

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: WOODBRIDGE GROUP OF COMPANIES, LLC, et al. ¹ , <div style="text-align: right;">Debtors.</div>	Chapter 11 Case No. 17-12560 (KJC) Jointly Administered
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Objection Deadline: July 11, 2018 at 4:00 p.m.
Hearing Date: Scheduled only if Necessary

**FIFTH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT
OF EXPENSES OF BERGER SINGERMAN LLP AS SPECIAL COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS THE PERIOD FROM
MAY 1, 2018 THROUGH MAY 31, 2018**

Name of Applicant:	Berger Singerman LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	Order authorizing retention entered January 17, 2018, <i>nunc pro tunc</i> to December 26, 2017
Period for which Compensation and Reimbursement is Sought:	May 1, 2018 through May 31, 2018
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$7,237.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 55.00

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

The total time expended for fee application preparation is approximately 1.70 hours and the corresponding compensation requested is approximately \$537.00.

¹ The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. The 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 noticing and claims agent at www.gardencitygroup.com/cases/WGC.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
02/23/18	December 26, 2017 – January 31, 2018	\$59,424.50	\$1,172.34	Pending	Pending
04/13/18	February 1, 2018 – February 28, 2018	\$36,217.00	\$363.83	Pending	Pending
05/23/18	March 1, 2018 – March 31, 2018	\$17,345.00	\$75.70	Pending	Pending
06/08/18	April 1, 2018 – April 30, 2018	\$11,986.00	\$71.25	Pending	Pending

BERGER SINGERMAN LLP'S PROFESSIONALS

Name of Professional Person	Initials of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice	Hourly Billing Rate (including Changes)	Total Hours Billed	Total Compensation
Paul Steven Singerman	PSS	Partner 1997; Member of FL Bar 1983	\$695.00	.10	\$69.50
Ilyse M. Homer	IMH	Partner 2011; Member of FL Bar 1989	\$545.00	3.40	\$1,853.00
Gavin C. Gaukroger	GCG	Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006	\$455.00	11.10	\$5,050.50
Kerry L. Burns	KLB	Paralegal, 17 Years	\$240.00	1.10	\$264.00

Grand Total: \$7,237.00
Total Hours: 15.70
Blended Rate: \$ 460.96

COMPENSATION BY PROJECT CATEGORY

Project Categories	Total Hours	Total Fees
Meeting of Creditors/Committees (Activity Code 503)	7.90	\$3,720.50
Fee/Employment Application (Activity Code 507)	1.70	\$537.00
Litigation Consulting (Activity Code 527)	6.10	\$2,979.50
Grand Total	15.70	\$7,237.00

EXPENSE SUMMARY

Expense Category	Service Provider² (if applicable)	Total Expenses
PACER Usage		\$54.60
Long Distance Telephone	AT&T	\$.40
Total		\$55.00

² Berger Singerman LLP may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

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: July 11, 2018 at 4:00 p.m.
Hearing Date: Scheduled only if Necessary

**FIFTH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT
OF EXPENSES OF BERGER SINGERMAN LLP AS SPECIAL COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS THE
PERIOD FROM MAY 1, 2018 THROUGH MAY 31, 2018**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses For Retained Professionals* signed on January 9, 2018 (the “Compensation Order”), Berger Singerman LLP (“Berger Singerman” or the “Firm”), special counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits its *Fifth Monthly Application for Compensation and Reimbursement of Expenses for the Period from May 1, 2018 through May 31, 2018* (the “Application”).

By this Application, Berger Singerman seeks a monthly interim allowance of compensation in the amount of \$7,237.00 and actual and necessary expenses in the amount of

¹ The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. The 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 noticing and claims agent at www.gardencitygroup.com/cases/WGC.

\$55.00 for a total allowance of \$7,292.00 and payment of \$5,789.60 (80% of the allowed fees) and reimbursement of \$55.00 (100% of the allowed expenses) for a total payment of \$5,844.60 for the period May 1, 2018 through May 31, 2018 (the “Interim Period”). In support of this Application, Berger Singerman respectfully represents as follows:

Background

1. On December 4, 2017 (the “Petition Date”), the Debtors each filed a voluntary petition with this Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Cases.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. On December 14, 2018, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Committee (Docket No. 79), as subsequently amended on April 3, 2018 (Docket No. 883). The members appointed to the Committee are: (i) G3 Group LA, Inc.; (ii) Lynn Myrick; and (iii) John J. O’Neill.

