

**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: August 2, 2018 at 4:00 pm (ET)

**SUMMARY OF SIXTH MONTHLY APPLICATION OF GIBSON, DUNN &
CRUTCHER LLP AS CO-COUNSEL TO THE DEBTORS AND DEBTORS-IN-
POSSESSION FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES INCURRED FOR THE INTERIM PERIOD FROM MAY 1, 2018
THROUGH AND INCLUDING MAY 31, 2018**

Name of Applicant:

Gibson, Dunn & Crutcher LLP

Authorized to Provide Professional Services to:

Debtors and Debtors in Possession

Date of Retention:

December 4, 2017 (Order entered January 23,
2018 *nunc pro tunc* to December 4, 2017)

Period for which compensation and reimbursement
is sought:

May 1, 2018 through and including
May 31, 2018

Amount of Interim Compensation sought as
actual, reasonable and necessary:

\$22,756.50

Amount of Interim Expense Reimbursement
sought as actual, reasonable and necessary:

\$372.10

¹ The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

INTERIM COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	2018 Billing Rate (\$)	Hours Billed	Amount Billed (\$)
Garza, Oscar	Partner since 1999. Joined Firm as an Associate in 1990. Member of CA Bar since 1990. Primary practice area: Business Restructuring & Reorganization	1,205	0.60	723.00
Newman, Samuel A.	Partner since 2009. Joined Firm as an Associate in 2001. Member of CA Bar since 2001. Primary practice area: Business Restructuring & Reorganization	1,010	4.20	4,242.00
Denny, Daniel B.	Associate. Joined firm as an associate in 2005. Member of CA Bar since 2005.	875	0.50	437.50
Weiner, Genevieve G.	Associate. Joined firm as an associate in 2007. Member of CA Bar since 2007.	875	5.10	4,462.50
Cassidy, Dylan	Associate. Joined firm as an associate in 2015. Member of NY Bar since 2016.	755	5.30	4,001.50
Amponsah, Duke K.	Paralegal	440	3.50	1,540.00
Santos, F. Pamela	Paralegal	420	17.50	7,350.00
Total			36.70	22,756.50
			Blended Rate:	620.07

INTERIM COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees (\$)
Asset Recovery Analysis	0.00	0.00
Asset Sales	0.00	0.00
Asset Valuation	0.00	0.00
Assumption and Rejection of Leases and Contracts	0.00	0.00
Avoidance Action Analysis	0.00	0.00
Budgeting	0.00	0.00
Business Operations	0.00	0.00
Case Administration	0.00	0.00
Claims Administration and Objections	0.00	0.00
Corporate Governance and Board Matters	0.50	437.50
Communications and Meetings with Creditors	0.00	0.00
Employee Matters and Benefits	0.00	0.00
Employment and Fee Applications (Gibson)	36.20	22,319.00
Employment and Fee Applications (Other Professionals)	0.00	0.00
Financing, Cash Collateral and Cash Management	0.00	0.00
Hearings	0.00	0.00
Insurance	0.00	0.00
Litigation	0.00	0.00
Plan and Disclosure Statement	0.00	0.00
Plan Exclusivity	0.00	0.00
Real Estate	0.00	0.00
Relief from Stay and Adequate Protection	0.00	0.00
Reporting	0.00	0.00
SEC/State AG Matters	0.00	0.00
Tax	0.00	0.00
Travel – Non-Working Time	0.00	0.00
TOTAL	36.70	22,756.50

INTERIM EXPENSE SUMMARY

Expenses Category	Total Expenses (\$)
Certified Copies	0.00
Conference Call Charges	0.00
Court fees	0.00
Data Line Charges	0.00
Document Retrieval Services	0.00
eDiscovery Database Hosting Fee	0.00
Filing Fees	0.00
In House Duplication	252.10
Investigation	0.00
Lodging	0.00
Meals	0.00
Messenger and Courier Expense	0.00
On-Line Research (Lexis)	0.00
On-Line Research (Westlaw)	120.00
On-Line Research (Main)	0.00
Outside Process Server	0.00
Searches (UCC & Others)	0.00
Specialized Research	0.00
Telephone Charges	0.00
Transcript/Digesting	0.00
Travel – Air & Rail	0.00
Travel – Parking	0.00
Travel – Taxi & Other Modes/Miles	0.00
TOTAL	372.10

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

In re:

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

Debtors.

