

Elise S. Frejka
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Attorneys for the Fee Examiner

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

<p>In re:</p> <p>WOODBRIIDGE GROUP OF COMPANIES, LLC, <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 17-12560 (KJC)</p> <p>(Jointly Administered)</p>
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SUMMARY OF THIRD MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND (B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD APRIL 1, 2018 THROUGH APRIL 30, 2018

Name of Applicants:	Elise S. Frejka , Fee Examiner Frejka PLLC, Counsel for Fee Examiner
Authorized to Provide Professional Services to:	Fee Examiner
Date of Retention:	February 8, 2018 (Order entered April 3, 2018 <i>nunc pro tunc</i> to February 8, 2018)
Period for which compensation and reimbursement is sought:	April 1, 2018 – April 30, 2018
Amount of Interim Compensation sought as actual, reasonable and necessary (Fee Examiner):	\$7,717.50
Amount of Interim Compensation sought as actual, reasonable and necessary (Counsel for the Fee Examiner):	\$64,957.50

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 in these cases, 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.

Total Fees Sought: \$72,675.00

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Fee Examiner): \$0.00

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Counsel for the Fee Examiner): \$0.00

Total Expenses Sought: \$0.00

This is a: X monthly ___ interim ___ final application

This application includes 2.60 hours and \$795.00 in fees incurred in connection with the preparation of monthly fee applications.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
5/02/2018 Dkt. 1714	February 8, 2018 – February 28, 2018	\$50,587.50	\$171.88	\$40,470.00	\$171.88
7/24/2018 Dkt. 2234	March 1, 2018 – March 31, 2018	\$77,985.00	\$0.00	Pending	\$0.00

INTERIM COMPENSATION BY INDIVIDUAL

Name of Professional	Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00	14.70	\$7,717.50
Elaine Lane	Associate since 2018. Member of the Missouri Bar since 2002. Primary practice area: Business Restructuring and Reorganization	\$375.00	135.60	50,850.00
Edward M. Kennedy	Legal Assistant/Analyst	\$225.00	<u>62.70</u>	<u>14,107.50</u>
Total			213.00	\$72,675.00
Blended Rate		\$341.20		

INTERIM COMPENSATION BY PROJECT CATEGORY

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Fee Examiner – General	26.30	\$8,767.50
Fee Examiner – Fee Stmt. & Fee Apps.	2.60	795.00
Berger Singerman LLP	3.20	810.00
FTI Consulting, Inc.	8.20	2,115.00
Garden City Group, Inc.	4.00	1,650.00
Gibson Dunn & Crutcher LLP	49.40	18,075.00
Homer Bonner Jacobs PA	4.90	1,432.50
Klee, Tuchin, Bogdanoff & Stern LLP	34.70	13,807.50
Pachulski Stang Ziehl & Jones LLP	34.70	11,512.50
Venable LLP	17.10	3,847.50
Young Conaway Stargatt & Taylor LLP	<u>27.90</u>	<u>9,862.50</u>
Total	213.00	\$72,675.00

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Attorneys for the Fee Examiner

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**THIRD MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND
(B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD APRIL 1, 2018 THROUGH APRIL 30, 2018**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and in accordance with that certain *Order Appointing Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals* [Docket No. 525] (the “Fee Examiner Order”), that certain *Order Authorizing the Employment and Retention of Frejka PLLC as Counsel to the Fee Examiner Nunc Pro Tunc to February 8,*

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 in these cases, 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.

2018 [Docket No. 891] (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”), Elise S. Frejka (the “Fee Examiner”) and the law firm of Frejka PLLC (“Frejka PLLC”) hereby apply (the “Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as the Fee Examiner and counsel to the Fee Examiner in the above-captioned cases in the aggregate amount of \$72,675.00, together with reimbursement of actual and necessary expenses incurred in the amount of \$0.00 for the interim period April 1, 2018 through and including April 30, 2018 (the “Interim Fee Period”). In support of this Application, the Fee Examiner and Frejka PLLC respectfully represent as follows:

BACKGROUND

1. On December 4, 2017 (the “Petition Date”), all but fourteen of the Debtors commenced voluntary cases under chapter 11 of title 11 of the United States Code, as amended (the “Bankruptcy Code”). Thereafter, on February 9, 2018, March 9, 2018, March 23, 2018, and March 27, 2017, additional affiliated Debtors (27 in total) commenced voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. The Debtors’ Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Rule 1015-1 of the Local Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”). As of the date hereof, no trustee or examiner has been appointed in these Chapter 11 Cases.