4. On January 9, 2018, the Court signed the Compensation Order, authorizing estate professionals (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Compensation Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within twenty (20) days after service of the monthly fee application, the Debtors are authorized to pay the Professional eighty percent (80%) of the

requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending February 28, 2018, and continuing at the conclusion of each three-month period thereafter, each Professional shall file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of Berger Singerman, as special counsel to the Committee, was approved effective as of December 26, 2017, by this Court's *Order Pursuant to Sections 328(a) and 1103 of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 Authorizing the Employment and Retention of Berger Singerman LLP as Special Counsel for the Official Committee of Unsecured Creditors, Nunc Pro Tunc to December 26, 2017*, signed on January 18, 2018 (the "Retention Order"). The Retention Order authorized Berger Singerman to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

**BERGER SINGERMAN'S APPLICATION FOR COMPENSATION AND
FOR REIMBURSEMENT OF EXPENSES**

Compensation Paid and Its Source

6. All services for which Berger Singerman requests compensation were performed for or on behalf of the Committee. Berger Singerman has received no payment and no promises for payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Berger Singerman and any other person other than the partners of Berger Singerman for the sharing of compensation to be received for

services rendered in these cases. Berger Singerman has not received a retainer in these cases.

Fee Statements

7. The fee statements for the Interim Period are attached hereto as **Exhibit A**. These statements contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of Berger Singerman's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. Berger Singerman's time reports are initially handwritten or typed by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. Berger Singerman is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. Berger Singerman's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code.

Actual and Necessary Expenses

8. A summary of actual and necessary expenses incurred by Berger Singerman for the Interim Period is attached hereto as part of **Exhibit A**. Berger Singerman has charged \$0.10 per page for photocopying expenses related to these cases. Berger Singerman's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. Berger Singerman captures photocopies as they occur, and they are imported into Berger Singerman's accounting software on a daily basis.

9. With respect to providers of on-line legal research services (i.e., LEXIS

and WESTLAW), Berger Singerman charges the standard usage rates these providers charge for computerized legal research. Berger Singerman bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by Berger Singerman is passed on to the client.

10. Berger Singerman believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, Berger Singerman believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

11. The names of the timekeepers of Berger Singerman who have rendered professional services in these cases during the Interim Period are set forth in the attached **Exhibit A**. Berger Singerman, by and through such persons, prepared for and attended multiple Committee and professional strategy teleconferences with the Committee's general counsel and the professionals of FTI Consulting, to discuss the status of sales of real properties owned by the Debtors and prospective sales of properties, the liquidity facility, the Debtors' plan and disclosure statement, issues pertaining to objections to claims, and pending motions and settlement issues. In addition, Berger Singerman's professionals responded to inquiries from creditors regarding issues pertaining to claims, the status of the Debtors' chapter 11 cases and sales of properties. Berger Singerman's professionals prepared for and attended a status conference in Miami, Florida on May 16, 2018, in the *Securities and Exchange Commission v. Robert H. Shapiro, et al.* action pending in the United States District Court for the Southern

District of Florida, Case No. 17-24624-Civ-Cooke (the “SEC Action”) and prepared an extensive memorandum to the Committee’s general counsel following that status conference. Berger Singerman’s professionals reviewed and analyzed pleadings filed in the Debtors’ cases, including a motion to terminate exclusivity filed by certain noteholders, and reviewed recently filed motions and minutes from prior Committee meetings. In addition, Berger Singerman’s professionals prepared Berger Singerman’s fourth monthly interim application for compensation and reimbursement of expenses, as required by the Compensation Order, and a supplement to Berger Singerman’s first monthly fee statement.

