	AMC	Confer w/ S. Burns re statutory basis for retention.	0.10	\$ 75.00
08/04/25	SRB	Draft employment applications for Gray Reed (2.4), and Emerald Capital (2.1).	4.50	\$ 2,025.00
08/04/25	VTS	Brief follow up discussion with S. Burns re parties in interest list for retention applications.	0.20	\$ 77.00
08/05/25	AMC	Confer with E. Shanks re committee counsel retention issues (.2); review and revise Emerald Capital employment application (3.2); emails with Emerald Capital re updated parties in interest list and employment app timing (.2).	3.60	\$ 2,700.00
08/05/25	ES	Confer with S. Burns re questions re draft Gray Reed and Emerald Capital retention applications (.2); email Verita re master service list for notice of the same (.1); confer with A. Carson re statutory requirement re committee retention applications (.3); review and revise HGE retention application for Gray Reed (2.9). [NO CHARGE - 2.9].	0.60	\$ 357.00
08/06/25	AMC	Confer with S. Burns re retention issues (.4); review and revise Gray Reed retention application (2.1); review invoices in preparation for first fee application (.7).	3.20	\$ 2,400.00
08/06/25	SRB	Discuss revisions for employment apps with A. Carson (.2); implement changes to same (1.6).	1.80	\$ 810.00
08/06/25	VTS	Work on supplemental parties in interest list (1.8); correspond with Gray Reed team re same (.2); compile and organize the full parties in interest list for Schedule 1 of Gray Reed's retention application (2.5); work on Schedule 1 to Gray Reed's employment application (1.0); lengthy email correspondence to Gray Reed working team re same and related matters (.2).	5.70	\$ 2,194.50
08/07/25	AMC	Emails with UCC member re 2019 statement and amounts owing.	0.20	\$ 150.00
08/07/25	SRB	Continue to revise employment apps for GR and EC. [NO CHARGE].	1.60	\$ 720.00
08/08/25	AMC	Emails with conflicts team re disclosures for Gray Reed retention application (.2); emails with Emerald re conflict check for Emerald retention application (.1).	0.30	\$ 225.00
08/09/25	AMC	Email to Emerald Capital re Emeralds employment application status.	0.10	\$ 75.00
08/11/25	AMC	Review and revise Gray Reed employment application (1.8); conduct research re indemnification of UCC financial advisors (.3); further review and revisions to Emerald Capital employment application (.7), Kim declaration in support of same (.1), Madden declaration in support of same (.3), and proposed order granting same (.3) following revisions to address precedent.	3.50	\$ 2,625.00
08/11/25	SRB	Continue making revisions to Emerald Capital employment application.	3.50	\$ 1,575.00
08/12/25	AMC	Final review and revisions to Emerald Capital employment application (.2), Madden Declaration in support of same (.2), and proposed order granting same (.1); emails to S. Kim re same and fee process (.3); email to J. Madden re same (.1).	0.90	\$ 675.00

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Invoice: 824240
Page: 3 of 3

08/12/25	SRB	Revise newest draft of EC employment app (.2); revise declaration in support of same (2.0).	2.20	\$ 990.00
08/13/25	AMC	Confer with Emerald team re Emerald retention application comments.	0.20	\$ 150.00
08/13/25	SRB	Make final edits to Emerald Capital employment application for filing.	0.20	\$ 90.00
08/13/25	VTS	Review and edit Emerald's retention application (1.3); confer with A. Carson re same (.3); file same (.3); coordinate service of same (.5).	2.40	\$ 924.00
08/14/25	JSB	Review various email traffic on fees, retention and related and correspond with J. Binford et al on same (.5); work with counsel on retention issues for UCC professionals (.6).	1.10	\$ 1,089.00
08/14/25	AMC	Email to Court re Emerald retention application notice (.1); email to V. Salazar re revision to 2019 notice per School of Practical Philosophy comment (.1).	0.20	\$ 150.00
08/14/25	VTS	Commence review and analysis of July 2025 fees and expenses in preparation of first monthly fee statement.	0.40	\$ 154.00
08/20/25	VTS	Continue review and analysis of July 2025 fees and expenses in preparation of first fee statement.	1.20	\$ 462.00
08/29/25	AMC	Emails with US Trustee re employment application disclosures (.2); confer with S. Burns re draft of first and final fee application (.1).	0.30	\$ 225.00
Total Professional Services			38.00	\$20,197.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	1.10	\$990.00	\$1,089.00
AMC	Amber M. Carson	12.60	\$750.00	\$9,450.00
ES	Emily Shanks	0.60	\$595.00	\$357.00
SRB	Sean R. Burns	12.20	\$450.00	\$5,490.00
SRB	Sean R. Burns	1.60	\$0.00	\$0.00
VTS	Veronica T. Salazar	9.90	\$385.00	\$3,811.50



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Attorney: Amber M. Carson
Invoice: 824241
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Attention: Terry Nugent and Sophie Kim

RE: Employment and Fee Applications Objections

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$1,073.50
Total this Invoice	\$1,073.50
Previous Balance	\$1,459.00
Total Now Due	\$2,532.50

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Houston, TX 77056

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Bill Date: September 18, 2025
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Page: 2 of 2

Matter 000014 – Employment and Fee Applications Objections

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/04/25	ES	Email Debtors re interim compensation motion.	0.10	\$ 59.50
08/05/25	AMC	Review draft OCP motion; emails to Debtors' counsel re same.	0.30	\$ 225.00
08/06/25	AMC	Confer with E. Shanks re OCP procedures.	0.10	\$ 75.00
08/06/25	ES	Review and analyze procedures in ordinary course professionals proposed order (.3); confer with A. Carson re same (.1); draft witness and exhibit list for 8/8 hearing re retention applications and interim compensation procedures (.1); confer with V. Salazar re filing and service of same (.1).	0.60	\$ 357.00
08/07/25	ES	Prepare for 8/8 hearing on Foley and Sierra retention applications and re interim compensation motion.	0.60	\$ 357.00
Total Professional Services			1.70	\$1,073.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.40	\$750.00	\$300.00
ES	Emily Shanks	1.30	\$595.00	\$773.50



Bill Date: September 18, 2025
Client.Matter: 031900.000015
Attorney: Amber M. Carson
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Attention: Terry Nugent and Sophie Kim

RE: Financing and Cash Collateral

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$2,636.00
Total this Invoice	<u>\$2,636.00</u>
Previous Balance	\$15,213.00
Total Now Due	\$17,849.00

Please remit payment to:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Bill Date: September 18, 2025
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Invoice: 824242
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Matter 000015 – Financing and Cash Collateral

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/05/25	AMK	Review variance report and correspond with J. Brookner regarding incoming cash issue.	0.30	\$ 255.00
08/28/25	ES	Draft stipulation extending challenge period.	0.80	\$ 476.00
08/29/25	AMC	Review and revise stipulation extending Challenge Period (1.8); strategize with A. Kaufman re same (.2); email to lenders' counsel re same (.2).	2.20	\$ 1,650.00
08/29/25	AMK	Review DIP Order and coordinate with A. Carson on stipulation to extend challenge period.	0.30	\$ 255.00
Total Professional Services			3.60	\$2,636.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	0.60	\$850.00	\$510.00
AMC	Amber M. Carson	2.20	\$750.00	\$1,650.00
ES	Emily Shanks	0.80	\$595.00	\$476.00



Bill Date: September 18, 2025
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 824244
Page: 1 of 4

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Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$23,949.00
Total this Invoice	<u>\$23,949.00</u>
Previous Balance	\$26,384.00
Total Now Due	\$50,333.00

Please remit payment to:
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Reference: 031900.000017 **Invoice #** 824244

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000017
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Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/01/25	AMC	Call with counsel to C. Barney re case status, deadline extension, and related issues.	0.30	\$ 225.00
08/03/25	AMC	Email to Committee member re emails from GGE.	0.10	\$ 75.00
08/04/25	ES	Email Committee members re proof of claim deadline.	0.10	\$ 59.50
08/05/25	AMC	Email to B. Bussey re documentation from GGE (.1); review proposed Committee update email (.2).	0.30	\$ 225.00
08/06/25	AMC	Email to UCC members re investigation update and scheduling next call.	0.20	\$ 150.00
08/07/25	AMC	Email with creditor (M. Herder) re return of school deposit and state of claim.	0.20	\$ 150.00
08/08/25	AMC	Emails with E. Shanks and J. Brookner re Agenda for Monday's UCC call (.2); emails with counsel to Guidepost Financial re case update (.1).	0.30	\$ 225.00
08/08/25	ES	Email with committee re Monday 8/11 meeting (.1); draft and confer re agenda for 8/11 meeting (.3); email with S. Kim re insurance investigation (.1).	0.50	\$ 297.50
08/09/25	ES	Send out agenda to Committee Co-Chairs for comment.	0.10	\$ 59.50
08/10/25	ES	Email with S. Kim and T. Nugent re agenda for 8/11 meeting (.1); correspond with Committee re same (.1).	0.20	\$ 119.00
08/10/25	SRB	Draft weekly e-mail to committee members summarizing material filings.	1.10	\$ 495.00
08/11/25	LW	Attend committee meeting.	1.90	\$ 1,510.50
08/11/25	JSB	UCC meeting.	1.90	\$ 1,881.00
08/11/25	AMC	UCC Meeting (1.9); call with potential counsel to EB5 Investors re case status (.5); call with counsel for various landlords re case status (.2); email to D. Ferretti (counsel to other EB5 Investors) re call to discuss case status (.1).	2.70	\$ 2,025.00
08/11/25	AMK	Attend UCC meeting to discuss investigation and mediation process.	1.80	\$ 1,530.00
08/11/25	AMK	Call from J. Martin regarding extension of bar date; e-mails to Debtors' counsel re same (.2); emails with D. Ferretti re EB5 investor questions (.1).	0.30	\$ 255.00
08/11/25	ES	Prepare for 8/11 Committee meeting (.1); attend 8/11 Committee meeting (1.9); draft and finalize meeting minutes re same (.4); confer with J. Brookner re same (.1); correspond with Committee co-chairs re same (.2); email Committee re 8/11 meeting minutes, investigation update, and third lease assumption motion (.2).	2.90	\$ 1,725.50
08/11/25	SRB	Make final edits to draft of weekly committee email and send email to committee members.	0.20	\$ 90.00
08/12/25	AMC	Call with counsel to EB5 Investors re case status and documents for US Visa (.3); follow up email to Debtors' counsel re same (.1); email to counsel for Guidepost Financial re case status (.2); emails with S. Kim re lease assumption/rejection issues (.1).	0.70	\$ 525.00
08/13/25	ES	Confer with A. Carson, A. Kaufman, and L. Webb re agenda for 8/14	0.80	\$ 476.00

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Committee meeting (.4); draft and send out meeting agenda for 8/14 meeting (.3); confer with S. Kim re same (.1).

08/14/25	JSB	UCC pre-mediation meeting.	1.10	\$ 1,089.00
08/14/25	AMC	UCC meeting (1.1); call with counsel for C. Lim re lease and case status (.4).	1.50	\$ 1,125.00
08/14/25	AMK	Call with UCC to provide investigation and mediation update.	1.10	\$ 935.00
08/14/25	ES	Committee meeting (1.1); draft agenda for 8/14 committee meeting (.1).	1.20	\$ 714.00
08/14/25	SRB	Review and summarize docket entries for weekly e-mail to Committee members.	0.80	\$ 360.00
08/15/25	AMC	Email to S. Burns re summary of motions for UCC members.	0.10	\$ 75.00
08/15/25	ES	Correspond with Committee Co-Chairs re minutes for 8/14 meeting (.1); additional communications re same with S. Kim (.2); correspond with Committee re mediation and preparation for same (.3).	0.60	\$ 357.00
08/15/25	SRB	Finish drafting weekly e-mail to committee members (.1), e-mails regarding same with J. Brookner and A. Carson (.1), revise draft of email per comments and send same to Committee members (.2).	0.40	\$ 180.00
08/17/25	ES	Email Committee members 8/14 meeting minutes (.1); email with M. Pure re mediation (.1).	0.20	\$ 119.00
08/18/25	AMK	Call with C. Hendricks to discuss status of case and mediation.	0.50	\$ 425.00
08/18/25	ES	Email with C. Hendricks counsel for Barney re R. Girn deposition (.1); emails with S. Kim re mediation preparation (.1).	0.20	\$ 119.00
08/20/25	ES	Call with S. Kim re mediation question.	0.10	\$ 59.50
08/21/25	AMC	Call with counsel to Guidepost Financial re general case status.	0.30	\$ 225.00
08/21/25	AMK	Calls with C. Hendricks (.2) and committee member (.6) to discuss status of negotiations.	0.80	\$ 680.00
08/21/25	SRB	Review docket and draft weekly committee email.	0.20	\$ 90.00
08/28/25	JSB	Weekly committee meeting.	1.50	\$ 1,485.00
08/28/25	AMC	UCC meeting.	1.50	\$ 1,125.00
08/28/25	ES	Confer with A. Kaufman re stipulations and term sheet and Committee meeting (.3); draft and send out meeting agenda for 8/28 meeting (.2); call with Committee (1.5); draft meeting minutes for 8/28 committee meeting (.4).	2.40	\$ 1,428.00
08/28/25	SRB	Review and summarize pleadings for weekly e-mail to committee members.	0.90	\$ 405.00
08/29/25	SRB	Continue reviewing and summarizing material pleadings for weekly committee email (1.6); make edits per J. Brookner and send email to committee members (.3).	1.90	\$ 855.00

Total Professional Services 33.90 \$23,949.00

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Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	4.50	\$990.00	\$4,455.00
LW	Lydia Webb	1.90	\$795.00	\$1,510.50
AMK	Aaron M. Kaufman	4.50	\$850.00	\$3,825.00
AMC	Amber M. Carson	8.20	\$750.00	\$6,150.00
ES	Emily Shanks	9.30	\$595.00	\$5,533.50
SRB	Sean R. Burns	5.50	\$450.00	\$2,475.00



Bill Date: September 18, 2025
Client.Matter: 031900.000018
Attorney: Amber M. Carson
Invoice: 824245
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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Non-Working Travel

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$850.00
Total this Invoice	\$850.00
Total Now Due	\$850.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
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Reference: 031900.000018 **Invoice #** 824245

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Bill Date: September 18, 2025
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Matter 000018 – Non-Working Travel

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/07/25	AMK	Non-working return travel time GGE/Learn deposition in Austin (2 hours of non-working time, billed at 1/2).	1.00	\$ 850.00
Total Professional Services			1.00	\$850.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	1.00	\$850.00	\$850.00



Bill Date: September 18, 2025
Client.Matter: 031900.000019
Attorney: Amber M. Carson
Invoice: 824246
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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$114,062.50
Total this Invoice	<u>\$114,062.50</u>
Previous Balance	\$6,719.00
Total Now Due	\$120,781.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
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P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000019 **Invoice #** 824246

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Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/01/25	AMK	Emails with Foley re pre-mediation meeting.	0.20	\$ 170.00
08/03/25	LW	Initial review of damage model calculations.	0.50	\$ 397.50
08/04/25	LW	Correspondence re pre-mediation settlement meeting (.2); correspondence re ECA damage calculations (.2).	0.40	\$ 318.00
08/05/25	AMK	Correspond with Foley re mediation logistics.	0.30	\$ 255.00
08/07/25	AMC	Confer with A. Kaufman and E. Shanks re investigation and mediation strategy.	0.40	\$ 300.00
08/08/25	LW	Work on timeline for mediation statement (1.5); attend pre mediation settlement conference (2.3).	3.80	\$ 3,021.00
08/08/25	AMC	Attend pre-mediation meeting (2.3); follow up with investigation team re same (.3).	2.60	\$ 1,950.00
08/08/25	AMK	Attend pre-mediation meeting with RSA parties at Foley's office.	2.30	\$ 1,955.00
08/08/25	ES	Attend pre-mediation meeting. [NO CHARGE].	2.30	\$ 1,368.50
08/09/25	LW	Call with ECA re damages model.	0.50	\$ 397.50
08/09/25	AMK	Call with Emerald team to discuss damage model.	0.50	\$ 425.00
08/11/25	LW	Review damage model summary from ECA (.2); call re same (.4); call with A. Kaufman re mediation, next steps (.4); correspondence with mediator re kick off call (.2); confer with A. Kaufman re updates, mediation strategy (.3).	1.50	\$ 1,192.50
08/11/25	AMC	Call with Emerald Capital re values of potential estate claims.	0.40	\$ 300.00
08/11/25	AMK	Call with Emerald to discuss damage model and settlement ranges to present to UCC (.4); debriefing call with L. Webb to discuss next steps to prepare for mediation (.4); call from T. Scannell to discuss mediation process (.8); review mediator motion and email exchange with Foley team regarding hearing dates and objection deadlines (.3).	1.90	\$ 1,615.00
08/12/25	LW	Prepare for call with mediator (.2); initial call with mediator re investigation (.9); work on mediation statement presentation (5.0).	6.10	\$ 4,849.50
08/12/25	JSB	Initial call with Mediator (Judge Nelms) (.9); various work on investigation and mediation issues (1.2).	2.10	\$ 2,079.00
08/12/25	AMC	Pre-mediation call w/ Judge Nelms.	0.90	\$ 675.00
08/12/25	AMK	Call with R. Nelms to discuss mediation (.9); discuss next steps with L. Webb (.2).	1.10	\$ 935.00
08/12/25	AMK	Attend Cosmic interview (.9) and follow up with E. Shanks and L. Webb re same (.2).	1.10	\$ 935.00
08/13/25	LW	Work on mediation statement (3.0); confer with A. Kaufman re same (.5); confer with E. Shanks re prep for Girn deposition (.3).	3.50	\$ 2,782.50
08/13/25	AMK	Review initial draft of mediation statement presentation and send comments to L. Webb.	0.60	\$ 510.00

