

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

WOODBRIIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>1</sup>

Debtors.

) Chapter 11

) Case No. 17-12560 (KJC)

) Jointly Administered

) Objection Deadline: August 23, 2018 at 4:00 p.m. (ET)

**SEVENTH MONTHLY FEE APPLICATION OF FTI CONSULTING, INC.,  
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD JUNE 1, 2018 THROUGH JUNE 30, 2018**

Name of Applicant:

FTI Consulting, Inc.

Authorized to provide professional  
services to:

Official Committee of Unsecured Creditors

Date of Retention:

January 18, 2018 (Effective December 14, 2017)

Period for which compensation  
and reimbursement are sought:

June 1, 2018 through June 30, 2018

Amount of compensation sought as  
actual, reasonable, and necessary:

\$188,735.50

Amount of expense reimbursement  
sought as actual, reasonable, and necessary:

\$1,342.12

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

<sup>1</sup> The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. The complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the noticing and claims agent at [www.gardencitygroup.com/cases/WGC](http://www.gardencitygroup.com/cases/WGC).

This is the seventh monthly fee application filed in these cases.

Prior applications:

Docket No./Filed	Compensation Period	Requested		Approved	
		Fees <sup>2</sup>	Expenses	Fees [80%]	Expenses [100%]
649	12/14/17–12/31/17	\$339,067.00	\$313.00	\$271,676.00	\$313.00
1258	1/1/18–1/31/18	\$685,611.25	\$7,815.48	\$548,489.00	\$7,815.48
1686	2/1/18–2/28/18	\$450,901.50	\$1,597.73	\$360,721.20	\$1,597.73
1867	3/1/18–3/31/18	\$366,387.50	\$3,269.72	\$293,110.00	\$3,269.72
1983	4/1/18–4/30/18	\$178,745.50	\$0.00	\$142,996.40	\$0.00
2149	5/1/18–5/31/18	\$228,944.00	\$1,247.87	Pending	Pending

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<sup>2</sup> Per the fee examiner's request, fees requested for December 2017 were amended in a revised monthly fee application that was filed with FTI's first interim fee application.

**COMPENSATION BY TIMEKEEPER**

<b>Professional</b>	<b>Position</b>	<b>Billing Rate</b>	<b>Total Hours</b>	<b>Total Fees</b>
Gotthardt, Gregory	Senior Managing Director	750	23.9	17,925.00
Nelson, Cynthia	Senior Managing Director	1,020	50.4	51,408.00
Kaptain, Mary Ann	Managing Director	815	17.7	14,425.50
Peterson, Stephen	Senior Director	550	13.1	7,205.00
Chin, Paul	Director	685	25.3	17,330.50
Khazary, Sam	Director	770	77.5	59,675.00
Altuzarra, Charles	Consultant	380	47.1	17,898.00
Barron, Natalie	Summer Intern	175	44.9	7,857.50
<b>SUBTOTAL</b>			<b>299.9</b>	<b>193,724.50</b>
Less: 50% discount for non-working travel time				(4,989.00)
<b>GRAND TOTAL</b>			<b>299.9</b>	<b>\$188,735.50</b>

**COMPENSATION BY PROJECT CATEGORY**

<b>Task Code</b>	<b>Task Description</b>	<b>Total Hours</b>	<b>Total Fees</b>
3	Financing Matters (DIP, Exit, Other)	97.2	82,311.00
5	Real Estate Issues	24.2	13,028.50
6	Asset Sales	35.5	21,836.00
7	Analysis of Business Plan	34.3	23,460.00
12	Analysis of SOFAs & SOALs	41.4	7,500.00
16	POR & DS - Analysis, Negotiation and Formulation	1.2	1,121.50
19	Case Management	1.1	1,040.00
20	General Meetings with Debtors & Debtors' Professionals	5.7	4,793.00
21	General Meetings with Committee & Committee Counsel	17.7	14,779.00
24	Preparation of Fee Application	29.3	13,877.50
25	Non Working Travel Time	12.3	9,978.00
<b>SUBTOTAL</b>		<b>299.9</b>	<b>193,724.50</b>
Less: 50% discount for non-working travel time			(4,989.00)
<b>GRAND TOTAL</b>		<b>299.9</b>	<b>\$188,735.50</b>

**EXPENSE SUMMARY**

<b>Expense Type</b>	<b>Amount</b>
Lodging	951.24
Transportation	35.00
Working Meals	352.78
Other	3.10
<b>GRAND TOTAL</b>	<b>\$1,342.12</b>

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FOR THE DISTRICT OF DELAWARE**

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In re:

WOODBRIIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>1</sup>

Debtors.

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) Case No. 17-12560 (KJC)  
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**SEVENTH MONTHLY FEE APPLICATION OF FTI CONSULTING, INC.,  
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD JUNE 1, 2018 THROUGH JUNE 30, 2018**

This seventh monthly fee application for compensation and reimbursement of expenses (the “Fee Application”) is filed by FTI Consulting, Inc. (together with its wholly owned subsidiaries and independent contractors, “FTI”) requesting payment for services rendered and reimbursement of costs expended as financial advisor for the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors (the “Debtors”) for the period of June 1, 2018 through June 30, 2018 (the “Application Period”). In support of this Fee Application, FTI respectfully states as follows:

**Jurisdiction**

1. The Court has jurisdiction over this matter under 28 U.S.C. § 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. §§ 157(b)(2). Venue of this chapter 11 case in this district is proper under 28 U.S.C. §§ 1408 and 1409.

**Background**

2. On December 4, 2017 (the “Petition Date”), the Debtors filed with this court their

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<sup>3</sup> The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. The complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the noticing and claims agent at [www.gardencitygroup.com/cases/WGC](http://www.gardencitygroup.com/cases/WGC).

voluntary petitions for relief under chapter 11 of title 11 of the Bankruptcy Code. Pursuant to sections 1107 and 1108 of the Bankruptcy Code, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors in possession.

3. On December 14, 2017 the Office of the United States Trustee held a meeting to appoint the Committee pursuant to section 1102 of the Bankruptcy Code (the “Formation Meeting”). At the Formation Meeting, the Committee selected Pachulski Stang Ziehl & Jones LLP (“Counsel”) as its counsel, and FTI Consulting, Inc. as its financial advisor. The Committee consists of the following 3 members:

- (a) G3 Group LA, Inc.
- (b) Lynn Myrick<sup>2</sup>
- (c) John J. O’Neill

4. On December 22, 2017, FTI filed its retention application [Docket No. 138]. On January 18, 2018 the Court entered an order approving the retention of FTI as financial advisor to the Committee effective as of December 14, 2017 (the “Retention Order”) [Docket No. 321].

#### **Relief Requested**

5. FTI submits this Fee Application pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals (the “Administrative Order”) [Docket No. 261], Del. Bankr. LR 2016-2 and the Retention Order. By this Fee Application, FTI seeks interim allowance of compensation for actual and necessary professional services rendered in the amount of \$188,735.50 for the Application Period, and seeks the allowance and payment of 100% of its actual and necessary expenses in the amount of \$1,342.12 in accordance with the terms of the Administrative Order. FTI reserves the right to request, in subsequent fee applications,

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<sup>2</sup> Replaced Ronald E. Myrick, Sr. (spouse) April 2018.

reimbursement of any additional expenses incurred during the Application Period, as such expenses may not have been captured in FTI's billing system as of the date of filing this monthly Fee Application.

### **Summary of Fees**

6. The total number of hours expended by FTI professionals and paraprofessionals in performing professional services for the Committee during the Application Period was 299.9 hours. Pursuant to the Retention Order, FTI is entitled to monthly compensation for its services provided to the Committee at its current hourly rates, plus reimbursement of necessary out of pocket expenses.

7. Services rendered by each professional and paraprofessional during the Application Period, and a summary of the time incurred by task followed by detailed time entries, is attached hereto as **Exhibit A**, **Exhibit B**, and **Exhibit C**.

8. A summary of expenses incurred during the Application Period and related expense detail is attached hereto as **Exhibit D** and **Exhibit E**, respectively.

9. The following paragraphs describe the primary services rendered by FTI during the Application Period.

#### ***Code 3 – Financing Matters (DIP, Exit, Other) (97.2 hours)***

10. During the Application Period, FTI continued to work along with the Committee, Counsel, and professionals for the Ad Hoc Noteholder Committee to structure a liquidity facility for noteholders. The goal of the facility is to provide individual noteholders with liquidity by providing them with an option to borrow up to 15-20% of their allowed claims from a third-party lender. The loans are non-recourse to the noteholders and will be repaid from future distributions to the noteholders. FTI personnel, along with professionals for the Ad Hoc Noteholder Committee, participated in numerous meetings and calls with potential lenders to discuss the

general structure of the facility, due diligence items, as well as the Committee's preference on certain key terms and conditions. FTI received bids from various potential lenders and participated in numerous discussions with lenders to negotiate key terms of the final bids. In addition, FTI assisted Counsel with the production of a motion to be filed with the bankruptcy court for the approval of the noteholder liquidity facility. FTI's efforts in connection to the liquidity facility have continued subsequent to the end of the Application Period. Time in this task code also includes discussions with certain third-party lenders regarding the possibility of providing financing to the Debtors upon the Debtors' exit from bankruptcy.

***Code 5 – Real Estate Issues (24.2 hours)***

11. During the Application Period, FTI continued to develop and maintain a master property tracking list to aggregate key information on each of the Debtors' properties, including, whenever applicable, the Debtors' proposed strategy in regard to the asset, FTI's value estimate, status of development, and status of the marketing and sales process. In connection with the preparation and maintenance of the property tracking list, FTI reviewed and reconciled various schedules and property-level documents provided by the Debtors. FTI utilized the tracking list to keep the Committee, as well as other case professionals, apprised of key issues and developments regarding each of the Debtors' real assets. Time in this task code also includes time spent by FTI personnel conducting physical inspections of certain of the Debtors' properties.