Summary of Services by Project

12. The services rendered by Berger Singerman during the Interim Period can be grouped into the categories set forth below. Berger Singerman attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. **Exhibit A** identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Meetings of Creditors/Committees

13. During the Interim Period, the Firm prepared for and attended multiple strategy conferences with general counsel for the Committee, professionals of FTI Consulting, and members of the Committee, to discuss various issues, including, but not limited to, the status

of property sales and prospective sales, motions filed by Contrarian Funds, LLC, issues pertaining to discovery, objections to certain claims, the request to terminate exclusivity, the Debtors' prospective plan and disclosure statement, the Debtors' business plan, the status of the liquidity facility, and issues pertaining to the status of a settlement.

Fees: \$3,720.00

Hours: 7.90

B. Fee/Employment Application

14. Time billed to this category relates to the preparation of Berger Singerman's third and fourth monthly interim applications for compensation and reimbursement of expenses, as well as the preparation of notice of filing relating to the supplementing of time entries as set forth in Berger Singerman's first monthly fee statement.

Fees: \$537.00

Hours: 1.70

C. Litigation Consulting

15. Time billed to this category relates to reviewing and responding to inquiries from claimants regarding the status of sales of the Debtors' properties and the claims process. Berger Singerman's professionals reviewed recently filed pleadings, conducted conferences with various creditors, and prepared for and attended a status conference on May 16, 2018, in the SEC Action (as defined above). The Firm's professionals prepared an extensive memorandum to the Committee's general counsel regarding the status of the SEC Action, upcoming deadlines and related issues regarding the potential appointment of a Court-appointed receiver in the SEC Action. The Firm reviewed and analyzed various motions, including a motion to terminate exclusivity, and analyzed summaries of meetings of the Committee and professionals.

Fees: \$2,979.50

Hours: 6.10

Valuation of Services

16. Attorneys and paraprofessionals of Berger Singerman expended a total **15.70** hours in connection with their representation of the Committee during the Interim Period, as follows:

Name of Professional Person	Initials of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice	Hourly Billing Rate (including Changes)	Total Hours Billed	Total Compensation
Paul Steven Singerman	PSS	Partner 1997; Member of FL Bar 1983	\$695.00	.10	\$69.50
Ilyse M. Homer	IMH	Partner 2011; Member of FL Bar 1989	\$545.00	3.40	\$1,853.00
Gavin C. Gaukroger	GCG	Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006	\$455.00	11.10	\$5,050.50
Kerry L. Burns	KLB	Paralegal, 17 Years	\$240.00	1.10	\$264.00

Grand Total: \$7,237.00
Total Hours: 15.70
Blended Rate: \$ 460.96

17. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are Berger Singerman's normal hourly rates for work of this character. The reasonable value of the services rendered by Berger Singerman for the Committee during the Interim Period is \$7,237.00.

18. In accordance with the factors enumerated in section 330 of the

Bankruptcy Code, it is respectfully submitted that the amount requested by Berger Singerman is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, Berger Singerman has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

WHEREFORE, Berger Singerman respectfully requests that, for the period May 1, 2018 through May 31, 2018, an interim allowance be made to Berger Singerman for compensation in the of \$7,237.00 and actual and necessary expenses in the amount of \$55.00 for a total allowance of \$7,292.00 and payment of \$5,789.60 (80% of the allowed fees) and reimbursement of \$55.00 (100% of the allowed expenses) for a total payment of \$5,844.60, and for such other and further relief as this Court may deem just and proper.

Dated: June 21, 2018

BERGER SINGERMAN LLP

/s/ Paul Steven Singerman

Paul Steven Singerman (FL Bar No. 378860)

Gavin C. Gaukroger (FL Bar No. 76489)

1450 Brickell Avenue, Suite 1900

Miami, FL 33131

Telephone: (305) 755-9500

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*Special Counsel to the Official Committee of
Unsecured Creditors*

DECLARATION

STATE OF FLORIDA :

:

COUNTY OF MIAMI-DADE :

Paul Steven Singerman, after being duly sworn according to law, deposes and says:

a) Through my professional association, I am a partner with the applicant law firm Berger Singerman LLP, and the Firm's retention as special counsel to the Committee has been approved by the Court.

b) I am familiar with many of the legal services rendered by Berger Singerman LLP as special counsel to the Committee.

c) I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Compensation Order signed on January 9, 2018, and submit that the Application substantially complies with such Rule and Order.

