

**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)

**Objection Deadline: June 19, 2018 at
4:00 p.m. (ET)**

**THIRD MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PROVINCE, INC., AS OPERATIONAL
AND FINANCIAL ADVISOR TO THE DEBTORS, FOR THE PERIOD FROM
APRIL 1, 2018 THROUGH AND INCLUDING APRIL 30, 2018**

| | |
|---|---|
| Name of Applicant: | Province, Inc. |
| Authorized to Provide Professional Services to: | Woodbridge Group of Companies, LLC, <i>at al.</i> |
| Date of Retention: | March 27, 2018 <i>Nunc Pro Tunc</i> to February 1, 2018 |
| Period for which Compensation and Reimbursement is Sought: | April 1, 2018 – April 30, 2018 ² |
| Amount of Compensation Sought as Actual, Reasonable and Necessary: | \$200,000.00 |
| Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | \$3,852.73 |

This is a: X monthly ___ interim ___ final application.

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 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 undersigned counsel for the Debtors.

² Province, Inc. reserves the right to include any time expended in the period indicated above in future application(s) if it is not included herein.

BILLING SUMMARY
April 1, 2018 – April 30, 2018

| Name of Professional Individual | Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise | Hourly Billing Rate | Total Hours Billed | Total Compensation |
|--|---|----------------------------|----------------------------|---------------------------|
| Paul Huygens, CPA, CFE | Principal – Corporate restructuring. CPA license in 1999, CFE license in 2015 | \$730 | 141.2 | \$103,076.00 |
| David Dachelet, Esq. | Director - Bar admission in 1998 | \$530 | 131.0 | \$69,430.00 |
| Mark Kemper | Senior Associate - Corporate restructuring | \$420 | 196.6 | \$82,572.00 |
| Marion Fong | Real Estate Consultant | \$375 | 201.0 | \$75,375.00 |
| | Subtotal | | 669.8 | \$330,453.00 |
| Para Professionals | | Hourly Billing Rate | Total Hours Billed | Total Compensation |
| Beth Robinson | | \$150 | 12.0 | \$1,800.00 |
| Erica Mattson | | \$150 | 7.1 | \$1,065.00 |
| | Subtotal | | 19.1 | \$2,865.00 |
| | | | Fee Statement Hours | Total Compensation |
| | Subtotal | | 688.9 | \$333,318.00 |
| | Voluntary Discount | | | (\$133,318.00) |
| | Grand Total | | 688.9 | \$200,000.00 |

COMPENSATION BY CATEGORY

| Project Categories | Total Hours | Total Fees |
|--------------------------------|--------------------|---------------------|
| Accounting | 72.9 | \$53,217.00 |
| Business Analysis / Operations | 385.7 | \$158,749.00 |
| Legal, HR and Risk | 165.1 | \$87,045.00 |
| Travel | 65.2 | \$34,307.00 |
| Grand Total | 688.9 | \$333,318.00 |

EXPENSE SUMMARY

| Expense Category | Description | Total Expenses |
|--------------------------|------------------------|-----------------------|
| Airfare/Train | Flights | \$3,368.88 |
| Ground Transportation | Car Service | \$1,061.10 |
| Lodging | Hotel Accommodations | \$1,566.84 |
| Meals | Meals while traveling. | \$568.05 |
| Telephone/Internet | Conference Call | \$12.74 |
| Subtotal Expenses | | \$6,577.61 |
| | Airfare/Train Discount | (\$2,724.88) |
| Total Expenses | | \$3,852.73 |

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APRIL 1, 2018 THROUGH AND INCLUDING APRIL 30, 2018**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [D.I. 261], entered on January 9, 2018 (the “Administrative Order”), Province, Inc. (“Province”), the operational and financial advisor for the above-mentioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits its *Third Monthly Application of Province, Inc., as Operational and Financial Advisor to the Debtors, for Compensation and for Reimbursement of Expenses for the Period from April 1, 2018 through April 30, 2018* (the “Application”).

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 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 undersigned counsel for the Debtors.

By this Application, Province seeks a monthly interim allowance of compensation in the amount of \$200,000.00 and actual and necessary expenses in the amount of \$3,852.73 for a total allowance of \$203,852.73 and payment of \$160,000.00 (80% of the allowed fees) and reimbursement of \$3,852.73 (100% of the allowed expenses) for a total payment of \$163,852.73 for the period April 1, 2018 through April 30, 2018 (the “Third Monthly Fee Period”).

Pursuant to Local Bankruptcy Rule 2016-2, this Application is supported by the Certification of Paul Huygens, which is annexed hereto as Exhibit A. In support of this Application, Province respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 328, 330 and 331 Bankruptcy Code, Bankruptcy Rule 2016, and Rules 2014-1 and 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).

BACKGROUND

1. On December 4, 2017, 279 of the Debtors commenced voluntary cases under chapter 11 of the Bankruptcy Code. Thereafter, on February 9, 2018, March 9, 2018, March 23, 2018, and March 27, 2018, additional affiliated Debtors (27 in total)

commenced voluntary cases under chapter 11 of the Bankruptcy Code (collectively, the “Petition Dates”). Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors are continuing to manage their financial affairs as debtors in possession.

3. The Debtors’ chapter 11 cases (collectively, the “Chapter 11 Cases”) are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. As of the date hereof, no trustee has been appointed in the Chapter 11 Cases.

2. On December 14, 2017, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”) [D.I. 79]. On January 23, 2018, the Court approved a settlement providing for the formation of an ad hoc noteholder group (the “Noteholder Group”) and an ad hoc unitholder group (the “Unitholder Group”) [D.I. 357].

4. On March 2, 2018, the Debtors filed their *Application for Entry of an Order, Pursuant to Section 327(a) of the Bankruptcy Code, Authorizing the Employment and Retention of Province, Inc. as Operational and Financial Advisors to the Debtors Nunc Pro Tunc to February 1, 2018* [D.I. 692] (the “Employment Application”). On March 27, 2018, this Court entered its *Order, Pursuant Sections 327(a) of the Bankruptcy Code, Authorizing the Employment and Retention of Province, Inc. as Operational and Financial Advisors to the Debtors Nunc Pro Tunc to February 1, 2018* [D.I. 835] (the “Employment Order”).

RELIEF REQUESTED

5. Province submits this Application pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, the Administrative Order, and the Employment Order. By this Application, Province seeks allowance of compensation and payment of the flat monthly fee for professional services rendered to the Debtors during

the Third Monthly Fee Period in the amount of \$200,000.00 and for reimbursement of expenses incurred in connection with the rendition of such services in the aggregate amount of \$3,852.73. All services for which Province requests compensation were performed for or on behalf of the Debtors.

6. Province has received no payment and no promises for payment from any source other than the estate for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. Province has received no retainer in this matter.

7. Attached as Exhibit B is a list of professionals providing services; their respective billing rates; the aggregate hours expended by each professional; a general description of services rendered, summarized by project category; a fee summary; detailed time records with a description of the services performed by each professional and the time expended; and a summary and detail of out-of-pocket expenses incurred.

SUMMARY OF SERVICES

8. The employees of Province who have rendered professional services during the Third Monthly Fee Period in these cases are as follows: Paul Huygens, David Dachelet, Mark Kemper.

9. As stated in the Employment Application, Province works with Mariposa Real Estate Advisors, LLC (“Mariposa”) to assist with the complex business planning and forecasting that these cases require. Marion Fong is the sole employee of Mariposa that has rendered professional services during the Third Monthly Fee Period.

10. During the Third Monthly Fee Period, the Debtors relied heavily on the experience and expertise of the above-named persons in dealing with matters described in

detail below. As a result, Province's highly skilled restructuring and bankruptcy professionals devoted significant time and effort to perform properly and expeditiously the required professional services.

11. A summary of some of the more significant services rendered by Province during the Third Monthly Fee Period follows. This summary is divided according to the project categories used by Province in its billing in these cases. A detailed time log of all tasks performed by Province during the Third Monthly Fee Period is set forth on Exhibit B hereto.

B. Accounting

Fees: \$53,217.00; Total Hours: 72.9

12. Incorporated within this category is primarily time spent by Province personnel in connection with creating an accounting system for the Debtors.

13. Specific services provided by Province during the Third Monthly Fee Period include, but are not limited to:

- i. Continued implementation of accounting system and chart of accounts;
- ii. Meetings with accounting staff and developing procedures for payables, receivables, general ledger accounting and financial reporting;
- iii. Reviewing and approving virtually all outstanding invoices;
- iv. Coordinating the payables and bank reconciliation processes; and
- v. Preparing the December and January monthly operating reports.

C. Business Analysis / Operations

Fees: \$158,749.00; Total Hours: 385.7

14. Incorporated within this category is time spent by Province personnel in connection with the evaluation and analysis of certain aspects of the Debtors' business and operation.

15. Specific services provided by Province during the Third Monthly Fee Period include, but are not limited to:

- i. Creating and revising 13-week cash flow;
- ii. Preparing and revising valuations for real estate assets of the Debtors;
- iii. Reviewing and corresponding re existing offers for real estate assets;
- iv. Discussing sale process with various realtors;
- v. Developing long-term business plans and recovery scenarios;
- vi. Coordinating with and overseeing all outside general contractors; and
- vii. Preparing discussion materials and corresponding with constituents regarding all of the above.

D. Legal, HR and IT

Fees: \$87,045.00; Total Hours: 165.1

16. Incorporated within this category is time incurred by Province personnel while performing various functions directly related to the legal, human resources, and information technology aspects of the Debtors' business operations.

17. Specific services provided by Province during the Third Monthly Fee Period include, but are not limited to:

- i. Overseeing internal legal staff and coordinating legal matters (generally only those matters relating to ongoing operations);
- ii. Overseeing IT work streams and communicating with IT staff regarding work flow;
- iii. Reviewing docket entries to evaluate impact on operations;
- iv. Preparing and/or reviewing various development, sales, and human resources agreements; and
- v. Working with bankruptcy counsel to resolve bankruptcy-related operational issues.

E. Travel

Fees: \$34,307.00; Total Hours: 65.2

18. Incorporated within this task code is time incurred by Province personnel while traveling to (i) the Debtors' offices in Sherman Oaks and (ii) meetings with Plus Development, LLC personnel at their offices.

SUMMARY OF ACTUAL AND NECESSARY EXPENSES

19. Consistent with the Employment Order, Province charges the Debtors for actual, identifiable, non-overhead travel expenses incurred regarding the Debtors' Chapter 11 Cases. Examples of travel expenses are described below. Except for the cost of specifically-identified conference call charges, Province **does not** charge for telephone calls, faxes, or other administrative expenses. The policies employed by Province for seeking reimbursement for out-of-pocket travel expenses are as follows:

- i. **Airfare/Train** – Costs incurred by Province professionals when traveling by air or train to/from other cities on behalf of the Debtors are incorporated into this Application;
- ii. **Ground Transportation** – Expenses incurred by Province professionals for local transportation while outside of their home cities (on matters related to these Chapter 11 Cases) are incorporated into this Application. Such costs primarily consist of taxi cab fares incurred by Province personnel while traveling. Also incorporated within this category are expenses incurred by Province professionals

regarding traveling to/from airports and parking at airports while traveling out-of-town on client matters;

- iii. **Lodging** – Costs incurred by Province professionals for lodging while traveling on behalf of the Debtors (on matters related to these Chapter 11 Cases) are incorporated into this Application;
- iv. **Meals** – Costs incurred by Province professionals for meals while traveling outside of their home cities or for working lunch meetings (on matters related to these Chapter 11 Cases) are incorporated into this Application; and
- v. **Miscellaneous** – Costs incurred by Province professionals for various charges including in-flight Wi-Fi, supplies, and financial research.