***Code 6 – Asset Sales (35.5 hours)***

12. During the Application Period, FTI reviewed numerous third-party purchase offers on various Debtor properties. In connection with these offers, FTI had discussions with the Debtors regarding their terms and conditions and reviewed relevant market information we had collected. FTI provided recommendations to the Committee with respect to the reasonableness of the offers and actions it proposed the Debtors take. FTI is maintaining a property offer summary to keep both the Committee and Counsel apprised of updates related to the Debtors' property sale efforts. Time in this task code also includes time spent by FTI personnel working with the Debtors to finalize selections of brokers for the sale of certain of the Debtors' assets.

***Code 7 – Analysis of Business Plan (34.3 hours)***

13. During the Application Period, FTI reviewed and analyzed a revised go-forward business plan provided by the Debtors, including a revised business plan presentation and supporting financial model. FTI personnel worked to understand key changes in assumptions from the prior version of the plan provided by the Debtors and participated in discussions with the Debtors regarding the revised plan. FTI prepared a comparison analysis to be shared with Counsel and the Committee to assist the Committee with understanding key changes from the prior version of the plan and how these changes would ultimately affect recoveries to creditors.

***Code 12 – Analysis of SOFAs & SOALs (41.4 hours)***

14. During the Application Period, FTI reviewed, compiled, and analyzed information from the SOFAs and SOALs for each of the Debtor entities. FTI conducted its review of the statements and schedules in order to understand their contents and to update Counsel and the Committee of any notable findings. FTI worked to assemble the results of its review in a presentation to be shared with Counsel and the Committee.

***Code 21 – General Meetings with Committee & Committee Counsel (17.7 hours)***

15. FTI prepared for and participated in numerous conference calls and meetings with the Committee and Counsel in order to apprise the Committee on various motions proposed by the Debtors and other events that could have a material economic impact on these cases. These discussions were scheduled two to three times a week or on an as-needed basis. We helped Counsel frame the issues for the Committee and discussed timing and economic outcomes. These meetings also included discussions with respect to the noteholder liquidity facility, the sale of the Debtors' portfolio of properties, case strategy, motions filed by the Debtors, along with other relevant case topics. In preparation for these calls, FTI prepared reports for the Committee addressing certain of the aforementioned topics.

***Code 24 – Preparation of Fee Application (29.3 hours)***

16. During the Application Period, FTI spent time preparing its fifth and sixth monthly fee applications for the periods ending April 30, 2018 and May 31, 2018. Time in this task code includes time spent by FTI reviewing entries to ensure they included sufficient detail and clarity per the fee examiner comments and were properly sorted by task code, as well as the drafting of narratives to explain tasks in accordance with local rules. FTI also spent time preparing exhibits to the fee applications, which include detail on individual time entries and expenses. Time in this task code also includes discussions among FTI team members regarding the fee examiner's comments to date and time entry guidelines moving forward.

***Code 25 – Non Working Travel Time (12.3 hours)***

17. During the Application Period, FTI personnel spent time traveling following meetings with potential lenders regarding due diligence related to the noteholder liquidity facility. Additionally, FTI team members traveled for various other meetings related to the case, as well as to conduct physical inspections of certain of the Debtors' properties.

**Actual and Necessary Costs and Expenses Incurred**

18. Reimbursement of expenses in the amount of \$1,342.12 is sought herein. FTI reserves the right to request, in subsequent fee applications, reimbursement of any additional expenses incurred during the Application Period, as such expenses may not have been captured in FTI's billing system on the date of filing this Fee Application.

**Compliance with the Bankruptcy Code, the Bankruptcy Rules and Local Rules**

19. In accordance with Del. Bankr. LR 2016-2, a summary schedule of hours and fees for each professional, and a summary of hours and fees categorized by project code are attached. The undersigned submits that this Fee Application complies with Del. Bankr. LR 2016-2 and the Retention Order.

20. FTI submits that the services rendered and expenses incurred were actual and necessary and that the compensation sought is reasonable and in accordance with the standards of the Bankruptcy Code and Bankruptcy Rules.

21. No agreement or understanding exists between FTI and any other entity (other than shareholders or employees of FTI) for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

**Notice**

22. Notice of this Fee Application has been given to (i) Debtors; (ii) DIP Lender.; (iii) Committee; (iv) [Ad Hoc Committee-Noteholders]; (v) Ad Hoc Committee-Unitholders; (vi) the Office of the United States Trustee for the District of Delaware; (vii) the Securities and Exchange Commission; and (viii) all parties requesting notice pursuant to Bankruptcy Rule 2002.

WHEREFORE, FTI respectfully requests an award of compensation for professional services rendered as financial advisor to the Committee during the Application Period in the

amount of \$188,735.50 for the Application Period, together with the reimbursement of expenses in the amount of \$1,342.12 pursuant to the Administrative Order; and such other and further relief that the Court deems just and proper.

Dated: August 2, 2018

FTI CONSULTING, INC

By: /s/ Cynthia A. Nelson  
Cynthia A. Nelson  
633 West 5<sup>th</sup> Street, Suite 1600  
Los Angeles, CA 90071  
Telephone: 213-452-6026  
E-mail: [cynthia.nelson@fticonsulting.com](mailto:cynthia.nelson@fticonsulting.com)

Financial Advisors to the Official  
Committee of Unsecured Creditors of  
Woodbridge Group of Companies, LLC, *et al.*

**VERIFICATION PURSUANT TO DEL. BANKR.LR. 2016-2(f) AND 28 U.S.C. §1746(2)**

I, Cynthia Nelson, pursuant to 28 U.S.C. § 1746, to the best of my knowledge and belief, and after reasonable inquiry, declare as follows:

1. I am a Senior Managing Director with FTI Consulting, Inc. (together with its wholly owned subsidiaries, agents, independent contractors and employees, "FTI"). FTI has rendered professional services to the Official Committee of Unsecured Creditors (the "Committee") in these Chapter 11 cases.

2. I have read the foregoing application of FTI for compensation and reimbursement of expenses (the "Fee Application"). To the best of my knowledge, information and belief formed upon the basis of my participation in this case, as well as after reasonable inquiry, the facts set forth in the foregoing Fee Application are true and correct and materially comply with the applicable orders, rules, guidelines and requirements as set forth by the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, Del.Bankr.LR 2016-2, and the Executive Office for the United States Trustee.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct, to the best of my information, knowledge, and belief.

Executed on: August 2, 2018

FTI CONSULTING, INC.

By: /s/ Cynthia A. Nelson

Cynthia A. Nelson  
633 West 5<sup>th</sup> Street, Suite 1600  
Los Angeles, CA 90071  
Telephone: 213-452-6026  
E-mail: [cynthia.nelson@fticonsulting.com](mailto:cynthia.nelson@fticonsulting.com)

Financial Advisors to the Official  
Committee of Unsecured Creditors of  
Woodbridge Group of Companies, LLC, *et al.*

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
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WOODBIDGE GROUP OF COMPANIES, LLC, ) Case No. 17-12560 (KJC)  
*et al.*,<sup>1</sup> )  
) (Jointly Administered)  
Debtors. )  
Objection Deadline: August 23, 2018 at 4:00 p.m.  
Hearing Date: Scheduled only if Necessary

**NOTICE OF FILING OF FEE APPLICATION**

**PLEASE TAKE NOTICE** that on August 3, 2018, FTI Consulting, Inc., financial advisor to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), filed the *Seventh Monthly Fee Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period from June 1, 2018 through June 30, 2018* (the “Application”), with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$188,735.50, and reimbursement for actual and necessary expenses in the amount of \$1,342.12. A copy of the Application is attached hereto.

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

**PLEASE TAKE FURTHER NOTICE** that any response or objection to Application must be in writing and must be filed with the Clerk of the Bankruptcy Court on or before **August 23, 2018, at 4:00 p.m. (Eastern time)**.

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

**PLEASE TAKE FURTHER NOTICE** that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtors, c/o Development Specialists, Inc., 333 South Grand Avenue, Suite 4070, Los Angeles, CA 90071, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39<sup>th</sup> Floor, Los Angeles, CA 90067, Attn: Michael L. Tuchin, Esq. and David A. Fidler, Esq. and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, DE 19801, Attn: Sean M. Beach, Esq.; (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, CA 90017, Attn: William Brody, Esq. and Richards Layton & Finger P.A., One Rodney Square, 920 North King Street, Wilmington DE 19801, Attn: John H. Knight, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, DE 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) counsel for the Unitholders Committee, Venable LLP, 1270 Avenue of the Americas, New York, NY 10020, Attn: Jeffrey S. Sabin, Esq. and 1201 N. Market Street, Suite 1400, Wilmington, DE 19801, Attn: Jamie L. Edmonson, Esq. (vi) counsel to the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Avenue, Suite 1410,

Wilmington, DE 19801, Attn: Steven K. Kortanek, Esq. and Patrick A. Jackson, Esq.; (vii) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, GA 30326, Attn: David Baddley, Esq.; and (viii) the Fee Examiner, Frejka PLLC, 135 East 57<sup>th</sup> Street, 6<sup>th</sup> Floor, New York, NY 10022, Attn: Elise S. Frejka, Esq.; and (ix) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

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

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



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

Dated: August 3, 2018

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ Colin R. Robinson*

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Richard M. Pachulski (CA Bar No. 90073)  
James I. Stang (CA Bar No. 94435)  
Jeffrey N. Pomerantz (CA Bar No. 143717)  
Bradford J. Sandler (DE Bar No. 4142)  
Colin R. Robinson (DE Bar No. 5524)  
919 North Market Street, 17th Floor  
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Tel: (302) 652-4100  
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jstang@pszjlaw.com  
jpomerantz@pszjlaw.com  
bsandler@pszjlaw.com  
crobinson@pszjlaw.com