/s/ Paul Steven Singerman
Paul Steven Singerman

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
WOODBIDGE GROUP OF COMPANIES, LLC,)	Case No. 17-12560 (KJC)
<i>et al.</i> , ¹)	
)	(Jointly Administered)
Debtors.)	

Objection Deadline: July 11, 2018 at 4:00 p.m.
Hearing Date: Scheduled only if Necessary

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that on June 21, 2018, Berger Singerman LLP, special counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), filed the *Fifth Monthly Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP, as Special Counsel to the Official Committee of Unsecured Creditors for the Period from May 1, 2018 through May 31, 2018* (the “Application”), with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$7,237.00, and reimbursement for actual and necessary expenses in the amount of \$55.00. A copy of the Application is attached hereto.

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

PLEASE TAKE FURTHER NOTICE that any response or objection to Application must be in writing and must be filed with the Clerk of the Bankruptcy Court on or before **July 11, 2018, at 4:00 p.m. (Eastern time)**.

The Application is submitted pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on January 9, 2018 [Docket No. 261] (the "Administrative Order"), as modified by the *Order Approving Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals*, entered on February 8, 2018 [Docket No. 525] (the "Fee Examiner Order").

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtors, c/o Development Specialists, Inc., 333 South Grand Avenue, Suite 4070, Los Angeles, CA 90071, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, CA 90067, Attn: Michael L. Tuchin, Esq. and David A. Fidler, Esq. and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, DE 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. and Richards Layton & Finger P.A., One Rodney Square, 920 North King Street, Wilmington DE 19801, Attn: John H. Knight, 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) counsel for the Unitholders Committee, Venable LLP, 1270 Avenue of the Americas, New York, NY 10020, Attn: Jeffrey S. Sabin, Esq. and 1201 N. Market Street, Suite 1400, Wilmington, DE 19801, Attn: Jamie L. Edmonson, Esq. (vi) counsel to the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Steven K. Kortanek, Esq. and Patrick A. Jackson, Esq.; (vii) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite

900, Atlanta, GA 30326, Attn: David Baddley, Esq.; and (viii) the Fee Examiner, Frejka PLLC, 135 East 57th Street, 6th Floor, New York, NY 10022, Attn: Elise S. Frejka, Esq.; and (ix) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION MAY BE PAID PURSUANT TO THE ADMINISTRATIVE ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.

IF A TIMELY OBJECTION IS FILED AND SERVED, THEN PAYMENT WILL BE MADE ACCORDING TO THE PROCEDURES SET FORTH IN THE ADMINISTRATIVE ORDER.

A HEARING ON THE APPLICATION WILL BE HELD ONLY IF
OBJECTIONS OR RESPONSES ARE TIMELY FILED.

Dated: June 21, 2018

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Richard M. Pachulski (CA Bar No. 90073)

James I. Stang (CA Bar No. 94435)

Jeffrey N. Pomerantz (CA Bar No. 143717)

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*Counsel for the Official Committee of Unsecured
Creditors*

EXHIBIT “A”

 **BERGER SINGERMAN**
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 EIN# 45-3121429

Statement as of May 31, 2018
 Statement No. 201452

UNSECURED COMMITTEE OF CREDITORS OF WOODBRIDGE GROUP OF COMPANIES, LLC

25059.0001 SPECIAL COUNSEL TO THE UNSECURED COMMITTEE OF CREDITORS OF WOODBRIDGE GROUP OF COMPANIES, LLC	Current Fees:	0.00
	Current Expenses:	55.00
25059.0503 MEETING OF CREDITORS/COMMITTEES	Current Fees:	3,720.50
	Current Expenses:	0.00
25059.0507 FEE/EMPLOYMENT APPLICATION	Current Fees:	537.00
	Current Expenses:	0.00
25059.0527 LITIGATION CONSULTING	Current Fees:	2,979.50
	Current Expenses:	0.00
	Total Current Fees:	<u>7,237.00</u>
	Total Current Expenses:	55.00
	Total Current Billing:	7,292.00
	Credits Applied:	(0.00)
	Previous Balance Due:	<u>48,606.49</u>
	Total Due:	55,898.49