Case No. 17-12560 (KJC)

(Jointly Administered)

Objection Deadline: August 2, 2018 at 4:00 pm (ET)

**SIXTH MONTHLY APPLICATION OF GIBSON, DUNN & CRUTCHER LLP
AS CO-COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES INCURRED FOR THE INTERIM PERIOD FROM
MAY 1, 2018 THROUGH AND INCLUDING MAY 31, 2018**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), and Rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing Employment and Retention of Gibson, Dunn & Crutcher LLP as General Bankruptcy and Restructuring Co-Counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 358] (the “Retention Order”) and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 261] (the “Interim Compensation Order”), the law firm of Gibson, Dunn & Crutcher LLP (“Gibson Dunn”) hereby applies (the “Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as co-counsel to Woodbridge Group of Companies, LLC and its above-captioned affiliated debtors and debtors in possession (each, a “Debtor,” and collectively, the “Debtors”), in the amount of \$22,756.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$372.10 for the interim period May 1, 2018 through and including May 31, 2018 (the “Interim Fee Period”). In support of this Application, Gibson Dunn respectfully represents as follows:

¹ The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

BACKGROUND

1. On December 4, 2017 (the “Petition Date”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code.
2. Pursuant to the Retention Order, Gibson Dunn was retained to represent the Debtors as bankruptcy co-counsel in connection with these chapter 11 cases, *nunc pro tunc* to the Petition Date. In addition, prior to December 4, 2017, Gibson Dunn served as general bankruptcy co-counsel as described in the *Debtors’ Application for an Order Approving the Employment and Retention of Gibson, Dunn & Crutcher LLP as General Bankruptcy and Restructuring Co-counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 122], as supplemented by the declarations filed at Docket Nos. 214 and 313 (as supplemented, the “Employment Application”). The Retention Order authorizes Gibson Dunn to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.
3. After the reconciliation described in the Employment Application, the Remaining Advance Payment (as defined in the Employment Application) is \$382,918.74.
4. All services for which compensation is requested herein by Gibson Dunn were performed for or on behalf of the Debtors.

(a) SUMMARY OF SERVICES RENDERED

5. Attached hereto as Exhibit A is a detailed statement of fees incurred during the Interim Fee Period, showing the amount of \$22,756.50 due for fees. The services rendered by Gibson Dunn during the Interim Fee Period are grouped into the categories set forth in Exhibit A. The attorneys and paralegals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

(b) DISBURSEMENTS

6. Attached hereto as Exhibit B is a detailed statement of expenses paid by Gibson Dunn during the Interim Fee Period, showing the amount of \$372.10 for reimbursement of expenses. This out-of-pocket disbursement sum is broken down into categories of charges, including, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by Gibson Dunn to outside copying services for use in mass mailings, travel expenses, expenses for

“working meals,” computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Interim Fee Period may be found in the attachments hereto as Exhibit B.

7. Costs incurred for overtime and computer assisted research are not included in Gibson Dunn’s normal hourly billing rates and, therefore, are itemized and included in Gibson Dunn’s disbursements. Pursuant to Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Gibson Dunn represents that its rate for duplication is \$0.10 per page, its rate for outgoing telecopier transmissions is \$0.25 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions, and there is no surcharge for computerized research.

(c) VALUATION OF SERVICES

8. Attorneys and paraprofessionals of Gibson Dunn have expended a total of 36.70 hours in connection with this matter during the Interim Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Interim Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are Gibson Dunn’s normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Gibson Dunn for the Interim Fee Period as counsel for the Debtors in these cases is \$22,756.50.

10. Gibson Dunn believes that the time entries included in Exhibit A attached hereto and the expense breakdown set forth in Exhibit B attached hereto are in compliance with the requirements of Local Rule 2016-2.

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

12. This Application covers the interim fee period from May 1, 2018 through and including May 31, 2018. Gibson Dunn has continued, and will continue, to perform additional necessary services for the Debtors subsequent to the Interim Fee Period, for which Gibson Dunn will file subsequent monthly fee applications.