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08/14/25	LW	Review updated draft of mediation statement and further revisions to same (1.0); correspondence with A. Kaufman re mediation asks (.3).	1.30	\$ 1,033.50
08/14/25	AMK	Review and revise mediation statement and circulate to Gray Reed group for further comment (.5); follow up discussions with E. Shanks and L. Webb regarding next steps and mediation statement (.5).	1.00	\$ 850.00
08/15/25	LW	Review ECA's initial claims pool analysis (.4); call re same (.6); confer with A. Kaufman and E. Shanks re mediation statement (.3); revise same (.5); prepare appendix to accompany same (1.5); correspondence with mediator re submission of mediation materials (.2); circulate same to committeee (.1); confer with A. Chiarello on claims pool (.2).	3.80	\$ 3,021.00
08/15/25	JSB	Review and revise portion of mediator presentation and work with counsel on same.	0.40	\$ 396.00
08/15/25	JSB	Review email traffic on claims pool, claims reconciliation and related.	0.50	\$ 495.00
08/15/25	AMC	Multiple correspondence with Emerald Capital and investigation team re business valuation.	0.30	\$ 225.00
08/15/25	AMK	Call with Emerald to discuss claims reconciliation (.5); work on mediation statement with L. Webb and E. Shanks (.5); follow up e-mails and in-person discussions with Emerald, L. Webb, J. Brookner, and A. Carson regarding mediation statement and mediation logistics (.6).	1.60	\$ 1,360.00
08/15/25	ES	Call re claims pool analysis with Emerald Capital (.6); follow up with L. Webb and A. Kaufman re same and re mediation powerpoint (.7); prepare for mediation (.8); call with S. Kim re same (.1); call with T. Scannell re same (.2)	2.40	\$ 1,428.00
08/15/25	VTS	Correspond with L. Webb re ShareFile access to mediation statement appendix (.1); prepare same (.1).	0.20	\$ 77.00
08/17/25	LW	Call with J. Nelms re mediation prep (.9); follow up call with ECA re same (.3); correspondence with RSA parties re damage model (.3); follow up with T. Mohan re same (.2).	1.70	\$ 1,351.50
08/17/25	JSB	Call with mediator and counsel in prep for mediation this week.	0.90	\$ 891.00
08/17/25	AMC	Call with mediation team and mediator re various issues to be addressed at mediation (.9); follow up with Emerald re same (.3).	1.20	\$ 900.00
08/17/25	AMK	Call with R. Nelms to prepare for mediation (.9); follow up discussion with Emerald regarding damage and waterfall analysis (.3); draft e-mail to RSA Parties with damage and waterfall analysis and circulate same to Gray Reed and Emerald teams for comment (.3); review e-mail from T. Mohan regarding open issues in waterfall analysis (.2).	1.70	\$ 1,445.00
08/17/25	ES	Pre-mediation call with Judge Nelms, the Gray Reed team, and Emerald Capital (.9); follow up call with Gray Reed and Emerald Capital team re mediation preparation (.3); email Debtors' counsel re preparing for mediation (.1).	1.30	\$ 773.50
08/18/25	LW	Confer with A. Kaufman, E. Shanks re damage model (.2); confer with ECA team in advance of Foley call (.4); call with Foley/SCP (.5); prepare for tomorrow's mediation (1.5); call with L. Smith re mediation (.3); review A. Kaufman settlement term sheet structure (.2).	3.10	\$ 2,464.50
08/18/25	AMC	Call with Emerald Capital and investigation team re Debtor comments to damage calculation (.4); call with Debtors' counsel re same (.5); confer with E. Shanks re UCC member mediation attendance and related mediation issues (.2).	1.10	\$ 825.00
08/18/25	AMK	E-mails with debtors' counsel to discuss damage calculation model	3.90	\$ 3,315.00

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assumptions (.3); review additional documents provided by T. Mohan (.5); calls with Emerald team and Foley team to discuss damage model assumptions and additional considerations for mediation (1.1); review additional documents provided by T. Mohan and correspond with D. Pace at Emerald to discuss impact of documents on waterfall analysis (.6); discuss mediation strategy with L. Webb (.3); prepare initial term sheet for use during mediation (.8); circulate same to L. Webb (.1); correspond with J. Binford regarding additional documents to review before mediation (.2).

08/18/25	ES	Call with Gray Reed and Emerald Capital team re preparation for Debtor call re damage analysis (.4); call with Debtors, Sierra, Emerald Capital, and Gray Reed team re damages model and waterfall in preparation for mediation (.5). [NO CHARGE - .9].	0.90	\$ 535.50
08/19/25	LW	Attend Day 1 of mediation (partial attendance) (5.5); review committee update re mediation (.2).	5.70	\$ 4,531.50
08/19/25	JSB	Attend parts of today's mediation.	3.40	\$ 3,366.00
08/19/25	AMC	Attend mediation (partial attendance).	5.30	\$ 3,975.00
08/19/25	AMK	Participate in Day 1 of mediation (excludes time working on other matters) (9.3); follow up e-mails with Committee regarding status for Day 2 (.4).	9.70	\$ 8,245.00
08/19/25	ES	Partially attend first day of mediation. [NO CHARGE].	6.90	\$ 4,105.50
08/20/25	LW	Attend Day 2 of mediation (partial attendance).	5.50	\$ 4,372.50
08/20/25	LW	Confer with insurance team on Stowers demand (.3); follow up re same (.2).	0.50	\$ 397.50
08/20/25	JSB	Attend partial mediation.	2.50	\$ 2,475.00
08/20/25	AMC	Attend mediation (partial attendance).	6.50	\$ 4,875.00
08/20/25	AMK	Participate in Day 2 of mediation.	7.00	\$ 5,950.00
08/20/25	SMS	Analyze claim acknowledgements from various carriers (.2); consider next steps to move those claims (.2); analyze Stowers impact and viability under current circumstances (.3).	0.70	\$ 315.00
08/20/25	ES	Partially attend second day of mediation.	0.60	\$ 357.00
08/21/25	DLB	Outline strategy regarding D&O claims and related demand strategy.	0.20	\$ 170.00
08/21/25	AMC	Review and revise proposed plan settlement term sheet (1.4); strategize with A. Kaufman re same (.2).	1.60	\$ 1,200.00
08/21/25	AMK	E-mails with Debtors' counsel regarding hearing logistics, status of negotiations, and extensions on objection deadlines and challenge periods (.4); revise term sheet and circulate internally for discussion (1.2); discuss term sheet changes with A. Carson (.3); review A. Carson's edits to term sheet and update based on further discussions (.5).	2.40	\$ 2,040.00
08/21/25	SMS	Follow up with Markel New Claims team (.1); begin outlining potential insurance structure for consideration with B. Waters (.2).	0.30	\$ 135.00
08/22/25	AMC	Multiple calls with A. Kaufman re Term Sheet revisions and settlement status (.5); call with A. Kaufman and T. Mohan re settlement status (.1); call with counsel to Debtors' re settlement Term Sheet revisions and related issues (.4); emails with Debtors' counsel re extension of challenge period as part of plan negotiations (.2); confer with E. Shanks re settlement status (.2).	1.40	\$ 1,050.00
08/22/25	AMK	Calls with T. Scannell (.4) and T. Mohan (.3) to discuss plan term sheet issues; review and revise term sheet and coordinate with A. Carson to send revisions (.6); monitor follow up e-mails (.3).	1.60	\$ 1,360.00

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08/24/25	AMC	Emails with Debtors' counsel re status of settlement and discussion re same.	0.10	\$ 75.00
08/25/25	AMC	Call with counsel to Girn re settlement status and negotiations (.5); call with Debtor team re same (.5); follow up with A. Kaufman re same (.2); review and provide comments to revised term sheet (.3).	1.50	\$ 1,125.00
08/25/25	AMK	Review and revise term sheet based on comments received over the weekend (1.2); e-mail to Debtors' team to outline open issues (.3); call with T. Mohan and M. Kirshbaum to discuss open issues (.5); follow up calls with Girn's counsel to discuss status of settlement with Girn (.7); review filings and documents circulated to address open items in term sheet (.5); follow up calls with Emerald and Debtors' professionals to discuss open items in term sheet (1.5); further call from T. Mohan to discuss same (.3)	5.00	\$ 4,250.00
08/26/25	AMC	Call with Debtor team re settlement negotiation updates (.6); follow up with A. Kaufman re same (.3); provide comments to UCC communications re settlement status (.2).	1.10	\$ 825.00
08/26/25	AMK	Call with Debtors' professionals on status of open issues (.6); call with C. Saitta regarding same (.2); update to A. Chiarello (.2); draft e-mail update to UCC and correspond with J. Brookner and A. Carson re same (.8); call from C. Desiderio regarding status of settlement discussions (.5); call with T. Mohan re same (.5); review and revise term sheet based on calls (.7) and circulate same to Debtors' counsel for further discussion (.2); review Debtors' mark-up of term sheet (.3) and calls and follow up emails with T. Mohan regarding same (.5).	4.50	\$ 3,825.00
08/27/25	DLB	Review insurance issues for related potential claim against directors (.6); outline parameters of demand letter related to claim against directors (.4).	1.00	\$ 850.00
08/27/25	BEW	Review strategic issues to secure coverage under D&O policy, including posture of claims and potential exclusions, and confer with S. Snyder-Zuasnabar regarding same.	0.40	\$ 280.00
08/27/25	AMC	Multiple communication with A. Kaufman and J. Brookner re settlement negotiations and next steps.	0.20	\$ 150.00
08/27/25	AMK	Review and revise term sheet based on overnight discussions with T. Mohan and circulate same for further discussions (.8); calls with Gray Reed insurance team (.5); call with T. Mohan regarding status of term sheet (.4); call with Foley insurance team to discuss Stowers process (.5); review multiple iterations of term sheet and discuss same with T. Mohan (1.8); draft limited objection to RSA, DS, and lease assumption motions (.5); follow up calls and emails with Foley and SCP teams regarding 2HR proposed edits to term sheet (.6).	5.10	\$ 4,335.00
08/27/25	SMS	Analyze proposed structure of settlement and clearest path to coverage as part of the same (1.0); conference with Foley team regarding term sheet and demand on Directors and Officers (.5); develop next steps in letter writing and related research to complete the same (.5).	2.00	\$ 900.00
08/27/25	RS	Begin analysis of case law regarding insured versus insured exclusions in a bankruptcy context.	0.60	\$ 237.00
08/28/25	AMC	Update call re settlement negotiations (.2); multiple communication with A. Kaufman and J. Brookner re same (.2); review and provide comments to further revised term sheet (.1).	0.50	\$ 375.00
08/28/25	AMK	Initial calls with T. Mohan and T. Hoffman to discuss open issues in term sheet (.5); run comparison to T. Hoffman's draft term sheet and e-mails to T. Mohan regarding additional open issues (.3); call with UCC to discuss terms (1.5); revise term sheet based on UCC approval and prior discussions with T. Mohan (.7); work with J. Brookner on limited objections (.2); calls and emails with T. Mohan and M. Kirshbaum regarding open	5.10	\$ 4,335.00

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issues in term sheet (.1.2); update call with A. Carson, J. Brookner, and L. Webb (.2); call with L. Smith re update (.2); update email to committee (.3).				
08/28/25	SMS	Review case law briefly interpreting exception to insured versus insured exclusion.	0.30	\$ 135.00
08/28/25	RS	Continue analysis of case law regarding insured versus insured exclusions in a bankruptcy context.	0.60	\$ 237.00
08/28/25	ES	Call with T. Mohan, A. Kaufman, and M. Kirschbaum re settlement issues (.3); follow up with A. Kaufman re same (.3). [NO CHARGE - .6].	0.60	\$ 357.00
08/28/25	ES	Draft stipulation granting derivative standing.	0.90	\$ 535.50
08/29/25	AMC	Confer with A. Kaufman re status of settlement negotiations and next steps.	0.10	\$ 75.00
08/29/25	AMK	Update emails with T. Mohan (.2); correspond with S. Snyder-Zuasnabar re Stowers demand letter and discuss same with A. Carson (.2).	0.40	\$ 340.00
08/29/25	SMS	Begin drafting Stowers demand to HGE directors.	1.00	\$ 450.00
Total Professional Services				153.10
				\$114,062.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	9.80	\$990.00	\$9,702.00
DLB	Darin L. Brooks	1.20	\$850.00	\$1,020.00
LW	Lydia Webb	37.90	\$795.00	\$30,130.50
AMK	Aaron M. Kaufman	57.00	\$850.00	\$48,450.00
AMC	Amber M. Carson	25.20	\$750.00	\$18,900.00
BEW	Brian E. Waters	0.40	\$700.00	\$280.00
ES	Emily Shanks	5.20	\$595.00	\$3,094.00
SMS	Stephanie M. Snyder-Zuasnabar	4.30	\$450.00	\$1,935.00
RS	Reynolds Sands	1.20	\$395.00	\$474.00
ES	Emily Shanks	10.70	\$0.00	\$0.00
VTS	Veronica T. Salazar	0.20	\$385.00	\$77.00



Bill Date: September 18, 2025
Client.Matter: 031900.000021
Attorney: Amber M. Carson
Invoice: 824247
Page: 1 of 2

GRAY REED®

1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Relief from Stay and Adequate Protection

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$150.00
Total this Invoice	\$150.00
Previous Balance	\$600.00
Total Now Due	\$750.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000021 **Invoice #** 824247

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000021
Invoice: 824247
Page: 2 of 2

Matter 000021 – Relief from Stay and Adequate Protection

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/07/25	AMC	Review Soliman lift stay motion and emails to Debtors re same.	0.20	\$ 150.00
Total Professional Services			0.20	\$150.00

Professional Services - Timekeeper Summary

Person	Hours	Rate	Amount
AMC	0.20	\$750.00	\$150.00



Bill Date: September 18, 2025
Client.Matter: 031900.000022
Attorney: Amber M. Carson
Invoice: 824248
Page: 1 of 2

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Reporting

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$150.00
Total this Invoice	\$150.00
Total Now Due	\$150.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
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No surcharge will be added for debit card payments.

Reference: 031900.000022 **Invoice #** 824248

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e-mail us at ar@grayreed.com

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Bill Date: September 18, 2025
Client.Matter: 031900.000022
Invoice: 824248
Page: 2 of 2

Matter 000022 – Reporting

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/22/25	AMC	Review July MOR and email to Debtors' counsel re same.	0.20	\$ 150.00
Total Professional Services			0.20	\$150.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.20	\$750.00	\$150.00



Bill Date: September 18, 2025
Client.Matter: 031900.000023
Attorney: Amber M. Carson
Invoice: 824249
Page: 1 of 2

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Tax

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$742.50
Total this Invoice	<u>\$742.50</u>
Previous Balance	\$6,223.50
Total Now Due	\$6,966.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000023 **Invoice #** 824249

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000023
Invoice: 824249
Page: 2 of 2

Matter 000023 – Tax

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/01/25	CO	Continue research re IRC Section 382(l)(5) (1.1); email to B. Clark re same (.4).	1.50	\$ 742.50
Total Professional Services			1.50	\$742.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
CO	Caleb O'Donnell	1.50	\$495.00	\$742.50



Bill Date: September 18, 2025
Client.Matter: 031900.000025
Attorney: Amber M. Carson
Invoice: 824250
Page: 1 of 5

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Claim and Lien Investigations

Bill-at-a-Glance – for services through August 31, 2025

Professional Services	\$112,233.50
Total this Invoice	\$112,233.50
Previous Balance	\$206,486.00
Total Now Due	\$318,719.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000025 **Invoice #** 824250

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000025
Invoice: 824250
Page: 2 of 5

Matter 000025 – Claim and Lien Investigations

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
08/01/25	LW	Finalize insurance demand letter and circulate same (.3); call with T. Mohan re same (.2); correspondence re Yu Capital depo and related (.3); correspondence re Cosmic depo and related (.3); prepare for witness interview of J. Chorowsky (2.0); conduct same (.8); follow up re same (.2); review document production re investigation of claims (1.0); confer with team re same (.2); correspondence re premediation meeting (.2); confer with A. Kaufman re Mauro depo (.2); confer with E. Shanks re DACAs (.2).	5.90	\$ 4,690.50
08/01/25	JSB	Review email traffic on investigation, findings, and status.	0.90	\$ 891.00
08/01/25	AMC	Correspondence with J. Brookner, A. Kaufman, and L. Webb re next steps for investigation and mediation (.3); confer with A. Kaufman re next steps in investigation and notable discovery (.6); continue to review and analyze GGE production (1.7); begin review and analysis of WTI production (1.6).	4.20	\$ 3,150.00
08/01/25	AMK	Coordinate with J. Binford on new deposition date and location (.3); work with L. Webb to set up additional witness interviews of Yu Capital and Cosmic Education (.2); review documents produced by GGE to prepare for deposition (2.9); attend interview call with J. Chorowsky (.8) and follow up emails with Foley re same (.2); meet with A. Carson regarding key findings in GGE/Learn production (.7); draft initial outline for deposition and circulate to team for comment (.5).	5.80	\$ 4,930.00
08/01/25	SMS	Analyze Stowers motion re reasonableness of settlement demand.	0.20	\$ 90.00
08/01/25	ES	Continue reviewing Debtors' board minutes (1.1); call with A. Carson re tasks (.2); review production for DACAs (.4); attend first informal interview of J. Chorowsky (.8).	2.50	\$ 1,487.50
08/01/25	TLB	Receipt and ingestion of WTI's third production (.4); receipt and ingestion of 2HR/5Y's document production (.6).	1.00	\$ 570.00
08/02/25	AMK	Emails with J. Binford re deposition logistics.	0.20	\$ 170.00
08/04/25	AMC	Call with financial advisor team re damage model (.7); confer with A. Kaufman re investigation status and status of discovery (.2); continue reviewing and analyzing documents produced by WTI (.1).	1.00	\$ 750.00
08/04/25	AMK	Call with J. Binford re status of discovery and mediation logistics (.5); emails with Foley team re same (.2); call with Emerald team to discuss status of FA evaluation (.6); meetings with E. Shanks to discuss Cosmic witness interview and relevant background for Learn/GGE deposition (.6); continue review of hot documents flagged by A. Carson and organize into outline for upcoming deposition (4.9); coordinate with vendor for hybrid deposition (.3).	7.10	\$ 6,035.00
08/04/25	ES	Research and analyze documents re Cosmic Education Group (7.6); call with A. Kaufman re same (.4).	8.00	\$ 4,760.00
08/04/25	TLB	Receipt and ingestion of GGE's third production including Greg Mauro's emails.	0.30	\$ 171.00
08/05/25	LW	Call with A. Kaufman re investigation, Mauro depo prep (.8); draft update email to committee re investigation (.5); correspondence re mediation (.2).	1.50	\$ 1,192.50
08/05/25	AMK	Correspond with Evolution and J. Binford re Learn/GGE deposition logistics (.4); work with Emerald Capital Advisors on open questions to aid	6.60	\$ 5,610.00

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Bill Date: September 18, 2025
Client.Matter: 031900.000025
Invoice: 824250
Page: 3 of 5

damage model calculations (.5); further analysis of key documents produced by RSA Parties (2.5) and work through first draft of deposition questions for GGE/Learn deposition (3.2).