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 2

MATTER ID: 25059-0001



UNSECURED COMMITTEE OF CREDITORS OF
 WOODBRIDGE GROUP OF COMPANIES, LLC

INVOICE DATE:06/15/18
 INVOICE NO. 201452

SPECIAL COUNSEL TO THE UNSECURED COMMITTEE OF CREDITORS
 OF WOODBRIDGE GROUP OF COMPANIES, LLC

MATTER ID: 25059-0001

EXPENSES

05/16/18	17727748697; 8 MINS.	1.00	0.40
	LONG DISTANCE CHARGE		0.40
05/01/18	PACER USAGE CHARGE	8.00	0.80
05/01/18	PACER USAGE CHARGE	9.00	0.90
05/02/18	PACER USAGE CHARGE	8.00	0.80
05/02/18	PACER USAGE CHARGE	9.00	0.90
05/03/18	PACER USAGE CHARGE	6.00	0.60
05/03/18	PACER USAGE CHARGE	9.00	0.90
05/04/18	PACER USAGE CHARGE	6.00	0.60
05/04/18	PACER USAGE CHARGE	9.00	0.90
05/05/18	PACER USAGE CHARGE	8.00	0.80
05/05/18	PACER USAGE CHARGE	9.00	0.90
05/06/18	PACER USAGE CHARGE	8.00	0.80
05/06/18	PACER USAGE CHARGE	9.00	0.90
05/07/18	PACER USAGE CHARGE	6.00	0.60
05/07/18	PACER USAGE CHARGE	9.00	0.90
05/08/18	PACER USAGE CHARGE	6.00	0.60
05/08/18	PACER USAGE CHARGE	9.00	0.90
05/09/18	PACER USAGE CHARGE	8.00	0.80
05/09/18	PACER USAGE CHARGE	9.00	0.90
05/10/18	PACER USAGE CHARGE	10.00	1.00
05/10/18	PACER USAGE CHARGE	9.00	0.90
05/11/18	PACER USAGE CHARGE	6.00	0.60
05/11/18	PACER USAGE CHARGE	9.00	0.90
05/12/18	PACER USAGE CHARGE	8.00	0.80
05/12/18	PACER USAGE CHARGE	9.00	0.90
05/13/18	PACER USAGE CHARGE	6.00	0.60
05/13/18	PACER USAGE CHARGE	9.00	0.90
05/14/18	PACER USAGE CHARGE	8.00	0.80
05/14/18	PACER USAGE CHARGE	9.00	0.90
05/15/18	PACER USAGE CHARGE	12.00	1.20
05/15/18	PACER USAGE CHARGE	9.00	0.90

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 3

MATTER ID: 25059-0001

05/16/18	PACER USAGE CHARGE	27.00	2.70
05/16/18	PACER USAGE CHARGE	8.00	0.80
05/16/18	PACER USAGE CHARGE	9.00	0.90
05/17/18	PACER USAGE CHARGE	8.00	0.80
05/17/18	PACER USAGE CHARGE	9.00	0.90
05/18/18	PACER USAGE CHARGE	8.00	0.80
05/18/18	PACER USAGE CHARGE	9.00	0.90
05/19/18	PACER USAGE CHARGE	12.00	1.20
05/19/18	PACER USAGE CHARGE	9.00	0.90
05/20/18	PACER USAGE CHARGE	6.00	0.60
05/20/18	PACER USAGE CHARGE	9.00	0.90
05/21/18	PACER USAGE CHARGE	4.00	0.40
05/21/18	PACER USAGE CHARGE	9.00	0.90
05/22/18	PACER USAGE CHARGE	8.00	0.80
05/22/18	PACER USAGE CHARGE	9.00	0.90
05/23/18	PACER USAGE CHARGE	10.00	1.00
05/23/18	PACER USAGE CHARGE	9.00	0.90
05/24/18	PACER USAGE CHARGE	8.00	0.80
05/24/18	PACER USAGE CHARGE	9.00	0.90
05/25/18	PACER USAGE CHARGE	6.00	0.60
05/25/18	PACER USAGE CHARGE	9.00	0.90
05/26/18	PACER USAGE CHARGE	8.00	0.80
05/26/18	PACER USAGE CHARGE	9.00	0.90
05/27/18	PACER USAGE CHARGE	8.00	0.80
05/27/18	PACER USAGE CHARGE	9.00	0.90
05/28/18	PACER USAGE CHARGE	8.00	0.80
05/28/18	PACER USAGE CHARGE	9.00	0.90
05/29/18	PACER USAGE CHARGE	8.00	0.80
05/29/18	PACER USAGE CHARGE	9.00	0.90
05/30/18	PACER USAGE CHARGE	8.00	0.80
05/30/18	PACER USAGE CHARGE	9.00	0.90
05/31/18	PACER USAGE CHARGE	8.00	0.80
05/31/18	PACER USAGE CHARGE	9.00	0.90

