

Elise S. Frejka  
FREJKA PLLC  
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New York, NY 10170  
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*Attorneys for the Fee Examiner*

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

<p>In re:</p> <p>WOODBRIIDGE GROUP OF COMPANIES, LLC, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 17-12560 (KJC)</p> <p>(Jointly Administered)</p>
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**SUMMARY OF FIRST MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND (B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FEBRUARY 8, 2018 THROUGH FEBRUARY 28, 2018**

Name of Applicants:	Elise S. Frejka , Fee Examiner Frejka PLLC, Counsel for Fee Examiner
Authorized to Provide Professional Services to:	Fee Examiner
Date of Retention:	February 8, 2018 (Order entered April 3, 2018 <i>nunc pro tunc</i> to February 8, 2018)
Period for which compensation and reimbursement is sought:	February 8, 2018 – February 28, 2018
Amount of Interim Compensation sought as actual, reasonable and necessary (Fee Examiner):	\$44,310.00
Amount of Interim Compensation sought as actual, reasonable and necessary (Counsel for the Fee Examiner):	\$6,277.50
Total Fees Sought:	\$50,587.50

<sup>1</sup> 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 in these cases, 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](http://www.gardencitygroup.com/cases/WGC).

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Fee Examiner):	\$171.88
Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Counsel for the Fee Examiner):	\$0.00
Total Expenses Sought:	\$171.88

This is a:  X  monthly \_\_\_ interim \_\_\_ final application

Prior applications:

None

**INTERIM COMPENSATION BY INDIVIDUAL**

<b>Name of Professional</b>	<b>Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00	84.40	\$44,310.00
Edward M. Kennedy	Legal Assistant/Analyst	\$225.00	<u>27.90</u>	<u>6,277.50</u>
<b>Total</b>			<b>112.30</b>	<b>\$50,587.50</b>
<b>Blended Rate</b>		<b>\$450.47</b>		

**INTERIM COMPENSATION BY PROJECT CATEGORY**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Fee Examiner – General	20.10	\$9,832.50
Berger Singerman LLP	1.30	292.50
FTI Consulting, Inc.	1.20	270.00
Gibson Dunn & Crutcher LLP	49.40	22,725.00
Homer Bonner Jacobs PA	0.60	135.00
Moelis & Co LLC	0.60	135.00
Pachulski Stang Ziehl & Jones LLP	7.90	3,487.50
Province, Inc.	0.50	112.50
Young Conaway Stargatt & Taylor LLP	<u>30.70</u>	<u>13,597.50</u>
<b>Total</b>	<b>112.30</b>	<b>\$50,587.50</b>

**INTERIM EXPENSE SUMMARY**

<b><u>Expense Category</u></b>	<b><u>Total Expenses</u></b>
Travel/Subway	\$2.75
Travel/Amtrak	155.00
Travel/Taxi	<u>14.13</u>
<b>Total</b>	<b>\$171.88</b>

Elise S. Frejka  
FREJKA PLLC  
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*Attorneys for the Fee Examiner*

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

In re:

WOODBRIIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>2</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**FIRST MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND  
(B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM  
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD FEBRUARY 8, 2018 THROUGH FEBRUARY 28, 2018**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and in accordance with that certain *Order Appointing Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals* [Docket No. 525] (the “Fee Examiner Order”), that certain *Order Authorizing the Employment and Retention of Frejka PLLC as Counsel to the Fee Examiner Nunc Pro Tunc to February 8, 2018* [Docket No. 891] (the “Retention Order”), and that certain *Order Establishing Procedures*

<sup>2</sup> 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 in these cases, 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](http://www.gardencitygroup.com/cases/WGC).