*Counsel for the Official Committee of Unsecured  
Creditors*

**EXHIBIT A**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**SUMMARY OF HOURS BY PROFESSIONAL**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Professional</b>	<b>Position</b>	<b>Billing Rate</b>	<b>Total Hours</b>	<b>Total Fees</b>
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Less: 50% discount for non-working travel time				(4,989.00)
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**EXHIBIT B**  
**WOODBRIIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**SUMMARY OF HOURS BY TASK**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Code</b>	<b>Task Description</b>	<b>Total Hours</b>	<b>Total Fees</b>
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**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
3	06/01/18	Khazary, Sam	0.3	Call with C. Nelson (FTI) to discuss next steps with respect to discussions with potential lenders on liquidity facility.
3	06/01/18	Khazary, Sam	0.4	Discuss form of pleading in connection with liquidity facility with M. Litvak (PSZJ) and C. Nelson (FTI).
3	06/01/18	Khazary, Sam	0.4	Call with potential liquidity facility lender to discuss noteholder facility.
3	06/01/18	Khazary, Sam	0.6	Call with potential liquidity facility lender to discuss noteholder facility due diligence.
3	06/01/18	Khazary, Sam	0.3	Exchange emails with potential liquidity facility lenders regarding due diligence.
3	06/01/18	Khazary, Sam	0.5	Call with potential liquidity facility lender regarding noteholder facility.
3	06/01/18	Nelson, Cynthia	0.3	Call with S. Khazary (FTI) to discuss next steps with respect to discussions with potential lenders on liquidity facility.
3	06/01/18	Nelson, Cynthia	0.4	Discuss form of pleading in connection with liquidity facility with M. Litvak (PSZJ) and S. Khazary (FTI).
3	06/04/18	Khazary, Sam	0.7	Call with C. Nelson (FTI) and G. Tobias (FTI) to discuss approach on analysis of exit facility.
3	06/04/18	Khazary, Sam	0.5	Discuss status of discussions with potential lenders on liquidity facility and timing of final proposals with C. Nelson (FTI).
3	06/04/18	Khazary, Sam	0.4	Call with potential liquidity facility lender to discuss noteholder facility proposal.
3	06/04/18	Khazary, Sam	0.2	Correspond via email with potential lender regarding noteholder facility.
3	06/04/18	Khazary, Sam	0.4	Call with potential liquidity facility lender regarding noteholder facility due diligence.
3	06/04/18	Khazary, Sam	0.3	Call with potential liquidity facility lender regarding proposal.
3	06/04/18	Nelson, Cynthia	0.7	Call with S. Khazary (FTI) and G. Tobias (FTI) to discuss approach on analysis of exit facility.
3	06/04/18	Nelson, Cynthia	0.5	Discuss status of discussions with potential lenders on liquidity facility and timing of final proposals with S. Khazary (FTI).

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3	06/04/18	Nelson, Cynthia	0.2	Prepare email to G. Tobias (FTI) and S. Khazary (FTI) regarding analysis of potential exit facility versus trading at a discount.
3	06/04/18	Nelson, Cynthia	0.2	Respond to email from M. Litvak (PSZJ) regarding Debtors' response on liquidity facility approval process.
3	06/05/18	Khazary, Sam	0.2	Call with C. Nelson (FTI) to discuss liquidity facility proposal.
3	06/05/18	Khazary, Sam	0.7	Call with potential liquidity facility lender, M. Dundon (DA), and J. Feldman (DA) to discuss lender proposal.
3	06/05/18	Khazary, Sam	0.2	Correspond via email with M. Dundon (DA), J. Feldman (DA), and potential liquidity facility lender regarding proposal meeting scheduling.
3	06/05/18	Khazary, Sam	0.8	Call with potential liquidity facility lender, M. Dundon (DA), and J. Feldman (DA) to discuss lender proposal.
3	06/05/18	Khazary, Sam	0.3	Call with E. Held (DSI) to discuss noteholder liquidity facility due diligence questions.
3	06/05/18	Khazary, Sam	0.1	Call with M. Dundon (DA) to discuss potential liquidity facility lender's proposal.
3	06/05/18	Khazary, Sam	0.3	Call with J. Feldman (DA) to discuss potential liquidity facility lender's proposal.
3	06/05/18	Khazary, Sam	0.3	Correspond via email with E. Held (DSI) regarding noteholder liquidity facility due diligence process.
3	06/05/18	Khazary, Sam	0.2	Correspond with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), and potential liquidity facility lender regarding proposal meeting scheduling.
3	06/05/18	Khazary, Sam	0.2	Call with potential lender to discuss liquidity facility proposal.
3	06/05/18	Nelson, Cynthia	0.2	Call with S. Khazary (FTI) to discuss liquidity facility proposal.
3	06/05/18	Nelson, Cynthia	0.2	Coordinate via email with S. Khazary (FTI) regarding timing of final proposals on liquidity facility and discussions with sponsors.
3	06/06/18	Khazary, Sam	0.2	Discuss with C. Nelson (FTI) regarding timing of proposals on liquidity facility and research on exit financing and trading discounts.
3	06/06/18	Khazary, Sam	0.3	Call with potential liquidity facility lender to discuss proposal.

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3	06/06/18	Khazary, Sam	0.1	Correspond via email with potential lender regarding post exit financing.
3	06/06/18	Khazary, Sam	0.2	Correspond via email with potential lender regarding post exit financing.
3	06/06/18	Nelson, Cynthia	0.2	Discuss with S. Khazary (FTI) regarding timing of proposals on liquidity facility and research on exit financing and trading discounts.
3	06/07/18	Khazary, Sam	0.5	Discuss final bidders' responses on liquidity facility with C. Nelson (FTI).
3	06/07/18	Khazary, Sam	0.5	Call with potential liquidity facility lender to discuss proposal.
3	06/07/18	Khazary, Sam	0.3	Correspond via email with M. Dundon (DA) and J. Feldman (DA) regarding liquidity facility proposals.
3	06/07/18	Khazary, Sam	0.3	Call with potential liquidity facility lender to discuss proposal.
3	06/07/18	Khazary, Sam	0.1	Call with M. Dundon (DA) to discuss noteholder liquidity facility proposal.
3	06/07/18	Khazary, Sam	0.7	Call with individuals from potential providers of post exit financing.
3	06/07/18	Khazary, Sam	0.1	Correspond via email with C. Nelson (FTI) and F. Chin (WB) regarding outreach to a potential exit financing provider.
3	06/07/18	Khazary, Sam	0.2	Call with individual from potential lender to discuss post exit financing.
3	06/07/18	Khazary, Sam	0.8	Call with M. Dundon (DA) and J. Feldman (DA) regarding liquidity facility proposal.
3	06/07/18	Khazary, Sam	0.2	Call with potential lender and counsel to discuss post exit financing.
3	06/07/18	Khazary, Sam	0.3	Correspond via email with M. Dundon (DA) regarding liquidity facility proposals.
3	06/07/18	Khazary, Sam	0.8	Review proposal submitted by potential liquidity facility lender.
3	06/07/18	Khazary, Sam	0.2	Correspond via email with potential lender regarding post exit financing.

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3	06/07/18	Nelson, Cynthia	0.5	Discuss final bidders' responses on liquidity facility with S. Khazary (FTI).
3	06/08/18	Khazary, Sam	0.6	Call with C. Nelson (FTI) to discuss terms proposed by final bidders on liquidity facility.
3	06/08/18	Khazary, Sam	0.8	Call with M. Dundon (DA), J. Feldman (DA), and C. Nelson (FTI) to discuss final proposals received from lenders on liquidity facility and next steps.
3	06/08/18	Khazary, Sam	0.8	Call with M. Dundon (DA), C. Nelson (FTI), and bidder on liquidity facility to respond to questions.
3	06/08/18	Khazary, Sam	1.0	Call with bidder on liquidity facility, along with M. Dundon (DA), J. Feldman (DA), and C. Nelson (FTI), to discuss final proposal.
3	06/08/18	Khazary, Sam	0.3	Call with C. Nelson (FTI) to discuss final liquidity facility proposals.
3	06/08/18	Khazary, Sam	0.5	Correspond with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) via email regarding noteholder liquidity facility proposals.
3	06/08/18	Khazary, Sam	0.5	Call with potential liquidity facility lender regarding terms of final proposal.
3	06/08/18	Khazary, Sam	0.3	Follow up call with potential liquidity facility lender regarding terms of final proposal.
3	06/08/18	Khazary, Sam	0.3	Call with M. Dundon (DA) and individuals from potential liquidity facility lender to discuss proposal.
3	06/08/18	Khazary, Sam	0.1	Call with potential liquidity facility lender regarding proposal.
3	06/08/18	Khazary, Sam	0.1	Correspond via email with potential lender regarding post exit financing.
3	06/08/18	Khazary, Sam	0.3	Call with M. Dundon (DA) and bidder on liquidity facility to discuss proposal.
3	06/08/18	Khazary, Sam	0.4	Call with M. Dundon (DA) and bidder on liquidity facility to discuss proposal.
3	06/08/18	Khazary, Sam	0.3	Call with bidder on liquidity facility to discuss proposal.
3	06/08/18	Khazary, Sam	0.7	Model and analyze Noteholder Liquidity Facility proposals regarding effective interest rates.