PACER CHARGE		54.60	
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SUB-TOTAL		<u>55.00</u>	
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UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0503

 **BERGER SINGERMAN**
 350 E. LAS OLAS BLVD. SUITE 1000
 FORT LAUDERDALE, FLORIDA 33301
 T: (954) 525-9900 F: (954) 523-2872
WWW.BERGERSINGERMAN.COM
 EIN# 45-3121429

UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIDGE GROUP OF COMPANIES, LLCINVOICE DATE:06/15/18
INVOICE NO. 201452

MEETING OF CREDITORS/COMMITTEES

MATTER ID: 25059-0503

PROFESSIONAL FEES RENDERED THROUGH 05/31/18			HOURS
05/03/18	GCG	ATTEND STRATEGY CONFERENCE LED BY RICH PACHULSKI REGARDING PROPERTY SALES, HEARING UPDATES AND AGENDA FOR UPCOMING COMMITTEE CALL, WITH UPDATES FROM CYNTHIA NELSON FROM FTI REGARDING THE LIQUIDITY FACILITY AND COLIN ROBINSON REGARDING J. SARACHEK	0.70
05/04/18	GCG	ATTEND STRATEGY CONFERENCE WITH RICH PACHULSKI, CYNTHIA NELSON, AND OTHER PROFESSIONALS FROM PACHULSKI STANG AND FTI REGARDING CONTRARIAN'S MOTION AND THE HEARING AND ORDER TO PERMIT DISCOVERY, THE STATUS OF THE SARACHEK SETTLEMENT, THE PROSPECTIVE PLAN AND DISCLOSURE STATEMENT, AND STATUS ON SALES OF WOODBRIDGE PROPERTIES WITH MEMBERS OF THE COMMITTEE INCLUDING G3, JON O'NEILL, AND LYNN MYRICK	0.80
05/07/18	GCG	PREPARE FOR (.1) AND ATTEND PROFESSIONALS STRATEGY CALL WITH PACHULSKI'S RICH PACHULSKI, COLIN ROBINSON, ETC. AND CYNTHIA NELSON AND GREG G. OF FTI (.4)	0.50
05/11/18	GCG	ATTEND COMMITTEE TELECONFERENCE REGARDING STATUS OF LIQUIDITY FACILITY, PROPERTY SALES AND PROSPECTIVE SALES, AND PLAN/DISCLOSURE STATEMENT STATUS	1.20
05/14/18	GCG	ATTEND STRATEGY CONFERENCE WITH R. PACHULSKI AND J. FRIED FROM PACHULSKI AND WITH CYNTHIA AND GREG FROM FTI REGARDING STATUS OF PROPERTY SALES, CONTRARIAN MOTION, AND PLAN AND DISCLOSURE STATEMENT	0.50
05/21/18	GCG	ATTEND STRATEGY CONFERENCE WITH PACHULSKI TEAM AND FTI TEAM REGARDING	0.40