*for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 261] (the “Interim Compensation Order”), Elise S. Frejka (the “Fee Examiner”) and the law firm of Frejka PLLC (“Frejka PLLC”) hereby apply (the “Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as the Fee Examiner and counsel to the Fee Examiner in the above-captioned cases in the aggregate amount of \$50,587.50, together with reimbursement of actual and necessary expenses incurred in the amount of \$171.88 for the interim period February 8, 2018 through and including February 28, 2018 (the “Interim Fee Period”). In support of this Application, the Fee Examiner and Frejka PLLC respectfully represent as follows:

**BACKGROUND**

1. On December 4, 2017 (the “Petition Date”), all but fourteen of the Debtors commenced voluntary cases under chapter 11 of title 11 of the United States Code, as amended (the “Bankruptcy Code”). On February 9, 2018, an additional fourteen affiliates of the Debtors commenced voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.
2. The Debtors’ chapter 11 cases (collectively, the “Chapter 11 Cases”) are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”). As of the date hereof, no trustee or examiner has been appointed in these Chapter 11 Cases.
3. On December 14, 2017, the Acting United States Trustee for Region 3 (the “U.S. Trustee”), appointed an official committee of unsecured creditors (the “Committee”) [Docket

No. 79]. On January 23, 2018, the Court held a hearing to resolve, among other things, two motions to appoint a chapter 11 trustee, and entered an order approving the settlement reached between the Debtors and other parties in interest [Docket No. 357]. The terms of the settlement provided for, among other things, the formation of an ad hoc noteholder group (the “Noteholder Group”) and an ad hoc unitholder group (the “Unitholder Group”).

4. On February 8, 2018, the Court entered the Fee Examiner Order appointing the Fee Examiner and authorized the Fee Examiner to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

5. On April 3, 2018, the Court entered the Retention Order authorizing the retention and employment of Frejka PLLC as counsel to the Fee Examiner authorized Frejka PLLC to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

6. All services for which compensation is requested herein by the Fee Examiner and Frejka PLLC were performed for or on behalf of the Fee Examiner.

#### Summary of Services Rendered

7. Attached hereto as Exhibit A is a detailed statement of the fees and expenses incurred during the Interim Fee Period by the Fee Examiner and Frejka PLLC.

8. The services rendered by the Fee Examiner and Frejka PLLC during the Interim Fee Period are grouped into separate task codes as set forth in Exhibit A. The attorneys and paraprofessionals who rendered services relating to each task code are identified, along with the number of hours for each individual and the total compensation sought for each task code, in the attachments hereto.

Disbursements

9. The Fee Examiner has incurred out of pocket expenses during the Interim Fee Period in the amount of \$171.88. These disbursements are broken down into categories of charges as set forth on Exhibit A.

Valuation of Services

10. The Fee Examiner and Frejka PLLC have expended a total of 112.30 hours in connection with this matter during the Interim Fee Period.

11. The amount of time spent by each person providing services to the Fee Examiner for the Interim Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are the Fee Examiner and Frejka PLLC's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Frejka PLLC for the Interim Fee Period as counsel for the Fee Examiner in these cases is \$50,587.50.

12. The Fee Examiner and Frejka PLLC believe that the time entries and the expense breakdown attached hereto as Exhibit A are in compliance with the requirements of Local Rule 2016-2.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

14. This Application covers the interim fee period from February 8, 2018 through and including February 28, 2018. The Fee Examiner and Frejka PLLC have continued, and will continue, to perform additional necessary services for the Fee Examiner subsequent to the



Interim Fee Period, for which for the Fee Examiner and Frejka PLLC will file subsequent monthly fee applications.

**BUDGET AND STAFFING PLAN**

15. In accordance with the Retention Order and the Interim Compensation Order, attached hereto as Exhibit C is the budget and staffing plan for Frejka PLLC approved by the Fee Examiner for the Interim Fee Period.

**CONCLUSION**

WHEREFORE, Elise S. Frejka and Frejka PLLC requests that allowance be made to them in the amount of \$50,587.50 as compensation for necessary professional services rendered to the Fee Examiner for the Interim Fee Period, and the sum of \$171.88 for reimbursement of actual necessary costs and expenses incurred during that period, and requests such other and further relief as the Court may deem just and proper.

