

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re WOODBRIIDGE GROUP OF COMPANIES, LLC, <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 17-12560 (KJC) (Jointly Administered) Objection Deadline: July 11, 2018 at 4:00 p.m. (ET)
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**SUMMARY OF FOURTH MONTHLY APPLICATION OF KLEE, TUCHIN,
BOGDANOFF & STERN LLP, AS COUNSEL FOR THE DEBTORS AND DEBTORS IN
POSSESSION, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD MAY 1, 2018 THROUGH MAY 31, 2018**

Name of Applicant: Klee, Tuchin, Bogdanoff & Stern LLP

Authorized to Provide Professional Services to: Woodbridge Group of Companies, LLC, *et al.*

Date of Retention: March 16, 2018
Nunc Pro Tunc to February 14, 2018

Period for which compensation and reimbursement are sought: May 1, 2018 through May 31, 2018

Amount of compensation billed as actual, reasonable, and necessary: \$943,805.50 (net of \$32,612.50 transition reduction)²

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$4,327.47

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 proposed undersigned counsel for the Debtors.

² As discussed in the Application, KTB&S has further reduced its request for payment in light of KTB&S's agreement to accept, as calculated for the entirety of the cases (as opposed to on a month-by-month basis), the lesser of (x) its actual billed hourly rates and (y) a blended rate of \$850 per hour for attorney time. Accordingly, although KTB&S seeks allowance of its fees at its actual rates, KTB&S seeks payment at this time only of 80% of its fees as calculated pursuant to the \$850 per hour cap—or, 80% of \$858,462.50, which results in a request for payment of fees of \$686,770.00.

Total fees and expenses sought as actual, reasonable, and necessary: \$948,132.97

Total amount of present payment sought (80% of **capped** fees and 100% of expenses): \$691,097.47

This is a(n): X monthly ___ interim ___ final application.

The total time expended for fee application preparation is 10.60 hours and the corresponding compensation request is \$6,662.00 (\$7,965.00 at the \$850 per hour rate).

Prior Applications:

Date Filed Docket No.	Period Covered	Requested		CNO Docket No.	Approved to be Paid (per \$850/hour Cap)	
		Fees Requested	Expenses Requested		Fees	Expenses
03/23/2018 Dkt. No. 815	02/14/2018- 02/28/2018	\$638,555.50	\$3,574.59	1261	\$461,358.00	\$3,574.59
04/17/2018 Dkt. No. 1583	03/01/2018- 03/31/2018	\$1,204,544.00	\$21,531.08	1727	\$856,662.00	\$21,531.08
05/24/2018 Dkt. No. 1860	04/01/2018- 04/30/2018	\$798,797.50	\$11,862.40	1978	\$582,118.00	\$11,862.40

Timekeeper Totals
May 1, 2018 through May 31, 2018

Name of Professional Person	Initials of Professional Used in the Application for the Professional Person	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 Billed Hours	Total Compensation
Kenneth N. Klee	KNK	Joined firm as a Partner in 1999. Member of the CA Bar since 1975. Corporate Restructuring.	\$1,475.00	6.30	\$9,292.50
David M. Stern	DMS	Joined firm as a Partner in 2000. Member of CA Bar since 1975. Litigation.	\$1,245.00	79.90	\$99,475.50
Michael L. Tuchin	MLT	Joined firm as a Partner in 1999. Member of the CA Bar since 1990. Corporate Restructuring.	\$1,245.00	124.20	\$154,629.00
David A. Fidler	DAF	Partner since 2003. Joined firm as an Associate in 1999. Member of the CA Bar since 1998. Corporate Restructuring.	\$1,075.00	183.60	\$197,370.00
Robert J. Pfister	RJP	Partner since 2011. Joined firm as Senior Counsel in 2010. Member of the CA Bar since 2006, CT Bar since 2001, IN Bar since 2002, and NY Bar since 2003. Litigation.	\$995.00	121.50	\$120,892.50.
David M. Guess	DMG	Partner since 2011. Joined firm as an Associate in 2007. Member of the CA Bar since 2005. Corporate Restructuring.	\$895.00	25.80	\$23,091.00
Whitman L. Holt	WLH	Joined firm as a Partner in 2010. Member of CA Bar since 2005. Corporate Restructuring.	\$895.00	73.90	\$66,140.50
Maria Sountas-Argiropoulos	MSA	Joined firm as a Partner in 2013. Member of the CA Bar since 2008, and the Law Society of Upper Canada since 2006. Corporate.	\$895.00	6.10	\$5,459.50
Julian I. Gurule	JIG	Joined firm as Of Counsel in 2016. Member of the CA Bar since 2007. Corporate Restructuring.	\$825.00	32.50	\$26,812.50

Name of Professional Person	Initials of Professional Used in the Application for the Professional Person	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 Billed Hours	Total Compensation
Justin D. Yi	JDY	Joined firm as a Partner in 2015. Member of the CA Bar since 2011. Corporate.	\$750.00	9.70	\$7,275.00
Jonathan M. Weiss	JMW	Partner since 2016. Joined firm as an Associate in 2011. Member of the CA Bar since 2011. Corporate Restructuring.	\$725.00	195.90	\$142,027.50
Samuel M. Kidder	SMK	Joined firm as an Associate in 2018. Member of the CA Bar since 2012. Corporate Restructuring.	\$675.00	82.70	\$55,822.50
Robert J. Smith	RJS	Joined firm as an Associate in 2015. Member of the CA Bar since 2013. Corporate.	\$600.00	36.80	\$22,080.00
Sasha M. Gurvitz	SMG	Joined firm as an Associate in 2014. Member of the CA Bar since 2014. Corporate Restructuring.	\$625.00	57.60	\$36,000.00
Shanda D. Pearson	SDP	Paralegal	\$375.00	19.60	\$7,350.00
Stefan C. Love	SCL	Summer Law Clerk	\$250.00	10.80	\$2,700.00
Grand Total:				1,066.90	\$976,418.00
Actual Blended Rate (Before Transition Discount):			\$915.19		
Actual Attorney Blended Rate (Before Transition Discount):			\$932.34		
Total Attorney Fees Assuming \$850.00 Attorney Blended Rate:					\$881,025.00
Total Fees (All Timekeepers) Assuming \$850.00 Attorney Blended Rate:					\$891,075.00
Less: \$32,612.50 Transition Discount					\$858,462.50

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
0001 – Asset Analysis and Recovery	136.60	\$125,599.50
0002 – Assumption and Rejection of Executory Contracts and Leases	5.40	\$5,157.00
0003 – Budgeting	1.70	\$1,232.50
0004 – Business Operations	1.80	\$1,892.00
0005 – Case Administration	12.40	\$6,844.00
0006 – Claims Administration & Objections	177.10	\$163,414.50
0007 – Corporate Governance & Board Matters	39.50	\$37,349.50
0008 – Court Hearing	17.60	\$16,321.00
0009 – Employee Benefits	1.20	\$1,169.00
0010 – Employment and Fee Applications	22.60	\$18,567.00
0011 – Employment and Fee Objections	0.00	\$0.00
0012 – Financing and Cash Collateral	20.60	\$20,975.00
0013 – Litigation and Adversary Proceedings	49.70	\$48,949.50
0014 – Meeting and Communications With Creditors	12.10	\$11,082.50
0015 – Non-Working Travel	8.40	\$6,950.00
0016 – Plan and Disclosure Statement	293.70	\$284,899.00
0017 – Real Estate Matters (Not Dispositions)	68.40	\$55,037.50
0018 – Relief From Stay and Adequate Protection	0.50	\$502.50
0019 – Reporting Matters	3.30	\$3,291.50
0020 – Tax	3.90	\$3,680.50
0021 – Use, Sale, and Lease of Assets (Other Than Real Property)	0.00	\$0.00
0022 – Noteholder Matters	52.30	\$39,731.50
0023 – Unitholder Matters	12.30	\$11,192.50
0024 – Real Property Dispositions	98.50	\$83,792.50
0025 – Regulatory Matters	27.30	\$28,787.50
0026 – Transition Matters	0.00	\$0.00
Total:	1,066.90	\$976,418.00

EXPENSE SUMMARY

Expense Category	Total Expenses
Court Fees	\$37.00
Delivery Services/ Messengers	\$14.66
Online Research	\$3,788.88
Other Expenses	\$29.95
Parking	\$60.00
Telephone	\$161.93
Travel	\$235.05
Total:	\$4,327.47

**UNITED STATES BANKRUPTCY COURT
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. (ET)

**FOURTH MONTHLY APPLICATION OF KLEE, TUCHIN, BOGDANOFF &
STERN LLP, COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD MAY 1, 2018 THROUGH MAY 31, 2018**

Pursuant to Bankruptcy Code section 330, Klee, Tuchin, Bogdanoff & Stern LLP (“KTB&S”), counsel to the above-captioned debtors and debtors in possession (collectively the “Debtors”), in the above-captioned jointly administered chapter 11 cases (the “Cases”), hereby submits this *Fourth Monthly Application of Klee, Tuchin, Bogdanoff & Stern LLP, Counsel to the Debtors and Debtors in Possession, for Compensation and Reimbursement of Expenses for the Period May 1, 2018 Through May 31, 2018* (the “Application”). In support of the Application, KTB&S respectfully represents as follows:

BACKGROUND

1. On December 4, 2017, approximately 270 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)

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commenced voluntary cases under chapter 11 of the Bankruptcy Code (collectively, the “Petition Dates”).

2. The Debtors are authorized to continue to operate their business and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee has been appointed in these Cases. 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”). *See* Docket No. 79.

3. On January 23, 2018, the Court held a hearing to resolve, among other matters, two motions to appoint a chapter 11 trustee, and entered an order approving the settlement reached between the Debtors and other parties in interest [Docket No. 357] (the “Settlement Order”). Attached as Exhibit 1 to the Settlement Order was a term sheet enumerating the terms of the settlement (the “Joint Resolution”). By the terms of the Joint Resolution, the Debtors’ board of managers was to be reconstituted as a three-person board (the “New Board”). Further, the Joint Resolution provided for the formation of an *ad hoc* noteholder group (the “Noteholder Group”) and an *ad hoc* unitholder group (the “Unitholder Group”).

4. On January 9, 2018, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 261] (the “Compensation Procedures Order”). Pursuant to the Compensation Procedures Order, KTB&S and other professionals retained in these Cases are authorized to file and serve on the parties identified in the Compensation Procedures Order (the “Notice Parties”) monthly applications for approval of their fees and expenses. After the expiration of a 20-day objection period, the Debtors are authorized to promptly pay eighty percent (80%) of the fees and one

hundred percent (100%) of the expenses requested in the monthly fee applications that are not subject to an objection.

5. On March 16, 2018, the Court entered its *Order, Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2014-1, Authorizing Employment and Retention of Klee, Tuchin, Bogdanoff & Stern LLP as Counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to February 14, 2018* [Docket No. 767] (the “Retention Order”). The Retention Order approved the Debtors’ application to employ and retain KTB&S as counsel *nunc pro tunc* to February 14, 2018. The Retention Order authorizes KTB&S to be compensated in accordance with, *inter alia*, Bankruptcy Code sections 330 and 331 and the Compensation Procedures Order.

**SUMMARY OF PROFESSIONAL COMPENSATION AND
REIMBURSEMENT OF EXPENSES REQUESTED**

6. By this Application, KTB&S requests approval of \$943,805.50 as compensation for professional services rendered for the Debtors from May 1, 2018 through May 31, 2018 (the “Application Period”) and \$4,327.47 as reimbursement for actual and necessary expenses incurred by KTB&S for the Debtors during the Application Period. This does not include \$20,152.00 representing 23.40 hours of work that has been written off in the exercise of billing discretion and is reflected as “No Charge” on the billing records appended hereto.

7. In light of the significant public interest implicated by these Cases and the costs of transitioning from prior counsel to KTB&S, KTB&S has made two agreements regarding its fees. First, KTB&S has agreed to provide a fee reduction of up to \$250,000 of legal fees incurred in transitioning from prior counsel (Gibson Dunn & Crutcher (“Gibson”)) to KTB&S, which reduction will be applied to each of KTB&S’s first five monthly invoices on a cumulative

basis, in the amount of up to \$50,000 per invoice.² KTB&S has billed a total of \$182,612.50 in transition time (under the \$850 per hour cap for attorney time), and has reduced previous invoices by an aggregate amount of \$150,000.00. Accordingly, KTB&S has applied a \$32,612.50 reduction to its fees, which is reflected in the amount of fees sought in this Application.

8. Second, KTB&S has agreed to cap its legal fees for the Cases at a blended rate of \$850 per hour for attorneys (not including its paralegal and summer law clerks), such that KTB&S will receive, calculated in the aggregate for the entirety of the Cases (as opposed to on a month-by-month basis), the lesser of (x) its actual billed hourly rates and (y) a blended rate of \$850 per hour.³ During the Application Period, KTB&S billed 1,036.50 hours of attorney time, with total attorney compensation of \$966,368.00—resulting in an actual blended rate of \$932.34 per hour. Accordingly, for purposes of this Application, KTB&S has re-calculated its attorney fees at a rate of \$850 per hour, resulting in total compensation as follows:

	Actual Rate	Capped Rate
Attorney Fees	\$966,368.00	\$881,025.00
Paralegal and Summer Clerk Fees	\$10,050.00	\$10,050.00
Total Before Transition Discount	\$976,418.00	\$891,075.00
Total After Transition Discount	<u>\$943,805.50</u>	<u>\$858,462.50</u>

² For example, if KTB&S incurred \$60,000 of legal fees in transition services in the first month, but only \$30,000 of legal fees for transition services in the second month, the first monthly invoice would be reduced by \$50,000 and the second monthly invoice would be reduced by \$40,000. To calculate the amount of transition fees incurred, as noted below, KTB&S maintains a separate billing code labeled “Transition Matters,” in which category it records time incurred transitioning matters from Gibson.

³ For example, (i) if KTB&S’s actual billed hourly rates for attorneys result in a blended rate of \$875 per hour for the Cases, KTB&S will reduce such blended hourly rate for attorneys to \$850 and (ii) if KTB&S’s actual billed hourly rates for attorneys result in a blended rate of \$825 per hour for the Cases, KTB&S will receive that hourly rate.

9. Because the \$850 per hour cap is to be applied to KTB&S's fees in the aggregate for the entirety of the Cases (as opposed to on a month-by-month basis), KTB&S reserves its right, in connection with any interim and/or final application for compensation, to seek to reconcile its fees in the event that KTB&S has received payment, in the aggregate, of an amount *below* the lesser of (i) KTB&S's actual billed hourly rates and (ii) a blended rate of \$850 per hour. To date, KTB&S's actual billed rates for attorney time in each month during these Cases have exceeded \$850 per hour.

10. This Application complies with Bankruptcy Code section 330, Rule 2016 of the Federal Rules of Bankruptcy Procedure, the Court's Local Rule 2016-2, the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 issued by the Executive Office for United States Trustees (the "Guidelines"), and the Compensation Procedures Order.

11. KTB&S has received no payment and no promise of payment from any source, other than the Debtors, for services rendered or to be rendered in any capacity whatsoever in connection with these Cases. There is no agreement or understanding between KTB&S and any other person, other than members of the firm, for the sharing of compensation to be received for services rendered by KTB&S in these Cases.

12. The fees charged by KTB&S in these Cases are billed in accordance with its existing billing rates and procedures in effect during the Application Period. The rates KTB&S charges for the services rendered by its attorneys, its paralegal, and its law clerks in these Cases are the same rates KTB&S charges for attorney, paralegal, and law clerk services rendered in comparable bankruptcy and non-bankruptcy related matters (other than in respect of the reductions set forth above). Such fees are reasonable and based on the customary compensation

charged by comparably skilled practitioners in comparable bankruptcy and non-bankruptcy cases in a competitive national legal market.

13. KTB&S maintains computerized records of the time spent by all KTB&S attorneys, its paralegal, and law clerks in connection with its representation of the Debtors. Annexed hereto as **Exhibit A** is a copy of KTB&S's itemized time records for attorneys, its paralegal, and law clerks who performed services for the Debtors during the Application Period. All entries itemized in KTB&S's time records comply with the requirements set forth in Local Rule 2016-2 and the Guidelines, including the use of separate work codes for different project types, as hereinafter described.

14. Attached as **Exhibit B** are KTB&S's itemized records detailing expenses incurred on behalf of the Debtors during the Application Period. All itemized expenses comply with the requirements set forth in Local Rule 2016-2 and the Guidelines.

SUMMARY OF SERVICES

15. As demonstrated by the lengthy records included in **Exhibit A**, it would be a costly and time-consuming task to describe in detail *all* of the many services that KTB&S provided to the Debtors during the Application Period. What follows, therefore, is a summary of the more significant services rendered by KTB&S during the Application Period. The summary is divided according to the subject matters (each, a "Subject Matter") used by KTB&S in categorizing its billing in these Cases.

A. Asset Analysis and Recovery – Billing Code 0001 (Total Hours: 136.60; Total Fees: \$125,599.50)

16. This Subject Matter includes matters relating to the identification, analysis, and recovery of the Debtors' assets. During the Application Period, KTB&S attorneys spent significant time analyzing potential causes of action against, among others, Comerica Bank, in

connection with the adversary proceeding commenced by Comerica against certain noteholders, and in connection with the May 15, 2018 hearing in that adversary proceeding. This analysis included substantial legal research concerning these potential causes of action, and the preparation of a comprehensive memorandum. Time in this category also involved the continued detailed analysis of the Debtors' "Riverdale" loan portfolio, including extensive analysis of documents (including title reports) and correspondence with the Debtors concerning potential recoveries on these loans.

17. This Subject Matter also included numerous additional discrete matters relating to the analysis and recovery of estate assets, including: (i) continued work to consummate a settlement regarding a disputed escrow deposit related to Debtor Kirkstead Investments, which resulted in a settlement that recovered \$650,000 for the Debtors' estates, (ii) analysis and correspondence regarding the receipt of payoff funds on the La Casa Canaveral property; (iii) analysis of pleadings and correspondence regarding the chapter 11 bankruptcy case filed by Knowles Systems, Inc., a former broker of the Debtors, and the chapter 13 bankruptcy case filed by Cassandra Johnson Landry, a guarantor of a \$227,000 loan issued by the Debtors' "Riverdale" department; and (iv) analysis of additional related entities to determine whether they should be potentially brought under the control of the New Board.

B. Assumption and Rejection of Contracts and Leases – Billing Code 0002 (Total Hours: 5.40; Total Fees: \$5,157.00)

18. This Subject Matter includes contract and lease analysis and matters relating to assumption, assumption and assignment, or rejection of executory contracts and unexpired leases. During the Application Period, KTB&S attorneys assisted the Debtors in the preparation of a motion to extend the Debtors' time to assume or reject non-residential leases of real property under Bankruptcy Code section 365(d)(4), and in the preparation of a written consent to extend

that deadline on a consensual basis on a property in Sherman Oaks, California. KTB&S also communicated with the Debtors regarding certain specific contract assumption questions.

C. Budgeting – Billing Code 0003 (Total Hours: 1.70; Total Fees: \$1,232.50)

19. Time billed to this Subject Matter was not substantial and included fees incurred in connection with preparation of budgets for KTB&S's fees and its staffing plan.

D. Business Operations – Billing Code 0004 (Total Hours: 1.80; Total Fees: \$1,892.00)

20. This Subject Matter includes general advice relating to the Debtors' business operations. Time billed to this Subject Matter was not substantial and included attention to various matters concerning the Debtors' payments to critical vendors, as well as reviewing and communicating with the Debtors regarding bank records and cash balance statements.

E. Case Administration – Billing Code 0005 (Total Hours: 12.40; Total Fees: \$6,844.00)

21. This Subject Matter includes general case administration services and other services that do not fit in any other category. During the Application Period, KTB&S attorneys spent time on matters concerning communications with stakeholders and the employment and compensation of the Debtors' ordinary course professionals. Time billed to this Subject Matter also includes analysis of docket updates and critical dates memoranda, as well as management of data room files and updating of service lists.

F. Claims Administration and Objections – Billing Code 0006 (Total Hours: 177.10; Total Fees: \$163,414.50)

22. This Subject Matter includes bar date matters, claims objections and related contested matters, and other claims administration activities. During the Application Period, KTB&S attorneys spent time communicating with other parties concerning the bar dates in these Cases. KTB&S attorneys also spent time in this Subject Matter assessing specific claims and

types of claims, including analysis of certain claims in respect of mechanic's liens (and related research), and significant research regarding the treatment of certain claims for indemnification.

23. Another substantial project included in this category involved the motion filed by Contrarian Funds, LLC to acquire note claims against the Debtors. *See* Docket No. 890. In addition to that substantive motion, Contrarian also filed a motion to quash the Debtors' discovery in connection with the underlying substantive motion. Relatedly, the Debtors filed an objection to the claim asserted by Contrarian in the Debtors' Cases (which claim was based on a claim purchased by Contrarian). *See* Docket No. 1563 (the "Contrarian Claim Objection"). At a hearing on May 1, 2018, the Court granted in part and denied in part the motion to quash. On May 7, 2018, Contrarian served its *Responses and Objections to Debtors' First Set of Requests for Production of Documents*, and KTB&S analyzed those responses, objections, and produced documents. Contrarian thereafter (on May 21, 2018) filed its opposition to the Contrarian Claim Objection. *See* Docket No. 1826. KTB&S analyzed that opposition, and spent substantial time researching and drafting a reply in support of the Contrarian Claim Objection. *See* Docket No. 1894. (A hearing was held on the Contrarian Claim Objection after the Compensation Period (on June 5, 2018), and the Court issued a ruling sustaining the Contrarian Claim Objection on June 20, 2018.)

24. An additional significant task in this Subject Matter was work concerning potential liquidity proposals, which included numerous telephonic conferences with counsel and financial advisors to the constituents regarding such proposals, analysis of term sheets, negotiation of non-disclosure agreements, and participation in due diligence meetings.

G. Corporate Governance and Board Matters – Billing Code 0007 (Total Hours: 39.50; Total Fees: \$37,349.50)

25. This Subject Matter includes all transactional, corporate governance, meetings of the New Board, and related matters involving the Debtors. During the Application Period, KTB&S attorneys prepared for and participated in numerous telephonic meetings of the New Board, and prepared and analyzed the minutes from those meetings. KTB&S attorneys also prepared written updates to the New Board regarding the Cases, and worked on matters relating to directors and officers insurance.

H. Court Hearings – Billing Code 0008 (Total Hours: 17.60; Total Fees: \$16,321.00)

26. This Subject Matter includes preparation for and attendance at court hearings. During the Application Period, KTB&S attorneys prepared for and/or participated in three Court hearings. First, on May 1, 2018, KTB&S attorneys Robert J. Pfister and Samuel M. Kidder appeared (in person) at an omnibus hearing at which, among other things, the aforementioned Contrarian motion to quash was heard. Second, on May 15, 2018, KTB&S attorney Robert J. Pfister appeared telephonically in a hearing in the adversary proceeding commenced by Comerica Bank against certain noteholder class action plaintiffs to enjoin class action lawsuits against Comerica. Third, KTB&S attorneys spent time during this Application Period preparing for the omnibus hearing held on June 5, 2018. Time in this Subject Matter includes preparation for, and participation in, those hearings, as well as analysis of agendas and transcripts in connection with those hearings.

I. Employee Benefits – Billing Code 0009 (Total Hours: 1.20; Total Fees: \$1,169.00)

27. This Subject Matter includes employee compensation and benefits matters and other employee relations matters. Time billed to this Subject Matter was not substantial and

included analysis of documents and communication with the Debtors and co-counsel regarding various employee and human resource issues.

J. Employment and Fee Applications – Billing Code 0010 (Total Hours: 22.60; Total Fees: \$18,567.00)

28. This Subject Matter includes preparation of KTB&S's fee applications and work concerning retention and fee requests by other professionals. During the Application Period, KTB&S attorneys billed time to this Subject Matter in connection with the preparation of KTB&S's April monthly fee application. Time in this Subject Matter also includes work relating to resolutions of fee requests submitted by numerous other Debtor professionals. In addition, KTB&S attorneys spent time revising and analyzing retention issues for the Debtors' other professionals (Glaser Weil), and analyzing compensation applications for the Debtors' other professionals and the committees' professionals. Finally, time in this category includes discussions with the Fee Examiner regarding KTB&S's first interim fee application.

K. Financing and Cash Collateral – Billing Code 0012 (Total Hours: 20.60; Total Fees: \$20,975.00)

29. This Subject Matter includes negotiation and documentation of debtor in possession financing and cash collateral issues and related services. During the Application Period, KTB&S attorneys billed time in connection with the Debtors' debtor-in-possession financing (the "DIP") (which was approved by the Court on March 8, 2018), including fees incurred in connection with the Debtors' reporting obligations related to the DIP. KTB&S also spent significant time preparing and revising a DIP amendment, communicating and negotiating with the DIP lender regarding such amendment, and preparing a notice and proposed order approving the same, which notice was filed on May 21, 2018, and which order was entered by the Court on May 31, 2018. *See* Docket Nos. 1843 & 1892.

L. Litigation and Adversary Proceedings – Billing Code 0013 (Total Hours: 49.70; Total Fees: \$48,949.50)

30. This Subject Matter includes all litigation and adversary proceedings (*i.e.*, actions initiated by a complaint in the Bankruptcy Court) and also includes all other contested matters that do not fit within another, more specific matter description. Time billed to this category was substantial, and, included extensive legal and factual research and analysis of documents (pleadings, correspondence, memoranda, etc.) regarding multiple pleadings and legal issues raised in several contested matters and adversary proceedings, including:

a. An adversary proceeding and related motion for preliminary injunction filed by Comerica in the bankruptcy court seeking to stay several class action lawsuits filed by noteholders against Comerica. Adv. No. 18-50382. KTB&S analyzed the pleadings in this adversary proceeding, researched the relevant legal issues, and worked with the parties to this adversary in connection with drafting a proposed order in respect of the Court's May 15, 2018 hearing on Comerica's request for preliminary injunction. Relatedly, KTB&S analyzed pleadings in an adversary proceeding in the bankruptcy case of Knowles Systems, Inc. (one of the Debtors' largest brokers) (pending in the Bankruptcy Court for the Middle District of Florida), in which Knowles Systems' principals moved to enjoin a noteholder class action lawsuit filed against, among others, those principals.

b. An adversary proceeding and related motion for preliminary injunction filed by Comerica in the bankruptcy court seeking to enjoin a lawsuit by WFS Holding, LLC against Comerica seeking the release of funds by Comerica that had been transferred to WFS Holding. Adv. No. 18-50414. This adversary proceeding was dismissed during the Application Period.

c. A motion filed by the Committee seeking standing to initiate an adversary proceeding to prosecute certain claims and/or causes of action against certain fund Debtors. *See* Docket No. 920.

31. During the Application Period, KTB&S attorneys also billed time in the Litigation Subject Matter to discussions with Comerica regarding Comerica's production of documents in connection with an agreed protective order with Comerica to permit the Debtors to obtain discovery from Comerica. KTB&S also analyzed certain documents produced by Comerica.

32. KTB&S also worked closely with the Debtors regarding the status of numerous pending state-court litigation matters involving one or more of the Debtors, including, among many other things, preparation and analysis of a settlement agreement and a motion to approve that agreement in respect of a lawsuit filed by Debtor Sagebrook Investments, LLC against the City of Beverly Hills. In addition, KTB&S billed time in this Subject Matter to analysis and communications with the Debtors regarding letters to numerous parties to retain all documents and information concerning the Debtors. Finally, KTB&S spent time drafting a motion to extend the Debtors' period to remove actions under Bankruptcy Rule 9027.

M. Meetings and Communications with Creditors - Billing Code 0014 (Total Hours: 12.10; Total Fees: \$11,082.50)

33. This Subject Matter includes all actions taken to respond to creditor inquiries about the chapter 11 Cases, including inquiries and discussions with the Committee and other constituents. During the Application Period, KTB&S attorneys spent time meeting and communicating with various creditors and parties in interest—including, significantly, counsel and other advisors to the Committee, the Noteholder Group, and the Unitholder Group—regarding the status of these Cases. Specifically, among other meetings and conferences, KTB&S attorneys prepared for, and participated in, weekly calls with the constituents. Time in

this Subject Matter also includes discussions with the Debtors and their advisors concerning responses to inquiries by the Committee, the Noteholder Group, and the Unitholder Group, and work on the preparation of frequently asked questions for the Debtors' claims and noticing agent.

N. Non-Working Travel – Billing Code 0015 (Total Hours: 8.40; Total Fees: \$6,950.00)

34. This Subject Matter includes all non-working travel time, only 50% of which is billed in accordance with the Local Rules and the Guidelines. During the Application Period, KTB&S attorneys Robert J. Pfister and Samuel M. Kidder incurred non-working travel time while traveling from Wilmington, Delaware to Los Angeles, California on May 1, 2018 after attending the May 1, 2018 omnibus hearing.

O. Plan/Disclosure Statement - Billing Code 0016 (Total Hours: 293.70; Total Fees: \$284,899.00)

35. This Subject Matter includes negotiation, preparation, and dissemination of chapter 11 plan(s) and related materials, including disclosure statement(s), solicitation materials, and voting materials. Time in this Subject Matter was substantial. During the Application Period, KTB&S attorneys, having successfully engaged in multi-day plan negotiations with the Committee, Unitholder Group, and Noteholder Group in late March that resulted in a "Plan Term Sheet" that was filed on the Court's docket, continued to spend significant time drafting, revising, and negotiating (through in-person and telephonic conferences with constituents) the Debtors' chapter 11 plan and accompanying disclosure statement and certain exhibits thereto (including a draft liquidation trust agreement and draft liquidation analysis, among others). KTB&S attorneys also performed legal research related to numerous plan issues, and engaged in conferences, both internal and external, regarding plan negotiations and drafting.

36. Time in this category also included analysis and communications regarding the Debtors' draft business plan and liquidation analysis, as well as work on a motion for approval of

the Debtors' solicitation procedures and the accompanying ballots, and a draft confirmation order.

37. Relatedly, KTB&S attorneys spent significant time working with counsel and financial advisors to the constituents on matters concerning transferability of the trust interests contemplated to be issued under the plan, in accordance with the Plan Term Sheet. This task included extensive conferences with counsel and financial advisors to the constituents, research regarding transferability and associated reporting requirements, and analysis of models regarding liquidation trust interests and potential recoveries.

38. Finally, KTB&S attorneys analyzed a motion filed by certain noteholders (the "La Rochelle Noteholders") seeking to terminate the Debtors' exclusive periods to file a plan and solicit acceptances thereto, as well as a related motion to shorten time on a hearing thereon. KTB&S prepared an opposition to the motion to shorten time, which motion was granted. *See* Docket No. 1849.

P. Real Estate Matters (Not Dispositions) – Billing Code 0017 (Total Hours: 68.40; Total Fees: \$55,037.50)

39. This Subject Matter includes all matters relating to the Debtors' real estate holdings that do not fall within another, more specific matter description. During the Application Period, KTB&S attorneys billed time in this Subject Matter to several matters relating to permitting, insurance coverage, contractor disputes, a neighbor dispute, as well as the general analysis of the Debtors' real estate portfolio and associated title documents.

40. Substantial time in this Subject Matter also included analysis and communications concerning specific properties, including, most notably, negotiations with third party lenders on the Debtors' properties at 800 Stradella Road, 25085 Ashley Ridge, and, most substantially during this Application Period, 805 Nimes Place. KTB&S negotiated payoffs with each of these

lenders on behalf of the Debtors, and, in respect of the Nimes property, KTB&S spent extensive time negotiating and documenting a settlement agreement with the Nimes lender, and prepared a motion under Bankruptcy Rule 9019 to approve that settlement (which motion was approved, *see* Docket No. 1903).

41. Finally, a significant project in this Subject Matter (in conjunction with the Debtors' plan process) was the analysis of each of the Debtors' properties' title reports to assess the existence of any senior or junior liens on the Debtors' properties.

Q. Relief From Stay and Adequate Assurance – Billing Code 0018 (Total Hours: 0.50; Total Fees: \$502.50)

42. This Subject Matter includes all motions to modify the automatic stay and all other types of actions where adequate protection is the central issue. Time in this Subject Matter was not substantial and included analysis of Tintarella LLC's withdrawal of its motion for relief from stay in respect of the Debtors' property at 800 Stradella Road.

R. Reporting Matters – Billing Code 0019 (Total Hours: 3.30; Total Fees: \$3,291.50)

43. This Subject Matter includes all matters relating to preparation of schedules of assets and liabilities and amendments thereto, statements of financial affairs and amendments thereto, operating reports, and other reports required by the U.S. Trustee or the Court. During the Application Period, KTB&S attorneys reviewed, among other documents, certain of the Debtors' monthly operating reports.

S. Tax Matters – Billing Code 0020 (Total Hours: 3.90; Total Fees: \$3,680.50)

44. This Subject Matter includes all tax-related matters. Time billed to this Subject Matter included (i) analysis of a tax lien imposed on certain real property owned by the Debtors, including research regarding the same, and (ii) communications with the Debtors' tax accountants and tax counsel regarding stakeholder-related and plan-related tax implications.

T. Noteholder Matters – Billing Code 0022 (Total Hours: 52.30; Total Fees: \$39,731.50)

45. This Subject Matter includes matters relevant to noteholders and communications with the representatives of the Noteholder Group. During the Application Period, KTB&S attorneys engaged in correspondence with counsel to the Noteholder Group regarding numerous issues, including the Noteholder Group’s website, plan issues, and claims trading. KTB&S also analyzed frequent logs of noteholder inquiries to the Debtors’ claims and noticing agent.

46. Significant time billed to this Subject Matter also included all matters relating to the adversary proceeding commenced by the La Rochelle Noteholders seeking a declaratory judgment that they hold valid, perfected, first-priority liens against the real property located at 141 South Carolwood Drive, Holmby Hills, California or, alternatively, that they hold a constructive trust over or equitable lien against that real property. Adv. No. 18-50371. KTB&S conducted research and analysis in connection with this lawsuit, including extensive research and drafting of a motion and brief to dismiss that lawsuit.

U. Unitholder Matters – Billing Code 0023 (Total Hours: 12.30; Total Fees: \$11,192.50)

47. This Subject Matter includes matters relevant to the Unitholder Group and communications with the representatives of the Unitholder Group. During the Application Period, KTB&S attorneys, among other things, engaged in correspondence with counsel to the Unitholder Group regarding numerous issues, and researched and prepared responses to due diligence requests from the Unitholder Group. KTB&S also analyzed frequent logs of unitholder inquiries to the Debtors’ claims and noticing agent.

V. Real Property Dispositions – Billing Code 0024 (Total Hours: 98.50; Total Fees: \$83,792.50)

48. This Subject Matter includes matters relating to dispositions of the Debtors’ real property assets. During the Application Period, KTB&S attorneys drafted and revised many

motions concerning numerous dispositions of real property, and, in connection with the preparation of those motions, analyzed the underlying transaction documents (listing agreements and amendments thereto, and purchase agreements and related amendments and counters) and title documents with respect to such dispositions. KTB&S also analyzed and revised bankruptcy-related portions of numerous real estate agreements, including overbid procedures for certain sales, many real property purchase agreements, and a termination of a single-party listing broker agreement. KTB&S also communicated extensively with the Debtors' management team concerning all of the foregoing matters, and others, such as broker agreements and the permitted use of proceeds of sales. Finally, among other things, KTB&S attorneys conferred with the Debtors and counsel to the Committee regarding the potential disposition of the Debtors' property at 800 Stradella Road.

W. Regulatory Matters – Billing Code 0025 (Total Hours: 27.30; Total Fees: \$28,787.50)

49. This Subject Matter includes matters relating to State and Federal regulatory investigations concerning the Debtors. During the Application Period, KTB&S attorneys spent time communicating and/or negotiating consent orders with the United States Securities and Exchange Commission (the “SEC”) and numerous state regulatory agencies. Time in this Subject Matter also involved an analysis of pleadings and the status of the lawsuit filed by the SEC in the Florida District Court against Robert Shapiro and related entities. Finally, KTB&S attorneys spent time communicating generally with the SEC regarding case and plan issues.

REIMBURSEMENT OF EXPENSES

50. During the Application Period, KTB&S incurred certain necessary expenses in rendering legal services to the Debtors. KTB&S seeks reimbursement for its reasonable, necessary, and actual expenses incurred during the Application Period for the total amount of \$4,327.47. Attached as **Exhibit B** are KTB&S's itemized records detailing expenses incurred on

behalf of the Debtors for the period from May 1, 2018 through May 31, 2018. Pursuant to Local Rule 2016-2(e)(iv), receipts or other support for the expense items are available on request. Actual costs incurred for computer assisted research are itemized and included in KTB&S's expenses. Pursuant to Local Rule 2016-2, KTB&S represents that its rate for duplication is \$.10 per page, and there is no charge for incoming or outgoing telecopier transmissions.