08/05/25	SMS	Review Allied World's claim acknowledgement letter.	0.10	\$ 45.00
08/05/25	ES	Confer with A. Kaufman and L. Webb (together and separately) re strategy for additional witness interviews, depositions, and pre-mediation meeting (.6); prepare for continued interview of J. Chorowsky (.5); begin preparing for 8/8 hearing and status conference (.4).	1.50	\$ 892.50
08/06/25	LW	Confer with E. Shanks re Chorowsky interview (.3); call with J. Chorowsky (1.0); follow up with E. Shanks, A. Kaufman re investigation, next steps (.7); correspondence re tomorrow's Mauro deposition (.4); correspondence re Friday's settlement conference (.2).	2.60	\$ 2,067.00
08/06/25	AMK	Finalize deposition outline for GGE/Learn (3.1) and coordinate exhibit binders and tabs with V. Salazar for printing and boxing (.4); call with T. Mohan regarding status of investigation and possible settlement structures (.8); attend second interview session of J. Chorowsky (1.0) and debrief call with L. Webb and E. Shanks based on call (.7); review deposition outline and mark up exhibits in preparation for deposition (2.3).	8.30	\$ 7,055.00
08/06/25	ES	Continue preparing for additional informal interview of J. Chorowsky (2.2); call with L. Webb re same (.3); strategize re G. Mauro deposition and J. Chorowsky interview with A. Kaufman (.4); conduct second informal interview of J. Chorowsky (1.0); follow up with A. Kaufman and L. Webb re same and re G. Mauro deposition (.7).	4.60	\$ 2,737.00
08/06/25	VTS	Correspond with A. Kaufman re GGE/Learn deposition preparation (.4); work on same (1.1).	1.50	\$ 577.50
08/07/25	LW	Attend Mauro deposition (6.0); follow up with team re same (.7).	6.70	\$ 5,326.50
08/07/25	AMK	Attend deposition of GGE/Learn (6.0); debrief with L. Webb and E. Shanks to discuss next steps (.7); follow up call with J. Binford to discuss separate counsel needed for mediation (.2); prepare remarks for hearing on 8/8 and circulate to GR team for comment (.3).	7.20	\$ 6,120.00
08/07/25	ES	Prepare for G. Mauro deposition (.2); attend G. Mauro deposition (6.0); follow up with A. Kaufman and L. Webb re same and re 8/8/ hearing (.4); email court reporter re deposition exhibits (.1).	6.70	\$ 3,986.50
08/08/25	LW	Review remarks for today's status conference (.2); attend status conference on case status, investigation, mediation (.5); confer with A. Carson re investigation status (.3); correspondence re witness interviews (.2); confer with A. Kaufman and E. Shanks re next steps, witness interviews, Girn deposition, etc (.3).	1.50	\$ 1,192.50
08/08/25	AMK	Attend status conference to provide investigation update to Court, and confer with counsel for Mr. Barney following hearing (2.0); follow up emails with C. Hendricks to provide documents requested (.2); review amended deposition notice for R. Girn (.1); confer with L. Webb on work streams related to committee update and mediation statements (.3); emails with S. Kava and K. Havlin re Cosmic interview (.6); work on investigation summary for Committee (1.2).	4.40	\$ 3,740.00
08/08/25	ES	Strategize with Gray Reed team re upcoming interviews and R. Girn deposition (.3); draft amended deposition notice of R. Girn and send same to Counsel to R. Girn (.1); correspond with Verita re claims summary (.1); begin preparing for R. Girn deposition (.2); begin preparing for informal interviews of Cosmic and Yu Capital (.3).	1.00	\$ 595.00
08/09/25	ES	Draft R. Girn deposition outline.	2.50	\$ 1,487.50

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c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000025
Invoice: 824250
Page: 4 of 5

08/10/25	LW	Revise committee investigation presentation.	3.50	\$ 2,782.50
08/10/25	AMK	Prepare detailed presentation for UCC to summarize investigation and next steps (4.5); follow up e-mails with Emerald and Gray Reed teams to discuss damage model and presentation preparations (.6).	5.10	\$ 4,335.00
08/10/25	ES	Continue drafting outline for R. Girn deposition (.8); draft outline of questions for informal interview of Yu Capital (1.7) and Cosmic (1.9).	4.40	\$ 2,618.00
08/11/25	AMK	Continue working on presentation to UCC (.6); correspond with Foley team regarding 8/21 hearing and objection deadlines (.3); review and provide comments to Cosmic witness interview outline (.4); review and provide comments to Yu Capital witness interview outline (.4).	1.70	\$ 1,445.00
08/11/25	ES	Continue drafting outline and preparing for Yu Capital interview (2.8); continue drafting outline and preparing for R. Girn deposition (3.3).	6.10	\$ 3,629.50
08/12/25	LW	Attend interview of Cosmic representative.	0.90	\$ 715.50
08/12/25	AMK	Review and provide extensive comments to outline for deposition of R. Girn (2.1); confer with T. Mohan on status of hearing continuances (.2).	2.30	\$ 1,955.00
08/12/25	ES	Continue drafting interview questions for Cosmic (.9) and Yu Capital (.8); continue drafting outline for deposition of R. Girn and continue preparing for same (1.6); prepare for Cosmic interview (1.3); conduct Cosmic interview (.8); follow up with A. Kaufman re same (.2).	5.60	\$ 3,332.00
08/12/25	TLB	Receipt and ingestion of production received from Girn.	1.00	\$ 570.00
08/13/25	LW	Attend Yu capital witness interview – partial (.5); follow up with team re same, investigation status (.4); correspondence re Cosmic term sheet (.3); review related documents (.7); confer with E. Shanks re prep for Girn deposition (.3).	2.20	\$ 1,749.00
08/13/25	AMK	Correspond with counsel for Girn re deposition (.2); e-mails with Cosmic and HE re term sheet production (.3); review term sheets transmitted (.5); correspond with E. Shanks to prepare for Yu Capital interview (.5); attend Yu Capital interview (1.5); discuss next steps with L. Webb, E. Shanks, and A. Carson (.4); follow up discussion with E. Shanks to prepare for Girn deposition (.7); follow up with Emerald regarding claims reconciliation (.2).	4.30	\$ 3,655.00
08/13/25	ES	Prepare for Yu Capital interview (2.0); conduct Yu Capital interview (1.5); review Girn production in preparation for Girn deposition (4.6); follow up with A. Kaufman re same (.2); confer with L. Webb and A. Kaufman re Girn deposition (.1).	8.40	\$ 4,998.00
08/14/25	LW	Attend Girn deposition (partial) (2.3); follow up re same (.4).	2.70	\$ 2,146.50
08/14/25	AMK	Work with E. Shanks to prepare for deposition (.3); attend deposition of R. Girn (3.5).	3.80	\$ 3,230.00
08/14/25	ES	Continue preparing for Girn deposition (4.1); depose R. Girn (3.5).	7.60	\$ 4,522.00
08/14/25	VTS	Correspond with E. Shanks re Girn deposition exhibits.	0.10	\$ 38.50
08/15/25	VTS	Follow up with E. Shanks re Learn and Girn's deposition exhibits.	0.10	\$ 38.50
08/18/25	VTS	Correspond with Gray Reed working team re Girn's deposition transcript and corresponding exhibits (.2); gather and organize same for attorney review (.2).	0.40	\$ 154.00

Total Professional Services 154.00 \$112,233.50

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000025
Invoice: 824250
Page: 5 of 5

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	0.90	\$990.00	\$891.00
LW	Lydia Webb	27.50	\$795.00	\$21,862.50
AMK	Aaron M. Kaufman	56.80	\$850.00	\$48,280.00
AMC	Amber M. Carson	5.20	\$750.00	\$3,900.00
ES	Emily Shanks	58.90	\$595.00	\$35,045.50
TLB	Tatianna L. Brannen	2.30	\$570.00	\$1,311.00
SMS	Stephanie M. Snyder-Zuasnabar	0.30	\$450.00	\$135.00
VTS	Veronica T. Salazar	2.10	\$385.00	\$808.50



Bill Date: September 18, 2025
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 824251
Page: 1 of 2

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through August 31, 2025

Expenses	\$1,181.92
Total this Invoice	<u>\$1,181.92</u>
Previous Balance	\$32.56
Total Now Due	\$1,214.48

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000026 **Invoice #** 824251

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: September 18, 2025
Client.Matter: 031900.000026
Invoice: 824251
Page: 2 of 2

Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
08/08/25	Litigation Expenses – VENDOR: Melody A. Monk, CSR; INVOICE#: 3812; DATE: 8/8/2025 - Late Cancellation fee for deposition on 7.15.2025 Higher Ground Education, et al	\$ 400.00
08/11/25	Litigation Expenses – VENDOR: Consilio LLC; INVOICE#: INV579547745; DATE: 8/11/2025 - Recenseo Review Hosting Project Management & Support Services	\$ 352.52
08/20/25	Meals – VENDOR: Jason S. Brookner; INVOICE#: 073025JBROOKNER.FE; DATE: 8/20/2025 - HEG Working Lunch re Investigation and Status of case - J. Brookner with A. Kaufman, L. Webb, and A. Carson	\$ 80.00
	Photocopies	\$ 349.40
	Total Expenses	\$ 1,181.92

Exhibit D

**Gray Reed's Third Monthly Fee Statement
(September 1, 2025 through September 30, 2025)**



GRAY REED®

JASON S. BROOKNER
D: 469-320-6132
jbrookner@grayreed.com

DALLAS | HOUSTON | WACO

November 6, 2025

NOTICE PARTIES

FOLEY & LARDNER LLP

Holland N. O'Neil (honeil@foley.com)
Timothy C. Mohan (tmohan@foley.com)
Nora McGuffey (nora.mcguffey@foley.com)
Quynh-Nhu Truong (qtruong@foley.com)

KANE RUSSELL COLEMAN LOGAN PC

Jason Binford (jbinford@krcl.com)

COZEN O'CONNOR

Trevor Hoffman (thoffmann@cozen.com)
David Kirchblum (dkirchblum@cozen.com)

OFFICE OF THE UNITED STATES TRUSTEE

Meredyth A. Kippes (meredith.kippes@usdoj.gov)

Re: *In re Higher Ground Education, Inc., et al.* - Case No. 25-80121 (MVL)

In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 319] (the “Interim Compensation Order”), Gray Reed, as counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits the enclosed summary fee statement (the “Third Monthly Fee Statement”) and the corresponding invoices showing the services rendered and expenses incurred from September 1, 2025, through September 30, 2025 (the “Third Fee Period”).

Pursuant to the Interim Compensation Order, and if no objection(s) are received within ten (10) days of receipt of Gray Reed’s Third Monthly Fee Statement, the Debtors shall promptly pay the following amounts: (a) **\$83,322.80**, which represents 80% of the total undisputed fees sought (**\$104,153.50**) for the reasonable and necessary legal services rendered to the Committee during the Third Fee Period; and (b) **\$214.19**, which represents 100% of the actual and necessary expenses incurred during the Third Fee Period, for total compensation of **\$83,536.99**.

If you have any questions or comments, please feel free to contact me at (469) 320-6132.

Sincerely,

Jason S. Brookner

JSB/vs
Enclosures

cc: Amber M. Carson (acarson@grayreed.com)

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)
	§	
Debtors. ¹	§	(Jointly Administered)
	§	

**GRAY REED'S THIRD MONTHLY FEE STATEMENT
FOR THE PERIOD FROM SEPTEMBER 1, 2025, THROUGH SEPTEMBER 30, 2025**

Summary of Professionals and Paraprofessionals Included in this Fee Statement

Professionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Jason S. Brookner	Partner	1995	\$990.00	0.80	\$792.00
Aaron M. Kaufman	Partner	2007	\$850.00	29.30	\$24,905.00
Darin L. Brooks	Partner	1996	\$850.00	2.90	\$2,465.00
Amber M. Carson	Partner	2012	\$750.00	81.80	\$61,350.00
Emily Shanks	Associate	2018	\$595.00	3.50	\$2,082.50
Sean Burns	Associate	2023	\$450.00	12.70	\$5,715.00
Stephanie M. Snyder-Zuasnabar	Associate	2022	\$450.00	4.60	\$2,070.00
<i>SUBTOTAL FOR Professionals</i>					\$99,379.50

Paraprofessionals	Position	Year First Licensed to Practice	Hourly Rate	Billed Hours	Total Compensation
Veronica T. Salazar	Paralegal	N/A	\$385.00	12.40	\$4,774.00
<i>SUBTOTAL FOR Paraprofessionals</i>					\$4,774.00
<i>TOTAL</i>					\$104,153.50

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.

Summary of Compensation Requested by Project Category

Matter No.	Matter Description	Billed Hours	Fees Requested	Expenses Requested	Total Compensation
3	Asset Disposition	10.40	\$7,800.00	\$0.00	\$7,800.00
4	Assumption and Rejection of Leases and Contracts	0.40	\$300.00	\$0.00	\$300.00
7	Business Operations	1.80	\$1,350.00	\$0.00	\$1,350.00
8	Case Administration	2.10	\$866.00	\$0.00	\$866.00
13	Professional Employment and Fee Applications	20.20	\$10,341.00	\$0.00	\$10,341.00
14	Employment and Fee Applications Objections	0.20	\$150.00	\$0.00	\$150.00
15	Financing and Cash Collateral	4.30	\$2,821.00	\$0.00	\$2,821.00
17	Meetings and Communications with Creditors	14.90	\$9,269.00	\$0.00	\$9,269.00
19	Plan and Disclosure Statement	92.90	\$70,656.50	\$0.00	\$70,656.50
21	Relief from Stay and Adequate Protection	0.80	\$600.00	\$0.00	\$600.00
26	Expenses	0.00	\$0.00	\$214.19	\$214.19
<i>TOTAL</i>		148.00	\$104,153.50	\$214.19	\$104,367.69

Summary of Expenses Requested by Category

Service Description	Amount
Copies	\$0.00
Telephone	\$0.00
Online Research	\$0.00
Delivery Services/Courier	\$0.00
Local Travel: Ground Transportation	\$22.43
Out-of-Town Travel:	
Transportation	\$0.00
Hotel	\$0.00
Meals	\$0.00
Ground Transportation	\$0.00
Meals (local)	\$0.00
Court Fees	\$0.00
Transcripts	\$0.00
Litigation Support Vendors	\$191.76
<i>TOTAL</i>	
	\$214.19

September 2025 Invoices



Bill Date: October 7, 2025
Client.Matter: 031900.000003
Attorney: Amber M. Carson
Invoice: 825207
Page: 1 of 3

GRAY REED®

1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Disposition

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$7,800.00
Total this Invoice	\$7,800.00
Previous Balance	\$6,898.00
Less Payments	(\$2,110.40)
Total Now Due	\$12,587.60

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000003 **Invoice #** 825207

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000003
Invoice: 825207
Page: 2 of 3

Matter 000003 – Asset Disposition

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821613	0.00	\$527.60	0.00	0.00	\$527.60
09/18/25	824237	\$4,260.00	0.00	0.00	0.00	\$4,260.00
	Total Outstanding	\$4,260.00	\$527.60	\$0.00	\$0.00	\$4,787.60

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Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date:

October 7, 2025

Client.Matter:

031900.000003

Invoice:

825207

Page:

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Matter 000003 – Asset Disposition

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/08/25	AMC	Begin preparing for hearing on motion to pay funds to GGE.	3.10	\$2,325.00
09/09/25	AMC	Review and revise motion to continue hearing on GGE payment motion (.7); draft proposed order granting same (.2); continue preparing for hearing on same (.9); review and revise witness and exhibit list for hearing on same (.1); strategize with A. Kaufman re same (.8).	2.70	\$2,025.00
09/10/25	AMC	Continue preparing for hearing on payment of GGE funds (2.7); review and revise notice of hearing on motion to continue same (.1); emails to Court re same (.2).	3.00	\$2,250.00
09/11/25	AMC	Prepare for (.6) and attend (.5) hearing on GGE payment motion; review and revise proposed agreed order granting same (.3); review certificate of counsel re same (.1); email to counsel for GGE and Debtors re same (.1).	1.60	\$1,200.00
Total Professional Services			10.40	\$7,800.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	10.40	\$750.00	\$7,800.00