Dated: New York, New York  
May 2, 2018

/s/ Elise S. Frejka  
Elise S. Frejka  
FREJKA PLLC  
420 Lexington Avenue – Suite 310  
New York, New York 10170  
(212) 641-0800  
*Attorneys for the Fee Examiner*

**VERIFICATION**

I, Elise S. Frejka, hereby certify that:

1. I am a member of Frejka PLLC and the Fee Examiner in the above-captioned cases.
2. I have personally performed many of the legal services rendered by Frejka PLLC to the Fee Examiner and am familiar with all other work performed on behalf of the attorneys and paraprofessionals at Frejka PLLC.
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Dated: New York, New York  
May 2, 2018

  
Elise S. Frejka

**EXHIBIT A**

**Summary of Fees by Timekeeper by Project Code****Fee Examiner – General**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1990	\$525.00	17.70	\$9,292.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>2.40</u>	<u>\$540.00</u>
<b>Total</b>				<b>20.10</b>	<b>\$9,832.50</b>

**Gibson Dunn & Crutcher LLP**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1990	\$525.00	38.70	\$20,317.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>10.70</u>	<u>\$2,407.50</u>
<b>Total</b>				<b>49.40</b>	<b>\$22,725.00</b>

**Young Conaway Stargatt & Taylor, LLP**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1990	\$525.00	22.30	\$11,707.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>8.40</u>	<u>\$1,890.00</u>
<b>Total</b>				<b>30.70</b>	<b>\$13,597.50</b>

**Pachulski Stang Ziehl & Jones LLP**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1990	\$525.00	5.70	\$2,992.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>2.20</u>	<u>\$495.00</u>
<b>Total</b>				<b>7.90</b>	<b>\$3,487.50</b>

**FTI Consulting, Inc.**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	1.20	<u>\$270.00</u>
<b>Total</b>				<b>1.20</b>	<b>\$270.00</b>

**Berger Singerman LLP**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	<u>1.30</u>	<u>\$292.50</u>
<b>Total</b>				<b>1.30</b>	<b>\$292.50</b>

**Moelis & Co LLC**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	<u>0.60</u>	<u>\$135.00</u>
<b>Total</b>				<b>0.60</b>	<b>\$135.00</b>

**Homer Bonner Jacobs PA**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	<u>0.60</u>	<u>\$135.00</u>
<b>Total</b>				<b>0.60</b>	<b>\$135.00</b>

**Province, Inc.**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	<u>0.50</u>	<u>\$112.50</u>
<b>Total</b>				<b>0.50</b>	<b>\$112.50</b>

**INTERIM EXPENSE SUMMARY**

<u>Expense Category</u>	<u>Total Expenses</u>
Travel/Subway	\$2.75
Travel/Amtrak	155.00
Travel/Taxi	<u>14.13</u>
<b>Total</b>	<b>\$171.88</b>



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 New York, NY 10022  
 Phone: 212-641-0800

## INVOICE

**Date:** 04/16/2018

**Invoice #:** 1264

**Matter:** Fee Examiner

**Bill To:**

Woodbridge Group of Companies, LLC  
 14225 Ventura Blvd. #100  
 Sherman Oaks, CA 91423

**Professional Services**

Date	Details	Hours	Rate	Amount
02/09/2018	ESF Fee Examiner - General Review Declaration of Lawrence R. Perkins in Support of the Debtors' Chapter 11 Petitions and Requests for First Day Relief (including exhibits).	3.80	\$525.00	\$1,995.00
02/13/2018	ESF Fee Examiner - General Email exchange with T. Fox regarding meeting and general strategy issues.	0.20	\$525.00	\$105.00
02/13/2018	ESF Fee Examiner - General Call with S. Persichilli regarding docket access.	0.10	\$525.00	\$52.50
02/19/2018	ESF Fee Examiner - General Review Emergency Motion of Committee to Appoint Trustee (1.3); review Emergency Motion of SEC to Appoint Trustee (.8); review Statement With Respect to the Motion of Official Committee of Unsecured Creditors for Entry of an Order to Set Hearing Date on and Shorten Time to Object or Respond to Emergency Motion of Official Committee of Unsecured Creditors for Entry of an Order Directing the Appointment of a Chapter 11 Trustee Pursuant to 11 U.S.C. Section 1101 (.1); Review Noteholders Response to Motions to Appoint Trustee (Hehn clients) (.2); review UST response to Motions to Appoint Trustee (.1); review Debtors' Objection to Motions to Appoint Trustee including exhibits (2.8).	5.30	\$525.00	\$2,782.50