LEGAL STANDARD

51. Bankruptcy Code section 330(a) allows the payment of:

- (A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and
- (B) 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 Building 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.

52. In accordance with its practices in non-bankruptcy matters, KTB&S has calculated its compensation requested in its Application by applying its standard hourly rates, which it charges to other bankruptcy and non-bankruptcy clients. KTB&S's hourly rates are within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, KTB&S's rates should be determined to be reasonable under section 330 of the Bankruptcy Code.

53. Other guideline factors to be considered in awarding attorneys' fees 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, which are set forth below, may be relevant to determining attorneys' 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*”). KTB&S respectfully submits that, if necessary, a consideration of these factors would result in this Court's allowance of the full compensation sought.

- (1) **The Time and Labor Required.** KTB&S's professional services on behalf of the Debtors have required 1,066.90 hours of attorney, paralegal, and summer law clerk time in the Application Period. KTB&S has staffed these Cases efficiently. Where work could be efficiently performed by attorneys with lower rates, KTB&S used such attorneys to perform such assignments. A significant amount of the services rendered required a high degree of professional competence and expertise. For those services, KTB&S used senior attorneys in the interests of staffing the Cases efficiently.
- (2) **The Novelty and Difficulty of Questions.** Novel and complex issues arose during the Application Period. KTB&S has advised the Debtors with respect to these issues.
- (3) **The Skill Requisite to Perform the Legal Services Properly.** These Cases are complex and require a high level of skill and expertise to perform the legal services properly.
- (4) **The Preclusion of Other Employment by Applicant Due to Acceptance of the Cases.** KTB&S is not aware of any other employment precluded by acceptance of these Cases. However, KTB&S attorneys who were busy providing services to the Debtors were not available to service other clients at their customary rates.
- (5) **The Customary Fee.** The compensation sought herein is based upon KTB&S's normal hourly rates for services of this kind and is competitive with other national bankruptcy firms.

- (6) **Whether the Fee is Fixed or Contingent.** KTB&S's fees are fixed, not dependent on the outcome in these Cases. However, pursuant to Bankruptcy Code sections 330 and 331, all fees sought by professionals retained under sections 327 or 1103 of the Bankruptcy Code are contingent pending final approval by the Court.
- (7) **Time Limitation Imposed by Client or Other Circumstances.** Various matters had to be addressed on an expedited basis in these Cases, including, among other issues, immediately getting up to speed on all matters relating to the Cases, addressing time-sensitive matters with regulatory agencies, responding to numerous requests for meetings, information, and documents from other constituencies, the handling of pending real property dispositions with associated closing deadlines, and the negotiation of a plan and related documentation.
- (8) **The Amount Involved and Results Obtained.** The amount of time spent on various tasks has been reasonable and necessary, and KTB&S believes that its efforts have benefited the Debtors, as discussed in detail herein in the summaries of the various Subject Matters. In particular, KTB&S believes that it has provided substantial value to the Debtors (and all stakeholders) through its preparation for, and participation in, the plan meetings, through which KTB&S built consensus among the constituencies and negotiated a Plan Term Sheet that KTB&S is hopeful will ensure that estate funds are not spent on what could otherwise be years of protracted and expensive litigation.
- (9) **The Experience, Reputation and Ability of the Attorneys.** KTB&S's attorneys involved in this representation have played a major role in many large bankruptcy cases and have received awards and recognition.
- (10) **The "Undesirability" of the Cases.** Although not in the least undesirable, these Cases have required a significant commitment of time from several of KTB&S's most experienced attorneys.
- (11) **Nature and Length of Professional Relationship.** KTB&S was employed *nunc pro tunc* to February 14, 2018 pursuant to an order of this Court entered March 16, 2018.

RESERVATION

54. To the extent time or disbursement charges for services rendered or disbursements incurred relate to the Application Period but were not processed prior to the preparation of this Application, or KTB&S has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the

Application Period, KTB&S reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

CONCLUSION

WHEREFORE, KTB&S respectfully requests (i) allowance of compensation for professional services rendered to the Debtors during the Application Period in the amount of \$943,805.50 and reimbursement for actual and necessary costs and expenses incurred by KTB&S during the Application Period in the amount of \$4,327.47 for a total of \$948,132.97; (ii) that, in accordance with the Compensation Procedures Order and in accordance with KTB&S's agreement to cap its case-wide attorney hourly rate at \$850 per hour, the Court direct the Debtors to pay KTB&S the amount of \$691,097.47, representing 80% of the total amount of fees (assuming an \$850 per hour blended rate for attorney time) and 100% of the expenses allowed;⁴ (iii) that the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to KTB&S's right to seek further compensation for the full value of services performed and expenses incurred; and (iv) that the Court grant KTB&S such other and further relief as is just.

⁴ KTB&S's total fees for May 2018 assuming an \$850 blended hourly rate for attorneys total \$858,462.50. 80% of such amount totals \$686,770.00. Adding KTB&S's expenses results in total payment of \$691,097.47. As stated in paragraph 9, KTB&S reserves its right to seek payment of additional allowed fees if its case-wide blended rate and prior payments permit such payment.

Dated: June 21, 2018
Los Angeles, California

/s/ Jonathan M. Weiss

KLEE, TUCHIN, BOGDANOFF & STERN LLP

Kenneth N. Klee (*pro hac vice*)

Michael L. Tuchin (*pro hac vice*)

David A. Fidler (*pro hac vice*)

Jonathan M. Weiss (*pro hac vice*)

1999 Avenue of the Stars, 39th Floor

Los Angeles, California 90067

Email: kklee@ktbslaw.com

mtuchin@ktbslaw.com

dfidler@ktbslaw.com

jweiss@ktbslaw.com

Counsel for the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

CERTIFICATION OF JONATHAN M. WEISS

I, Jonathan M. Weiss, an attorney-at-law duly admitted in good standing to practice in the State of California, hereby certify that:

1. I am a partner in the law firm Klee, Tuchin, Bogdanoff & Stern LLP (“KTB&S”). I am duly authorized to make this certification on behalf of KTB&S. KTB&S was retained as counsel for the above-referenced debtors and debtors in possession (the “Debtors”) pursuant to an order of the Court entered on March 16, 2018.

2. I have personally performed many of the legal services KTB&S rendered on behalf of the Debtors and I am familiar with the other work performed on behalf of the Debtors by the other lawyers at KTB&S.

3. I prepared the *Fourth Monthly Application of Klee, Tuchin, Bogdanoff & Stern LLP, as Counsel for the Debtors and Debtors in Possession, for Compensation and Reimbursement of Expenses for the Period May 1, 2018 Through May 31, 2018*

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 proposed undersigned counsel for the Debtors.

(the "Application"). The facts set forth in the Application are true and correct to the best of my knowledge, information, and belief.

4. KTB&S's rates for the services rendered by its attorneys, its paralegal, and its law clerks in these chapter 11 Cases are the same rates KTB&S charges for attorney, paralegal, and law clerk services rendered in comparable bankruptcy and non-bankruptcy related matters, except that, in light of the public interest nature of this case, KTB&S has provided certain reductions to the Debtors as more fully described in the Application. Such fees are reasonable and based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy and non-bankruptcy cases in a competitive national legal market.

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"). I believe that 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 21st day of June 2018.

/s/ Jonathan M. Weiss
Jonathan M. Weiss

**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. (ET)

NOTICE OF APPLICATION

The **Fourth Monthly Application of Klee, Tuchin, Bogdanoff & Stern LLP, Counsel for the Debtors and Debtors in Possession, for Compensation and Reimbursement of Expenses for the Period May 1, 2018 through May 31, 2018** (the “Application”) has been filed with the Bankruptcy Court. The Application seeks allowance of monthly fees in the amount of \$943,805.50² and monthly expenses in the amount of \$4,327.47.

Objections to the Application, if any, are required to be filed on or before **July 11, 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, 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,

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 As discussed in the Application, KTB&S has further reduced its request for payment in light of KTB&S’s agreement to accept, as calculated for the entirety of the cases (as opposed to on a month-by-month basis), the lesser of (x) its actual billed hourly rates and (y) a blended rate of \$850 per hour for attorney time. Accordingly, although KTB&S seeks allowance of its fees at its actual rates, KTB&S seeks payment at this time only of 80% of its fees as calculated pursuant to the \$850 per hour cap—or, 80% of \$858,462.50, which results in a request for payment of fees of \$686,770.00.

950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (vii) the Fee Examiner, Frejka PLLC, 135 E. 57th Street, 6th Floor, New York, New York 10022, Attn: Elise S. Frejka, Esq.; (viii) any other party that has requested to be a Notice Party; and (ix) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THEN THE DEBTORS WILL BE AUTHORIZED TO PAY \$582,118.00, COMPRISING 80% OF KTB&S'S CAPPED INTERIM FEES (AS DETAILED IN THE APPLICATION) AND \$11,862.40, COMPRISING 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: June 21, 2018
Wilmington, Delaware

/s/ Betsy L. Feldman

YOUNG CONAWAY STARGATT & TAYLOR, LLP
Sean M. Beach (No. 4070)
Edmon L. Morton (No. 3856)
Ian J. Bambrick (No. 5455)
Allison S. Mielke (No.5934)
Rodney Square
1000 North King Street
Wilmington, Delaware 19801
Tel: (302) 571-6600
Fax: (302) 571-1253

-and-

KLEE, TUCHIN, BOGDANOFF & STERN LLP
Kenneth N. Klee (*pro hac vice*)
Michael L. Tuchin (*pro hac vice*)
David A. Fidler (*pro hac vice*)
Jonathan M. Weiss (*pro hac vice*)
1999 Avenue of the Stars, 39th Floor
Los Angeles, California 90067
Email: kklee@ktbslaw.com
mtuchin@ktbslaw.com
dfidler@ktbslaw.com
jweiss@ktbslaw.com

Counsel for the Debtors and Debtors in Possession

EXHIBIT A

KLEE, TUCHIN, BOGDANOFF & STERN LLP

1999 Avenue of the Stars
 Thirty-Ninth Floor
 Los Angeles, California 90067
 Telephone: (310) 407-4000
 Facsimile: (310) 407-9090
 Taxpayer I.D. No. 95-4744518

June 15, 2018
 Bill No. 16507

Woodbridge Group of Companies
 c/o WGC Independent Manager LLC
 Bradley D. Sharp, Chief Restructuring Officer
 14140 Ventura Boulevard #302
 Sherman Oaks, CA 91423

<u>Matter Code</u>	<u>Matter Name</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Total Billed</u>
0000	Woodbridge Expenses	\$0.00	\$4,327.47	\$4,327.47
0001	Asset Analysis and Recovery	\$125,599.50	\$0.00	\$125,599.50
0002	Assumption and Rejection of Co	\$5,157.00	\$0.00	\$5,157.00
0003	Budgeting	\$1,232.50	\$0.00	\$1,232.50
0004	Business Operations	\$1,892.00	\$0.00	\$1,892.00
0005	Case Administration	\$6,844.00	\$0.00	\$6,844.00
0006	Claims Administration and Obje	\$163,414.50	\$0.00	\$163,414.50
0007	Corporate Governance and Board	\$37,349.50	\$0.00	\$37,349.50
0008	Court Hearings	\$16,321.00	\$0.00	\$16,321.00
0009	Employee Benefits	\$1,169.00	\$0.00	\$1,169.00
0010	Employment and Fee Application	\$18,567.00	\$0.00	\$18,567.00
0012	Financing and Cash Collateral	\$20,975.00	\$0.00	\$20,975.00

2314 0000	Woodbridge Group of Companies Woodbridge Expenses	Page 2 Bill # 16507		
0013	Litigation and Adversary Proce	\$48,949.50	\$0.00	\$48,949.50
0014	Meetings and Communications Wi	\$11,082.50	\$0.00	\$11,082.50
0015	Non-Working Travel	\$6,950.00	\$0.00	\$6,950.00
0016	Plan and Disclosure Statement	\$284,899.00	\$0.00	\$284,899.00
0017	Real Estate Matters (Not Dispo	\$55,037.50	\$0.00	\$55,037.50
0018	Relief From Stay and Adequate	\$502.50	\$0.00	\$502.50
0019	Reporting Matters	\$3,291.50	\$0.00	\$3,291.50
0020	Tax Matters	\$3,680.50	\$0.00	\$3,680.50
0022	Noteholder Matters	\$39,731.50	\$0.00	\$39,731.50
0023	Unitholder Matters	\$11,192.50	\$0.00	\$11,192.50
0024	Real Property Dispositions	\$83,792.50	\$0.00	\$83,792.50
0025	Regulatory Matters	\$28,787.50	\$0.00	\$28,787.50
		\$976,418.00	\$4,327.47	\$980,745.47
	Courtesy Discount	(\$32,612.50)		(\$32,612.50)
	TOTAL	\$943,805.50	\$4,327.47	\$948,132.97

KLEE, TUCHIN, BOGDANOFF & STERN LLP

1999 Avenue of the Stars
 Thirty-Ninth Floor
 Los Angeles, California 90067
 Telephone: (310) 407-4000
 Facsimile: (310) 407-9090
 Taxpayer I.D. No. 95-4744518

June 15, 2018
 Bill No. 16507

Woodbridge Group of Companies
 c/o WGC Independent Manager LLC
 Bradley D. Sharp, Chief Restructuring Officer
 14140 Ventura Boulevard #302
 Sherman Oaks, CA 91423

For Services Rendered Through 5/31/2018

In Reference To: Woodbridge Expenses
 File No.: 2314-0000

Costs and Disbursements

Telephone

Telephone Conference Service	\$161.93
	<u>\$161.93</u>

Online Research

Pacer -May 2018	\$297.00
Westlaw - May 2018	\$750.22
Lexis - May 2018	\$2,741.66
	<u>\$3,788.88</u>

Delivery services/messengers

FedEx to GBH CPAs, PC on 04/17/18	\$14.66
	<u>\$14.66</u>

Travel

Transportation from airport on 05/01/18 for S. Kidder for 5/1 hearing	\$62.55
Transportation from PHL on 04/30/18 for R. Pfister for 5/1 hearing	\$172.50
	<u>\$235.05</u>

Court Fees

CourtCall fee to telephonically appear on 05/01/18 for D. Stern	\$37.00
	\$37.00

Other Expenses

Purchase of law review article (unavailable on Lexis/Westlaw) for use in indemnification research	\$29.95
	\$29.95

Parking

Airport parking on 05/01/18 for R. Pfister	\$60.00
	\$60.00

Total Costs and Disbursements	\$4,327.47
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For Services Rendered Through 5/31/2018

In Reference To: Asset Analysis and Recovery

File No.: 2314-0001

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Analyze and prepare revisions to revised La Casa escrow agreement	0.20	\$215.00
	DAF	Email exchange with J. Kuffel re La Casa escrow agreement	0.10	\$107.50
	DAF	Call with G. Fox re Kirkstead settlement	0.30	\$322.50
	DAF	Confer with M. Tuchin re Shapiro settlement offer	0.50	\$537.50
	DAF	Email with B. Sharp re Kirkstead settlement negotiations	0.10	\$107.50
	MLT	Exchange email correspondence with A. Schwartz re Shapiro settlement offer	0.10	\$124.50
	MLT	Confer with R. Pachulski re Shapiro settlement offer	0.50	\$622.50
	MLT	Confer with D. Fidler re Shapiro settlement offer	0.50	\$622.50
	RJP	Analyze correspondence from A. Schwartz re R. Shapiro settlement inquiry	0.20	\$199.00
5/2/2018	DAF	Comment on revised La Casa escrow agreement and payoff letter	0.30	\$322.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchange with S. Ferrero, G. Shoup re Riverdale title reports	0.20	\$215.00
	MLT	Analyze correspondence from M. Goldberg re actions against brokers	0.10	\$124.50
	MLT	Exchange email correspondence with B. Sharp re Knowles Systems filing	0.10	\$124.50
	MLT	Analyze Knowles Systems Chapter 11 case management summary	0.10	\$124.50
	DMS	Confer with R. Pfister re Knowles System bankruptcy creditors committee	0.20	\$249.00
	JMW	Analyze select pleadings (motion for injunction, and notice case commencement) Knowles (Woodbridge broker) bankruptcy case	0.70	\$507.50
	JMW	Analyze Riverdale property title reports from S. Ferrero	0.30	\$217.50
	RJP	Analysis re necessity of tolling agreements in connection with potential defenses to estate claims	0.80	\$796.00
	RJP	Review correspondence from M. Goldberg re Knowles Systems bankruptcy filing	0.10	\$99.50
	RJP	Confer with D. Stern re Knowles Systems creditors committee	0.20	\$199.00
	RJP	Review summary and status of Knowles Systems bankruptcy filing	0.20	\$199.00
	RJP	Exchange email correspondence with A. Schwartz re R. Shapiro settlement proposal	0.10	\$99.50
	SMG	Prepare memo re Knowles Systems Inc. bankruptcy case	1.90	\$1,187.50
5/3/2018	DAF	Email exchange with T. Jeremiassen, N. Troszak re 778 Sarbonne funds	0.20	\$215.00
	DAF	Email with N. Troszak re Jon Freis transactions	0.10	\$107.50
	DAF	Analyze Bellflower foreclosure action re 91 LLC (re recovery of asset)	0.40	\$430.00
	DAF	Call with G. Fox re Kirkstead settlement	0.10	\$107.50
	DAF	Email exchange with B. Rich re 91 LLC foreclosure proceeding (Bellflower)	0.20	\$215.00
	DAF	Email to B. Sharp re Kirkstead settlement offer	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Analyze Kirkstead sale and escrow documents re 778 Sarbonne purchase	0.40	\$430.00
	DAF	Analyze La Casa final documents for mortgage payoff	0.20	\$215.00
	DAF	Exchange emails with G. Shoup, N. Troszak re Bellflower foreclosure action	0.20	\$215.00
	MLT	Draft outline of potential estate causes of action for investigation	1.40	\$1,743.00
	MLT	Confer with D. Stern re investigation of estate causes of action	0.20	\$249.00
	DMS	Confer with M. Tuchin re investigation of estate causes of action	0.20	\$249.00
5/4/2018	DAF	Analyze Kirkstead sale documents and correspondence re settlement of escrow payment	0.60	\$645.00
	DAF	Calls with G. Fox re Kirkstead settlement negotiations	0.20	\$215.00
	DAF	Email exchange with P. Huygens re La Casa loan payoff	0.10	\$107.50
	DAF	Email to S. Beach re La Casa payoff and closing	0.10	\$107.50
	DAF	Confer with J. Weiss re Riverdale properties	0.20	\$215.00
	MLT	Analyze correspondence from R. Pfister re Comerica Rule 2004 and Protective Order; analyze correspondence from J. Sabin re same	0.10	\$124.50
	JMW	Confer with D. Fidler re Riverdale properties	0.20	\$145.00
	SMG	Prepare Kirkstead 9019 motion, proposed order, and supporting declaration	5.90	\$3,687.50
5/7/2018	DAF	Email exchanges with G. Fox re Kirkstead escrow settlement and stipulation	0.30	\$322.50
	DAF	Email exchange with B. Sharp re Kirkstead settlement	0.10	\$107.50
	DAF	Analyze correspondence from J. Kuffel re La Casa loan payoff and closing	0.10	\$107.50
	DAF	Confer with B. Sharp re Kirkstead stipulation	0.10	\$107.50
	DAF	Email to G. Shoup re Riverdale title reports	0.10	\$107.50
	DAF	Analyze REO property title reports	0.30	\$322.50
	DAF	Email exchange with S. Ferrero re Riverdale properties	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Revise Kirkstead stipulation re settlement of escrowed funds	1.40	\$1,505.00
	DAF	Revise order approving Kirkstead stipulation	0.20	\$215.00
	DMS	Conference with J. Weiss, R. Pfister, D. Guess re identification of estate causes of action for inclusion in disclosure statement	0.50	\$622.50
	DMG	Conference with D. Stern, R. Pfister, J. Weiss re identification of estate causes of action for inclusion in disclosure statement	0.50	\$447.50
	JMW	Draft settlement agreement re Kirkstead/Huron deposit settlement agreement	4.20	\$3,045.00
	JMW	Revise 9019 motion re Kirkstead/Huron	1.30	\$942.50
	JMW	Prepare for office conference (by analysis of pleadings and memoranda) re identification of estate causes of action for inclusion in disclosure statement	0.30	\$217.50
	JMW	Conference with D. Stern, R. Pfister, D. Guess re identification of estate causes of action for inclusion in disclosure statement	0.50	\$362.50
	RJP	Prepare for meeting re estate claims	0.20	\$199.00
	RJP	Confer with N. Troszak re review and analysis of Comerica bank statements in connection with forensic examination	0.30	\$298.50
	RJP	Conference with D. Stern, J. Weiss, D. Guess re identification of estate causes of action for inclusion in disclosure statement	0.50	\$497.50
	SMG	Continue to prepare motion to approve Kirkstead settlement, and supporting declaration and proposed order	2.20	\$1,375.00
5/8/2018	DAF	Analyze revised Kirkstead stipulation	0.20	\$215.00
	DAF	Email exchanges with J. Kuffel re La Casa closing and next steps	0.20	\$215.00
	DAF	Email to G. Shoup re Riverdale performing and non-performing loans	0.10	\$107.50
	DAF	Analyze Huron mark-up of 9019 motion and stipulation re Kirkstead escrow settlement	0.40	\$430.00
	DAF	Email exchange with G. Fox re comments to Kirkstead escrow settlement	0.10	\$107.50
	DAF	Analyze Kirkstead notice of default letter	0.10	\$107.50
	DAF	Email exchange with C. Mull re Kirkstead stipulation	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Prepare comments to Kirkstead 9019 motion	0.20	\$215.00
	DAF	Analyze Riverdale loan collateral assignee issues	0.40	\$430.00
	DAF	Analyze Alliance for Change (Riverdale) loan documents re realization of assets from Cassandra Laundry bankruptcy	0.60	\$645.00
	DAF	Prepare detailed correspondence to S. Ferrero, G. Shoup re REO properties and title reports	0.30	\$322.50
	DMS	Review proposed order re Comerica 2004 order	0.10	\$124.50
	DMS	Legal research regarding preservation of claims in disclosure statement	2.90	\$3,610.50
	JMW	Revise Kirkstead settlement documents	0.70	\$507.50
	JMW	Analyze loan closing binder documents for loan to Alliance for change in connection with bankruptcy filing by guarantor	1.30	\$942.50
5/9/2018	DAF	Email exchange with G. Fox re Kirkstead stipulation	0.20	\$215.00
	DAF	Email exchange with G. Shoup re Riverdale properties	0.10	\$107.50
	DAF	Analyze additional Riverdale property title reports re noteholder assignments	0.50	\$537.50
	DAF	Email exchanges with S. Ferrero, G. Shoup re title report questions	0.20	\$215.00
	DAF	Confer with M. Tuchin re Shapiro investigation	0.40	\$430.00
	MLT	Confer with D. Fidler re Shapiro investigation	0.40	\$498.00
	DMS	Legal research re claim preservation in disclosure statement	2.00	\$2,490.00
	DMG	Analyze potential claims and potential defendants for disclosure statement	0.20	\$179.00
	JMW	Revise Kirkstead settlement documents	0.80	\$580.00
	RJP	Review correspondence from D. Guess re Shapiro- and transition-related potential estate claims	0.20	\$199.00
5/10/2018	DAF	Emails with E. Morton, B. Feldman re revisions to Kirkstead motion and order	0.20	\$215.00
	DAF	Email exchange with G. Fox re revised approval order re Kirkstead stipulation	0.10	\$107.50
	DAF	Additional emails with G. Fox re motion and order approving Kirkstead stipulation	0.20	\$215.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze correspondence from G. Fox re revision to Kirkstead stipulation	0.10	\$72.50
	RJP	Review 9019 motion re OBDK Huron Kirksted settlement	0.20	\$199.00
5/12/2018	DAF	Email exchanges with J. Kuffel and S. Beach re La Casa closing issues and borrower non-performance	0.20	\$215.00
5/14/2018	DAF	Analyze Riverdale property title reports re liens and collateral assignments	0.40	\$430.00
5/15/2018	DAF	Confer with J. Weiss re Riverdale foreclosure properties	0.30	\$322.50
	DAF	Email to B. Sharp re Riverdale properties	0.10	\$107.50
	DAF	Analyze La Casa closing update	0.10	\$107.50
	DAF	Email exchange with S. Ferrero re Hawaii Riverdale property foreclosure action	0.20	\$215.00
	MLT	Confer with R. Pfister, D. Stern, J. Weiss (partial) and W. Holt (partial) re preservation, and post Effective Date prosecution, of estate causes of action	1.00	\$1,245.00
	MLT	Telephone conference with M. Goldberg re preservation, and post Effective Date prosecution, of causes of action	0.10	\$124.50
	DMS	Meet with M. Tuchin, D. Stern, J. Weiss (portion of meeting), and W. Holt (portion of meeting) re preservation and post-effective-date prosecution of estate causes of action	1.00	\$1,245.00
	DMS	Analyze legal issues re estates Comerica claims	0.70	\$871.50
	JMW	Confer (partial participation) with M. Tuchin, D. Stern, R. Pfister, W. Holt (partial) re preservation and post Effective Date prosecution of causes of action	0.80	\$580.00
	JMW	Confer with D. Fidler re Riverdale foreclosure properties	0.30	\$217.50
	JMW	Legal research re estate causes of action under sections 541 and 544	0.80	\$580.00
	JMW	Legal research re in pari delicto and potential exceptions	1.60	\$1,160.00
	RJP	Draft outline of open research projects staffing assignments and next steps in connection with preservation and post-effective-date prosecution of estate causes of action	1.00	\$995.00
	RJP	Meet with M. Tuchin, D. Stern, J. Weiss (portion of meeting), and W. Holt (portion of meeting) re preservation and post-effective-date prosecution of estate causes of action	1.00	\$995.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Legal and factual research and analysis re estate's claims against Comerica Bank	1.30	\$1,293.50
	RJP	Telephone conference with M. Tuchin re applicability of Bankruptcy Code section 108 to post-confirmation liquidating trustee	0.10	\$99.50
	WLH	Research re attributes and best way to preserve possible litigation claims	2.80	\$2,506.00
	WLH	Research re possible affirmative defenses to estate claims and responses to same	0.40	\$358.00
	WLH	Meet with M. Tuchin, D. Stern, R. Pfister, J. Weiss re preservation and post effective date prosecution of causes of action (partial participation)	0.70	\$626.50
5/16/2018	DMS	Review protective order and its restrictions	0.30	\$373.50
	DMS	Legal and factual research re assignment issues claims against Comerica and similarly situated entities	5.50	\$6,847.50
	DMG	Legal research re potential estate statutory claims against Comerica	4.50	\$4,027.50
	DMG	Prepare memo re potential estate statutory claims against Comerica	1.00	\$895.00
	DMG	Meet with R. Pfister re analysis of potential estate claims against Comerica	0.20	\$179.00
	JMW	Research re defenses and exceptions to defenses on potential estate causes of action	3.20	\$2,320.00
	JMW	Brief review of research results re preservation of causes of action under plan and disclosure statement	0.20	\$145.00
	RJP	Exchange e-mail correspondence with W. Holt re potential follow-up research issues re possible avoidance claims	0.20	\$199.00
	RJP	Meet with D. Guess re potential estate causes of action against Comerica	0.20	\$199.00
	RJP	Analyze W. Holt draft memorandum re estate causes of action and potential defenses thereto	0.80	\$796.00
	RJP	Analyze D. Guess research re estate statutory claims against Comerica and issues in connection therewith	0.30	\$298.50
	RJP	Legal and factual research and analysis re estate claims against Comerica and potential assignment issues in connection therewith	1.20	\$1,194.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Prepare correspondence to D. Stern, R. Pfister, D. Guess and J. Weiss re draft memo re litigation claims	0.10	\$89.50
	WLH	Draft memo re attributes and arguments re potential litigation claims against Comerica	3.30	\$2,953.50
	WLH	Further re case law bearing on potential litigation claims	2.30	\$2,058.50
	WLH	Exchange e-mail correspondence with R. Pfister re potential follow-up research issues re possible avoidance claims	0.20	\$179.00
5/17/2018	DAF	Emails with J. Kuffel re borrower payoff of loan	0.10	\$107.50
	DAF	Email exchange with J. Kuffel re La Casa default letter and exercise of remedies	0.20	\$215.00
	DMS	Draft memo to summarize issues relating to assignment of claims to Plan trust	3.20	\$3,984.00
	DMG	Legal research re potential estate statutory claims against Comerica	2.00	\$1,790.00
	JMW	Legal research re defenses and exceptions to defenses to estates' causes of action	5.20	\$3,770.00
	JMW	Prepare comprehensive memo re estates' rights and causes of action versus Comerica incorporating research results of D. Stern, W. Holt, D. Guess and J. Weiss	1.40	\$1,015.00
	RJP	Prepare correspondence to D. Guess re further research and analysis in connection with aspects of the estates' claims against Comerica	0.20	\$199.00
	RJP	Prepare correspondence to D. Stern, W. Holt, J. Weiss, and D. Guess re preparation of omnibus memorandum concerning estate claims against Comerica	0.60	\$597.00
	WLH	Exchange e-mail correspondence with D. Stern, R. Pfister, D. Guess and J. Weiss re further research issues re potential estate claims	0.20	No Charge
5/18/2018	DAF	Confer with J. Weiss re Riverdale property loans	0.20	\$215.00
	DAF	Exchange emails with B. Sharp, S. Ferrero re Riverdale assets	0.10	\$107.50
	DMG	Legal research re potential estate statutory claims against Comerica	5.50	\$4,922.50
	JMW	Research re defenses and exceptions to estates' causes of action	2.80	\$2,030.00
	JMW	Confer with D. Fidler re Riverdale property loans	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Prepare correspondence to N. Troszak, E. Held, T. Jeremiassen re schedule of Woodbridge brokers	0.10	\$72.50
	JMW	Finish preparation of comprehensive joint memo re preservation and prosecution of, and potential defenses to, estate causes of action incorporating research results of D. Stern, W. Holt, J. Weiss and D. Guess	3.30	\$2,392.50
	RJP	Analyze draft comprehensive memorandum re estate claims against Comerica	1.20	\$1,194.00
	WLH	Comment on draft comprehensive memo re potential litigation claims	0.20	\$179.00
5/19/2018	DAF	Analyze documents re 115 Midland Loop property, ownership structure and use of Woodbridge funds	0.80	\$860.00
	RJP	Revise memorandum re estate claims against Comerica	1.50	\$1,492.50
	RJP	Follow-up legal research re estate claims against Comerica in connection with revisions to memorandum addressing same	0.80	\$796.00
	WLH	Revise near-final draft of comprehensive memo re possible litigation claims	0.70	\$626.50
5/20/2018	DAF	Analyze DSI memo re Riverdale assets and operations	0.40	\$430.00
5/21/2018	DAF	Confer with W. Holt re Riverdale properties and foreclosure proceedings	0.30	\$322.50
	DAF	Call with B. Sharp, G. Shoup, S. Ferrero, N. Troszak, W. Holt re Riverdale properties and foreclosure proceedings	0.50	\$537.50
	DAF	Analyze recovery of 115 Midland Loop property and use of investor funds	0.40	\$430.00
	DAF	Analyze entity structure charts re control of non-debtors	0.30	\$322.50
	MLT	Analyze comprehensive joint memo re claims against Comerica	1.40	\$1,743.00
	MLT	Confer with R. Pfister re claims against Comerica	0.10	\$124.50
	JMW	Analyze completed comprehensive memo re prosecution of estate causes of action	0.40	\$290.00
	JMW	Exchange e-mail correspondence with N. Troszak re Woodbridge brokers and commissions	0.10	\$72.50
	RJP	Confer with M. Tuchin re claims against Comerica	0.10	\$99.50
	RJP	Meet with W. Holt re remaining issues from memo re potential estate claims	0.30	\$298.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Confer with D. Fidler re Riverdale properties and foreclosure proceedings	0.30	\$268.50
	WLH	Call with D. Fidler and B. Sharp, G. Shoup, S. Ferrero and N. Troszak re Riverdale properties and foreclosure proceedings	0.50	\$447.50
	WLH	Meet with R. Pfister re remaining issues from memo re potential estate claims	0.30	\$268.50
5/22/2018	DAF	Email to J. Kuffel re La Casa payoff and closing	0.10	\$107.50
	JMW	Telephone conference with N. Troszak re schedule of broker commission payments made by debtors	0.10	\$72.50
5/23/2018	DAF	Email to J. Kuffel re termination of La Casa escrow	0.10	\$107.50
	DAF	Analyze Riverdale asset schedule	0.20	\$215.00
	DAF	Email exchanges with S. Ferrero re Riverdale property title reports	0.20	\$215.00
	DAF	Analyze updated schedules re Riverdale loan and portfolio properties	0.30	\$322.50
	DAF	Emails with G. Shoup re identification of certain Riverdale properties	0.20	\$215.00
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	2.10	\$1,260.00
5/24/2018	DAF	Call with B. Sharp re La Casa Canaveral default	0.20	\$215.00
	DAF	Analyze Riverdale loan documents re third-party loans	0.70	\$752.50
	DAF	Analyze updated Woodbridge title report chart	0.20	\$215.00
	DAF	Emails with J. Kuffel re La Casa Canaveral notice default letter	0.20	\$215.00
	DAF	Analyze draft notice of default letter to La Casa Canaveral	0.10	\$107.50
	DAF	Email with G. Fox re Kirkstead stipulation	0.10	\$107.50
	DAF	Email to I. Bambrick re CNO for Kirkstead settlement motion	0.10	\$107.50
	DAF	Emails with G. Shoup, S. Ferrero re Riverdale foreclosure and REO properties	0.20	\$215.00
	JMW	Exchange e-mail correspondence with G. Fox re Kirkstead settlement order entry	0.10	\$72.50
	WLH	Analyze collateral assignments for executory contract traits	0.60	\$537.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	1.20	\$720.00
5/25/2018	DAF	Analyze Riverdale collateral assignments	0.40	\$430.00
	DAF	Email exchange with J. Kuffel re La Casa Canaveral payoff	0.10	\$107.50
	DAF	Exchange email with B. Sharp re Riverdale assets	0.10	\$107.50
	WLH	Analyze correspondence from DSI re Riverdale documentation issues	0.10	\$89.50
5/27/2018	DAF	Email exchange with B. Sharp re Hawaii property and insurance claim	0.10	\$107.50
	DAF	Draft email to P. Slevin re response to letter from insurer re Hawaii property	0.10	\$107.50
	DAF	Analyze documents from DSI re collateral assignment releases on Riverdale properties	0.60	\$645.00
5/29/2018	DAF	Call with B. Sharp, P. Slevin re response to Hawaii insurer coverage letter	0.30	\$322.50
	DAF	Email exchange with M. Sorenson re 115 Midland Loop property	0.10	\$107.50
	DAF	Analyze documents re recovery of additional assets at 115 Midland Loop	0.30	\$322.50
	DAF	Analyze broker commission schedules	0.30	\$322.50
	DAF	Email exchange with S. Ferrero re La Casa property title report	0.10	\$107.50
	MLT	Analyze commission expense schedule	0.20	\$249.00
	JMW	Prepare correspondence to M. Tuchin, D. Fidler, D. Stern, R. Pfister re Knowles case update	0.20	\$145.00
	JMW	Analyze schedules of commissions paid by amount	0.20	\$145.00
	JMW	Analyze statements and SOFAs in Knowles Systems bankruptcy case	0.40	\$290.00
	JMW	Analyze past precedent documentation re transfer of entities to New Board, re potential transfer of 115 Midland Loop property in Colorado	0.50	\$362.50
	WLH	Analyze recent decision circulated by J. Sabin re possible estate litigation claims	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	2.10	\$1,260.00
5/30/2018	DAF	Email exchanges with G. Shoup re Riverdale asset analysis	0.20	\$215.00
	DAF	Analyze operating agreements for non-debtor Carbondale entities re ownership and assets	0.40	\$430.00
	DAF	Analyze background documents re Hawaii insurance claim	0.30	\$322.50
	DAF	Email exchange with B. Sharp re Hawaii property insurance claim	0.10	\$107.50
	DAF	Draft email to S. Ferrero re Riverdale properties	0.10	\$107.50
	DAF	Analyze updated Riverdale title report review	0.20	\$215.00
	MLT	Exchange e-mail correspondence with B. Sharp re commission analysis	0.10	\$124.50
	MLT	Analyze update on Knowles Systems bankruptcy case	0.10	\$124.50
	RJP	Analyze correspondence from J. Weiss re Knowles (broker bankruptcy) case update	0.10	\$99.50
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	1.90	\$1,140.00
Professional Services Rendered			136.80	\$125,599.50