Bill Date: October 7, 2025
Client.Matter: 031900.000004
Attorney: Amber M. Carson
Invoice: 825208
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Assumption and Rejection of Leases and Contracts

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$300.00
Total this Invoice	<u>\$300.00</u>
Previous Balance	\$6,382.00
Less Payments	(\$4,614.80)
Total Now Due	\$2,067.20

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000004 **Invoice #** 825208

For questions about this bill please call 1.888.908.8159 or
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Bill Date:

October 7, 2025

Client.Matter:

031900.000004

Invoice:

825208

Page:

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Matter 000004 – Assumption and Rejection of Leases and Contracts

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821614	0.00	\$1,153.70	0.00	0.00	\$1,153.70
09/18/25	824238	\$613.50	0.00	0.00	0.00	\$613.50
	Total Outstanding	\$613.50	\$1,153.70	\$0.00	\$0.00	\$1,767.20

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Higher Ground Education, Inc. - UCC
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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000004
Invoice: 825208
Page: 3 of 3

Matter 000004 – Assumption and Rejection of Leases and Contracts

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/22/25	AMC	Review and revise proposed order authorizing assumption and assignment of contracts and leases (.3); email to Debtors' counsel re same (.1).	0.40	\$ 300.00
Total Professional Services			0.40	\$300.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.40	\$750.00	\$300.00



Bill Date: October 7, 2025
Client.Matter: 031900.000007
Attorney: Amber M. Carson
Invoice: 825201
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Business Operations

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$1,350.00
Total this Invoice	\$1,350.00
Previous Balance	\$3,766.00
Less Payments	(\$3,012.80)
Total Now Due	\$2,103.20

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
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A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000007 **Invoice #** 825201

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Bill Date: October 7, 2025
Client.Matter: 031900.000007
Invoice: 825201
Page: 2 of 3

Matter 000007 – Business Operations

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821615	0.00	\$753.20	0.00	0.00	\$753.20
	Total Outstanding	\$0.00	\$753.20	\$0.00	\$0.00	\$753.20

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000007
Invoice: 825201
Page: 3 of 3

Matter 000007 – Business Operations

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/17/25	AMC	Emails to Emerald Capital team re Intacct contract renewal.	0.30	\$ 225.00
09/18/25	AMC	Emails to Debtors' counsel re Intacct follow up (.2); emails with Emerald team re same (.2).	0.40	\$ 300.00
09/24/25	AMC	Many emails to Debtors' counsel re Sage/lnacct payment.	0.90	\$ 675.00
09/25/25	AMC	Review analysis from Emerald re Sage/Intacct issues and next steps.	0.20	\$ 150.00
Total Professional Services			1.80	\$1,350.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	1.80	\$750.00	\$1,350.00



Bill Date: October 7, 2025
Client.Matter: 031900.000008
Attorney: Amber M. Carson
Invoice: 825209
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Case Administration

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$866.00
Total this Invoice	\$866.00
Previous Balance	\$45,471.00
Less Payments	(\$32,233.60)
Total Now Due	\$14,103.40

Please remit payment to:
Gray Reed
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1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

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P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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No surcharge will be added for debit card payments.

Reference: 031900.000008 **Invoice #** 825209

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000008
Invoice: 825209
Page: 2 of 3

Matter 000008 – Case Administration

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821616	0.00	\$8,058.40	0.00	0.00	\$8,058.40
09/18/25	824232	\$5,179.00	0.00	0.00	0.00	\$5,179.00
	Total Outstanding	\$5,179.00	\$8,058.40	\$0.00	\$0.00	\$13,237.40

||| Gray Reed

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000008
Invoice: 825209
Page: 3 of 3

Matter 000008 – Case Administration

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	VTS	Review multiple hearing notices re adjourned, continued, and canceled hearings including, disclosure statement motion, omnibus rejection motions, and RSA motion (.3); calculate related deadlines and update calendar tracker re same (.5).	0.80	\$ 308.00
09/09/25	AMC	Emails with Debtors' counsel re resetting omnibus hearing setting.	0.10	\$ 75.00
09/12/25	VTS	Finalize, file, and upload, Stipulation and Agreed Order re derivative standing (.2); correspond with chambers re same (.1).	0.30	\$ 115.50
09/22/25	ES	Confer with V. Salazar re WEX for omnibus hearing on 9/26.	0.10	\$ 59.50
09/22/25	VTS	Correspond with E. Shanks and A. Carson re witness and exhibit list for September 25, 2025 hearing (.2); finalize and file same (.3).	0.50	\$ 192.50
09/23/25	VTS	Review multiple hearing notices re RSA and Omnibus motions and derivative standing (.1); update calendar re same (.1); correspond with A. Chiarello re first day transcripts (.1).	0.30	\$ 115.50
Total Professional Services			2.10	\$866.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.10	\$750.00	\$75.00
ES	Emily Shanks	0.10	\$595.00	\$59.50
VTS	Veronica T. Salazar	1.90	\$385.00	\$731.50



Bill Date: October 7, 2025
Client.Matter: 031900.000013
Attorney: Amber M. Carson
Invoice: 825210
Page: 1 of 4

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$10,341.00
Total this Invoice	\$10,341.00
Previous Balance	\$23,173.50
Less Payments	(\$2,380.80)
Total Now Due	\$31,133.70

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000013 **Invoice #** 825210

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000013
Invoice: 825210
Page: 2 of 4

Matter 000013 – Professional Employment and Fee Applications

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821618	0.00	\$595.20	0.00	0.00	\$595.20
09/18/25	824240	\$20,197.50	0.00	0.00	0.00	\$20,197.50
	Total Outstanding	\$20,197.50	\$595.20	\$0.00	\$0.00	\$20,792.70

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000013
Invoice: 825210
Page: 3 of 4

Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	AMC	Strategize with S. Burns re first and final Gray Reed fee app.	0.20	\$ 150.00
09/02/25	SRB	Begin rough draft of final fee application (1.3); review invoice for July fees and draft descriptions by working category (1.4).	2.70	\$ 1,215.00
09/02/25	VTS	Calendar objection deadlines to Gray Reed and Emerald's retention applications (.2); draft certificate of no objection re Gray Reed's retention application (.5).	0.70	\$ 269.50
09/03/25	AMC	Emails to Emerald re fee application preparation (.2); review and revise CONO for Gray Reed retention application (.1); confer with S. Burns re Gray Reed fee application substance (.2).	0.50	\$ 375.00
09/03/25	SRB	Continue drafting final fee app.	4.10	\$ 1,845.00
09/03/25	VTS	Continue work on draft certificate of no objection re Gray Reed's retention app (.1); correspond with A. Carson re same (.1).	0.20	\$ 77.00
09/04/25	AMC	Begin review and revisions of Gray Reed fee application.	0.90	\$ 675.00
09/05/25	AMC	Continue to review and revise Gray Reed fee application (2.3); review and revise declaration in support of same (.1); review and revise proposed order granting same (.1); review August invoices (.6).	3.10	\$ 2,325.00
09/08/25	AMC	Continue reviewing August invoices.	0.30	\$ 225.00
09/08/25	VTS	Finalize and file certificate of no objection re Gray Reed's employment application (.2); upload proposed order re same (.2); correspond with chambers re same (.1); draft certificate of no objection for Emerald employment application (.2).	0.70	\$ 269.50
09/09/25	AMC	Emails with Emerald Capital re fee application preparation (.1); confer with S. Burns re same (.2).	0.30	\$ 225.00
09/10/25	VTS	Prepare certificate of no objection re Emerald's employment application for filing (.1); finalize and file same (.2); upload proposed order re same (.1); correspond with chambers re same (.1); attend to service of same (.2).	0.70	\$ 269.50
09/11/25	VTS	Develop spreadsheet for use in calculating professional fees and expenses (.3); update data to include July 2025 fees and expenses (.4); prepare first monthly fee statement and incorporate same (1.4); correspond with A. Carson re same and next steps (.2).	2.30	\$ 885.50
09/16/25	SRB	Revise Gray Reed fee application following A. Carson comments.	1.20	\$ 540.00
09/17/25	AMC	Review and revise first monthly fee statement.	0.20	\$ 150.00
09/17/25	VTS	Review and analysis of August 2025 fees and expenses in preparation of second monthly fee statement (1.1); finalize Gray Reed's first monthly fee statement and prepare same for service (.4); attend to service of same (.2); calculate and update calendar re deadline to object to same (.1).	1.80	\$ 693.00
09/18/25	VTS	Confer with S. Grant re August 2025 fees and expenses and matters related to same.	0.20	\$ 77.00
09/29/25	AMC	Email to Debtors' counsel re payment of Gray Reed first monthly fee	0.10	\$ 75.00

CONFIDENTIAL

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000013
Invoice: 825210
Page: 4 of 4

statement.

Total Professional Services	20.20	\$10,341.00
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Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	5.60	\$750.00	\$4,200.00
SRB	Sean R. Burns	8.00	\$450.00	\$3,600.00
VTS	Veronica T. Salazar	6.60	\$385.00	\$2,541.00



Bill Date: October 7, 2025
Client.Matter: 031900.000014
Attorney: Amber M. Carson
Invoice: 825211
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Employment and Fee Applications Objections

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$150.00
Total this Invoice	<u>\$150.00</u>
Previous Balance	\$2,532.50
Less Payments	(\$1,167.20)
Total Now Due	\$1,515.30

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000014 **Invoice #** 825211

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e-mail us at ar@grayreed.com

||| Gray Reed

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000014
Invoice: 825211
Page: 2 of 3

Matter 000014 – Employment and Fee Applications Objections

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821626	0.00	\$291.80	0.00	0.00	\$291.80
09/18/25	824241	\$1,073.50	0.00	0.00	0.00	\$1,073.50
	Total Outstanding	\$1,073.50	\$291.80	\$0.00	\$0.00	\$1,365.30

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000014
Invoice: 825211
Page: 3 of 3

Matter 000014 – Employment and Fee Applications Objections

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/30/25	AMC	Review Foley August Fee Statement.	0.20	\$ 150.00
Total Professional Services			0.20	\$150.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.20	\$750.00	\$150.00



Bill Date: October 7, 2025
Client.Matter: 031900.000015
Attorney: Amber M. Carson
Invoice: 825212
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GRAY REED®

1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Financing and Cash Collateral

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$2,821.00
Total this Invoice	\$2,821.00
Previous Balance	\$17,849.00
Less Payments	(\$12,170.40)
Total Now Due	\$8,499.60

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000015 **Invoice #** 825212

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000015
Invoice: 825212
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Matter 000015 – Financing and Cash Collateral

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821619	0.00	\$3,042.60	0.00	0.00	\$3,042.60
09/18/25	824242	\$2,636.00	0.00	0.00	0.00	\$2,636.00
	Total Outstanding	\$2,636.00	\$3,042.60	\$0.00	\$0.00	\$5,678.60

||| Gray Reed

Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date:

October 7, 2025

Client.Matter:

031900.000015

Invoice:

825212

Page:

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Matter 000015 – Financing and Cash Collateral

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	AMC	Review 5Y comments to stipulation extending Challenge Period and revise same (.2); email to other stipulation parties re same (.2).	0.40	\$ 300.00
09/04/25	AMC	Revise Challenge Period Stip to change extension timing and emails to stipulation parties re same (.3); emails to Court re same (.2).	0.50	\$ 375.00
09/04/25	VTS	Finalize and file stipulation and agreed order extending challenge period (.2); follow up with A. Carson re requested change to same (.1); revise, finalize, and re-upload same per same (.1).	0.40	\$ 154.00
09/09/25	AMK	Draft motion to continue hearing on GGE Cash Motion (.7) and circulate to A. Carson for further review and filing (.2); e-mail with D. Harden on emergency setting (.1); call with J. Binford (.3) and update call with A. Carson (.5).	1.80	\$ 1,530.00
09/09/25	VTS	Draft witness and exhibit list for September 11 hearing (.1); finalize and file same (.2); prepare emergency motion to continue hearing on GGE cash motion for filing (.2); finalize and file same (.2).	0.70	\$ 269.50
09/10/25	VTS	Draft notice of emergency hearing on emergency motion to continue Debtors' cash motion (.3); finalize and file same (.2).	0.50	\$ 192.50
Total Professional Services			4.30	\$ 2,821.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	1.80	\$850.00	\$1,530.00
AMC	Amber M. Carson	0.90	\$750.00	\$675.00
VTS	Veronica T. Salazar	1.60	\$385.00	\$616.00



Bill Date: October 7, 2025
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 825213
Page: 1 of 4

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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$9,269.00
Total this Invoice	<u>\$9,269.00</u>
Previous Balance	\$50,333.00
Less Payments	(\$21,107.20)
Total Now Due	\$38,494.80

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000017 **Invoice #** 825213

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000017
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Matter 000017 – Meetings and Communications with Creditors

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821620	0.00	\$5,276.80	0.00	0.00	\$5,276.80
09/18/25	824244	\$23,949.00	0.00	0.00	0.00	\$23,949.00
	Total Outstanding	\$23,949.00	\$5,276.80	\$0.00	\$0.00	\$29,225.80

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000017
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Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	ES	Correspond with Committee Co-chairs re 8/28 Committee meeting minutes.	0.10	\$ 59.50
09/03/25	AMC	Email to creditor (K. Durch) in response to case inquiry.	0.10	\$ 75.00
09/04/25	AMC	UCC meeting.	0.30	\$ 225.00
09/04/25	SRB	Review docket for material filings (.1); begin summarizing material filings for draft of weekly email (.6).	0.70	\$ 315.00
09/05/25	SRB	Finish summary of material filings and send draft of weekly email for comment by J. Brookner and A. Carson.	0.40	\$ 180.00
09/08/25	AMC	Review and comment on weekly UCC update email (.2); review and provide comments on Sept. 4 UCC meeting minutes (.1); confer with E. Shanks re same (.2).	0.50	\$ 375.00
09/08/25	ES	Email Committee re 8/28 meeting minutes (.1); draft committee meeting minutes for 9/4 meeting (.2) and confer with A. Carson re same (.1); email Committee Co-chairs re draft meeting minutes for 9/5 meeting (.1).	0.50	\$ 297.50
09/08/25	SRB	Revise summary of weekly filing and send to committee.	0.40	\$ 180.00
09/09/25	AMC	Emails with UCC re update call setting (.1); email with Guidepost Financial re case/settlement update (.1); email with Committee member's counsel re Sept. 11 hearing status (.1).	0.30	\$ 225.00
09/09/25	ES	Email Committee re 9/4 committee meeting minutes (.1); email committee re 9/10 committee meeting (.1).	0.20	\$ 119.00
09/10/25	AMC	Attend UCC meeting.	0.40	\$ 300.00
09/10/25	ES	Attend 9/10 committee meeting (.4); draft meeting minutes re same (.3).	0.70	\$ 416.50
09/11/25	AMC	Many lengthy emails to UCC re settlement update and request for vote (1.5); call with EvCap Investments re case status (.5).	2.00	\$ 1,500.00
09/11/25	SRB	Review docket and summarize potential material filings.	0.30	\$ 135.00
09/12/25	AMC	Emails to UCC re term sheet vote summary and next steps.	0.30	\$ 225.00
09/12/25	SRB	Email to J. Brookner and A. Carson re summary of recent material filings.	0.10	\$ 45.00
09/14/25	AMC	Email to counsel for unsecured creditor (D. Gibson) re extent of automatic stay.	0.10	\$ 75.00
09/16/25	AMC	Review draft case summary email for UCC and confer w/ S. Burns re same.	0.10	\$ 75.00
09/16/25	SRB	Summarize recent case filings.	0.40	\$ 180.00
09/17/25	SRB	Email summarizing material filings to committee members.	0.10	\$ 45.00
09/18/25	AMC	Email to creditor (EvCap Investments) re case status.	0.20	\$ 150.00
09/19/25	AMC	Case update email to UCC members.	0.20	\$ 150.00

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
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09/19/25	SRB	Review docket for material filings and summarize same (1.1); emails with A. Carson and J. Brookner re same (.1).	1.20	\$ 540.00
09/20/25	AMC	Review revised weekly filing summary and confer with S. Burns re same.	0.10	\$ 75.00
09/20/25	ES	Correspond with C. Hendricks re questions re G. Mauro deposition.	0.20	\$ 119.00
09/20/25	SRB	Revise summary of material recent pleadings.	0.20	\$ 90.00
09/22/25	SRB	Send email to committee members re material filings.	0.10	\$ 45.00
09/23/25	AMC	Lengthy update email to UCC re potential Girn settlement (.7); follow up emails to UCC members re same (.2).	0.90	\$ 675.00
09/24/25	AMC	Follow up emails to UCC re Girn inclusion in settlement.	0.50	\$ 375.00
09/24/25	ES	Confer with A. Carson re case update (.1); draft proposed agenda for 9/25 committee meeting (.1); confer with Committee Co-Chairs re same (.1); send out agenda for 9/25 Committee meeting (.1).	0.40	\$ 238.00
09/25/25	AMC	UCC meeting (.6); review and revise minutes of same (.2).	0.80	\$ 600.00
09/25/25	ES	Prepare for 9/25 Committee meeting (.1); partially attend 9/25 committee meeting (.4); draft Committee meeting minutes re same (.4); correspond with Committee Co-Chairs re approval of meeting minutes (.1); email final meeting minutes for 9/10 and 9/25 meetings (.1).	1.10	\$ 654.50
09/25/25	SRB	Review and summarize material filings for committee.	0.70	\$ 315.00
09/26/25	AMC	Review and revise weekly summary of filings email.	0.20	\$ 150.00
09/26/25	SRB	Email to committee re recent pleadings.	0.10	\$ 45.00
Total Professional Services			14.90	\$9,269.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	7.00	\$750.00	\$5,250.00
ES	Emily Shanks	3.20	\$595.00	\$1,904.00
SRB	Sean R. Burns	4.70	\$450.00	\$2,115.00