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0503

		PENDING PROPERTY SALES, MOTIONS FILED IN THE BANKRUPTCY COURT, AND PLANNING FOR THE COMMITTEE MEETING	
05/23/18	IMH	PREPARE FOR AND PARTICIPATE IN COMMITTEE CALL REGARDING TERMINATION OF EXCLUSIVITY, STATUS OF PLAN AND DISCLOSURE STATEMENT, STATUS OF CLAIMS OBJECTIONS	1.40
05/29/18	GCG	PROFESSIONALS PRE-COMMITTEE CALL REGARDING LIQUIDITY FACILITY, SALES AND REAL ESTATE ISSUES, PLAN AND DISCLOSURE STATEMENT ISSUES, AND THE DEBTORS' BUSINESS PLAN WITH RICH PACHULSKI, COLIN ROBINSON, JOSH FRIED, FROM PACHULSKI AND MARY ANN, CYNTHIA NELSON, AND GREG GODHART FROM FTI	1.00
05/30/18	GCG	ATTEND COMMITTEE CONFERENCE CALL REGARDING PROPERTY SALES STATUS, LIQUIDITY FACILITY ISSUES, CONTRARIAN CLAIMS OBJECTION, AND PLAN AND DISCLOSURE ISSUES LED BY RICH PACHULSKI AND CYNTHIA NELSON FROM FTI (1.2); REVIEW AND ANALYZE WEEKLY SUMMARY MEMO PREPARED BY PACHULSKI TEAM FOR THE COMMITTEE (.2)	1.40

SUB-TOTAL FEES: 7.90 3,720.50

RATE SUMMARY

Gavin Gaukroger	6.50	HOURS	455.00/HR	2,957.50
Ilyse M. Homer	1.40	HOURS	545.00/HR	763.00
TOTAL	<u>7.90</u>			

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0507

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UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIDGE GROUP OF COMPANIES, LLC

INVOICE DATE:06/15/18
INVOICE NO. 201452

FEE/EMPLOYMENT APPLICATION

MATTER ID: 25059-0507

PROFESSIONAL FEES RENDERED THROUGH 05/31/18			HOURS	
05/07/18	KLB	FINALIZE THIRD MONTHLY FEE APPLICATION OF BERGER SINGERMAN (.1); EMAIL TO C. ROBINSON AND P. JEFFRIES AND EMAIL FROM C. ROBINSON REGARDING FILING OF THIRD MONTHLY FEE APPLICATION OF BERGER SINGERMAN (.1)	0.20	
05/07/18	GCG	FOLLOW UP DISCUSSION WITH K. BURNS REGARDING INQUIRY FROM COLIN R. REGARDING FEE APPLICATION (.1)	0.10	
05/14/18	KLB	PREPARE NOTICE OF FILING SUPPLEMENT TO FIRST MONTHLY FEE STATEMENT (.4); EMAILS TO P. SINGERMAN AND G. GAUKROGER AND EMAILS FROM G. GAUKROGER REGARDING REVIEW AND FILING (.1)	0.50	
05/14/18	KLB	REDACT REVISED TIME ENTRIES IN WOODBRIDGE FEE ENTRIES FOR FILING WITH COURT WITH NOTICE OF FILING SUPPLEMENT TO FIRST MONTHLY FEE STATEMENT (1.1, NO CHARGE)	0.00	N/C
05/14/18	KLB	PREPARATION OF FOURTH MONTHLY FEE STATEMENT OF BERGER SINGERMAN	0.40	
05/18/18	GCG	REVIEW AND ANALYZE DRAFT NOTICE OF SUPPLEMENT TO FIRST FEE APPLICATION TO REFLECT CHANGES REQUESTED BY THE FEE EXAMINER	0.50	
SUB-TOTAL FEES:			1.70	<u>537.00</u>

RATE SUMMARY

Kerry L. Burns	1.10	HOURS	240.00/HR	264.00
Gavin Gaukroger	0.60	HOURS	455.00/HR	273.00
TOTAL	<u>1.70</u>			

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0527

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 EIN# 45-3121429

UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIDGE GROUP OF COMPANIES, LLCINVOICE DATE:06/15/18
INVOICE NO. 201452