For Services Rendered Through 5/31/2018

In Reference To: Assumption and Rejection of Contracts and Leases

File No.: 2314-0002

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/2/2018	DAF	Email to B. Sharp re GC contracts	0.20	\$215.00
	DAF	Analyze correspondence from M. Sorenson re general contractor contracts	0.10	\$107.50
	JMW	Analyze correspondence from M. Sorenson re general contractor contract assumption issues	0.10	\$72.50
5/3/2018	DAF	Call with B. Sharp and J.Weiss re assumption of certain contracts	0.40	\$430.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with B. Sharp and D. Fidler re assumption of certain contracts	0.40	\$290.00
5/4/2018	DAF	Prepare detailed correspondence to P. Huygens re assumption of contracts and 365(d)(4) deadline	0.30	\$322.50
	DAF	Analyze schedules re identification of certain contracts to be assumed	0.40	\$430.00
	DAF	Follow up emails with P. Huygens re leases to be assumed and rejected	0.20	\$215.00
	JMW	Analyze prior orders and critical dates memo re lease assumption deadlines for various rounds of debtors	0.30	\$217.50
	JMW	Exchange e-mail correspondence with I. Bambrick re decisions on leases before 365(d)(4) deadline	0.20	\$145.00
5/8/2018	DAF	Email exchange with I. Bambrick re leases to be assumed and rejected	0.10	\$107.50
	DAF	Analyze written consent to extend 365(d)(4) deadline for Sherman Oaks lease	0.10	\$107.50
5/10/2018	DAF	Call with I. Bambrick re Sherman Oaks lease assumption decision	0.20	\$215.00
	DAF	Call with P. Huygens re Sherman Oaks headquarters lease	0.20	\$215.00
5/11/2018	DAF	Revise 365(d)(4) extension motion	0.40	\$430.00
	JMW	Analyze motion and revisions re 365(d)(4) extension	0.20	\$145.00
5/14/2018	DAF	Analyze and prepare additional comments to 365(d)(4) extension motion for Round 2 – 5 debtors	0.30	\$322.50
	DAF	Email exchanges with A. Mielke re 365(d)(4) extension motion	0.10	\$107.50
	DAF	Analyze correspondence from I. Bambrick re status of lease assumption and rejection decisions	0.10	\$107.50
5/15/2018	MLT	Analyze motion to extend deadline to assume or reject leases; analyze order authorizing rejection of contracts and leases	0.10	\$124.50
5/16/2018	DAF	Emails with I. Bambrick, P. Huygens re extension of time to assume or reject headquarters lease	0.10	\$107.50
	DAF	Prepare comments to COC and proposed order extending of time to assume or reject Sherman Oaks headquarters lease	0.20	\$215.00
	JMW	Analyze as-filed 365(d)(4) extension motion	0.10	\$72.50

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0000 Woodbridge ExpensesPage 15
Bill # 16507

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/24/2018	JMW	Analyze contract assumption legal issues raised by committees	0.60	\$435.00
Professional Services Rendered			<u>5.40</u>	<u>\$5,157.00</u>

For Services Rendered Through 5/31/2018

In Reference To: Budgeting

File No.: 2314-0003

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/29/2018	JMW	Draft monthly budget and staffing plan for KTBS	1.70	\$1,232.50
Professional Services Rendered			<u>1.70</u>	<u>\$1,232.50</u>

For Services Rendered Through 5/31/2018

In Reference To: Business Operations

File No.: 2314-0004

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/3/2018	DAF	Email to B. Sharp, N. Troszak re company cash	0.20	\$215.00
	JMW	Exchange e-mail correspondence A. Beck re written consent for F. Chin signature on city planning documents	0.10	\$72.50
5/7/2018	DAF	Analyze company cash balance report	0.10	\$107.50
	DAF	Email exchange with J. Wells re cash balance report	0.10	\$107.50
	DAF	Call with P. Huygens re cash balance report	0.20	\$215.00
5/11/2018	DAF	Email exchanges with T. Jeremiassen re Comerica bank statements	0.20	\$215.00
5/21/2018	RJP	Exchange email correspondence with N. Troszak re Comerica bank records and examination of same	0.10	\$99.50
5/24/2018	DAF	Analyze correspondence from M. Sorenson re critical vendor payments	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/29/2018	DAF	Email exchanges with D. Dachelet re Titan critical vendor payments	0.20	\$215.00
	DAF	Email exchanges with M. Sorenson re critical vendor payments	0.10	\$107.50
	DAF	Analyze critical vendor payment schedule re additional payments and possible credits	0.30	\$322.50
	DAF	Call with M. Sorenson re critical vendor payment schedule	0.10	\$107.50
Professional Services Rendered			1.80	\$1,892.00

For Services Rendered Through 5/31/2018

In Reference To: Case Administration

File No.: 2314-0005

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re 5/1 hearing transcript	0.10	\$37.50
	SDP	Analyze docket update re SEC v. Shapiro	0.10	\$37.50
	SDP	Analyze docket update re Comerica adversary	0.10	\$37.50
	JMW	Exchange e-mail correspondence with A. Schwartz re Boies Schiller OCP status	0.10	\$72.50
	JMW	Analyze correspondence from D. Stermer, B. Feldman re additional litigation ordinary course professionals	0.20	\$145.00
	SMG	Analyze correspondence re OCP list amendment	0.10	\$62.50
5/2/2018	SDP	Analyze docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update for Comerica v. WFS	0.10	\$37.50
	JMW	Exchange e-mail correspondence D. Nelson re Boies Schiller OCP status	0.20	\$145.00
5/3/2018	SDP	Manage data room files	0.10	\$37.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Analyze docket update	0.10	\$37.50
5/4/2018	SDP	Analyze docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
5/7/2018	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
	SDP	Analyze SEC v. Shapiro docket update	0.10	\$37.50
	SMG	Exchange e-mail correspondence with I. Bambrick re critical dates memo	0.10	\$62.50
5/8/2018	DAF	Analyze updated critical dates calendar	0.30	\$322.50
	DAF	Email exchange with B. Sharp re Snell and Wilmer fees	0.10	\$107.50
	DAF	Call with B. Sharp and J. Weiss re Snell & Wilmer invoices and OCP payments	0.30	\$322.50
	MLT	Analyze critical dates calendar	0.10	\$124.50
	SDP	Analyze critical dates calendar	0.10	\$37.50
	SDP	Analyze docket update	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re supplemental docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from J. Weiss re critical dates	0.10	\$37.50
	SDP	Analyze docket update (Comerica adversary)	0.10	\$37.50
	JMW	Analyze updated critical dates memo	0.40	\$290.00
	JMW	Analyze attachments from B. Sharp re Snell Wilmer OCP issues	0.30	\$217.50
	JMW	Telephone conference with D. Fidler, B. Sharp re Snell and Wilmer invoices and OCP fees	0.30	\$217.50
	SMK	Analyze Comerica AP docket	0.10	\$67.50
5/9/2018	SDP	Calendar hearing and deadlines	0.20	\$75.00
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze final Boise Schiller OCP affidavit	0.10	\$72.50
	RJP	Review revised declaration of disinterestedness for proposed OCP Boies Schiller	0.10	\$99.50
	SMG	Prepare for meeting with with B. Feldman and I. Bambrick re monthly OCP report	0.20	\$125.00
5/10/2018	SDP	Calendar hearing and deadlines	0.30	\$112.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze docket update	0.10	\$37.50
5/11/2018	SDP	Analyze docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze docket update (Comerica adversary)	0.10	\$37.50
	JMW	Analyze correspondence from D. Stermer re revisions to OCP list	0.10	\$72.50
5/14/2018	DAF	Analyze updated task and responsibility chart	0.10	\$107.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
5/15/2018	MLT	Analyze docket report	0.10	\$124.50
	SDP	Analyze correspondence from D. Laskin re 5/15 hearing transcript	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze docket update	0.10	No Charge
	JMW	Analyze revised list of OCPs	0.10	\$72.50
	JMW	Exchange e-mail correspondence with S. Ferrero, D. Fidler re document evidencing B. Sharp authority as CRO	0.20	\$145.00
5/16/2018	MLT	Analyze docket report	0.10	No Charge
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	No Charge
	JMW	Analyze seventh supplemental OCP list	0.10	\$72.50
5/17/2018	DAF	Email exchange with I. Bambrick re omnibus hearing date	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Analyze docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update (SEC v. Shapiro)	0.10	\$37.50
5/18/2018	MLT	Exchange e-mail correspondence with B. Sharp re Snell & Wilmer's fees	0.10	\$124.50
	SDP	Analyze docket update	0.10	\$37.50
	SDP	Calendar hearings and deadlines	0.10	\$37.50
	JMW	Analyze correspondence from S. Persichilli re updated call center and live operators	0.10	\$72.50
5/19/2018	MLT	Analyze entered orders (bar date for SEC, extension of time to assume lease)	0.10	\$124.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
5/21/2018	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze docket update	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re supplemental docket update	0.10	\$37.50
	SDP	Calendar hearing and deadline	0.40	\$150.00
	SDP	Monitor committee websites	0.50	\$187.50
	JMW	Analyze order re hearing dates	0.10	\$72.50
	RJP	Review order setting omnibus hearings	0.10	\$99.50
5/22/2018	SDP	Analyze docket update	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re supplemental docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update (SEC v. Shapiro)	0.10	\$37.50
5/24/2018	DAF	Email exchange with D. Stermer re OCP list	0.10	\$107.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze docket update	0.10	\$37.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/25/2018	SDP	Manage data room files	0.20	\$75.00
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update (Comerica adversary)	0.10	\$37.50
	SDP	Analyze docket update (Comerica v. WFS)	0.10	\$37.50
5/29/2018	SDP	Manage data room files	0.10	\$37.50
5/30/2018	MLT	Analyze docket report	0.10	\$124.50
	SDP	Manage data room files	0.10	\$37.50
	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
	SDP	Update service lists in light of returned mail	0.80	\$300.00
5/31/2018	SDP	Analyze correspondence from D. Laskin re docket update	0.10	\$37.50
Professional Services Rendered			12.70	\$6,844.00

For Services Rendered Through 5/31/2018

In Reference To: Claims Administration and Objections

File No.: 2314-0006

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Email exchange with S. Persichilli re bar date inquiries	0.10	\$107.50
5/2/2018	DAF	Email exchange with B. Feldman re trading issues	0.10	\$107.50
	DAF	Meet with R. Pfister re Contrarian discovery and note motion	0.30	\$322.50
	DAF	Prepare comments to scheduling order re Contrarian	0.20	\$215.00
	MLT	Analyze draft Contrarian scheduling order	0.10	\$124.50
	MLT	Analyze correspondence from J. Pomerantz re claims trading	0.10	\$124.50
	DMS	Confer with R. Pfister re Contrarian discovery and litigation strategy	0.30	\$373.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DMS	Review Scheduling Order re Contrarian hearing	0.20	\$249.00
	DMG	Email team re Argo purchase of claims in case	0.10	No Charge
	RJP	Meet with D. Fidler re Contrarian discovery and note motion	0.30	\$298.50
	RJP	Draft proposed scheduling order re Contrarian discovery, claim objection, and note motion	0.70	\$696.50
	RJP	Confer with D. Stern re Contrarian discovery and litigation strategy	0.30	\$298.50
	RJP	Analyze note/unit purchase solicitations and UCC's cease-and-desist response to same	0.40	\$398.00
5/3/2018	MLT	Confer with R. Pfister re Comerica Indemnity claims	0.10	\$124.50
	MLT	Meet with R. Pfister and D. Stern re Contrarian claim objection, including during-meeting calls with B. Sharp and R. Pachulski re same	0.60	\$747.00
	DMS	Confer with R. Pfister re Contrarian proposal and litigation strategy	0.40	\$498.00
	DMS	Review briefs on anti-assignment issues re Contrarian	0.40	\$498.00
	DMS	Call with J. Sabin re Contrarian strategy	0.20	\$249.00
	DMS	Email M. Tuchin re Unitholders' position on Contrarian	0.10	\$124.50
	DMS	Review May 1 transcript re Contrarian discovery hearing	0.20	\$249.00
	DMS	Meet with M. Tuchin and R. Pfister re Contrarian claim objection, including during-meeting calls with B. Sharp and R. Pachulski re same	0.60	\$747.00
	JMW	Exchange e-mail correspondence with C. Levy (unitholders) re proof of claim questions	0.10	\$72.50
	RJP	Telephone conferences (multiple) with B. O'Neill re Contrarian note motion and claim objection	0.30	\$298.50
	RJP	Review correspondence from D. Stern and M. Tuchin re Unitholder committee's position with respect to Contrarian issues	0.10	\$99.50
	RJP	Meet with J. Gurule re research memo on subordination of indemnification claims	0.40	\$398.00
	RJP	Prepare for meeting with M. Tuchin and D. Stern re Contrarian note motion and claim objection	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Meet with M. Tuchin and D. Stern re Contrarian claim objection, including during-meeting calls with B. Sharp and R. Pachulski re same	0.60	\$597.00
	RJP	Analyze current entered protective order for suitability in connection with Contrarian discovery	0.50	\$497.50
	RJP	Prepare draft settlement points re potential Contrarian resolution	0.40	\$398.00
	RJP	Legal and factual research re potential Comerica indemnification claims and treatment thereof	0.80	\$796.00
	RJP	Meet with M. Tuchin re Comerica indemnity claims	0.10	\$99.50
5/4/2018	DAF	Analyze correspondence from D. Barton re liquidity facility	0.10	\$107.50
	MLT	Exchange e-mail correspondence with D. Baddley re bar date; exchange e-mail correspondence with S. Kortanek re same	0.10	\$124.50
	DMS	Exchange emails with J. Sabin re Contrarian	0.10	\$124.50
	DMS	Call with J. Sabin re Contrarian	0.10	\$124.50
	JMW	Telephone conference with S. Persichilli re proofs of claim from structured settlements	0.10	\$72.50
	RJP	Review D. Stern email re discussions with Unitholder committee counsel re Contrarian matters	0.10	\$99.50
	RJP	Exchange email correspondence with P. Guffy (Kramer Levin) re joinder to protective order in connection with Contrarian discovery	0.30	\$298.50
	RJP	Exchange email correspondence with B. O'Neill and P. Guffy re scheduling order for Contrarian note motion and claim objection, and schedule/status of discovery in connection therewith	0.40	\$398.00
	RJP	Analyze Kramer Levin's draft order granting in part and denying in part motion to quash	0.20	\$199.00
	RJP	Review transcript of May 1 oral ruling on same, and confer with D. Stern re same and next steps	0.10	\$99.50
5/5/2018	DAF	Research perfection of mechanic's liens procedure	1.30	\$1,397.50
5/6/2018	DAF	Analyze mechanic's lien claims	0.30	\$322.50
5/7/2018	DAF	Confer with J. Weiss re disputed noteholder claims	0.20	\$215.00
	JMW	Confer with D. Fidler re disputed noteholder claims	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with B. O'Neill and P. Guffy re Contrarian discovery and scheduling matters	0.30	\$298.50
	RJP	Analyze Contrarian's objections responses, and document production to Debtors' first set of RFPs	2.70	\$2,686.50
5/8/2018	MLT	Analyze claim transfer from second flight	0.10	\$124.50
	MLT	Exchange e-mail correspondence with R. Pfister re Contrarian production	0.10	\$124.50
	MLT	Telephone conference with R. Pachulski re liquidity facility	0.10	\$124.50
	MLT	Confer with D. Stern and R. Pfister re Contrarian discovery and strategy	0.50	\$622.50
	DMS	Confer with R. Pfister re Contrarian discovery and litigation strategy	0.20	\$249.00
	DMS	Analyze issues re adequacy of Contrarian document responses	0.20	\$249.00
	DMS	Confer with R. Pfister and M. Tuchin re Contrarian discovery and strategy	0.50	\$622.50
	JMW	Analyze claim transfer from Second Flight Consultancy	0.10	\$72.50
	RJP	Meet-and-confer call with B. O'Neill and P. Guffy re Contrarian discovery	0.30	\$298.50
	RJP	Review transfer notice re trade claim and email correspondence re same	0.10	\$99.50
	RJP	Draft summary of Contrarian document production	0.40	\$398.00
	RJP	Prepare for meet and confer with Contrarian counsel	0.20	\$199.00
	RJP	Confer with M. Tuchin and D. Stern re Contrarian discovery and strategy	0.50	\$497.50
	RJP	Meet with D. Stern re Contrarian discovery and litigation strategy	0.20	\$199.00
	RJP	Prepare and send meet-and-confer correspondence to B. O'Neill and P. Guffy re Contrarian discovery	0.40	\$398.00
	RJP	Exchange email correspondence with M. Tuchin re Contrarian production	0.10	\$99.50
5/9/2018	DAF	Email to B. Sharp re bar date order	0.10	\$107.50
	DMS	Analyze issues re Contrarian failure to produce solicitation to Berlingers	0.30	\$373.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze Donut Emporium claim transfer	0.10	\$72.50
	RJP	Review Tannor Partners notice of transfer re trade claim	0.10	\$99.50
	RJP	Exchange email correspondence with J. Sarachek re Tannor Partners notices of transfer	0.10	\$99.50
	RJP	Review correspondence from P. Guffy re Contrarian discovery dispute	0.80	\$796.00
5/10/2018	DMS	Review Contrarian scheduling order	0.20	\$249.00
	RJP	Prepare correspondence to B. O'Neill and P. Guffy re Contrarian discovery issues	0.50	\$497.50
	RJP	Revise draft order on Contrarian motion to quash, scheduling matters, note motion, and claim objection	0.70	\$696.50
5/11/2018	DAF	Confer with R. Pachulski, M. Tuchin re interim liquidity facility	0.30	\$322.50
	MLT	Confer with R. Pachulski and D. Fidler re interim liquidity facility	0.30	\$373.50
	MLT	Exchange e-mail correspondence with S. Kortanek re extension of governmental bar date for SEC; prepare correspondence to D. Baddley re same	0.10	\$124.50
	JMW	Analyze correspondence from T. Jeremiassen re post petition interest to investors	0.10	\$72.50
5/14/2018	DAF	Emails with M. Sorenson re mechanic's liens and lien procedures order	0.20	\$215.00
	MLT	Analyze draft stipulation and certification of counsel extending bar date for SEC	0.10	\$124.50
	MLT	Exchange e-mail correspondence with D. Baddley re stipulation	0.10	\$124.50
	MLT	Analyze Contrarian's revisions to agreed scheduling order	0.10	\$124.50
	MLT	Telephone conference with R. Pachulski re Contrarian claim objection	0.10	\$124.50
	DMS	Meet with R. Pfister re Contrarian scheduling order and preparations for June 5 hearing on Contrarian claim objection	0.20	\$249.00
	RJP	Circulate draft Contrarian order to J. Morris and J. Sabin with detailed explanatory cover email	0.20	\$199.00
	RJP	Telephone conference with J. Morris (PSZ&J) re Contrarian scheduling order	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Telephone conference with J. Sabin re Contrarian scheduling order and preparations for June 5 hearing on Contrarian claim objection	0.30	\$298.50
	RJP	Meet with D. Stern re Contrarian scheduling order and preparations for June 5 hearing on Contrarian claim objection	0.20	\$199.00
	RJP	Review Contrarian's mark-up of draft agreed scheduling order and order on motion to shorten and motion to quash	0.20	\$199.00
	JIG	Analyze issues re potential subordination of indemnity claims	1.90	\$1,567.50
5/15/2018	DAF	Revise NDA for liquidity facility	0.70	\$752.50
	DAF	Email exchange with C. Nelson, M. Tuchin M. Dundon, F. Chin re liquidity facility	0.20	\$215.00
	MLT	Analyze correspondence from J. Morris and R. Pfister re Contrarian order	0.10	No Charge
	MLT	Exchange e-mail correspondence with C. Nelson, M. Dundon, F. Chin, and D. Fidler re Liquidity Facility	0.20	\$249.00
	RJP	Exchange email correspondence with J. Morris, J. Sabin, P. Guffy, and A. Mielke re Contrarian order and certification of counsel in respect of same	0.30	\$298.50
	RJP	Review notice of trade claim transfer	0.10	\$99.50
	RJP	Revise Contrarian order and certification of counsel in respect of same	0.50	\$497.50
	SMK	Analyze scheduling order re Contrarian claim objection and note motion	0.10	\$67.50
	RJS	Revise NDA for potential liquidity lenders	1.10	\$660.00
	JIG	Conduct legal research re of indemnity claim matters	2.20	\$1,815.00
	JIG	Draft memorandum re subordination of indemnity claim matters	1.80	\$1,485.00
5/16/2018	DAF	Analyze notice of withdrawal of claim 2208	0.10	\$107.50
	DAF	Analyze liquidity facility term sheet proposals	0.50	\$537.50
	DAF	Analyze mark-up of NDA from potential lender re liquidity facility	0.20	\$215.00
	DAF	Emails with S. Khazary re NDA comments from potential lender	0.20	\$215.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchanges with B. Sharp re comments to NDA	0.10	\$107.50
	DAF	Analyze revised version of liquidity facility NDA	0.40	\$430.00
	MLT	Analyze Liquidity Proposals term sheets	0.40	\$498.00
	MLT	Analyze correspondence from D. Baddley re stipulation extending bar date for SEC	0.10	No Charge
	MLT	Analyze committee websites re bar date issues	0.30	\$373.50
	MLT	Prepare issues list re liquidity proposals	0.30	\$373.50
	MLT	Confer with R. Nevins, F. Reiss, and F. Chin re liquidity proposals	0.20	\$249.00
	RJP	Review noteholder withdrawal of claim and D. Fidler correspondence re same	0.10	\$99.50
	RJS	Revise NDA markup from potential liquidity lender	1.10	\$660.00
	JIG	Draft memorandum re subordination of indemnity claim matters	2.40	\$1,980.00
	JIG	Conduct legal research re subordination of indemnity claim matters	1.50	\$1,237.50
5/17/2018	DAF	Emails with I. Bambrick, S. Beach re settlement of ECOS mechanic's lien	0.20	\$215.00
	DAF	Email to M. Sorenson re critical vendor payments	0.10	\$107.50
	DAF	Prepare correspondence to J. Sabin re liquidity facility NDA	0.20	\$215.00
	DAF	Analyze additional comments to NDA from potential lender	0.20	\$215.00
	MLT	Telephone conference with B. Sharp and J. Weiss re committees' website notices regarding bar date	0.10	\$124.50
	MLT	Exchange e-mail correspondence with D. Baddley and S. Beach re bar date extension	0.10	\$124.50
	MLT	Analyze correspondence from J. Sabin re liquidity issues; telephone conference with J. Sabin re same	0.10	\$124.50
	MLT	Revise proposed revisions to bar date notice information on noteholder website	0.30	\$373.50
	JMW	Telephone conference with B. Sharp, M. Tuchin re committee website notices re bar date	0.10	\$72.50
	JMW	Analyze scheduling order re Contrarian hearings	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Review entered order re Contrarian scheduling and discovery matters	0.10	\$99.50
	RJS	Review and revise NDA markup from potential liquidity lender	0.80	\$480.00
	JIG	Continue research re subordination of indemnity claims	2.30	\$1,897.50
	SCL	Research case law regarding presentation of avoided lien claims for benefit of the estate	2.20	\$550.00
5/18/2018	DAF	Analyze additional comments to liquidity facility NDAs from proposed lenders	0.40	\$430.00
	DAF	Prepare responses to NDA comments	0.30	\$322.50
	DAF	Analyze and prepare comments to further revised NDAs from proposed lenders (multiple iterations)	0.40	\$430.00
	MLT	Analyze e-mail correspondence from R. Pfister re claim trading	0.10	\$124.50
	MLT	Confer with R. Pachulski re interim liquidity facility	0.40	\$498.00
	MLT	Analyze Contrarian's response to claim objection	0.80	\$996.00
	MLT	Confer with R. Pfister re reply to Contrarian claim objection response	0.40	\$498.00
	MLT	Prepare outline of response to Contrarian claim reply	0.40	\$498.00
	DMS	Review new claim by Argo (assigned promissory note)	0.20	\$249.00
	DMS	Legal research re new case on material breach in connection with Contrarian reply	0.30	\$373.50
	RJP	Analyze putative transfer of notes to Argo Partners	0.20	\$199.00
	RJP	Review research from D. Stern re transferability of claims	0.20	\$199.00
	RJP	Analyze Contrarian's response to claim objection, including exhibits thereto and key authorities cited therein	1.00	\$995.00
	RJP	Prepare to meet with M. Tuchin re Contrarian's response to claim objection	0.10	\$99.50
	RJP	Prepare email correspondence to M. Tuchin, D. Stern, and J. Weiss re putative transfer of notes to Argo Partners and proposed next steps in connection with same	0.30	\$298.50
	RJP	Meet with M. Tuchin re reply to Contrarian's claim objection response	0.40	\$398.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare reply in further support of Contrarian claim objection	1.10	\$1,094.50
	SMK	Draft reply in support of objection to Contrarian claim	1.20	\$810.00
	RJS	Review and revise multiple NDA markups from potential liquidity lenders	2.10	\$1,260.00
	JIG	Draft memorandum re indemnity subordination legal issues	3.10	\$2,557.50
	JIG	Research re indemnity claim subordination	2.50	\$2,062.50
	SCL	Conduct case law research relevant to avoidable transfer claim preservation for benefit of estate	1.10	\$275.00
5/19/2018	MLT	Analyze correspondence from J. Pomerantz to V. Knox re unsolicited offer to purchase claim	0.10	\$124.50
5/20/2018	DMS	Review and analyze Contrarian response to objection to claim	0.30	\$373.50
	DMS	Draft short memo analyzing Contrarian response to objection to claim	0.50	\$622.50
	RJP	Review D. Stern analysis of Contrarian's response to claim objection	0.30	\$298.50
	RJP	Review correspondence from M. Tuchin re Contrarian's response to claim objection	0.20	\$199.00
5/21/2018	DAF	Confer with R. Pfister re Contrarian response to claim objection	0.30	\$322.50
	DAF	Analyze additional lender comments to liquidity facility NDAs (multiple lender NDAs)	0.40	\$430.00
	DAF	Email to S. Khazary re liquidity facility NDAs	0.10	\$107.50
	DAF	Emails with B. Sharp re liquidity facility NDAs and company contacts	0.20	\$215.00
	DAF	Follow up emails with B. Sharp re liquidity facility NDA comments	0.10	\$107.50
	DAF	Prepare additional comments in response to lender NDA mark-ups (multiple NDAs)	0.50	\$537.50
	DAF	Exchange emails with R. Pachulski re liquidity facility NDA and trading prohibition	0.20	\$215.00
	DMS	Review Contrarian assignment documents as basis for reply re Contrarian claim	0.40	\$498.00
	SDP	Research for memo re subordination of certain claims	0.40	\$150.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare reply in further support of Contrarian claim objection	0.90	\$895.50
	RJP	Confer with D. Fidler re Contrarian's response to claim objection	0.30	\$298.50
	RJS	Review and revise multiple NDA markups from potential liquidity lenders	1.90	\$1,140.00
	RJS	Analyze organizational documents and ownership status of Carbondale Glen Owners, LLC and related entities	0.60	\$360.00
	JIG	Draft memo re subordination of certain claims	2.10	\$1,732.50
	JIG	Legal research re subrogation and reimbursement claims	3.70	\$3,052.50
	JIG	Draft memorandum re subrogation and reimbursement claims	2.30	\$1,897.50
	SCL	Research on operation of §551 to preserve for benefit of estate	5.10	\$1,275.00
5/22/2018	DAF	Revise liquidity facility NDAs	0.30	\$322.50
	DAF	Emails with R. Pachulski, S. Khazary re comments to NDA	0.20	\$215.00
	DAF	Call with B. Sharp, M. Tuchin re liquidity facility due diligence	0.10	\$107.50
	DAF	Email to S. Persichilli re filed proofs of claim	0.10	\$107.50
	DAF	Analyze correspondence from B. Sharp re diligence data room re liquidity facility	0.10	\$107.50
	DAF	Confer with R. Pachulski, M. Tuchin re liquidity facility	0.40	\$430.00
	MLT	Exchange e-mail correspondence with M. Goldberg re liquidity facility due diligence	0.10	No Charge
	MLT	Telephone conference with B. Sharp and D. Fidler re liquidity facility due diligence	0.10	\$124.50
	MLT	Exchange e-mail correspondence with M. Dundon, S. Khazary, and B. Sharp re liquidity facility due diligence	0.20	\$249.00
	MLT	Telephone conference with M. Goldberg re liquidity facility due diligence	0.10	\$124.50
	MLT	Confer with R. Pachulski and D. Fidler re liquidity facility	0.40	\$498.00
	DMS	Legal research of cases cited in Contrarian response to objection to claim	4.40	\$5,478.00
	DMS	Draft reply in support of objection to Contrarian claim	2.90	\$3,610.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze research results re preservation of liens for benefit of estate	0.30	\$217.50
	SMG	Research re claim objection and mechanism to dispute claim	6.30	\$3,937.50
	RJS	Review and revise NDA markup from potential liquidity lender	0.30	\$180.00
	JIG	Draft 502(e) and 510(b) memorandum re subordination of certain claims	6.70	\$5,527.50
	SCL	Draft memo on 11 U.S.C. §551 preservation of liens	2.40	\$600.00
5/23/2018	MLT	Exchange e-mail correspondence with M. Dundon, S. Khazary, and C. Nelson re liquidity facility due diligence	0.20	\$249.00
	DMS	Draft reply in support of objection to Contrarian claim	9.70	\$12,076.50
	SDP	Review memo re indemnification claims	0.90	\$337.50
	SDP	Revise memo re indemnification claims	0.20	\$75.00
	SDP	Compile authorities cited in memo re indemnification claims	4.00	\$1,500.00
	RJP	Review correspondence from J. Gurule re 510(b) subordination memorandum	0.10	\$99.50
	SMK	Research re "first material breach" theory in connection with reply ISO Contrarian claim objection	0.80	\$540.00
	SMG	Research re claim objection and affirmative defense issues in connection with Contrarian reply	2.60	\$1,625.00
5/24/2018	DAF	Analyze further lender comments to liquidity facility NDAs	0.30	\$322.50
	DAF	Analyze NDA status chart	0.10	\$107.50
	DAF	Analyze correspondence from M. Dundon re liquidity facility due diligence	0.10	\$107.50
	MLT	Analyze correspondence from F. Chin and M. Dundon re due diligence for liquidity facility	0.10	\$124.50
	DMS	Revise reply memorandum in support of objection to Contrarian claim	2.00	\$2,490.00
	RJP	Revise draft reply brief in further support of Contrarian claim objection	3.40	\$3,383.00
	RJS	Revise multiple NDA markups from potential liquidity lenders	0.70	\$420.00
5/25/2018	DAF	Analyze correspondence from I. Bambrick re claims transfers	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Confer with R. Pachulski, M. Tuchin re liquidity facility	0.30	\$322.50
	DAF	Analyze ECOS settlement agreement re release of mechanic's lien	0.20	\$215.00
	DAF	Analyze vendor mark-up of liquidity facility NDA	0.20	\$215.00
	DAF	Prepare comments to potential lender NDA	0.10	\$107.50
	MLT	Confer with R. Pachulski and D. Fidler re liquidity facility	0.30	\$373.50
	DMS	Revise reply in support of objection to Contrarian claim	4.10	\$5,104.50
	JMW	Analyze correspondence from I. Bambrick, A. Moodie re bar date mailing returns	0.20	\$145.00
	JMW	Analyze correspondence from I. Bambrick re existence of claim transfer	0.10	\$72.50
	RJP	Follow-up research re open legal issues in connection with Contrarian claim objection reply	0.80	\$796.00
	RJP	Review correspondence from J. Weiss re John Hancock claim transfer / buyback issue	0.10	\$99.50
	RJP	Revise reply in further support of Contrarian claim objection	4.30	\$4,278.50
	RJS	Revise multiple NDA markups from potential liquidity lenders	1.10	\$660.00
5/26/2018	MLT	Revise reply to Contrarian claim response	1.10	\$1,369.50
	RJP	Analyze M. Tuchin mark-up of reply re Contrarian claim objection	0.40	\$398.00
5/27/2018	MLT	Analyze revised reply to Contrarian's response to claim objection	0.70	\$871.50
	DMS	Revise reply in support of objection to Contrarian claim (includes case law review in the course of revisions)	3.30	\$4,108.50
	RJP	Analyze D. Stern revisions to draft reply in further support of Contrarian claim objection	0.50	\$497.50
	RJP	Exchange email correspondence with M. Tuchin and D. Stern re draft Contrarian reply and next steps	0.30	\$298.50
5/28/2018	MLT	Analyze revised reply re Contrarian claim objection	0.10	No Charge
	RJP	Review revisions to Contrarian reply	0.20	\$199.00
	RJP	Review correspondence from J. Sabin re reply in further support of Contrarian claim objection	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/29/2018	DAF	Analyze NDA tracking chart re liquidity facility lenders	0.10	\$107.50
	DAF	Analyze correspondence from S. Khazary re liquidity facility diligence meetings	0.10	\$107.50
	DAF	Analyze diligence schedule for potential liquidity facility lenders	0.10	\$107.50
	DAF	Analyze Meyer Davis mechanic's lien statement	0.10	\$107.50
	DAF	Prepare for lender diligence meetings re liquidity facility	0.70	\$752.50
	MLT	Exchange e-mail correspondence with B. Sharp re same	0.10	\$124.50
	MLT	Analyze correspondence from Michael and Jasmine Bahia re disputed claim; exchange e-mail correspondence with J. Weiss re same	0.10	No Charge
	MLT	Analyze correspondence from J. Sabin re comments to reply re Contrarian claim objection	0.20	\$249.00
	MLT	Exchange e-mail correspondence with M. Dundon and S. Khazary re liquidity facility due diligence	0.20	\$249.00
	MLT	Confer with R. Pachulski and F. Chin re reply brief (Contrarian claim)	0.10	\$124.50
	MLT	Analyze correspondence from J. Morris and R. Pachulski re comments to reply re Contrarian claim objection	0.10	\$124.50
	MLT	Analyze revised reply re Contrarian claim objection (two versions)	0.10	\$124.50
	DMS	Review J. Sabin comments to reply in support of objection to Contrarian claim	0.30	\$373.50
	DMS	Call with J. Sabin re comments to reply in support of objection to Contrarian claim	0.30	\$373.50
	DMS	Review J. Morris edits to Contrarian reply brief	0.70	\$871.50
	DMS	Revise reply in support of objection to Contrarian claim	1.10	\$1,369.50
	SDP	Prepare summary re assignment of Fund 2 interests	0.30	\$112.50
	SDP	Exchange e-mail correspondence with R. Smith re summary re assignment of Fund 2 interests	0.20	No Charge
	JMW	Analyze Notice of Lien from Meyer Davis on Owlwood property	0.20	\$145.00
	JMW	Analyze schedule of liquidity facility diligence meetings	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Analyze Unitholder Committee's comments, questions, and edits regarding Contrarian claim objection reply brief	0.30	\$298.50
	RJP	Analyze UCC's comments and edits regarding Contrarian claim objection reply brief	0.20	\$199.00
	RJP	Review revised draft reply in further support of Contrarian claim objection	0.10	\$99.50
	SMK	Analyze letter objection re scheduling of disputed claim	0.10	\$67.50
5/30/2018	DAF	Confer with R. Smith re collateral assignment releases	0.10	\$107.50
	DAF	Call with G. Shoup re collateral assignment releases	0.20	\$215.00
	DAF	Email exchange with S. Beach re transfers of claims	0.10	\$107.50
	DAF	Email to B. Brody, C. Robinson re lien procedures order	0.10	\$107.50
	MLT	Confer with B. Evans, D. Pool, M. Dundon, B. Feldman, F. Chin, and C. Nelson re interim liquidity facility due diligence	2.40	\$2,988.00
	MLT	Analyze correspondence from J. Sabin re Contrarian claim objection reply; exchange e-mail correspondence with D. Stern re same	0.10	No Charge
	DMS	Review edits suggested by J. Sabin and communicate re same	0.40	\$498.00
	DMS	Confer with R. Pfister re live witnesses at hearing on Contrarian claim objection	0.20	\$249.00
	JMW	Analyze Meyer Design lien notice and prepare correspondence to B. Sharp re same	0.10	\$72.50
	RJP	Confer with D. Stern re witnesses at hearing on Contrarian claim objection	0.20	\$199.00
	RJP	Exchange email correspondence with J. Sabin, J. Morris, M. Tuchin, and D. Stern re final proposed revisions and comments to Contrarian claim objection reply	0.70	\$696.50
	RJP	Exchange email correspondence with B. Sharp re witnesses at hearing on Contrarian claim objection	0.20	\$199.00
	RJP	Revise, finalize, and circulate near-final draft reply brief in further support of Contrarian claim objection	0.90	\$895.50
	RJS	Confer with D. Fidler re collateral assignments releases	0.10	\$60.00
5/31/2018	DAF	Prepare for meeting with potential liquidity facility lender	1.00	\$1,075.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Meet with F. Chin, E. Held, C. Nelson, M. Dundon and potential liquidity facility lender	2.50	\$2,687.50
	DAF	Email exchanges with M. Sorenson re mechanic's lien claims	0.20	\$215.00
	MLT	Exchange e-mail correspondence with J. Trump, C. Nelson, and B. Sharp re interim liquidity facility	0.10	\$124.50
	MLT	Analyze Jones Road Capital term sheet for interim liquidity facility	0.30	\$373.50
	DMS	Confer with R. Pfister re final edits to reply in support of objection to Contrarian claim	0.20	\$249.00
	DMS	Confer with R. Pfister re witness issues in connection with objection to Contrarian claim	0.20	\$249.00
	JMW	Meeting with F. Chin, C. Nekon, M. Dundon, E. Held, and potential lender re liquidity facility	1.60	\$1,160.00
	JMW	Confer with F. Chin, E. Held re meeting with potential lender	0.30	\$217.50
	JMW	Analyze Jones Road term sheet re liquidity facility	0.20	\$145.00
	JMW	Analyze reply in support of Contrarian claim objection	0.20	\$145.00
	JMW	Prepare for diligence meeting with potential liquidity lender (by analyzing property lists, business plans, and chapter 11 draft plan)	1.10	\$797.50
	JMW	Exchange e-mail correspondence with M. Sorenson, D. Fidler re Owlwood lien notice	0.10	\$72.50
	RJP	Telephone conference with B. O'Neill re witnesses for June 5 hearing on Contrarian claim objection	0.10	\$99.50
	RJP	Revise, finalize, and file reply in further support of Contrarian claim objection	0.90	\$895.50
	RJP	Draft email correspondence to M. Tuchin, D. Stern, and I. Bambrick re Noteholder Committee's forthcoming statement regarding Contrarian claim objection and Debtors' reply in further support thereof	0.20	\$199.00
	RJP	Confer with D. Stern re final edits to reply in support of objection to Contrarian claim	0.20	\$199.00
	RJP	Confer with D. Stern re witness issues in connection with objection to Contrarian claim	0.20	\$199.00
Professional Services Rendered			178.00	\$163,414.50