Bill Date: October 7, 2025
Client.Matter: 031900.000019
Attorney: Amber M. Carson
Invoice: 825214
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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$70,656.50
Total this Invoice	<u>\$70,656.50</u>
Previous Balance	\$120,781.50
Less Payments	(\$5,375.20)
Total Now Due	\$186,062.80

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000019 **Invoice #** 825214

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000019
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Matter 000019 – Plan and Disclosure Statement

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821621	0.00	\$1,343.80	0.00	0.00	\$1,343.80
09/18/25	824246	\$114,062.50	0.00	0.00	0.00	\$114,062.50
	Total Outstanding	\$114,062.50	\$1,343.80	\$0.00	\$0.00	\$115,406.30

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000019
Invoice: 825214
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Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	AMC	Email to Debtors' counsel re plan status.	0.10	\$ 75.00
09/03/25	AMC	Emails with Debtors' counsel re plan settlement status (.2); analyze issues re same (.9); strategize with team re same (.5); follow up with A. Kaufman re same (.2); call with counsel to GGE and Debtors re negotiation update (.5).	2.30	\$ 1,725.00
09/03/25	AMK	Emails with T. Mohan and J. Binford re settlement status (.3); call with J. Binford re same (.5).	0.80	\$ 680.00
09/04/25	AMC	Call with J. Binford re settlement update (.4); strategy call with A. Kaufman re same (.5).	0.90	\$ 675.00
09/04/25	AMK	Emails with opposing counsel re extensions of challenge period (.2); call with A. Carson to discuss settlement strategy (.5).	0.70	\$ 595.00
09/05/25	DLB	Correspond with counsel regarding demand letter (.1); brief review of issues for letter (.1).	0.20	\$ 170.00
09/05/25	AMC	Emails to counsel for Learn/GGE to follow up on additional information request (.3); call with S. Snyder-Zuasnabar re Stowers demand issues in relation to potential settlement (.4); follow up with insurance team re same (.1).	0.80	\$ 600.00
09/05/25	AMK	Emails with J. Binford on settlement discussions (.4); work on Stowers demand letter (1.1).	1.50	\$ 1,275.00
09/05/25	SMS	Conference with A. Carson to understand status of bankruptcy settlement negotiations (.5) and draft brief summary of analysis supporting certain policy terms and exclusions (.3).	0.80	\$ 360.00
09/06/25	AMK	Complete key analysis section in Stowers demand letter (3.7); circulate same to insurance team for review (.1).	3.80	\$ 3,230.00
09/07/25	AMC	Emails with insurance team re Stowers demand status.	0.10	\$ 75.00
09/07/25	SMS	Review and revise Stowers demand to G. Mauro.	1.40	\$ 630.00
09/08/25	DLB	Prepare for and confer with counsel for director regarding policy limits demand (.7); outline next steps post call (.2); review and revise draft policy limits demand (.7).	1.60	\$ 1,360.00
09/08/25	AMC	Call with Debtors' counsel re plan alternative (.2); update A. Kaufman re same (.2); multiple calls with counsel to GGE/Learn re Stowers and plan settlement issues (.7); review, revise, and finalize Stowers demand (2.7); email to J. Binford re same (.1); confer with insurance team re same (.3); confer with A. Kaufman re all of the above (.6).	4.80	\$ 3,600.00
09/08/25	AMK	Call with insurance counsel to discuss Stowers demand (.5); review and revise Stowers demand letter based on comments from insurance team (.9); review file documents and prepare detailed appendix for Stowers demand letter (3.2); e-mail from T. Mohan and GGE cash motion and call with T. Mohan re same (.6); e-mails with J. Binford and T. Mohan re same (.2); coordinate with A. Carson to send demand letter (.3).	5.70	\$ 4,845.00
09/08/25	SMS	Prepare for (.2), participate in (.5), and follow up after (.2) conference call	1.30	\$ 585.00

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
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with J. Binford, D. Waltz, A. Kaufman, A. Carson, and D. Brooks; review revisions to Stowers demand and revise accordingly (.3); initial consideration of transmittal correspondence (.1).

09/10/25	AMC	Settlement conference with counsel for the Debtors and GGE (.6); calls with counsel for GGE re same (.2); emails with counsel for GGE re same (.1); strategize with A. Kaufman re all of the above (.5); call with A. Chiarello re status of settlement (.5); review and revise amended form of settlement term sheet (.8); review and revise stipulation granting derivative standing (.6).	3.30	\$ 2,475.00
09/10/25	AMK	Monitor communications re term sheet revisions (.2) and discuss same with A. Carson (.5); attend call with settlement parties (.6); follow up communications with settlement parties on forms of order for derivative standing, GGE payment, and term sheet revisions (.3).	1.60	\$ 1,360.00
09/11/25	DLB	Review and revise term sheet.	0.70	\$ 595.00
09/11/25	AMC	Strategize with counsel to DIP Lenders and Debtors re plan and related issues pertaining to global settlement (1.3); email to insurance team re settlement terms (.1); call with S. Snyder-Zuasnabar re same (.1); strategize with A. Kaufman re plan treatment and settlement status (.5); review Debtors' comments to stipulation granting derivative standing (.1); further revisions to same (.2); review Debtors' further revisions to settlement term sheet (.1); analyze plan treatment issues (.8); review insurance team comments to term sheet and email to settlement parties re same (.3); strategize with J. Brookner re UCC settlement issues (.2).	3.70	\$ 2,775.00
09/11/25	AMK	Emails with counsel re changes to term sheet (.2); monitor hearing and debrief with A. Carson re same (.5); follow up emails with Committee re latest agreements and changes to term sheet (.3).	1.00	\$ 850.00
09/11/25	SMS	Revise insurance-related provisions in Term Sheet.	0.30	\$ 135.00
09/11/25	ES	Confer with A. Carson and A. Kaufman re plan treatment of CN noteholders.	0.20	\$ 119.00
09/12/25	AMC	Multiple correspondence with settlement parties re status of term sheet, stip on derivative standing, and related issues (.7); call with counsel to R. Girn re perceived plan issues (.3); multiple further revisions to term sheet following Debtor comments (.3); review proposed changes to derivative standing stipulation (.2); strategize with A. Kaufman re all of the above (.3); emails with Debtors' counsel re terms of revised plan (.2).	2.00	\$ 1,500.00
09/12/25	AMK	E-mails with counsel re term sheet and related stipulations and agreed orders.	0.60	\$ 510.00
09/15/25	AMC	Emails with counsel to Debtors re status of settlement and various outstanding settlement issues (.3); call with counsel to Debtors re same (.1); strategize with A. Kaufman re plan treatment and related considerations (.8); begin review and revisions to amended chapter 11 plan (.9).	2.10	\$ 1,575.00
09/15/25	AMK	Review initial draft plan and discuss potential revisions needed with A. Carson.	0.80	\$ 680.00
09/16/25	AMC	Continue reviewing and revising amended chapter 11 plan (.6); email to Debtors' counsel re timing of Disclosure Statement hearing (.1).	0.70	\$ 525.00
09/16/25	AMK	Substantial review and revision of first amended plan (4.3); send detailed summary of key revisions to A. Carson (.4).	4.70	\$ 3,995.00
09/17/25	JSB	Work on plan issues (.6); confer with A. Carson on same (.2).	0.80	\$ 792.00
09/17/25	AMC	Emails to counsel for Debtors re execution of settlement term sheet and outstanding settlement issues (.3); review comments to first amended plan	3.60	\$ 2,700.00

||| Gray Reed

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Bill Date: October 7, 2025
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and make additional revisions to same (3.3).

09/17/25	AMK	Emails with T. Mohan and Emerald team on plan issues and accounting software license renewal issue.	0.30	\$ 255.00
09/18/25	AMC	Email to Debtors' counsel re status of plan comments (.1); further revisions to Amended Plan (5.2); confer with A. Kaufman re same (.3).	5.60	\$ 4,200.00
09/18/25	AMK	Meet with A. Carson to discuss plan revisions.	0.30	\$ 255.00
09/19/25	AMC	Many emails with Settlement Parties re plan revisions and status of term sheet (.2); confer with A. Kaufman re same (.3); review, analyze, and revise Debtors/Lender comments to Amended Plan (3.3); call with Debtors' counsel re same (.6).	4.40	\$ 3,300.00
09/22/25	AMC	Emails with Debtors' counsel re new term sheet revisions, plan status, and related (.5); prepare for hearing on grant of derivative standing (.5); emails with court re derivative standing hearing setting (.2); emails with counsel for R. Girn re derivative standing objection (.4); emails to counsel for GGE re same (.2); further revisions to amended plan (.2); emails to Settlement Parties re same (.2); call with counsel to Debtors and Plan Sponsor re proposed edits to amended plan (.8); confer with A. Kaufman re same (.7); call with counsel to Debtors re potential new settlement party (.2); review and revise Disclosure Statement in support of First Amended Plan (3.3); review and revise notice of hearing on derivative standing (.1).	7.30	\$ 5,475.00
09/22/25	AMK	Emails with Foley team re 2HR markups to plan and term sheet (.6); work with A. Carson to resolve newly created issues (.7); follow up with T. Mohan and J. Binford on potential resolution of Girn objection to derivative standing (.2).	1.50	\$ 1,275.00
09/22/25	VTS	Draft, finalize, file, and serve notice of hearing re derivative standing stipulation.	0.50	\$ 192.50
09/23/25	AMC	Calls with counsel to R. Girn re potential settlement status (.3); further review and revisions to Amended Plan following same and following further comments from Sr DIP Lender (1.8); many emails to Debtors' counsel and counsel to Plan Sponsor (together and separately) re Girn settlement and plan changes (.5); review A. Kaufman revisions to Disclosure Statement (.4); email to Settlement Parties re Gray Reed comments to same (.1); review and revise solicitation order (.6); strategize with A. Kaufman re all of the above (.6); review draft liquidation analysis (.4); emails to Emerald Capital team re same (.2).	4.90	\$ 3,675.00
09/23/25	AMK	Review disclosure statement (.6) and provide comments to A. Carson re same (.6).	1.20	\$ 1,020.00
09/24/25	AMC	Further revisions to Plan following additional Debtor/DIP Lender comments (.8); further revisions to Disclosure Statement following additional Debtor/DIP Lender comments (.5); call with counsel to Debtors and DIP Lenders re plan treatment issues (.4); confer with A. Kaufman re all of the above (.5); call with counsel for Girns re settlement status (.2); email to Court re status of derivative standing stip (.2); emails with counsel for R. Girn re same (.1).	2.70	\$ 2,025.00
09/24/25	AMK	Monitor emails re revisions to plan and disclosure statement documents (.3); discuss same with A. Carson (.2); call with T. Mohan, T. Hoffman, J. Binford, and A. Carson to discuss open issues in plan (.4) and review documents relating to same (.2).	1.10	\$ 935.00
09/25/25	AMC	Email to Debtors' counsel and counsel to Girn re settlement status (.1); call with counsel for Debtors re settlement issues (.2); confer with and provide updates to A. Kaufman re all of the above (.3); attend hearing on derivative standing stipulation (.6); begin drafting Liquidating Trust Agreement (1.3); review correspondence from Debtors' counsel re GGE setoff proposal and	2.70	\$ 2,025.00

||| Gray Reed

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
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related issues (.2).

09/25/25	AMK	Committee call to discuss status of settlement discussions and plan documents (.3); attend hearing on derivative standing (.3) and follow up with A. Carson on same (.3).	0.90	\$ 765.00
09/26/25	DLB	Further outline policy limits demand strategy and next steps.	0.20	\$ 170.00
09/26/25	AMC	Update Stowers demand and emails to insurance team re same.	0.30	\$ 225.00
09/26/25	AMK	Emails with T. Mohan re substantial revision to plan to address CN note payments.	0.30	\$ 255.00
09/26/25	SMS	Consider impact of Committee's derivative status to bring claim and next steps with Stowers demand.	0.20	\$ 90.00
09/26/25	VTS	Assist A. Carson with compilation of documents to appendix of Stowers Demand.	0.20	\$ 77.00
09/29/25	DLB	Revise latest draft demand letter.	0.20	\$ 170.00
09/29/25	AMC	Call with T. Mohan re CN Note Plan treatment and related issues (.4); strategize with A. Kaufman and J. Brookner (together and separately) re same and administrative expense treatment (.5); further revisions to plan re same (.5); emails with insurance team re Stowers demand (.2); final revisions to same (.2).	1.80	\$ 1,350.00
09/29/25	SMS	Review and further revise Stowers demand in light of derivative standing.	0.60	\$ 270.00
09/29/25	VTS	Correspond with Gray Reed team re Stowers demand (.1); work on finalizing Stowers Demand and prepare same for service (.4); brief follow up discussion with A. Carson re same and issues related to same (.2).	0.70	\$ 269.50
09/30/25	AMC	Review multiple correspondence among Settlement Parties re administrative expense treatment in plan (.2); confer w/ A. Kaufman and J. Brookner (together and separately) re same (.3).	0.50	\$ 375.00
09/30/25	AMK	Calls and emails with debtor's counsel re status of plan filing.	0.70	\$ 595.00
09/30/25	VTS	Follow up communications with A. Carson and A. Kaufman (separately) re supporting appendix to Stowers Demand (.2); review and revise same per same (.5); finalize Stowers Demand and serve same (.2).	0.90	\$ 346.50
			Total Professional Services	92.90
				\$70,656.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
JSB	Jason S. Brookner	0.80	\$990.00	\$792.00
DLB	Darin L. Brooks	2.90	\$850.00	\$2,465.00
AMK	Aaron M. Kaufman	27.50	\$850.00	\$23,375.00
AMC	Amber M. Carson	54.60	\$750.00	\$40,950.00
ES	Emily Shanks	0.20	\$595.00	\$119.00
SMS	Stephanie M. Snyder-Zuasnabar	4.60	\$450.00	\$2,070.00
VTS	Veronica T. Salazar	2.30	\$385.00	\$885.50



Bill Date: October 7, 2025
Client.Matter: 031900.000021
Attorney: Amber M. Carson
Invoice: 825215
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Relief from Stay and Adequate Protection

Bill-at-a-Glance – for services through September 30, 2025

Professional Services	\$600.00
Total this Invoice	<u>\$600.00</u>
Previous Balance	\$750.00
Less Payments	(\$480.00)
Total Now Due	\$870.00

Please remit payment to:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000021 **Invoice #** 825215

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: October 7, 2025
Client.Matter: 031900.000021
Invoice: 825215
Page: 2 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821622	0.00	\$120.00	0.00	0.00	\$120.00
09/18/25	824247	\$150.00	0.00	0.00	0.00	\$150.00
	Total Outstanding	\$150.00	\$120.00	\$0.00	\$0.00	\$270.00

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Bill Date: October 7, 2025
Client.Matter: 031900.000021
Invoice: 825215
Page: 3 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
09/02/25	AMC	Review and analyze Evanston Insurance lift stay stipulation.	0.20	\$ 150.00
09/26/25	AMC	Review Watkins lift stay motion and exhibits (.3); emails with Debtors' counsel re same (.1); emails with Movant's counsel re same (.2).	0.60	\$ 450.00
Total Professional Services			0.80	\$600.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.80	\$750.00	\$600.00



Bill Date: October 7, 2025
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 825216
Page: 1 of 2

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Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through September 30, 2025

Expenses	\$214.19
Total this Invoice	\$214.19
Previous Balance	\$1,214.48
Less Payments	(\$32.56)
Total Now Due	\$1,396.11

Please remit payment to:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000026 **Invoice #** 825216

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Bill Date: October 7, 2025
Client.Matter: 031900.000026
Invoice: 825216
Page: 2 of 2

Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
09/01/25	Litigation Expenses – VENDOR: Consilio LLC; INVOICE#: INV579561416; DATE: 9/1/2025 - Recenseo Review Hosting Project Management & Support Services	\$ 191.76
09/04/25	Travel Expenses – VENDOR: Emily Shanks; INVOICE#: 08202025.E.SHANKS; DATE: 9/4/2025 - Attend Higher Ground Mediation - Uber expense.	\$ 22.43
Total Expenses		\$214.19

Exhibit E

**Gray Reed's October Invoice
(October 1, 2025 through October 31, 2025)**



Bill Date: November 12, 2025
Client.Matter: 031900.000008
Attorney: Amber M. Carson
Invoice: 827722
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Case Administration

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$136.50
Total this Invoice	\$136.50
Previous Balance	\$14,103.40
Total Now Due	\$14,239.90

Please remit payment to:
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1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000008 **Invoice #** 827722

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Bill Date: November 12, 2025
Client.Matter: 031900.000008
Invoice: 827722
Page: 2 of 3

Matter 000008 – Case Administration

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821616	0.00	0.00	\$8,058.40	0.00	\$8,058.40
09/18/25	824232	0.00	\$5,179.00	0.00	0.00	\$5,179.00
10/07/25	825209	0.00	\$866.00	0.00	0.00	\$866.00
Total Outstanding		\$0.00	\$6,045.00	\$8,058.40	\$0.00	\$14,103.40

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Bill Date: November 12, 2025
Client.Matter: 031900.000008
Invoice: 827722
Page: 3 of 3

Matter 000008 – Case Administration

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/09/25	ES	Email Debtors' counsel re final confidentiality provisions of UCC bylaws.	0.10	\$ 59.50
10/10/25	VTS	Finalize and file 2019 statement.	0.20	\$ 77.00
Total Professional Services			0.30	\$136.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
ES	Emily Shanks	0.10	\$595.00	\$59.50
VTS	Veronica T. Salazar	0.20	\$385.00	\$77.00