20. Province has not billed for Airfare/Train expenses. For the Third Monthly Fee Period, Province incurred actual expenses in the amount of \$6,577.61. Of the actual incurred expenses, \$2,724.88 was incurred for Airfare-related expenses. The net amount to be billed by Province for the Third Monthly Fee Period is \$3,852.73.

BASIS FOR RELIEF

21. Bankruptcy Code section 330(a) permits the payment of “reasonable compensation for actual, necessary services rendered by [a] . . . professional person” and “reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Reasonableness of compensation is evaluated by the “market-driven approach” which considers the nature, extent, and value of services provided by the professional and cost of comparable services in the non-bankruptcy contexts. *See Zolfo, Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 849 (3d Cir. 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

22. Other guideline factors to be considered in awarding compensation were enumerated in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 717 (5th Cir. 1974), a non-bankruptcy case. *See also In re First Colonial Corp. of Am.*, 544 F.2d 1291,

1298–99 (5th Cir. 1977) (applying the *Johnson* factors to a case under the Bankruptcy Act). The Third Circuit has suggested that the *Johnson* guideline factors, in part set forth below, may be relevant to determining the reasonableness of fees under the Bankruptcy Code. *See, e.g., Staiano v. Cain (In re Lan Assocs. XI, L.P.)*, 192 F.3d 109, 123 & n.8 (3d Cir. 1999) (enumerating the *Johnson* factors and noting that “many courts continue to employ the twelve factors set forth in *Johnson*”).

a. **Time and Labor Required.** Province’s professional services on behalf of the Debtors have required 688.9 hours of professional time in this Third Monthly Fee Period. The Debtors were required to restructure operations in a short amount of time, necessitating Province’s role as operational and financial advisor. Province has staffed this case efficiently. Where work could be performed by professionals with lower rates, Province used such professionals to perform the assignments. A significant amount of the services rendered required a high degree of professional competence and expertise. For those services, Province utilized senior professionals.

b. **The Novelty and Difficulty of Questions.** Unique and complex issues arose during the Third Monthly Fee Period. Province has advised the Debtors and its counsel regarding these issues.

c. **The Skill Requisite to Perform Services Properly.** These bankruptcy cases address issues which raise complex questions. The cases require a high level of skill and expertise to efficiently and accurately analyze the economic effects of proposed sale of the Debtors and to accurately forecast the performance of the Debtors during these chapter 11 proceedings, among other things.

d. **The Preclusion of Other Employment by the Applicant Due to Acceptance of the Cases.** Province is not aware of any other employment precluded by acceptance of these cases; however, Province professionals providing services to the Debtors were not available to service other clients at Province's customary rates.

e. **Whether the Fee is Fixed or Contingent.** Pursuant to the terms of the Retention Order, Province will bill at a fixed, flat monthly rate of \$200,000.00 and will seek compensation for all necessary out-of-pocket expenses incurred with the exception of airfare or train travel to and from the Debtors' Sherman Oaks office and the Province professionals' home office. Province's fee is fixed, not dependent on the outcome of these cases; however pursuant to Bankruptcy Code sections 330 and 331, all fees sought by professional retained under sections 327 or 1103 of the Bankruptcy Code are contingent pending final approval by the Court.

f. **Time Limitations Imposed by the Circumstances.** Province has been working diligently and as quickly as possible to assist the Debtors in instituting appropriate internal staffing, processes and oversight, to effectuate the administrative orders entered by the Court, and to ensure an efficient reorganization of the Debtors' business and operations.

g. **The Amount Involved and Results Obtained.** Province has been prudent in the amount of time incurred on various tasks and believes its efforts benefited the Debtors greatly.

h. **The Experience, Reputation, and Ability of Province Professionals.** Province's professionals engaged in these cases have also worked on

many other large bankruptcy cases and have considerable experience advising debtors in chapter 11 bankruptcies.

23. Province respectfully submits that its flat rate fee is reasonable and that the expenses incurred during the Third Monthly Fee Period were both actual and necessary. In addition, both the fees and expenses are consistent with Province's arrangement with the Debtors and the terms of the Employment Order.

RESERVATION OF RIGHTS

24. To the extent time or disbursement charges for services rendered or disbursements incurred relate to this Third Monthly Fee Period but were not processed prior to the preparation of this Application, or Province has for any other reason not sought compensation or reimbursement of expenses herein for any services rendered or expenses incurred during the Third Monthly Fee Period, Province reserves the right to request additional compensation for such services and reimbursement of expenses in a future application.

[Remainder of this page intentionally left blank]

CONCLUSION

25. It is respectfully submitted that the amount requested by Province is fair and reasonable given (a) the complexity of the issues presented, (b) the time and labor required, (c) the skill necessary to perform the financial advisory services, (d) the preclusion of other employment, and (e) the customary fees charged to clients in bankruptcy and non-bankruptcy situations.

WHEREFORE, Province respectfully requests (i) approval of compensation in the amount of \$200,000.00 and reimbursement of actual and necessary expenses in the amount of \$3,852.73 for a total allowance of \$203,852.73; (ii) payment of \$163,852.73 (80% of the allowed fees and 100% of the allowed expenses); and (iii) such other and further relief as this Court may deem just and proper.

Dated: May 30, 2018

PROVINCE, INC.

By: /s/ Paul Huygens
Paul Huygens, Principal
2360 Corporate Circle, Suite 330
Henderson, NV 89074
Telephone: 702.685.5555
Facsimile: 702.685.5556
Email: phuygens@provincefirm.com

*Operational and Financial Advisor to
the Debtors*

EXHIBIT A
Certification

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

In re:

WOODBRIIDGE GROUP OF COMPANIES,
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Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

CERTIFICATION OF PAUL HUYGENS

I, Paul Huygens, a principal with the firm, Province, after being duly sworn according to law, deposes and says:²

1. I am a Principal of the applicant firm, Province, Inc. (“Province”), with offices located in the Las Vegas, Los Angeles, and Miami metro areas. I am duly authorized to make this verification on behalf of Province. Province was retained as operational and financial advisor to the debtors captioned above (the “Debtors”) on February 1, 2018 and Province’s employment application was approved by the Court on March 27, 2018.
2. I have personally performed many of the services rendered by Province as operational and financial advisor to the Debtor and am familiar with the other work performed on behalf of the Debtors by the other professionals in the firm.
3. The *Third Monthly Application for Compensation and Reimbursement of Expenses of Province, Inc., as Operational and Financial Advisor to the Debtors, for the*

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² All capitalized terms not otherwise defined have the meanings ascribed to them in the Application.

Period from April 1, 2018 through and including April 30, 2018 (the “Application”) was prepared at my direction. The facts set forth in the foregoing Application are true to the best of my knowledge, information and belief.

4. For this matter, Province has agreed to accept a flat monthly fee in the amount of \$200,000.00 for services rendered on behalf of the Debtors.

5. I have reviewed the Court’s Local Rule 2016-2 and the United States Trustee’s *Guidelines for Review of Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* (the “Guidelines”). The Application substantially complies with Local Rule 2016-2 and the Guidelines.

Executed under penalty of perjury of the laws of the United States on this 30th day of May 2018.

/s/ Paul Huygens _____
Paul Huygens, Principal
Province, Inc.

EXHIBIT B

**Detailed Summaries of Services Performed and
Expenses Incurred by Province Professionals**

**DETAILED SUMMARIES OF SERVICES PERFORMED BY THE
PROFESSIONALS OF PROVINCE, INC., AS OPERATIONAL AND
FINANCIAL ADVISORS TO THE DEBTORS, FOR THE PERIOD
FROM APRIL 1, 2018 THROUGH APRIL 30, 2018**

| | Hourly Rate | Application Hours | Total Fees |
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| Paul Huygens, Principal | \$730 | 141.2 | \$103,076.00 |
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| Travel | 65.2 | \$34,307.00 |
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BILLING DETAILS