For Services Rendered Through 5/31/2018

In Reference To: Corporate Governance and Board Matters

File No.: 2314-0007

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Analyze board consent re Electra property	0.10	\$107.50
	DAF	Email to B. Sharp re May 2 board package	0.10	\$107.50
	DAF	Analyze board resolutions re signing authority	0.20	\$215.00
	MLT	Prepare board agenda for 5-2 meeting	0.20	\$249.00
5/2/2018	DAF	Revise 4/26 board minutes	0.20	\$215.00
	DAF	Call with F. Chin, B. Sharp re preparation for board call	0.20	\$215.00
	DAF	Board call (take lead on certain issues)	1.00	\$1,075.00
	MLT	Board call (take lead on certain issues)	1.00	\$1,245.00
	MLT	Analyze board package	0.40	\$498.00
	MLT	Telephone conference with F. Chin and B. Sharp re preparations for board call	0.20	\$249.00
	JMW	Participate and take minutes of Board Call	1.00	\$725.00
	JMW	Draft minutes of 4-26 board meeting	2.30	\$1,667.50
	JMW	Prepare for board call (analyze board package)	0.30	\$217.50
	JMW	Analyze signed written consent re signing authority for CEO and CRO	0.10	\$72.50
5/4/2018	DAF	Prepare detailed correspondence to Woodbridge board re Nimes settlement proposal	0.40	\$430.00
5/5/2018	MLT	Revise minutes of 4/26/18 board meeting	0.30	\$373.50
5/6/2018	MLT	Exchange e-mail correspondence with Board members re board meeting	0.10	\$124.50
5/7/2018	DAF	Several emails exchanges with F. Chin re board approvals	0.30	\$322.50
	MLT	Analyze correspondence from Board and J. Weiss re minutes	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze correspondence from J. Byun, J. Yi re issuance of D&O coverage policy	0.10	\$72.50
	JMW	Revise minutes from 4-26 meeting	0.20	\$145.00
	JMW	Exchange e-mail correspondence with Board, F. Chin, B. Sharp re revised minutes	0.10	\$72.50
5/9/2018	DAF	Email exchange with B. Sharp re board agenda	0.20	\$215.00
	DAF	Confer with F. Reiss re pending matters for board consideration	0.30	\$322.50
	DAF	Analyze board package in preparation for board call	0.50	\$537.50
	MLT	Exchange e-mail correspondence with B. Sharp re board agenda	0.10	\$124.50
	JMW	Draft minutes from 5/2 board meeting	1.70	\$1,232.50
5/10/2018	DAF	Email exchange with B. Sharp re board agenda	0.10	\$107.50
	DAF	Participate on board call (lead discussions on third party financing, DIP amendment and Kirkstead settlement)	1.00	\$1,075.00
	MLT	Analyze board package	0.60	\$747.00
	MLT	Board call (lead discussion of solicitation materials, liquidity facility, Contrarian, and regulatory issues)	1.00	\$1,245.00
	JMW	Prepare for board meeting call by analyzing board package	0.50	\$362.50
	JMW	Analyze follow-up email from F. Chin to Board re Fountain and Fairfax property	0.20	\$145.00
	JMW	Board call (take minutes)	1.00	\$725.00
	RJS	Analyze newly uploaded data room materials	0.20	\$120.00
5/11/2018	MLT	Revise minutes of board meeting of 5/2/18	0.30	\$373.50
5/13/2018	MLT	Analyze correspondence from board member re minutes	0.10	No Charge
	JMW	Exchange e-mail correspondence with F. Chin, B. Sharp, M. Goldberg, R. Nevins, and F. Reiss re 5/2/18 board minutes	0.20	\$145.00
5/15/2018	DAF	Email exchanges with S. Ferrero re board approvals	0.20	\$215.00
5/16/2018	DAF	Analyze 5/17 board agenda	0.10	\$107.50
	MLT	Exchange e-mail correspondence with B. Sharp re board agenda; telephone conference with B. Sharp re same	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Draft minutes from 5/10 board meeting	1.80	\$1,305.00
5/17/2018	MLT	Board call (lead on bankruptcy issues)	1.60	\$1,992.00
	MLT	Revise minutes of 5/10 board meeting	0.20	\$249.00
	JMW	Analyze board package in preparation for board call	0.50	\$362.50
	JMW	Board call (take minutes)	1.60	\$1,160.00
	JMW	Analyze correspondence from J. Byun re issuance of D&O policy	0.10	\$72.50
5/18/2018	JMW	Revise 5/10 board minutes	0.10	\$72.50
5/21/2018	MLT	Analyze D&O policy	0.40	\$498.00
	MLT	Exchange e-mail correspondence with board and management re D&O policy	0.10	\$124.50
	JMW	Exchange e-mail correspondence with F. Chin re 5/10 minutes	0.10	\$72.50
	JMW	Analyze issued D&O policy	0.10	\$72.50
	JDY	Review and analyze XL insurance policy	0.40	\$300.00
5/22/2018	MLT	Analyze correspondence from J. Weiss and board members re minutes	0.10	No Charge
	JMW	Draft minutes of 5/17 board meeting	1.80	\$1,305.00
5/23/2018	DAF	Analyze board package in preparation for 5/24 board call	0.30	\$322.50
	MLT	Exchange e-mail correspondence with B. Sharp re agenda for board call	0.10	\$124.50
	MLT	Revise board minutes for 5/17 meeting	0.20	\$249.00
	JMW	Revise 5/17 board minutes	0.10	\$72.50
5/24/2018	DAF	Board call (lead discussion re DIP amendment, liquidity facility, certain plan issues)	1.60	\$1,720.00
	MLT	Analyze board package	0.50	\$622.50
	MLT	Board call (lead discussions re plan, Sarachek, Comerica, Contrarian, and SEC)	1.60	\$1,992.00
	JMW	Analyze board package for 5/24 board call	0.30	\$217.50
	JMW	Board call (take minutes)	1.60	\$1,160.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with board of directors re 5/17 minutes	0.10	\$72.50
5/25/2018	MLT	Exchange e-mail correspondence with R. Nevins re plan negotiations with committees	0.10	\$124.50
5/29/2018	JMW	Draft minutes from 5/24 board meeting	1.80	\$1,305.00
5/30/2018	DAF	Analyze draft May 24 board minutes	0.30	\$322.50
	DAF	Prepare revisions to May 24 board minutes	0.50	\$537.50
	DAF	Analyze correspondence from B. Sharp re board agenda	0.10	\$107.50
	MLT	Prepare agenda for board meeting	0.10	\$124.50
	MLT	Analyze board package	0.60	\$747.00
5/31/2018	MLT	Prepare for board call	0.20	\$249.00
	MLT	Board call	1.50	\$1,867.50
	MLT	Prepare correspondence to board re Contrarian claim objection reply; exchange e-mail correspondence with board re meeting	0.10	\$124.50
	JMW	Prepare for board call by analyzing board meeting package	0.40	\$290.00
	JMW	Board call (take minutes)	1.50	\$1,087.50
Professional Services Rendered			39.80	\$37,349.50

For Services Rendered Through 5/31/2018

In Reference To: Court Hearings

File No.: 2314-0008

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Appear at 5/1 omnibus hearing (telephonically)	0.80	\$860.00
	DAF	Email to D. Laskin re 5/1 hearing transcript	0.10	\$107.50
	DAF	Email exchanges with M. Sorenson re results of 5/1 hearing	0.20	\$215.00
	MLT	Appear at 5/1 omnibus hearing (telephonically)	0.80	\$996.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DMS	Appear at 5/1 omnibus hearing (telephonically)	0.80	\$996.00
	JMW	Attend (telephonically) omnibus hearing	0.80	\$580.00
	JMW	Analyze hearing transcript of 5-1 hearing	0.20	\$145.00
	RJP	Appear and argue at May 1 omnibus hearing	0.80	\$796.00
	RJP	Final preparations and follow-up re May 1 hearing with B. Sharp and S. Kidder	3.70	\$3,681.50
	SMK	Appear and argue at May 1 omnibus hearing	0.80	\$540.00
	SMK	Final preparations and follow-up re May 1 hearing with B. Sharp and R. Pfister	3.70	\$2,497.50
5/2/2018	DAF	Analyze 5/1 hearing transcript	0.40	\$430.00
5/7/2018	DAF	Email exchange with I. Bambrick re motions for 6/5 hearing	0.20	\$215.00
5/10/2018	DAF	Analyze 5/15 hearing agenda	0.10	\$107.50
	JMW	Analyze draft agenda for 5/15 hearing	0.10	\$72.50
	RJP	Review draft hearing agenda for May 15 Comerica preliminary injunction hearing	0.10	\$99.50
5/11/2018	DAF	Email exchange with B. Sharp re 5/15 hearing re Comerica litigation	0.10	\$107.50
	MLT	Analyze Agenda for 5/15/18 hearing	0.10	No Charge
	RJP	Review agenda of matters set for May 15 hearing re Comerica injunction	0.10	\$99.50
	SMK	Analyze agenda for 5/15 hearing re Comerica	0.10	No Charge
5/13/2018	RJP	Exchange email correspondence with E. Morton re preparations for May 15 hearing on Comerica preliminary injunction motion	0.10	\$99.50
5/15/2018	DAF	Email exchange with I. Bambrick re omnibus hearing dates	0.10	\$107.50
	MLT	Analyze transcript from 5/15/18 hearing	0.30	\$373.50
	MLT	Analyze correspondence from R. Pfister and E. Morton re results of hearing on Contrarian stay motion	0.10	\$124.50
	JMW	Analyze transcript from 5/15 hearing	0.30	\$217.50
	RJP	Appear telephonically at hearing on Comerica preliminary injunction motion	1.30	\$1,293.50

2314 Woodbridge Group of Companies
0000 Woodbridge ExpensesPage 40
Bill # 16507

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare for hearing on Comerica preliminary injunction motion	0.50	\$497.50
5/17/2018	JMW	Exchange e-mail correspondence with I. Bambrick re omnibus hearing dates	0.10	\$72.50
5/30/2018	DAF	Email exchange with B. Sharp re June 5 hearing agenda	0.10	\$107.50
	DAF	Email to I. Bambrick re June 5 hearing agenda	0.10	\$107.50
	DAF	Analyze draft 6/5 hearing agenda	0.10	\$107.50
	DAF	Emails with I. Bambrick, D. Laskin re comments to 6/5 hearing agenda	0.10	\$107.50
	JMW	Analyze draft agenda for 6/5 hearing	0.10	\$72.50
5/31/2018	DAF	Analyze revised 6/5 hearing agenda	0.10	\$107.50
	DAF	Draft email to B. Sharp re 6/5 omnibus hearing	0.10	\$107.50
	JMW	Analyze revised 6/5 hearing agenda	0.10	\$72.50
	RJP	Review draft agenda for June 5 omnibus hearing	0.20	\$199.00
Professional Services Rendered			17.80	\$16,321.00

For Services Rendered Through 5/31/2018

In Reference To: Employee Benefits

File No.: 2314-0009

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/10/2018	DAF	Analyze revisions to Engage PEO client service agreement re employee benefits and back office support	0.40	\$430.00
	DAF	Call with P. Huygens re Engage PEO contract	0.20	\$215.00
	RJP	Review Colorado notice re workers' compensation issue and exchange email correspondence with D. Stermer, et al. re same	0.20	\$199.00
5/14/2018	DAF	Confer with J. Weiss re Engage PEO contract	0.10	\$107.50
	JMW	Confer with D. Fidler re Engage PEO contract	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/31/2018	JMW	Exchange e-mail correspondence with A. Schwartz, I. Bambrick re payment of indemnity to former employee attorney	0.20	\$145.00
Professional Services Rendered			1.20	\$1,169.00

For Services Rendered Through 5/31/2018

In Reference To: Employment and Fee Applications

File No.: 2314-0010

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	MLT	Analyze Gibson's supplement to First Interim Fee Application	0.10	\$124.50
	JMW	Prepare correspondence to L. Perkins and R. Shenfeld re privilege issues in SCP supplement	0.40	\$290.00
5/2/2018	DAF	Analyze Glaser Weil supplemental declaration	0.10	\$107.50
	MLT	Telephone conference with A. Steinberg re Moelis documents and call with committees	0.10	\$124.50
	JMW	Analyze proposed Glaser Weil supplemental declaration	0.10	\$72.50
	SMK	Analyze fee examiner's fee app and email M. Tuchin, D. Fidler, J. Weiss re same	0.10	No Charge
5/3/2018	DAF	Analyze further revised Glaser Weil employment declaration	0.10	\$107.50
	SDP	Update summary of professional fees and expenses	0.30	\$112.50
	JMW	Analyze supplemental Glaser Weil declaration in relation to KTBS services to be rendered	0.10	\$72.50
	JMW	Analyze fee examiner fee application	0.10	\$72.50
	RJP	Review fee examiner's compensation application	0.10	No Charge
5/4/2018	MLT	Analyze correspondence from T. Fox re LEDES files for fee applications; exchange e-mail correspondence with Young Conaway re same	0.10	\$124.50
	SDP	Analyze correspondence from E. Frejka re ledes files and new address	0.10	No Charge
	JMW	Exchange e-mail correspondence with T. Fox re March LEDES file	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/7/2018	RJP	Exchange email correspondence with J. Weiss re KTB&S fee application	0.10	\$99.50
5/8/2018	DAF	Analyze Snell & Wilmer fee request for OCP	0.10	\$107.50
	MLT	Analyze Moelis work product	1.60	\$1,992.00
	MLT	Prepare correspondence to counsel to committees re Moelis work product; exchange e-mail correspondence with B. Sharp re same	0.10	\$124.50
	JMW	Review and edit April bill	2.50	No Charge
	JMW	Analyze CNO re KTBS March fees	0.10	\$72.50
5/9/2018	MLT	Analyze correspondence from A. Steinberg re final Moelis invoice	0.10	\$124.50
	JMW	Telephone conference with E. Frejka re fee examiner comments	0.10	\$72.50
	JMW	Analyze spreadsheet of fee examiner comments	0.20	\$145.00
5/10/2018	MLT	Analyze Homer Bonner's Third Monthly Application	0.20	\$249.00
	MLT	Analyze comments from fee examiner	0.20	No Charge
	MLT	Revise draft response to fee examiner	0.10	No Charge
	SDP	Revise summary of professional fees and expenses	0.20	\$75.00
	JMW	Draft responses to fee examiner questions on KTBS first interim fee application	1.60	\$1,160.00
	JMW	Analyze Homer Bonner March fee application	0.10	\$72.50
	RJP	Review Homer Bonner compensation application	0.20	No Charge
5/11/2018	JMW	Complete response chart to fee examiner	0.20	\$145.00
	JMW	Exchange e-mail correspondence with E. Frejka re fee review process	0.10	\$72.50
5/13/2018	JMW	Revise April invoice; finish revisions	2.50	No Charge
	JMW	Prepare KTBS April fee application	1.40	\$1,015.00
5/14/2018	MLT	Exchange e-mail correspondence with D. Baddley re Gibson Dunn fee application	0.10	\$124.50
	MLT	Analyze Gibson Dunn's fee application and transcripts re resolution of Gibson Dunn fee application	1.70	\$2,116.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze Young Conaway's monthly fee application	0.40	\$498.00
	JMW	Confer with R. Pfister re fee statement comments	0.10	No Charge
	RJP	Review YCS&T compensation application	0.20	No Charge
	RJP	Meet with J. Weiss re KTB&S fee application	0.10	No Charge
5/15/2018	MLT	Analyze BRG's monthly staffing report	0.20	\$249.00
	SDP	Revise summary of professionals' fees and expenses	0.10	\$37.50
5/16/2018	MLT	Analyze FTI's fee application	0.10	\$124.50
	JMW	Analyze FTI first interim fee application	0.10	\$72.50
	JMW	Analyze BRG first staffing report	0.10	\$72.50
	SMK	Analyze FTI first interim app and email M. Tuchin, D. Fidler, J. Weiss re same	0.10	No Charge
5/17/2018	MLT	Analyze BRG's second monthly staffing report	0.20	\$249.00
	SDP	Prepare monthly fee application and exhibits	1.70	\$637.50
	JMW	Confer with R. Pfister re KTBS fee applications	0.10	No Charge
	JMW	Analyze BRG April staffing report	0.10	\$72.50
	RJP	Meet with J. Weiss re KTB&S fee application	0.10	No Charge
5/18/2018	MLT	Confer with R. Pachulski re professional fees	0.10	\$124.50
5/21/2018	SDP	Revise summary of professional fees and expenses	0.20	\$75.00
5/22/2018	MLT	Analyze Garden City's Third Monthly Fee Application	0.10	\$124.50
	SDP	Revise exhibits to monthly fee application	0.30	\$112.50
	SDP	Revise monthly fee application	0.20	\$75.00
	JMW	Prepare KTBS April fee application	1.20	\$870.00
5/23/2018	JMW	Finish drafting of KTBS April fee application	2.80	\$2,030.00
	SMG	Prepare KTBS third monthly fee application	2.80	\$1,750.00
5/24/2018	MLT	Exchange e-mail correspondence with A. Steinberg re Moelis due diligence call and payment; exchange e-mail correspondence with B. Sharp re same	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze fourth monthly application of Pachulski firm	0.30	\$373.50
	RJP	Review PSZ&J compensation application	0.10	No Charge
	RJP	Review KTB&S compensation application	0.20	No Charge
	RJP	Review Venable compensation application	0.10	No Charge
	SMK	Analyze interim fee apps and prepare spreadsheet tracking same	0.10	No Charge
5/25/2018	MLT	Analyze Venable's monthly fee application	0.20	\$249.00
	MLT	Analyze Berger Singerman's monthly fee application	0.10	\$124.50
	JMW	Analyze Berger Singerman third fee application	0.10	\$72.50
	JMW	Analyze Venable April fee application	0.20	\$145.00
5/29/2018	MLT	Confer with J. Weiss re SEC-Gibson fee negotiations	0.10	\$124.50
	MLT	Analyze FTI's monthly fee application	0.30	\$373.50
	JMW	Confer with M. Tuchin re SEC-Gibson fee negotiations	0.10	\$72.50
	JMW	Telephone conference with E. Frejka re KTBS February fee issues	0.40	\$290.00
	JMW	Prepare for call with E. Frejka re KTBS February fees (review of fee examiner spreadhseet)	0.20	\$145.00
5/30/2018	MLT	Analyze Province's monthly fee statement	0.20	\$249.00
	JMW	Analyze Province third fee application	0.10	\$72.50
Professional Services Rendered			29.70	\$18,567.00

For Services Rendered Through 5/31/2018

In Reference To: Financing and Cash Collateral

File No.: 2314-0012

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Email to B. Brody re DIP amendment	0.10	\$107.50
	DAF	Analyze draft certification re DIP amendment	0.20	\$215.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MSA	Review email exchange with Buchalter re status of DIP amendment	0.10	\$89.50
5/3/2018	DAF	Analyze DIP loan agreement re repayment and re-borrowing issues	0.30	\$322.50
	DAF	Email to B. Sharp re DIP borrowings	0.10	\$107.50
5/4/2018	DAF	Email exchange with B. Sharp re DIP balance	0.10	\$107.50
	DAF	Analyze correspondence from B. Brody re DIP financing amendment	0.20	\$215.00
	DAF	Analyze DIP agreement and DIP order re amendment	0.50	\$537.50
	MLT	Telephone conference with B. Brody re DIP financing amendment (via voicemail message)	0.10	No Charge
	MSA	Prepare summary of mechanic's lien issues	0.70	\$626.50
	MSA	Review and analyze email response from Buchalter re DIP amendment	0.10	\$89.50
5/5/2018	DAF	Research issues re proposed DIP financing amendment	1.20	\$1,290.00
	MLT	Analyze correspondence from B. Brody re DIP financing amendment	0.30	\$373.50
	MLT	Analyze DIP agreement re DIP amendment	0.30	\$373.50
	MLT	Analyze Buchalter Invoice re DIP lender	0.10	\$124.50
	JMW	Analyze pleadings re DIP permitted liens and mechanics liens	0.50	\$362.50
	MSA	Analyze DIP amendment provisions	0.60	\$537.00
5/6/2018	DAF	Email exchanges with F. Chin, B. Sharp re DIP amendment	0.30	\$322.50
	JMW	Exchange e-mail correspondence with B. Sharp, F. Chin re Carla Ridge property mechanics liens	0.20	\$145.00
5/7/2018	DAF	Email exchange with B. Brody re DIP amendment	0.10	\$107.50
	DAF	Call with F. Chin, B. Sharp re DIP amendment	0.50	\$537.50
	DAF	Call with P. Huygens re DIP amendment	0.30	\$322.50
	DAF	Email exchanges with F. Chin, B. Sharp re DIP amendment	0.20	\$215.00
	DAF	Call with B. Sharp re DIP amendment	0.30	\$322.50
	DAF	Email exchange with F. Chin re DIP amendment	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from D. Fidler re DIP loan amendment	0.10	\$124.50
	JMW	Analyze draft amendment to DIP	0.20	\$145.00
	MSA	Email to B. Brady re requesting final DIP amendment	0.10	\$89.50
5/8/2018	DAF	Revise notice and order re first DIP amendment	1.10	\$1,182.50
	DAF	Email to B. Brody re DIP amendment	0.10	\$107.50
	MSA	Review email exchange with Buchalter re DIP amendment status	0.10	\$89.50
5/9/2018	DAF	Analyze revised DIP amendment	0.10	\$107.50
	MLT	Telephone conference with S. Kortanek re DIP financing amendment (via voicemail message); exchange e-mail correspondence with S. Kortanek re same; telephone conference with B. Brody re same	0.10	\$124.50
	MLT	Telephone conference with B. Bennett re liquidity; prepare correspondence to C. Nelson re same	0.40	\$498.00
	MSA	Review and analyze Long Ridge tax filing and lien documents	0.80	\$716.00
	MSA	Analyze final DIP amendment	0.20	\$179.00
	MSA	Exchange emails with B. Brody re final DIP amendment	0.10	\$89.50
5/10/2018	DAF	Revise order approving DIP amendment	0.40	\$430.00
	DAF	Revise notice of DIP amendment (including review of Final DIP order)	0.30	\$322.50
	DAF	Email to J. Vargas re revisions to DIP amendment and execution	0.10	\$107.50
	DAF	Email to Committee and Ad Hoc Groups re summary of DIP amendment	0.20	\$215.00
	DAF	Email to B. Sharp re DIP amendment	0.10	\$107.50
	DAF	Call with P. Huygens re DIP amendment	0.10	\$107.50
	DAF	Email to B. Brody, P. Arrow re order approving DIP amendment	0.10	\$107.50
	MLT	Analyze correspondence from D. Fidler to Buchalter re DIP amendment	0.10	No Charge
	MLT	Analyze Amendment to DIP Loan and Security Agreement	0.60	\$747.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze notice re DIP amendment	0.10	\$124.50
	MSA	Review email exchanges with Buchalter re DIP amendment	0.10	\$89.50
	MSA	Review email exchanges with committee members re final DIP amendment	0.10	\$89.50
	MSA	Review email exchanges with client re final DIP amendment	0.10	\$89.50
5/11/2018	DAF	Follow up emails with J. Vargas, B. Brody re finalization of DIP amendment and order to approve	0.10	\$107.50
	DAF	Email exchange with B. Sharp re execution of DIP amendment	0.10	\$107.50
	MSA	Review email exchange with Buchalter re DIP amendment	0.10	\$89.50
5/12/2018	DAF	Email exchange with B. Sharp re status of DIP amendment	0.10	\$107.50
5/14/2018	DAF	Analyze additional lender comments to DIP amendment	0.20	\$215.00
	DAF	Email exchanges with B. Sharp re revised DIP amendment	0.20	\$215.00
	DAF	Email to Committee and Ad Hoc Groups re revised DIP amendment	0.10	\$107.50
	DAF	Revise notice of DIP amendment and order	0.10	\$107.50
	MLT	Analyze revisions to DIP financing amendment from Buchalter	0.10	\$124.50
	MSA	Review and exchange emails with J. Vargas at Buchalter re proposed changes to DIP amendment	0.30	\$268.50
	MSA	Call with J. Vargas at Buchalter re proposed changes to DIP amendment	0.20	\$179.00
	MSA	Review email exchanges with B. Sharp re additional proposed changes to DIP amendment	0.10	\$89.50
	MSA	Review email exchanges with creditors committees' counsel re additional proposed changes to DIP amendment	0.10	\$89.50
5/15/2018	DAF	Email exchanges with B. Sharp re payment of lender fees and approval process under DIP order	0.20	\$215.00
	DAF	Email to J. Vargas re execution copy of DIP amendment	0.10	\$107.50
	DAF	Email exchange with B. Brody re order approving first DIP amendment	0.10	\$107.50
	DAF	Revise notice of first DIP amendment	0.20	\$215.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Analyze DIP lender reporting	0.20	\$215.00
	MLT	Analyze DIP Lender Reporting	0.30	\$373.50
	MSA	Analyze comments from Buchalter to notice re DIP amendment	0.10	\$89.50
	MSA	Review email exchanges with J. Vargas at Buchalter re final execution version of DIP amendment	0.10	\$89.50
	RJS	Analyze monthly DIP reports	0.20	\$120.00
5/16/2018	DAF	Emails with Bill Brody re execution copy of DIP amendment	0.20	\$215.00
	MSA	Analyze final DIP amendment	0.20	\$179.00
	MSA	Review and exchange emails with W. Brody at Buchalter re status of final DIP amendment	0.20	\$179.00
5/18/2018	DAF	Email exchanges with B. Brody re finalized DIP amendment and notice	0.20	\$215.00
	DAF	Revise notice and order approving first DIP amendment	0.30	\$322.50
	DAF	Analyze revised DIP amendment from lender	0.20	\$215.00
	JMW	Analyze correspondence from W. Brody re execution of DIP amendment	0.10	\$72.50
	MSA	Review, analyze and comment on final form of DIP amendment	0.50	\$447.50
	MSA	Review and exchange emails with W. Brody at Buchalter final DIP amendment	0.20	\$179.00
	MSA	Review email exchanges with Young Conaway team re DIP amendment notice filing	0.10	\$89.50
5/19/2018	DAF	Draft email to I. Bambrick re filing of DIP amendment	0.10	\$107.50
5/21/2018	DAF	Emails with J. Vargas re DIP amendment	0.10	\$107.50
	DAF	Email to I. Bambrick re notice of filing of DIP amendment	0.10	\$107.50
	DAF	Exchange email exchanges with B. Brody re conformed DIP amendment	0.20	\$215.00
	MLT	Analyze notice of DIP amendment	0.10	No Charge
	MSA	Review email exchanges with Young Conaway team re filing of DIP amendment notice	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MSA	Exchange emails with W. Brody re revised final DIP amendment	0.30	\$268.50
	MSA	Analyze revised final DIP amendment	0.40	\$358.00
5/23/2018	DAF	Analyze DIP agreement re mandatory prepayments and payment of net sale proceeds	0.20	\$215.00
5/29/2018	DAF	Analyze adequate protection property list	0.10	\$107.50
	DAF	Draft email to I. Bambrick, B. Feldman re certification of no objection to DIP amendment	0.10	\$107.50
5/30/2018	DAF	Analyze CNO re DIP financing amendment	0.10	\$107.50
	DAF	Email exchange with B. Feldman re order approving DIP amendment	0.10	\$107.50
5/31/2018	JMW	Analyze entered DIP amendment	0.10	\$72.50
Professional Services Rendered			20.90	\$20,975.00