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02/20/2018	ESF	Gibson Dunn & Crutcher LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Asset Sales task code (1.8); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Asset Valuation task code (1.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Assumption and Rejection of Leases and Contracts task code (.9); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Budgeting task code (.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Business Operations task code (.4); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Asset Case Administration task code (1.5); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Corporate Governance and Board Matters task code (2.7); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Communications and Meetings with Creditors task code (1.3); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Employee Matters and Benefits task code (1.1).	11.10	\$525.00	\$5,827.50
02/21/2018	ESF	Gibson Dunn & Crutcher LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Employment and Fee Applications (Gibson) task code (3.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Employment and Fee Applications (Other Professionals) task code (.8); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Financing, Cash Collateral and Cash Management task code (3.6); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Hearings task code including evaluation of need for participation by individual attorneys (4.1); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Insurance task code (.3)	12.00	\$525.00	\$6,300.00
02/22/2018	ESF	Fee Examiner - General Review transcript of December 21, 2017 hearing (.9) review December 5, 2017 transcript (1.1); call with D.	3.80	\$525.00	\$1,995.00



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Baddley (SEC) regarding fee procedures and protocol (.6); review motion to approve compromise with California (.3); review retention application of Fiduciary Committee of Unitholders -- Venable (.2); review consent order regarding Trustee motions and appointment of official committees (Docket No. 357) (.4); review ordinary course professionals motion, professionals included and monthly caps (.2); review Update Regarding Debtor Professional Engagements Pursuant to Terms of Settlement Order (.1).

02/22/2018	ESF	Gibson Dunn & Crutcher LLP Analysis of expenses that need backup (.6); draft email to G. Weiner (GDC) requesting backup for certain travel and meal expenses (.4); email exchange with P. Santos (GDC) and G. Weiner regarding same (.1).	1.10	\$525.00	\$577.50
02/23/2018	ESF	Fee Examiner - General Review 1/2/18 Transcript (.3).	0.30	\$525.00	\$157.50
02/23/2018	ESF	Gibson Dunn & Crutcher LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Litigation task code (6.4); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Real Estate task code (.4); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Relief from Stay task code (.4); analysis of time entries for December 2018 for compliance with Guidelines and Local Rules regarding Reporting task code (.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding SEC/State AG Motions task code (2.9); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding non-working travel task code (.9).	11.20	\$525.00	\$5,880.00
02/24/2018	ESF	Gibson Dunn & Crutcher LLP Final analysis of December 2017 in preparation of preliminary comments/questions and concerns in preparation for issuing comments to Gibson Dunn (G. Weiner).	3.30	\$525.00	\$1,732.50
02/25/2018	ESF	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Case Administration task code (2.2); analysis of time	11.50	\$525.00	\$6,037.50





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entries for December 2017 for compliance with Guidelines and Local Rules regarding Court Hearings task code including identifying roles of specific professionals (2.4); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Cash Collateral/DIP Financing task code (1.7); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Schedules & Statements task code (1.4); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Leases/Executory Contract Issues task code (.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Use, Sale or Lease of Property task code (1.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Claims Analysis, Objections and Resolutions task code (.5); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Meetings task code, including cross task code billing (1.9).

