

**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
:
: **Obj. Deadline: May 17, 2018 @ 4:00 p.m. (ET)**
: **Hearing Date: July 10, 2018, at 11:00 a.m. (ET)**
:

**NOTICE OF FIRST INTERIM FEE REQUEST OF VENABLE LLP AS COUNSEL
TO THE OFFICIAL AD HOC COMMITTEE OF UNITHOLDERS
FOR THE PERIOD JANUARY 23, 2018 THROUGH FEBRUARY 28, 2018**

TO: (I) THE DEBTORS, (II) COUNSEL TO THE DEBTORS, (III) COUNSEL TO DIP LENDER, (IV) COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, (V) COUNSEL TO THE NOTEHOLDERS' COMMITTEE, (VI) COUNSEL FOR THE SECURITIES AND EXCHANGE COMMISSION, (VII) THE OFFICE OF THE UNITED STATES TRUSTEE, AND (VIII) THE FEE EXAMINER.

PLEASE TAKE NOTICE that, pursuant to the *Compensation Order*, entered January 9, 2018 [Docket No. 261] and the *Settlement Order*, entered on January 23, 2018 [Docket No. 357], Venable LLP (“Venable”), counsel as Counsel to the Official Ad Hoc Committee of Unitholders (the “Unitholders”), hereby applies for interim quarterly allowance of compensation and reimbursement of expenses (the “Fee Request”) for all interim monthly applications covering the period from January 23, 2018 through and including February 28, 2018. Summaries of the fees and expenses that are the subject of this Fee Request are summarized in the attachment hereto.

PLEASE TAKE FURTHER NOTICE that objections to the Fee Request, if any, are required to be filed on or before **May 17, 2018, 2014 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware, 19801.

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 14140 Ventura Boulevard #302, 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 this information may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response so as to be received by the following on or before the Objection Deadline:

(i) the Debtors, c/o Development Specialists, Inc. 333 South Grand Ave., Suite 4070, Los Angeles, CA 90071, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, CA 90067, Attn: Michael L. Tuchin, Esq. and David A. Fidler, Esq. and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, Delaware 19801, Attn: Sean M. Beach, Esq.; (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, CA 90017, Attn: William Brody, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, DE 19801, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) counsel to the Noteholders' Committee, Drinker Biddle & Reath LLP, Attn: Steven K. Kortanek, Esq.; (vi) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (vii) the Fee Examiner, Frejka PLLC, 135 East 57th St, 6th Floor, New York, New York 10022, Attn: Elise S. Frejka, (viii) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq., and (ix) counsel to the Unitholders' Committee, Venable LLP, 1270 Avenue of the Americas, New York, New York, NY 10020, Attn: Jeffrey S. Sabin, Esq. and 1201 N. Market St., Suite 1400, Wilmington, DE 19801, Attn: Jamie L. Edmonson, Esq.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Fee Request will be held on **July 10, 2018 at 11:00 a.m. (ET)** before the Honorable Kevin J. Carey in the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801.

Dated: April 27, 2018

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CERTIFICATE OF SERVICE

I hereby certify that on January 8, 2018, copies of the *Motion of the Ad Hoc Committee of Unitholders of Woodbridge Mortgage Investment Fund Entities for Entry of an Order Shortening Notice of, and Setting A Hearing Date with Respect to, Its Motion, Pursuant to 11 U.S.C. § 1102(a)(2), Directing Appointment of an Official Committee of Unitholders* were served to counsel via File & Serve Xpress and to the parties on the attached service list via First Class U.S. Mail.

/s/ Jamie L. Edmonson

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