For Services Rendered Through 5/31/2018

In Reference To: Litigation and Adversary Proceedings

File No.: 2314-0013

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Analyze Comerica motion for injunction re WFS complaint	0.70	\$752.50
	RJP	Confer with S. Gurvitz re inquiries from recipients of litigation hold letter	0.10	No Charge
	RJP	Exchange email correspondence with B. Sharp and D. Stermer re Battaglia prepetition litigation	0.30	\$298.50
	RJP	Exchange email correspondence with D. Fidler re Comerica v. WFS adversary proceeding	0.20	\$199.00
	RJP	Analyze status update from OCP counsel re Bellflower v. 91 LLC prepetition litigation	0.20	\$199.00
	SMG	Call with D. Jackson re litigation hold letter	0.20	\$125.00
5/2/2018	DAF	Confer with R. Pfister re Comerica motion for preliminary injunction re WFS Holding	0.30	\$322.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DMS	Legal research re section 108 and statutes of limitation, repose and the like	0.40	\$498.00
	JMW	Analyze correspondence from D. Stern re potential claims and defenses against brokers and relevant case law	0.20	\$145.00
	RJP	Exchange email correspondence with D. Stermer and S. Gurvitz re litigation hold letter	0.10	\$99.50
	RJP	Review entered scheduling order in Comerica class action litigation	0.10	\$99.50
	RJP	Review summons in Comerica v. WFS litigation	0.10	\$99.50
	RJP	Confer with D. Fidler re Comerica motion for preliminary injunction re WFS Holding	0.30	\$298.50
	RJP	Analyze supplemental list of OCP attorneys handling prepetition litigation matters	0.20	\$199.00
	SMK	Call with D. Stern, F. Chin, and Plus Development re responses to Nimes doc requests	0.70	\$472.50
	SMK	Analyze Comerica v. WFS adv. Docket, incl. summons and notice of pretrial hearing	0.10	\$67.50
	SMG	Exchange email correspondence with D. Stermer and R. Pfister re litigation hold letter	0.10	\$62.50
5/3/2018	MLT	Analyze correspondence from D. Neier and M. Neiburg re Contrarian production	0.10	\$124.50
	RJP	Review correspondence with D. Stermer and OCP counsel re Twelve Bee prepetition litigation status	0.10	\$99.50
	RJP	Confer with D. Neier and YCS&T re Comerica production in response to Rule 2004 motion	0.40	\$398.00
5/4/2018	RJP	Review correspondence from D. Stermer re prepetition litigation status	0.10	\$99.50
	RJP	Analyze wire-transfer spreadsheets produced by Comerica in response to Rule 2004 motion	1.70	\$1,691.50
	RJP	Analyze correspondence from D. Neier re Comerica production and proposed form of order on Rule 2004 motion with respect to Comerica	0.20	\$199.00
	RJP	Confer with N. Troszak and YCS&T re Comerica discovery production and protective order joinder / compliance necessary for review of same	0.50	\$497.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare detailed correspondence to three committees re joinder to protective order, Comerica document production, and forthcoming Contrarian document production	0.40	\$398.00
5/5/2018	RJP	Review email correspondence with N. Troszak and A. Mielke re Comerica document production	0.10	\$99.50
	RJP	Review email correspondence with D. Stermer and B. Sharp re Bellflower and Whiteacre perpetuation litigation	0.10	\$99.50
5/6/2018	RJP	Exchange email correspondence with D. Neier and E. Morton re Comerica Rule 2004 motion, objection deadline, and next steps	0.30	\$298.50
5/7/2018	JMW	Revise motion re further extension of removal deadlines	0.60	\$435.00
	JMW	Telephone conference with N. Troszak re e-discovery vendor for Comerica production files	0.20	\$145.00
	RJP	Review correspondence with D. Stermer, P. Sopori (Greenberg Glusker), and D. Fuchs (Gibson Dunn) re Loyola litigation next steps	0.10	\$99.50
	RJP	Exchange email correspondence with YCS&T re review platform for Comerica Rule 2004 production	0.20	\$199.00
	SMG	Prepare motion to extend removal period and proposed order	2.60	\$1,625.00
5/8/2018	MLT	Analyze draft Comerica protective order	0.10	\$124.50
	MLT	Analyze Comerica's Reply Memorandum re Preliminary Injunction	0.40	\$498.00
	JMW	Analyze Comerica reply in support of preliminary injunction	0.30	\$217.50
	RJP	Review correspondence from D. Stermer re rate changes in connection with OCP retained counsel	0.10	\$99.50
	RJP	Analyze Comerica's reply memorandum in further support of preliminary injunction against class action litigation, and certain authorities cited therein	0.60	\$597.00
	RJP	Exchange email correspondence with D. Fidler re Comerica vs. WFS adversary proceeding	0.10	\$99.50
	RJP	Review consolidation stipulation in Comerica class action litigation (C.D. Cal.)	0.10	\$99.50
	RJP	Review litigation-related portions of updated critical dates calendar	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Revise and circulate proposed order granting Comerica Rule 2004 motion	0.40	\$398.00
	RJP	Review docket in removed WFS v. Comerica state court litigation	0.60	\$597.00
	SMK	Email M. Tuchin, D. Fidler, J. Weiss re Comerica reply ISO preliminary injunction	0.10	No Charge
5/9/2018	DAF	Revise response to Comerica motion for preliminary injunction	0.20	\$215.00
	MLT	Analyze updated litigation workbook from D. Stermer	0.70	\$871.50
	RJP	Exchange email correspondence with D. Neier and YCS&T re Comerica Rule 2004 order	0.10	\$99.50
	RJP	Review correspondence with D. Stermer, P. Sopori (Greenberg Glusker), and D. Fuchs (Gibson Dunn) re Loyola litigation next steps	0.10	\$99.50
	RJP	Review status update from OCP counsel re Bellflower v. 91 LLC prepetition litigation	0.10	\$99.50
	RJP	Analyze updated D. Stermer litigation workbook re pending prepetition matters and status / next steps in connection with each	0.40	\$398.00
	RJP	Analyze Comerica's preliminary injunction motion in Comerica vs. WFS adversary proceeding	0.70	\$696.50
	RJP	Prepare Debtors' response to motion for preliminary injunction in Comerica vs. WFS adversary proceeding	1.00	\$995.00
5/10/2018	DAF	Analyze correspondence from D. Stermer re settlement of Sagebrook v. City of Beverly Hills litigation and settlement	0.10	\$107.50
	DAF	Email to B. Sharp re Sagebrook v. City of Beverly Hills settlement	0.10	\$107.50
	DAF	Analyze Sagebrook v. City of Beverly Hills settlement agreement re bankruptcy issues	0.20	\$215.00
	MLT	Analyze draft response re Comerica v. WFS preliminary injunction motion; prepare correspondence to R. Pachulski re same	0.10	\$124.50
	RJP	Conference call with D. Stermer and P. Sopori (Greenberg Glusker) re Loyola litigation	0.50	\$497.50
	RJP	Review correspondence from D. Stermer and YCS&T re OCP retention procedures for counsel in Loyola prepetition litigation	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Analyze correspondence from OCP counsel in Bellflower v. 91 LLC prepetition litigation re summary judgment motion and strategy in connection therewith	0.20	\$199.00
	RJP	Review consolidation order in Comerica class action litigation	0.10	\$99.50
	RJP	Review draft Debtors' response to preliminary injunction motion in Comerica vs. WFS adversary proceeding	0.10	\$99.50
	RJP	Review settlement terms of Sagebrook Investments prepetition litigation	0.20	\$199.00
5/11/2018	DAF	Follow up emails with B. Sharp re Sagebrook v. City of Beverly Hills settlement agreement and 9019 motion to approve	0.10	\$107.50
	MLT	Analyze revised statement in support of Comerica's preliminary injunction motion	0.10	No Charge
	MLT	Confer with R. Pachulski re Comerica preliminary injunction	0.10	\$124.50
	MLT	Analyze correspondence from J. Miller re Summons and Notice of Pretrial Conference and Notice of Dispute Resolution Proceedings (including Notice and Complaint)	0.30	\$373.50
	RJP	Review correspondence from and with OCP attorney E. Salomon re engagement in connection with prepetition New York state court litigation	0.10	\$99.50
	RJP	Review correspondence from and with OCP attorney R. Roberts re open invoice in connection with prepetition Connecticut state court litigation	0.10	\$99.50
	RJP	Review terms of settlement/resolution re Sagebrook Investments prepetition litigation	0.20	\$199.00
	RJP	Review email correspondence (including brief review of attached draft pleadings) from OCP counsel in Bellflower v. 91 LLC prepetition Connecticut litigation re summary judgment motion and strategy	0.20	\$199.00
	RJP	Exchange email correspondence with E. Morton, M. Neiburg re revisions to Debtors' response to Comerica vs. WFS preliminary injunction motion	0.20	\$199.00
	RJP	Revise Debtors' response to Comerica vs. WFS preliminary injunction motion	0.40	\$398.00
	RJP	Exchange email correspondence with D. Fidler re Comerica bank statements	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/14/2018	DMS	Call with E. Morton and R. Pfister re prep for 5/15 hearing (portion of call)	0.40	\$498.00
	SDP	Track returned mail re litigation holder letters	0.60	No Charge
	JMW	Analyze revisions to removal extension motion	0.10	\$72.50
	RJP	Review correspondence from D. Stermer re R. Gant Properties foreclosure action in Ohio state court	0.10	\$99.50
	RJP	Telephone conference with E. Morton and D. Stern (portion of call) re preparation for May 15 Comerica preliminary injunction hearing	1.00	\$995.00
	RJP	Review entered order granting Rule 2004 examination of Comerica	0.10	\$99.50
	RJP	Review email correspondence from D. Neier (W&S) re selection of search terms for Comerica document discovery	0.10	\$99.50
	RJP	Review J. Sabin protective order joinder and acknowledgement	0.10	\$99.50
5/15/2018	MLT	Analyze removal extension motion	0.10	No Charge
	DMS	Exchange emails with E. Morton re representation to court re Comerica injunction motion	0.30	\$373.50
	SDP	Prepare Comerica v. Jay Beynon Family Trust documents	0.30	\$112.50
	SDP	Track returned mail re litigation holder letters	0.30	No Charge
	RJP	Telephone conference with J. Schneider re next steps following hearing on Comerica preliminary injunction motion	0.30	\$298.50
	RJP	Review correspondence to New York state court from OCP counsel in Red Woods v. Boreal prepetition litigation	0.10	\$99.50
	RJP	Analyze draft complaint, exhibits, discovery requests, affidavit, and associated draft filings in R. Gant Properties foreclosure action in Ohio state court	0.40	\$398.00
	RJP	Exchange email correspondence with D. Stermer and OCP counsel re R. Gant Properties foreclosure action in Ohio state court	0.20	\$199.00
	RJP	Exchange email correspondence with J. Schneider re Comerica preliminary injunction hearing	0.10	\$99.50
	RJP	Prepare email correspondence to D. Stermer and OCP counsel re draft filings in R. Gant Properties foreclosure action in Ohio state court	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with D. Stermer and M. Neiburg re draft summary judgment papers in Bellflower v. 91 LLC prepetition litigation and next steps in connection with same	0.30	\$298.50
	RJP	Telephone conference with J. Schneider re Comerica litigation	0.30	\$298.50
	RJP	Prepare email correspondence to D. Neier (W&S) re custodians and search terms for Comerica document discovery	0.10	\$99.50
5/16/2018	JMW	Analyze as-filed removal extension motion	0.10	\$72.50
	RJP	Analyze email correspondence from D. Neier re Comerica document production and search terms	0.10	\$99.50
	RJP	Analyze email correspondence from D. Stermer and OCP counsel in prepetition Ohio state court litigation re eviction complaint and supporting documents therefor	0.30	\$298.50
	RJP	Analyze email correspondence from D. Stermer and OCP counsel re Sagebrook Investments prepetition litigation and potential settlement thereof	0.20	\$199.00
	RJP	Review correspondence from D. Stermer re South Carolina prepetition appellate matter	0.10	\$99.50
	RJP	Review correspondence from D. Stermer re Bellflower v. 91 LLC prepetition Connecticut litigation and next steps in connection therewith	0.10	\$99.50
	RJP	Review email correspondence with OCP counsel in New York prepetition litigation re rent control matter	0.10	\$99.50
	RJP	Exchange email correspondence with I. Bambrick and D. Stermer re preparation of Rule 9019 motion for approval of settlement of Sagebrook Investments prepetition litigation	0.10	\$99.50
	RJP	Review order entered in Bellflower v. 91 LLC state court litigation in Connecticut re pro se party	0.10	\$99.50
5/17/2018	RJP	Review correspondence from B. Sharp, D. Stermer, and I. Bambrick re Board approval of Sagebrook Investments prepetition litigation and preparation of Rule 9019 motion in connection therewith	0.10	\$99.50
	RJP	Review correspondence from OCP counsel in New York state action re invoices	0.10	No Charge
5/18/2018	DMS	Revise memo re claims against Comerica	0.80	\$996.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with J. Schneider re Comerica litigation	0.30	\$298.50
	RJP	Analyze final, executed Sagebrook Investments settlement agreement	0.30	\$298.50
	RJP	Telephone conference with D. Stermer re dismissal of Goose Rocks affirmative litigation	0.10	\$99.50
	RJP	Analyze proposal re dismissal of Goose Rocks affirmative litigation and correspondence re same	0.20	\$199.00
	RJP	Review correspondence from D. Stermer re New York state court prepetition litigation	0.10	\$99.50
	RJP	Review email correspondence from D. Stermer re counter-execution of Sagebrook Investments settlement agreement and Rule 9019 motion therefor	0.10	\$99.50
5/19/2018	DMS	Revise memo re claims against Comerica	4.00	\$4,980.00
5/21/2018	DAF	Email exchanges with B. Feldman re Hicks Lane litigation	0.20	\$215.00
	DAF	Analyze summary of Hicks Lane litigation	0.20	\$215.00
	MLT	Telephone conference with J. Schneider and R. Pfister re Comerica preliminary injunction motion	0.20	\$249.00
	MLT	Analyze correspondence from D. Girard re offer of compromise re Comerica preliminary injunction motion; exchange e-mail correspondence with R. Pfister re same	0.10	\$124.50
	DMS	Review Comerica deposit agreement	0.50	\$622.50
	RJP	Review class action plaintiffs' settlement communication re Comerica preliminary injunction motion	0.20	\$199.00
	RJP	Review correspondence D. Stermer and OCP counsel in state court foreclosure action re allonge and affidavit for state court filing	0.20	\$199.00
	RJP	Prepare for conference call with J. Schneider and M. Tuchin re Comerica preliminary injunction	0.40	\$398.00
	RJP	Conference call with J. Schneider and M. Tuchin re Comerica preliminary injunction motion	0.20	\$199.00
	RJP	Review protective order joinders from DSI professionals working with Comerica discovery documents	0.10	\$99.50
	RJP	Review D. Stermer correspondence re counter-signed Sagebrook Investments settlement agreement	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/22/2018	DAF	Confer with R. Pachulski, M. Tuchin re Committee standing motion	0.30	\$322.50
	DAF	Analyze notice of dismissal of WFS complaint against Comerica	0.10	\$107.50
	MLT	Analyze notice of dismissal with prejudice of action against Comerica by WFS Holding, LLC	0.10	No Charge
	MLT	Analyze correspondence from T. Walsh re Comerica preliminary injunction motion; exchange e-mail correspondence with R. Pfister re same	0.10	\$124.50
	MLT	Confer with R. Pachulski and D. Fidler re committee standing motion	0.30	\$373.50
	RJP	Telephone conference with D. Neier re Comerica preliminary injunction order	0.40	\$398.00
	RJP	Prepare correspondence to M. Tuchin re negotiations with Comerica re preliminary injunction order	0.10	\$99.50
	RJP	Review email correspondence from OCP counsel in Ohio prepetition litigation matter re next steps, and D. Stermer response thereto	0.10	\$99.50
	RJP	Analyze custodian and search term proposal from D. Neier re Comerica Rule 2004 response	0.20	\$199.00
	RJP	Review discovery document hosting estimate for materials produced by Comerica in response to Rule 2004 motion	0.10	\$99.50
	RJP	Exchange email correspondence with A. Mielke and N. Troszak re document hosting for Comerica discovery responses	0.10	\$99.50
	RJP	Review WFS Holding Co. notice of voluntary dismissal of removed state court action against Comerica	0.10	\$99.50
	RJP	Exchange email correspondence with OCP counsel, D. Stermer, and I. Bambrick re Sagebrook Investments prepetition litigation compromise and draft 9019 motion therefor	0.20	\$199.00
	RJP	Review correspondence from T. Walsh (Winston & Strawn) re Comerica preliminary injunction compromise	0.10	\$99.50
5/23/2018	MLT	Analyze correspondence from J. Schneider and R. Pfister re Comerica preliminary injunction motion	0.10	No Charge
	RJP	Analyze as-filed foreclosure documents in Ohio state court litigation	0.30	\$298.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with OCP counsel and D. Stermer re Ohio state court foreclosure action	0.10	\$99.50
	RJP	Analyze fully executed settlement and release re Sagebrook Investment prepetition litigation	0.30	\$298.50
	RJP	Exchange email correspondence with OCP counsel, D. Stermer, and I. Bambrick re executed Sagebrook Investments settlement agreement and forthcoming Rule 9019 motion	0.10	\$99.50
	RJP	Exchange email correspondence with J. Schneider re Comerica preliminary injunction compromise proposal	0.10	\$99.50
	RJP	Review dismissal notice re Comerica v. WFS Holding Co. adversary proceeding	0.10	\$99.50
5/24/2018	RJP	Prepare email correspondence to OCP counsel in Sagebrook Investments prepetition litigation re signatory issue raised by City of Beverly Hills	0.20	\$199.00
	RJP	Review California district court order dismissing WFS Holding Co. vs. Comerica removed action	0.10	\$99.50
	RJP	Analyze correspondence from City of Beverly Hills re signatories on Sagebrook Investments prepetition litigation settlement agreement and release, and review cited authorities therein	0.20	\$199.00
	RJP	Analyze draft 9019 motion and supporting declaration re Sagebrook Investments prepetition litigation	0.30	\$298.50
	RJP	Exchange email correspondence with D. Stermer, I. Bambrick, and A. Mielke re draft 9019 motion and supporting declaration re Sagebrook Investments prepetition litigation	0.20	\$199.00
5/25/2018	MLT	Analyze Stipulation to Extend Response Deadline in Comerica action	0.10	No Charge
	JMW	Analyze stipulation re response time extension in Comerica noteholder adversary	0.10	\$72.50
	RJP	Review certification of counsel re response deadline in Comerica preliminary injunction adversary proceeding	0.10	\$99.50
	SMK	Analyze stipulation re extension of answer deadline in Comerica v. Beynon AP	0.10	No Charge
	SMK	Email M. Tuchin, D. Fidler, J. Weiss re stipulation re extension of answer deadline in Comerica v. Beynon AP	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/29/2018	DAF	Analyze documents re Sagebrook settlement with City of Beverly Hills and corporate authority for settlement agreement	0.20	\$215.00
	DAF	Email exchange with I. Bambrick re Sagebrook settlement agreement	0.10	No Charge
	MLT	Analyze in pari delicto case from J. Sabin	0.40	\$498.00
	MLT	Analyze draft stipulation resolving motion for preliminary injunction from Comerica	0.20	\$249.00
	JMW	Analyze defendants' response brief and exhibits opposing preliminary injunction enjoining noteholder class action in bankruptcy case of Knowles Systems (large Woodbridge broker)	1.50	\$1,087.50
	JMW	Analyze plaintiffs' reply brief in support of preliminary injunction enjoining noteholder class action in bankruptcy case of Knowles Systems	0.20	\$145.00
	JMW	Analyze defendants' declarations opposing preliminary injunction enjoining noteholder class action in bankruptcy case of Knowles Systems	0.30	\$217.50
	JMW	Analyze defendants' answer to complaint seeking preliminary injunction enjoining noteholder class action in bankruptcy case of Knowles Systems	0.20	\$145.00
	RJP	Exchange email correspondence with OCP counsel, D. Stermer, I. Bambrick re settlement agreement and 9019 motion in Sagebrook Investments prepetition litigation	0.30	\$298.50
	RJP	Exchange email correspondence with J. Schneider re Comerica's proposed stipulated preliminary injunction order and next steps re same	0.20	\$199.00
	RJP	Prepare email correspondence to M. Tuchin re document production to class action plaintiffs and Comerica	0.20	\$199.00
	RJP	Analyze Comerica's proposed stipulated preliminary injunction order in adversary proceedings against class action plaintiffs	0.20	\$199.00
	RJP	Exchange voice message and email correspondence with D. Neier re Comerica's proposed stipulated preliminary injunction order	0.10	\$99.50
	RJP	Review class plaintiffs' proposed mark-up of Comerica's proposed stipulated preliminary injunction order	0.10	\$99.50
5/30/2018	DAF	Analyze updated litigation tracking chart	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Conference call with J. Schneider, D. Girard, and R. Pfister re Comerica's proposed order re preliminary injunction motion	0.50	\$622.50
	MLT	Analyze revised proposed stipulation re preliminary injunction in favor of Comerica from D. Girard	0.10	\$124.50
	MLT	Analyze correspondence from J. Schneider re Comerica offer of compromise; exchange e-mail correspondence with R. Pfister re same	0.10	No Charge
	JMW	Analyze updated non-bankruptcy litigation schedule in data room	0.20	\$145.00
	JMW	Analyze Sagebrook property settlement 9019 motion	0.10	\$72.50
	RJP	Exchange email correspondence with J. Schneider re negotiations with Comerica concerning preliminary injunction motion	0.30	\$298.50
	RJP	Review correspondence from OCP counsel in Bellflower v. 91 LLC state court prepetition litigation re motion for summary judgment and ruling on motion to strike	0.20	\$199.00
	RJP	Exchange email correspondence with Comerica's counsel re extension of deadline for Comerica's objections and responses to Rule 2004 examination and re production of second tranche of documents	0.20	\$199.00
	RJP	Analyze stipulation for protective order in class action litigation against Comerica in California federal court	0.20	\$199.00
	RJP	Review correspondence from OCP counsel, I. Bambrick, B. Sharp, and A. Mielke re settlement agreement, release, and Rule 9019 motion in Sagebrook prepetition litigation	0.20	\$199.00
	RJP	Prepare for conference call with J. Schneider, D. Girard, and M. Tuchin re Comerica's proposed order on preliminary injunction motion	0.40	\$398.00
	RJP	Conference call with J. Schneider, D. Girard, and M. Tuchin re Comerica's proposed order on preliminary injunction motion	0.50	\$497.50
	RJP	Analyze class plaintiffs' counter to Comerica's mark-up of stipulated preliminary injunction	0.20	\$199.00
5/31/2018	MLT	Analyze correspondence from J. Schneider and R. Pfister re Comerica litigation offer of compromise	0.10	No Charge
	RJP	Exchange email correspondence with J. Schneider re class plaintiffs' proposed stipulated preliminary injunction vis-à-vis Comerica and next steps re same	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Analyze updated chart of non-Debtor litigation	0.20	\$199.00
	RJP	Exchange email correspondence with OCP counsel, I. Bambrick, and D. Stermer re motion for summary judgment in Bellflower v. 91 LLC prepetition state court action	0.20	\$199.00
	RJP	Review correspondence from B. Sharp and D. Stermer re dismissal of counter-claims in Bellflower v. 91 LLC prepetition litigation	0.10	\$99.50
	SMG	Update related nondebtor litigation chart	1.70	\$1,062.50
Professional Services Rendered			51.90	\$48,949.50

For Services Rendered Through 5/31/2018

In Reference To: Meetings and Communications With Creditors

File No.: 2314-0014

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Call with T. Casey re communications with noteholders	0.10	\$107.50
	DAF	Prepare comments to FAQs re bar date and case information	0.40	\$430.00
	JMW	Telephone conference with N. Troszak re investor FAQs	0.10	\$72.50
	JMW	Revise Garden City FAQs for investor inquiries	1.70	\$1,232.50
	JMW	Telephone conference with S. Persihilli (GCG) re investor FAQ revisions	0.10	\$72.50
5/2/2018	DAF	Call with B. Sharp, F. Chin, M. Tuchin and J. Weiss re weekly update call with committee advisors	0.10	\$107.50
	DAF	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.50	\$537.50
	MLT	Telephone conference with F. Chin, B. Sharp, D. Fidler and J. Weiss re weekly update call	0.10	\$124.50
	MLT	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.50	\$622.50
	MLT	Exchange email correspondence with M. Goldberg re investor inquiry	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with B. Sharp, F.Chin, M. Tuchin and D. Fidler re weekly creditor call	0.10	\$72.50
	JMW	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.50	\$362.50
	JMW	Analyze revised draft of FAQs for creditor inquiries	0.20	\$145.00
	JMW	Telephone conference with S. Persichilli (Garden City) re FAQs for creditor inquiries	0.10	\$72.50
5/3/2018	SDP	Monitor committee websites	0.30	\$112.50
5/4/2018	SDP	Telephone conference with A. McIntyre re bar date notice	0.10	\$37.50
5/8/2018	MLT	Exchange e-mail correspondence with B. Sharp re call with committees	0.10	No Charge
5/9/2018	DAF	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.40	\$430.00
	MLT	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.40	\$498.00
	MLT	Prepare for call with committees	0.20	\$249.00
	MLT	Telephone conference with F. Chin re call with committees	0.10	\$124.50
5/10/2018	JMW	Exchange e-mail correspondence with M. Dundon re weekly advisor calls	0.10	\$72.50
5/11/2018	SDP	Monitor committee websites	0.30	\$112.50
5/16/2018	MLT	Exchange e-mail correspondence with F. Chin re call with committees	0.10	No Charge
	MLT	Telephone conference with R. Pachulski re Contrarian, trust trading, liquidity facility, and Owlwood complaint	0.20	\$249.00
	MLT	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	1.10	\$1,369.50
	MLT	Prepare for call with committees	0.30	\$373.50
	SDP	Exchange e-mail correspondence K. Dube re case status	0.20	\$75.00
	JMW	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	1.10	\$797.50
5/17/2018	JMW	Analyze proposed Garden City phone recording; exchange e-mail correspondence with S. Persichilli re approval of same	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/21/2018	DAF	Analyze correspondence from S. Persichilli re response to creditor inquiries	0.10	\$107.50
5/24/2018	MLT	Analyze correspondence from J. Pomerantz and R. Boyser re Law 360 article re creditor recoveries	0.10	\$124.50
5/29/2018	DAF	Analyze investor communication log re unitholder inquiries and responses	0.30	\$322.50
	DAF	Email exchange with E. Wise re noteholder inquiry	0.10	\$107.50
	DAF	Confer with J. Weiss re investor communication protocol	0.20	\$215.00
	SDP	Telephone conference with A. Krehit re proof of claim	0.10	\$37.50
	SDP	Exchange e-mail correspondence with D. Fidler re A. Krehit inquiry	0.20	\$75.00
	JMW	Exchange e-mail correspondence with M. Dundon re 5/30 all-hands strategy call	0.10	\$72.50
	JMW	Confer with D. Fidler re investor communication protocol	0.20	\$145.00
5/30/2018	DAF	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps.	0.40	\$430.00
	MLT	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.40	\$498.00
	JMW	Attend weekly call with UCC, Noteholder, and Unitholder professionals to discuss strategy and next steps	0.40	\$290.00
Professional Services Rendered			12.30	\$11,082.50

For Services Rendered Through 5/31/2018

In Reference To: Non-Working Travel

File No.: 2314-0015

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	RJP	Return travel from Wilmington following May 1 omnibus hearing (1/2 billed)	4.00	\$3,980.00
	RJP	Return travel from Wilmington following May 1 omnibus hearing (1/2 unbilled)	4.00	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMK	Travel from Wilmington to Los Angeles following 5/1 hearing	4.40	\$2,970.00
	SMK	Travel from Wilmington to Los Angeles following 5/1 hearing	4.40	No Charge
Professional Services Rendered			16.80	\$6,950.00

For Services Rendered Through 5/31/2018

In Reference To: Plan and Disclosure Statement

File No.: 2314-0016

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Revise portions of disclosure statement	3.70	\$3,977.50
	JMW	Revise portion of disclosure statement	4.80	\$3,480.00
5/2/2018	DAF	Analyze correspondence from D. Barton re liquidation trust trading issues	0.10	\$107.50
	DAF	Analyze plan treatment issues	0.40	\$430.00
	DAF	Confer with J. Weiss re disclosure statement revisions	0.30	\$322.50
	DAF	Revise disclosure statement	0.50	\$537.50
	MLT	Exchange email correspondence with D. Barton re trading of trust units	0.10	\$124.50
	JMW	Confer with D. Fidler re disclosure statement revisions	0.30	\$217.50
	JMW	Analyze correspondence from D. Barton (Pachulski) re results of liquidity working group call	0.10	\$72.50
5/3/2018	DAF	Draft email to E. Held re liquidation analysis	0.10	\$107.50
	DAF	Call with Amarino CPA, J. Yi and J. Weiss re audit of post-confirmation trust (partial participation)	0.30	\$322.50
	DAF	Call with E. Held, W.Holt and J. Weiss re liquidation analysis and revisions thereto	0.50	\$537.50
	DAF	Confer with R. Pachulski, I. Kharasch and M. Tuchin re plan	1.10	\$1,182.50
	MLT	Confer with R. Pachulski, I. Kharasch, and D. Fidler re plan issues	1.10	\$1,369.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange email correspondence with M.Dundon re trading in trust units	0.10	\$124.50
	MLT	Analyze correspondence from J. Yi re public reporting costs	0.10	\$124.50
	JMW	Telephone conference with Armanino CPAs, J. Yi and D. Fidler re audit of post-confirmation trust	0.50	\$362.50
	JMW	Telephone conference with E. Held, D. Fidler and W. Holt re liquidation analysis and revisions thereto	0.50	\$362.50
	JMW	Analyze liquidation analysis in preparation for call with DSI	0.40	\$290.00
	JMW	Revise disclosure statement	4.70	\$3,407.50
	RJP	Confer with W. Holt re subordination provisions in draft plan	0.30	\$298.50
	WLH	Follow-up emails with E. Held re liquidation analysis issues	0.20	\$179.00
	WLH	Confer with R. Pfister re subordination provisions in draft plan	0.30	\$268.50
	WLH	Call with E. Held, D. Fidler, and J. Weiss re liquidation analysis revisions issues	0.50	\$447.50
	SMK	Draft disclosure statement motion and order and ancillary docs, including form of ballots	2.50	\$1,687.50
	JDY	Call with Armanino, CPAs, J. Weiss and D. Fidler re audit of post-confirmation trust	0.50	\$375.00
5/4/2018	DAF	Analyze consolidated schedules re noteholder and unitholder listings (re plan issues)	0.50	\$537.50
	DAF	Confer with R. Pachulski and M. Tuchin re trading of trust units	0.40	\$430.00
	MLT	Exchange e-mail correspondence with D. Barton re trading of trust units	0.30	\$373.50
	MLT	Confer with R. Pachulski and D. Fidler re trading of trust units	0.40	\$498.00
	JMW	Revise disclosure statement substantive (non-introductory portions)	2.40	\$1,740.00
	JMW	Revise disclosure statement introductory summary	4.40	\$3,190.00
	JDY	Comment on securities proposal outline	0.50	\$375.00
5/7/2018	JMW	Analyze plan provisions concerning treatment of excluded parties re noteholders who received commissions in follow up to call with S. Kortanek	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence re R. Orgel re further Pachulski plan comments	0.10	\$89.50
5/8/2018	DAF	Analyze correspondence from R. Orgel re Committee plan comments	0.10	\$107.50
	DAF	Confer with J. Weiss re disclosure statement updates	0.20	\$215.00
	DAF	Prepare edits to revised disclosure statement	2.30	\$2,472.50
	DAF	Analyze Committee comments to chapter 11 plan	0.90	\$967.50
	MLT	Exchange e-mail correspondence with D. Barton re trust trading	0.10	\$124.50
	MLT	Confer with W. Holt re plan issues	0.10	\$124.50
	MLT	Analyze estimates for public reporting costs	0.10	\$124.50
	MLT	Exchange e-mail correspondence with B. Sharp re tax analysis for disclosure statement	0.10	No Charge
	MLT	Analyze correspondence from R. Orgel re plan issues	0.10	\$124.50
	JMW	Confer with D. Fidler re disclosure statement updates	0.20	\$145.00
	JMW	Telephone conference with Cohn Reznick, J. Yi re audit services for liquidation trust	0.30	\$217.50
	JMW	Telephone conference with Squar Milner and J. Yi re audit services for liquidation trust	0.30	\$217.50
	JMW	Analyze memo and chart re Riverdale operations for disclosure statement discussion	0.80	\$580.00
	JMW	Analyze W. Holt revisions to disclosure statement	0.20	\$145.00
	WLH	Confer with M. Tuchin re plan issues	0.10	\$89.50
	WLH	Further revise new disclosure statement draft	2.40	\$2,148.00
	WLH	Initial review of further Pachulski plan comments	1.10	\$984.50
	WLH	Close review of R. Orgel plan mark-up and take notes in course of review	1.40	\$1,253.00
	JDY	Telephone conference with Cohn Reznick, J. Weiss re audit services	0.30	\$225.00
	JDY	Telephone conference with Squar Milner and J. Weiss re audit services for liquidation trust	0.30	\$225.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/9/2018	DAF	Analyze liquidity and trading memo from D. Barton	0.40	\$430.00
	DAF	Prepare inserts to chapter 11 plan	1.80	\$1,935.00
	DAF	Meet with Rob Orgel, J. Weiss and W. Holt re committee plan comments (partial participation)	0.50	\$537.50
	MLT	Analyze committee's plan mark-up	2.80	\$3,486.00
	MLT	Revise plan	1.40	\$1,743.00
	MLT	Telephone conference with M. Dundon re Liquidation Trust Liquidity Alternatives	0.10	\$124.50
	MLT	Analyze memo from D. Barton re Liquidation Trust Liquidity Alternatives	0.40	\$498.00
	MLT	Exchange e-mail correspondence with R. Nevins (board member) re Liquidation Trust Liquidity Alternatives	0.10	\$124.50
	MLT	Confer with W. Holt re committee plan modifications	0.80	\$996.00
	JMW	Confer with R. Orgel, W. Holt and D. Fidler re committee comments to plan	2.40	\$1,740.00
	JMW	Analyze substantial plan comments from R. Orgel (committee)	2.70	\$1,957.50
	JMW	Analyze memo from D. Barton (committee) re trust interest trading	0.40	\$290.00
	RJP	Analyze correspondence from W. Holt re draft plan language concerning preservation of privileges	0.20	\$199.00
	WLH	Confer with M. Tuchin re committee plan modification	0.80	\$716.00
	WLH	Confer with R. Orgel and J. Weiss re committee comments to plan	2.40	\$2,148.00
	WLH	Revise draft Chapter 11 plan per committee comments	3.00	\$2,685.00
5/10/2018	DAF	Revise disclosure statement	1.70	\$1,827.50
	DAF	Analyze results of research re plan opt-out provisions	0.30	\$322.50
	DAF	Call with T. Jeremiassen and J. Weiss re note and unit calculations for plan	0.10	\$107.50
	DAF	Call with S. Beach re plan solicitation procedures	0.40	\$430.00
	DAF	Analyze noteholder claims netting procedures	0.50	\$537.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Analyze plan structure and classification and treatment of certain claims	0.70	\$752.50
	MLT	Confer with J. Weiss re results of plan meeting with committee	0.40	\$498.00
	MLT	Exchange e-mail correspondence with R. Nevins re Liquidating Trust Liquidity Alternatives	0.10	No Charge
	MLT	Revise plan per committee comments	1.40	\$1,743.00
	DMS	Review language relating to privilege preservation in Plan	0.20	\$249.00
	JMW	Telephone conference with D. Fidler, T. Jeremiassen re note and unit calculation for plan	0.10	\$72.50
	JMW	Analyze legal research results re mechanism for determining allowed claims	0.20	\$145.00
	JMW	Confer with M. Tuchin re results of plan meeting with committee	0.40	\$290.00
	JMW	Exchange e-mail correspondence with E. Held, T. Jeremiassen, N. Troszak re responses to committee plan inquiries	0.20	\$145.00
	JMW	Analyze revised plan with responses to committee comments	0.60	\$435.00
	RJP	Analyze draft plan provisions concerning privilege issues	0.30	\$298.50
	WLH	Revise plan draft	2.10	\$1,879.50
	WLH	Prepare correspondence to Pachulski team re further revised plan and next steps	0.20	\$179.00
	WLH	Further revise draft plan to address comments form M. Tuchin	0.20	\$179.00
	WLH	Exchange e-mail correspondence re plan and claim schedule mechanic	0.10	\$89.50
	JDY	Analyze liquidity working group summary circulated by PSZJ	0.80	\$600.00
5/11/2018	DAF	Analyze further comments to draft chapter 11 plan	0.30	\$322.50
	DAF	Prepare additional disclosure statement comments	0.50	\$537.50
	DAF	Analyze tax section of disclosure statement re plan treatment and liquidation trust	0.50	\$537.50
	DAF	Email exchange with R. Orgel re plan comments	0.20	\$215.00
	DAF	Confer with R. Pachulski, M. Tuchin re plan issues	0.70	\$752.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Analyze Woodbridge fund schedules and SOFAs re noteholder payments under plan	0.50	\$537.50
	KNK	Analyze correspondence from W. Holt re revised draft plan	0.10	\$147.50
	KNK	Analyze revised draft plan	2.30	\$3,392.50
	MLT	Analyze comments to plan from R. Orgel (committee counsel) (two versions)	0.60	\$747.00
	MLT	Confer with R. Pachulski and D. Fidler re plan issues	0.70	\$871.50
	MLT	Analyze tax inserts to plan and disclosure statement	0.80	\$996.00
	MLT	Analyze draft liquidation trust agreement	0.90	\$1,120.50
	MLT	Analyze correspondence from W. Holt to professionals for committees re plan	0.10	No Charge
	DMS	Draft memorandum re disclosure requirements on causes of action	1.80	\$2,241.00
	JMW	Analyze draft liquidation trust agreement	0.40	\$290.00
	WLH	Analyze further plan comments from R. Orgel and tax counsel	0.60	\$537.00
	WLH	Call with David Boyce re plan insert issues	0.10	\$89.50
	WLH	Revise introduction aspect of draft disclosure statement	0.20	\$179.00
	WLH	Prepare correspondence to tax advisors re plan insert and proposed changes to same	0.20	\$179.00
	WLH	Further revise draft Chapter 11 plan and circulate turn to full working group	2.00	\$1,790.00
	RJS	Revise draft liquidation trust agreement	2.40	\$1,440.00
5/14/2018	DAF	Confer with J. Weiss re disclosure statement	0.20	\$215.00
	MLT	Analyze correspondence from W. Holt to D. Boyce and V. Calder re revised plan	0.10	No Charge
	DMS	Draft memo re disclosure requirements on causes of action	2.20	\$2,739.00
	JMW	Confer with D. Fidler re disclosure statement	0.20	\$145.00
	WLH	Call with D. Boyce, V. Calder re working draft plan	0.20	\$179.00
	WLH	Revise current working draft disclosure statement	0.90	\$805.50
	WLH	Revise draft Liquidation Trust Agreement	1.20	\$1,074.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze issues re specific trust beneficiaries	0.10	\$89.50
	JDY	Review and comment on liquidation trust agreement and draft plan	4.50	\$3,375.00
5/15/2018	DAF	Analyze Riverdale loan and foreclosure documents re potential plan revisions	0.60	\$645.00
	DAF	Analyze new plan revisions	0.80	\$860.00
	DMS	Revise memorandum re disclosure requirements for claim preservation in plan	4.90	\$6,100.50
	DMG	Analyze potential claims and potential defendants for disclosure statement	0.20	\$179.00
	DMG	Analyze memo re judicial estoppel and disclosure of potential claims and potential defendants in disclosure statement	0.40	\$358.00
	JMW	Finalize revisions to disclosure statement	1.90	\$1,377.50
	WLH	Analyze follow-up on further plan comments from tax counsel	0.20	\$179.00
	WLH	Revise draft plan	1.30	\$1,163.50
	WLH	Further revisions to plan to address D. Fidler comments re new class	0.80	\$716.00
	WLH	Call with J. Sabin (Venable) re plan issues	0.20	\$179.00
5/16/2018	MLT	Revise disclosure statement	3.10	\$3,859.50
	MLT	Exchange e-mail correspondence with W. Holt re unitholder committee's comments to plan	0.10	\$124.50
	MLT	Analyze correspondence from R. Orgel re plan tax issues	0.10	\$124.50
	MLT	Confer with R. Nevins, F. Reiss, and F. Chin re plan issues	0.60	\$747.00
	MLT	Exchange e-mail correspondence with B. Sharp re plan timing	0.10	No Charge
	DMS	Exchange email correspondence with R. Pfister and D. Guess re preparation of disclosure statement exhibit identifying and preserving estate causes of action	0.30	\$373.50
	DMS	Call with I. Bambrick re plans with reservations on claims	0.10	\$124.50
	DMG	Exchange email correspondence with R. Pfister and D. Stern re preparation of disclosure statement exhibit identifying and preserving estate causes of action	0.30	\$268.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with D. Stern and D. Guess re preparation of disclosure statement exhibit identifying and preserving estate causes of action; follow-up re same	0.30	\$298.50
	RJP	Analyze report of Unitholder issues with certain draft plan provisions and potential ways to address same	0.20	\$199.00
	RJP	Analyze draft memorandum re standards for disclosure statement concerning future litigation and preserved estate claims	0.30	\$298.50
	WLH	Analyze litigation claims exhibits for disclosure statement	0.10	\$89.50
	WLH	Exchange e-mail correspondence with R. Orgel (Pachulski) re plan issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with M. Tuchin re Unitholders' Committee's comments to current draft plan	0.10	\$89.50
5/17/2018	DAF	Analyze certain plan issues raised by unitholder committee	0.50	\$537.50
	KNK	Telephone conference with W. Holt re Plan edits	0.10	No Charge
	KNK	Analyze correspondence from W. Holt re Plan meeting and process	0.10	\$147.50
	KNK	Call with W. Holt re Venable comments re dissolution of debtors under plan	0.10	\$147.50
	KNK	Analyze Venable comments on Plan	1.00	\$1,475.00
	MLT	Exchange e-mail correspondence with M. Dundon, A. Currie, and J. Millar re post-effective date liquidity	0.10	\$124.50
	MLT	Telephone conference with B. Sharp and J. Weiss re business plan	0.10	\$124.50
	MLT	Telephone conference with J. Sabin re plan issues	0.10	\$124.50
	MLT	Analyze revised plan from unitholders' committee	1.60	\$1,992.00
	MLT	Prepare plan issues list	0.30	\$373.50
	JMW	Telephone conference with B. Sharp, M. Tuchin re business plan	0.10	\$72.50
	JMW	Analyze unitholder plan comments	0.30	\$217.50
	JMW	Brief research re certain plan comments by unitholders	0.40	\$290.00
	WLH	Revise current working draft plan re unitholder comments	1.30	\$1,163.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze Venable plan comments and take notes re same in the course of analysis	0.90	\$805.50
	WLH	Call with K. Klee re Venable comments re dissolution of the Debtors under the Plan	0.10	\$89.50
	WLH	Email full Committee's working group re plan comment conference call and related process	0.10	\$89.50
5/18/2018	DAF	Confer with J. Weiss re disclosure statement exhibits	0.20	\$215.00
	MLT	Confer with J. Weiss re unitholder comments to plan	0.30	\$373.50
	MLT	Confer with J. Weiss re disclosure statement revisions	0.30	\$373.50
	MLT	Telephone conference with S. Kortanek, M. Dundon, A. Currie, M. Leaf, and J. Weiss re transferability of trust interests	0.60	\$747.00
	MLT	Exchange e-mail correspondence with D. Baddley re plan issues (investor distributions)	0.20	\$249.00
	MLT	Analyze updated memo of Liquidation Trust Interest Liquidity Alternatives from Noteholder Committee	0.20	\$249.00
	MLT	Confer with R. Pachulski and I. Kharasch re comments to plan by unitholders committee	0.70	\$871.50
	MLT	Confer with R. Pachulski and I. Kharasch re Liquidation Trust Liquidity Alternatives	0.50	\$622.50
	MLT	Confer with J. Weiss re unitholder plan issues	0.80	\$996.00
	DMS	Analyze recent Delaware disclosure statements re unfiled claims, disputed claims treatment and related issues	3.80	\$4,731.00
	DMS	Confer with M. Tuchin and J. Weiss re Unitholder comments on plan	0.80	\$996.00
	JMW	Confer with M. Tuchin re unitholder to plan issues	0.80	\$580.00
	JMW	Call with S. Kortanek, M. Dundon, A. Currie, M. Leaf, and M. Tuchin re transferability of trust interests	0.60	\$435.00
	JMW	Prepare for meeting with M. Tuchin re plan and solicitation legal and procedural issues	0.40	\$290.00
	JMW	Confer with M. Tuchin re disclosure statement revisions	0.30	\$217.50
	JMW	Confer with M. Tuchin re unitholder comments to plan	0.30	\$217.50
	JMW	Detailed analysis of unitholders' plan comments and questions	0.90	\$652.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze memo from liquidity task force re transferability of trust interests	0.20	\$145.00
	JMW	Confer with D. Fidler re disclosure statement exhibits	0.20	\$145.00
	JMW	Analyze Sarachek noteholders' motion to terminate exclusivity	0.30	\$217.50
	JMW	Analyze Sarachek noteholders' motion to shorten time	0.10	\$72.50
	RJP	Analyze La Rochelle Noteholders' motion to terminate exclusivity and accompanying motion to shorten	0.80	\$796.00
	RJP	Prepare email correspondence to M. Tuchin, D. Stern, and J. Weiss re La Rochelle Noteholders' motion to terminate exclusivity and accompanying motion to shorten	0.20	\$199.00
	WLH	prepare correspondence to M. Tuchin email re SEC comments/questions regarding plan term sheet	0.20	\$179.00
	SMK	Analyze motion to terminate exclusivity and motion to shorten re same	0.30	\$202.50
	SMK	Draft email to M. Tuchin, D. Fidler, J. Weiss re motion to terminate exclusivity	0.10	No Charge
5/19/2018	DAF	Analyze correspondence from S. Beach re Sarachek motion to terminate exclusivity	0.10	\$107.50
	DAF	Research legal issues re response to Sarachek motion to terminate exclusivity	1.20	\$1,290.00
	DAF	Analyze list of Woodbridge pre-petition brokers	0.40	\$430.00
	MLT	Analyze Sarachek's motion to terminate exclusivity and motion to shorten time	1.30	\$1,618.50
	MLT	Analyze caselaw re unitholder plan issues (re preservation of claims)	1.60	\$1,992.00
	MLT	Exchange e-mail correspondence with S. Beach re Sarachek's motion to shorten time re motion to terminate exclusivity	0.10	\$124.50
	MLT	Exchange e-mail correspondence with R. Pachulski re Sarachek motion to shorten time	0.10	\$124.50
	MLT	Prepare outline of objection to motion to shorten time	0.20	\$249.00
	MLT	Revise objection to motion to shorten time	0.30	\$373.50
	DMS	Analzye La Rochelle motions to terminate exclusivity and to shorten time for hearing	0.50	\$622.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DMS	Edit opposition to motion to shorten time on motion to terminate exclusivity	0.50	\$622.50
	DMS	Prepare brief memo re points to raise in opposition to motion to shorten time on motion to terminate exclusivity (includes legal research)	0.40	\$498.00
	RJP	Exchange email correspondence with S. Beach, E. Morton re motion to terminate exclusivity and strategy / next steps in connection with same	0.50	\$497.50
	RJP	Draft opposition to motion to shorten time re motion to terminate exclusivity	2.90	\$2,885.50
5/20/2018	DAF	Analyze correspondence from E. Morton re plan research issues	0.10	\$107.50
	MLT	Analyze correspondence from E. Morton re plan issues (including sample plan)	0.40	\$498.00
	RJP	Revise opposition to motion to shorten time re motion to terminate exclusivity	0.80	\$796.00
	RJP	Exchange email correspondence with R. Pachulski, M. Tuchin, I. Bambrick re revisions to opposition to motion to shorten time re motion to terminate exclusivity	0.80	\$796.00
	WLH	Exchange emails with E. Morton (YCST) re dissolution of debtors under a plan (multiple)	0.20	\$179.00
5/21/2018	DAF	Confer with W. Holt re plan amendments to add new class	0.40	\$430.00
	DAF	Research re plan classification and treatment re new class	0.50	\$537.50
	MLT	Analyze committee's and unitholder committee's joinder to opposition to Sarachek shortening time motion	0.10	\$124.50
	DMS	Review Plan for disclosure issues	0.40	\$498.00
	DMS	Review exemplar plans for disclosure of unfiled claims	1.50	\$1,867.50
	DMS	Amend memo on disclosure statement re unfiled claims	1.00	\$1,245.00
	JMW	Analyze correspondence from E. Morton re certain plan-related legal questions re Delaware practice	0.10	\$72.50
	JMW	Analyze opposition to motion to shorten time re exclusivity	0.10	\$72.50
	JMW	Analyze updated research results re disclosure standards for litigation claims	0.20	\$145.00
	JMW	Analyze unitholder joinder to exclusivity opposition	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze UCC joinder to exclusivity opposition	0.10	\$72.50
	JMW	Legal research re post-effective date governance	0.30	\$217.50
	RJP	Exchange email correspondence with J. Morris re draft UCC joinder to Debtors' opposition to La Rochelle Noteholders' motion to shorten time on exclusivity termination motion	0.10	\$99.50
	RJP	Analyze revised memorandum re disclosure standards for preservation of estate causes of action	0.30	\$298.50
	RJP	Review as-filed opposition to La Rochelle Noteholders' motion to shorten time on exclusivity termination motion and joinders thereto filed by UCC and Unitholders	0.20	\$199.00
	WLH	Confer with D. Fidler re issues re amendment to add new class	0.40	\$358.00
	WLH	Revise current draft plan re unreleased collateral assignments	0.10	\$89.50
	WLH	Revise current draft Chapter 11 plan to incorporate and address certain Venable comments	1.50	\$1,342.50
	WLH	Analyze updated memo and exemplars re disclosure of litigation claims	0.20	\$179.00
	SMG	Research re re classification and disputed claim issues re claim objection mechanism	1.50	\$937.50
	SMG	Research re substantive consolidation issues in connection with plan process and voting	2.10	\$1,312.50
5/22/2018	DAF	Analyze noteholder committee joinder to objection to motion to shorten re exclusivity	0.10	\$107.50
	DAF	Analyze unitholder committee plan comments	1.20	\$1,290.00
	DAF	Confer with W. Holt re plan process	0.20	\$215.00
	DAF	Confer with R. Pachulski, M. Tuchin re Sarachek motion to terminate exclusivity	0.20	\$215.00
	DAF	Confer with R. Pachulski, I. Kharasch, M. Tuchin re plan issues (including relating to discussions with SEC re reporting requirements)	0.80	\$860.00
	DAF	Confer with W. Holt re plan revisions	0.30	\$322.50
	DAF	Analyze correspondence from M. Dundon re trading of trust interests	0.10	\$107.50
	DAF	Call with B. Sharp, M. Tuchin re Sarachek exclusivity motion	0.10	No Charge