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3	06/08/18	Khazary, Sam	0.3	Call with potential lender regarding post exit financing.
3	06/08/18	Khazary, Sam	0.3	Correspond via email with M. Dundon (DA) regarding liquidity facility proposals.
3	06/08/18	Khazary, Sam	1.3	Review final proposals from bidders on liquidity facility.
3	06/08/18	Khazary, Sam	0.4	Call with bidder on liquidity facility to discuss proposal.
3	06/08/18	Nelson, Cynthia	0.6	Call with S. Khazary (FTI) to discuss terms proposed by final bidders on liquidity facility.
3	06/08/18	Nelson, Cynthia	0.8	Call with M. Dundon (DA), J. Feldman (DA), and S. Khazary (FTI) to discuss final proposals received from lenders on liquidity facility and next steps.
3	06/08/18	Nelson, Cynthia	0.8	Call with M. Dundon (DA), S. Khazary (FTI), and bidder on liquidity facility to respond to questions.
3	06/08/18	Nelson, Cynthia	1.0	Call with bidder on liquidity facility, along with M. Dundon (DA), J. Feldman (DA), and S. Khazary (FTI), to discuss final proposal.
3	06/08/18	Nelson, Cynthia	0.3	Call with S. Khazary (FTI) to discuss final liquidity facility proposals.
3	06/08/18	Nelson, Cynthia	0.3	Review summary of terms proposed by bidders on liquidity facility to prepare for call with potential bidder.
3	06/09/18	Khazary, Sam	0.2	Call with C. Nelson (FTI) to discuss liquidity facility proposals.
3	06/09/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding final liquidity facility proposals.
3	06/09/18	Khazary, Sam	0.5	Call with bidder on liquidity facility to discuss proposal terms.
3	06/09/18	Nelson, Cynthia	0.2	Call with S. Khazary (FTI) to discuss liquidity facility proposals.
3	06/10/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding response to proposals on liquidity facility.
3	06/10/18	Nelson, Cynthia	0.3	Prepare emails to M. Dundon (DA) and S. Khazary (FTI) regarding response to liquidity facility bidders.



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3	06/11/18	Khazary, Sam	0.3	Discuss status of negotiations with lenders on final proposals for liquidity facility with C. Nelson (FTI).
3	06/11/18	Khazary, Sam	0.2	Discuss response to final bidders on liquidity facility with M. Dundon (DA), J. Feldman (DA), and C. Nelson (FTI).
3	06/11/18	Khazary, Sam	0.4	Call with liquidity facility bidder to discuss proposal terms.
3	06/11/18	Khazary, Sam	0.3	Call with liquidity facility bidder to discuss proposal terms.
3	06/11/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding liquidity facility proposals.
3	06/11/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding negotiations with lenders.
3	06/11/18	Khazary, Sam	0.3	Call with liquidity facility bidder to discuss proposal.
3	06/11/18	Khazary, Sam	0.1	Call with potential lender regarding post exit financing.
3	06/11/18	Nelson, Cynthia	0.3	Discuss status of negotiations with lenders on final proposals for liquidity facility with S. Khazary (FTI).
3	06/11/18	Nelson, Cynthia	0.2	Discuss response to final bidders on liquidity facility with M. Dundon (DA), J. Feldman (DA), and S. Khazary (FTI).
3	06/11/18	Nelson, Cynthia	0.8	Review in detail proposal from bidder on liquidity facility.
3	06/12/18	Khazary, Sam	0.4	Discuss final terms on liquidity facility with bidders along with M. Dundon (DA) and C. Nelson (FTI).
3	06/12/18	Khazary, Sam	0.2	Discuss input from UCC counsel on liquidity facility pricing with M. Dundon (DA) and C. Nelson (FTI).
3	06/12/18	Khazary, Sam	0.2	Call with bidder on liquidity facility regarding proposal.
3	06/12/18	Khazary, Sam	0.4	Make revisions to analysis of noteholder liquidity facility proposals regarding effective interest rates.
3	06/12/18	Khazary, Sam	0.4	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding discussions with liquidity facility bidders.

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3	06/12/18	Nelson, Cynthia	0.3	Discuss final terms on liquidity facility with bidders along with M. Dundon (DA) and S. Khazary (FTI).
3	06/12/18	Nelson, Cynthia	0.2	Discuss input from UCC counsel on liquidity facility pricing with M. Dundon (DA) and S. Khazary (FTI).
3	06/12/18	Nelson, Cynthia	0.2	Respond to emails from M. Dundon (DA) and S. Khazary (FTI) on status of discussion with liquidity facility bidders.
3	06/12/18	Nelson, Cynthia	0.3	Participate in telephone conversation with R. Pachulski (PSZJ) regarding bids received on liquidity facility and next steps.
3	06/12/18	Nelson, Cynthia	0.3	Prepare email to R. Pachulski (PSZJ) and M. Litvak (PSZJ) regarding liquidity facility proposal.
3	06/12/18	Nelson, Cynthia	0.2	Respond via phone to questions from liquidity facility bidder.
3	06/13/18	Khazary, Sam	0.6	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding liquidity facility proposals.
3	06/14/18	Khazary, Sam	0.2	Discuss update on bidder's final proposal on liquidity facility with C. Nelson (FTI).
3	06/14/18	Khazary, Sam	0.3	Discuss final offer to prospective lender on liquidity facility with C. Nelson (FTI).
3	06/14/18	Khazary, Sam	0.3	Confer with C. Nelson (FTI) regarding final offer with liquidity facility bidder.
3	06/14/18	Khazary, Sam	0.4	Call with C. Nelson (FTI), M. Dundon (DA), and bidder regarding liquidity facility.
3	06/14/18	Khazary, Sam	0.8	Call with liquidity facility bidder to discuss terms of proposal.
3	06/14/18	Khazary, Sam	0.4	Call with liquidity facility bidder to discuss terms of proposal.
3	06/14/18	Khazary, Sam	0.2	Call with M. Dundon (DA) regarding terms of bidder's proposal.
3	06/14/18	Khazary, Sam	0.2	Call with liquidity facility bidder regarding terms of proposal.
3	06/14/18	Khazary, Sam	0.3	Call with M. Dundon (DA) regarding bidder's proposal.

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3	06/14/18	Khazary, Sam	0.4	Call with liquidity facility bidder regarding terms of proposal.
3	06/14/18	Khazary, Sam	0.3	Call with liquidity facility bidder regarding terms of proposal.
3	06/14/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding discussions with bidders.
3	06/14/18	Khazary, Sam	0.8	Call with liquidity facility bidder regarding terms of proposal.
3	06/14/18	Nelson, Cynthia	0.2	Discuss update on bidder's final proposal on liquidity facility with S. Khazary (FTI).
3	06/14/18	Nelson, Cynthia	0.3	Discuss final offer to prospective lender on liquidity facility with S. Khazary (FTI).
3	06/14/18	Nelson, Cynthia	0.3	Confer with S. Khazary (FTI) regarding final offer with liquidity facility bidder.
3	06/14/18	Nelson, Cynthia	0.4	Call with S. Khazary (FTI), M. Dundon (DA), and bidder regarding liquidity facility.
3	06/14/18	Nelson, Cynthia	0.3	Review final term sheet with respect to liquidity facility.
3	06/15/18	Khazary, Sam	0.4	Participate in call with M. Dundon (DA), J. Feldman (DA), and C. Nelson (FTI) to prepare for call with successful bidder on liquidity facility.
3	06/15/18	Khazary, Sam	0.7	Call with C. Nelson (FTI) and party interested in providing exit financing to Debtors.
3	06/15/18	Khazary, Sam	0.8	Call with successful bidder and its counsel, along with M. Dundon (DA), R. Pachulski (PSZJ), M. Litvak (PSZJ), and C. Nelson (FTI) to discuss next steps on filing motion to approve facility.
3	06/15/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding status of liquidity facility discussions.
3	06/15/18	Nelson, Cynthia	0.4	Participate in call with M. Dundon (DA), J. Feldman (DA), and S. Khazary (FTI) to prepare for call with successful bidder on liquidity facility.
3	06/15/18	Nelson, Cynthia	0.7	Call with S. Khazary (FTI) and party interested in providing exit financing to Debtors.
3	06/15/18	Nelson, Cynthia	0.8	Call with successful bidder and its counsel, along with M. Dundon (DA), R. Pachulski (PSZJ), M. Litvak (PSZJ), and S. Khazary (FTI) to discuss next steps on filing motion to approve facility.

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3	06/15/18	Nelson, Cynthia	0.4	Prepare email to M. Tuchin (KTBS) regarding term sheet with successful bidder on liquidity facility.
3	06/15/18	Nelson, Cynthia	0.3	Respond to questions from M. Litvak (PSZJ) regarding proposed liquidity facility term sheet.
3	06/15/18	Nelson, Cynthia	0.2	Coordinate call with successful lender and committee advisors regarding next steps on liquidity facility.
3	06/15/18	Nelson, Cynthia	0.1	Discuss call on liquidity facility with R. Pachulski (PSZJ) in advance.
3	06/15/18	Nelson, Cynthia	0.5	Review term sheet and proposal package received from successful bidder on liquidity facility to prepare for call with bidder.
3	06/15/18	Nelson, Cynthia	0.2	Confer via email with M. Litvak (PSZJ) regarding status of discussions on term sheet and with Debtors on liquidity facility.
3	06/16/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding liquidity facility term sheet.
3	06/16/18	Nelson, Cynthia	1.5	Call with M. Tuchin (KTBS), D. Fidler (KTBS), R. Pachulski (PSZJ), M. Litvak (PSZJ), and M. Dundon (DA) regarding KTBS comments on term sheet for liquidity facility.
3	06/17/18	Khazary, Sam	0.5	Call with C. Nelson (FTI), M. Dundon (DA), and successful bidder to discuss Debtors' mark-up of facility term sheet.
3	06/17/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding term sheet comments.
3	06/17/18	Nelson, Cynthia	0.4	Call with S. Khazary (FTI), M. Dundon (DA), and successful bidder to discuss Debtors' mark-up of facility term sheet.
3	06/17/18	Nelson, Cynthia	0.1	Correspond via email with Debtors' legal counsel and with UCC advisors regarding mark-up of terms sheet and next steps with lender.
3	06/17/18	Nelson, Cynthia	0.3	Confer with M. Dundon (DA) via email regarding various versions of draft term sheet and logistics for communication with successful bidder and execution.
3	06/18/18	Altuzarra, Charles	1.6	Draft summary of marketing process for liquidity facility for inclusion in liquidity facility motion.
3	06/18/18	Khazary, Sam	1.0	Call with M. Dundon (DA), C. Nelson (FTI), R. Pachulski (PSZJ), M. Litvak (PSZJ), and successful bidder on liquidity facility to discuss Debtors' comments on term sheet.
3	06/18/18	Khazary, Sam	0.3	Review term sheet from successful bidder and make redline edits.