CONCLUSION

WHEREFORE, Gibson Dunn requests that allowance be made to it in the sum of \$22,756.50 as compensation for necessary professional services rendered to the Debtors for the Interim Fee Period, and the sum of \$372.10 for reimbursement of actual necessary costs and expenses incurred during that period, and requests such other and further relief as the Court may deem just and proper.

GIBSON, DUNN & CRUTCHER LLP

Dated: July 13, 2018
Los Angeles, CA

/s/ Samuel A. Newman

Samuel A. Newman (CA No. 217042)
Oscar Garza (CA No. 149790)
Daniel B. Denny (CA No. 238175)
333 South Grand Avenue
Los Angeles, California 90071
Tel: (213) 229-7000
Fax: (213) 229-7520

-and-

J. Eric Wise (NY No. 3000957)
Matthew K. Kelsey (NY No. 4250296)
Matthew P. Porcelli (NY No. 5218979)
200 Park Avenue
New York, New York 10166
Tel: (212) 351-4000
Fax: (212) 351-4035

Counsel to the Debtors and Debtors in Possession

**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: August 2, 2018 at 4:00 pm (ET)

CERTIFICATION OF SAMUEL A. NEWMAN

I, Samuel A. Newman, certify as follows:

1. I am a Partner in the applicant firm, Gibson, Dunn & Crutcher LLP (“Gibson Dunn”), and have been admitted to appear before this Court.

2. I have personally performed many of the legal services rendered by Gibson Dunn to Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession in connection with their chapter 11 cases, and am familiar with all other work performed on behalf of the lawyers and paraprofessionals at Gibson Dunn.

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

Pursuant to 28 U.S.C. § 1746, I certify under penalty of perjury that the foregoing is true and correct.

Dated: July 13, 2018

/s/Samuel A. Newman

Samuel A. Newman

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**IN THE UNITED STATES BANKRUPTCY COURT
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Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Objection Deadline: August 2, 2018 at 4:00 pm (ET)

NOTICE OF SIXTH MONTHLY FEE APPLICATION

TO: (I) THE U.S. TRUSTEE; (II) COUNSEL TO THE DIP LENDER; (III) COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS; (IV) COUNSEL FOR THE AD HOC NOTEHOLDER GROUP; (V) COUNSEL FOR THE AD HOC UNITHOLDER GROUP, (VI) COUNSEL TO THE SECURITIES AND EXCHANGE COMMISSION, (VII) THE FEE EXAMINER APPOINTED IN THESE CASES AND (VIII) ALL PARTIES THAT HAVE REQUESTED NOTICE IN THESE CHAPTER 11 CASES PURSUANT TO LOCAL RULE 2002-1.

PLEASE TAKE NOTICE that the **Sixth Monthly Application of Gibson, Dunn & Crutcher LLP as General Bankruptcy and Restructuring Co-Counsel for the Debtors and Debtors-in-Possession for Allowance of Compensation and Reimbursement of Expenses Incurred for the Interim Period from May 1, 2018 through and including May 31, 2018** (the “Application”) has been filed with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Application seeks allowance of interim fees in the amount of \$22,756.50 and interim expenses in the amount of \$372.10.

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, are required to be filed on or before **August 2, 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 N. Market Street, Wilmington, Delaware 19801. You must also serve any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, 14140 Ventura Boulevard #302, Sherman Oaks, California 91423, Attn: Bradley Sharp; (ii) counsel for the Debtors, Gibson, Dunn & Crutcher LLP, 333 S. Grand Avenue, Los Angeles, California 90071, Attn: Samuel A. Newman, Esq., and Young, Conaway, Stargatt & Taylor, LLP, Rodney Square,