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze joinder of noteholder group to Sarachek shortening time motion	0.10	\$124.50
	MLT	Exchange e-mail correspondence with board re Sarachek's exclusivity and shortening time motions	0.20	\$249.00
	MLT	Telephone conference with D. Baddley, M. Vilardo, and T. Sandstrom (SEC) re reporting accommodations	0.20	\$249.00
	MLT	Analyze order denying motion to shorten time; exchange e-mail correspondence with R. Pachulski and board re same	0.10	\$124.50
	MLT	Telephone conference with S. Kortanek re plan issues	0.30	\$373.50
	MLT	Telephone conference with M. Goldberg re possible SEC accommodations re reporting requirements	0.10	\$124.50
	MLT	Exchange e-mail correspondence with A. Currie re trading of trust interests	0.10	\$124.50
	MLT	Exchange e-mail correspondence with M. Dundon and J. Sabin re trust liquidity alternatives	0.10	\$124.50
	MLT	Confer with R. Pachulski and D. Fidler re Sarachek motion to terminate exclusivity	0.20	\$249.00
	MLT	Confer with R. Pachulski, I. Kharasch, and D. Fidler re plan issues (including discussions with SEC re reporting requirements)	0.80	\$996.00
	MLT	Telephone conference with B. Sharp and D. Fidler re Sarachek exclusivity motion	0.10	No Charge
	MLT	Exchange e-mail correspondence with board and J. Pomerantz re Law360 article on exclusivity	0.20	\$249.00
	DMG	Analyze revised D. Stern memo re required disclosure re preserved claims in connection with preparation of exhibit with presented claims	0.40	\$358.00
	JMW	Analyze order denying motion to shorten on exclusivity termination motion	0.10	\$72.50
	RJP	Review Noteholder Committee's joinder to opposition to La Rochelle Noteholders' motion to shorten re exclusivity	0.10	\$99.50
	RJP	Review entered order denying La Rochelle Noteholders' motion to shorten re exclusivity and setting briefing schedule in connection therewith	0.10	\$99.50
	RJP	Exchange email correspondence with R. Pachulski and M. Tuchin re La Rochelle Noteholders' exclusivity motion	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Confer with D. Fidler re plan process	0.20	\$179.00
	WLH	Revise current working draft plan	0.40	\$358.00
	WLH	Confer with D. Fidler re further plan revisions	0.30	\$268.50
	WLH	Exchange e-mail correspondence with B. Sharp re plan process issues	0.10	\$89.50
5/23/2018	DAF	Confer with M. Tuchin, W. Holt, J. Weiss re plan issues raised by constituents	1.80	\$1,935.00
	DAF	Analyze noteholder committee comments to chapter 11 plan	0.80	\$860.00
	DAF	Analyze revised chapter 11 plan (incorporating noteholder and unitholder committee comments)	0.60	\$645.00
	DAF	Prepare comments to revised chapter 11 plan	0.40	\$430.00
	DAF	Confer with W. Holt re plan issues list	0.20	\$215.00
	KNK	Analyze Kourtanek comments on plan	1.30	\$1,917.50
	KNK	Analyze correspondence from W. Holt re further revised draft plan and redlined changes	1.10	\$1,622.50
	MLT	Confer with W. Holt, D. Fidler, and J. Weiss re plan issues raised by constituents	1.80	\$2,241.00
	MLT	Prepare plan provisions re trading of trust interests	0.20	\$249.00
	MLT	Analyze correspondence from I. Bambrick re dissolution of debtors and remaining entities (including transcript and pleadings from other cases)	1.60	\$1,992.00
	MLT	Exchange e-mail correspondence with J. Sabin re dissolution of entities on effective date	0.10	\$124.50
	MLT	Analyze noteholder committee's comments to plan	1.10	\$1,369.50
	MLT	Revise plan of liquidation	1.30	\$1,618.50
	JMW	Confer with M. Tuchin, D. Fidler, W. Holt re plan issues raised by constituents	1.80	\$1,305.00
	JMW	Analyze Drinker Biddle noteholder comments to plan	0.60	\$435.00
	JMW	Analyze research results re plan dissolution of debtors	0.30	\$217.50
	JMW	Analyze fully revised plan incorporating certain constituent comments	0.70	\$507.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze correspondence from J. Sabin and M. Tuchin re Section 1145 issues	0.10	\$89.50
	WLH	Revise current working draft Chapter 11 plan to address remaining Venable comments and Drinker comments	2.90	\$2,595.50
	WLH	Confer with D. Fidler re plan issues list	0.20	\$179.00
	WLH	Attend meeting with M. Tuchin, D. Fidler and J. Weiss re plan comments provided by constituents	1.80	\$1,611.00
	WLH	Revise plan provisions re Liquidation Trust Interests and related reporting	0.30	\$268.50
	WLH	Exchange e-mail correspondence with Committee counsel re securities provisions of plan	0.10	\$89.50
	WLH	Analyze Drinker comments on draft Chapter 11 plan	0.50	\$447.50
	WLH	Prepare draft cover email and issues list to include with plan turn for May 25 conference call	0.50	\$447.50
	WLH	Further revise draft plan, including based on further comments from M. Tuchin and D. Fidler	1.00	\$895.00
	WLH	Finalize and transmit plan turn to full Committee group	0.10	\$89.50
	JDY	Comment on revised plan securities issues	0.60	\$450.00
5/24/2018	DAF	Analyze correspondence from D. Barton re registration issues	0.10	\$107.50
	DAF	Call with R. Pachulski, M. Tuchin re plan issues	0.80	\$860.00
	DAF	Analyze correspondence from S. Beach comments to revised plan	0.20	\$215.00
	DAF	Confer with J. Weiss re disclosure statement revisions	0.20	\$215.00
	DAF	Analyze revised disclosure statement re conforming plan changes	0.50	\$537.50
	DAF	Call with J. Sabin, M. Tuchin re unitholder plan issues	0.50	\$537.50
	DAF	Call with V. Calder, D. Boyce, M. Tuchin, W. Holt re plan tax issues	0.70	\$752.50
	DAF	Analyze revised liquidation analysis for disclosure statement	0.40	\$430.00
	DAF	Email with E. Held re liquidation analysis	0.10	\$107.50
	DAF	Analyze correspondence from M. Dundon re liquidation trust interests	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	KNK	Analyze correspondence from W. Holt re S. Beach comments re plan	0.10	No Charge
	KNK	Analyze S. Beach comments re plan	0.10	\$147.50
	MLT	Telephone conference with R. Pachulski and D. Fidler re plan issues	0.80	\$996.00
	MLT	Telephone conference with V. Calder, D. Boyce, W. Holt, and D. Fidler re plan tax issues	0.70	\$871.50
	MLT	Revise plan	1.80	\$2,241.00
	MLT	Analyze Novinda case per J. Sabin	0.40	\$498.00
	MLT	Analyze correspondence from S. Beach re plan comments	0.30	\$373.50
	MLT	Analyze correspondence from M. Dundon and R. Pachulski re conversion rate for trust interests	0.20	\$249.00
	MLT	Analyze correspondence from D. Barton re securities law issue	0.10	No Charge
	MLT	Telephone conference with J. Sabin and D. Fidler re unitholder plan issues	0.50	\$622.50
	DMG	Prepare disclosure statement exhibit re preserved claims	5.50	\$4,922.50
	JMW	Confer with D. Fidler re disclosure statement revisions	0.20	\$145.00
	JMW	Revise disclosure statement	5.80	\$4,205.00
	JMW	Analyze revised liquidation analysis from DSI	0.30	\$217.50
	RJP	Review draft disclosure statement exhibit re preservation of litigation claims	0.40	\$398.00
	WLH	Analyze Young Conaway comments on most recent plan draft	0.30	\$268.50
	WLH	Revise current working draft Chapter 11 plan, including to incorporate comments from Young Conaway	2.30	\$2,058.50
	WLH	Exchange e-mail correspondence with D. Boyce, V. Caler re tax issues list	0.10	\$89.50
	WLH	Analyze revised draft Liquidation Analysis	0.40	\$358.00
	WLH	Revise draft disclosure statement exhibit re preserved litigation claims	0.50	\$447.50
	WLH	Analyze correspondence from D. Barton re securities exception for plan provisions	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with J. Yi re securities rules for plan provision	0.10	\$89.50
	WLH	Prepare compilation of tax-related questions and comments re draft plan	0.40	\$358.00
	WLH	Telephone conference with D. Boyce, V. Calder, M. Tuchin and D. Fidler re tax issues re draft plan	0.70	\$626.50
	WLH	Research re Novida case re classification and issues and arguments re same	0.30	\$268.50
	WLH	Telephone conference with R. Orgel (Pachulski Stang) re plan revisions and related issues	0.90	\$805.50
	JDY	Research securities law requirements for effective date issuances of securities	0.40	\$300.00
5/25/2018	DAF	Telephone conference with M. Tuchin, D. Fidler, W. Holt, J. Weiss, B. Sharp, F. Chin, D. Boyce, V. Calder, R. Pachulski, D. Barton, R. Orgel, C. Nelson, M. Kaptain, G. Gotthardt, S. Kortanek, P. Jackson, M. Dundon, J. Feldman, J. Sabin, A. Currie, S. Beach re negotiation of plan issues	2.00	\$2,150.00
	DAF	Analyze correspondence from B. Sharp re trading of liquidation trust interests	0.10	\$107.50
	DAF	Analyze further revised plan (two drafts)	0.80	\$860.00
	DAF	Email to B. Sharp, E. Held re Dundon model re calculation of liquidation trust interests for plan	0.30	\$322.50
	DAF	Confer with R. Pachulski, M. Tuchin re plan issues (trading of liquidation trust interests, Class 6 treatment, conversion rate of interests)	1.10	\$1,182.50
	DAF	Confer with R. Pachulski, M. Tuchin re F. Chin compensation post-effective date	0.20	\$215.00
	DAF	Analyze M. Dundon model re calculation of liquidation trust interests for plan	0.30	\$322.50
	DAF	Confer with W. Holt re further plan revisions	0.20	\$215.00
	MLT	Prepare for plan call with committees	0.70	\$871.50
	MLT	Telephone conference with M. Tuchin, D. Fidler, W. Holt, J. Weiss, B. Sharp, F. Chin, D. Boyce, V. Calder, R. Pachulski, D. Barton, R. Orgel, C. Nelson, M. Kaptain, G. Gotthardt, S. Kortanek, P. Jackson, M. Dundon, J. Feldman, J. Sabin, A. Currie, S. Beach re negotiation of plan issues	2.00	\$2,490.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from M. Dundon and J. Sabin re conversion rate for trust interests	0.10	\$124.50
	MLT	Analyze revised plan	0.90	\$1,120.50
	MLT	Analyze R. Orgel's comments to plan	0.80	\$996.00
	MLT	Confer with R. Pachulski and D. Fidler re plan issues (trading of liquidation trust interests, Class 6 treatment, conversion rate of interests)	1.10	\$1,369.50
	MLT	Confer with R. Pachulski and D. Fidler re F. Chin compensation post Effective Date	0.20	\$249.00
	MLT	Analyze correspondence from M. Dundon re distribution calculation	0.30	\$373.50
	MLT	Confer with W. Holt re additional Orgel comments and revisions in response to same	0.50	\$622.50
	JMW	Prepare for all-hands plan call (by analysis of clean and redline versions of plan)	1.60	\$1,160.00
	JMW	Telephone conference with M. Tuchin, D. Fidler, W. Holt, J. Weiss, B. Sharp, F. Chin, D. Boyce, V. Calder, R. Pachulski, D. Barton, R. Orgel, C. Nelson, M. Kaptain, G. Gotthardt, S. Kortanek, P. Jackson, M. Dundon, J. Feldman, J. Sabin, A. Currie, S. Beach re negotiation of plan issues	2.00	\$1,450.00
	JMW	Continue to revise disclosure statement	1.10	\$797.50
	WLH	Telephone conference with M. Tuchin, D. Fidler, J. Weiss, B. Sharp, F. Chin, D. Boyce, V. Calder, R. Pachulski, D. Barton, R. Orgel, C. Nelson, M. Kaptain, G. Gotthardt, S. Kortanek, P. Jackson, M. Dundon, J. Feldman, J. Sabin, A. Currie, S. Beach re negotiation of plan issues	2.00	\$1,790.00
	WLH	Confer with D. Fidler re further plan revisions	0.20	\$179.00
	WLH	Revise working draft Chapter 11 plan, including to address comments from large group call and latest mark-up form R. Orgel	2.40	\$2,148.00
	WLH	Confer with M. Tuchin re additional Orgel plan comments and issues, as well as proposed revisions re same	0.50	\$447.50
	WLH	Revise current working draft Disclosure Statement	1.90	\$1,700.50
	WLH	Analyze correspondence re conversion rate issues re Liquidation Trust Interests	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with S. Beach (YCST) re plan comments	0.20	\$179.00
	WLH	Prepare correspondence to full Committees working group re plan turn and next steps	0.10	\$89.50
5/27/2018	DAF	Analyze plan revisions re Class 6 and liquidation trust	0.40	\$430.00
	DAF	Analyze chapter 7 alternative recovery scenarios	0.50	\$537.50
	MLT	Prepare insert to disclosure statement re trust interests	0.90	\$1,120.50
	MLT	Analyze correspondence from D. Barton re trust reporting	0.10	\$124.50
	MLT	Analyze D. Barton's revisions to plan	0.50	\$622.50
	JMW	Analyze D. Barton (committee) plan revisions	0.30	\$217.50
	WLH	Analyze plan markup and email from D. Barton (Pachulski)	0.40	\$358.00
	WLH	Exchange emails with D. Barton (Pachulski) re plan comments	0.10	\$89.50
	JDY	Comment on revised Chapter 11 plan securities issues	0.40	\$300.00
5/28/2018	MLT	Prepare for call with SEC re trading of trust interests	0.70	\$871.50
5/29/2018	DAF	Analyze Riverdale documents re schedule of Class 6 list and ballots	0.70	\$752.50
	DAF	Confer with W. Holt, J. Weiss re preparation for call with E. Held re liquidation analysis	0.20	\$215.00
	DAF	Call with E. Held, W. Holt, J. Weiss re revised liquidation analysis	0.40	\$430.00
	DAF	Analyze revised footnotes to liquidation analysis	0.20	\$215.00
	DAF	Analyze results of research re plan confirmation issues	0.20	\$215.00
	DAF	Analyze business plan for Colorado properties	0.70	\$752.50
	DAF	Prepare several comments to business plan for Colorado properties	0.60	\$645.00
	MLT	Telephone conference with D. Baddley, J. Davis, C. Olinger, M. Vilaro, D. Barton, B. Sharp, and J. Yi re reporting issues	1.00	\$1,245.00
	MLT	Telephone conference with B. Sharp re call with SEC re reporting issues and retention of auditors (twice)	0.20	\$249.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Prepare for meeting with F. Chin and R. Pachulski re Chin incentive compensation	0.30	\$373.50
	MLT	Confer with R. Pachulski and F. Chin re SEC call re reporting	0.20	\$249.00
	MLT	Confer with R. Pachulski and F. Chin re real property disposition update	0.60	\$747.00
	MLT	Confer with R. Pachulski and F. Chin re amended business plan	0.80	\$996.00
	MLT	Confer with R. Pachulski and F. Chin re Chin wind-down entity incentive compensation	0.60	\$747.00
	MLT	Analyze tax comments to plan	0.20	\$249.00
	JMW	Call with E. Held, D. Fidler, W. Holt re revised liquidation analysis	0.40	\$290.00
	JMW	Analyze Fred Chin's Colorado business plan	0.80	\$580.00
	JMW	Analyze research results re 1129(a)(10) confirmation requirements	0.40	\$290.00
	JMW	Confer with D. Fidler, W. Holt re preparations for call re liquidation analysis	0.20	\$145.00
	WLH	Revise current working draft plan, including to address comments from D. Barton	0.90	\$805.50
	WLH	Revise current draft notes to Liquidation Analysis	0.30	\$268.50
	WLH	Confer with D. Fidler and J. Weiss re preparations for call re liquidation analysis	0.20	\$179.00
	WLH	Call with E. Held (DSI), D. Fidler and J. Weiss re revised liquidation analysis	0.40	\$358.00
	WLH	Analyze tax comments on plan	0.20	\$179.00
	SMK	Draft email memorandum re plan structuring/1129 issues in substantively consolidated plan	1.30	\$877.50
	SMK	Research re plan structuring/1129 issues in substantively consolidated plan	4.80	\$3,240.00
	SMK	Research re impaired consenting class issues in substantively consolidated plan	1.60	\$1,080.00
	JDY	Call with D. Baddley, J. Davis, C. Olinger, M. Vilardo, D. Barton, B. Sharp and M. Tuchin re reporting requirements	1.00	\$750.00
5/30/2018	DAF	Confer with F. Chin re business plan	0.40	\$430.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Confer with W. Holt re Class 6 membership	0.50	\$537.50
	DAF	Prepare detailed correspondence to F. Chin re comments to Colorado business plan	0.30	\$322.50
	DAF	Email exchange with B. Sharp re status of plan	0.10	\$107.50
	DAF	Confer with W. Holt and J. Weiss re plan solicitation procedures and ballots	0.50	\$537.50
	KNK	Analyze correspondence from R. Orgel re plan changes	0.20	\$295.00
	MLT	Analyze Colorado business plan	0.80	\$996.00
	MLT	Revise Colorado business plan	0.70	\$871.50
	MLT	Confer with F. Chin re Colorado business plan	0.20	\$249.00
	MLT	Analyze legal memo re plan issues	0.30	\$373.50
	MLT	Exchange e-mail correspondence with B. Sharp re retention of auditor	0.10	\$124.50
	MLT	Analyze correspondence from R. Orgel re comments to plan	0.10	\$124.50
	MLT	Analyze correspondence from R. Orgel re equity securities	0.10	\$124.50
	JMW	Confer with D. Fidler, W. Holt (partial) re solicitation procedures	0.30	\$217.50
	JMW	Revise disclosure statement in light of plan comments from constituents	1.80	\$1,305.00
	WLH	Attend meeting with D. Fidler and J. Weiss re plan procedures motion and balloting mechanics	0.50	\$447.50
	WLH	Revise draft plan to respond to new R. Orgel comments	0.10	\$89.50
	WLH	Confer with D. Fidler re Class 6 membership	0.50	\$447.50
	WLH	Telephone conference with D. Boyce and V. Calder re tax issues	0.30	\$268.50
	WLH	Prepare correspondence to M. Tuchin re tax call overview	0.10	\$89.50
	WLH	Exchange e-mail correspondence with D. Barton re open plan questions	0.10	\$89.50
	WLH	Analyze additional plan revisions from R. Orgel	0.20	\$179.00
	WLH	Telephone conference with R. Orgel re plan revisions	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with D. Barton re securities issues re plan (multiple)	0.20	\$179.00
	WLH	Begin drafting form of Confirmation Order	2.00	\$1,790.00
	SMK	Analyze revised plan in connection with procedures motion and ballots	0.60	\$405.00
	SMK	Draft memorandum re plan structuring issues in light of dual sub con	1.70	\$1,147.50
	SMK	Research re plan structuring issues in light of dual sub con	0.60	\$405.00
5/31/2018	DAF	Revise disclosure statement	1.20	\$1,290.00
	WLH	Analyze further plan comments from tax advisors	0.30	\$268.50
	WLH	Continue to prepare draft form of Confirmation Order	3.30	\$2,953.50
	WLH	Prepare correspondence to D. Boyce re reaction to tax comments and follow-up questions re same	0.10	\$89.50
	WLH	Prepare correspondence to D. Fidler re draft Confirmation Order	0.10	\$89.50
	WLH	Analyze correspondence from D. Boyce re follow-up about revisions to tax comments	0.10	\$89.50
	SMK	Draft ballots and notice of non-voting status	4.60	\$3,105.00
	SMK	Draft plan balloting procedures motion and order	2.40	\$1,620.00
Professional Services Rendered			294.80	\$284,899.00

For Services Rendered Through 5/31/2018

In Reference To: Real Estate Matters (Not Dispositions)

File No.: 2314-0017

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Analyze and prepare comments to Tintarella payoff documents (several drafts)	1.20	\$1,290.00
	DAF	Email exchanges with J. Kuffel, S. Beach re Tintarella payoff letter	0.20	\$215.00
	DAF	Email to M. Rosenbaum re Ashley Ridge payoff	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchanges with J. Kuffel re Ashley Ridge payoff letter and reconveyance	0.20	\$215.00
	DAF	Email exchange with M. Sorenson re payoff of seller notes	0.20	\$215.00
	DAF	Analyze 25085 Ashley Ridge title report	0.10	\$107.50
	DAF	Several email exchange with M. Sorenson re 25085 Ashley Ridge sale order and closing	0.30	\$322.50
	DAF	Analyze Tintarella consent order re obligations and payoff	0.20	\$215.00
	DAF	Analyze Ashley Ridge payoff documents	0.30	\$322.50
	DAF	Email exchange with J. Kuffel re Ashley Ridge payoff	0.10	\$107.50
	DAF	Confer with F. Reiss re payoff of seller notes	0.20	\$215.00
	DAF	Review note and deed of trust re Ashley Ridge payoff	0.50	\$537.50
	MLT	Telephone conference with J. Reisner re Nimes settlement discussions	0.10	\$124.50
	MLT	Confer with R. Pachulski re Nimes settlement discussions	0.30	\$373.50
	JMW	Analyze Nimes escrow instructions	0.20	\$145.00
	JMW	Exchange e-mail correspondence S. Ferrero re further discovery on Nimes escrow instructions	0.10	\$72.50
	JMW	Exchange e-mail correspondence B. Sharp, A. Beck, I. Bambrick re Board written consent for planning commission issues	0.30	\$217.50
	SMK	Exchange emails with J. Weiss re Nimes discovery, including purchase agreement	0.20	\$135.00
5/2/2018	DAF	Emails with M. Rosenbaum re payoff of Ashley Ridge note	0.20	\$215.00
	DAF	Email exchange with J. Kuffel re Tintarella payoff number	0.10	\$107.50
	DAF	Analyze title reports for Riverdale properties	0.70	\$752.50
	DAF	Email exchanges with N. Troszak re Ashley Ridge and Stradella payoff calculations	0.20	\$215.00
	DAF	Email to S. Breskal re reconveyance of Stradella and Ashley Ridge properties	0.10	\$107.50
	DAF	Analyze and prepare comments to further revised note payoff letters	0.30	\$322.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchanges with S. Breskal re revisions to payoff letters	0.20	\$215.00
	DMS	Call with S. Kidder, F. Chin and Plus re responding to Nimes document request	0.70	\$871.50
	JMW	Analyze correspondence from D. Stermer re real estate appraisers	0.10	\$72.50
	JMW	Exchange e-mail correspondence with DSI re Nimes document production	0.20	\$145.00
	SMK	Exchange emails with J. Weiss re compilation of documents responsive to Nimes requests	0.20	\$135.00
	SMK	Email F. Chin re Nimes document requests	0.20	\$135.00
	SMK	Exchange emails with S. Ferrero of DSI re: Nimes doc requests	0.20	\$135.00
	SMK	Exchange emails and call with A. Shvartz of Woodbridge re document production re Nimes 2004 requests	0.30	\$202.50
	SMK	Review initial debtor document collection re: Nimes requests for privilege and relevance	1.90	\$1,282.50
5/3/2018	DAF	Email to S. Breskal re payoff and reconveyance documents (Tintarella and Ashley Ridge)	0.10	\$107.50
	DAF	Call with F. Chin, B. Sharp re 805 Nimes settlement	0.20	\$215.00
	DAF	Email exchanges with M. Sorenson re repayment of Ashley Ridge note and title company issues	0.20	\$215.00
	DAF	All hands call re Tintarella and Ashley Ridge payoff / closing	0.30	\$322.50
	DAF	Call with J. White re Ashley Ridge payoff	0.10	\$107.50
	DAF	Confer with R. Pachulski and M. Tuchin re Nimes settlement discussions	0.30	\$322.50
	DAF	Comment numerous drafts of payoff and escrow documents for Ashley payoff	0.60	\$645.00
	DAF	Comment numerous drafts of payoff and escrow documents for Tintarella payoffs	0.60	\$645.00
	MLT	Confer with F. Chin, B. Sharp and D. Stern re Nimes settlement	0.20	\$249.00
	MLT	Confer with R. Pachulski and D. Fidler re Nimes settlement negotiations	0.30	\$373.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange email correspondence with J. Reisner re Nimes settlement negotiations	0.10	No Charge
	MLT	Confer with D. Stern re Nimes lender negotiations	0.20	\$249.00
	MLT	Telephone conference with J. Reisner re Nimes settlement discussions	0.20	\$249.00
	DMS	Confer with M. Tuchin re Nimes lender negotiations	0.20	\$249.00
	DMS	Call with B. Sharp, F. Chin and M. Tuchin re Nimes payoff	0.20	\$249.00
	JMW	Analyze foreclosure lawsuit documents re foreclosure on 91 north street	0.40	\$290.00
	JMW	Exchange e-mail correspondence with G. Shoup re Bellflower foreclosure re 91 north street	0.20	\$145.00
	SMK	Analyze debtor initial document collection re: Nimes requests for privilege and relevance	1.00	\$675.00
	SMK	Coordinate production of debtor docs in response to Nimes requests	0.70	\$472.50
	SMK	Exchange emails with D. Stern re Nimes permits	0.10	\$67.50
5/4/2018	DAF	Analyze correspondence from J. White re Ashley note payoff and reconveyance	0.10	\$107.50
	DAF	Analyze updated escrow statement re Tintarella payoff	0.10	\$107.50
	DAF	Follow up email to M. Sorenson re order authorizing repayment of seller notes	0.10	\$107.50
	DAF	Analyze revised Tintarella payoff closing documents (multiple drafts)	0.30	\$322.50
	DAF	Emails with S. Beach re Tintarella and Ashley Ridge payoffs	0.20	\$215.00
	DAF	Email exchange with M. Rosenbaum re Ashley Ridge payoff	0.10	\$107.50
	DAF	Follow up emails with S. Beach, B. Shaffer re revised payoff documents	0.20	\$215.00
	DAF	Confer with R. Pachulski and M. Tuchin re Nimes settlement	0.10	\$107.50
	MLT	Confer with R. Pachulski and D. Fidler re Nimes settlement offer	0.10	\$124.50
	MLT	Analyze correspondence from J. Reisner re Nimes settlement offer	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMK	Analyze debtor initial document collection re Nimes requests for privilege/relevance	4.40	\$2,970.00
	SMK	Exchange emails with M. Fatemi of Plus Development re Nimes doc production	0.20	\$135.00
5/5/2018	DAF	Analyze Nimes stipulation potential issues	0.20	\$215.00
	JMW	Analyze correspondence from J. Reisner re Nimes settlement	0.20	\$145.00
	SMK	Analyze D. Stern email re status of Nimes negotiations	0.10	\$67.50
5/6/2018	MLT	Exchange e-mail correspondence with Nimes counsel re payoff settlement	0.10	\$124.50
	JMW	Prepar Nimes settlement documentation	0.20	\$145.00
5/7/2018	DAF	Analyze correspondence from M. Rosenbaum re Ashley Ridge payoff	0.10	\$107.50
	DAF	Emails with B. Sharp re Tintarella payoff	0.20	\$215.00
	DAF	Email to P. Huygens re loan payoffs and bank issues	0.10	\$107.50
	DAF	Email exchanges with J. Kuffel re payoff issues	0.20	\$215.00
	DAF	Analyze multiple correspondence from F. Chin re 1484 Carla Ridge property	0.20	\$215.00
	DAF	Follow up emails with J. Kuffel re Tintarella and Ashley Ridge payoff and closing	0.10	\$107.50
	DAF	Analyze correspondence from J. White re reconveyance of Ashley Land	0.10	\$107.50
	DAF	Email exchange with S. Beach, J. Kuffel re Tintarella payoff and reconveyance	0.20	\$215.00
	DAF	Call with B. Sharp re Tintarella closing	0.10	\$107.50
	DAF	Analyze Carla Ridge property contracts	0.50	\$537.50
	DAF	Analyze draft Nimes stipulation	0.40	\$430.00
	MLT	Revise Nimes payoff stipulation	0.40	\$498.00
	JMW	Revise settlement agreement re Nimes payoff settlement	0.80	\$580.00
	SMK	Draft stipulation re resolution of Nimes dispute	2.70	\$1,822.50
5/8/2018	DAF	Email exchange with M. Sorenson re payoff of Ashley Ridge note	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email to R. Pachulski re Nimes stipulation	0.10	\$107.50
	DAF	Email to J. Reisner re Nimes stipulation	0.10	\$107.50
	DAF	Email to B. Sharp re Nimes stipulation	0.10	\$107.50
	DAF	Email exchange with S. Breskal re delivery of reconveyance and cancellation of Tintarella note	0.10	\$107.50
	MLT	Exchange e-mail correspondence with J. Pomerantz re Nimes stipulation	0.10	\$124.50
	DMS	Respond to email from M. Ashley re Nimes discovery	0.30	\$373.50
	JMW	Analyze correspondence from J. Pomerantz re Nimes stipulation	0.10	\$72.50
	SMK	Exchange emails with D. Stern and D. Fidler re Nimes discovery extension/stipulation	0.20	\$135.00
	SMG	Prepare motion to approve Nimes Place settlement, proposed order, and supporting declaration	3.40	\$2,125.00
5/9/2018	DAF	Analyze schedules and title report re Emerald Lake Investments property re liens and priority	0.40	\$430.00
	DAF	Research re priority of certain real property and tax liens	0.50	\$537.50
	DAF	Analyze Nimes mark-up of stipulation and prepare comments	0.40	\$430.00
	MLT	Analyze correspondence from B. Sharp re Nimes stipulation	0.10	No Charge
	MLT	Analyze revised Nimes stipulation from Irell	0.20	\$249.00
	JMW	Revise Nimes stipulation pursuant to opposing counsel comments	0.90	\$652.50
	JMW	Revise Nimes 9019 motion and order	0.60	\$435.00
5/10/2018	DAF	Email exchange with J. Kuffel re Nimes stipulation	0.20	\$215.00
	DAF	Call with J. Kuffel re Nimes stipulation	0.10	\$107.50
	DAF	Email exchanges with S. Beach re Nimes order	0.20	\$215.00
	MLT	Exchange e-mail correspondence with M. Ashley (Irell) re Nimes stipulation	0.10	\$124.50
	JMW	Revise Nimes 9019 motion	1.20	\$870.00
	JMW	Revise Nimes stipulation and order	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with M. Ashley, K. Gwynne re Nimes stipulation negotiation	0.30	\$217.50
5/11/2018	MLT	Analyze correspondence from K. Gwynne re Nimes stipulation	0.10	No Charge
	MLT	Analyze Nimes' proposed revisions to motion to approve settlement	0.10	No Charge
	JMW	Analyze executed Nimes stipulation	0.10	\$72.50
	JMW	Revise Nimes 9019 motion per opposing counsel edits	0.40	\$290.00
5/13/2018	MLT	Analyze correspondence from M. Ashley re Nimes motion and order	0.10	No Charge
	MLT	Exchange e-mail correspondence with interested party and F. Chin re interest in properties	0.10	\$124.50
	JMW	Analyze correspondence from M. Ashley re final comments to Nimes motion	0.10	\$72.50
5/14/2018	DAF	Email to F. Chin re 1484 Carla Ridge property and mechanic's liens	0.10	\$107.50
	MLT	Analyze correspondence from I. Bambrick, J. Reisner, and K. Gwynne re Nimes stipulation	0.10	No Charge
	JMW	Analyze as-filed Nimes settlement pleadings	0.20	\$145.00
5/15/2018	JMW	Analyze correspondence and attachments from S. Ferrero re 8607 Honoapiilani property	0.30	\$217.50
5/16/2018	DAF	Prepare detailed email to M. Sorenson re treatment of mechanic's liens under lien procedures and critical vendor orders	0.40	\$430.00
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	1.70	\$1,020.00
5/17/2018	DAF	Emails with M. Sorenson re release of ECOS mechanic's lien on 809 Grand sale property	0.20	\$215.00
	JMW	Exchange e-mail correspondence with M. Sorenson re 809 Grand settlement	0.10	\$72.50
5/18/2018	RJS	Analyze updated master real property offer summary	0.30	\$180.00
5/21/2018	DAF	Analyze collateral assignments re Riverdale properties	0.70	\$752.50
	DAF	Email exchange with P. Huygens re 800 Stradella escrowed funds	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Analyze Tintarella consent order re remaining obligations post-payoff of note	0.20	\$215.00
	DAF	Email to S. Beach, M. Neiburg re Tintarella consent order	0.10	\$107.50
	DAF	Emails with S. Beach re Tintarella payoff letter and withdrawal of relief from stay motion	0.20	\$215.00
	RJS	Analyze updated master property list	0.20	\$120.00
5/22/2018	DAF	Analyze correspondence from F. Chin re extension of permits	0.10	\$107.50
	DAF	Follow up email to S. Beach re withdrawal of Tintarella relief from stay motion	0.10	\$107.50
	DAF	Analyze documents from B. Sharp re Hawaii property and insurance claim	0.40	\$430.00
	MLT	Analyze correspondence from F. Chin re timing of Stradella permitting	0.10	\$124.50
	JMW	Analyze correspondence from B. Sharp and attachments re Hawaii property insurance dispute	0.30	\$217.50
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	3.10	\$1,860.00
5/23/2018	DAF	Call with B. Sharp re Hawaii property insurance claim	0.30	\$322.50
	DAF	Analyze letter from R. Zelonka re insurance claim against Hawaii property	0.20	\$215.00
	DAF	Call with J. Kuffel re Hawaii property insurance claim	0.10	\$107.50
	DAF	Prepare detailed email to S. Breskal re Hawaii property and insurance coverage	0.30	\$322.50
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	1.30	\$780.00
5/24/2018	DAF	Follow up email to C. Jordan re Hawaii property insurance claim	0.10	\$107.50
	DAF	Email to B. Sharp re response to Hawaii property insurer	0.10	\$107.50
	DAF	Email to B. Sharp re insurer letter re Hawaii property claim	0.10	\$107.50
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	1.70	\$1,020.00
5/25/2018	DAF	Several emails with S. Ferrero re status of unreleased collateral assignments on Riverdale properties	0.30	\$322.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email to P. Slevin re Hawaii property and insurer letter	0.10	\$107.50
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	0.70	\$420.00
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	2.20	\$1,320.00
5/29/2018	DAF	Analyze certain background documents and correspondence re 714 Oakhurst	0.40	\$430.00
	DAF	Call with J. Weiss and D. Dachelet, T. McKillen re 714 Oakhurst contractor dispute	0.30	\$322.50
	SDP	Confer with R. Smith re title reports	0.10	No Charge
	SDP	Revise property summary	1.20	\$450.00
	JMW	Telephone conference with D. Fidler, D. Dachelet, T. McKillan re contractor dispute on 714 Oakhurst	0.30	\$217.50
	JMW	Research regarding critical vendor dispute raised by Titan Contracting on 714 Oakhurst property	1.40	\$1,015.00
5/30/2018	DAF	Analyze Nimes stipulation re payoff	0.10	\$107.50
	DAF	Confer with F. Chin, J. Weiss re 1432 Tanager neighbor dispute	0.30	\$322.50
	DAF	Email exchange with G. Shoup re property title reports	0.10	\$107.50
	DAF	Call with D. Dachelet, F. Chin re 1432 Tanager neighbor dispute	0.50	\$537.50
	JMW	Confer with F. Chin, D. Fidler re 1432 Tanager neighbor dispute	0.30	\$217.50
	JMW	Research re debtors' strategy re 1432 Tanager neighbor dispute	1.20	\$870.00
	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	2.30	\$1,380.00
5/31/2018	RJS	Analyze real property title reports of all properties to determine senior or junior lien status for plan purpose	2.60	\$1,560.00
	RJS	Analyze ownership, lien and foreclosure status for Riverdale entities	0.80	\$480.00
Professional Services Rendered			69.10	\$55,037.50