02/26/2018	ESF	Fee Examiner - General Meeting with A. Vara, P. Tinker, T. Fox, J. Weissgerber regarding Woodbridge and fee examiner (1.2); review January 3, 2018 Transcript (.3); review January 10, 2018 transcript (.2); review January 2, 2018 transcript (.2); review January 19, 2018 transcript (1.2); review January 23, 2018 transcript (1.1).	4.20	\$525.00	\$2,205.00
02/27/2018	ESF	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Stay Relief task code (.8); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Other Adversary Proceedings task code (3.6); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Creditor Inquiries task code (.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding General Corporate Matters task code (.2); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Employee Matters task code (.1); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Retention of Professionals/Fee Issues task code (2.4); analysis of time entries for	9.60	\$525.00	\$5,040.00

**FREJKA PLLC**

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December 2017 for compliance with Guidelines and Local Rules regarding Utility Services task code (.1); review all task codes to assemble specific comments regarding December 2017 time entries for compliance with Guidelines (2.2).

02/27/2018	ESF	Pachulski Stang Ziehl & Jones LLP Analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Bankruptcy Litigation task code (3.6); analysis of time entries for December 2017 for compliance with Guidelines and Local Rules regarding Litigation/Non-Bankruptcy task code (2.1)	5.70	\$525.00	\$2,992.50
02/28/2018	ESF	Young Conaway Stargatt & Taylor, LLP Review expenses entries for December and provide final comments.	1.20	\$525.00	\$630.00
<b>For professional services rendered</b>			<b>84.40</b>		<b>\$44,310.00</b>

**Additional Charges**

<b>Date</b>	<b>Details</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
02/26/2018	ESF Travel/Amtrak Amtrak NYP to Wilmington DE for meeting with UST Coach (\$67.00); Amtrak from Wilmington DE to NYP (\$88.00).	1	\$155.00	\$155.00
02/26/2018	ESF Travel/Local Transportation Subway from NYP to Home after meeting with UST.	1	\$2.75	\$2.75
02/27/2018	ESF Travel/Local Transportation Uber from Office to NYP for meeting with UST.	1	\$14.13	\$14.13

**Total additional charges** \$171.88

**Invoice Amount** \$44,481.88

**Balance Due** \$44,481.88



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 New York, NY 10022  
 Phone: 212-641-0800

## INVOICE

**Date:** 04/16/2018

**Invoice #:** 1262

**Matter:** Counsel to the Fee Examiner

**Bill To:**

Woodbridge Group of Companies, LLC  
 14225 Ventura Blvd. #100  
 Sherman Oaks, CA 91423

**Professional Services**

Date	Details	Hours	Rate	Amount
02/09/2018	EMK Gibson Dunn & Crutcher LLP Analysis of Gibson Dunn Retention Application for terms and conditions.	1.30	\$225.00	\$292.50
02/09/2018	EMK Young Conaway Stargatt & Taylor, LLP Analysis of Young Conaway Retention Application regarding terms and conditions.	1.30	\$225.00	\$292.50
02/09/2018	EMK Pachulski Stang Ziehl & Jones LLP Analysis of Pachulski Retention Application regarding terms and conditions.	0.90	\$225.00	\$202.50
02/09/2018	EMK FTI Consulting, Inc. Analysis of FTI Consulting Retention Application regarding terms and conditions.	0.70	\$225.00	\$157.50
02/09/2018	EMK Berger Singerman LLP Analysis of Berger Singerman Retention Application regarding terms and conditions.	0.70	\$225.00	\$157.50
02/09/2018	EMK Moelis & Co LLC Analysis of Moelis Retention Application regarding terms and conditions.	0.60	\$225.00	\$135.00
02/12/2018	EMK Province, Inc. Analysis of Province Retention Application regarding terms and conditions.	0.50	\$225.00	\$112.50