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1000 N. King Street, Wilmington, Delaware 19801, Attn: Sean M. Beach, Esq.; (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, California 90017, Attn: William Brody, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 Market Street, 17th Floor, Wilmington, Delaware 19801, Attn: Bradford J. Sandler, Esq.; (v) counsel to the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Avenue, Suite 1410, Wilmington, Delaware 19801, Attn: Steven K. Kortanek, Esq.; (vi) counsel for the Ad Hoc Unitholder Group, Venable LLP, 1201 N. Market Street, Suite 1400, Wilmington, Delaware 19801, Attn: Jamie L. Edmonson, Esq. and 1270 Avenue of the Americas, New York, New York 10020, Attn: Jeffrey S. Sabin, Esq.; (vii) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (viii) the Fee Examiner, Elise S. Frejka, Frejka PLLC, 135 East 57th Street – 6th Floor, New York, New York 10022; (ix) any other party that has requested to be a Notice Party; and (x) 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 ADMINISTRATIVE ORDER, PURSUANT TO SECTIONS 331 AND 105(a) OF THE BANKRUPTCY CODE, BANKRUPTCY RULE 2016(a), AND LOCAL RULE 2016-2, ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED FEES AND 100% OF THE REQUESTED EXPENSES, WITHOUT FURTHER ORDER OF THE COURT.

PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION.

[Remainder of the page intentionally left blank]

Dated: July 13, 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)

Betsy L. Feldman (No. 6410)

Rodney Square, 1000 North King Street

Wilmington, Delaware 19801

Tel: (302) 571-6600

Fax: (302) 571-1253

-and-

GIBSON, DUNN & CRUTCHER LLP

Samuel A. Newman (CA No. 217042)

Oscar Garza (CA No. 149790)

Daniel B. Denny (CA No. 238175)

333 South Grand Avenue

Los Angeles, California 90071

Tel: (213) 229-7000

Fax: (213) 229-7520

-and-

J. Eric Wise (NY No. 3000957)

Matthew K. Kelsey (NY No. 4250296)

Matthew P. Porcelli (NY No. 5218979)

200 Park Avenue

New York, New York 10166

Tel: (212) 351-4000

Fax: (212) 351-4035

Counsel to the Debtors and Debtors in Possession

Exhibit A

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

June 28, 2018

Invoice No. 2018063546

Woodbridge Group of Companies, LLC
 14225 Ventura Boulevard, Suite 100
 Sherman Oaks, CA 91423

For Services Rendered and Costs/Charges Advanced Through May 31, 2018

	Services Rendered	Costs/ Charges	Totals
98743-00013 Corporate Governance an	437.50	0.00	437.50
98743-00015 Disbursements	0.00	372.10	372.10
98743-00017 Employment and Fee Appl	22,319.00	0.00	22,319.00
Totals	\$ 22,756.50	\$ 372.10	\$ 23,128.60
Current Balance Due			<u>\$ 23,128.60</u>

Remit By Wire To:

Wells Fargo Bank
 333 South Grand Avenue
 Los Angeles, CA 90071-1515
 Name of account: Gibson, Dunn & Crutcher LLP
 Account No: 4600-146039
 ABA No: 121000248
 Attn: Jane Chun, Telephone: (213) 229-7253
Please include the client number and the proper attorney to notify in the wire instructions.

Remit By Mail To:

Gibson, Dunn & Crutcher LLP
 PO Box 840723
 Los Angeles, CA 90084-0723

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

For assistance with your account, please contact us at 213-229-7333 or cbilling@gibsondunn.com.

Invoice Date: June 28, 2018

Due and Payable Upon Receipt

Invoice No. 2018063546

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

June 28, 2018

Invoice No. 2018063546

REMITTANCE COPY

To ensure proper crediting, please send this copy in the enclosed envelope.

Woodbridge Group of Companies, LLC
 14225 Ventura Boulevard, Suite 100
 Sherman Oaks, CA 91423

For Services Rendered and Costs/Charges Advanced Through May 31, 2018

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Totals	\$ 22,756.50	\$ 372.10	\$ 23,128.60
Current Balance Due			<u>\$ 23,128.60</u>

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Invoice Date: June 28, 2018

Invoice No. 2018063546

Due and Payable Upon Receipt

Woodbridge Group of Companies, LLC
14225 Ventura Boulevard, Suite 100
Sherman Oaks, CA 91423

CORPORATE GOVERNANCE AND BOARD MATTERS
98743-00013

For Services Rendered Through May 31, 2018

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
DANIEL B. DENNY	0.50	\$ 875.00	\$ <u>437.50</u>
Total Services			\$ 437.50
Total Services, Costs/Charges			437.50
BALANCE DUE			<u>\$ 437.50</u>

CORPORATE GOVERNANCE AND BOARD MATTERS
98743-00013

Detail Services:

05/18/18

0.20 Denny, Daniel B

Correspondence with S. Ferrero (DSI) re Hawthorn operating agreement (.1); review LLC agreements re Hawthorn operating agreement (.1).

