

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WOODBRIIDGE GROUP OF COMPANIES,
LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket Nos. 22, 56, 59, & 94

NOTICE OF FILING OF CASH FLOW PROJECTIONS

PLEASE TAKE NOTICE that, on December 5, 2017, the Court entered an order [Docket No. 56]² approving on an interim basis the relief requested by the *Debtors' Motion for Interim and Final Orders (I) Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 507, and 552 Authorizing Debtors to (A) Obtain Postpetition Secured Financing, (B) Use Cash Collateral, (C) Grant Adequate Protection to Prepetition Secured Parties; (II) Modifying the Automatic Stay; (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and 4001(c); and (IV) Granting Related Relief* [Docket No. 22] (the "Motion").³

PLEASE TAKE FURTHER NOTICE that, on December 19, 2017, the Debtors filed a proposed form of order granting the relief requested in the Motion on a further interim basis [Docket No. 94] (the "**Proposed Further Interim Order**").

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit 1 is an updated version of the Cash Flow Projections, which was attached to the First Day Declaration as Exhibit I and will be attached to the Proposed Further Interim Order as Exhibit E.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to seek entry of the Proposed Further Interim Order at the hearing (the "Hearing") currently scheduled for December 21, 2017, at 9:00 a.m. (ET). The Debtors reserve all rights to modify the Proposed Further Interim Order at or prior to the Hearing.

¹ The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the proposed undersigned counsel for the Debtors.

² A corrected order was entered by the Court on December 6, 2017 [Docket No. 59].

³ Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Motion.

Dated: Wilmington, Delaware
December 20, 2017

/s/ Ian J. Bambrick

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Proposed Counsel to the Debtors and Debtors in Possession

Exhibit 1

Cash Flow Projections

Woodbridge Companies

Consolidated Weekly Cash Forecast

(\$ in thousands)

	1	2	3	4	5	6	7	8	9	10	11	12	13	13 Weeks
	F	F	F	F	F	F	F	F	F	F	F	F	F	F
	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.	W.E.
	12/22	12/29	1/5	1/12	1/19	1/26	2/2	2/9	2/16	2/23	3/2	3/9	3/16	3/16
OPERATING CASH - Beginning Book Balance	20,905	18,020	36,296	27,083	23,920	78,984	71,069	61,678	58,682	56,407	50,865	41,604	38,734	20,905
Total Net Property Sales - Non Collateral	247	2,351	-	-	8,265	-	-	-	933	-	-	-	8,710	20,506
Total Net Property Sales - Collateral	-	1,425	-	-	-	-	5,985	-	9,500	17,290	13,300	-	13,775	61,275
Total Net Fundraising	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other Inflows / Bond Returns / Loan Payoffs	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Inflows	247	3,776	-	-	8,265	-	5,985	-	10,433	17,290	13,300	-	22,485	81,781
Disbursements														
Total Funds Redemptions	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Property Purchases	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Soft Costs - Design	83	83	83	83	83	83	83	83	83	77	77	77	77	1,054
Total General Contractor Costs	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	1,934	1,934	1,934	1,934	26,083
Total Plus Development Costs	65	65	65	65	65	65	65	65	65	65	65	65	65	845
Total Maintenance Costs	23	23	23	23	23	23	23	23	23	23	23	23	23	299
Total Marketing Costs	246	246	246	246	246	246	246	246	246	230	230	230	230	3,130
Total Property Management Costs	3	3	3	3	3	3	3	3	3	3	3	3	3	33
Total HOA Dues	5	5	5	5	5	350	5	5	5	5	5	5	5	410
Total Appraisals	4	4	4	4	4	4	4	4	4	4	4	4	4	52
Total Property Taxes	-	-	-	-	-	607	-	-	-	-	-	-	1,900	2,507
Total Property Mortgages	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Funds Interest Payments	-	-	5,926	-	-	-	5,926	-	-	-	5,926	-	-	17,777
Total Operating Overhead	461	434	509	522	509	1,766	429	354	517	381	429	354	517	7,182
Contingency	175	175	175	175	175	175	175	175	175	175	175	175	175	2,275
Total Operating Disbursements	3,102	3,075	9,076	3,163	3,150	5,359	8,996	2,995	3,158	2,896	8,870	2,869	4,932	61,645
Net Cash Flow from Operations	(2,855)	701	(9,076)	(3,163)	5,115	(5,359)	(3,011)	(2,995)	7,275	14,394	4,430	(2,869)	17,552	20,136
Legal and Professional Fees														
Legal & Consulting Fees	30	-	-	-	-	2,556	-	-	-	2,646	-	-	-	5,232
Accounting	-	-	50	-	50	-	-	-	-	50	-	-	50	200
Total Legal and Professional Fees	30	-	50	-	50	2,556	-	-	50	2,646	-	-	50	5,432
Net Cash Flow Before Line of Credit	(2,885)	701	(9,126)	(3,163)	5,065	(7,915)	(3,011)	(2,995)	7,225	11,748	4,430	(2,869)	17,502	14,704
Payments to / (Advances from Loan)	-	(17,575)	-	-	(50,000)	-	5,985	-	9,500	17,290	13,300	-	13,775	(7,725)
Loan Interest	-	-	87	-	-	-	395	-	-	-	391	-	-	873
Loan Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Net Cash Flow from All Activities	(2,885)	18,276	(9,212)	(3,163)	55,065	(7,915)	(9,391)	(2,995)	(2,275)	(5,542)	(9,261)	(2,869)	3,727	21,556
OPERATING CASH - Ending Book Balance	18,020	36,296	27,083	23,920	78,984	71,069	61,678	58,682	56,407	50,865	41,604	38,734	42,462	42,462
Less: Total Proceeds from Property Sales	14,382	16,733	16,733	16,733	24,998	24,998	24,998	24,998	25,931	25,931	25,931	25,931	34,641	34,641
Less: Total Accrued Admin Costs	2,258	3,020	3,647	4,274	4,901	2,972	3,599	4,383	5,167	3,304	4,088	4,872	5,656	5,656
NET OPERATING CASH - Ending Book Balance	1,380	16,543	6,703	2,913	49,085	43,099	33,081	29,301	25,309	21,629	11,584	7,931	2,165	2,165
Ending DIP Balance	6,000	23,575	23,575	23,575	73,575	73,575	67,590	67,590	58,090	40,800	27,500	27,500	13,725	13,725
Ending DIP Availability	94,000	75,675	75,675	75,675	25,675	25,675	28,510	28,510	33,010	41,200	47,500	47,500	54,025	54,025