For Services Rendered Through 5/31/2018

In Reference To: Relief From Stay and Adequate Protection

File No.: 2314-0018

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/21/2018	DAF	Analyze and revise stipulation re withdrawal of Tintarella motion for relief from stay	0.30	\$322.50
	DAF	Emails with S. Beach re withdrawal of Tintarella motion for relief from stay	0.10	\$107.50
5/31/2018	JMW	Analyze Tintarella withdrawal of motion for relief from stay	0.10	\$72.50
Professional Services Rendered			<u>0.50</u>	<u>\$502.50</u>

For Services Rendered Through 5/31/2018

In Reference To: Reporting Matters

File No.: 2314-0019

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/3/2018	MLT	Analyze monthly operating report	0.20	\$249.00
	JMW	Analyze January MOR	0.50	\$362.50
	RJP	Review monthly operating report	0.10	\$99.50
5/8/2018	DAF	Analyze 341(a) memo	0.30	\$322.50
5/9/2018	DAF	Call with B. Sharp re preparation for 341(a) meeting	0.80	\$860.00
5/15/2018	MLT	Analyze monthly operating report	0.40	\$498.00
5/16/2018	JMW	Analyze February monthly operating report	0.50	\$362.50
5/22/2018	DAF	Analyze documents re amendments to schedules	0.40	\$430.00
5/29/2018	DAF	Analyze unitholder inquiry re schedules and SOFAs	0.10	\$107.50
Professional Services Rendered			<u>3.30</u>	<u>\$3,291.50</u>

For Services Rendered Through 5/31/2018

In Reference To: Tax Matters

File No.: 2314-0020

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/9/2018	DAF	Confer with M. Tuchin re IRS tax lien	0.30	\$322.50
	MLT	Confer with D. Fidler re IRS tax lien	0.30	\$373.50
	JMW	Research regarding IRS tax lien on 4030 Long Ridge	0.60	\$435.00
5/14/2018	DAF	Analyze tax comments to plan and liquidation trust agreement	0.30	\$322.50
5/15/2018	MLT	Analyze correspondence from D. Boyce re tax issues	0.10	\$124.50
	JMW	Revise tax insert to disclosure statement	0.60	\$435.00
5/22/2018	DAF	Confer with J. Weiss re tax section of disclosure statement	0.30	\$322.50
	JMW	Confer with D. Fidler re tax portion of disclosure statement	0.30	\$217.50
5/24/2018	MLT	Exchange e-mail correspondence with B. Sharp and V. Calder re plan tax issues	0.10	\$124.50
5/25/2018	DAF	Analyze correspondence from V. Calder re tax reporting	0.10	\$107.50
	MLT	Exchange e-mail correspondence with B. Sharp re California tax filings	0.10	\$124.50
5/29/2018	DAF	Analyze correspondence from B. Sharp re tax estimates	0.10	\$107.50
	MLT	Analyze correspondence from B. Sharp re Franchise Tax Board issues	0.10	No Charge
5/31/2018	MLT	Analyze additional plan markup from D. Boyce (tax counsel)	0.20	\$249.00
	MLT	Analyze correspondence from D. Boyce and W. Holt re tax comments to plan	0.10	\$124.50
	JMW	Analyze latest plan comments from tax counsel	0.40	\$290.00
Professional Services Rendered			<u>4.00</u>	<u>\$3,680.50</u>

For Services Rendered Through 5/31/2018

In Reference To: Noteholder Matters

File No.: 2314-0022

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	JMW	Telephone conference with T. Casey (Drinker Biddle) re noteholder inquiries	0.10	\$72.50
	JMW	Analyze daily noteholder inquiry log	0.10	\$72.50
5/2/2018	MLT	Analyze supplemental Notice of Formation of Ad Hoc Noteholder Group and verified statement of Drinker, Biddle	0.10	\$124.50
	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	RJP	Analyze supplemental notice and Rule 2019 statement re Noteholder committee	0.10	\$99.50
5/3/2018	JMW	Analyze pleadings and data re S. Kortanek noteholder concerns	0.40	\$290.00
	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	JMW	Telephone conference with S. Kortanek re noteholder schedules and claim concerns	0.10	\$72.50
	JMW	Exchange e-mail correspondence with S. Kortanek re noteholder schedules and claim concerns	0.10	\$72.50
	JMW	Telephone conference with N. Troszak re noteholder schedules and claim concerns	0.10	\$72.50
5/4/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50
5/7/2018	JMW	Exchange e-mail correspondence with S. Kortanek re noteholder access to data room	0.10	\$72.50
	JMW	Analyze Excel list of disputed noteholders in preparation for call with S. Kortanek re disputed noteholders	0.60	\$435.00
	JMW	Telephone conference and exchange e-mail correspondence with S. Kortanek re strategy regarding noteholders who received commissions	0.20	\$145.00
5/8/2018	DAF	Analyze property title reports re noteholder collateral assignments	1.10	\$1,182.50
5/9/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/10/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50
5/11/2018	DAF	Email exchanges with T. Jeremiassen re noteholder payments	0.20	\$215.00
	JMW	Analyze summons in Owlwood adversary	0.10	\$72.50
	JMW	Analyze noteholder inquiry list	0.10	\$72.50
	RJP	Review issued summonses in Sarachek Owlwood adversary proceeding	0.10	\$99.50
	RJP	Review email correspondence from S. Beach re Sarachek Owlwood adversary proceeding	0.10	\$99.50
5/14/2018	DAF	Confer with D. Stern re Owlwood complaint and motion to dismiss	0.20	\$215.00
	DMS	Confer with D. Fidler re Owlwood complaint and motion to dismiss	0.20	\$249.00
5/15/2018	MLT	Confer with R. Pfister re Owlwood complaint	0.10	\$124.50
	RJP	Prepare email correspondence to M. Tuchin and D. Stern re Debtors' response to Owlwood complaint	0.10	\$99.50
	RJP	Confer with M. Tuchin re Owlwood complaint	0.10	\$99.50
5/16/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	RJP	Exchange email correspondence with J. Millar (DB&R) re status of Contrarian motion	0.20	\$199.00
5/17/2018	DAF	Analyze and research responses to noteholder inquiries re Riverdale properties	0.50	\$537.50
	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	JMW	Conduct factual research re Roslyn Ruppert note claim re Riverdale pursuant to S. Ferrero request	0.60	\$435.00
	JMW	Exchange e-mail correspondence with S. Ferrero re R. Ruppert note claim inquiry	0.20	\$145.00
	JMW	Suggest edits to noteholder website sections re proof of claim filing requirements	0.70	\$507.50
	RJP	Exchange email correspondence with M. Tuchin and D. Stern re preparation of motion to dismiss Owlwood complaint	0.20	\$199.00
5/18/2018	DAF	Analyze Sarachek noteholder group motion to terminate exclusivity and motion to shorten	0.40	\$430.00
	MLT	Confer with R. Pachulski re Sarachek complaint	0.40	\$498.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Exchange e-mail correspondence with J. Weiss re Owlwood complaint and summons	0.20	\$75.00
	JMW	Telephone conference with S. Kortanek re noteholder website	0.10	\$72.50
	JMW	Exchange e-mail correspondence with B. Sharp re noteholder website revisions suggestions	0.10	\$72.50
	SMK	Draft motion to dismiss Owlwood adversary proceeding	0.20	\$135.00
5/19/2018	RJP	Analyze D. Arnold (GD&C) UCC analysis pertinent to preparation of Owlwood motion to dismiss	0.20	\$199.00
5/20/2018	MLT	Analyze caselaw re resolution of Sarachek complaint (re unitholder plan comments and Sarachek exclusivity motion)	1.80	\$2,241.00
5/21/2018	DMS	Legal research re constructive trust in Third Circuit (La Rochelle complaint)	0.40	\$498.00
	RJP	Preparation of motion to dismiss Owlwood / La Rochelle adversary proceeding and UCC arguments in connection with same	0.20	\$199.00
	SMK	Draft motion to dismiss Owlwood adversary proceeding	5.40	\$3,645.00
	SMK	Research re motion to dismiss Owlwood adversary, including constructive trust claim issues	2.40	\$1,620.00
5/22/2018	DAF	Analyze notice of withdrawal of noteholder group counsel (Womble Bond / Jones Waldo)	0.10	\$107.50
	MLT	Exchange e-mail correspondence with B. Sharp re noteholder due diligence	0.10	\$124.50
	JMW	Analyze noteholder inquiry list	0.10	\$72.50
	RJP	Review correspondence from J. Sarachek re meet-and-confer on schedule for Owlwood adversary proceeding	0.10	\$99.50
	RJP	Prepare correspondence to M. Tuchin and D. Stern re meet-and-confer on schedule for Owlwood adversary proceeding	0.10	\$99.50
	RJP	Exchange email correspondence with D. Stermer and B. Sharp re Goose Rocks prepetition litigation dismissal proposal	0.20	\$199.00
	SMK	Research re motion to dismiss Owlwood adversary	2.00	\$1,350.00
	SMK	Continue to draft motion to dismiss Owlwood adversary	5.70	\$3,847.50
5/23/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with M. Dundon re weekly call	0.10	\$72.50
	SMK	Research re motion to dismiss Owlwood adversary, incl. Article 3 case law	2.40	\$1,620.00
	SMK	Continue to draft motion to dismiss Owlwood adversary	4.10	\$2,767.50
5/24/2018	DAF	Call with R. Pachulski, J. Morris, M. Tuchin re standing motion and Sarachek complaint	0.20	\$215.00
	MLT	Telephone conference with R. Pachulski, J. Morris, and D. Fidler re standing motion and Sarachek complaint	0.20	\$249.00
	RJP	Prepare correspondence to J. Sarachek re Owlwood adversary proceeding schedule	0.10	\$99.50
	RJP	Exchange email correspondence with M. Tuchin re Owlwood adversary proceeding schedule	0.10	\$99.50
	SMK	Research case law re motion to dismiss Owlwood AP	2.20	\$1,485.00
	SMK	Continue to draft motion to dismiss Owlwood AP	4.70	\$3,172.50
5/25/2018	RJP	Review correspondence from J. Sarachek re Owlwood adversary proceeding schedule	0.10	\$99.50
	SMK	Research re motion to dismiss Owlwood complaint	0.80	\$540.00
	SMK	Continue to draft motion to dismiss Owlwood complaint	5.30	\$3,577.50
5/29/2018	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	RJP	Review letter from Noteholders re disputed status of claim on Debtors' schedules	0.10	\$99.50
5/30/2018	RJP	Preliminary review of S. Kidder draft motion to dismiss Owlwood adversary proceeding	0.50	\$497.50
	SMK	Continue to draft motion to dismiss Owlwood complaint	1.60	\$1,080.00
5/31/2018	MLT	Exchange e-mail correspondence with R. Pfister re Owlwood complaint / Sarachek discussion	0.10	\$124.50
	JMW	Analyze entered order on Sarachek pro hac vice	0.20	\$145.00
	JMW	Analyze noteholder inquiry log	0.10	\$72.50
	RJP	Exchange email correspondence with S. Kidder re Owlwood motion to dismiss	0.20	\$199.00
	RJP	Prepare email correspondence to M. Tuchin and D. Stern re scheduling considerations regarding Owlwood litigation	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare email correspondence to J. Sarachek re Owlwood scheduling and discovery	0.10	\$99.50
	RJP	Telephone conference with J. Sarachek re Owlwood motion to dismiss briefing schedule and discovery	0.60	\$597.00
	RJP	Exchange email correspondence with M. Tuchin re Owlwood complaint / Sarachek discussion	0.10	\$99.50
	RJP	Confer with S. Kidder re Owlwood motion to dismiss	0.10	\$99.50
	SMK	Confer with R. Pfister re Owlwood motion to dismiss	0.10	\$67.50
	SMK	Exchange emails with R. Pfister re motion to dismiss Owlwood complaint	0.20	\$135.00
Professional Services Rendered			<u>52.30</u>	<u>\$39,731.50</u>

For Services Rendered Through 5/31/2018

In Reference To: Unitholder Matters

File No.: 2314-0023

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	JMW	Analyze daily unitholder inquiry log	0.10	\$72.50
5/2/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
5/3/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
5/4/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
5/8/2018	MLT	Telephone conference with J. Sabin re solicitation materials and standing motion	0.10	\$124.50
5/9/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
	JMW	Exchange e-mail correspondence with C. Levy re unitholder inquiries to company	0.10	\$72.50
5/10/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
5/11/2018	JMW	Analyze unitholder inquiry list	0.10	\$72.50
5/14/2018	MLT	Analyze correspondence from J. Sabin re due diligence re SEC action; analyze correspondence from A. Schwartz re same	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Confer with R. Pfister re unitholder due diligence re SEC action	0.20	\$249.00
	RJP	Analyze Unitholder diligence questions re SEC action	0.20	\$199.00
	RJP	Confer with M. Tuchin re Unitholder due diligence re SEC action	0.20	\$199.00
5/15/2018	DMG	Legal and factual research re Unitholder due diligence questions concerning SEC	3.40	\$3,043.00
	DMG	Prepare email response to J. Sabin re Unitholder due diligence concerning SEC	1.10	\$984.50
	RJP	Exchange email correspondence with J. Sabin re Unitholder SEC diligence inquiries and timing of anticipated response to same	0.10	\$99.50
	RJP	Legal and factual research re Unitholder due diligence concerning SEC action	1.00	\$995.00
	RJP	Revise response to Unitholder due diligence concerning SEC action	0.70	\$696.50
5/16/2018	DMG	Legal and factual research re Unitholder due diligence concerning SEC	0.60	\$537.00
	JMW	Exchange e-mail correspondence with N. Troszak, T. Jeremiassen, E. Held re response to unitholder diligence inquiry	0.20	\$145.00
	JMW	Analyze unitholder inquiry log	0.10	\$72.50
	RJP	Revise and circulate detailed response to Unitholder due diligence requests concerning SEC action, relief defendants therein, and investor claims in 3Q17	1.20	\$1,194.00
5/17/2018	JMW	Prpare e-mail correspondence to M. Tuchin re unitholder website	0.10	\$72.50
	JMW	Analyze unitholder inquiry log	0.10	\$72.50
	JMW	Confer with R. Pfister re response to unitholder diligence requests	0.30	\$217.50
	RJP	Review correspondence from J. Sabin re Unitholder due diligence	0.10	\$99.50
	RJP	Confer with J. Weiss re response to Unitholder due diligence	0.30	\$298.50
5/19/2018	MLT	Analyze correspondence from N. Troszak and J. Weiss re unitholder website	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/21/2018	DAF	Analyze unitholder website information	0.20	\$215.00
5/22/2018	MLT	Analyze unitholder website re updates	0.10	\$124.50
	JMW	Analyze unitholder inquiry list	0.10	\$72.50
5/23/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
5/29/2018	JMW	Analyze unitholder inquiry log	0.10	\$72.50
	JMW	Exchange e-mail correspondence with C. Levy (Venable) re Michael Bahia (Unitholder) letter to Court	0.10	\$72.50
	JMW	Analyze Michael Bahia (Unitholder) letter to Court re disputed claim	0.10	\$72.50
	JMW	Factual research re underlying facts of Unitholder Michael Bahia investment, claim, and past inquiries	0.40	\$290.00
5/30/2018	MLT	Analyze updated unitholder website	0.10	\$124.50
5/31/2018	JMW	Analyze joint investor inquiry log	0.10	\$72.50
Professional Services Rendered			12.40	\$11,192.50

For Services Rendered Through 5/31/2018

In Reference To: Real Property Dispositions

File No.: 2314-0024

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	DAF	Analyze 11541 Blucher and 180 Saddleback closing statements re net proceeds and reserves	0.20	\$215.00
	DAF	Email exchange with M. Sorenson re upcoming property sales and contingency removals	0.20	\$215.00
	DAF	Email to M. Sorenson re status of 5/1 sale orders	0.10	\$107.50
	DAF	Analyze broker schedule listings	0.30	\$322.50
	MLT	Analyze correspondence from B. Safai and R. Pachulski re disposition of properties	0.10	\$124.50
	JMW	Analyze entered orders (two) re motions to sell Two Creeks and 810 Sarbonne	0.10	\$72.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze correspondence from S. Melamed (broker) re list of properties for sale	0.10	\$72.50
	JMW	Analyze escrow cancellation instructions re 633 N. Foothill	0.20	\$145.00
	JMW	Exchange e-mail correspondence with F. Chin, M. Sorenson re 633 N. Foothill	0.10	\$72.50
	SMK	Analyze transcript of Sarbonne/Two Creeks sale hearing	0.20	\$135.00
	SMG	Exchange email correspondence with M. Sorenson re Crystal Canyon sale (multiple)	0.10	\$62.50
	SMG	Prepare sale pleadings for 403 and 417 Crystal Canyon property	3.10	\$1,937.50
5/2/2018	DAF	Email exchange with J. Kuffel re use of sale proceeds	0.20	\$215.00
	DAF	Email to M. Sorenson re Ashley Ridge sale order	0.10	\$107.50
	DAF	Email exchange with M. Sorenson re sales tracking chart	0.10	\$107.50
	DAF	Analyze sales tracking chart for company properties	0.20	\$215.00
	DAF	Confer with J. Weiss re Riverdale property sales	0.20	\$215.00
	DAF	Confer with J. Weiss re use of sale proceeds	0.20	\$215.00
	JMW	Confer with D. Fidler re use of sale proceeds	0.20	\$145.00
	JMW	Analyze correspondence from M. Sorenson re 302 Wildflower property sale (including analysis of purchase documentation attached)	0.30	\$217.50
	JMW	Analyze sale tracker re upcoming sale motions	0.10	\$72.50
	JMW	Analyze entered Ashley Ridge property sale order	0.10	\$72.50
	JMW	Confer with D. Fidler re Riverdale properties	0.20	\$145.00
5/3/2018	DAF	Analyze master offer summary spreadsheets (California and Colorado)	0.30	\$322.50
	DAF	Analyze purchase and sale agreements re pending sales and motions to approve	0.80	\$860.00
	DAF	Email to F. Chin, B. Sharp re Nimes property	0.10	\$107.50
	DAF	Analyze issues re Nimes property and permitting	0.40	\$430.00
	DAF	Email exchanges with B. Sharp re sale proceeds schedule	0.20	\$215.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchange with S. Beach re Hidden Ridge closing	0.10	\$107.50
	JMW	Exchange e-mail correspondence with M. Sorenson re 633 N. Foothill escrow cancellation	0.10	\$72.50
	JMW	Analyze correspondence from M. Sorenson re title company inquiry re escrow on Ashley Ridge sale	0.10	\$72.50
	SMG	Exchange email correspondence with N. Troszak re Wildflower Road fund liens	0.10	\$62.50
	SMG	Prepare Wildflower Road sale pleadings	2.90	\$1,812.50
5/4/2018	JMW	Telephone conference with S. Melamed (broker) re sales of real property status	0.10	\$72.50
	SMG	Call with B. Sotoodeh re proposed property sales	0.10	\$62.50
	SMG	Exchange e-mail correspondence with B. Sotoodeh re proposed property sales	0.10	\$62.50
5/7/2018	DAF	Email exchange with B. Sharp re property sale proceeds and reserves	0.20	\$215.00
	DAF	Emails to F. Chin re overbid issues	0.20	\$215.00
	DAF	Email to S. Breskal re purchase agreement form	0.10	\$107.50
	DAF	Email to F. Chin re Nightingale counteroffer issues	0.20	\$215.00
	DAF	Revise overbid procedures for Nightingale	0.20	\$215.00
	DAF	Quick review of Rivers Bend purchase and sale documents	0.40	\$430.00
	DAF	Analyze revised offer for 9212 Nightingale	0.30	\$322.50
	DAF	Prepare detailed correspondence to F. Chin re 9212 Nightingale offer	0.40	\$430.00
	DAF	Analyze board minutes re sale approvals	0.20	\$215.00
	DAF	Analyze 9212 Nightingale sale documents	0.30	\$322.50
	DAF	Prepare comments re bankruptcy and overbid issues for 9212 Nightingale sale	0.30	\$322.50
	JMW	Analyze proposed seller counter re 9212 Nightingale	0.40	\$290.00
	JMW	Revise pleadings (motion, declaration, order) regarding 403 and 417 Crystal Canyon sale	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Revise bankruptcy language in proposed seller counter re 9212 Nightingale	0.60	\$435.00
	SMG	Prepare 342 and 368 River Bend Way sale pleadings	1.40	\$875.00
5/8/2018	DAF	Analyze correspondence from M. Sorenson re property listings	0.10	\$107.50
	DAF	Call with F. Chin re 9212 Nightingale property listing and offers	0.20	\$215.00
	DAF	Revise overbid procedures	0.40	\$430.00
	JMW	Exchange e-mail correspondence with S. Melamed re 711 N. Walden	0.10	\$72.50
	JMW	Analyze overbid procedures for Nightingale sale	0.20	\$145.00
	SMG	Prepare 342 and 368 River Bend Way sale pleadings	1.40	\$875.00
5/9/2018	DAF	Call with F. Chin re property listings	0.10	\$107.50
	DAF	Follow up emails with F. Chin re revisions to bid procedures	0.20	\$215.00
	JMW	Analyze Nightingale sale agreement posted to data room	0.30	\$217.50
	SMG	Prepare 780 E. Valley Road sale motion, proposed order, and supporting declaration	2.80	\$1,750.00
5/10/2018	DAF	Analyze correspondence from F. Chin re purchase offer summary	0.20	\$215.00
	MLT	Analyze correspondence from F. Chin re offers for board approval	0.10	\$124.50
	JMW	Analyze sale and listing agreements for 302 Wildflower	0.40	\$290.00
	JMW	Analyze title report for 302 Wildflower	0.30	\$217.50
	JMW	Revise sale pleadings for 302 Wildflower	0.60	\$435.00
	JMW	Analyze sale and listing agreements for 342/368 River Bend	0.50	\$362.50
	JMW	Analyze title reports for 342/368 River Bend	0.30	\$217.50
	JMW	Revise River Bend sale pleadings	0.30	\$217.50
	SMG	Prepare 780 E. Valley Road sale motion, proposed order, and declaration	0.20	\$125.00
	SMG	Prepare Diamond A. Ranch Road sale motion, proposed order, and declaration	2.70	\$1,687.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/11/2018	DAF	Analyze title reports for sale properties set for 6/5 hearing	0.40	\$430.00
	DAF	Email exchange with M. Sorenson re Ashley Land sale closing	0.20	\$215.00
	DAF	Analyze correspondence from M. Sorenson re additional sale listings and status of contingency removals	0.20	\$215.00
	DAF	Prepare comments to sale orders for 6/5 sales	0.40	\$430.00
	DAF	Email exchange with M. Sorenson re Fountain & Fairfax purchase and sale agreement	0.10	\$107.50
	DAF	Email to C. Jordan re Fountain and Fairfax purchase and sale agreement	0.10	\$107.50
	JMW	Revise sale pleadings for 780 E. Valley Road	0.50	\$362.50
	JMW	Analyze title report for 780 E. Valley Road	0.30	\$217.50
	JMW	Analyze sale and listing agreement for 780 E. Valley Road	0.40	\$290.00
	JMW	Revise sale pleadings for 446 Diamond Ranch	0.60	\$435.00
	JMW	Analyze title report for 446 Diamond Ranch	0.20	\$145.00
	JMW	Analyze sale and listing agreement for 446 Diamond Ranch	0.30	\$217.50
	JMW	Analyze Colorado properties master listing agreement	0.20	\$145.00
	JMW	Revise sale pleadings for 342 and 368 Rivers Bend	0.20	\$145.00
	JMW	Exchange e-mail correspondence with G. Shoup re 747 Stockbridge sale	0.10	\$72.50
	SMG	Exchange e-mail correspondence with G. Shoup re Davis Road sale	0.10	\$62.50
	SMG	Prepare Davis Road sale motion, supporting declaration, and proposed order	2.80	\$1,750.00
	SMG	Prepare Cowen Drive sale motion, supporting declaration, and proposed order	2.90	\$1,812.50
	SMG	Prepare Grand Avenue sale motion, supporting declaration, and proposed order	2.50	\$1,562.50
	SMG	Exchange e-mail correspondence with M. Sorenson re Cowen Drive sale motion	0.10	\$62.50
5/12/2018	DAF	Analyze 1301 Fairfax purchase and sale agreement and prepare comments identifying bankruptcy issues	0.60	\$645.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Email exchanges with S. Breskal, C. Jordan re buyer comments on 1301 Fairfax sale agreement	0.20	\$215.00
	DAF	Analyze updated sales tracking chart	0.20	\$215.00
5/13/2018	DAF	Revise Nightingale sale overbid procedures	0.50	\$537.50
	DAF	Emails with F. Chin re Nightingale offer	0.20	\$215.00
	DAF	Prepare comments to 1031 Fairfax purchase agreement	0.50	\$537.50
	DAF	Email exchanges with J. Weiss re revised overbid procedures for Nightingale property sale	0.30	\$322.50
	JMW	Revise overbid procedures for new Nightingale sale construct	0.50	\$362.50
	JMW	Analyze backup documents (title report and sale, listing agreements) for 747 Davis sale	0.80	\$580.00
	JMW	Revise 747 Davis sale pleadings	0.50	\$362.50
	JMW	Exchange e-mail correspondence with S. Breskal, D. Fidler re buyer comments on 1301 Fairfax	0.20	\$145.00
	JMW	Analyze 1301 Fairfax buyer comments from A. Kirsh	0.20	\$145.00
	JMW	Email exchanges with D. Fidler re revised overbid procedures for Nightingale property sale	0.30	\$217.50
5/14/2018	DAF	Confer with J. Weiss re status of pending sales	0.40	\$430.00
	DAF	Emails with M. Sorenson re sale tracking chart	0.10	\$107.50
	DAF	Email exchange with M. Sorenson re Riverdale sale properties	0.10	\$107.50
	DAF	Email exchanges with S. Breskal re sale counteroffer form and revisions	0.20	\$215.00
	DAF	Analyze broker commission schedule re sale properties	0.20	\$215.00
	DAF	Analyze numerous title reports re debtor sale properties and third party liens for 6/5 sales	0.80	\$860.00
	DAF	Prepare comments to sale motions and orders re Colorado and California properties set for sale at 6/5 hearing	3.60	\$3,870.00
	JMW	Analyze backup documents (sale and listing agreements, title report) for 63 Sweetgrass sale	1.10	\$797.50
	JMW	Draft 63 Sweetgrass sale motion	1.20	\$870.00
	JMW	Draft 63 Sweetgrass sale declaration	0.40	\$290.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Draft 63 Sweetgrass sale order	0.30	\$217.50
	JMW	Revise Crystal Canyon sale motion	0.10	\$72.50
	JMW	Revise Crystal Canyon sale order	0.10	\$72.50
	JMW	Revise 446 Diamond sale motion	0.10	\$72.50
	JMW	Revise 446 Diamond sale order	0.10	\$72.50
	JMW	Analyze 14115 Moorpark underlying sale and title documents	0.80	\$580.00
	JMW	Draft 14115 Moorpark sale motion	1.10	\$797.50
	JMW	Draft 14115 Moorpark sale declaration	0.30	\$217.50
	JMW	Draft 14115 Moorpark sale order	0.30	\$217.50
	JMW	Confer with D. Fidler re status of pending sales	0.40	\$290.00
	JMW	Analyze backup documents (title report and sale agreement) for Cowen Drive sale	0.60	\$435.00
	JMW	Revise sale pleadings for Cowen Drive sale	0.60	\$435.00
	JMW	Analyze backup documents (title report and sale agreement) for Grand Avenue sale	0.70	\$507.50
	JMW	Revise Grand Avenue sale pleadings	0.50	\$362.50
	JMW	Research re release of mechanic's liens under 363(f) in connection with Grand Avenue sale	1.60	\$1,160.00
	JMW	Analyze sale background documents for 215 N. 12th Street	0.90	\$652.50
	JMW	Draft sale motion for 215 N. 12th Street	1.20	\$870.00
	JMW	Draft sale declaration for 215 N. 12th Street	0.40	\$290.00
	JMW	Draft sale order for 215 N. 12th Street	0.30	\$217.50
	JMW	Exchange e-mail correspondence with G. Shoup, S. Breskal, D. Fidler re Davis Road purchase agreement	0.20	\$145.00
	JMW	Prepare correspondence to I. Bambrick, B. Feldman, D. Laskin, S. Beach re all sale pleading documents and exhibits (11 separate emails)	0.30	\$217.50
5/15/2018	DAF	Emails with G. Shoup re 747 Davis Road sale agreement	0.20	\$215.00
	DAF	Email exchanges with M. Sorenson re Ashley Land sale closing	0.10	\$107.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Finalize several sale motions re Colorado and California properties set for sale at 6/5 hearing (11 sales)	1.70	\$1,827.50
	DAF	Prepare correspondence to S. Breskal re 1031 Fairfax purchase and sale agreement	0.20	\$215.00
	DAF	Emails with M. Sorenson re Ashley Ridge title company and sale order	0.10	\$107.50
	DAF	Analyze amended Ashley Ridge escrow instructions	0.10	\$107.50
	DAF	Analyze Ashley Ridge assignment agreements re closing	0.20	\$215.00
	DAF	Email exchange with I. Bambrick re sale motions for 6/5 hearing	0.10	\$107.50
	DAF	Prepare comments to buyer mark-up of 1301 Fairfax purchase and sale agreement	0.80	\$860.00
	MLT	Exchange e-mail correspondence with F. Chin re disposition of properties	0.10	\$124.50
	JMW	Analyze all 11 as-filed sale motions	0.20	\$145.00
	JMW	Final review of sale pleadings for 215 N. 12th Street	0.20	\$145.00
	JMW	Final review of sale pleadings for 403/417 Crystal Canyon	0.20	\$145.00
	JMW	Final review of sale pleadings for 747 Davis Road	0.20	\$145.00
	JMW	Final review of sale pleadings for 446 Diamond Ranch	0.20	\$145.00
	JMW	Final review of sale pleadings for 995/981 Cowen Drive	0.20	\$145.00
	JMW	Final review of sale pleadings for 809 Grand Avenue	0.20	\$145.00
	JMW	Final review of sale pleadings for 302 Wildflower	0.20	\$145.00
	JMW	Final review of sale pleadings for 342/368 Rivers Bend	0.20	\$145.00
	JMW	Final review of sale pleadings for 14115 Moorpark	0.20	\$145.00
	JMW	Final review of sale pleadings for 63 Sweetgrass	0.20	\$145.00
	JMW	Final review of sale pleadings for 780 Valley Road	0.20	\$145.00
	JMW	Revise Davis Road sale pleadings	0.30	\$217.50
	JMW	Revise 12th Street sale pleadings	0.20	\$145.00
	JMW	Revise Cowen Drive sale pleadings	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with B. Sharp re 14115 Moorpark declaration	0.10	\$72.50
	JMW	Telephone conference with S. Persichilli re service of sale motions	0.10	\$72.50
	JMW	Exchange e-mail correspondence with S. Persichilli re service of sale motions	0.10	\$72.50
	JMW	Exchange e-mail correspondence with M. Sorenson re service lists for sale motions	0.20	\$145.00
	JMW	Analyze Hidden Ridge sale order re title company dispute issues	0.30	\$217.50
	JMW	Exchange e-mail correspondence with M. Sorenson re Hidden Ridge title company dispute	0.10	\$72.50
	JMW	Exchange e-mail correspondence with G. Shoup re service of 747 Davis sale motion	0.10	\$72.50
	RJP	Brief review of property sale motions and accompanying declarations for North 12th Street, Cowen Drive, Diamond A Ranch Road, Grand Avenue, Davis Road, Crystal Canyon Drive, Wildflower Road, Moorpark Street, East Valley Road, River Bend Way, and Sweetgrass Drive properties	0.60	\$597.00
	SMK	Analyze sale motions filed 5/15 in connection with potential adequate protection objections	0.20	No Charge
5/16/2018	DAF	Emails with F. Chin re 805 Nimes property	0.20	\$215.00
	DAF	Follow up email exchange with S. Breskal re comments to 1301 Fairfax purchase and sale agreement	0.10	\$107.50
	DAF	Prepare analysis of allocation of sale proceeds to be reserved from closed sales	0.50	\$537.50
	DAF	Email to M. Sorenson re reserved sale proceeds	0.10	\$107.50
	DAF	Email exchanges with S. Breskal, M. Sorenson and J. Weiss re 1301 Fairfax purchase agreement and responses to remaining buyer comments	0.20	\$215.00
	DAF	Several emails with M. Sorenson, J. Weiss, I. Bambrick re Ashley Ridge sale order and title company issues	0.30	\$322.50
	MLT	Exchange e-mail correspondence with F. Chin re Nimes offer	0.10	\$124.50
	JMW	Exchange e-mail correspondence with M. Sorenson, S. Breskal, D. Fidler re 1301 Fairfax purchase agreement	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with C. Rhee, M. Sorenson re Ashley Ridge closing	0.30	\$217.50
	JMW	Analyze draft certification of trust form re Ashley Land from C. Rhee	0.10	\$72.50
	JMW	Analyze correspondence from M. Sorenson re Colorado sale closings	0.10	\$72.50
	JMW	Factual research re dispute with title insurer re Ashley Ridge closing in preparation for call with C. Rhee (with First American)	0.80	\$580.00
	JMW	Exchange e-mail correspondence with M. Sorenson, D. Fidler, I. Bambrick re Ashley Ridge closing	0.30	\$217.50
5/17/2018	DAF	Analyze correspondence from C. Rhee re Ashley Land sale closing and title issues	0.10	\$107.50
	DAF	Emails with M. Sorensen re 1301 Fairfax purchase agreement and remaining open issues	0.20	\$215.00
	JMW	Exchange e-mail correspondence with M. Sorenson re Ashley Ridge closing options	0.10	\$72.50
	JMW	Analyze correspondence from C. Rhee re options re Ashley Ridge closing	0.10	\$72.50
	JMW	Exchange e-mail correspondence with M. Sorenson re buyer comments on 1301 Fairfax	0.10	\$72.50
5/18/2018	DAF	Prepare revisions to notice of entry of Ashley Land sale order	0.20	\$215.00
	DAF	Analyze revised 9212 Nightingale counteroffer	0.20	\$215.00
	DAF	Prepare additional comments to 1301 Fairfax purchase agreement	0.40	\$430.00
	DAF	Exchange several emails with F. Chin re 9212 Nightingale counteroffer and overbid	0.30	\$322.50
	JMW	Analyze notice of entry of order re Ashley Land draft	0.10	\$72.50
5/20/2018	DAF	Analyze correspondence from S. Breskal re 1301 Fairfax purchase agreement and open buyer issues	0.10	\$107.50
	DAF	Email exchanges with F. Chin re 9212 Nightingale sale	0.20	\$215.00
5/21/2018	DAF	Analyze correspondence from M. Sorenson re revisions to 1301 Fairfax purchase agreement	0.10	\$107.50
	DAF	Email exchanges with S. Breskal re motion to approve 1301 Fairfax purchase agreement	0.20	\$215.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	DAF	Emails with F. Chin re 800 Stradella sale offers	0.20	\$215.00
	MLT	Analyze background on properties for sale	0.40	\$498.00
	MLT	Analyze Master Property List	0.40	\$498.00
	MLT	Analyze correspondence from F. Chin re 800 Stradella sale; exchange e-mail correspondence with D. Fidler re same	0.10	\$124.50
	MLT	Analyze correspondence from F. Chin re interest in properties	0.10	\$124.50
	JMW	Analyze correspondence from F. Chin re Nightingale counter offer #2	0.10	\$72.50
5/22/2018	DAF	Analyze further revised 1301 Fairfax purchase and sale agreement	0.30	\$322.50
	DAF	Revise 1301 Fairfax purchase and sale agreement re bankruptcy issues	0.50	\$537.50
	DAF	Call with F. Chin, J. Mills, D. Ferrazano, M. Tuchin re 800 Stradella offer	0.40	\$430.00
	DAF	Call with F. Chin, M. Tuchin re 800 Stradella offers	0.10	\$107.50
	DAF	Email exchange with S. Breskal re comments to 1301 Fairfax purchase agreement	0.20	\$215.00
	DAF	Email exchange with I. Bambrick re 180 Seeburg sale motion	0.10	\$107.50
	DAF	Confer with R. Pachulski, M. Tuchin re 800 Stradella offers	0.40	\$430.00
	DAF	Revise sale orders for certain 6/5 sale properties	0.50	\$537.50
	DAF	Emails with M. Sorenson re sale closings	0.20	\$215.00
	DAF	Prepare updated sale closing chart and calculation of net proceeds per DIP order	0.30	\$322.50
	DAF	Analyze collateral assignments re 780 East Valley Road sale property	0.20	\$215.00
	DAF	Email exchange with E. Johnson re 780 East Valley Road sale	0.20	\$215.00
	MLT	Telephone conference with F. Chin and D. Fidler re 800 Stradella offers	0.10	\$124.50
	MLT	Telephone conference with J. Mills, D. Ferrazzano, F. Chin, and D. Fidler re 800 Stradella offer	0.40	\$498.00
	MLT	Confer with R. Pachulski and D. Fidler re Stradella offers	0.40	\$498.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze correspondence from E. Johnson re noteholder objections to 780 Valley Road sale	0.10	\$72.50
	JMW	Analyze title documents re 780 Valley Road	0.20	\$145.00
5/23/2018	DAF	Analyze 800 Stradella purchase offer	0.50	\$537.50
	DAF	Revise 780 East Valley Road sale order	0.10	\$107.50
	DAF	Analyze broker commission agreements on Stradella property	0.40	\$430.00
	DAF	Email to S. Breskal re 800 Stradella offer	0.10	\$107.50
	DAF	Analyze 9212 Nightingale sale counteroffers	0.20	\$215.00
	DAF	Email to E. Johnson re revised sale order language for 780 East Valley Road	0.10	\$107.50
	DAF	Call with B. Sharp re 800 Stradella property	0.20	\$215.00
	DAF	Call with F. Chin re 150 Whitehorse sale property	0.30	\$322.50
	DAF	Call with B. Sharp re 150 Whitehorse sale property	0.20	\$215.00
	DAF	Analyze Franklin property closing statement	0.10	\$107.50
	DAF	Emails with M. Sorenson re Franklin sale closing and disposition of proceeds	0.20	\$215.00
	DAF	Email exchange with B. Sharp re new property sales	0.10	\$107.50
	DAF	Prepare detailed email to F. Chin re broker commission agreements	0.30	\$322.50
	DAF	Call with F. Chin re broker commission agreements	0.30	\$322.50
	MLT	Telephone conference with F. Chin re sale of 800 Stradella	0.30	\$373.50
	MLT	Analyze offers for 808 Stradella and Nightingale and Stradella single party agreement	0.50	\$622.50
	JMW	Analyze Nightingale counter #2	0.10	\$72.50
	JMW	Analyze new Stradella sale offer	0.10	\$72.50
	JMW	Analyze Stradella broker agreements	0.20	\$145.00
	JMW	Analyze Franklin property closing statement	0.10	\$72.50
	SMG	Revise proposed order re Valley Road sale motion	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/24/2018	DAF	Emails with E. Johnson re revisions to 780 E Valley Road sale order	0.20	\$215.00
	DAF	Email exchange with F. Chin re property sales	0.20	\$215.00
	DAF	Call with B. Sharp re pending sales	0.20	\$215.00
	DAF	Analyze Nightingale and Stradella sale documents in preparation for call with F. Chin	0.30	\$322.50
	DAF	Call with F. Chin, M. Sorenson, M. Tuchin re offers for properties	0.50	\$537.50
	DAF	Analyze correspondence from C. Rhee re Ashley Ridge title and closing issues	0.10	\$107.50
	DAF	Prepare overbid procedures for 150 Whitehorse property (multiple drafts)	0.50	\$537.50
	DAF	Email exchanges with M. Sorenson re 150 Whitehorse property and overbid procedures	0.20	\$215.00
	MLT	Call with F. Chin, M. Sorenson, and D. Fidler re offers for properties	0.50	\$622.50
	JMW	Exchange e-mail correspondence with C. Rhee re Ashley Ridge closing	0.20	\$145.00
	SMK	Exchange emails with interested buyer re property sale process	0.20	\$135.00
5/26/2018	DAF	Analyze pending sale tracking chart	0.20	\$215.00
5/29/2018	DAF	Email exchange with M. Sorenson re 150 White Horse sale and overbid procedures	0.20	\$215.00
	DAF	Email exchange with I. Bambrick re certificates of no objection for 6/5 sale orders	0.20	\$215.00
	DAF	Email exchanges with M. Sorenson re Ashley Ridge sale closing	0.20	\$215.00
	DAF	Email exchange with F. Chin re response to 150 White Horse buyer comments to overbid addendum	0.20	\$215.00
	MLT	Analyze property Inventory Update and projected cash flow	0.30	\$373.50
	JMW	Analyze correspondence from F. Chin, D. Fidler re sale negotiations on 150 White Horse Springs	0.10	\$72.50
	SMG	Analyze proposed sale orders' language re use of proceeds (eleven)	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Prepare brief memo re pending sale motions (eleven)	0.20	\$125.00
5/30/2018	DAF	Analyze Riverdale property schedules re possible asset dispositions	0.40	\$430.00
	DAF	Analyze correspondence from M. Sorenson re Ashley Ridge sale closing and buyer issues	0.10	\$107.50
	DAF	Email to S. Breskal re Ashley Ridge sale closing	0.10	\$107.50
	DAF	Call with L. Gee, F. Chin, J. Weiss re 150 White Horse sale and overbid	0.20	\$215.00
	JMW	Analyze numerous CNOs re property sales	0.10	\$72.50
	JMW	Call with L. Gee, F. Chin, D. Fidler re 150 White Horse sale and overbid	0.20	\$145.00
5/31/2018	DAF	Analyze termination agreement re single party listing	0.20	\$215.00
	DAF	Revise termination agreement re single party listing	0.40	\$430.00
	DAF	Email exchanges with S. Breskal re listing termination agreement	0.20	\$215.00
	DAF	Emails to S. Breskal re 800 Stradella purchase agreement	0.20	\$215.00
	DAF	Analyze certification of counsel re 780 E. Valley Road sale order	0.10	\$107.50
	DAF	Email exchange with I. Bambrick re 780 E. Valley Road sale order	0.10	\$107.50
	DAF	Email to F. Chin re Stradella purchase and listing agreements	0.20	\$215.00
	JMW	Analyze correspondence from M. Sorenson re removal of contingencies on 180A Seeburg Circle	0.10	\$72.50
	JMW	Revise agency termination agreement on Stradella property	0.80	\$580.00
	JMW	Analyze revised 780 E. Valley Road order for filing	0.10	\$72.50
Professional Services Rendered			98.70	\$83,792.50