05/21/18

0.30 Denny, Daniel B

Analyze governance documents re Carbondale Basalt Owners, LLC (owner of Carbondale Glen Owners, LLC) and Midland Loop Loan, LLC per R. Smith (KTSB) request.

Woodbridge Group of Companies, LLC
 14225 Ventura Boulevard, Suite 100
 Sherman Oaks, CA 91423

EMPLOYMENT AND FEE APPLICATIONS – GIBSON
 98743-00017

For Services Rendered Through May 31, 2018

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
OSCAR GARZA	0.60	\$1,205.00	\$ 723.00
SAMUEL A. NEWMAN	4.20	1,010.00	4,242.00
GENEVIEVE G. WEINER	5.10	875.00	4,462.50
DYLAN S. CASSIDY	5.30	755.00	4,001.50
DUKE K. AMPONSAH	3.50	440.00	1,540.00
F. PAMELA SANTOS	17.50	420.00	<u>7,350.00</u>

Total Services \$ 22,319.00

Total Services, Costs/Charges 22,319.00

BALANCE DUE \$ 22,319.00

EMPLOYMENT AND FEE APPLICATIONS – GIBSON
98743-00017

Detail Services:

05/01/18			
0.50	Newman, Samuel A	Review filed fee application.	
05/02/18			
0.60	Newman, Samuel A	Correspondence with D. Baddley (SEC) re transition (.4); correspondence with O. Garza re same (.2).	
1.80	Santos, F. Pamela	Review exhibits to fee application.	
05/03/18			
0.60	Garza, Oscar	Telephone conference with S. Newman regarding conference call with SEC counsel regarding interim fees (.2); participate in conference call with SEC counsel (D. Baddley and C. Nestor) regarding GDC fees (.4).	
0.50	Newman, Samuel A	Conference with G. Weiner re fee applications.	
1.20	Weiner, Genevieve G	Correspondence with S. Newman re status of fee applications (.2); conference with S. Newman re fee applications (.5); draft correspondence to S. Newman re response to fee examiner comments (.5).	
1.00	Amponsah, Duke K	Review of exhibits in preparation of monthly fee application.	
1.40	Santos, F. Pamela	Begin draft of fourth fee application (.5); draft calculation chart for second interim fee application (.3); review exhibits to fifth fee application (.6)	
05/07/18			
0.20	Newman, Samuel A	Correspondence with D. Baddley (SEC) re fee application.	
0.10	Santos, F. Pamela	Correspondence with G. Weiner re status of exhibits to fee applications.	
05/08/18			
0.60	Newman, Samuel A	Review draft fee application (0.3); revise fee application (0.3).	
0.40	Newman, Samuel A	Correspondence with G. Weiner re fee application.	
0.30	Weiner, Genevieve G	Correspondence with S. Newman and P. Santos re fourth monthly fee application.	
0.20	Santos, F. Pamela	Correspondence with G. Weiner, S. Newman re exhibits to fee applications.	