3. On December 14, 2017, the Acting United States Trustee for Region 3 (the “U.S. Trustee”), appointed an official committee of unsecured creditors (the “Committee”) [Dkt. No. 79]. On January 23, 2018, the Court held a hearing to resolve, among other things, two motions to appoint a chapter 11 trustee, and entered an order approving the settlement reached between the Debtors and other parties in interest (the “Settlement Order”) and incorporated a term sheet (the “Term Sheet”) [Dkt. No. 357]. The terms of the settlement provided for, among other things, the formation of an ad hoc noteholder group (the “Noteholder Group”) and an ad hoc unitholder group (the “Unitholder Group”).

4. On February 8, 2018, the Court entered the Fee Examiner Order appointing the Fee Examiner and authorized the Fee Examiner to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

5. On April 3, 2018, the Court entered the Retention Order authorizing the retention and employment of Frejka PLLC as counsel to the Fee Examiner and authorized Frejka PLLC to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

6. All services for which compensation is requested herein by the Fee Examiner and Frejka PLLC were performed for or on behalf of the Fee Examiner.

Summary of Services Rendered

7. Attached hereto as Exhibit A is a detailed statement of the fees and expenses incurred during the Interim Fee Period by the Fee Examiner and Frejka PLLC.

8. The services rendered by the Fee Examiner and Frejka PLLC during the Interim Fee Period are grouped into separate task codes as set forth in Exhibit A. The attorneys and paraprofessionals who rendered services relating to each task code are identified, along with the

number of hours for each individual and the total compensation sought for each task code, in the attachments hereto.

Disbursements

9. The Fee Examiner and Frejka PLLC have not incurred out of pocket expenses during the Interim Fee Period.

Valuation of Services

10. The Fee Examiner and Frejka PLLC have expended a total of 213.00 hours in connection with this matter during the Interim Fee Period.

11. The amount of time spent by the Fee Examiner and each person providing services to the Fee Examiner for the Interim Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are the Fee Examiner and Frejka PLLC's normal hourly rates of compensation for work of this nature. The reasonable value of the services rendered by the Fee Examiner and Frejka PLLC, as counsel for the Fee Examiner, for the Interim Fee Period in these cases is \$72,675.00.

12. The Fee Examiner and Frejka PLLC believe that the time entries attached hereto as Exhibit A are in compliance with the requirements of Local Rule 2016-2.

13. 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.

14. This Application covers the interim fee period from April 1, 2018 through and including April 30, 2018. The Fee Examiner and Frejka PLLC have continued, and will

continue, to perform additional necessary services for the Fee Examiner subsequent to the Interim Fee Period, for which for the Fee Examiner and Frejka PLLC will file subsequent monthly fee applications.

BUDGET AND STAFFING PLAN

15. In accordance with the Retention Order and the Interim Compensation Order, attached hereto as Exhibit B is the budget and staffing plan for Frejka PLLC approved by the Fee Examiner for the Interim Fee Period.

CONCLUSION

WHEREFORE, Elise S. Frejka and Frejka PLLC requests that allowance be made to them in the amount of \$72,675.00 as compensation for necessary professional services rendered to the Fee Examiner for the Interim Fee Period, and the sum of \$0.00 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.

Dated: New York, New York
August 10, 2018

/s/ Elise S. Frejka
Elise S. Frejka
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420 Lexington Avenue – Suite 310
New York, New York 10170
(212) 641-0800
Attorneys for the Fee Examiner

VERIFICATION

I, Elise S. Frejka, hereby certify that:

1. I am a member of Frejka PLLC and the Fee Examiner in the above-captioned cases.
2. I have personally performed many of the legal services rendered and am familiar with all other work performed by the attorneys and paraprofessionals at Frejka PLLC.
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Dated: New York, New York
August 10, 2018


Elise S. Frejka

EXHIBIT A

Summary of Fees by Timekeeper by Project Code**Fee Examiner – General**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.30	\$157.50
Elaine Lane	Attorney	2002	\$375.00	18.40	\$6,900.00
Edward M. Kennedy	Legal Assistant		\$225.00	<u>7.60</u>	<u>1,710.00</u>
Total				26.30	\$8,767.50

Fee Examiner – Fee Statements and Fee Applications

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.70	\$367.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>1.90</u>	<u>427.50</u>
Total				2.60	\$795.00

Berger Singerman LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.30	\$157.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>2.90</u>	<u>652.50</u>
Total				3.20	\$810.00

FTI Consulting, Inc.