Bill Date: November 12, 2025
Client.Matter: 031900.000013
Attorney: Amber M. Carson
Invoice: 827723
Page: 1 of 3

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Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$1,740.00
Total this Invoice	\$1,740.00
Previous Balance	\$31,133.70
Total Now Due	\$32,873.70

Please remit payment to:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000013 **Invoice #** 827723

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Bill Date: November 12, 2025
Client.Matter: 031900.000013
Invoice: 827723
Page: 2 of 3

Matter 000013 – Professional Employment and Fee Applications

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821618	0.00	0.00	\$595.20	0.00	\$595.20
09/18/25	824240	0.00	\$20,197.50	0.00	0.00	\$20,197.50
10/07/25	825210	0.00	\$10,341.00	0.00	0.00	\$10,341.00
Total Outstanding		\$0.00	\$30,538.50	\$595.20	\$0.00	\$31,133.70

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Bill Date: November 12, 2025
Client.Matter: 031900.000013
Invoice: 827723
Page: 3 of 3

Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/03/25	VTS	Correspond with C. Syrus and S. Grant re allocation of July 2025 fees and expenses.	0.10	\$ 38.50
10/07/25	VTS	Review and analysis of September 2025 fees and expenses in preparation of third monthly fee statement (.4); calculate August 2025 fees and expenses in preparation of draft second monthly fee statement (.6); draft second monthly fee statement (.5).	1.50	\$ 577.50
10/10/25	VTS	Calculate September 2025 fees and expenses in preparation of third monthly fee statement (.5); draft third monthly fee statement (.4).	0.90	\$ 346.50
10/13/25	VTS	Follow up with Gray Reed working team re draft second and third monthly fee statements and related interim fee applications.	0.20	\$ 77.00
10/14/25	SRB	Continue revising Gray Reed final fee app.	1.30	\$ 585.00
10/14/25	VTS	Coordinate service of Emerald Capital's first monthly fee statement.	0.20	\$ 77.00
10/16/25	VTS	Brief discussion with N. Ward re first monthly fee statement.	0.10	\$ 38.50
Total Professional Services			4.30	\$1,740.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
SRB	Sean R. Burns	1.30	\$450.00	\$585.00
VTS	Veronica T. Salazar	3.00	\$385.00	\$1,155.00



Bill Date: November 12, 2025
Client.Matter: 031900.000015
Attorney: Amber M. Carson
Invoice: 827724
Page: 1 of 3

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Attention: Terry Nugent and Sophie Kim

RE: Financing and Cash Collateral

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$375.00
Total this Invoice	<u>\$375.00</u>
Previous Balance	\$8,499.60
Total Now Due	\$8,874.60

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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000015 **Invoice #** 827724

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Bill Date: November 12, 2025
Client.Matter: 031900.000015
Invoice: 827724
Page: 2 of 3

Matter 000015 – Financing and Cash Collateral

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821619	0.00	0.00	\$3,042.60	0.00	\$3,042.60
09/18/25	824242	0.00	\$2,636.00	0.00	0.00	\$2,636.00
10/07/25	825212	0.00	\$2,821.00	0.00	0.00	\$2,821.00
Total Outstanding		\$0.00	\$5,457.00	\$3,042.60	\$0.00	\$8,499.60

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Bill Date: November 12, 2025
Client.Matter: 031900.000015
Invoice: 827724
Page: 3 of 3

Matter 000015 – Financing and Cash Collateral

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/01/25	AMC	Call with Emerald team re budget issues.	0.50	\$375.00
		Total Professional Services	0.50	\$375.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.50	\$750.00	\$375.00



Bill Date: November 12, 2025
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 827725
Page: 1 of 3

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terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$3,431.00
Total this Invoice	<u>\$3,431.00</u>
Previous Balance	\$38,494.80
Total Now Due	\$41,925.80

Please remit payment to:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

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Reference: 031900.000017 **Invoice #** 827725

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Bill Date: November 12, 2025

Client.Matter: 031900.000017

Invoice: 827725

Page: 2 of 3

Matter 000017 – Meetings and Communications with Creditors

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821620	0.00	0.00	\$5,276.80	0.00	\$5,276.80
09/18/25	824244	0.00	\$23,949.00	0.00	0.00	\$23,949.00
10/07/25	825213	0.00	\$9,269.00	0.00	0.00	\$9,269.00
	Total Outstanding	\$0.00	\$33,218.00	\$5,276.80	\$0.00	\$38,494.80

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Bill Date: November 12, 2025
Client.Matter: 031900.000017
Invoice: 827725
Page: 3 of 3

Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/01/25	AMC	Emails to UCC re plan draft and rescheduling UCC meeting.	0.20	\$ 150.00
10/06/25	AMC	UCC call.	0.30	\$ 225.00
10/06/25	ES	Attend 10/6 committee meeting (.3); draft meeting minutes re same (.2); email CoChairs re same (.1).	0.60	\$ 357.00
10/06/25	SRB	Summarize material filings for weekly email to committee members. [NO CHARGE].	1.30	\$ 585.00
10/09/25	ES	Email final 10/6 meeting minutes (.1); email re last call on 2019 statement (.1).	0.20	\$ 119.00
10/10/25	AMC	Call with creditor (M. Amer) re case and plan status.	0.20	\$ 150.00
10/13/25	AMC	Call with L. Smith re case status (.3); call with counsel to C. Lim re recently filed lawsuit and issues with same (.3); lengthy email to UCC re Girn DS objection and next steps (.5).	1.10	\$ 825.00
10/14/25	AMC	Call with counsel to C. Lim and S. Kim re Girn lawsuit issues.	0.30	\$ 225.00
10/14/25	SRB	Review (.8) and begin summarizing (.6) recent material filings for weekly email to committee members.	1.40	\$ 630.00
10/15/25	AMC	Lengthy email to UCC re plan letter and case update (.4); email to counsel for several landlords re plan opt out implications (.1).	0.50	\$ 375.00
10/21/25	AMC	Call with counsel for C. Barney re plan releases (.3); call with individual creditor re plan, generally (.1); email to counsel for creditor re discovery status (.1).	0.50	\$ 375.00
			Total Professional Services	6.60 \$3,431.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	3.10	\$750.00	\$2,325.00
ES	Emily Shanks	0.80	\$595.00	\$476.00
SRB	Sean R. Burns	1.40	\$450.00	\$630.00
SRB	Sean R. Burns	1.30	\$0.00	\$0.00



Bill Date: November 12, 2025
Client.Matter: 031900.000019
Attorney: Amber M. Carson
Invoice: 827726
Page: 1 of 4

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$23,277.00
Total this Invoice	<u>\$23,277.00</u>
Previous Balance	\$186,062.80
Total Now Due	\$209,339.80

Please remit payment to:
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Wire Instructions:
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International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
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No surcharge will be added for debit card payments.

Reference: 031900.000019 **Invoice #** 827726

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Bill Date: November 12, 2025
Client.Matter: 031900.000019
Invoice: 827726
Page: 2 of 4

Matter 000019 – Plan and Disclosure Statement

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821621	0.00	0.00	\$1,343.80	0.00	\$1,343.80
09/18/25	824246	0.00	\$114,062.50	0.00	0.00	\$114,062.50
10/07/25	825214	0.00	\$70,656.50	0.00	0.00	\$70,656.50
Total Outstanding		\$0.00	\$184,719.00	\$1,343.80	\$0.00	\$186,062.80

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: November 12, 2025
Client.Matter: 031900.000019
Invoice: 827726
Page: 3 of 4

Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/01/25	AMC	Call with Debtors' professionals and Emerald team re plan update (1.0); follow up with J. Brookner & A. Kaufman re same (.5).	1.50	\$ 1,125.00
10/01/25	AMK	Call with Emerald re budget matters (.5); call with debtors' professionals re same (1.0); follow up calls and e-mails with T. Scannell and J. Brookner re status (.2).	1.70	\$ 1,445.00
10/02/25	AMC	Emails to insurance team re Stowers follow up (.2); review revised budget (.2).	0.40	\$ 300.00
10/02/25	SMS	Analyze Allied World's request for policy numbers in response to Stowers demand and provide response to the same.	0.20	\$ 90.00
10/02/25	VTS	Review notice of adjourned and continued hearing on Debtors' disclosure statement motion (.1); update calendar per same (.1).	0.20	\$ 77.00
10/02/25	VTS	Correspond with A. Carson re Stowers Demand and request for additional information related to same (.1); correspond with Allied World claims department per same (.1).	0.20	\$ 77.00
10/03/25	AMC	Review revised budget and confer with A. Kaufman re same (.2); email to Emerald Capital re same (.2).	0.40	\$ 300.00
10/06/25	AMC	Emails to Settlement Parties re UCC plan decision (.1); draft new stipulation re extension of Challenge Period (.2).	0.30	\$ 225.00
10/06/25	AMK	Call with Committee to discuss status of plan document.	0.30	\$ 255.00
10/07/25	AMC	Emails to Settlement Parties re Challenge Period Stipulation.	0.10	\$ 75.00
10/07/25	VTS	Finalize, file, and upload stipulation and agreed order extending challenge period (.3); correspond with A. Carson re same (.1).	0.40	\$ 154.00
10/10/25	AMC	Call with counsel to R. Girn re plan status and potential issues (.2); email to T. Mohan re same (.1); call with A. Kaufman re same (.4); call with counsel to DIP Lenders and Debtors re Girn issues (.4); emails to counsel to DIP Lenders and Debtors re same (.2); analyze issues re same (.9).	2.20	\$ 1,650.00
10/10/25	ES	Work with V. Salazar re drafting and filing witness and exhibit list for Oct. 14 hearing.	0.10	\$ 59.50
10/10/25	VTS	Draft, finalize, and file witness and exhibit list for October 14, 2025 hearing.	0.30	\$ 115.50
10/12/25	AMC	Call with counsel for R. Girn re perceived plan issues and related (.8); emails with counsel for R. Girn re same (.2); many emails with Debtors' counsel and DIP Lenders' counsel re same (.3).	1.30	\$ 975.00
10/13/25	DLB	Review objection and related demand strategy (.2); correspond with A. Kaufman and A. Carson re same (.1).	0.30	\$ 255.00
10/13/25	AMC	Call with insurance counsel re insurance-related arguments in disclosure statement objection (.2); many calls with counsel to R. Girn re Girn objection issues (.8); strategize with A. Kaufman re same (.8); strategize and prepare for Disclosure Statement motion hearing (5.4); emails with counsel to Debtors and DIP Lenders re same and related issues (.4); review and revise second amended disclosure statement (.3); review	8.20	\$ 6,150.00

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c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: November 12, 2025
Client.Matter: 031900.000019
Invoice: 827726
Page: 4 of 4

second amended plan (.3).

10/13/25	AMK	Review objection to disclosure statement filed by Girns (.3); multiple phone calls and e-mails with C. Taylor re potential Rule 9011 violations (1.5); provide updates to debtors' counsel re same (.4); draft Rule 11 safe harbor letter and motion for sanctions (2.4); send letter to C. Taylor and J. Beck (.2).	4.80	\$ 4,080.00
10/13/25	SMS	Analyze Girn's Objection to the Disclosure Statement and consider practical and legal implications of the same (.7); conference with bankruptcy team and advise re the same (.3).	1.00	\$ 450.00
10/14/25	JSB	Attend today's hearings (partial). [NO CHARGE].	1.00	\$ 990.00
10/14/25	AMC	Attend hearing on conditional approval of disclosure statement (3.0); continue preparing for same (.4).	3.40	\$ 2,550.00
10/15/25	AMC	Draft UCC letter in support of plan.	1.70	\$ 1,275.00
10/16/25	AMC	Review Girn discovery request and multiple emails among Settlement Parties re same.	0.40	\$ 300.00
10/16/25	AMK	Review Girn discovery requests (.2); e-mails and calls with counsel for Debtors, GGE, and Girn re same (.5); confirm "pens down" with C. Taylor pending resolution with GGE (.2).	0.90	\$ 765.00
10/17/25	AMC	Call with counsel to G. Mauro re contact with insurer.	0.30	\$ 225.00
10/21/25	VTS	Review disclosure statement order and calendar relevant dates per same.	0.40	\$ 154.00
10/23/25	AMC	Emails with counsel for Girn re settlement status.	0.20	\$ 150.00
Total Professional Services			32.20	\$23,277.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
DLB	Darin L. Brooks	0.30	\$850.00	\$255.00
JSB	Jason S. Brookner	1.00	\$0.00	\$0.00
AMK	Aaron M. Kaufman	7.70	\$850.00	\$6,545.00
AMC	Amber M. Carson	20.40	\$750.00	\$15,300.00
ES	Emily Shanks	0.10	\$595.00	\$59.50
SMS	Stephanie M. Snyder-Zuasnabar	1.20	\$450.00	\$540.00
VTS	Veronica T. Salazar	1.50	\$385.00	\$577.50



Bill Date: November 12, 2025
Client.Matter: 031900.000021
Attorney: Amber M. Carson
Invoice: 827727
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
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terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Relief from Stay and Adequate Protection

Bill-at-a-Glance – for services through October 31, 2025

Professional Services	\$1,242.50
Total this Invoice	<u>\$1,242.50</u>
Previous Balance	\$870.00
Total Now Due	\$2,112.50

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
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No surcharge will be added for debit card payments.

Reference: 031900.000021 **Invoice #** 827727

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e-mail us at ar@grayreed.com

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Bill Date: November 12, 2025
Client.Matter: 031900.000021
Invoice: 827727
Page: 2 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821622	0.00	0.00	\$120.00	0.00	\$120.00
09/18/25	824247	0.00	\$150.00	0.00	0.00	\$150.00
10/07/25	825215	0.00	\$600.00	0.00	0.00	\$600.00
Total Outstanding		\$0.00	\$750.00	\$120.00	\$0.00	\$870.00

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: November 12, 2025

Client.Matter: 031900.000021

Invoice: 827727

Page: 3 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
10/03/25	AMC	Email to movant's counsel re Watkins lift stay motion.	0.10	\$ 75.00
10/06/25	AMC	Email to Debtors' counsel re Watkins lift stay issues.	0.20	\$ 150.00
10/08/25	AMC	Revise form of Watkins lift stay order.	0.20	\$ 150.00
10/10/25	VTS	Correspond with E. Shanks re draft joinder to Debtors' limited objection to Watkins' lift stay motion (.2); finalize (.2) and file (.1) same.	0.50	\$ 192.50
10/15/25	AMC	Review and provide comments to Davis lift stay stipulation; email to opposing counsel re same.	0.40	\$ 300.00
10/23/25	AMC	Review revised Davis lift stay stipulation and make further revision to same.	0.20	\$ 150.00
10/29/25	AMC	Emails with Debtors' counsel re potential lift stay issues.	0.20	\$ 150.00
10/31/25	AMC	Emails with Debtors' counsel re potential lift stay issues.	0.10	\$ 75.00
Total Professional Services			1.90	\$1,242.50

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	1.40	\$750.00	\$1,050.00
VTS	Veronica T. Salazar	0.50	\$385.00	\$192.50



Bill Date: November 12, 2025
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 827728
Page: 1 of 3

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terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through October 31, 2025

Expenses	\$34.00
Total this Invoice	<u>\$34.00</u>
Previous Balance	\$1,396.11
Total Now Due	\$1,430.11

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000026 **Invoice #** 827728

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Bill Date: November 12, 2025
Client.Matter: 031900.000026
Invoice: 827728
Page: 2 of 3

Matter 000026 – Expenses

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
09/18/25	824251	0.00	\$1,181.92	0.00	0.00	\$1,181.92
10/07/25	825216	0.00	\$214.19	0.00	0.00	\$214.19
	Total Outstanding	\$0.00	\$1,396.11	\$0.00	\$0.00	\$1,396.11

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Bill Date: November 12, 2025
Client.Matter: 031900.000026
Invoice: 827728
Page: 3 of 3

Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
10/01/25	Parking Fees – VENDOR: Amber M. Carson; INVOICE#: 091125.A.CARSON; DATE: 10/1/2025 - Attend the High Ground Education Hearing - Courthouse Parking.	\$ 17.00
10/14/25	Parking Fees – VENDOR: Amber M. Carson; INVOICE#: 101425ACARSONFE1700; DATE: 10/14/2025 - Attend the High Ground Education Hearing - Courthouse Parking.	\$ 17.00
Total Expenses		\$34.00

Exhibit F

**Gray Reed's November Invoice
(November 1, 2025 through November 30, 2025)**



Bill Date: December 16, 2025
Client.Matter: 031900.000003
Attorney: Amber M. Carson
Invoice: 831044
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Disposition

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$450.00
Total this Invoice	\$450.00
Previous Balance	\$12,587.60
Total Now Due	\$13,037.60

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000003 **Invoice #** 831044

For questions about this bill please call 1.888.908.8159 or
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Bill Date: December 16, 2025
Client.Matter: 031900.000003
Invoice: 831044
Page: 2 of 3

Matter 000003 – Asset Disposition

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821613	0.00	0.00	0.00	\$527.60	\$527.60
09/18/25	824237	0.00	0.00	\$4,260.00	0.00	\$4,260.00
10/07/25	825207	0.00	0.00	\$7,800.00	0.00	\$7,800.00
Total Outstanding		\$0.00	\$0.00	\$12,060.00	\$527.60	\$12,587.60

||| Gray Reed

Higher Ground Education, Inc. - UCC
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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000003
Invoice: 831044
Page: 3 of 3

Matter 000003 – Asset Disposition

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/03/25	AMC	Review revised Georgetown asset sale; email to Debtors' counsel re same.	0.20	\$ 150.00
11/10/25	AMC	Email to Emerald team re GGE setoff and payment request; review same.	0.20	\$ 150.00
11/11/25	AMC	Emails to Debtors' counsel and Georgetown asset purchaser's counsel re Bill of Sale issues.	0.20	\$ 150.00
Total Professional Services			0.60	\$450.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.60	\$750.00	\$450.00