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/2/2018 | Paul Huygens | Multiple calls and emails with E. Skinner and draft reviews of MOR. Authorize to send to UST. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/2/2018 | Paul Huygens | Full scrub of December MOR draft, rewrite footnotes throughout. Conference call with YCST and DSI teams and E. Skinner to gather final comments on December MOR. | Accounting | 2.50 | 730.00 | \$1,825.00 |
| 4/2/2018 | Paul Huygens | Exchange emails with internal team re Q&A, payables, etc. Confirm wires with bank. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/2/2018 | David Dachelet | Review draft severance agreement; revise same. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/2/2018 | David Dachelet | Review and consider Riverdale trademark issue. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/2/2018 | David Dachelet | Review 10721 Stradella lien release. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/2/2018 | David Dachelet | Telephone conference with C. Joyner regarding drafting of listing agreements for brokers. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/2/2018 | David Dachelet | Interview with A. Kirman regarding broker assignment; post-interview discussions with team regarding same. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/2/2018 | David Dachelet | Continue work on RFP process. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/2/2018 | David Dachelet | Work on 1 Electra lot line closing issues. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/2/2018 | David Dachelet | Review status of and correspondence regarding 41 King Street Escrow and License Agreements. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/2/2018 | Beth Robinson | Email correspondence with M. Fong re upcoming RFP interviews. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/2/2018 | Mark Kemper | Meeting and property tours with Laura Gee, DSI, third party developer and architect. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/2/2018 | Mark Kemper | Meeting at Sotheby's offices to discuss various properties and selling strategies. | Business Analysis / Operations | 3.50 | 420.00 | \$1,470.00 |
| 4/2/2018 | Mark Kemper | Travel from Burbank to Aspen/Snowmass through Denver at attend business plan meetings. | Travel | 6.10 | 420.00 | \$2,562.00 |
| 4/2/2018 | Marion Fong | Reviewed draft plan of liquidation document. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/2/2018 | Marion Fong | Reviewed 1 Electra lot line adjustment payments and documents. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/2/2018 | Marion Fong | Reviewed documents and discussion with A. Beck re: 1 Electra LLA. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/2/2018 | Marion Fong | Reviewed 1 Electra grant deed and other documents. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/2/2018 | Marion Fong | Analysis of WB disbursement activity. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/3/2018 | Paul Huygens | Email exchange with DSI and YCST people re MOR questions, production for state regulatory investigations and corporate filings. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/3/2018 | Paul Huygens | Calls with E. Skinner and N. Pedersen re accounting matters. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/3/2018 | Paul Huygens | Review and approve stacks of invoices. Meet with payables group on follow up questions. | Accounting | 2.50 | 730.00 | \$1,825.00 |
| 4/3/2018 | Paul Huygens | Meeting with IT staff re concerns. Discuss same with DSI team. | Legal, HR & IT | 1.50 | 730.00 | \$1,095.00 |
| 4/3/2018 | Paul Huygens | Meetings with E. Skinner and N. Trozcak to go thru first of the month checks, property taxes and open payables and to discuss open MOR questions. | Accounting | 2.50 | 730.00 | \$1,825.00 |
| 4/3/2018 | Paul Huygens | Meetings with E. Rubinstein and A. Beck re corporate filings and structured settlements respectively. Correspondence re same. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/3/2018 | Paul Huygens | Travel from home in Las Vegas, NV to Woodbridge offices in Sherman oaks. | Travel | 2.00 | 730.00 | \$1,460.00 |
| 4/3/2018 | David Dachelet | Work on RFP process. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/3/2018 | David Dachelet | Review status of pending matters in advance of Sherman Oaks trip. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/3/2018 | Beth Robinson | Email correspondence with F. Chin re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/3/2018 | Beth Robinson | Email correspondence with D. Dachelet re 1432 Tanager Way dispute. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/3/2018 | Mark Kemper | Meeting with L. Gee at old Woodbridge sales office to discuss properties. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/3/2018 | Mark Kemper | Property tours of commercial assets in various areas. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/3/2018 | Mark Kemper | Site visits to all land lot owned by Woodbridge. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|--------------|---|--------------------------------|-------|--------------|------------|
| 4/3/2018 | Mark Kemper | Meeting with DSI, F. Chin, L. Gee and commercial property managers to discuss the properties and go forward strategies. | Business Analysis / Operations | 3.00 | 420.00 | \$1,260.00 |
| 4/3/2018 | Mark Kemper | Property tours of build and renovated homes in Aspen Glen. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/3/2018 | Marion Fong | Conferred re 1 Electra issues. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/3/2018 | Marion Fong | Worked on key assumptions for 13-week cash flow. | Business Analysis / Operations | 4.00 | 375.00 | \$1,500.00 |
| 4/3/2018 | Marion Fong | Participated in conference call re 1 Electra issues. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/3/2018 | Marion Fong | Continued to work on analysis of key assumptions for 13-week cash flow. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/4/2018 | Paul Huygens | Calls with DSI team and also D. Fidler re Riverdale wind down, costs, appraisals and sales. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/4/2018 | Paul Huygens | Conference call with DSI team and several calls and emails with K. Vos re Connecticut office shutdown and related logistics. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/4/2018 | Paul Huygens | Analyze Dec, Jan, Feb statements for Colorado income producing properties and consider how to include in QB. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/4/2018 | Paul Huygens | Review and approve legal bills. Correspond with B. Feldman and DSI people re OCP firms. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/4/2018 | Paul Huygens | Interview lunch with E. Skinner and J. Wells (accounting supervisor candidate). | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/4/2018 | Paul Huygens | Meeting with IT team and E. Held re ongoing and planned IT projects. | Legal, HR & IT | 2.00 | 730.00 | \$1,460.00 |
| 4/4/2018 | Paul Huygens | Meetings with E. Skinner and later B. Sharp to run go thru today's check and wire run. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/4/2018 | Paul Huygens | Review, tie out and approve paying held back severance. Review and approve release agreement and severance for B. Farrington. Several calls with B. Wise re same. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/4/2018 | Paul Huygens | Review and correspond re critical vendors. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/4/2018 | Paul Huygens | Participate in conference call with committees and DSI re weekly update. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/4/2018 | David Dachelet | Travel from LAS to BUR for Woodbridge. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/4/2018 | David Dachelet | Work on pending litigation review. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/4/2018 | David Dachelet | Work on RFP process. | Legal, HR & IT | 2.50 | 530.00 | \$1,325.00 |
| 4/4/2018 | Mark Kemper | Property tour of remaining commercial assets. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/4/2018 | Mark Kemper | Meeting with CO lawyers Balcomb & Green to discuss closing procedures. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/4/2018 | Mark Kemper | Worked on commercial asset valuation with L. Gee. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/4/2018 | Mark Kemper | Went through all property values with DSI, F. Chin and L. Gee for disclosure filing. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/4/2018 | Mark Kemper | Meeting with Sotheby's managing broker D. Harris to discuss marketing commitments. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/4/2018 | Mark Kemper | Travel from Aspen/Snowmass to Burbank through Denver. | Travel | 7.20 | 420.00 | \$3,024.00 |
| 4/4/2018 | Marion Fong | Reviewed K. Wilson bulk purchase offer. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/4/2018 | Marion Fong | Analyzed disbursements schedule and reconciliation of classification. | Business Analysis / Operations | 3.50 | 375.00 | \$1,312.50 |
| 4/4/2018 | Marion Fong | Reviewed December MOR and comparison to business plan assumptions. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/4/2018 | Marion Fong | Reviewed 1 Electra LLA amendment. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/5/2018 | Paul Huygens | Meetings with M. Fong and also M. Kemper re forecasting. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/5/2018 | Paul Huygens | Global professionals meeting re workstreams and issues. | Business Analysis / Operations | 1.50 | 730.00 | \$1,095.00 |
| 4/5/2018 | Paul Huygens | Discussions with internal team re united accounts. Call with F. Fulgram to get all but operating closed. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/5/2018 | Paul Huygens | Work on uncleared checks from united operating account. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/5/2018 | Paul Huygens | Email exchange and calls re voiding outstanding checks and closing United operating account. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/5/2018 | Paul Huygens | Meeting with E. Skinner re today's check run and projects for today. | Accounting | 1.00 | 730.00 | \$730.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/5/2018 | Paul Huygens | Continue to cull thru financial statements for income producing properties and correspond with E. Skinner re same. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/5/2018 | Paul Huygens | Meeting with E. Rubinstein re corporate filings and then with E. Beck re structured settlements. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/5/2018 | Paul Huygens | Travel from Sherman oaks to home in Las Vegas. NV. | Travel | 2.20 | 730.00 | \$1,606.00 |
| 4/5/2018 | David Dachelet | Work on RFP process and broker interviews. | Legal, HR & IT | 2.50 | 530.00 | \$1,325.00 |
| 4/5/2018 | David Dachelet | Work on Tananger disputes. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/5/2018 | David Dachelet | Work on HR issues. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/5/2018 | David Dachelet | Work on pending Woodbridge disputes. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/5/2018 | Mark Kemper | Reviewed P&L statements for Colorado properties to understand CAM costs. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/5/2018 | Beth Robinson | Receipt and review of V. Fitzgerald's proposal for the RFP process. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/5/2018 | Beth Robinson | Email correspondence with D. Dachelet re V. Fitzgerald's proposal re RFP process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/5/2018 | Beth Robinson | Update proposal directory with V. Fitzgerald's submission. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/5/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/5/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/5/2018 | Mark Kemper | Woodbridge broker Interview - A. Kirman. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/5/2018 | Mark Kemper | Reviewed new Colorado broker agreements and got F. Chin approval. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/5/2018 | Mark Kemper | Meetings with M. Fong and P. Huygens re: forecasting. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/5/2018 | Erica Mattson | Draft first monthly fee app (2.4). Email to P. Huygens for review (0.1). | Legal, HR & IT | 2.50 | 150.00 | \$375.00 |
| 4/5/2018 | Marion Fong | Participated in A. Kirman Interview. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/5/2018 | Marion Fong | Reviewed and conferred re 1 Electra LLA issues. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/5/2018 | Marion Fong | Reviewed revision to Notes Payable assumptions re: Nimes. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/5/2018 | Marion Fong | Continued to review and confer re 1 Electra LLA issues. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/5/2018 | Marion Fong | Revised business plan model and cash balance reconciliation. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/5/2018 | Marion Fong | Meetings with P. Huygens and M. Kemper re forecasting. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/6/2018 | Paul Huygens | Update call with E. Skinner re check runs and suspense accounts. | Accounting | 0.40 | 730.00 | \$292.00 |
| 4/6/2018 | Paul Huygens | Call with E. Skinner re update from the day and staffing. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/6/2018 | Paul Huygens | Review, amend and send first fee app draft to YCST. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/6/2018 | Paul Huygens | Correspond internally and have call with D. Dachelet and D. Fidler, then with F. Chin and P. Sullivan re Mercer Vine lease and asset collection generally. | Legal, HR & IT | 1.50 | 730.00 | \$1,095.00 |
| 4/6/2018 | David Dachelet | Travel from BUR to LAS. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/6/2018 | David Dachelet | Work on RFP process, including numerous broker interviews. | Legal, HR & IT | 4.50 | 530.00 | \$2,385.00 |
| 4/6/2018 | David Dachelet | Review recent legal correspondence re: Woodbridge disputes. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/6/2018 | David Dachelet | Review and consider response to Alabama SEC subpoena directed to Woodbridge Group and served via mail. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/6/2018 | David Dachelet | Call with P. Huygens and D. Fidler re Mercer Vine lease. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/6/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/6/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/6/2018 | Mark Kemper | Woodbridge broker Interview - J. Cilic. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/6/2018 | Mark Kemper | Woodbridge broker Interview - L. May. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/6/2018 | Mark Kemper | Woodbridge broker Interview - T. Wohl. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/6/2018 | Mark Kemper | Prepare for upcoming broker interviews. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/6/2018 | Mark Kemper | Started preparing broker leasing agreement for 3rd street property (old Mercer Vine space) | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/6/2018 | Marion Fong | Participate in broker interview - J. Cilic. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/6/2018 | Marion Fong | Participate in broker interview - L. May. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/6/2018 | Marion Fong | Participate in broker interview - T. Wohl. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/6/2018 | Marion Fong | Review of minutes from Plus Development call. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/6/2018 | Marion Fong | Reviewed 1 Electra LLA issues - purchase agreement. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/6/2018 | Marion Fong | Internal discussion re: broker selection and listing assignments. | Business Analysis / Operations | 2.25 | 375.00 | \$843.75 |
| 4/6/2018 | Marion Fong | Updated plan for closing of MultiView and Laurel Canyon. | Business Analysis / Operations | 0.25 | 375.00 | \$93.75 |
| 4/6/2018 | Marion Fong | Process and review property tax payment check. | Business Analysis / Operations | 0.75 | 375.00 | \$281.25 |
| 4/6/2018 | Marion Fong | Business plan model revisions - accounting disbursement schedules and classification methodology | Business Analysis / Operations | 2.75 | 375.00 | \$1,031.25 |
| 4/7/2018 | David Dachelet | Work on Owlwood commission issue. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/8/2018 | Paul Huygens | Review latest draft consolidating financials statements and provide comments to E. Skinner. Call re same. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/9/2018 | Paul Huygens | Correspond with B. Sharp and speak with F. Chin re lender questions. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/9/2018 | Paul Huygens | Two calls with E. Skinner re accounting matters. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/9/2018 | Paul Huygens | Correspondence with payables staff re questions and issues. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/9/2018 | Paul Huygens | Correspondence with and speak with E. Skinner re several drafts of consolidating financials. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/9/2018 | Paul Huygens | Review redline draft of 1st fee app and correspond with A. Mielke re questions. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/9/2018 | Paul Huygens | Calls with E. Skinner re income producing properties accounting. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/9/2018 | Paul Huygens | Calls with E. Skinner re January financials and payables questions. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/9/2018 | David Dachelet | Work on Samatas dispute. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/9/2018 | David Dachelet | Work on HR matters related Riverdale assets. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|---|--------------------------------|-------|--------------|------------|
| 4/9/2018 | Mark Kemper | Weekly update call with Plus Development. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/9/2018 | Mark Kemper | Set up file for Fountain and Fairfax property for F. Chin. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/9/2018 | Mark Kemper | Started researching box data site to set up diligence site for potential buyers. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/9/2018 | Mark Kemper | Prepared board approval summary for Colorado property seeking board approval. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/9/2018 | Mark Kemper | Obtained and review documents related to the lot line adjustment on 1 Electra. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/9/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/9/2018 | Mark Kemper | Worked on updating offers summary for new CO offers. Worked on tracking down all offers in CO. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/9/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/9/2018 | Beth Robinson | Email correspondence with D. Dachelet re upcoming RFP interview process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/9/2018 | Marion Fong | Review of minutes from Plus Development call. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/9/2018 | Marion Fong | Revisions to business plan model - update for offers and sales timing. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/9/2018 | Marion Fong | Revisions to business plan model - project cost review. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/9/2018 | Marion Fong | Revisions to business plan model revisions - G & A review and analysis. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/10/2018 | Paul Huygens | Call with CT landlord re notice and correspondence internally re liquidation. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/10/2018 | Paul Huygens | Multiple calls with E. Skinner and then with YCST team and E. Held re MOR reporting. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/10/2018 | Paul Huygens | Review and approve stacks of invoices. Meet with various internal people regarding questions on same. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/10/2018 | Paul Huygens | Several meetings and calls with E. Skinner to work thru follow up questions on reporting and recording of sales and note payoffs. | Accounting | 2.50 | 730.00 | \$1,825.00 |