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.90	\$472.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>7.30</u>	<u>1,642.50</u>
Total				8.20	\$2,115.00

Garden City Group, LLC

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	2.50	\$1,312.50
Edward M. Kennedy	Legal Assistant		\$225.00	1.50	\$337.50
Total				4.00	\$1,650.00

Gibson Dunn & Crutcher LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	2.50	\$1,312.50
Elaine Lane	Attorney	2002	\$375.00	41.40	15,525.00
Edward M. Kennedy	Legal Assistant		\$225.00	5.50	1,237.50
Total				49.40	\$18,075.00

Homer Bonner Jacobs PA

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	1.10	\$577.50
Edward M. Kennedy	Legal Assistant		\$225.00	3.80	855.00
Total				4.90	\$1,432.50

Klee, Tuchin, Bogdanoff & Stern LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	5.90	\$3,097.50
Elaine Lane	Attorney	2002	\$375.00	28.20	10,575.00
Edward M. Kennedy	Legal Assistant		\$225.00	0.60	\$135.00
Total				34.70	\$13,807.50

Pachulski Stang Ziehl & Jones LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elaine Lane	Attorney	2002	\$375.00	24.70	9,262.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>10.00</u>	<u>2,250.00</u>
Total				34.70	\$11,512.50

Venable LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	<u>17.10</u>	<u>3,847.50</u>
Total				17.10	\$3,847.50

Young Conaway Stargatt & Taylor, LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.50	\$262.50
Elaine Lane	Attorney	2002	\$375.00	22.90	\$8,587.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>4.50</u>	<u>\$1,012.50</u>
Total				27.90	\$9,862.50



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INVOICE

Date:08/09/2018

Invoice #: 1289

Matter: Fee Examiner

Bill To:

Woodbridge Group of Companies, LLC
 14225 Ventura Blvd. #100
 Sherman Oaks, CA 91423

Professional Services

Date	Details	Hours	Rate	Amount
04/05/2018	ESF FTI Consulting, Inc. Call with MA Kaptain regarding FTI billing practices, standardizing entries and general approach (.6); email to MA Kaptain with first interim fee schedule (.1).	0.70	\$525.00	\$367.50
04/06/2018	ESF FTI Consulting, Inc. Review expenses and email to MA Kaptain regarding same.	0.20	\$525.00	\$105.00
04/10/2018	ESF Klee, Tuchin, Bogdanoff & Stern LLP Preliminary review of February 2018 time entries regarding compliance with Guidelines and Local Rules (1.4); call with J. Weiss at KTB&S regarding same and methodology (.6).	2.00	\$525.00	\$1,050.00
04/10/2018	ESF Fee Examiner - General Revise Woodbridge workflow and provide comments to E. Kennedy.	0.30	\$525.00	\$157.50
04/11/2018	ESF Garden City Group, LLC Review January time entries for compliance with Guidelines and Local Rules (1.1); email exchange with K. Brountzas regarding same and issues in connection with timekeeping (.2).	1.30	\$525.00	\$682.50
04/12/2018	ESF Klee, Tuchin, Bogdanoff & Stern LLP Analysis of Klee Tuchin first monthly fee application for compliance with Guidelines and Local Rules (3.1);	3.50	\$525.00	\$1,837.50



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call with J. Weiss regarding same, retention
 application clarifications (.4).

04/13/2018	ESF	Klee, Tuchin, Bogdanoff & Stern LLP Review Klee Tuchin CNO (.2); email exchange with J. Weiss regarding same and general approach to fee review (.2).	0.40	\$525.00	\$210.00
04/16/2018	ESF	Garden City Group, LLC Finalize comments with respect to first monthly fee statement (.3); email to K. Broutzas regarding same (.1).	0.40	\$525.00	\$210.00
04/18/2018	ESF	Fee Examiner - Fee Statements And Fee Applications Draft first monthly application for compensation (.5); finalize same (.2).	0.70	\$525.00	\$367.50
04/19/2018	ESF	Gibson Dunn & Crutcher LLP Preliminary analysis of 3rd Interim Period (Feb. 2018) for compliance with UST Guidelines and local rules.	0.90	\$525.00	\$472.50
04/24/2018	ESF	Gibson Dunn & Crutcher LLP Final review of January 2018 expense entries for compliance with Guidelines and Local Rules to determine backup needed (.3); final review of February 2018 expense entries for compliance with Guidelines and Local Rules to determine backup needed (.4).	0.70	\$525.00	\$367.50
04/24/2018	ESF	Young Conaway Stargatt & Taylor, LLP Final review expense entries for February 2018 for compliance with Guidelines and Local Rules regarding backup needed (.3); final review expense entries for January 2018 for compliance with Guidelines and Local Rules regarding backup needed (.2)	0.50	\$525.00	\$262.50
04/24/2018	ESF	Berger Singerman LLP Final review expense entries for February 2018 for compliance with Guidelines and Local Rules regarding backup needed (.2) final review expense entries for January 2018 for compliance with Guidelines and Local Rules regarding backup needed (.2).	0.30	\$525.00	\$157.50
04/24/2018	ESF	Garden City Group, LLC Call with K. Broutzas and S. Persichilli regarding comments to January Fee Statement and proposed resolution of Fee Examiner issues (.5).	0.50	\$525.00	\$262.50
04/24/2018	ESF	Homer Bonner Jacobs PA Exchange of emails with A. Schwartz regarding February 2018 Fee Statement (.2); analysis February	0.90	\$525.00	\$472.50



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2018 time entries for compliance with Guidelines and Local Rules (.7).