05/09/18		
0.20	Newman, Samuel A	Correspondence with G. Weiner re fee application.
0.10	Weiner, Genevieve G	Correspondence with D. Laskin (YCST) and S. Newman re third monthly fee application.
0.20	Santos, F. Pamela	Correspondence with G. Weiner, D. Laskin (YCST) re fee application.
05/10/18		
0.40	Weiner, Genevieve G	Correspondence with D. Cassidy re research related to fee application issues (.2); conference with D. Cassidy re same (.2).
1.00	Cassidy, Dylan S	Conference with G. Weiner re professional fee issues (0.2); research re professional fees (0.8).
05/11/18		
1.50	Cassidy, Dylan S	Research re professional fee issues.
2.50	Amponsah, Duke K	Research various dockets re professional fee research per D. Cassidy (2.3); correspondence with D. Cassidy re same (.2).
05/13/18		
2.80	Cassidy, Dylan S	Research re professional fee issues.
05/14/18		
0.10	Weiner, Genevieve G	Correspondence with D. Cassidy on research re fee application issues.
0.40	Santos, F. Pamela	Correspondence with G. Weiner, N. Brosman re follow-up to exhibits to March fee application (.2); correspondence with J. Manigan re same (.1); correspondence with S. Newman re same (.1).
05/15/18		
0.50	Newman, Samuel A	Review draft fee application (0.3); revise fee application (0.2).
0.80	Weiner, Genevieve G	Meet with P. Santos to discuss comments from and responses to fee examiner for December fee application (.4); call with P. Santos re revisions to chart re December time (.2); correspondence with S. Newman re CNO on February monthly application (.2).
5.10	Santos, F. Pamela	Meet with G. Weiner re status of December invoice in response to fee examiner (.4); review December fee application per comments from fee examiner (4.7).
05/16/18		
0.50	Newman, Samuel A	Read finalized fee application (.4); conference with G. Weiner re status of fee application (.1).

0.70	Weiner, Genevieve G	Email with P. Santos re revisions to monthly fee application (.1); call with S. Newman re status of fee applications (.1); email to fee examiner re status of December responses (.1); call with P. Santos re chart of responses to fee examiner comments (.3); direction to billing re revisions to December (.1).
0.30	Santos, F. Pamela	Conference with G. Weiner re December fee application.
05/17/18		
0.50	Weiner, Genevieve G	Emails with P. Santos re final comments on responses to fee examiner comments (.2); draft email to fee examiner re responses to December comments (.2); call with E. Frejka (fee examiner) re same (.1).
1.30	Santos, F. Pamela	Conference with J. Manigan re December fee application (.2); revise December time entries per fee examiner comment (.3); correspondence with G. Weiner re same (.1); finalize December time entries per fee examiner comments (.6); correspondence from E. Frejka (fee examiner) re December invoice (.1).
05/18/18		
2.00	Santos, F. Pamela	Revise exhibits to March fee application with S. Newman comments (1.6); correspondence with M. Hoffman re comments to same (.2); correspondence with J. Manigan re December invoice and comments to March fee application (.2).
05/21/18		
0.20	Newman, Samuel A	Call with G. Weiner re first interim fee application.
0.30	Weiner, Genevieve G	Conference with E. Frejka (fee examiner) re responses to comments for first interim application (.1); call with S. Newman re same (.2).
0.50	Santos, F. Pamela	Correspondence with J. Manigan re exhibits to fee application.
05/22/18		
0.20	Weiner, Genevieve G	Review emails from P. Santos re monthly fee application for March.
1.30	Santos, F. Pamela	Begin calculation for second quarterly fee application.
05/25/18		
0.10	Weiner, Genevieve G	Review email from E. Frejka (Fee Examiner) re initial report for first interim application.
05/29/18		
2.90	Santos, F. Pamela	Revise fourth fee application (2.6); correspondence with G. Weiner, S. Newman re same (.1); correspondence with G. Weiner re fifth fee application and comments from fee examiner re January and February fee application (.2)

05/31/18

0.40 Weiner, Genevieve G

Review monthly fee application for March.

Exhibit B

Woodbridge Group of Companies, LLC
14225 Ventura Boulevard, Suite 100
Sherman Oaks, CA 91423

DISBURSEMENTS
98743-00015

<u>COSTS/CHARGES</u>		<u>TOTAL</u>
IN HOUSE DUPLICATION	\$	252.10
ON-LINE RESEARCH (WESTLAW)		<u>120.00</u>
Total Costs/Charges		<u>372.10</u>
BALANCE DUE		<u>\$ 372.10</u>

DISBURSEMENTS
98743-00015

Detail Costs/Charges:

In House Duplication

05/03/18 252.10

In House Duplication Charge via Equitrac - 05/03/18

On-Line Research (Westlaw)

05/13/18 120.00

CASSIDY,DYLAN S 05/13/18 98743-00015 WESTLAW
RESEARCH AND PRINTING CHARGES