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02/12/2018	EMK	Homer Bonner Jacobs PA Analysis of Homer Bonner Retention Application regarding terms and conditions.	0.60	\$225.00	\$135.00
02/12/2018	EMK	Fee Examiner - General Draft chart with retained professionals terms of engagement.	2.40	\$225.00	\$540.00
02/21/2018	EMK	Gibson Dunn & Crutcher LLP Preliminary analysis of expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	3.20	\$225.00	\$720.00
02/21/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	1.20	\$225.00	\$270.00
02/23/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	5.90	\$225.00	\$1,327.50
02/26/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of Fees from 1st Interim Period for compliance with UST Guidelines and local rules	3.10	\$225.00	\$697.50
02/26/2018	EMK	Pachulski Stang Ziehl & Jones LLP Preliminary Analysis of Fees from 1st Interim Period for compliance with UST Guidelines and local rules	0.90	\$225.00	\$202.50
02/27/2018	EMK	Berger Singerman LLP Preliminary analysis of fees from 1st Interim Period for compliance with UST Guidelines and local rules.	0.20	\$225.00	\$45.00
02/27/2018	EMK	FTI Consulting, Inc. Preliminary analysis of fees from 1st Interim Period for compliance with UST Guidelines and local rules.	0.20	\$225.00	\$45.00
02/28/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	3.10	\$225.00	\$697.50
02/28/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees and expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	0.40	\$225.00	\$90.00
02/28/2018	EMK	Berger Singerman LLP Analysis of Fees and expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	0.40	\$225.00	\$90.00



135 East 57th Street - 6th Floor  
 New York, NY 10022  
 Phone: 212-641-0800

02/28/2018	EMK FTI Consulting, Inc. Preliminary analysis of fees and expenses from 1st Interim Period for compliance with UST Guidelines and local rules.	0.30	\$225.00	\$67.50
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<b>For professional services rendered</b>	<b>27.90</b>	<b>\$6,277.50</b>
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<b>Invoice Amount</b>	<b>\$6,277.50</b>
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<b>Balance Due</b>	<b>\$6,277.50</b>
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**EXHIBIT B**

**BUDGETED AMOUNT****FEBRUARY 2018: \$60,000****PROFESSIONAL RATES:**

<b>Name of Professional</b>	<b>Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate</b>
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00
Edward M. Kennedy	Legal Assistant/Financial Analyst	\$225.00

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

In re:

WOODBIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>3</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**NOTICE OF FIRST MONTHLY FEE APPLICATION**

The First Monthly Fee Application of Elise S. Frejka (the “Fee Examiner” and Frejka PLLC, counsel for the Fee Examiner, for Compensation and Reimbursement of Expenses for the period February 8, 2018 through February 28, 2018 has been filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). The Application seeks allowance of monthly fees in the aggregate amount of \$50,587.50 and monthly expenses in the aggregate amount of \$171.88.

Objections to the Application, if any, are required to be filed on or before **May 23, 2018 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 1980. You must also service any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, 14140 Ventura Boulevard #302, Sherman Oaks, California 91423, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, California 90067, Attn: Jonathan Weiss, 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, California 90017, Attn: William Brody, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) proposed counsel to any additional statutory committee appointed in these Chapter 11 Cases; (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 E. 57th Street, 6th Floor, New York, New York 10022, Attn: Elise S. Frejka, Esq.; (viii) any other party that has requested to be a Notice Party; and (ix) 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.

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<sup>3</sup> 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 in these cases, 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](http://www.gardencitygroup.com/cases/WGC).



**PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED INTERIM FEES AND 100% OF THE REQUESTED INTERIM EXPENSES, WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION. ONLY THOSE PARTIES TIMELY FILING AND SERVING OBJECTIONS WILL RECEIVE NOTICE AND BE HEARD AT SUCH HEARING.**

Dated: New York, New York  
May 2, 2018

/s/ Elise S. Frejka  
Elise S. Frejka  
FREJKA PLLC  
420 Lexington Avenue – Suite 310  
New York, New York 10170  
Phone: (212) 641-0800  
Facsimile: (212) 641-0820  
*Attorneys for the Fee Examiner*