04/24/2018	ESF	Garden City Group, LLC Call with S. Persichilli and K. Brountzas regarding comments to January fee statement.	0.30	\$525.00	\$157.50
04/25/2018	ESF	Homer Bonner Jacobs PA Review CNO and exchange of emails with A. Schwartz regarding same (.2).	0.20	\$525.00	\$105.00
04/25/2018	ESF	Gibson Dunn & Crutcher LLP Review expense backup for GDC (.2); email to G. Weiner, S. Newman, P. Santos regarding same (.2).	0.40	\$525.00	\$210.00
04/26/2018	ESF	Gibson Dunn & Crutcher LLP Call with G. Wiener regarding comments to February time and modifications for going forward (.3).	0.30	\$525.00	\$157.50
04/30/2018	ESF	Gibson Dunn & Crutcher LLP Review GDC response to expense questions and address same.	0.20	\$525.00	\$105.00

For professional services rendered	14.70	\$7,717.50
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Invoice Amount	\$7,717.50
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Balance Due	\$47,344.50
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 New York, NY 10170
 Phone: 212-641-0800

INVOICE

Date:08/09/2018

Invoice #: 1288

Matter: Counsel to the Fee Examiner

Bill To:

Woodbridge Group of Companies, LLC
 14225 Ventura Blvd. #100
 Sherman Oaks, CA 91423

Professional Services

Date	Details	Hours	Rate	Amount
04/01/2018	EL Young Conaway Stargatt & Taylor, LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to locate all entries for travel time and note entries for completion of travel descriptions with place of departure, destination and purpose.	0.80	\$375.00	\$300.00
04/01/2018	EL Young Conaway Stargatt & Taylor, LLP Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.5); Review Omnibus Hearing Dates (.2); Unitholders Application for Compensation (.2); and Joint Administration Motion (.1); Prepare pivot table to analyze total time billed per professional for each task code (.6) Prepare pivot table to analyze daily total time billed per professional (.5).	2.10	\$375.00	\$787.50
04/01/2018	EL Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify duplicated activities as performed by more than one professional (1.4); Compare and track time for 341 Meeting attendance and preparation (.9).	2.30	\$375.00	\$862.50
04/01/2018	EL Young Conaway Stargatt & Taylor, LLP Review and analysis of January 2018 time entries for compliance with Guidelines and Local Rules regarding	0.70	\$375.00	\$262.50



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substance and parties attending meetings to
 determine regularity of team's reviews

04/02/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of fees and expenses for 3rd Interim Period for compliance with UST Guidelines and local rules.	0.60	\$225.00	\$135.00
04/02/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of fees and expenses from 3rd Interim Period for compliance to UST Guidelines and local rules.	0.40	\$225.00	\$90.00
04/02/2018	EMK	Venable LLP Analysis of fees from 1st Interim Period for compliance with UST Guidelines and local rules.	1.40	\$225.00	\$315.00
04/02/2018	EL	Young Conaway Stargatt & Taylor, LLP Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.5); Review Motion to Extend Exclusivity Period (.1); Sale of California property (.2).	0.80	\$375.00	\$300.00
04/02/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify all work related to Navigant employment and status of approval.	0.70	\$375.00	\$262.50
04/02/2018	EL	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for conferences to compare and confirm participants, subject of meeting and separate time entries for each participant.	1.60	\$375.00	\$600.00
04/02/2018	EL	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for court hearings (1.8) and board meetings (.6); compare and confirm attendees, subject of meeting and separate time entries for each participant (1.7).	4.10	\$375.00	\$1,537.50
04/02/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify time entries requiring more specificity to confirm benefit to estate (.8); draft proposed descriptions for better detail and compliance with Guidelines (1.1).	1.90	\$375.00	\$712.50



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04/03/2018	EL	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for conferences to compare and confirm participants (.6), subject of meeting and separate time entries for each participant (.8).	1.40	\$375.00	\$525.00
04/03/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify all work related to attendance at court hearings (.8); Prepare comments and proposed standardized descriptions for updates (.9).	1.70	\$375.00	\$637.50
04/03/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify all work related to research projects (.9), depositions (.7), COC preparations (.6).	2.20	\$375.00	\$825.00
04/03/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify time entries requiring more specificity to confirm benefit to estate (1.2); draft proposed descriptions for better detail and compliance with Guidelines (1.1).	2.30	\$375.00	\$862.50
04/03/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.5); Review recent applications for interim compensation by professionals (.8).	1.30	\$375.00	\$487.50
04/04/2018	EL	Young Conaway Stargatt & Taylor, LLP Call with E.Frejka regarding review of YCST January time and potential adjustments to same.	0.30	\$375.00	\$112.50
04/04/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Application for Employment and all terms and objectives of retention to support review of 1st interim application for compensation.	0.80	\$375.00	\$300.00
04/04/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of time entries for compliance with Guidelines and Local Rules (all task codes) for February 2018 time.	1.90	\$375.00	\$712.50
04/04/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Prepare pivot table of February entries of all	1.40	\$375.00	\$525.00



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timekeepers and task codes to analyze task code usage and totals for specific case activity.