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3	06/18/18	Khazary, Sam	0.6	Review motion for liquidity facility.
3	06/18/18	Khazary, Sam	0.3	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding liquidity facility motion and term sheet.
3	06/18/18	Khazary, Sam	0.4	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding liquidity facility term sheet.
3	06/18/18	Nelson, Cynthia	1.0	Call with M. Dundon (DA), S. Khazary (FTI), R. Pachulski (PSZJ), M. Litvak (PSZJ), and successful bidder on liquidity facility to discuss Debtors' comments on term sheet.
3	06/18/18	Nelson, Cynthia	1.0	Review draft motion and order for liquidity facility prepared by PSZJ.
3	06/19/18	Khazary, Sam	1.0	Call with C. Nelson (FTI), M. Dundon (DA), R. Pachulski (PSZJ), M. Litvak (PSZJ), and potential liquidity facility lender regarding proposal.
3	06/19/18	Khazary, Sam	0.3	Call with M. Dundon (DA) and potential liquidity facility lender to discuss proposal.
3	06/19/18	Khazary, Sam	0.4	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding liquidity facility proposals.
3	06/19/18	Khazary, Sam	1.3	Review motion for liquidity facility.
3	06/19/18	Khazary, Sam	0.6	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding revised term sheet.
3	06/19/18	Khazary, Sam	1.1	Model and analyze Noteholder Liquidity Facility proposals regarding effective interest rates.
3	06/19/18	Nelson, Cynthia	1.0	Call with S. Khazary (FTI), M. Dundon (DA), R. Pachulski (PSZJ), M. Litvak (PSZJ), and potential liquidity facility lender regarding proposal.
3	06/19/18	Nelson, Cynthia	0.8	Review revised term sheet and identify outstanding issues and questions to prepare for call with lender on liquidity facility.
3	06/20/18	Khazary, Sam	0.8	Review motion for liquidity facility.
3	06/20/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding status of liquidity facility.
3	06/21/18	Khazary, Sam	0.2	Discuss status of term sheet with liquidity facility lender with C. Nelson (FTI).

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3	06/21/18	Khazary, Sam	0.5	Discuss status of discussions with lenders with C. Nelson (FTI).
3	06/21/18	Khazary, Sam	1.2	Model and analyze Noteholder Liquidity Facility proposals regarding effective interest rates.
3	06/21/18	Khazary, Sam	0.6	Correspond via email with C. Nelson (FTI), M. Dundon (DA), and J. Feldman (DA) regarding status of liquidity facility proposals.
3	06/21/18	Nelson, Cynthia	0.2	Discuss status of term sheet with liquidity facility lender with S. Khazary (FTI).
3	06/21/18	Nelson, Cynthia	0.5	Discuss status of discussions with lenders with S. Khazary (FTI).
3	06/22/18	Khazary, Sam	0.5	Participate in call with M. Dundon (DA), J. Feldman (DA), M. Litvak (PSZJ), and C. Nelson (FTI) regarding analysis of successful bidder's term sheet.
3	06/22/18	Khazary, Sam	0.7	Participate in call with M. Dundon (DA), J. Feldman (DA), M. Litvak (PSZJ), and C. Nelson (FTI) regarding analysis of proposed effective interest rate.
3	06/22/18	Khazary, Sam	0.3	Review analysis of successful bidder's liquidity facility proposal prepared by DA.
3	06/22/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding successful bidder's revised proposal.
3	06/22/18	Khazary, Sam	0.4	Correspond via email with successful bidder regarding economic terms of its proposal.
3	06/22/18	Khazary, Sam	0.7	Review successful bidder's term sheet and make redline edits.
3	06/22/18	Khazary, Sam	0.3	Review analysis of liquidity facility proposal economics prepared by successful bidder.
3	06/22/18	Nelson, Cynthia	0.5	Participate in call with M. Dundon (DA), J. Feldman (DA), M. Litvak (PSZJ), and S. Khazary (FTI) regarding analysis of successful bidder's term sheet.
3	06/22/18	Nelson, Cynthia	0.7	Participate in call with M. Dundon (DA), J. Feldman (DA), M. Litvak (PSZJ), and S. Khazary (FTI) regarding analysis of proposed effective interest rate.
3	06/22/18	Nelson, Cynthia	1.3	Review analyses prepared by DA regarding effective interest on proposed liquidity facility.
3	06/24/18	Khazary, Sam	0.2	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding economic terms of liquidity facility proposal.

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3	06/24/18	Khazary, Sam	0.3	Review of successful bidder's term sheet.
3	06/25/18	Khazary, Sam	1.0	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding discussions with liquidity facility lender.
3	06/25/18	Nelson, Cynthia	1.2	Confer via email with M. Dundon (DA) and S. Khazary (FTI) regarding status of discussions with liquidity facility lender.
3	06/26/18	Khazary, Sam	0.7	Call with M. Dundon (DA), J. Feldman (DA), C. Nelson (FTI), M. Litvak (PSZJ) and J. Millar (DB) to discuss response from potential lender on liquidity facility and calculation of APR.
3	06/26/18	Khazary, Sam	0.3	Correspond via email with C. Nelson (FTI) and potential lender regarding post exit financing.
3	06/26/18	Khazary, Sam	0.2	Review liquidity facility lender's analysis of proposal economics.
3	06/26/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding liquidity facility economics and calculation of APR.
3	06/26/18	Nelson, Cynthia	0.7	Call with M. Dundon (DA), J. Feldman (DA), S. Khazary (FTI), M. Litvak (PSZJ) and J. Millar (DB) to discuss response from potential lender on liquidity facility and calculation of APR.
3	06/26/18	Nelson, Cynthia	1.0	Review calculation of APR provided by potential liquidity facility bidder.
3	06/26/18	Nelson, Cynthia	0.3	Respond to emails regarding response to liquidity facility bidders' calculations of APR.
3	06/26/18	Nelson, Cynthia	0.3	Contact potential capital sources to understand potential cost of capital in connection with potential exit facility.
3	06/27/18	Khazary, Sam	0.8	Participate in discussion with potential lender on liquidity facility regarding APR and advance rate, along with J. Feldman (DA) and C. Nelson (FTI).
3	06/27/18	Khazary, Sam	0.4	Review liquidity facility lender term sheet and redline.
3	06/27/18	Khazary, Sam	0.6	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding final liquidity facility proposal.
3	06/27/18	Khazary, Sam	0.3	Review economics of proposal prepared by liquidity facility lender.
3	06/27/18	Nelson, Cynthia	0.8	Participate in discussion with potential lender on liquidity facility regarding APR and advance rate, along with J. Feldman (DA) and S. Khazary (FTI).

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3	06/27/18	Nelson, Cynthia	0.3	Prepare email to M. Litvak (PSZJ) and M. Dundon (DA) regarding material to circulate to Debtor in connection with final proposal from potential liquidity facility lender.
3	06/27/18	Nelson, Cynthia	0.2	Correspond via email with potential lender on liquidity analysis regarding timing on presentation of terms sheet to Debtors.
3	06/27/18	Nelson, Cynthia	0.6	Meet with participant in capital markets to discuss relative cost of trading versus an exit facility.
3	06/28/18	Chin, Paul	0.4	Coordinate requests in connection to liquidity facility via email correspondences with B. Sharp (DSI) and N. Troszak (DSI).
3	06/28/18	Khazary, Sam	0.8	Correspond via email with C. Nelson (FTI), M. Dundon (DA), J. Feldman (DA), R. Pachulski (PSZJ), and M. Litvak (PSZJ) regarding liquidity facility term sheet.
3	06/28/18	Nelson, Cynthia	0.2	Prepare update email to potential lender on liquidity facility.
3	06/29/18	Khazary, Sam	0.7	Review liquidity facility term sheet and redline comments.
3	06/29/18	Khazary, Sam	0.5	Correspond via email with C. Nelson (FTI), DA, PSZJ, and KTBS teams regarding liquidity facility term sheet and Debtors' related comments.
3	06/29/18	Nelson, Cynthia	0.7	Discuss comments on the liquidity facility term sheet with M. Tuchin, (KTBS), D. Fidler (KTBS), and M. Litvak (PSZJ).
3	06/29/18	Nelson, Cynthia	0.2	Review redline of Debtors' proposed changes to liquidity facility term sheet.
3	06/29/18	Nelson, Cynthia	0.3	Prepare emails to KTBS team regarding status of consideration of liquidity facility proposal and respond to questions regarding same.
3	06/29/18	Nelson, Cynthia	0.3	Perform general review of March MOR.
3	06/30/18	Khazary, Sam	0.3	Correspond via email with C. Nelson (FTI), DA, PSZJ, and KTBS teams regarding term sheet and response to proposed lender.
3	06/30/18	Khazary, Sam	0.2	Review liquidity facility term sheets and redline comments.
3	06/30/18	Nelson, Cynthia	0.5	Discuss Debtors' comments on term sheet with proposed liquidity facility lender.
<b>3 Total</b>			<b>97.2</b>	