Bill Date: December 16, 2025
Client.Matter: 031900.000008
Attorney: Amber M. Carson
Invoice: 831045
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Case Administration

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$375.00
Total this Invoice	\$375.00
Previous Balance	\$14,239.90
Total Now Due	\$14,614.90

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000008 **Invoice #** 831045

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Bill Date: December 16, 2025
Client.Matter: 031900.000008
Invoice: 831045
Page: 2 of 3

Matter 000008 – Case Administration

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821616	0.00	0.00	0.00	\$8,058.40	\$8,058.40
09/18/25	824232	0.00	0.00	\$5,179.00	0.00	\$5,179.00
10/07/25	825209	0.00	0.00	\$866.00	0.00	\$866.00
11/12/25	827722	0.00	\$136.50	0.00	0.00	\$136.50
Total Outstanding		\$0.00	\$136.50	\$6,045.00	\$8,058.40	\$14,239.90

||| Gray Reed

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c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000008
Invoice: 831045
Page: 3 of 3

Matter 000008 – Case Administration

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/04/25	AMC	Call with Debtors' counsel re outstanding plan and general case issues.	0.50	\$375.00
Total Professional Services			0.50	\$375.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.50	\$750.00	\$375.00



Bill Date: December 16, 2025
Client.Matter: 031900.000013
Attorney: Amber M. Carson
Invoice: 831038
Page: 1 of 3

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$610.00
Total this Invoice	\$610.00
Previous Balance	\$32,873.70
Less Payments	(\$16,158.00)
Total Now Due	\$17,325.70

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000013 **Invoice #** 831038

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e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025

Client.Matter: 031900.000013

Invoice: 831038

Page: 2 of 3

Matter 000013 – Professional Employment and Fee Applications

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821618	0.00	0.00	0.00	\$595.20	\$595.20
09/18/25	824240	0.00	0.00	\$4,039.50	0.00	\$4,039.50
10/07/25	825210	0.00	0.00	\$10,341.00	0.00	\$10,341.00
11/12/25	827723	0.00	\$1,740.00	0.00	0.00	\$1,740.00
Total Outstanding		\$0.00	\$1,740.00	\$14,380.50	\$595.20	\$16,715.70

||| Gray Reed

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c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000013
Invoice: 831038
Page: 3 of 3

Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/03/25	VTS	Prepare Gray Reed's third monthly fee statement for service (.2); correspond with A. Carson re same (.1).	0.30	\$ 115.50
11/06/25	AMC	Review October bills in preparation for final fee application.	0.30	\$ 225.00
11/06/25	VTS	Finalize and serve Gray Reed's third monthly fee statement.	0.20	\$ 77.00
11/12/25	VTS	Review email correspondence from S. Grant re Gray Reed's second monthly fee statement (.1); research same (.2); correspond with A. Carson re same (.2).	0.50	\$ 192.50
Total Professional Services			1.30	\$610.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.30	\$750.00	\$225.00
VTS	Veronica T. Salazar	1.00	\$385.00	\$385.00



Bill Date: December 16, 2025
Client.Matter: 031900.000016
Attorney: Amber M. Carson
Invoice: 831046
Page: 1 of 2

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Litigation

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$300.00
Total this Invoice	\$300.00
Total Now Due	\$300.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
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A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000016 **Invoice #** 831046

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terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000016
Invoice: 831046
Page: 2 of 2

Matter 000016 – Litigation

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/11/25	AMC	Email to counsel representing HGE defendants in Lim litigation re coverage position.	0.20	\$ 150.00
11/17/25	AMC	Follow up email to state court counsel re Lim litigation insurance coverage.	0.10	\$ 75.00
11/18/25	AMC	Email to counsel for GGE/Learn re demand letter.	0.10	\$ 75.00
Total Professional Services			0.40	\$300.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.40	\$750.00	\$300.00



Bill Date: December 16, 2025
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 831047
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$4,200.00
Total this Invoice	<u>\$4,200.00</u>
Previous Balance	\$41,925.80
Total Now Due	\$46,125.80

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000017 **Invoice #** 831047

For questions about this bill please call 1.888.908.8159 or
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Bill Date: December 16, 2025

Client.Matter: 031900.000017

Invoice: 831047

Page: 2 of 3

Matter 000017 – Meetings and Communications with Creditors

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821620	0.00	0.00	0.00	\$5,276.80	\$5,276.80
09/18/25	824244	0.00	0.00	\$23,949.00	0.00	\$23,949.00
10/07/25	825213	0.00	0.00	\$9,269.00	0.00	\$9,269.00
11/12/25	827725	0.00	\$3,431.00	0.00	0.00	\$3,431.00
Total Outstanding		\$0.00	\$3,431.00	\$33,218.00	\$5,276.80	\$41,925.80

||| Gray Reed

Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
 Client.Matter: 031900.000017
 Invoice: 831047
 Page: 3 of 3

Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/04/25	AMC	Emails with UCC re Trust Oversight Committee formation.	0.20	\$ 150.00
11/04/25	AMC	Emails to UCC Co-Chairs re Gray Reed fees.	0.20	\$ 150.00
11/05/25	AMC	Emails with S. Kim re Trust Oversight Committee formation (.1); emails with counsel to landlord re Liquidation Analysis issues (.1).	0.20	\$ 150.00
11/06/25	AMC	Emails with UCC and J. Madden (separately) re Trust Oversight Committee formation and content of Trust Agreement (.2); revise same (.3).	0.50	\$ 375.00
11/07/25	AMC	Email to counsel for C. Barney re plan ballot submission.	0.10	\$ 75.00
11/10/25	AMC	Call with creditor re liquidation analysis and other plan considerations.	0.70	\$ 525.00
11/17/25	AMC	Call with 214 Hallandale re plan valuation and related issues (.8); follow up with Emerald team via email and phone re same (.5); follow up with counsel to 214 Hallandale re same (.1).	1.40	\$ 1,050.00
11/18/25	AMC	Email counsel for Guidepost Financial re plan confirmation update (.2); call with 214 Hallandale re additional claim valuation information (.8).	1.00	\$ 750.00
11/19/25	AMC	Call with counsel for 214 Hallandale re plan objection.	0.40	\$ 300.00
11/21/25	AMC	Email to Committee re confirmation update and 214 E. Hallandale objection (.3); emails to B. Bussey re misc. confirmation issues (.2).	0.50	\$ 375.00
11/25/25	AMC	Email with counsel to creditor re distribution timing.	0.10	\$ 75.00
11/28/25	AMC	Email to Committee re plan status and next steps.	0.30	\$ 225.00
Total Professional Services			5.60	\$4,200.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	5.60	\$750.00	\$4,200.00



Bill Date: December 16, 2025
Client.Matter: 031900.000019
Attorney: Amber M. Carson
Invoice: 831048
Page: 1 of 5

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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$44,270.50
Total this Invoice	\$44,270.50
Previous Balance	\$209,339.80
Less Payments	(\$91,250.00)
Total Now Due	\$162,360.30

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000019 **Invoice #** 831048

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000019
Invoice: 831048
Page: 2 of 5

Matter 000019 – Plan and Disclosure Statement

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821621	0.00	0.00	0.00	\$1,343.80	\$1,343.80
09/18/25	824246	0.00	0.00	\$22,812.50	0.00	\$22,812.50
10/07/25	825214	0.00	0.00	\$70,656.50	0.00	\$70,656.50
11/12/25	827726	0.00	\$23,277.00	0.00	0.00	\$23,277.00
Total Outstanding		\$0.00	\$23,277.00	\$93,469.00	\$1,343.80	\$118,089.80

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000019
Invoice: 831048
Page: 3 of 5

Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/03/25	AMC	Continue drafting Trust Agreement (2.8); lengthy email to UCC re same (.3); emails with Emerald team re Liquidation Analysis details (.4).	3.50	\$ 2,625.00
11/05/25	AMC	Review and revise notice of plan supplement (.4); emails with Debtors' counsel re EB-5 Investor plan language (.1).	0.50	\$ 375.00
11/06/25	AMC	Review and substantially revise schedule of retained causes of action (2.6); conduct research re same (.8).	3.40	\$ 2,550.00
11/07/25	AMC	Review revisions to Plan Supplement from Debtors and 2HR (.5); many emails with counsel to Debtors and 2HR (together and separately) re same (.9); review current plan voting summary (.2); review solicitation procedures re same (.2); emails to Debtors' counsel re same (.1); confer with A. Kaufman re all of the above (.6); email to counsel for the US Trustee re extension of confirmation objection deadline (.2); emails with settlement parties re EB-5 Investor language (.2).	2.90	\$ 2,175.00
11/10/25	AMC	Call with counsel for Yu Capital and related entities, Debtors, and DIP Lenders re EB-5 Plan language (.3); review of further revisions to Plan Supplement and provide comments to same (.4); call with counsel to Debtors and DIP Lenders re Retained Causes of Action (.9); follow up call with Emerald team re same (.3); many emails with Debtors' counsel and counsel to the re all of the above (1.2).	3.10	\$ 2,325.00
11/10/25	AMK	Monitor e-mails on plan supplements and provide comments to A. Carson re same.	0.70	\$ 595.00
11/11/25	AMC	Review and revise Third Amended Plan (.7); emails to Debtors' counsel re same (.1); review insurance policies in relation to same (1.9); review multiple correspondence among Debtors, GGE, Yu Capital, and other parties re EB-5 Investor plan/confirmation order language (.3).	3.00	\$ 2,250.00
11/11/25	AMK	Call with A. Carson re status of confirmation and plan supplements.	0.50	\$ 425.00
11/12/25	AMC	Review 11/12 voting summary.	0.10	\$ 75.00
11/13/25	AMC	Review and revise confirmation order (4.9); many emails to counsel for Reorganized HGE re same and retained causes of action issues (.5).	5.40	\$ 4,050.00
11/14/25	AMC	Many emails to counsel for Reorganized HGE re retained causes of action issues and plan language (.4); call with counsel for 214 Hallandale re potential plan issues (.3); follow up emails with counsel for 214 Hallandale re same (.2); emails with Debtors' counsel re same and confirmation issues more generally (.5); strategize with A. Kaufman re confirmation evidence and related issues (.5); conduct research re same (1.6); draft declaration in support of plan confirmation (3.6).	7.10	\$ 5,325.00
11/17/25	AMC	Call with Debtors' counsel re misc. outstanding plan issues (.3); emails with Debtors' counsel re same and plan objections (.3); email to Emerald team re Liquidating Trust Agreement and related issues (.2); email to T. Nugent re declaration in support of plan (.1); review comments from A. Kaufman and further revisions to declaration in support of plan (.4); call and emails with counsel for same re same (.3); begin preparing for confirmation hearing (.3); emails with counsel to Reorganized HGE re revised Plan Supplement language (.2); provide comments to same (.8); review updated	3.60	\$ 2,700.00

CONFIDENTIAL

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000019
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ballot summary (.2); review multiple filed claims in relation to same (.4); confer with V. Salazar re witness and exhibit list for same (.1).

11/17/25	AMK	Review and provide comments to confirmation declaration (.3); call with Halendale to discuss resolution of confirmation objection (.7); call with Emerald regarding further discussions with Halendale (.5).	1.50	\$ 1,275.00
11/17/25	VTS	Draft witness and exhibit list for the November 24, 2025 combined hearing.	0.40	\$ 154.00
11/18/25	AMC	Further revisions to proposed revised plan language (.4); emails to counsel for DIP Lenders and Debtors re same (.2); emails with Debtors' counsel re misc. confirmation considerations and issues (.2); review US Trustee confirmation objection (.2); continue preparing for confirmation hearing (.5).	1.10	\$ 825.00
11/18/25	AMK	Call with Halendale re confirmation objection and send requested information.	1.20	\$ 1,020.00
11/19/25	AMC	Review 214 Hallandale Plan objection (.6); review comments to Committee Declaration in support of plan (.3); call with counsel for Declarant re same (.3); emails with Emerald team re same (.2); continue to prepare for confirmation (1.2); many emails with counsel to DIP Lenders and Debtors re misc. ongoing plan issues (.3); confer with A. Kaufman re all of the above (.4).	3.30	\$ 2,475.00
11/19/25	VTS	Brief call with A. Carson re Nugent's declaration in support of second amended plan (.1); finalize and file same (.1); prepare for filing, exhibit and witness for November 24, 2025 (.2).	0.40	\$ 154.00
11/20/25	AMC	Emails with Debtors' and DIP lenders' counsel re outstanding plan issues (.5); email to counsel for 214 Hallandale re potential witness for confirmation and deposition of same (.2); call with Debtors' counsel re outstanding plan issues (.4); continue preparing for confirmation (.3); review and provide comments to confirmation brief (2.6).	4.00	\$ 3,000.00
11/20/25	VTS	Finalize and file witness and exhibit list for November 24, 2025 hearing.	0.20	\$ 77.00
11/21/25	AMC	Many emails with counsel for 214 E. Hallandale, Debtors, and counsel to T. Nugent (together and separately) re potential deposition of B. Bussey and other misc. confirmation issues (.6); review and revise deposition notice for same (.2); emails with counsel for Debtors and DIP Lenders re retained causes of action language (.4); research re confirmation objection by 214 E. Hallandale and US Trustee (2.6); continue preparing for confirmation (2.1).	5.90	\$ 4,425.00
11/21/25	VTS	Assist A. Carson with hearing prep for November 24, 2025 hearing (2.9); communications with A. Carson and Evolution Litigations Services re tentative deposition setup (.4);	3.30	\$ 1,270.50
11/23/25	AMC	Call with T. Nugent to prep for hearing tomorrow (.4); continue preparing for confirmation hearing (1.8).	2.20	\$ 1,650.00
11/24/25	AMC	Continue preparing for confirmation hearing (2.0); attend confirmation hearing (1.0); review changes to confirmation order and emails with Debtors' counsel re same (.1).	3.10	\$ 2,325.00
11/25/25	AMC	Emails with Emerald team re Trust creation and related issues.	0.20	\$ 150.00
Total Professional Services			60.60	\$44,270.50

Professional Services - Timekeeper Summary

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000019
Invoice: 831048
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Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	3.90	\$850.00	\$3,315.00
AMC	Amber M. Carson	52.40	\$750.00	\$39,300.00
VTS	Veronica T. Salazar	4.30	\$385.00	\$1,655.50



Bill Date: December 16, 2025
Client.Matter: 031900.000021
Attorney: Amber M. Carson
Invoice: 831049
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Relief from Stay and Adequate Protection

Bill-at-a-Glance – for services through November 30, 2025

Professional Services	\$3,525.00
Total this Invoice	<u>\$3,525.00</u>
Previous Balance	\$2,112.50
Less Payments	(\$40.73)
Total Now Due	\$5,596.77

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000021 **Invoice #** 831049

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000021
Invoice: 831049
Page: 2 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821622	0.00	0.00	0.00	\$120.00	\$120.00
09/18/25	824247	0.00	0.00	\$109.27	0.00	\$109.27
10/07/25	825215	0.00	0.00	\$600.00	0.00	\$600.00
11/12/25	827727	0.00	\$1,242.50	0.00	0.00	\$1,242.50
Total Outstanding		\$0.00	\$1,242.50	\$709.27	\$120.00	\$2,071.77

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000021
Invoice: 831049
Page: 3 of 3

Matter 000021 – Relief from Stay and Adequate Protection

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
11/03/25	AMC	Email to Debtors' counsel re ongoing stay issues.	0.10	\$ 75.00
11/05/25	AMC	Call with counsel to S. Watkins re lift stay order content (.5); conduct research re same (.7); email to counsel to movant re same (.1).	1.30	\$ 975.00
11/06/25	AMC	Review and revise Simon lift stay stip; emails with Debtor's counsel re same.	0.40	\$ 300.00
11/12/25	AMC	Emails with Debtors' counsel re Simon lift stay motion (.2); review multiple insurance policies re same (.9).	1.10	\$ 825.00
11/13/25	AMC	Email to counsel for Watkins re lift stay stipulation changes.	0.10	\$ 75.00
11/14/25	AMC	Emails with counsel for Simon re lift stay stipulation and insurance info request (.2); emails with Debtors' counsel re same (.2); emails with counsel for Watkins re lift stay stipulation finalization (.2).	0.60	\$ 450.00
11/17/25	AMC	Emails with counsel to Simons re lift stay issues (.4); analyze same (.2); email to Debtors' counsel re same (.2).	0.80	\$ 600.00
11/21/25	AMC	Email to court re Simon lift stay stipulation and emails to counsel for Simon re same (.2); email to counsel for Watkins re lift stay order upload (.1).	0.30	\$ 225.00
Total Professional Services			4.70	\$3,525.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	4.70	\$750.00	\$3,525.00



Bill Date: December 16, 2025
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 831050
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through November 30, 2025

Expenses	\$10,470.90
Total this Invoice	\$10,470.90
Previous Balance	\$1,430.11
Less Payments	(\$1,181.92)
Total Now Due	\$10,719.09

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000026 **Invoice #** 831050

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000026
Invoice: 831050
Page: 2 of 3

Matter 000026 – Expenses

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
10/07/25	825216	0.00	0.00	\$214.19	0.00	\$214.19
11/12/25	827728	0.00	\$34.00	0.00	0.00	\$34.00
	Total Outstanding	\$0.00	\$34.00	\$214.19	\$0.00	\$248.19

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: December 16, 2025
Client.Matter: 031900.000026
Invoice: 831050
Page: 3 of 3

Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
11/26/25	Court Reporter Fee(s) – Vendor: Evolution Litigation Services; Invoice#: 1934; Date: 11/26/2025 - ORIGINAL TRANSCRIPT OF: Greg Mauro Realtime Text Stream Aaron Kaufman Rough Draft Appearance Fee - Full Day 9:00 AM CT - 2:59 PM CT 2-Day Turnaround Exhibit - Electronic Delivery Greg Mauro - Video Videographer 8:00 AM CT - 3:00 PM CT Hybrid Proceeding	\$6,717.40
11/26/25	Court Reporter Fee(s) – Vendor: Evolution Litigation Services; Invoice#: 1938; Date: 11/26/2025 - ORIGINAL TRANSCRIPT OF: Ramandeep (Ray) Giri Realtime Text Stream Aaron Kaufman Realtime Text Stream Emily Shanks Rough Draft Appearance Fee - Half Day Next-Day Turnaround Exhibit - Electronic Delivery	\$3,753.50
Total Expenses		\$10,470.90

Exhibit G

**Gray Reed's December Invoice
(December 1, 2025 through December 16, 2025)**



Bill Date: January 21, 2026
Client.Matter: 031900.000003
Attorney: Amber M. Carson
Invoice: 831566
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Asset Disposition

Bill-at-a-Glance – for services through December 16, 2025

Professional Services	\$75.00
Total this Invoice	\$75.00
Previous Balance	\$13,037.60
Total Now Due	\$13,112.60

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000003 **Invoice #** 831566

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000003
Invoice: 831566
Page: 2 of 3

Matter 000003 – Asset Disposition

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821613	0.00	0.00	0.00	\$527.60	\$527.60
09/18/25	824237	0.00	0.00	0.00	\$4,260.00	\$4,260.00
10/07/25	825207	0.00	0.00	0.00	\$7,800.00	\$7,800.00
12/16/25	831044	0.00	\$450.00	0.00	0.00	\$450.00
Total Outstanding		\$0.00	\$450.00	\$0.00	\$12,587.60	\$13,037.60

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000003
Invoice: 831566
Page: 3 of 3

Matter 000003 – Asset Disposition

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
12/10/25	AMC	Review Georgetown sale order and email to Debtors' counsel re same.	0.10	\$ 75.00
Total Professional Services			0.10	\$75.00

Professional Services - Timekeeper Summary

Person	Hours	Rate	Amount
AMC	0.10	\$750.00	\$75.00



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Bill Date: January 21, 2026
Client.Matter: 031900.000013
Attorney: Amber M. Carson
Invoice: 831561
Page: 1 of 3

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Professional Employment and Fee Applications

Bill-at-a-Glance – for services through December 16, 2025

Professional Services	\$2,078.00
Total this Invoice	\$2,078.00
Previous Balance	\$17,325.70
Total Now Due	\$19,403.70

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000013 **Invoice #** 831561

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

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Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000013
Invoice: 831561
Page: 2 of 3

Matter 000013 – Professional Employment and Fee Applications

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821618	0.00	0.00	0.00	\$595.20	\$595.20
09/18/25	824240	0.00	0.00	0.00	\$4,039.50	\$4,039.50
10/07/25	825210	0.00	0.00	0.00	\$10,341.00	\$10,341.00
11/12/25	827723	0.00	0.00	\$1,740.00	0.00	\$1,740.00
12/16/25	831038	0.00	\$610.00	0.00	0.00	\$610.00
Total Outstanding		\$0.00	\$610.00	\$1,740.00	\$14,975.70	\$17,325.70

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000013
Invoice: 831561
Page: 3 of 3

Matter 000013 – Professional Employment and Fee Applications

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
12/08/25	SRB	Make revisions to Gray Reed final fee app for November invoice and projected effective date.	2.10	\$ 945.00
12/16/25	AMC	Review and revise Gray Reed's final fee application.	1.10	\$ 825.00
12/16/25	VTS	Calculate final fees and expenses in support of first and final fee application.	0.80	\$ 308.00
Total Professional Services			4.00	\$2,078.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	1.10	\$750.00	\$825.00
SRB	Sean R. Burns	2.10	\$450.00	\$945.00
VTS	Veronica T. Salazar	0.80	\$385.00	\$308.00



Bill Date: January 21, 2026
Client.Matter: 031900.000016
Attorney: Amber M. Carson
Invoice: 831567
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Litigation

Bill-at-a-Glance – for services through December 16, 2025

Professional Services	\$810.00
Total this Invoice	\$810.00
Previous Balance	\$300.00
Total Now Due	\$1,110.00

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000016 **Invoice #** 831567

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000016
Invoice: 831567
Page: 2 of 3

Matter 000016 – Litigation

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
12/16/25	831046	0.00	\$300.00	0.00	0.00	\$300.00
	Total Outstanding	\$0.00	\$300.00	\$0.00	\$0.00	\$300.00

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000016
Invoice: 831567
Page: 3 of 3

Matter 000016 – Litigation

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
12/01/25	AMC	Follow up email to state court counsel re Lim litigation insurance coverage.	0.10	\$ 75.00
12/01/25	SMS	Consider next steps in light of Mauro and related carriers failure to respond to demand.	0.10	\$ 45.00
12/02/25	AMC	Call with counsel retained by insurer to defend state court Lim lawsuit.	0.20	\$ 150.00
12/03/25	AMC	Review 9019 motion re litigation bond; emails to Debtors' counsel re same.	0.50	\$ 375.00
12/10/25	AMC	Email to counsel for G. Mauro re demand letter follow up.	0.10	\$ 75.00
12/11/25	SMS	Consider next steps in light of Markel adjuster finally acknowledging claim.	0.10	\$ 45.00
12/15/25	SMS	Review correspondence from Markel coverage counsel.	0.10	\$ 45.00
Total Professional Services			1.20	\$810.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.90	\$750.00	\$675.00
SMS	Stephanie M. Snyder-Zuasnabar	0.30	\$450.00	\$135.00



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1300 Post Oak Boulevard, Suite 2000, Houston, Texas 77056
Federal Tax Identification Number: 81-4045088

Bill Date: January 21, 2026
Client.Matter: 031900.000017
Attorney: Amber M. Carson
Invoice: 831568
Page: 1 of 3

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Meetings and Communications with Creditors

Bill-at-a-Glance – for services through December 16, 2025

Professional Services	\$525.00
Total this Invoice	\$525.00
Previous Balance	\$46,125.80
Total Now Due	\$46,650.80

Please remit payment to:
Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:
Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:
Pay your invoice online by using this internet address:
<https://www.grayreed.com/Online-Bill-Pay>
A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000017 **Invoice #** 831568

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000017
Invoice: 831568
Page: 2 of 3

Matter 000017 – Meetings and Communications with Creditors

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821620	0.00	0.00	0.00	\$5,276.80	\$5,276.80
09/18/25	824244	0.00	0.00	0.00	\$23,949.00	\$23,949.00
10/07/25	825213	0.00	0.00	0.00	\$9,269.00	\$9,269.00
11/12/25	827725	0.00	0.00	\$3,431.00	0.00	\$3,431.00
12/16/25	831047	0.00	\$4,200.00	0.00	0.00	\$4,200.00
Total Outstanding		\$0.00	\$4,200.00	\$3,431.00	\$38,494.80	\$46,125.80

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000017
Invoice: 831568
Page: 3 of 3

Matter 000017 – Meetings and Communications with Creditors

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
12/03/25	AMC	Emails and call with S. Kim re opt out implications.	0.30	\$ 225.00
12/04/25	AMC	Call with S. Kim and counsel re opt out implications.	0.30	\$ 225.00
12/08/25	AMC	Email to counsel representing litigation plaintiff re case status.	0.10	\$ 75.00
Total Professional Services			0.70	\$525.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMC	Amber M. Carson	0.70	\$750.00	\$525.00



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Federal Tax Identification Number: 81-4045088

Bill Date: January 21, 2026
Client.Matter: 031900.000019
Attorney: Amber M. Carson
Invoice: 831569
Page: 1 of 3

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Plan and Disclosure Statement

Bill-at-a-Glance – for services through December 16, 2025

Professional Services	\$1,795.00
Total this Invoice	\$1,795.00
Previous Balance	\$162,360.30
Total Now Due	\$164,155.30

Please remit payment to:

Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:

Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:

Pay your invoice online by using this internet address:

<https://www.grayreed.com/Online-Bill-Pay>

A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000019 **Invoice #** 831569

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026

Client.Matter: 031900.000019

Invoice: 831569

Page: 2 of 3

Matter 000019 – Plan and Disclosure Statement

Outstanding Invoices

Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
08/22/25	821621	0.00	0.00	0.00	\$1,343.80	\$1,343.80
09/18/25	824246	0.00	0.00	0.00	\$22,812.50	\$22,812.50
10/07/25	825214	0.00	0.00	0.00	\$70,656.50	\$70,656.50
11/12/25	827726	0.00	0.00	\$23,277.00	0.00	\$23,277.00
12/16/25	831048	0.00	\$44,270.50	0.00	0.00	\$44,270.50
Total Outstanding		\$0.00	\$44,270.50	\$23,277.00	\$94,812.80	\$162,360.30

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000019
Invoice: 831569
Page: 3 of 3

Matter 000019 – Plan and Disclosure Statement

Professional Services – Detail

Date	Tkpr	Description of Services	Hours	Amount
12/01/25	AMC	Emails to Emerald team re Liquidating Trust creation and related issues (.2); confer with A. Kaufman re same (.3).	0.50	\$ 375.00
12/01/25	AMK	Meet with A. Carson to discuss status of confirmation, effective date, and post-effective date logistics.	0.70	\$ 595.00
12/02/25	AMC	Call with counsel for G. Mauro re demand status.	0.20	\$ 150.00
12/12/25	AMC	Emails to Debtors' counsel and Emerald team (together and separately) re conditions precedent to Effective Date.	0.50	\$ 375.00
12/15/25	AMC	Emails with Emerald team and counsel for Debtors/DIP Lenders (together and separately) re conditions precedent to plan effective date.	0.20	\$ 150.00
12/16/25	AMC	Emails with counsel to Debtors and DIP lender re conditions precedent to effective date.	0.20	\$ 150.00
Total Professional Services			2.30	\$1,795.00

Professional Services - Timekeeper Summary

Person		Hours	Rate	Amount
AMK	Aaron M. Kaufman	0.70	\$850.00	\$595.00
AMC	Amber M. Carson	1.60	\$750.00	\$1,200.00



Bill Date: January 21, 2026
Client.Matter: 031900.000026
Attorney: Amber M. Carson
Invoice: 831570
Page: 1 of 3

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Federal Tax Identification Number: 81-4045088

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Attention: Terry Nugent and Sophie Kim

RE: Expenses

Bill-at-a-Glance – for services through December 16, 2025

Expenses	\$578.92
Total this Invoice	\$578.92
Previous Balance	\$10,719.09
Total Now Due	\$11,298.01

Please remit payment to:

Gray Reed
ATTN: Accounts Receivable
1300 Post Oak Boulevard
Suite 2000
Houston, TX 77056

Wire Instructions:

Domestic Routing #: 113011258 | Amegy Bank of Texas
P.O. Box 27459., Houston, TX 77227

International SWIFT #: ZFNBUS55

Beneficiary Account #: 5802779065
Beneficiary Name: Gray Reed Depository

Credit Card Payment:

Pay your invoice online by using this internet address:

<https://www.grayreed.com/Online-Bill-Pay>

A 3% surcharge will be added for credit card payments.
No surcharge will be added for debit card payments.

Reference: 031900.000026 **Invoice #** 831570

For questions about this bill please call 1.888.908.8159 or
e-mail us at ar@grayreed.com

||| Gray Reed

Higher Ground Education, Inc. - UCC

c/o Oro Vista Farms, LLC

terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000026
Invoice: 831570
Page: 2 of 3

Matter 000026 – Expenses

Outstanding Invoices						
Date	Invoice Number	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Amount
10/07/25	825216	0.00	0.00	0.00	\$214.19	\$214.19
11/12/25	827728	0.00	0.00	\$34.00	0.00	\$34.00
12/16/25	831050	0.00	\$10,470.90	0.00	0.00	\$10,470.90
Total Outstanding		\$0.00	\$10,470.90	\$34.00	\$214.19	\$10,719.09

||| Gray Reed

Higher Ground Education, Inc. - UCC
c/o Oro Vista Farms, LLC
terry@orovistafarms.com; sophiea.jk@gmail.com

Bill Date: January 21, 2026
Client.Matter: 031900.000026
Invoice: 831570
Page: 3 of 3

Matter 000026 – Expenses

Expenses - Detail

Date	Description of Expenses	Amount
12/01/25	Litigation Expenses – Vendor: Consilio LLC; Invoice#: INV579602200; Date: 12/1/2025 - Gray Reed & McGraw - Dallas - Higher Ground Education Everlaw "All-In" Per GB	\$ 127.92
12/01/25	Parking Fees – Vendor: Amber M. Carson; Invoice#: 112425ACARSONFE1700; Date: 11/26/2025 - Parking for Attending the High Ground Education Confirmation Hearing.	\$ 17.00
	Photocopies	\$ 434.00
	Total Expenses	\$578.92

Exhibit H

Summary of Time and Fees by Billing Category

Matter No.	Matter Description	Billed Hours	Fees Requested	Expenses Requested	Total Compensation
2	Asset Analysis and Recovery	13.00	\$6,270.50	\$0.00	\$6,270.50
3	Asset Disposition	21.10	\$15,223.00	\$0.00	\$15,223.00
4	Assumption and Rejection of Leases and Contracts	8.60	\$6,682.00	\$0.00	\$6,682.00
5	Avoidance Action Analysis	0.00	\$0.00	\$0.00	\$0.00
6	Budgeting	0.00	\$0.00	\$0.00	\$0.00
7	Business Operations	7.80	\$5,116.00	\$0.00	\$5,116.00
8	Case Administration	71.10	\$46,848.50	\$0.00	\$46,848.50
9	Other Contested Matters	0.00	\$0.00	\$0.00	\$0.00
10	Claims Administration and Objections	0.70	\$529.50	\$0.00	\$529.50
11	Corporate Governance and Board Matters	17.00	\$11,156.50	\$0.00	\$11,156.50
12	Employee Benefits and Pensions	0.00	\$0.00	\$0.00	\$0.00
13	Professional Employment and Fee Applications	74.00	\$37,942.50	\$0.00	\$37,942.50
14	Employment and Fee Applications Objections	4.30	\$2,682.50	\$0.00	\$2,682.50
15	Financing and Cash Collateral	27.50	\$21,045.00	\$0.00	\$21,045.00
16	Litigation	1.60	\$1,110.00	\$0.00	\$1,110.00
17	Meetings and Communications with Creditors	101.10	\$67,758.00	\$0.00	\$67,758.00
18	Non-Working Travel	1.00	\$850.00	\$0.00	\$850.00
19	Plan and Disclosure Statement	352.00	\$260,780.50	\$0.00	\$260,780.50
20	Real Estate	0.00	\$0.00	\$0.00	\$0.00
21	Relief from Stay and Adequate Protection	8.40	\$6,117.50	\$0.00	\$6,117.50
22	Reporting	0.20	\$150.00	\$0.00	\$150.00
23	Tax	11.00	\$6,966.00	\$0.00	\$6,966.00
24	Valuation	0.00	\$0.00	\$0.00	\$0.00
25	Claim and Lien Investigations	440.30	\$318,719.50	\$0.00	\$318,719.50
26	Expenses	0.00	\$0.00	\$12,512.49	\$12,512.49
		Total	1,160.70	\$815,947.50¹	\$12,512.49
					\$828,459.99

¹ This amount only includes part of the \$41,880.65 voluntary fee reduction.

Exhibit I

Summary of Expenses

Service Description	Amount
Copies	\$783.40
Telephone	\$0.00
Online Research	\$15.56
Delivery Services/Courier	\$0.00
Local Travel: Ground Transportation	\$90.43
Out-of-Town Travel:	
Transportation	\$0.00
Hotel	\$0.00
Meals	\$0.00
Ground Transportation	\$0.00
Meals (local)	\$80.00
Court Fees	\$0.00
Transcripts	\$10,470.90
Litigation Support Vendors	\$1,072.20
TOTAL	\$12,512.49

Exhibit J

Proposed Form of 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)
Debtors. ¹	§	§	(Jointly Administered)

**ORDER APPROVING THE
FIRST AND FINAL APPLICATION OF GRAY REED FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD OF JULY 10, 2025, THROUGH DECEMBER 16, 2025**

Upon the application (the “Application”)² of Gray Reed as counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”), (i) awarding final compensation to Gray Reed for services rendered on behalf

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.

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

of the Committee and expenses incurred during the Application Period; (ii) directing the Debtors or Liquidating Trustee (as defined in the Plan), as applicable, to pay the balance of fees and expenses incurred but unpaid during the Application Period; and (iii) granting such other and further relief as may be just and proper, pursuant to section 330 of the Bankruptcy Code, rule 2016(a) of the Bankruptcy Rules, rule 2016-1 of the Local Rules, and Section F of the *Procedures for Complex Cases in the Northern District of Texas*; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; 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 this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that notice of the Application and opportunity for a hearing were appropriate under the circumstances and no other notice need be provided; and this Court having found that the requirements of the Bankruptcy Local Rules are satisfied by the contents of the Application; and this Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.
2. Finding that Gray Reed's services were necessary and beneficial to the estates at the time performed and that the requested fees and expenses were reasonable and necessary, Gray Reed's compensation in the aggregate amount of \$795,732.35 in fees and \$12,512.49 in expenses is hereby approved on a final basis.

3. The Debtors or the Liquidating Trustee, as applicable, are authorized and directed to pay Gray Reed the sum of **\$340,985.63**, representing all unpaid fees and expenses approved in the preceding paragraph.

4. 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:

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

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Dallas, TX 75201
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eshanks@grayreed.com

*Counsel to the Official Committee
of Unsecured Creditors*