| 4/10/2018 | Paul Huygens | Pull together and send OCP schedule for March to B. Feldman. | Accounting | 0.50 | 730.00 | \$365.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/10/2018 | Paul Huygens | Correspondence and review of severance agreements re Riverdale terms. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/10/2018 | Paul Huygens | Correspond with A. Mielke and speak to E. Mattson and review final draft Jan fee app. Approve to file. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/10/2018 | David Dachelet | Work on Samatas dispute. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/10/2018 | David Dachelet | Meeting with B. Robinson re upcoming RFP interviews. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/10/2018 | David Dachelet | Work on RFP process. | Business Analysis / Operations | 2.00 | 530.00 | \$1,060.00 |
| 4/10/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/10/2018 | Beth Robinson | Office meeting with D. Dachelet re upcoming meetings re RFP process. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/10/2018 | Beth Robinson | Email correspondence with M. Fong re RFP meetings. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/10/2018 | Beth Robinson | Create new interview spreadsheet for Woodbridge interview committee for upcoming RFP interviews. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/10/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/10/2018 | Erica Mattson | Speak with P. Huygens re comments to fee app. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/10/2018 | Beth Robinson | Email correspondence with T. Fridman re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/10/2018 | Beth Robinson | Email correspondence with M. Noah re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/10/2018 | Beth Robinson | Email correspondence with S. Forster Jones re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/10/2018 | Beth Robinson | Email correspondence with B. Bacal re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/10/2018 | Beth Robinson | Telephone call with T. Fridman re upcoming RFP interview. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/10/2018 | Mark Kemper | Updated master offer summary schedule for upcoming FA and board meeting. Filed all offers for upload to data site. | Business Analysis / Operations | 3.00 | 420.00 | \$1,260.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/10/2018 | Mark Kemper | Worked on updated schedule summarizing construction and offer status on DIP properties for Hankey Capital. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/10/2018 | Mark Kemper | Reviewed new Colorado offers and responded to group with recommended counter offers. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/10/2018 | Marion Fong | Review and analysis of disbursement schedules and cash balances. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/10/2018 | Marion Fong | Business plan revisions and modifications. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/10/2018 | Marion Fong | Colorado assets - sales timing review. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/10/2018 | Marion Fong | Insurance schedule update. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/10/2018 | Marion Fong | Continued business plan revisions and modifications. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/11/2018 | Paul Huygens | Meeting with M. Fong and M. Kemper re projections. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/11/2018 | Paul Huygens | Review and approve stack of invoices. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/11/2018 | Paul Huygens | Work with E. Skinner re financial reporting matters. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/11/2018 | David Dachelet | Work on HR issue and investigation related to same. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/11/2018 | David Dachelet | Work on 1432 Tananger dispute; stand memo regarding same. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/11/2018 | David Dachelet | Analysis of new CC&R doc applicable to Samatas dispute. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/11/2018 | David Dachelet | Review counsel's instructions and order regarding severance payment parameters. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/11/2018 | David Dachelet | Work on RFP process. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/11/2018 | David Dachelet | Review status of 41 King escrow and license agreements. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/11/2018 | David Dachelet | Review status of 1 Electra lot line adjustment closing; review deeds relation risk to same. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/11/2018 | David Dachelet | Work on HR issue. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with D. Dachelet re J. Grauman re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with D. Dachelet re J. Rey re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|---|--------------------------------|-------|--------------|----------|
| 4/11/2018 | Beth Robinson | Update directory of RFP process brokers. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with J. Rey re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with T. Fridman re rescheduled meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/11/2018 | Mark Kemper | Responded to lease LOI on the old Mercer Vine space. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/11/2018 | Mark Kemper | Call with the Financial Advisors of the UCC and other unit holder groups. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/11/2018 | Mark Kemper | Made revisions to master offer schedule per F. Chin request. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/11/2018 | Mark Kemper | Prepared board approval summaries for all Colorado assets needing board approve for F. Chin. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/11/2018 | Mark Kemper | Meetings with M. Fong and E. Skinner to discuss accounting transaction detail to be used in the go forward models. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/11/2018 | Mark Kemper | Meeting with M. Fong and P. Huygens re projections. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/11/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with J. Mills (RFP recipient) re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/11/2018 | Beth Robinson | Telephone call with J. Rey (RFP recipient) re RFP process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/11/2018 | Beth Robinson | Telephone phone calls with T. Fridman (RFP recipient) re RFP process. | Legal, HR & IT | 0.40 | 150.00 | \$60.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with J. Rey (RFP recipient) re additional questions re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/11/2018 | Mark Kemper | Call with Box representative to discuss data site for properties. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/11/2018 | Beth Robinson | Email correspondence with F. Chin re RFP process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/11/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/11/2018 | Marion Fong | Reviewed status of 1 Electra. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/11/2018 | Marion Fong | Business plan revisions and modifications. | Business Analysis / Operations | 4.00 | 375.00 | \$1,500.00 |
| 4/11/2018 | Marion Fong | Review of cash export from QuickBooks. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/11/2018 | Marion Fong | Reviewed Dec MOR, class listing, and ap. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/11/2018 | Marion Fong | Reviewed Feb receipts and disbursements. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/11/2018 | Marion Fong | Meeting with P. Huygens and M. Kemper re projections. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/11/2018 | Marion Fong | Meeting with M. Kemper and E. Skinner re accounting transaction details to be used in go forward model. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/12/2018 | Paul Huygens | Discussion with F. Chin and M. Fong re projections. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/12/2018 | Paul Huygens | Work with M. Fong on 13 week projections. | Business Analysis / Operations | 2.50 | 730.00 | \$1,825.00 |
| 4/12/2018 | Paul Huygens | Review and approve stacks of invoices. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/12/2018 | Paul Huygens | Meetings with E. Skinner and with Ross re general ledger issues and questions. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/12/2018 | David Dachelet | Work on RFP process for broker selection. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/12/2018 | David Dachelet | Continue work on 1 Electra lot line adjustment closing. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/12/2018 | Mark Kemper | Drafted leasing commission agreement for 8124 W 3th st with Concord. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/12/2018 | Mark Kemper | Reviewed and obtained F. Chin approval on various agreements. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/12/2018 | Mark Kemper | Populated annual holding cost and debt shown on title for property with offers on the master offer schedule. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/12/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/12/2018 | Beth Robinson | Email correspondence with J. Grauman re scheduled follow up meeting for RFP process; email correspondence to internal RFP team re same. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/12/2018 | Mark Kemper | Reviewed all properties with accepted offer to determine contingency removal dates. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|--|--------------------------------|-------|--------------|------------|
| 4/12/2018 | Beth Robinson | Email correspondence with J. Grauman (RFP recipient) re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/12/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/12/2018 | Mark Kemper | Prepared a schedule tracking sale motions and estimated timing of closing dates. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/12/2018 | Beth Robinson | Telephone call with J. Grauman (RFP recipient) re RFP process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/12/2018 | Beth Robinson | Email correspondence with D. Dachelet re J. Grauman (RFP recipient) re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/12/2018 | Marion Fong | Reviewed status of 1 Electra. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/12/2018 | Marion Fong | Reviewed Colorado assets - sales timing. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/12/2018 | Marion Fong | Payroll analysis. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/12/2018 | Marion Fong | Performed cash balance reconciliation. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/12/2018 | Marion Fong | Updated insurance schedule. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/12/2018 | Marion Fong | Business plan revisions and modifications. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/12/2018 | Marion Fong | Meeting with P. Huygens and F. Chin re projections. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/12/2018 | Marion Fong | Worked on 13 week projections with P. Huygens. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/13/2018 | Paul Huygens | Correspond with and call with B. Feldman re March OCP list. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/13/2018 | Paul Huygens | Call with M. Fong re projections questions. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/13/2018 | Paul Huygens | Review and respond to a hundred or more emails from staff on various internal topics (accounting and payables questions, HR and legal issues). | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/13/2018 | Paul Huygens | Review latest MOR draft and discuss with E. Skinner (0.5). | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/13/2018 | Paul Huygens | Conference call with .F Chin and D. Dachelet re personnel matter. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/13/2018 | Paul Huygens | Multiple calls with B. Wise and exchange of emails re personnel matters. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/13/2018 | David Dachelet | Call with P. Huygens and F. Chin re personnel issue. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/13/2018 | Mark Kemper | Travel time from Woodbridge to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Beth Robinson | Telephone call with A. Kirman re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/13/2018 | Beth Robinson | Telephone call with T. Fridman re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/13/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/13/2018 | Beth Robinson | Email correspondence with D. Dachelet re Notice of Motion re Woodbridge. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/13/2018 | Mark Kemper | Call with T. Miller to discuss outstanding invoices at 918 Brookie. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Mark Kemper | Worked on verifying amounts owed to Pines Systems and Gotcha Covered. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/13/2018 | Mark Kemper | Reviewed documents supporting the purchase of the 1 Electra lot buy back and prepared wire request. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/13/2018 | Mark Kemper | Plus Development weekly update call. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Mark Kemper | Discussions with M. Fong, DSI and Woodbridge accounting regarding changes to properties held for sale in accordance with GAAP | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Mark Kemper | Worked on updating property offer sheet for new Colorado deals. File all documents in DSI folder. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/13/2018 | Mark Kemper | Meetings with IT and account to discuss Pine invoices. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Mark Kemper | Reviewed listing agreement and marketing plan from Sotheby's. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/13/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/13/2018 | Marion Fong | Participate in weekly Plus Development call. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/13/2018 | Marion Fong | Business plan revisions and modifications. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/13/2018 | Marion Fong | Internal discussion re: broker listings; sales assumptions. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/13/2018 | Marion Fong | Review of key assumptions and model modifications for 13 week budget. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/13/2018 | Marion Fong | Call with P. Huygens to answer projection questions. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/13/2018 | Marion Fong | Discussion with M. Kemper, DSI, and Woodbridge accounting re changes to properties held for sale in accordance with GAAP. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/14/2018 | Paul Huygens | Update call with E. Skinner RE MOR disbursements. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/14/2018 | Paul Huygens | Review final draft of December MOR and have call with E. Skinner re same and pending RIF. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/15/2018 | David Dachelet | Field broker questions on listings. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/15/2018 | Marion Fong | Review and analysis of Plus April revised Budgets. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/16/2018 | Paul Huygens | Work with E. Held on DSI comments to MOR. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/16/2018 | Paul Huygens | Work with E. Skinner (and at times E. Held) to implement final DSI and YCST comments on MOR draft. | Accounting | 3.00 | 730.00 | \$2,190.00 |
| 4/16/2018 | Paul Huygens | Call with D. Bowman, I. Bambrick, E. Held and E. Skinner re MOR draft. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/16/2018 | Paul Huygens | Review and approve stack of invoices for payment. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/16/2018 | Paul Huygens | Download, review and schedule all professional fees apps filed to date and payments for purposes of backstopping accounting records and establishing holdbacks. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/16/2018 | Paul Huygens | Review quarterly fee app draft and respond to E. Mattson with comments and approval to file. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/16/2018 | Paul Huygens | Travel from home in Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.30 | 730.00 | \$1,679.00 |
| 4/16/2018 | David Dachelet | Work on location agreements relative to licensing of certain properties. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/16/2018 | David Dachelet | Work on 1432 Tanager dispute. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/16/2018 | David Dachelet | Continue work on RFP process. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/16/2018 | David Dachelet | Work on HR independent contractor agreements. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/16/2018 | Mark Kemper | Worked on tracking down 778 Sarbonne cancellation docs. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Reviewed 805 Nimes Place motion authorizing examination of debtors. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|--|--------------------------------|-------|--------------|------------|
| 4/16/2018 | Mark Kemper | Reviewed and commented on HLC Marketing agreements for Owlwood and Electra. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Review and reconciliation of Pine Systems invoices to understand when services were performed and what was still owed. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/16/2018 | Mark Kemper | Reviewed and got FC signature on Lago Vista broker listing agreement. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Reviewed new offers and updated master offer summary. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/16/2018 | Mark Kemper | Reviewed Colorado board approved offers and obtained FC signoff. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/16/2018 | Mark Kemper | Meeting with Plus development to discuss updated cash flows. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/16/2018 | Mark Kemper | Reviewed various closing documents related to Colorado sales and obtained F. Chin approval. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/16/2018 | Mark Kemper | Worked on getting wire completed to fund escrow for Electra lot buy back. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Reviewed and responded to Commercial Listings update from L. Kirchner | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/16/2018 | Mark Kemper | Travel time from Woodbridge to Plus Development. | Travel | 0.40 | 420.00 | \$168.00 |