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5	06/01/18	Peterson, Stephen	2.0	Review data for properties outside of California and Colorado and cull appropriate data for Real Estate Property Tracking Sheet.
5	06/04/18	Gotthardt, Gregory	0.3	Review Plus Developments Weekly Proforma update.
5	06/05/18	Gotthardt, Gregory	0.6	Meet with J. Dunne (Plus Development) to inspect Debtor's property under development at 41 King St, New York.
5	06/11/18	Gotthardt, Gregory	0.4	Discuss status of various real estate deliverables for UCC with C. Nelson (FTI).
5	06/11/18	Gotthardt, Gregory	0.2	Update certain items on the Property Tracking List to reflect changes in listings.
5	06/11/18	Gotthardt, Gregory	0.2	Review Plus Development's Weekly Proforma update.
5	06/11/18	Gotthardt, Gregory	0.5	Review and edit weekly updated property offer summary.
5	06/11/18	Nelson, Cynthia	0.4	Discuss status of various real estate deliverables for UCC with G. Gotthardt (FTI).
5	06/11/18	Peterson, Stephen	1.0	Review revised broker assignment summary provided by Debtors and update property tracking spreadsheet to reflect changes.
5	06/13/18	Gotthardt, Gregory	0.3	Prepare summary notes of Debtors' Colorado business plan to present in UCC weekly call.
5	06/14/18	Gotthardt, Gregory	1.7	Meet with F. Chin (WB) to discuss portfolio information tracking process, roles and responsibilities.
5	06/16/18	Nelson, Cynthia	0.7	Tour staged Woodbridge property with property broker and obtain update on marketing process and timing of sale efforts.
5	06/18/18	Chin, Paul	0.4	Review current version of property tracking sheet in preparation of update.
5	06/25/18	Barron, Natalie	1.9	Update property tracking sheet.
5	06/26/18	Barron, Natalie	2.1	Update property tracking sheet with property completion status.
5	06/26/18	Chin, Paul	1.2	Update property tracking sheet with plus development report.

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5	06/27/18	Altuzarra, Charles	0.8	Develop revised property tracker using information from Debtors' business plan.
5	06/27/18	Chin, Paul	1.6	Update property tracking sheet format.
5	06/28/18	Altuzarra, Charles	0.2	Discuss revised property tracker with P. Chin (FTI).
5	06/28/18	Altuzarra, Charles	2.3	Develop revised property tracker using information from Debtors' business plan.
5	06/28/18	Altuzarra, Charles	1.4	Updated revised property tracker with brokerage information for CO property sales.
5	06/28/18	Altuzarra, Charles	1.9	Further develop revised property tracker using information from Debtors' business plan.
5	06/28/18	Chin, Paul	0.2	Discuss revised property tracker with C. Altuzarra (FTI).
5	06/28/18	Chin, Paul	0.4	Review update to property tracking sheet.
5	06/28/18	Nelson, Cynthia	0.8	Tour 41 King Street property with Plus Development to understand status of construction and market trends.
5	06/29/18	Chin, Paul	0.7	Revise updated property tracking sheet.
<b>5 Total</b>			<b>24.2</b>	
6	06/01/18	Gotthardt, Gregory	0.5	Call with F. Chin (WB) to discuss property and offer issues.
6	06/01/18	Gotthardt, Gregory	0.9	Prepare notes on property and offer status for UCC weekly call.
6	06/03/18	Altuzarra, Charles	2.1	Update FTI property offer summary based on new offers and accepted sales as of 6/1/18.
6	06/04/18	Gotthardt, Gregory	0.4	Call with F. Chin (WB) to discuss property offer activity.
6	06/04/18	Gotthardt, Gregory	0.4	Review new offers and edit updated property offer summary.

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6	06/04/18	Nelson, Cynthia	0.3	Review broker summary prepared by Debtors.
6	06/04/18	Nelson, Cynthia	0.5	Review update of property sales to prepare for UCC professionals' call.
6	06/05/18	Altuzarra, Charles	0.2	Send email to C. Robinson (PSZJ) with latest property offer summary for discussion with Committee on 6/6.
6	06/05/18	Altuzarra, Charles	0.4	Make revisions to property offer summary based on comments from C. Nelson (FTI).
6	06/05/18	Gotthardt, Gregory	0.5	Call with C. Nelson (FTI) to discuss details of updated offer summary in preparation for UCC weekly call.
6	06/05/18	Gotthardt, Gregory	0.7	Call with F. Chin (WB) to discuss property offer activity.
6	06/05/18	Gotthardt, Gregory	0.1	Send email to F. Chin (WB) regarding property offer status.
6	06/05/18	Nelson, Cynthia	0.5	Call with G. Gotthardt (FTI) to discuss details of updated offer summary in preparation for UCC weekly call.
6	06/05/18	Nelson, Cynthia	0.2	Make edits to offer summary update.
6	06/05/18	Nelson, Cynthia	0.2	Review emails on property status from G. Gotthardt (FTI).
6	06/06/18	Altuzarra, Charles	0.3	Review broker assignments summary provided by Debtors and reformat for sending to Committee.
6	06/06/18	Nelson, Cynthia	0.2	Review offer summary to prepare for UCC call.
6	06/06/18	Nelson, Cynthia	0.2	Follow-up via email with FTI team regarding broker summary matrix to be distributed to UCC.
6	06/07/18	Gotthardt, Gregory	0.6	Review comparable sales activity provided by listing broker on 1011 Hillcrest to prepare for call to discuss listing price.
6	06/07/18	Gotthardt, Gregory	0.5	Call with F. Chin (WB) and L. May (Hilton & Hyland) to discuss listing price on 1011 Hillcrest.
6	06/11/18	Altuzarra, Charles	1.8	Update FTI property offer summary based on new offers and accepted sales as of 6/6/18.

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6	06/11/18	Altuzarra, Charles	0.7	Make revisions to FTI property offer summary per comments from G. Gotthardt (FTI).
6	06/11/18	Gotthardt, Gregory	0.4	Call with F. Chin (WB) to discuss Colorado lots bulk sales strategy.
6	06/11/18	Gotthardt, Gregory	0.6	Call with F. Chin (WB) to discuss property offers and potential change orders on 638 Siena Way and 1357 Laurel Way.
6	06/12/18	Altuzarra, Charles	1.4	Make revisions to property offer summary in response to comments from C. Nelson (FTI).
6	06/12/18	Altuzarra, Charles	0.2	Send property offer summary and broker assignments summary to C. Robinson (PSZJ) for call with Committee.
6	06/12/18	Gotthardt, Gregory	2.4	Meet with F. Chin (WB) to discuss property offers, listing price revisions, Colorado sales strategy, and construction costs on Laurel Way and Siena Way.
6	06/12/18	Nelson, Cynthia	0.8	Provide comments on update offer summary.
6	06/13/18	Gotthardt, Gregory	0.3	Call with F. Chin (WB) to discuss UCC's position on various real estate issues based on UCC weekly call.
6	06/13/18	Gotthardt, Gregory	0.5	Prepare notes regarding properties in escrow, sold and canceled for presentation in weekly UCC call.
6	06/13/18	Gotthardt, Gregory	0.2	Prepare notes regarding Woodbridge broker assignments to present in weekly UCC call.
6	06/14/18	Altuzarra, Charles	0.3	Review updated broker assignments summary posted to data room on 6/14.
6	06/14/18	Altuzarra, Charles	0.2	Send email to G. Gotthardt (FTI) regarding updates to broker assignments summary.
6	06/14/18	Peterson, Stephen	2.3	Review Debtor's Colorado Business Plan with focus on River Valley Ranch in preparation of drafting an Offering Memorandum.
6	06/14/18	Peterson, Stephen	0.8	Research housing characteristics of Carbondale, Garfield County in preparation of drafting an Offering Memorandum.
6	06/14/18	Peterson, Stephen	0.6	Research River Valley Ranch on-line, community website, other sources in preparation for drafting Offering Memorandum.
6	06/14/18	Peterson, Stephen	2.1	Prepare outline for discussion of River Valley Ranch Offering Memorandum and prepare list of items/research needed and possible sources.

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6	06/15/18	Gotthardt, Gregory	0.4	Call with F. Chin (WB) to discuss property offers and CO bulk lot sale strategy.
6	06/18/18	Altuzarra, Charles	1.7	Update FTI property offer summary based on new offers received as of 6/18.
6	06/18/18	Altuzarra, Charles	0.3	Make revisions to FTI property offer summary per comments from G. Gotthardt (FTI).
6	06/18/18	Gotthardt, Gregory	0.5	Call with F. Chin (WB) to discuss property offer, sale and escrow activity.
6	06/18/18	Gotthardt, Gregory	0.9	Review property offers received as of 6/18.
6	06/18/18	Peterson, Stephen	0.8	Develop and draft data request for L. Gee (CO broker) for River Valley Ranch Offering Memorandum.
6	06/19/18	Gotthardt, Gregory	0.6	Call with F. Chin (WB) to discuss CO lot and property sales activity and strategy.
6	06/19/18	Gotthardt, Gregory	0.4	Edit Updated Offer Summary.
6	06/19/18	Gotthardt, Gregory	0.4	Call with F. Chin (WB) to discuss property offer, sale and escrow activity.
6	06/22/18	Gotthardt, Gregory	0.7	Call with F. Chin (WB) to discuss property offer, sale and escrow activity.
6	06/28/18	Peterson, Stephen	1.9	Develop data request list and augment offering memorandum outline related to River Valley Ranch.
6	06/28/18	Peterson, Stephen	0.6	Call with L. Gee (CO broker) to go over data request items related to River Valley Ranch.
6	06/29/18	Peterson, Stephen	1.0	Review initial data received from L. Gee (CO broker) for preparation of offering memorandum.
<b>6 Total</b>			<b>35.5</b>	
7	06/19/18	Gotthardt, Gregory	0.6	Review Debtors' new business plan.
7	06/20/18	Altuzarra, Charles	2.4	Review Debtors' updated business plan Excel model to understand mechanics and key changes in assumptions from prior version.