For Services Rendered Through 5/31/2018

In Reference To: Regulatory Matters

File No.: 2314-0025

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
5/1/2018	MLT	Analyze correspondence with C. Nestor (SEC) re investor data; prepare correspondence to DSI re same	0.10	\$124.50
	MLT	Telephone conference with D. Baddley re Gibson, Dunn; SEC settlement; and plan issues	0.30	\$373.50
	MLT	Telephone conference with SEC and DSI re SEC due diligence	0.40	\$498.00
	RJP	Prepare and circulate revisions to notice of Colorado consent order under expedited procedures motion	0.30	\$298.50
	RJP	Exchange email correspondence with A. Schwartz re SEC production review	0.10	\$99.50
	RJP	Analyze executed Colorado consent order	0.10	\$99.50
5/2/2018	MLT	Analyze stipulation for consent cease and desist order and Notice of Filing of Consent order	0.20	\$249.00
	JMW	Analyze Colorado state consent order	0.10	\$72.50
	RJP	Exchange follow-up email correspondence with A. Schwartz and D. Stermer re Arizona consent order and re strategy / next steps in connection with reaching an agreement with Arizona regulator	0.40	\$398.00
	RJP	Analyze status report re Arizona consent order and proposed mark-up (third) of draft orde	0.60	\$597.00
	RJP	Exchange email correspondence with A. Schwartz and D. Stermer re Arizona regulator's proposed revisions to consent order	0.30	\$298.50
	RJP	Revise, finalize, and circulate Colorado consent order notice and proposed approval order	1.00	\$995.00
	SMK	Analyze Colorado consent order and notice of filing of same	0.20	No Charge
5/3/2018	MLT	Confer with R. Pfister re Arizona consent order	0.10	\$124.50
	RJP	Confer with M. Tuchin re Arizona consent order	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Analyze final, executed Idaho consent order	0.30	\$298.50
	RJP	Revise draft Arizona consent order to address regulator's concerns and plan issues	1.80	\$1,791.00
	WLH	Analyze draft Arizona order language and follow-up with R. Pfister re same	0.20	\$179.00
	WLH	Analyze and react to further revised Arizona language	0.10	\$89.50
5/4/2018	MLT	Analyze Idaho Consent Order and Notice	0.10	\$124.50
	MLT	Analyze revised Arizona Consent Order	0.20	\$249.00
	JMW	Analyze Idaho consent order and notice thereof	0.10	\$72.50
	RJP	Revise draft notice of Idaho consent order pursuant to expedited procedures motion	0.30	\$298.50
	RJP	Prepare detailed correspondence to three committees re third revision to draft Arizona consent order, strategy and analysis in connection with same, and proposed next steps	0.40	\$398.00
	SMK	Analyze Idaho consent order and notice re same	0.20	No Charge
5/5/2018	MLT	Analyze Arizona order to cease and desist	0.30	\$373.50
5/7/2018	DAF	Analyze SEC amended complaint re asset freeze	0.20	\$215.00
	JMW	Analyze amended SEC complaint in SEC action	0.20	\$145.00
	RJP	Review fully executed Oregon consent order and draft notice of same in connection with expedited approval procedures	0.40	\$398.00
	RJP	Analyze SEC's amended complaint against Shapiro, et al.	0.40	\$398.00
	RJP	Exchange email correspondence with A. Schwartz re necessity of revised consent and judgment following SEC's filing of amended complaint	0.30	\$298.50
	SMK	Email M. Tuchin, D. Fidler, J. Weiss re amended SEC complaint	0.20	No Charge
	SMK	Review amended SEC complaint	0.40	\$270.00
5/8/2018	MLT	Analyze e-mail correspondence from R. Pfister re open investigations	0.10	\$124.50
	MLT	Analyze Amended SEC Complaint	0.80	\$996.00
	MLT	Analyze Oregon consent order and notice	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Revise Arizona consent order	0.10	\$124.50
	JMW	Analyze Oregon consent order	0.20	\$145.00
	RJP	Revise and finalize draft Arizona consent order (third revision)	0.30	\$298.50
	RJP	Exchange email correspondence with M. Tuchin re proposed draft letter to dormant regulators and strategy / next steps in connection with same	0.30	\$298.50
	RJP	Prepare correspondence re final Oregon consent order and filing of same under expedited procedures protocol	0.10	\$99.50
	RJP	Exchange email correspondence with A. Schwartz and D. Stermer re dormant regulatory inquiries and potential strategy / next steps in connection with same	0.30	\$298.50
	RJP	Analyze proposed draft letter to dormant regulators	0.20	\$199.00
	RJP	Analyze SEC's draft revisions to Debtors' consent and associated judgment in SEC action to account for filing of amended complaint	0.40	\$398.00
	RJP	Exchange email correspondence with A. Schwartz re SEC's draft revisions to Debtors' consent and associated judgment in SEC action	0.30	\$298.50
5/9/2018	MLT	Exchange e-mail correspondence with N. Troszak and A. Schwartz re SEC due diligence; prepare correspondence to SEC re same	0.20	\$249.00
	MLT	Analyze revised Consent and Judgment; exchange e-mail correspondence with R. Pfister re same	0.20	\$249.00
	JMW	Analyze correspondence from R. Pfister re SEC amended complaint	0.20	\$145.00
	RJP	Prepare and circulate detailed analysis of proposed revised SEC consent and judgment necessitated by SEC's filing of amended complaint and potential paths forward in light of terms of Bankruptcy Court order approving prior versions	1.20	\$1,194.00
	RJP	Prepare email correspondence to A. Schwartz and D. Stermer re draft letter to dormant regulators	0.10	\$99.50
5/10/2018	MLT	Analyze correspondence from R. Pfister to committee re revised SEC consent and judgment	0.10	\$124.50
	RJP	Revise draft certification of counsel re updated SEC consent and judgment to account for amended complaint	0.50	\$497.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Prepare summary for three committees of certification of counsel re updated SEC consent and judgment to account for amended complaint	0.20	\$199.00
	RJP	Extensive correspondence with A. Schwartz and YCS&T re updated SEC consent and judgment to account for amended complaint	0.30	\$298.50
5/11/2018	DAF	Call with A. Schwartz, M. Tuchin re investigation	0.10	\$107.50
	MLT	Call with A. Schwartz and D. Fidler re investigation	0.10	\$124.50
	MLT	Confer with F. Reiss re investigation and SEC Shapiro settlement discussions	0.50	\$622.50
	MLT	Exchange e-mail correspondence with A. Schwartz and board re investigation, Shapiro SEC settlement negotiations, and state regulatory matters	0.20	\$249.00
	RJP	Exchange email correspondence with B. Feldman, A. Schwartz, and D. Stermer re execution of revised SEC consent and certification of counsel re same	0.20	\$199.00
	RJP	Exchange email correspondence with B. Feldman and D. Stermer re absence of objections to expedited approval of Colorado consent order	0.10	\$99.50
	RJP	Review certificate of no objection re expedited approval of Colorado consent order	0.10	\$99.50
	RJP	Review correspondence from A. Schwartz re R. Shapiro investigation	0.10	\$99.50
	RJP	Exchange email correspondence with M. Tuchin and M. Goldberg re dormant regulatory matters	0.20	\$199.00
5/12/2018	RJP	Review correspondence from A. Schwartz re conference call to discuss dormant regulatory inquiries	0.10	No Charge
5/14/2018	MLT	Analyze correspondence from A. Schwartz re AUSA investigation	0.10	No Charge
	MLT	Confer with M. Goldberg, A. Schwartz, and R. Pfister re investigation, state regulatory actions, and SEC Shapiro settlement discussions	0.40	\$498.00
	RJP	Prepare for conference call with M. Goldberg, A. Schwartz, and M. Tuchin re regulatory matters	0.20	\$199.00
	RJP	Exchange email correspondence with I. Bambrick and D. Fidler re certificate of no objection for Idaho consent order	0.10	\$99.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Review final, executed revised SEC consent and judgment	0.10	\$99.50
	RJP	Exchange email correspondence with A. Schwartz, D. Stermer, B. Feldman, and I. Bambrick re certification of counsel for revised SEC consent and judgment	0.20	\$199.00
	RJP	Review certification of counsel re revised SEC consent and judgment	0.10	\$99.50
	RJP	Exchange email correspondence with J. Sabin, A. Schwartz, and D. Stermer re Arizona third revised draft consent order	0.30	\$298.50
	RJP	Review certificate of no objection for Idaho consent order	0.10	\$99.50
	RJP	Confer with M. Goldberg, A. Schwartz, and M. Tuchin re investigation, state regulatory actions, and SEC / Shapiro settlement discussions	0.40	\$398.00
5/15/2018	MLT	Analyze order authorizing entry into Idaho and Colorado consent orders	0.10	No Charge
	RJP	Review entered order on revised SEC consent and judgment	0.10	\$99.50
	RJP	Exchange email correspondence with B. Feldman re Oregon consent order	0.10	\$99.50
	RJP	Review entered orders on Idaho and Colorado consent orders	0.10	\$99.50
5/16/2018	MLT	Revise memo to unitholder committee counsel re SEC amended complaint	0.20	\$249.00
	MLT	Exchange e-mail correspondence with A. Schwartz re SEC action status conference	0.10	\$124.50
	MLT	Telephone conference with A. Schwartz, C. Grand, and R. Pfister re SEC action status conference	0.20	\$249.00
	MLT	Prepare correspondence to D. Baddley re plan language re SEC claim	0.10	\$124.50
	MLT	Analyze documents re SEC amended complaint	0.50	\$622.50
	MLT	Analyze correspondence from A. Schwartz re SEC Shapiro settlement	0.10	\$124.50
	MLT	Confer with R. Nevins, F. Reiss, and F. Chin re SEC Shapiro settlement	0.30	\$373.50
	RJP	Analyze correspondence from A. Schwartz re preparations for SEC action status conference; follow-up email correspondence with M. Tuchin re same	0.20	\$199.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Conference call with A. Schwartz, C. Grand, and M. Tuchin re SEC action status conference	0.20	\$199.00
	RJP	Analyze report of SEC action status conference and settlements/timing issues discussed on the record; exchange follow-up correspondence with M. Tuchin and A. Schwartz re same	0.20	\$199.00
5/17/2018	MLT	Exchange e-mail correspondence with A. Schwartz re SEC Shapiro settlement	0.10	\$124.50
	MLT	Telephone conference with D. Baddley re plan issues and Shapiro settlement	0.30	\$373.50
	JMW	Analyze SEC amended motion for entry of judgment by consent	0.10	\$72.50
	RJP	Analyze SEC's amended motion for permanent injunctive relief and exhibits thereto	0.20	\$199.00
	RJP	Review stipulation with SEC re bar date	0.10	\$99.50
5/18/2018	MLT	Confer with R. Pachulski re SEC Shapiro settlement	0.20	\$249.00
	RJP	Review certificate of no objection re Oregon consent order	0.10	\$99.50
5/21/2018	MLT	Telephone conference with D. Baddley re public reporting compliance (via detailed voicemail message)	0.10	\$124.50
	MLT	Analyze Kansas Securities Commissioner subpoena	0.10	\$124.50
	RJP	Analyze Kansas Securities Commissioner's subpoena and enclosed correspondence	0.10	\$99.50
	RJP	Prepare email correspondence to M. Tuchin re Kansas Securities Commissioner's subpoena	0.10	\$99.50
5/22/2018	MLT	Analyze order administratively closing case and judgment as to debtor defendants in SEC action	0.10	\$124.50
	RJP	Review entered order approving Oregon consent judgment	0.10	\$99.50
	RJP	Review entered judgment against Debtor Defendants in SEC action and associated order closing case	0.10	\$99.50
5/23/2018	MLT	Exchange e-mail correspondence with A. Schwartz re SEC / Shapiro settlement	0.10	\$124.50
5/24/2018	RJP	Analyze Arizona's mark-up of draft consent order	0.40	\$398.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJP	Exchange email correspondence with A. Schwartz re Arizona's mark-up of draft consent order and open issues with respect to same	0.30	\$298.50
	WLH	Analyze revised Arizona form of order	0.20	\$179.00
5/25/2018	MLT	Analyze revised Arizona proposed consent	0.40	\$498.00
	MLT	Prepare issues list re Arizona proposed consent	0.20	\$249.00
	RJP	Analyze comments from M. Tuchin re Arizona's mark-up of draft consent order and strategy / next steps re same	0.20	\$199.00
5/29/2018	MLT	Telephone conference with D. Barton re preparations for call with SEC	0.50	\$622.50
	MLT	Confer with D. Baddley re SEC claim and fee examiner	0.20	\$249.00
	JMW	Exchange e-mail correspondence with A. Schwartz, I. Bambrick re payment of fee indemnification for regulatory counsel to Nina Pederson	0.20	\$145.00
	RJP	Prepare email correspondence to M. Tuchin re Arizona's mark-up of proposed consent order	0.10	\$99.50
	SMK	Analyze D. Fidler email re scope of asset freeze order	0.10	No Charge
5/31/2018	MLT	Analyze correspondence from A. Schwartz and R. Pfister re Arizona consent	0.10	No Charge
	RJP	Prepare for telephone conference with A. Schwartz re Arizona consent order	0.30	\$298.50
	RJP	Telephone conference with A. Schwartz re revisions to and questions regarding Arizona's mark-up of draft consent order	0.40	\$398.00
	RJP	Exchange email correspondence with D. Fidler re potential SEC claim in bankruptcy case	0.10	\$99.50
Professional Services Rendered			28.40	\$28,787.50

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Argiropoulos, Maria S	6.10	895.00	\$5,459.50
Pearson, Shanda D.	1.50	0.00	No Charge
Pearson, Shanda D.	19.60	375.00	\$7,350.00

Fidler, David A.	0.20	0.00	No Charge
Fidler, David A.	183.60	1075.00	\$197,370.00
Guess, David M	0.10	0.00	No Charge
Guess, David M	25.80	895.00	\$23,091.00
Gurule, Julian I.	32.50	825.00	\$26,812.50
Gurvitz, Sasha M	57.60	625.00	\$36,000.00
Holt, Whitman L.	0.20	0.00	No Charge
Holt, Whitman L.	73.90	895.00	\$66,140.50
Kidder, Samuel M	6.10	0.00	No Charge
Kidder, Samuel M	82.70	675.00	\$55,822.50
Klee, Kenneth N.	0.20	0.00	No Charge
Klee, Kenneth N.	6.30	1475.00	\$9,292.50
Love, Stefan C	10.80	250.00	\$2,700.00
Pfister, Robert J.	5.40	0.00	No Charge
Pfister, Robert J.	121.50	995.00	\$120,892.50
Smith, Robert J.	36.80	600.00	\$22,080.00
Stern, David M.	79.90	1245.00	\$99,475.50
Tuchin, Michael L.	4.40	0.00	No Charge
Tuchin, Michael L.	124.20	1245.00	\$154,629.00
Weiss, Jonathan M.	5.30	0.00	No Charge
Weiss, Jonathan M.	195.90	725.00	\$142,027.50
Yi, Justin D.	9.70	750.00	\$7,275.00
	<u>1090.30</u>		<u>\$976,418.00</u>

Total fees and expenses incurred

\$980,745.47

Courtesy Discount

(\$32,612.50)

Balance Now Due

\$948,132.97

EXHIBIT B

EXHIBIT B

(Itemized expenses for the period May 1, 2018 through May 31, 2018)

Date	Expense	Amount	Description	Travel Purpose	Invoice No.
05/07/2018	Travel	\$62.55	Transportation from airport on 05/01/18 for S. Kidder for 5/1 hearing	May 1, 2018 Hearing	16506
05/07/2018	Travel	\$172.50	Transportation from PHL on 04/30/18 for R. Pfister for 5/1 hearing	May 1, 2018 Hearing	16506
05/07/2018	Parking	\$60.00	Airport parking on 05/01/18 for R. Pfister	May 1, 2018 Hearing	16506
05/21/2018	Other Expenses	\$29.95	Purchase of law review article (unavailable on Lexis/Westlaw) for use in indemnification research		16506
05/22/2018	Delivery Services/Messengers	\$14.66	FedEx to GBH CPAs, PC on 04/17/18		16506
05/29/2018	Telephone	\$161.93	Telephone Conference Service		16506
05/31/2018	Online Research	\$297.00	Pacer -May 2018		16506
05/31/2018	Online Research	\$750.22	Westlaw - May 2018		16506
05/31/2018	Online Research	\$2,741.66	Lexis - May 2018		16506
05/31/2018	Court Fees	\$37.00	CourtCall fee to telephonically appear on 05/01/18 for D. Stern	May 1, 2018 Hearing	16506
Total:		\$4,327.47			

ECS Transportation Group
 1400 Bradley Lane
 Carrollton, TX, 75007



Customer : [REDACTED]
 Invoice# : 3182
 Inv Date : 05/01/2018
 Net Terms : 30 days

Klee, Tuchin, Bogdanoff & Stern LLP
 1999 Avenue Of The Stars
 Los Angeles, CA 90067

Invoice Total : [REDACTED]
 Total Payments : \$0.00
 Balance Due : [REDACTED]

Reservation Number	Date	Time	Veh. Type	Passenger	Pickup	Destination	Base Fare	Gratuity	Tolls Park	Other	Disc	Svc Chgs	Taxes	Total
*480143*1	04/30/2018	07:58 PM	Sedan	Robert Pfister	PHL AA 439	42 West 11th Street, Wilmington	130.00	26.00	0.00	19.50	(13.00)	10.00	0.00	172.50

Invoice Total (Ride Count:8) [REDACTED]

Open Invoices

Invoice #	Inv Date	0-30 Days	31-60 Days	61-90 Days	Over 90 Days
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Total: []

Opening Balance	\$0.00
Current Activity	[REDACTED]
Current Payment Activity	\$0.00
Total Balance Due	[REDACTED]

Please remit payments to the following address: ECS Transportation Group, P.O. Box 793944, Dallas, TX 75379

Phone : (800) 743-3151

Email : accounting@ecslimo.com



BILLING HISTORY

Close

Summary Transaction Report by Client Code
All
from 05/01/2018 to 05/31/2018

Fri Jun 01 11:57:22 CDT 2018

Client Code	Pages	Audio	Cost
[REDACTED]			
2314	2936	0	\$293.60
2314-0006	34	0	\$3.40
[REDACTED]			
Grand Total:	0 audio files (\$2.40 ea)		\$0.00

ENTERED

[Handwritten Signature]

Account Number

Date Range

05/01/2018 - 05/30/2018

Report Date

06/01/2018

Currency

UNITED STATES DOLLAR

Billing data reports include estimated taxes. The official invoice includes taxes based on actual usage for usage-based services or/and default location for non-usage-based services at invoice period end.

SUMMARY BY CLIENT

CLIENT	CONTRACT USE			TRANSACTIONAL USE			TOTAL BEFORE TAX	TAX*	TOTAL CHARGES
	GROSS AMOUNT	ADJUSTMENT	NET AMOUNT	TRANSACTIONAL GROSS AMOUNT	TRANSACTIONAL ADJUSTMENT	TRANSACTIONAL NET AMOUNT			
[REDACTED]									
* 2314	\$25,634.00	(\$23,481.41)	\$2,152.59	\$106.00	\$0.00	\$106.00	\$2,258.59	\$0.00	\$2,258.59
2314-0006	\$1,773.00	(\$1,623.82)	\$149.18	\$0.00	\$0.00	\$0.00	\$149.18	\$0.00	\$149.18
2314-016	\$3,969.00	(\$3,635.11)	\$333.89	\$0.00	\$0.00	\$0.00	\$333.89	\$0.00	\$333.89
[REDACTED]									

EXCHANGE RATE TO United States dollar

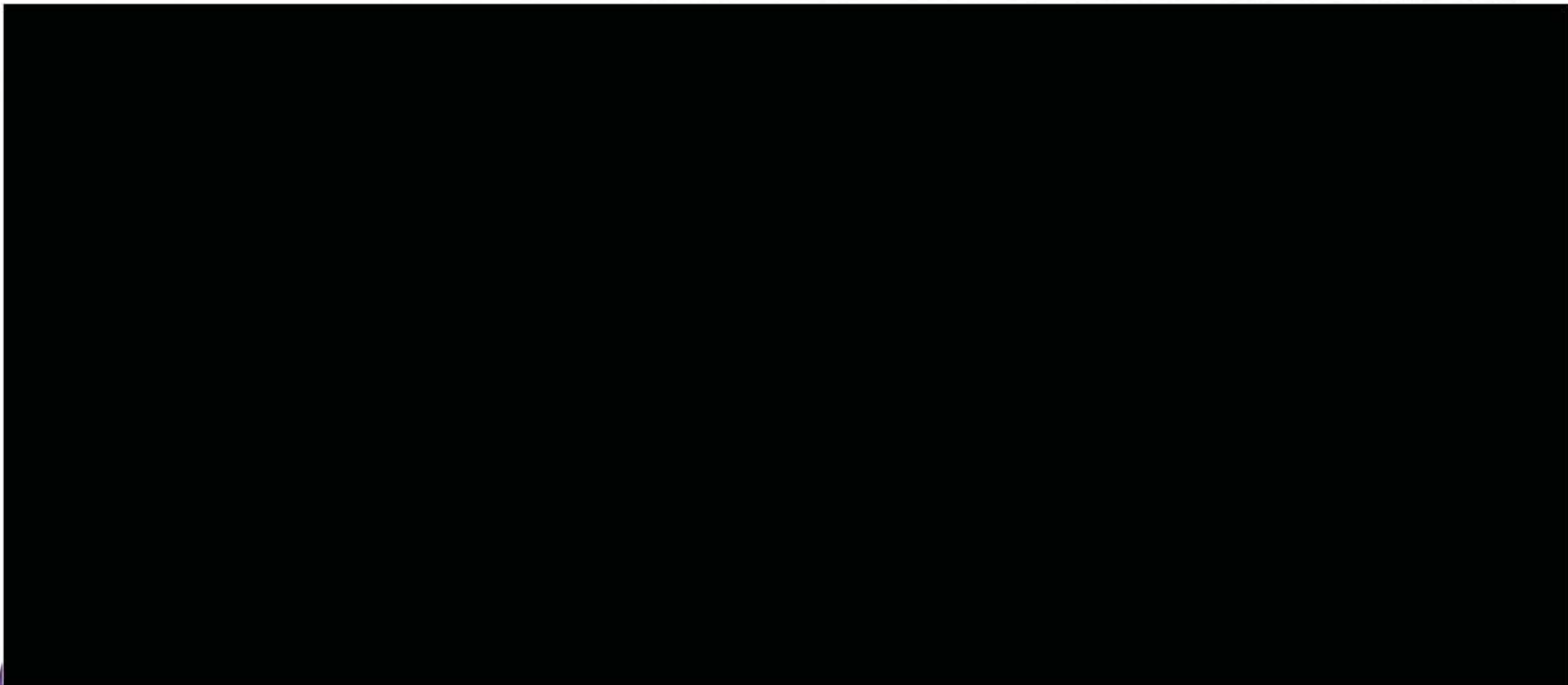
Date	Rate	From Currency	Base Currency
JUN-01-2018	1	UNITED STATES DOLLAR	UNITED STATES DOLLAR

ENTERED


invoice

PAGE 3

INVOICE NUMBER 25818734
 INVOICE DATE 05/05/2018
 ACCOUNT NO. [REDACTED]
 DUE DATE 06/04/2018
 TAX ID [REDACTED]
 AMOUNT DUE USD\$2,034.81



COST CENTER 2314

MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX	MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX
3669672 - Robert Pfister	6.56	1.58	8.14				

COST CENTER TOTAL USD\$8.14

COST CENTER 2314-000

MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX	MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX
386742 - Michael Tuchin	5.24	1.27	6.51	471051 - David M. Stern	9.34	2.28	11.62
715411 - David A. Fidler	19.38	4.71	24.09				

COST CENTER TOTAL USD\$42.22

invoice

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INVOICE NUMBER 25818734
 INVOICE DATE 05/05/2018
 ACCOUNT NO. [REDACTED]
 DUE DATE 06/04/2018
 TAX ID [REDACTED]
 AMOUNT DUE USD\$2,034.81

COST CENTER 2314-0000

MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX	MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX
3758331 - Jonathan Weiss	81.71	19.79	101.50				

COST CENTER TOTAL USD\$101.50

COST CENTER 2314-2314

MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX	MODERATOR	TOTAL CHARGES	TOTAL TAX	TOTAL W/TAX
3669672 - Robert Pfister	8.09	1.98	10.07				

COST CENTER TOTAL USD\$10.07