| 4/16/2018 | Mark Kemper | Travel from Plus Development to Province Los Angeles office. | Travel | 0.80 | 420.00 | \$336.00 |
| 4/16/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process agents. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/16/2018 | Marion Fong | Review and analysis of Plus April revised Budgets. | Business Analysis / Operations | 4.50 | 375.00 | \$1,687.50 |
| 4/16/2018 | Marion Fong | Reviewed insurance schedule with JC. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/16/2018 | Marion Fong | Continued review and analysis of Plus April revised Budgets. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/16/2018 | Marion Fong | Meeting with Plus Development to review and discuss April budget. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/17/2018 | Paul Huygens | Correspond with construction and legal teams re outstanding payables. Correspond with OCP counsel re same. Correspond with YCST team re severance questions. | Accounting | 1.00 | 730.00 | \$730.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/17/2018 | Paul Huygens | Call with E. Skinner re financial reporting. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/17/2018 | Paul Huygens | Final scrub of MOR draft and check thru DSI and YCST final comments. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/17/2018 | Paul Huygens | Work with Brenda and D. Dachelet re employee terminations. Speak with E. Skinner on planning the same. Calls with YCST team re same. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/17/2018 | Paul Huygens | Planning meeting with E. Skinner RE employee terminations. Have termination discussion with one employee. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/17/2018 | Paul Huygens | Call with G. Shoup RE Riverdale terminations. Correspond with B. Wise re Sherman Oaks terminations. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/17/2018 | Paul Huygens | Travel from Sherman oaks to home in Las Vegas, NV. | Travel | 2.30 | 730.00 | \$1,679.00 |
| 4/17/2018 | David Dachelet | Broker interview with L. May, D. Fenton and J. Mills. | Legal, HR & IT | 2.50 | 530.00 | \$1,325.00 |
| 4/17/2018 | David Dachelet | Work on Samaras dispute. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/17/2018 | David Dachelet | Research Owlwood subdivision timeline and need for CC&Rs. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/17/2018 | David Dachelet | Travel from Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/17/2018 | David Dachelet | Review status of Eugene work streams. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/17/2018 | David Dachelet | Work on R. Salvato HR issues. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/17/2018 | David Dachelet | Review and consider termination of Riverdale marks. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/17/2018 | David Dachelet | Continue work on IC and separation related HR issues. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/17/2018 | Mark Kemper | Broker meeting with D. Fenton, J. Mills and L. May to discuss strategies on Owlwood, 805 Nimes, 800 Stradella and Electra. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/17/2018 | Mark Kemper | Revised offer summary for new activity and created version for the board meeting. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/17/2018 | Mark Kemper | Started working on setting up Box data site for properties. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/17/2018 | Mark Kemper | Internal meeting to discuss further state of IT. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/17/2018 | Mark Kemper | Prep for broker interview by reviewed websites, listing and prior sales. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/17/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/17/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/17/2018 | Mark Kemper | Meeting with Crimson IT to discuss state of current IT at Woodbridge. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/17/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/17/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process agents. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/17/2018 | Marion Fong | Participate in broker interview - Hutchinson. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/17/2018 | Marion Fong | Participate in broker interviews - Jade/Drew/Linda. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/17/2018 | Marion Fong | Worked on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/17/2018 | Marion Fong | Participate in IT Consultant interview - Anzor. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/17/2018 | Marion Fong | Continued to work on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 3.50 | 375.00 | \$1,312.50 |
| 4/18/2018 | Paul Huygens | Prepare and participate in conference call with UST office, DSI and YCST teams and E. Skinner to go thru draft MOR and collect comments. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/18/2018 | Paul Huygens | Follow up calls with E. Skinner after UST call re next steps. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/18/2018 | Paul Huygens | Review, approve and correspond re legal invoices and share drive, along with CT office wind down. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/18/2018 | Paul Huygens | Review multiple drafts, then final MOR draft and approve to file. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/18/2018 | Paul Huygens | Review and correspond re draft and redlines to proposed separation agreements. Calls with Lucena re termination, follow up call with B. Wise re same. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/18/2018 | Paul Huygens | Calls with E. Skinner and Martin (IT), and emails with B. Wise RE logistics around pending terminations. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/18/2018 | David Dachelet | Continue work on HR matters and severance forms. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/18/2018 | David Dachelet | Meeting with A. Beck regarding his employment; correspondence with F. Chin regarding same. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/18/2018 | David Dachelet | Continue work on Samatas dispute and response to threat of suit. | Legal, HR & IT | 2.50 | 530.00 | \$1,325.00 |
| 4/18/2018 | David Dachelet | Continue work on RPF broker process. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/18/2018 | Mark Kemper | Meeting with broker T. Fridman to discuss various properties. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/18/2018 | Mark Kemper | Broker interview with M. Noah to discuss select group of properties. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/18/2018 | Mark Kemper | Reviewed Trousdale offer cancellations and updated offer schedule | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Reviewed court dockets for latest info including liens on properties. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Revised offer summary and send to B. Sharp for board meeting. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Call with J. Froehlich to discuss lease proposal on 8124 W 3rd street. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Prep for broker interview by reviewed websites, listing and prior sales. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Worked on gathering information for due diligence data site. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/18/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/18/2018 | Beth Robinson | Email correspondence with D. Dachelet re next week's RFP process interviews. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/18/2018 | Beth Robinson | Email correspondence with D. Dachelet re RFP process agents with no second interview. | Legal, HR & IT | 0.40 | 150.00 | \$60.00 |
| 4/18/2018 | Marion Fong | Worked on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/18/2018 | Marion Fong | Participated in broker interviews - Compass / Friedman. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/18/2018 | Marion Fong | Participated in broker interview - M. Noa. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/18/2018 | Marion Fong | Continued to work on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/18/2018 | Marion Fong | Continued to work on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/18/2018 | Marion Fong | Meeting with M. Kemper and F. Chin to discuss broker selections by property. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/19/2018 | Paul Huygens | Call with E. Skinner and with B. Sharp re December MOR and January MOR progress. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/19/2018 | Paul Huygens | Review and comment on draft Jan balance sheets and income statements. Have call with J. Wells to discuss. Call with E. Skinner to discuss. | Accounting | 3.50 | 730.00 | \$2,555.00 |
| 4/19/2018 | Paul Huygens | Emails, separation agreements and logistics calls with IT, B. Sharp, E. Skinner and B. Wise regarding pending layoffs. Terminate another employee. | Legal, HR & IT | 2.50 | 730.00 | \$1,825.00 |
| 4/19/2018 | Paul Huygens | Call with E. Held and then with B. Wise re termination logistics. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/19/2018 | Paul Huygens | Correspond with payables people re exec contracts rejection. Call with Martin to go thru remaining IT contracts. Correspond with A. Mielke re 3rd round rejection list and status of remaining leases. | Legal, HR & IT | 1.50 | 730.00 | \$1,095.00 |
| 4/19/2018 | Paul Huygens | Calls with B. Wise and E. Skinner re final Sherman Oaks termination. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/19/2018 | David Dachelet | Broker interview with B. Bacal. | Legal, HR & IT | 3.50 | 530.00 | \$1,855.00 |
| 4/19/2018 | David Dachelet | Broker interview with S. Jones Forster. | Legal, HR & IT | 3.50 | 530.00 | \$1,855.00 |
| 4/19/2018 | David Dachelet | Work on HR matter in re: L. Dussin | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/19/2018 | David Dachelet | Travel from Woodbridge office in Sherman Oaks, CA to home in Las Vegas, NV. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/19/2018 | David Dachelet | Work on HR matter in re: severance agreement forms. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/19/2018 | Beth Robinson | Email correspondence with D. Dachelet re next week's RFP process interviews. | Legal, HR & IT | 0.40 | 150.00 | \$60.00 |
| 4/19/2018 | Mark Kemper | Obtained and reviewed CO commercial property rent rolls to analyze monthly revenue. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/19/2018 | Mark Kemper | Meeting with broker S. Jones to discuss various properties. | Business Analysis / Operations | 3.50 | 420.00 | \$1,470.00 |
| 4/19/2018 | Mark Kemper | Broker meeting with B. Bacal to discuss various properties. | Business Analysis / Operations | 3.50 | 420.00 | \$1,470.00 |
| 4/19/2018 | Mark Kemper | Meeting with F. Chin and M. Fong to discuss broker selections by property. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/19/2018 | Mark Kemper | Prep for broker interview by reviewed websites, listing and prior sales. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/19/2018 | Mark Kemper | Gathered data for certain properties to be included in the diligence data site. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/19/2018 | Mark Kemper | Worked on updating the property closing schedule to incorporate latest changes. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/19/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/19/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.60 | 420.00 | \$252.00 |
| 4/19/2018 | Marion Fong | Worked on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/19/2018 | Marion Fong | Participated in broker interview - S. Jones. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/19/2018 | Marion Fong | Participated in 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/19/2018 | Marion Fong | Participated in broker interview - B. Bacal. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/19/2018 | Marion Fong | Continued to work on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/20/2018 | Paul Huygens | Call with E. Skinner to discuss severance checks and UST MOR questions. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/20/2018 | Paul Huygens | Prep and conference call with S. Beech, R. Pfister and D. Dachelet re pending employee interview and termination. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/20/2018 | Paul Huygens | Call with outside IT service provider and F. Chin. Call with Martin to start gathering requested information. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/20/2018 | Paul Huygens | Calls with and emails with A. Mielke and B. Wise re various employee matters. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/20/2018 | David Dachelet | Field Forest Knolls offer. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/20/2018 | David Dachelet | Work on 1432 Tanager dispute response letter. | Legal, HR & IT | 2.50 | 530.00 | \$1,325.00 |
| 4/20/2018 | David Dachelet | Continue work on HR issues. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/20/2018 | David Dachelet | Continue work on RFP broker selection process. | Legal, HR & IT | 1.50 | 530.00 | \$795.00 |
| 4/20/2018 | David Dachelet | Work on property license agreement with HL. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/20/2018 | David Dachelet | Conference call with P. Huygens, S. Beech and R. Pfister re pending employee interview and termination. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/20/2018 | David Dachelet | Meeting with B. Robinson to discuss RFP status. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/20/2018 | Beth Robinson | Email correspondence with A. Beck re Samatas dispute at 1432 Tanager Way. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/20/2018 | Beth Robinson | Email correspondence with D. Dachelet re Samatas dispute at 1432 Tanager Way. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/20/2018 | Beth Robinson | Office meeting with D. Dachelet re Woodbridge RFP status. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/20/2018 | Beth Robinson | Email correspondence with D. Dachelet re Woodbridge RA services. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/20/2018 | Mark Kemper | Calls with M. Fong to discuss 13 week cash flow. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/20/2018 | Mark Kemper | Weekly update call with Plus Development. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/20/2018 | Mark Kemper | Worked on analyzing 13 week cash flow and beginning cash balance. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/20/2018 | Mark Kemper | Worked on lease proposal for 8124 W 3rd St office. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/20/2018 | Mark Kemper | Reviewed new offers and updated master offer summary. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/20/2018 | Mark Kemper | Reviewed Colorado closing documents and obtained Fred Chin sign-off. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/20/2018 | Mark Kemper | Reviewed latest Plus development proforma to understand cost spend changes. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/20/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/20/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/20/2018 | Beth Robinson | Finalize letter to J. Samatas re 1432 Tanager Way Development. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/20/2018 | Beth Robinson | Email letter to J. Samatas re 1431 Tanager Way Development. | Legal, HR & IT | 0.10 | 150.00 | \$15.00 |
| 4/20/2018 | Marion Fong | Work on offer analysis - and template set up. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/20/2018 | Marion Fong | Participate in weekly Plus Development call. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/20/2018 | Marion Fong | Worked on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 3.50 | 375.00 | \$1,312.50 |
| 4/20/2018 | Marion Fong | Continued to work on 13 Week Budget - Historical data analysis. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/20/2018 | Marion Fong | Calls with M. Kemper re 13 week cash flow. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/21/2018 | David Dachelet | Work on Forest Knolls offer. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/21/2018 | Mark Kemper | Reviewed revised 13 week cash flow. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/21/2018 | Mark Kemper | Reviewed and signed closing documents for various Colorado Properties. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/21/2018 | Marion Fong | Worked on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/21/2018 | Marion Fong | Worked on 13 Week Budget / Plus Revised Budgets. | Business Analysis / Operations | 3.50 | 375.00 | \$1,312.50 |
| 4/22/2018 | Marion Fong | Worked on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/22/2018 | Marion Fong | Continued to work on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/23/2018 | Paul Huygens | Calls with N. Pedersen and E. Skinner along with emails re payables issues. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/23/2018 | Paul Huygens | Call with D. Fidler and exchange emails re MOR questions. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/23/2018 | Paul Huygens | Calls with E. Skinner re January financials. Discussion with Balcomb Green accountant reconciling outstanding bills. Follow up call with E. Skinner re check run, payables supervision, office move and state of play. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/23/2018 | Paul Huygens | Discussions with D. Dachelet and then E. Skinner re workstreams for the week. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/23/2018 | Paul Huygens | Email exchange and call with B. Wise re Garza termination and outstanding severance. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/23/2018 | David Dachelet | Respond to questions regarding employee time off for jury duty. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/23/2018 | David Dachelet | Telephone conference with counsel regarding questions to be asked of Salvato. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/23/2018 | David Dachelet | Work on License agreement in re: Agency and License agreement for filming locations. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/23/2018 | David Dachelet | Review status of litigation management matters relative to E. Rubenstein. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/23/2018 | David Dachelet | Workstream discussion with P. Huygens. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/23/2018 | Mark Kemper | Reviewed Brochure, Proposal and Agreements from The Hollywood Location Company | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|---|--------------------------------|-------|--------------|------------|