04/04/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and local Rules for February 2018 time to evaluate and assess time spent on issues by partnerst as compared with same tasks performed by associates and paralegals.	1.20	\$375.00	\$450.00
04/05/2018	EMK	Homer Bonner Jacobs PA Preliminary analysis of fees and expenses from 2nd Interim Period for compliance with UST Guidelines and local rules.	0.60	\$225.00	\$135.00
04/05/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of expenses from 2nd Interim Fee Period for compliance with UST Guidelines and local rules.	0.40	\$225.00	\$90.00
04/05/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of expenses from 2nd Interim Fee Period for compliance with UST Guidelines and local rules.	0.50	\$225.00	\$112.50
04/05/2018	EMK	Homer Bonner Jacobs PA Analysis of fees and expenses from 2nd Interim Period for compliance with UST Guidelines and local rules.	3.20	\$225.00	\$720.00
04/05/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review declarations of K.Klee and B.Sharp for background information and scope of representation to support review of 1st interim fee application.	0.70	\$375.00	\$262.50
04/05/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and local Rules for February 2018 time to compare entries for conference calls between internal parties to determine participation and subject matter.	2.40	\$375.00	\$900.00
04/05/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and local Rules for February 2018 time for separate research topics assigned to separate attorneys.	1.30	\$375.00	\$487.50
04/06/2018	EMK	Fee Examiner - General Create Fee Statement Reconciliation.	2.40	\$225.00	\$540.00
04/06/2018	EMK	Venable LLP Analysis of fees for 1st Interim Period for compliance with UST Guidelines and local rules.	2.10	\$225.00	\$472.50



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04/06/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.2); Review Adversary case 18-50382. Complaint For Declaratory Judgment and Injunctive Relief by Comerica Bank against Jay Beynon Family Trust Dtd 10/23/1998 (.6); Application/Motion to Employ/Retain Dundon Advisers LLC as Financial Advisor to Ad Hoc Noteholder Group (.6); Monthly Staffing Report for Filing Period January 26, 2018 through February 28, 2018 of Development Specialists, Inc. (.7).	2.10	\$375.00	\$787.50
04/06/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and local Rules for February 2018 time to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (.8); Prepare entries requesting revised descriptions of vague entries (.7); Prepare entries with proposed allocation of tasks (.9).	2.40	\$375.00	\$900.00
04/06/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review of time entries for compliance with Guidelines and Local Rules for February 2018 time to identify time entries with lumped and block-billing entries as described in Guidelines for Reviewing Applications for Compensation	1.40	\$375.00	\$525.00
04/09/2018	EMK	Venable LLP Analysis of fees for 1st Interim Period for compliance with UST Guidelines and local rules.	2.10	\$225.00	\$472.50
04/09/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of time entries for compliance with Guidelines and Local Rules for February 2018 time to cross-reference entries for conferences to compare and confirm participants, subject of meeting and separate time entries for each participant.	2.60	\$375.00	\$975.00
04/09/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for February 2018 time to identify duplicated activities as performed by more than one professional (1.9); Identify vague entries requiring additional descriptions (1.7); and blocked time entries requiring allocation of time for individual activities and tasks (1.3).	4.90	\$375.00	\$1,837.50
04/09/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP	1.40	\$375.00	\$525.00



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Review of time entries for compliance with Guidelines and Local Rules for February 2018 and prepare entries requesting revised descriptions of vague entries (.6); Prepare entries with proposed allocation of tasks (.8).

04/10/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
04/10/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for February 2018 time to identify blocked time entries requiring allocation of time for individual activities and tasks (1.5); vague entries requiring additional descriptions (1.3) and prepare revised time entry descriptions for meetings with team, creditors and board. (.9)	3.70	\$375.00	\$1,387.50
04/10/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of time entries for compliance with Guidelines and Local Rules for February 2018 time to cross-reference entries for meetings to compare and confirm attendees (.8), subject of meeting (.7) and separate time entries for each participant (.6).	2.10	\$375.00	\$787.50
04/10/2018	EL	Fee Examiner - General Review email from E.Frejka regarding workflow (.1); Review Woodbridge workflow document and compare with completed review documents (.8); draft emails to E.Frejka with questions and updates regarding fee application reviews (.3).	1.20	\$375.00	\$450.00
04/11/2018	EMK	Garden City Group, LLC Analysis of Fees from 1st Interim Period for compliance with UST Guidelines and local rules.	1.10	\$225.00	\$247.50
04/11/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.90	\$225.00	\$202.50
04/11/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.2); Review Motions For Sale of Property located in California (4) and Colorado (.6); review Certificate of no objection to fee applications for Gibson Dunn(.2) and GCG (.3).	1.70	\$375.00	\$637.50
04/11/2018	EL	Gibson Dunn & Crutcher LLP Review Application for Employment and all terms and objectives of retention to support review of 1st interim application for compensation.	0.90	\$375.00	\$337.50