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7	06/20/18	Chin, Paul	0.9	Analyze updates to business plan dated 6/14/2018.
7	06/21/18	Altuzarra, Charles	1.8	Review Debtors' updated business plan presentation to understand key changes.
7	06/22/18	Kaptain, Mary Ann	0.2	Send email to M. Fong (Province) regarding meeting to walk through updated Woodbridge business plan.
7	06/25/18	Altuzarra, Charles	1.0	Participate in call with M. Fong (Province), M. Kemper (Province), T. Jeremiassen (DSI), M. Kaptain (FTI), and P. Chin (FTI) to discuss updated business plan.
7	06/25/18	Chin, Paul	1.0	Participate in call with M. Fong (Province), M. Kemper (Province), T. Jeremiassen (DSI), M. Kaptain (FTI), and C. Altuzarra (FTI) to discuss updated business plan.
7	06/25/18	Chin, Paul	0.4	Meet with M. Kaptain (FTI) regarding preparing slides on the business plan for the Committee.
7	06/25/18	Chin, Paul	1.3	Prepare summary of business plan comparison for discussion with UCC.
7	06/25/18	Chin, Paul	2.2	Develop business plan comparison analysis.
7	06/25/18	Kaptain, Mary Ann	1.0	Participate in call with M. Fong (Province), M. Kemper (Province), T. Jeremiassen (DSI), P. Chin (FTI), and C. Altuzarra (FTI) to discuss updated business plan.
7	06/25/18	Kaptain, Mary Ann	0.4	Meet with P. Chin (FTI) regarding preparing slides on the business plan for the Committee.
7	06/25/18	Kaptain, Mary Ann	0.2	Confer with C. Nelson (FTI) regarding discussions with Debtors regarding business plan.
7	06/25/18	Kaptain, Mary Ann	0.8	Review newly issued business plan to develop questions for call.
7	06/25/18	Nelson, Cynthia	0.2	Confer with M. Kaptain (FTI) regarding discussions with Debtors regarding business plan.
7	06/26/18	Altuzarra, Charles	0.4	Proof read business plan comparison to be provided to the Committee.
7	06/26/18	Chin, Paul	0.8	Participate in call with C. Nelson (FTI), G. Gotthardt (FTI), M. Kaptain (FTI), and C. Altuzarra (FTI) to discuss Debtors' business plan review and subsequent update to Committee.
7	06/26/18	Chin, Paul	1.6	Prepare for discussion with team regarding business plan comparison summary.

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7	06/26/18	Chin, Paul	0.9	Make revisions to business plan comparison schedule.
7	06/26/18	Chin, Paul	3.2	Prepare analyses and slides on updated business plan in preparation of UCC discussion.
7	06/26/18	Kaptain, Mary Ann	0.8	Participate in call with C. Nelson (FTI), G. Gotthardt (FTI), P. Chin (FTI), and C. Altuzarra (FTI) to discuss Debtors' business plan review and subsequent update to Committee.
7	06/26/18	Kaptain, Mary Ann	0.9	Review updated business plan provided by Debtors.
7	06/26/18	Kaptain, Mary Ann	0.3	Send email to M. Fong (Province) regarding working capital and incentive comp in business plan.
7	06/26/18	Kaptain, Mary Ann	3.6	Prepare presentation for UCC pertaining to updated business plan.
7	06/26/18	Nelson, Cynthia	0.8	Participate in call with M. Kaptain (FTI), G. Gotthardt (FTI), P. Chin (FTI), and C. Altuzarra (FTI) to discuss Debtors' business plan review and subsequent update to Committee.
7	06/26/18	Nelson, Cynthia	0.5	Review comparison of Debtors' updated business plan to March plan.
7	06/27/18	Chin, Paul	0.9	Prepare schedule summarizing asset strategy changes and restructuring costs in connection to business plan.
7	06/27/18	Kaptain, Mary Ann	0.3	Exchange emails with M. Fong (Province) regarding increased payroll in business plan pertaining to bonuses.
7	06/28/18	Chin, Paul	0.2	Discuss Debtors' business plan and update to committee presentation with M. Kaptain (FTI).
7	06/28/18	Chin, Paul	0.9	Begin formulating updated business plan review for UCC.
7	06/28/18	Chin, Paul	1.2	Prepare analysis on restructuring costs in connection to updated business plan review for UCC.
7	06/28/18	Kaptain, Mary Ann	0.2	Discuss Debtors' business plan and update to committee presentation with P. Chin (FTI).
7	06/29/18	Chin, Paul	2.4	Revise analysis on restructuring costs in connection to updated business plan review for UCC.
<b>7 Total</b>			<b>34.3</b>	

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12	06/05/18	Barron, Natalie	1.0	Meet with P. Chin (FTI) to discuss review and analysis of SOFAs and SOALs.
12	06/05/18	Barron, Natalie	2.3	Prepare analysis of property company SOFAs.
12	06/05/18	Barron, Natalie	2.6	Prepare analysis of holding company SOALs.
12	06/05/18	Chin, Paul	0.5	Review schedules on SOFAs and SOALs prepared by N. Barron (FTI).
12	06/06/18	Barron, Natalie	2.1	Prepare breakdown of revenue by Woodbridge holding company using SOFAs.
12	06/06/18	Barron, Natalie	2.9	Prepare summary schedule of information included in SOFA for Woodbridge Group of Companies, LLC entity.
12	06/06/18	Barron, Natalie	2.0	Prepare payment schedules using information in SOALs.
12	06/07/18	Barron, Natalie	1.7	Prepare analysis of SOFAs for fund entities.
12	06/07/18	Barron, Natalie	2.9	Prepare schedule of key information from all remaining SOFAs and SOALs.
12	06/07/18	Barron, Natalie	0.6	Meet with P. Chin (FTI) to review SOFA and SOAL analysis.
12	06/12/18	Barron, Natalie	2.3	Revise SOFA and SOAL analysis schedules.
12	06/12/18	Barron, Natalie	1.1	Draft SOFA and SOAL presentation materials.
12	06/13/18	Barron, Natalie	2.7	Prepare tables for Woodbridge UCC presentation from SOFAs and SOALs.
12	06/13/18	Barron, Natalie	1.8	Compile analysis of "All other payments" section of SOFA.
12	06/14/18	Barron, Natalie	2.0	Make additions and changes to analysis of "All other payments" section of SOFA.
12	06/15/18	Barron, Natalie	1.1	Build SOFA and SOAL tables for UCC Presentation



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<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
12	06/18/18	Barron, Natalie	1.0	Build tables for UCC deck from SOFA analysis.
12	06/18/18	Barron, Natalie	2.3	Build tables for UCC deck from SOAL analysis.
12	06/19/18	Barron, Natalie	0.8	Meet with P. Chin (FTI) to discuss Woodbridge SOFA/SOAL table analysis.
12	06/20/18	Barron, Natalie	3.0	Construct SOFA/SOAL analysis tables for presentation to UCC.
12	06/21/18	Barron, Natalie	2.8	Prepare draft of Woodbridge UCC presentation regarding SOFAs/SOALs.
12	06/21/18	Barron, Natalie	1.9	Make revisions to Woodbridge UCC presentation.
<b>12 Total</b>			<b>41.4</b>	
16	06/11/18	Nelson, Cynthia	0.3	Review further revisions to POR made by UCC counsel and Debtors' counsel.
16	06/11/18	Nelson, Cynthia	0.2	Review and respond to emails from J. Pomerantz (PSZJ) regarding summary of plan provisions for creditors.
16	06/14/18	Nelson, Cynthia	0.2	Respond to R. Pachulski (PSZJ) and J. Pomerantz (PSZJ) via email regarding support letters from Committees to be included with plan documents.
16	06/25/18	Kaptain, Mary Ann	0.5	Read the draft summary disclosure statement as prepared by counsel to suggest edits.
<b>16 Total</b>			<b>1.2</b>	
19	06/08/18	Nelson, Cynthia	0.1	Review staffing on various workstreams.
19	06/25/18	Kaptain, Mary Ann	0.4	Respond to email questions from C. Nelson (FTI) pertaining to fee apps and updated business plan.
19	06/25/18	Nelson, Cynthia	0.6	Confer via email with M. Kaptain (FTI) regarding status of various work streams.
<b>19 Total</b>			<b>1.1</b>	

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
20	06/06/18	Chin, Paul	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/06/18	Gotthardt, Gregory	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/06/18	Khazary, Sam	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/06/18	Nelson, Cynthia	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/07/18	Kaptain, Mary Ann	0.5	Participate in call with T. Jerramiasin (DSI), M. Tuchin (KT), J. Pomerantz (PSZJ) and C. Nelson (FTI) regarding disclosure statement, ballot and proper way to reflect investor claims and information.
20	06/07/18	Nelson, Cynthia	0.5	Participate in call with T. Jerramiasin (DSI), M. Tuchin (KT), J. Pomerantz (PSZJ) and M. Kaptain (FTI) regarding disclosure statement, ballot and proper way to reflect investor claims and information.
20	06/18/18	Nelson, Cynthia	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
20	06/20/18	Chin, Paul	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/20/18	Gotthardt, Gregory	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/20/18	Khazary, Sam	0.4	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/27/18	Chin, Paul	0.7	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
20	06/27/18	Nelson, Cynthia	0.7	Participate in weekly Debtor and financial advisor call to discuss legal, regulatory and operational issues, as well as next steps.
<b>20 Total</b>			<b>5.7</b>	
21	06/04/18	Khazary, Sam	0.7	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/04/18	Nelson, Cynthia	0.7	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/06/18	Nelson, Cynthia	0.7	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
21	06/11/18	Gotthardt, Gregory	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/11/18	Kaptain, Mary Ann	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/11/18	Khazary, Sam	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/11/18	Nelson, Cynthia	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/13/18	Gotthardt, Gregory	0.9	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/13/18	Gotthardt, Gregory	0.5	Meet with C. Nelson (FTI) to discuss weekly UCC call (that she could not attend) and follow-up steps on business plan, property listings, offer summaries, and property tracking.
21	06/13/18	Kaptain, Mary Ann	0.9	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/13/18	Khazary, Sam	0.9	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/13/18	Nelson, Cynthia	0.5	Meet with G. Gotthardt (FTI) to discuss weekly UCC call and follow-up steps on business plan, property listings, offer summaries, and property tracking.
21	06/18/18	Gotthardt, Gregory	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/18/18	Khazary, Sam	0.5	Participate in weekly work in process call with PSZJ Woodbridge team.
21	06/20/18	Gotthardt, Gregory	0.6	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/20/18	Kaptain, Mary Ann	0.6	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/20/18	Khazary, Sam	0.6	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/20/18	Nelson, Cynthia	0.6	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/27/18	Chin, Paul	0.5	Participate in call to prepare for UCC call on updated business plan and liquidity plan.