| 4/23/2018 | Mark Kemper | Reviewed and checked Tintarella payoff information and calculation. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/23/2018 | Beth Robinson | Review email from L. May (RFP recipient) re RFP process. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/23/2018 | Mark Kemper | Reviewed latest 13 week cash flow and variance analysis. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/23/2018 | Mark Kemper | Worked on updating master offer schedule for new offers in CA and CO. Prepared offers for weekly board approval. Filed backup documents for DSI upload. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/23/2018 | Mark Kemper | Call with M. Hutchinson to discuss listing updates on properties listed for sale. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/23/2018 | Mark Kemper | Reviewed and commented on Woodbridge Overbid Procedures. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/23/2018 | Mark Kemper | Reviewed and obtained sign off on various sale documents for properties under contract in CO and CA. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/23/2018 | Mark Kemper | Worked with M. Singer on identifying correct EQ insurance policies. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/23/2018 | Mark Kemper | Worked on box.com data site population and organization. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/23/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/23/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/23/2018 | Beth Robinson | Draft and consider email to D. Dachelet re upcoming Woodbridge schedule. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/23/2018 | Marion Fong | Worked on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 4.00 | 375.00 | \$1,500.00 |
| 4/23/2018 | Marion Fong | Continued to work on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 4.00 | 375.00 | \$1,500.00 |
| 4/23/2018 | Marion Fong | Continued to work on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 4.50 | 375.00 | \$1,687.50 |
| 4/24/2018 | Paul Huygens | Calls and emails with E. Skinner and also F. Chin re 1st of the month payments, quarterly UST fee calculations, IT restructuring and board report. Correspond with outside IT team. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/24/2018 | Paul Huygens | Correspond with A. Mielke, download relevant motion and order, send and speak with B. Wise re Negotiated Severance Payments. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/24/2018 | Paul Huygens | Review org chart and have call with P. Sullivan to discuss. Calls with F. Chin re same. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/24/2018 | David Dachelet | Work on HR issue in re: A. Beck. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/24/2018 | David Dachelet | Meeting with J. Rey and team relative to PRF process. | Legal, HR & IT | 3.00 | 530.00 | \$1,590.00 |
| 4/24/2018 | David Dachelet | Travel from home in Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.00 | 530.00 | \$1,060.00 |
| 4/24/2018 | David Dachelet | Review Salvato interview questions; consider method of termination for Salvato. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/24/2018 | David Dachelet | Meeting with M. Singer regarding insurance coverage issues. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/24/2018 | David Dachelet | Consider life tracking system for historical life contingent structured settlement deals. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/24/2018 | Mark Kemper | Call with P. Weil regarding commercial office lease from in old Mercer Vine space. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/24/2018 | Mark Kemper | Responded to P. Weil regarding questions to the lease draft. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/24/2018 | Mark Kemper | Update meeting with B. Sharp and F. Chin regarding board package and other issues. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/24/2018 | Mark Kemper | Worked on updated offer summary and board approval write-ups for CO and CA assets. | Business Analysis / Operations | 3.00 | 420.00 | \$1,260.00 |
| 4/24/2018 | Mark Kemper | Meeting with broker J. Rey and team to discuss a select group of properties. | Business Analysis / Operations | 3.00 | 420.00 | \$1,260.00 |
| 4/24/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/24/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/24/2018 | Beth Robinson | Review email from D. Dachelet re B. Bacal (RFP recipient) commission structure. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/24/2018 | Beth Robinson | Review and consider "...Committee of Unsecured Creditors' Joinder and Statement in Support of Debtors'..." re Woodbridge bankruptcy; email copy to D. Dachelet. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/24/2018 | Mark Kemper | Review and signed off on various Colorado sale and closing documents. | Business Analysis / Operations | 1.20 | 420.00 | \$504.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/24/2018 | Beth Robinson | Draft and consider email to D. Dachelet re RFP process and schedule. | Legal, HR & IT | 0.30 | 150.00 | \$45.00 |
| 4/24/2018 | Erica Mattson | Begin review of March time entries. | Legal, HR & IT | 1.50 | 150.00 | \$225.00 |
| 4/24/2018 | Marion Fong | Participated in internal update meeting. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/24/2018 | Marion Fong | Worked on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/24/2018 | Marion Fong | Participated in broker interview - J. Rey. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/24/2018 | Marion Fong | Continued to work on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/25/2018 | Paul Huygens | Call with potential lender re noteholder facility and structuring. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/25/2018 | Paul Huygens | Work on board update report and correspond with accounting team, F. Chin and B. Sharp re same. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/25/2018 | Paul Huygens | Conference call with committees and debtor professionals re global case update. | Business Analysis / Operations | 1.50 | 730.00 | \$1,095.00 |
| 4/25/2018 | Paul Huygens | Review payroll register and transfer money to clear. Call with B. Wise to discuss same. Call with E. Skinner to discuss January financials. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/25/2018 | Paul Huygens | Reconcile sales proceeds and Riverdale accounts. Calls with M. Sorenson, E. Skinner and G. Shoup re various questions. Transfer monies according to reconciliation. | Accounting | 2.00 | 730.00 | \$1,460.00 |
| 4/25/2018 | Paul Huygens | Call with M. Fong re cash flow forecast questions. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/25/2018 | Paul Huygens | Calls and correspondence re employee matters (time and expense submittals), interview questions re planned termination. Severance payments and onboarding. | Legal, HR & IT | 1.00 | 730.00 | \$730.00 |
| 4/25/2018 | David Dachelet | Work on A. Beck regarding HR issue. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/25/2018 | Mark Kemper | Reviewed the latest Agency & Residential License Agreements for Owlwood and 1 Electra. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Mark Kemper | Weekly FA call with attorneys and all ad hoc groups. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|---------------|--|--------------------------------|-------|--------------|----------|
| 4/25/2018 | Mark Kemper | Worked on valuation of certain Colorado commercial buildings. Responded to broker on valuations and listing prices. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/25/2018 | Mark Kemper | Worked on updating Colorado offers. Added 63 Sweetgrass for board approval. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Mark Kemper | Call with M. Fong to discuss segregation of cash from asset sales. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Mark Kemper | Reviewed Moorpark best and final offers and prepared board approval write-up. Contacted Max Hutchinson to continue moving the process forward. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/25/2018 | Mark Kemper | Made revisions to the board package base on Fr. Chin comments. Forwarded to DSI for inclusion in the board package. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/25/2018 | Mark Kemper | Property site visit to Moorpark condo to assess what furniture was in the unit. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Mark Kemper | Updated master offer schedule for the latest CA and CO offers. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/25/2018 | Mark Kemper | Discussion with M. Fong regarding flash report and cash balance segregation. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/25/2018 | Mark Kemper | Reviewed Riverdale closings and calculated possible effect of the need to segregate cash. Discussion with DSI regarding the segregation of cash. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/25/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office | Travel | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office | Travel | 0.50 | 420.00 | \$210.00 |
| 4/25/2018 | Erica Mattson | Review and prepare March expenses for billing. | Legal, HR & IT | 1.50 | 150.00 | \$225.00 |
| 4/25/2018 | Marion Fong | Worked on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/25/2018 | Marion Fong | Reviewed project budgets & assumptions. | Business Analysis / Operations | 2.50 | 375.00 | \$937.50 |
| 4/25/2018 | Marion Fong | Reconciled weekly timing of costs. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/25/2018 | Marion Fong | Reviewed G & A assumptions. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/25/2018 | Marion Fong | Continued to work on 13 Week Budget / Cash Flow Notes. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|------------|
| 4/25/2018 | Marion Fong | Call with P. Huygens re cash flow forecast questions. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/25/2018 | Marion Fong | Call with M. Kemper to discuss segregation if cash from asset sales. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/25/2018 | Marion Fong | Discussed flash report and cash balance segregation with M. Kemper. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/26/2018 | Paul Huygens | Meeting with F. Chin in prep for board call. Participate in board call re general business and case updates. | Business Analysis / Operations | 1.50 | 730.00 | \$1,095.00 |
| 4/26/2018 | Paul Huygens | Working lunch with B. Sharp, F. Chin and E. Skinner re workstreams, issues and next steps. | Business Analysis / Operations | 1.00 | 730.00 | \$730.00 |
| 4/26/2018 | Paul Huygens | Work with N. Troszak then with E. Skinner re establishing appropriate reserves. Transfer cash between accounts accordingly. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/26/2018 | Paul Huygens | Participate in status and process call with internal IT team and external IT consultant. Follow up call with IT consultant after. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/26/2018 | Paul Huygens | Review draft exec contract rejection motion and have two calls with B. Feldman to go thru comments. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/26/2018 | Paul Huygens | Meet with F. Chin re remaining staff and prep for staff meeting. Prepare worksheet of comp and proposed changes and send to F. Chin to consider. | Legal, HR & IT | 1.50 | 730.00 | \$1,095.00 |
| 4/26/2018 | Paul Huygens | Travel from home in Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.50 | 730.00 | \$1,825.00 |
| 4/26/2018 | Paul Huygens | multiple drafts of separation agreement and correspondence with counsel and B Wise re same | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/26/2018 | David Dachelet | Work on 714 Oakhurst review with E. Rubinstein. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Work on Beck HR issue. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Work with M. Sorneson regarding commercial listing agreement. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Follow up on corporate maintenance and RA status for debtor entities. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Consider 1 Electra signatory authority issue with the city. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Work on HLC agency and license agreement. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/26/2018 | David Dachelet | Meeting with J. Grouman in re: RFP process. | Legal, HR & IT | 3.00 | 530.00 | \$1,590.00 |
| 4/26/2018 | David Dachelet | Work on 714 Oakhurst GC dispute (Titan). | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Review and consider draft broker assignments. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/26/2018 | David Dachelet | Travel from Woodbridge office in Sherman Oaks, CA to home in Las Vegas, NV. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/26/2018 | Erica Mattson | Finalize March time entries for fee app. | Legal, HR & IT | 1.50 | 150.00 | \$225.00 |
| 4/26/2018 | Beth Robinson | Review and consider email from D. Dachelet re A. Beck employment offer. | Legal, HR & IT | 0.20 | 150.00 | \$30.00 |
| 4/26/2018 | Beth Robinson | Prepare A. Beck employment offer for execution; email same to D. Dachelet. | Legal, HR & IT | 0.50 | 150.00 | \$75.00 |
| 4/26/2018 | Marion Fong | Participated in broker interview - The Agency. | Business Analysis / Operations | 3.00 | 375.00 | \$1,125.00 |
| 4/26/2018 | Marion Fong | Reviewed project budget reconciliation. | Business Analysis / Operations | 2.00 | 375.00 | \$750.00 |
| 4/26/2018 | Marion Fong | Management discussion related to brokers interviewed; preliminary selection. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/26/2018 | Marion Fong | Reconciled sales reserve balance. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/26/2018 | Marion Fong | Worked on cash flow model modifications for cash balance. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/26/2018 | Marion Fong | Internal discussion re: Robin change order | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/27/2018 | Paul Huygens | Meeting with M. Fong, E. Skinner and M. Kemper re data dumps for cashflow projections. | Business Analysis / Operations | 0.50 | 730.00 | \$365.00 |
| 4/27/2018 | Paul Huygens | Prepare for and attend all hands employee meeting. | Legal, HR & IT | 1.50 | 730.00 | \$1,095.00 |
| 4/27/2018 | Paul Huygens | Review revised draft of latest rejection motion and respond to B. Feldman with comments. | Legal, HR & IT | 0.50 | 730.00 | \$365.00 |
| 4/27/2018 | Paul Huygens | Travel from Woodbridge office in Sherman Oaks, CA to home in Las Vegas, NV. | Travel | 2.50 | 730.00 | \$1,825.00 |
| 4/27/2018 | David Dachelet | Correspondence with 805 Nimes lender party; internal correspondence regarding status of relationship with lender. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/27/2018 | David Dachelet | Continue work on RFP process. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/27/2018 | David Dachelet | Work on Titan GC contract dispute. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|--|--------------------------------|-------|--------------|----------|
| 4/27/2018 | David Dachelet | Work on 1 Electra signatory authority issue. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/27/2018 | David Dachelet | Work on substitution of attorney in Owen v. Woodbridge matter. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/27/2018 | David Dachelet | Work on HLC agency and license agreement. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/27/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office | Travel | 0.50 | 420.00 | \$210.00 |
| 4/27/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office | Travel | 0.60 | 420.00 | \$252.00 |
| 4/27/2018 | Mark Kemper | Worked on proposed commission rates for each broker based on property assignments. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/27/2018 | Mark Kemper | Reviewed Colorado office comps and started valuation analysis of various assets. | Business Analysis / Operations | 2.00 | 420.00 | \$840.00 |
| 4/27/2018 | Mark Kemper | Meeting with M. Fong and F. Chin on broker selection. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/27/2018 | Mark Kemper | Call with P. Weil to discuss lease agreement on old Mercer Vine space. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/27/2018 | Mark Kemper | Weekly update meeting with Plus Development. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/27/2018 | Mark Kemper | Reviewed and signed various Colorado closing documents and contracts. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/27/2018 | Mark Kemper | Review of Agency & Residential License Agreements. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/27/2018 | Mark Kemper | Reviewed latest rejection motion for leases and contracts. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/27/2018 | Mark Kemper | Meeting with DSI and E. Skinner to discuss accounting issues when getting actuals for budget purposes. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/27/2018 | Mark Kemper | All employee meeting to discuss status of the company and Q & A. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/27/2018 | Marion Fong | Reviewed minutes for Plus Development weekly conference call. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/27/2018 | Marion Fong | Participated in company internal meeting - all hands. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |
| 4/27/2018 | Marion Fong | Meeting with DSI and Accounting department to discuss go forward accounting approach. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/27/2018 | Marion Fong | Participated in weekly Plus Development conference call. | Business Analysis / Operations | 1.00 | 375.00 | \$375.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|----------------|---|--------------------------------|-------|--------------|------------|
| 4/27/2018 | Marion Fong | Conferred re broker assignments. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/27/2018 | Marion Fong | G & A review and analysis. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/27/2018 | Marion Fong | Meeting with P. Huygens, M. Kemper, and E. Skinner re data dumps for cash flow projections. | Business Analysis / Operations | 0.50 | 375.00 | \$187.50 |
| 4/27/2018 | Marion Fong | Meeting with M. Kemper and F. Chin re broker selection. | Business Analysis / Operations | 1.50 | 375.00 | \$562.50 |
| 4/28/2018 | David Dachelet | Continue work on RFP process. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/29/2018 | Paul Huygens | Review amended January BS and IS reflecting much of my earlier comments and call E. Skinner to walk thru the balance. | Accounting | 1.00 | 730.00 | \$730.00 |
| 4/29/2018 | David Dachelet | Review broker selections in re: RFP process; consider commission structure for same. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/30/2018 | Paul Huygens | Review and correspond re weekly CV payments. Call with E. Skinner re January MOR. Call with A. Moreno re first of month payments and wires. | Accounting | 0.50 | 730.00 | \$365.00 |
| 4/30/2018 | Paul Huygens | Analyze January and cumulative through January P&L and January BS. Call with E. Skinner to discuss comments. | Accounting | 1.50 | 730.00 | \$1,095.00 |
| 4/30/2018 | Paul Huygens | Travel from home in Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.50 | 730.00 | \$1,825.00 |
| 4/30/2018 | David Dachelet | Work on HLC deal board analysis request. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/30/2018 | David Dachelet | Work on broker RFP process. | Legal, HR & IT | 2.00 | 530.00 | \$1,060.00 |
| 4/30/2018 | David Dachelet | Work on Salvato severance. | Legal, HR & IT | 1.00 | 530.00 | \$530.00 |
| 4/30/2018 | David Dachelet | Work on insurance renewal issues. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/30/2018 | David Dachelet | Work on F. Chin signatory authority declaration. | Legal, HR & IT | 0.50 | 530.00 | \$265.00 |
| 4/30/2018 | David Dachelet | Travel from home in Las Vegas, NV to Woodbridge office in Sherman Oaks, CA. | Travel | 2.50 | 530.00 | \$1,325.00 |
| 4/30/2018 | Mark Kemper | Worked on summarizing broker price opinions and commission structures. Added proposed commission structures to assigned properties. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |

| Entry Date | Person | Comment | Task | Hours | Billing Rate | Amount |
|------------|-------------|---|--------------------------------|-------|--------------|------------|
| 4/30/2018 | Mark Kemper | Ran various valuations on Donnington investments property to determine new list price and price for individual units. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/30/2018 | Mark Kemper | Started reviewed draft of lease agreement for 8124 W 3rd street. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/30/2018 | Mark Kemper | Reviewed and signed off on various Colorado sale and closing documents. | Business Analysis / Operations | 1.50 | 420.00 | \$630.00 |
| 4/30/2018 | Mark Kemper | Worked on property data site population. | Business Analysis / Operations | 2.50 | 420.00 | \$1,050.00 |
| 4/30/2018 | Mark Kemper | Reviewed offer on 201 Main St property and did comp analysis. Recommending to accept offer of \$1.5M. | Business Analysis / Operations | 1.00 | 420.00 | \$420.00 |
| 4/30/2018 | Mark Kemper | Reviewed and approved final One Electra and Owlwood HLC Executed Agency Agreements. | Business Analysis / Operations | 0.50 | 420.00 | \$210.00 |
| 4/30/2018 | Mark Kemper | Travel time to Woodbridge Office from Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/30/2018 | Mark Kemper | Travel time from Woodbridge Office to Province LA office. | Travel | 0.50 | 420.00 | \$210.00 |
| 4/30/2018 | Marion Fong | Prepare schedule of BPO, commission schedules and assignments; correspond with F. Chin and M. Kemper re same. | Business Analysis / Operations | 4.00 | 375.00 | 1500 |