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04/11/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules (all task codes) for January 2018 time (.8); Prepare pivot table of January entries of all timekeepers and task codes to analyze task code usage and totals for specific case activity (.9).	1.70	\$375.00	\$637.50
04/12/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.60	\$225.00	\$135.00
04/12/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of 3rd Interim Period for compliance with UST Guidelines and local rules.	1.40	\$225.00	\$315.00
04/12/2018	EMK	Venable LLP Analysis of fees from 1st Interim Period for compliance with UST Guidelines and local rules.	3.10	\$225.00	\$697.50
04/12/2018	EL	Fee Examiner - General Review Workflow Reconciliation and summary from E.Kennedy, to compare with reviews completed and still pending.	0.60	\$375.00	\$225.00
04/12/2018	EL	Gibson Dunn & Crutcher LLP Review and analysis of time entries for January 2018 time for compliance with Guidelines and local Rules to evaluate and assess time spent on issues by partners as compared with same tasks performed by associates and paralegals (.8); prepare proposed entries for examiner review (.5).	1.30	\$375.00	\$487.50
04/12/2018	EL	Gibson Dunn & Crutcher LLP Analysis of Fees from 1st Interim Period for compliance with UST Guidelines and local rules Review to confirm task codes correspond correctly with described activities for compliance with Guidelines and Local Rules for January 2018 time.	0.90	\$375.00	\$337.50
04/12/2018	EL	Gibson Dunn & Crutcher LLP Review of time entries for compliance with Guidelines and Local Rules for January 2017 time to compare entries for conference calls between internal Gibson Dunn parties to determine participation and subject matter (.9); Prepare proposed entries with list of time entries for internal conferences (.8).	1.70	\$375.00	\$637.50
04/12/2018	EL	Gibson Dunn & Crutcher LLP Review and analysis of time entries for compliance with Guidelines and local Rules for February 2018 time	2.20	\$375.00	\$825.00



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to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (.7); Prepare entries requesting revised descriptions of vague entries (.6); Prepare entries with proposed allocation of tasks (.9).

04/13/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.30	\$225.00	\$67.50
04/13/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of expense from 1st Interim Period for compliance with UST Guidelines and local rules.	0.60	\$225.00	\$135.00
04/13/2018	EMK	Venable LLP Analysis of fees from 1st Interim Period for compliance with UST Guidelines and local rules.	4.80	\$225.00	\$1,080.00
04/13/2018	EL	Gibson Dunn & Crutcher LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 time to compare entries for conference calls between internal Gibson Dunn parties to determine participation and subject matter (1.2); Prepare proposed entries with list of time entries for internal conferences (1.4).	2.60	\$375.00	\$975.00
04/13/2018	EL	Gibson Dunn & Crutcher LLP Analysis of Fees from 1st Interim Period for compliance with UST Guidelines and local rules to confirm task codes correspond correctly with described activities for compliance with Guidelines and Local Rules for January 2018 time.	1.90	\$375.00	\$712.50
04/13/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules (all task codes) for January 2018 time.	1.80	\$375.00	\$675.00
04/16/2018	EMK	Berger Singerman LLP Preliminary analysis of 2nd Interim Period (February) for compliance with UST Guidelines and local rules.	0.70	\$225.00	\$157.50
04/16/2018	EMK	Pachulski Stang Ziehl & Jones LLP Preliminary analysis of 2nd Interim Period (January) for compliance with UST Guidelines and local rules.	0.70	\$225.00	\$157.50
04/16/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.60	\$225.00	\$135.00
04/16/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review	1.40	\$375.00	\$525.00



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(.4); Review Schedules and Statements for multiple debtors (.6); review fee application for Province (.4).