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

Task Category	Date	Professional	Hours	Activity
21	06/27/18	Gotthardt, Gregory	0.5	Participate in call to prepare for UCC call on updated business plan and liquidity plan.
21	06/27/18	Gotthardt, Gregory	1.0	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/27/18	Kaptain, Mary Ann	0.5	Participate in call to prepare for UCC call on updated business plan and liquidity plan.
21	06/27/18	Kaptain, Mary Ann	1.0	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/27/18	Khazary, Sam	0.5	Participate in call to prepare for UCC call on updated business plan and liquidity plan.
21	06/27/18	Khazary, Sam	1.0	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
21	06/27/18	Nelson, Cynthia	0.5	Participate in call to prepare for UCC call on updated business plan and liquidity plan.
21	06/27/18	Nelson, Cynthia	1.0	Participate in weekly UCC call to update Committee members on case activity, discuss strategy, and make decisions regarding next steps.
<b>21 Total</b>			<b>17.7</b>	
24	06/01/18	Altuzarra, Charles	0.8	Review in detail April time entries to ensure consistency and clarity of descriptions (45 entries).
24	06/06/18	Altuzarra, Charles	1.0	Prepare initial draft of April 2018 fee application.
24	06/06/18	Altuzarra, Charles	2.9	Review in detail April time entries to ensure consistency and clarity of descriptions (146 entries).
24	06/07/18	Altuzarra, Charles	1.8	Draft narrative descriptions of key tasks performed by FTI for inclusion into April fee application.
24	06/07/18	Altuzarra, Charles	0.8	Prepare draft of time detail exhibits for April fee application.
24	06/07/18	Altuzarra, Charles	0.5	Prepare draft of expense detail exhibits for April fee application.
24	06/08/18	Kaptain, Mary Ann	0.3	Discuss April fee application with C. Nelson (FTI).

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
24	06/08/18	Kaptain, Mary Ann	1.5	Review April fee application and make final edits.
24	06/08/18	Nelson, Cynthia	0.3	Discuss April fee application with M. Kaptain (FTI).
24	06/11/18	Altuzarra, Charles	1.7	Revise April fee application per comments from C. Nelson (FTI).
24	06/11/18	Nelson, Cynthia	0.6	Review April fee application.
24	06/12/18	Altuzarra, Charles	0.4	Finalize April fee application for sending to M. Kaptain (FTI).
24	06/18/18	Altuzarra, Charles	0.4	Correspond via email with M. Hellmund-Mora (FTI) regarding April bill.
24	06/18/18	Kaptain, Mary Ann	1.1	Review April fee app prior to filing.
24	06/19/18	Altuzarra, Charles	2.7	Review in detail May time entries to ensure consistency and clarity of descriptions (150 entries).
24	06/19/18	Altuzarra, Charles	2.1	Review in detail May time entries to ensure consistency and clarity of descriptions (130 entries).
24	06/21/18	Altuzarra, Charles	2.8	Review in detail May time entries to ensure consistency and clarity of descriptions (168 entries).
24	06/22/18	Altuzarra, Charles	0.3	Correspond via email with M. Hellmund-Mora (FTI) regarding May expense detail.
24	06/22/18	Altuzarra, Charles	0.5	Prepare initial draft of May 2018 fee application.
24	06/22/18	Altuzarra, Charles	1.1	Review May expenses in connection with preparation of May 2018 monthly fee application.
24	06/25/18	Altuzarra, Charles	0.7	Make revisions to May fee app per comments from M. Kaptain (FTI).
24	06/25/18	Altuzarra, Charles	1.6	Draft narrative of tasks completed by FTI during May in connection with May monthly fee application.
24	06/25/18	Altuzarra, Charles	0.8	Prepare draft of time detail exhibits for May fee application.

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
24	06/25/18	Altuzarra, Charles	0.5	Prepare draft of expense detail exhibits for May fee application.
24	06/25/18	Kaptain, Mary Ann	0.7	Review and suggest edits to May fee application.
24	06/25/18	Nelson, Cynthia	0.6	Review and provide comments on May fee application and declaration.
24	06/26/18	Altuzarra, Charles	0.3	Finalize May fee application per comments from C. Nelson (FTI).
24	06/29/18	Kaptain, Mary Ann	0.1	Send email to C. Robinson (PSZJ) regarding examiner language in first fee app.
24	06/29/18	Kaptain, Mary Ann	0.1	Exchange emails with E. Frekja (fee examiner) regarding her report on first interim fee application.
24	06/29/18	Kaptain, Mary Ann	0.2	Review fee examiner comments on first interim application.
24	06/29/18	Kaptain, Mary Ann	0.1	Send email to M. Diaz (FTI) regarding first interim fee app examiner comments.
<b>24 Total</b>			<b>29.3</b>	
25	06/03/18	Khazary, Sam	0.4	Uber from Hotel to LAX for return flight to New York after meeting with lenders in Los Angeles for the noteholder facility.
25	06/03/18	Khazary, Sam	8.1	Non-working travel time on flight from Los Angeles to New York after meetings with lenders for the noteholder facility.
25	06/04/18	Khazary, Sam	0.8	Taxi from LGA to Home following return flight from Los Angeles for meetings with lenders for the noteholder facility.
25	06/05/18	Gotthardt, Gregory	0.5	Non-working travel time from 750 Third Avenue to 41 King St for property inspection in New York.
25	06/05/18	Gotthardt, Gregory	0.4	Non-working travel time from 41 King St to Cambria Hotel following property inspection in New York.
25	06/27/18	Nelson, Cynthia	0.9	Travel time to/from FTI offices to midtown offices of capital markets participant for meeting regarding costs of trading versus exit facility.

**EXHIBIT C**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
25	06/28/18	Nelson, Cynthia	1.2	Nonworking travel time to and from FTI offices to 41 King Street, NYC for property tour.
<b>25 Total</b>			<b>12.3</b>	
<b>Grand Total</b>			<b>299.9</b>	

**EXHIBIT D**  
**WOODBRIIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**SUMMARY OF EXPENSES**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Expense Type</b>	<b>Amount</b>
Lodging	951.24
Transportation	35.00
Working Meals	352.78
Other	3.10
<b>GRAND TOTAL</b>	<b>\$1,342.12</b>



**EXHIBIT E**  
**WOODBIDGE GROUP OF COMPANIES, LLC, et al. - CASE NO. 17-12560**  
**EXPENSE DETAIL**  
**FOR THE PERIOD JUNE 1, 2018 TO JUNE 30, 2018**

<b>Date</b>	<b>Professional</b>	<b>Expense Type</b>	<b>Expense Detail</b>	<b>Amount</b>
06/01/18	Khazary, Sam	Lodging	Lodging - 05/29/2018 - 06/01/2018. Hotel for due diligence meetings with potential lenders regarding noteholder liquidity facility.	951.24
<b>Lodging Total</b>				<b>951.24</b>
05/25/18	Gotthardt, Gregory	Transportation	Parking for meeting with F. Chin (WB).	0.75
06/03/18	Khazary, Sam	Transportation	Taxi - Hotel - LAX. Uber from Hotel to LAX following due diligence meetings with potential lenders regarding noteholder liquidity facility.	33.50
06/12/18	Gotthardt, Gregory	Transportation	Parking for meeting with F. Chin (WB).	0.75
<b>Transportation Total</b>				<b>35.00</b>
05/30/18	Gotthardt, Gregory	Working Meals	Meals - Dinner for self, M. Dundon (DA), J. Feldman (DA), and S. Khazary (FTI) during liquidity facility due diligence meetings in Los Angeles.	193.61
06/01/18	Khazary, Sam	Working Meals	Meals - Breakfast for self during liquidity facility due diligence meetings in Los Angeles.	51.33
06/07/18	Altuzarra, Charles	Working Meals	Meals - Dinner for self while working late on the Woodbridge case.	16.10
06/13/18	Gotthardt, Gregory	Working Meals	Meals - Lunch for self, F. Chin (WB), and M. Fong (Province) to discuss property strategies during lunch.	91.74
<b>Working Meals Total</b>				<b>352.78</b>
05/22/18	Altuzarra, Charles	Other	Pacer Service Center Access to court records	3.10
<b>Other Total</b>				<b>3.10</b>
<b>GRAND TOTAL</b>				<b>\$ 1,342.12</b>

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

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

**CERTIFICATE OF SERVICE**

I, Colin R. Robinson, hereby certify that on the 3rd day of August, 2018, I caused a copy of the following to be served on the attached service list in the manner indicated.

- Notice of Filing of Fee Application; and
- Seventh Monthly Fee Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period from June 1, 2018 through June 30, 2018; Exhibits A-E.

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

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

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

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