EXPENSE SUMMARY

| Expense Category | Description | Total Expenses |
|--------------------------|------------------------|-----------------------|
| Airfare/Train | Flights | \$3,368.88 |
| Ground Transportation | Car Service | \$1,061.10 |
| Lodging | Hotel Accommodations | \$1,566.84 |
| Meals | Meals while traveling. | \$568.05 |
| Telephone/Internet | Conference Call | \$12.74 |
| Subtotal Expenses | | \$6,577.61 |
| | Airfare/Train Discount | (\$2,724.88) |
| Total Expenses | | \$3,852.73 |

EXPENSE DETAILS

| Date | Category | Description | Amount |
|-------------|-----------------|--|---------------|
| 4/2/2018 | Airfare/Train | United Airlines - M. Kemper flight (4/2-4/4) BUR-ASE roundtrip while traveling to Colorado for business plan meetings. | 644.00 |
| 4/3/2018 | Airfare/Train | Southwest Airlines - P. Huygens flight LAS-BUR one-way while traveling for Woodbridge. | 269.97 |
| 4/4/2018 | Airfare/Train | JetSuiteX - D. Dachelet flight LAS-BUR one-way while traveling for Woodbridge. | 249.00 |
| 4/6/2018 | Airfare/Train | JetSuiteX - D. Dachelet flight BUR-LAS one-way while traveling for Woodbridge. | 399.00 |
| 4/16/2018 | Airfare/Train | Southwest Airlines - P. Huygens flight LAS-BUR one-way while traveling for Woodbridge. | 269.97 |
| 4/17/2018 | Airfare/Train | Southwest Airlines - D. Dachelet flight LAS-BUR one-way while traveling for Woodbridge. | 269.97 |
| 4/19/2018 | Airfare/Train | JetSuiteX - D. Dachelet flight BUR-LAS one-way while traveling for Woodbridge. | 399.00 |
| 4/24/2018 | Airfare/Train | JetSuiteX - D. Dachelet flight LAS-BUR one-way while traveling for Woodbridge. | 249.00 |
| 4/26/2018 | Airfare/Train | Southwest Airlines - P. Huygens flight LAS-BUR one-way while traveling for Woodbridge. | 269.97 |

| Date | Category | Description | Amount |
|-------------|----------------------------|---|--------------------|
| 4/26/2018 | Airfare/Train | JetSuiteX - D. Dachelet flight BUR-LAS one-way while traveling for Woodbridge. | 349.00 |
| | Airfare/Train Total | | \$ 3,368.88 |
| 4/2/2018 | Ground Transportation | Uber - M. Kemper transportation while traveling to Colorado for business plan meetings. | 18.48 |
| 4/3/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 23.30 |
| 4/4/2018 | Ground Transportation | Burbank Airport - M. Kemper parking fee (4/2-4/4) while traveling to Colorado for business plan meetings. | 96.00 |
| 4/4/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 21.89 |
| 4/4/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 31.37 |
| 4/6/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 14.89 |
| 4/6/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 10.42 |
| 4/7/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 21.92 |
| 4/11/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 17.04 |
| 4/12/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 16.88 |
| 4/13/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 26.02 |
| 4/14/2018 | Ground Transportation | United Taxi - P. Huygens transportation while traveling for Woodbridge. | 39.66 |
| 4/17/2018 | Ground Transportation | VTS - P. Huygens transportation while traveling for Woodbridge. | 39.30 |
| 4/17/2018 | Ground Transportation | McCarran Intl. Airport - P. Huygens parking fee (4/16-4/17) while traveling for Woodbridge. | 23.00 |
| 4/17/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 52.38 |
| 4/17/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 37.14 |
| 4/17/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 23.92 |
| 4/19/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 20.24 |
| 4/20/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 11.42 |

| Date | Category | Description | Amount |
|-------------|------------------------------------|---|--------------------|
| 4/19/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 13.39 |
| 4/19/2018 | Ground Transportation | McCarran Intl. Airport - D. Dachelet parking fee (4/17-4/19) while traveling for Woodbridge. | 59.00 |
| 4/24/2018 | Ground Transportation | VTS - P. Huygens transportation while traveling for Woodbridge. | 40.74 |
| 4/24/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 14.55 |
| 4/26/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 28.76 |
| 4/27/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 61.25 |
| 4/27/2018 | Ground Transportation | Uber - P. Huygens transportation while traveling for Woodbridge. | 78.53 |
| 4/27/2018 | Ground Transportation | McCarran Intl. Airport - P. Huygens parking fee (4/26-4/27) while traveling for Woodbridge. | 27.00 |
| 4/27/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 19.50 |
| 4/27/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 51.44 |
| 4/27/2018 | Ground Transportation | Superior Parking - D. Dachelet parking fee while traveling for Woodbridge. | 14.00 |
| 4/27/2018 | Ground Transportation | Mileage - D. Dachelet mileage (4/24-4/27) while traveling for Woodbridge. | 46.56 |
| 4/30/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 39.49 |
| 4/30/2018 | Ground Transportation | Uber - D. Dachelet transportation while traveling for Woodbridge. | 21.62 |
| | Ground Transportation Total | | \$ 1,061.10 |
| 4/2/2018 | Lodging | Element by Westin - M. Kemper hotel (4/2-4/4) while traveling to Colorado for business plan meetings. | 349.66 |
| 4/4/2018 | Lodging | Courtyard by Marriot - D. Dachelet hotel (4/4-4/5) while traveling for Woodbridge. | 521.05 |
| 4/17/2018 | Lodging | Courtyard by Marriot - D. Dachelet hotel (4/17-4/19) while traveling for Woodbridge. | 696.13 |
| | Lodging Total | | \$ 1,566.84 |
| 4/3/2018 | Meals | Jinky's Café - P. Huygens working meal with J. Wells. | 64.47 |
| 4/4/2018 | Meals | Starbucks - P. Huygens meal while traveling for Woodbridge. | 8.20 |

| Date | Category | Description | Amount |
|-------------|-----------------|--|---------------|
| 4/4/2018 | Meals | The Coffee Bean - P. Huygens meal while traveling for Woodbridge. | 5.71 |
| 4/4/2018 | Meals | PF Changs - D. Dachelet meal while traveling for Woodbridge. | 13.95 |
| 4/5/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 21.40 |
| 4/5/2018 | Meals | PF Changs - D. Dachelet meal while traveling for Woodbridge. | 13.95 |
| 4/6/2018 | Meals | Starbucks - P. Huygens meal while traveling for Woodbridge. | 8.70 |
| 4/6/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 21.40 |
| 4/16/2018 | Meals | Auntie Anne's - P. Huygens meal while traveling for Woodbridge. | 7.99 |
| 4/17/2018 | Meals | Jinky's Café - P. Huygens meal while traveling for Woodbridge. | 27.47 |
| 4/17/2018 | Meals | Villa Pizza - D. Dachelet meal while traveling for Woodbridge. | 14.81 |
| 4/17/2018 | Meals | PF Changs - D. Dachelet meal while traveling for Woodbridge. | 27.87 |
| 4/17/2018 | Meals | PF Changs - D. Dachelet meal while traveling for Woodbridge. | 17.70 |
| 4/18/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 25.24 |
| 4/18/2018 | Meals | Jinky's Café - D. Dachelet working meal with F. Chin, M. Fong and G. Gottardt. | 84.03 |
| 4/19/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 21.40 |
| 4/24/2018 | Meals | Starbucks - P. Huygens meal while traveling for Woodbridge. | 8.70 |
| 4/24/2018 | Meals | Islands - D. Dachelet meal while traveling for Woodbridge. | 22.49 |
| 4/25/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 20.40 |
| 4/26/2018 | Meals | The Coffee Bean - P. Huygens meal while traveling for Woodbridge. | 10.80 |
| 4/27/2018 | Meals | Thai Chaba - D. Dachelet meal while traveling for Woodbridge. | 25.88 |
| 4/27/2018 | Meals | Jinky's Café - D. Dachelet meal while traveling for Woodbridge. | 40.35 |
| 4/27/2018 | Meals | PF Changs - D. Dachelet meal while traveling for Woodbridge. | 17.70 |
| 4/27/2018 | Meals | Las Great Hamburger Stand - D. Dachelet meal while traveling for Woodbridge. | 13.46 |
| 4/30/2018 | Meals | Courtyard by Marriot - D. Dachelet meal while traveling for | 23.98 |

| Date | Category | Description | Amount |
|-------------|---------------------------------|---|--------------------|
| | | Woodbridge. | |
| | Meals Total | | \$ 568.05 |
| 4/2/2018 | Telephone/Internet | Conference Call - P. Huygens call with E. Skinner re: MORs. | 12.74 |
| | Telephone/Internet Total | | \$ 12.74 |
| | | Total Expenses | \$ 6,577.61 |
| | | Airfare Discount | (2,724.88) |
| | | Grand Total | \$ 3,852.73 |

**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)

**Objection Deadline: June 19, 2018 at
4:00 p.m. (ET)**

NOTICE OF APPLICATION

TO: (I) THE DEBTORS; (II) COUNSEL FOR THE DIP LENDER, (III) COUNSEL FOR THE COMMITTEE, (IV) THE SECURITIES AND EXCHANGE COMMISSION, (V) THE FEE EXAMINER, (VI) OFFICE OF THE UNITED STATES TRUSTEE, AND (VII) ANY OTHER PARTY THAT HAS REQUESTED TO BE A NOTICE PARTY

The *Third Monthly Application for Compensation and Reimbursement of Expenses of Province, Inc., as Operational and Financial Advisor to the Debtors, for the Period from April 1, 2018 Through and Including April 30, 2018* (the "Application") has been filed with the Bankruptcy Court. The Application seeks allowance of monthly fees in the amount of \$200,000.00 and monthly expenses in the amount of \$3,852.73.

Objections to the Application, if any, are required to be filed on or before **June 19, 2018 at 4:00 p.m. (ET)** (the "Objection Deadline") with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801.

At the same time, you must also serve a copy of the 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,

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 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 undersigned counsel for the Debtors.

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 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, 205 E. 42nd Street, New York, New York 10017, Attn: Elise Frejka; (viii) any other party that has requested to be a Notice Party; and (ix) the United States Trustee for the District of Delaware (the "U.S. Trustee"), 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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PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THEN THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF REQUESTED INTERIM FEES AND 100% OF 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: May 30, 2018
Wilmington, Delaware

/s/ Allison S. Mielke

YOUNG CONAWAY STARGATT & TAYLOR,
LLP

Sean M. Beach (No. 4070)
Edmon L. Morton (No. 3856)
Ian J. Bambrick (No. 5455)
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-and-

KLEE, TUCHIN, BOGDANOFF & STERN LLP

Kenneth N. Klee (*pro hac vice*)
Michael L. Tuchin (*pro hac vice*)
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Counsel for the Debtors and Debtors in Possession