04/16/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for meetings to compare and confirm attendees (.7), subject of meeting (.8) and separate time entries for each participant (1.1).	2.60	\$375.00	\$975.00
04/17/2018	EMK	Fee Examiner - Fee Statements And Fee Applications Preparation of First Monthly Fee Application (Feb. 2018).	1.20	\$225.00	\$270.00
04/17/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
04/17/2018	EMK	Venable LLP Analysis of fees of 1st Interim period(Feb 2018) for days' 2/16/18 thru 2/19/18.	0.70	\$225.00	\$157.50
04/17/2018	EMK	Berger Singerman LLP Analysis of expenses from 2nd Interim period (February 2018) for compliance with UST Guidelines and local rules.	0.40	\$225.00	\$90.00
04/17/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 2nd Interim Period (February 2018) for compliance with UST Guidelines and local rules.	3.90	\$225.00	\$877.50
04/17/2018	EL	Gibson Dunn & Crutcher LLP Review and confirm that task codes correspond correctly with described activities for compliance with Guidelines and Local Rules for January 2018 time.	0.90	\$375.00	\$337.50
04/17/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules (all task codes) for January 2018 time allocated to drafting debtor's response in opposition to motion for chapter 11 trustee (.9); review response motion for comparison with time entries (1.8); prepare summary of time entries for all professionals' time related to same (.9).	3.60	\$375.00	\$1,350.00
04/17/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for board meetings to compare and confirm attendees (.8), and separate time entries	1.40	\$375.00	\$525.00



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for each participant (.6).

04/17/2018	EL	Gibson Dunn & Crutcher LLP Analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to cross-reference entries for internal calls to compare and confirm attendees to same (.9), and note separate time entries for each participant (1.3).	2.20	\$375.00	\$825.00
04/18/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.30	\$225.00	\$67.50
04/18/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 2nd Interim Period (January 2018) for the dates 1/4-1/31 for compliance with UST Guidelines and local rules.	3.80	\$225.00	\$855.00
04/18/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of expenses from 3rd Interim Period (February 2018) for the days 2/1-2/28 for compliance with UST Guidelines and local rules.	0.90	\$225.00	\$202.50
04/18/2018	EL	Gibson Dunn & Crutcher LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify lumped time entries (.8); Prepare entries requesting revised descriptions of separate entries (.7); Prepare entries with proposed allocation of tasks (.9).	2.40	\$375.00	\$900.00
04/18/2018	EL	Gibson Dunn & Crutcher LLP Review and analysis of time entries for compliance with Guidelines and Local Rules for January 2018 time to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (.9); Prepare entries proposing revised descriptions of vague entries (.5); Prepare entries with corrected task codes (.7).	2.10	\$375.00	\$787.50
04/19/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.40	\$225.00	\$90.00
04/19/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of fees for irregularities and deviation from UST Guidelines and Local Rules for 3rd Interim Monthly Fee Statement (Feb. 18).	1.20	\$225.00	\$270.00
04/19/2018	EMK	Pachulski Stang Ziehl & Jones LLP Preliminary analysis of fees of 2nd Interim Stmt. (Jan 18) for irregularities and deviation from UST Guidelines	0.70	\$225.00	\$157.50



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and Local Rules.

04/19/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of expenses from 3rd Interim Period (Feb 2018) for dates 1/3/18-2/28/18 for compliance with UST Guidelines and local rules.	2.60	\$225.00	\$585.00
04/19/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.4); Review 2004 motion regarding Comerica Bank (.6); Review schedules and statements for additional debtors (.6); Review pending hearings list (.2).	1.80	\$375.00	\$675.00
04/19/2018	EL	Gibson Dunn & Crutcher LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (1.6); Prepare entries requesting revised descriptions of vague entries (1.3); Prepare entries with proposed allocation of tasks (1.7).	4.60	\$375.00	\$1,725.00
04/20/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.30	\$225.00	\$67.50
04/20/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of expenses of 3rd Interim Period (February 2018) dates 2/1-2/28 for compliance with UST Guidelines and local rules.	0.70	\$225.00	\$157.50
04/20/2018	EL	Gibson Dunn & Crutcher LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 time to compare entries for conference calls, meetings and hearings between internal Gibson Dunn parties to determine participation and subject matter (1.8); Prepare proposed entries with list of time entries for internal conferences (1.9).	3.70	\$375.00	\$1,387.50
04/23/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
04/23/2018	EMK	Fee Examiner - Fee Statements And Fee Applications Update First Interim Initial Reports for February 2018 Interim Monthly Fee Statements.	0.70	\$225.00	\$157.50
04/24/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
04/24/2018	EMK	Pachulski Stang Ziehl & Jones LLP	0.90	\$225.00	\$202.50



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Analysis of fees from 2nd Interim Period (Jan 18 Stmt)
 from 12/11/17-12/26/17.