LITIGATION CONSULTING

MATTER ID: 25059-0527

PROFESSIONAL FEES RENDERED THROUGH 05/31/18			HOURS
05/08/18	IMH	DISCUSSION WITH C LAMBERT REGARDING CLAIM, STATUS OF SALES (.3); REVIEW RECENT DOCKET AND MINUTES FROM PREVIOUS TWO MEETINGS REGARDING 5/8/18 COMMITTEE CALL (.9)	1.20
05/08/18	PSS	EMAIL TO G. GAUKROGER REGARDING UPCOMING HEARING IN FED DISTRICT COURT IN SHAPIRO LITIGATION AND COVERAGE	0.10
05/11/18	GCG	CONFIRM STATUS CONFERENCE AND COVERAGE FOR THE STATUS CONFERENCE IN THE SEC ACTION IN MIAMI FL	0.20
05/16/18	IMH	DISCUSSION WITH KLAUS GERSDORF (INTERESTED PARTY) REGARDING STATUS OF CASE, UPDATE ON CLAIMS PROCESS (.2); REVIEW RECENT PLEADINGS REGARDING SAME (.2); DISCUSSION WITH BARBARA SMITH (CREDITOR) REGARDING SUBMISSION OF PROOF OF CLAIM (.2); TELEPHONE CONFERENCE WITH R VINSON REGARDING CLAIMS PROCESS (.2)	0.80
05/16/18	GCG	TRAVEL TO/FROM US DISTRICT COURT FOR THE SOUTHERN DISTRICT OF FLORIDA IN MIAMI (1.5; REFLECTS 50% REDUCTION) FOR STATUS CONFERENCE IN SEC V. SHAPIRO ET AL.; ATTEND STATUS CONFERENCE IN SEC V SHAPIRO U.S. DISTRICT COURT CASE (1.2)	2.70
05/17/18	GCG	DRAFT EXTENSIVE MEMO TO THE PACHULSKI TEAM AND P. SINGERMAN REGARDING THE STATUS OF THE SEC ACTION, DEADLINES, AND RELATED ISSUES REGARDING THE POTENTIAL APPOINTMENT OF A COURT-APPOINTED RECEIVER IN LIGHT OF THE STATED SETTLEMENT AS TO LIABILITY	0.40
05/21/18	GCG	REVIEW AND ANALYZE MOTION TO TERMINATE EXCLUSIVITY FILED BY ATTORNEY J. SARACHEK	0.40

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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05/23/18	GCG	AND THE ROSNER LAW FIRM REVIEW AND ANALYZE AGENDA FOR COMMITTEE MEETING (.1); REVIEW AND ANALYZE SUMMARY OF COMMITTEE MEETING FROM I. HOMER (.1); CONFER WITH I. HOMER REGARDING SPECIFIC ISSUES (.1)	0.30
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SUB-TOTAL FEES:	6.10	2,979.50
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RATE SUMMARY

Gavin Gaukroger	4.00	HOURS	455.00/HR	1,820.00
Ilyse M. Homer	2.00	HOURS	545.00/HR	1,090.00
Paul Singerman	0.10	HOURS	695.00/HR	69.50
TOTAL	6.10			

TOTAL CURRENT BILLING:	7,292.00
CREDITS APPLIED:	(0.00)
PREVIOUS BALANCE DUE:	48,606.49

TOTAL DUE:	55,898.49
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PAYMENT DUE UPON RECEIPT. PLEASE NOTE ACCOUNT NUMBER ON CHECK.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
WOODBIDGE GROUP OF COMPANIES, LLC,)	Case No. 17-12560 (KJC)
<i>et al.</i> , ¹)	
)	(Jointly Administered)
Debtors.)	

CERTIFICATE OF SERVICE

I, Colin R. Robinson, hereby certify that on the 21st day of June, 2018, I caused a copy of the following to be served on the attached service list in the manner indicated.

- Notice of Filing of Fee Application; and
- Fifth Monthly Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP, as Special Counsel to the Official Committee of Unsecured Creditors for the Period from May 1, 2018 through May 31, 2018; Exhibit A.

/s/ Colin R. Robinson
Colin R. Robinson (DE Bar No. 5524)

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

Woodbridge Grp.
Fee App Notice Parties Service List
Case No. 17-12560 (KJC)
Document No. 218129
11 - First Class Mail

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