04/24/2018	EL	Gibson Dunn & Crutcher LLP Finalize January time entries and prepare proposals for revisions (2.8); draft email to E. Frejka regarding final notes with respect to same (.1).	2.90	\$375.00	\$1,087.50
04/24/2018	EL	Pachulski Stang Ziehl & Jones LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (1.6); Prepare entries requesting revised descriptions of vague entries (.9); Prepare entries with proposed re-allocation of tasks (.7).	3.20	\$375.00	\$1,200.00
04/24/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review including Order Shortening the Time for Notice of the Hearing to Consider the Debtors' Motion for Entry of an Order Authorizing and Approving the Debtors' Entry Into a Consent and Judgment With the Securities and Exchange Commission (.6); Application of the Debtors for Entry of an Order Authorizing the Debtors to Retain and Employ Glaser Weil Fink Howard Avchen & Shapiro LLP; and Notice of Filing of Monthly Staffing and Compensation Report of Development Specialists, Inc. for the Period from March 1, 2018, through March 31, 2018 (.7).	1.30	\$375.00	\$487.50
04/25/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.60	\$225.00	\$135.00
04/25/2018	EMK	Gibson Dunn & Crutcher LLP Draft email to Fee Examiner regarding request for backup documentation for expenses for 2nd and 3rd Interim Period (Jan. & Feb.).	0.20	\$225.00	\$45.00
04/25/2018	EMK	Young Conaway Stargatt & Taylor, LLP Request backup documentation for expenses for 2nd and 3rd Interim Period (Jan. & Feb.).	0.20	\$225.00	\$45.00
04/25/2018	EMK	Venable LLP Analysis of expenses from 1st Interim Period (February 2018) for dates 1/24 - 2/28, for compliance with UST Guidelines and local rules.	2.30	\$225.00	\$517.50
04/25/2018	EMK	Berger Singerman LLP	1.80	\$225.00	\$405.00



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Analysis of fees of 2nd Interim Period (February 2018)
 2/1 - 2/28 for compliance with UST Guidelines and
 local rules.

04/25/2018	EMK	Gibson Dunn & Crutcher LLP Review of 3rd Interim Period (February 2018) for irregularities and deviation from UST Guidelines and Local Rules for period 02/01 - 02/07.	0.30	\$225.00	\$67.50
04/25/2018	EL	Pachulski Stang Ziehl & Jones LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 time to compare entries for conference calls, meetings and hearings between internal Pachulski parties to determine participation and subject matter (1.9); Prepare proposed entries with list of time entries for internal conferences (1.7).	3.60	\$375.00	\$1,350.00
04/25/2018	EL	Pachulski Stang Ziehl & Jones LLP Review of time entries for January 2018 for compliance with Guidelines and Local Rules and to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (1.8); Prepare entries requesting revised descriptions of vague entries (.9); Prepare entries requesting allocation of time entries for separate tasks performed (2.3)	5.00	\$375.00	\$1,875.00
04/26/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
04/26/2018	EMK	Venable LLP Preliminary analysis of fees and expenses from 2nd Interim Period (March 2018) for irregularities and deviation from UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
04/26/2018	EMK	FTI Consulting, Inc. Preliminary analysis of fees and expenses from 2nd Interim Period (January 2018) for irregularities and deviation from UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
04/26/2018	EMK	Garden City Group, LLC Preliminary analysis of 2nd Interim Period (February 2018) for for irregularities and deviation from UST Guidelines and Local Rules.	0.30	\$225.00	\$67.50
04/26/2018	EMK	Gibson Dunn & Crutcher LLP Review of 3rd Interim Period (February 2018) for irregularities and deviation from UST Guidelines and Local Rules for period 02/08 - 02/28.	0.60	\$225.00	\$135.00



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04/26/2018	EMK	Garden City Group, LLC Analysis of 2nd Interim Fee Period (February 2018) for for irregularities and deviation from UST Guidelines and Local Rules for period 2/1 - 2/28.	0.10	\$225.00	\$22.50
04/26/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.5); Review Supplement to First Interim Fee Application of Klee, Tuchin, Bogdanoff & Stern LLP; Supplement to First Interim Fee Application of Homer Bonner Jacobs, P.A. (4); Supplement to First Interim Fee Application of Young Conaway Stargatt & Taylor, LLP (.3); Quarterly Application for Compensation of the Debtors' Professionals for the period December 4, 2017 to February 28, 2018 Filed by Woodbridge Group of Companies, LLC. (.6); Review updated Workflow Reconciliation (.4) and emails with E.Kennedy regarding same (.1).	2.30	\$375.00	\$862.50
04/26/2018	EL	Pachulski Stang Ziehl & Jones LLP Review and confirm that task codes correspond correctly with described activities for compliance with Guidelines and Local Rules for January 2018 time (1.4); Review and analysis of time entries for compliance with Guidelines and Local Rules for December 2017 time to identify duplicated activities as performed by more than one professional (1.8).	3.20	\$375.00	\$1,200.00
04/27/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation	0.10	\$225.00	\$22.50
04/27/2018	EMK	FTI Consulting, Inc. Analysis of expenses from 2nd Interim Period (January 2018) days 1/3 - 1/30, for compliance with UST Guidelines and local rules.	0.80	\$225.00	\$180.00
04/27/2018	EMK	FTI Consulting, Inc. Analysis of fees from 2nd Interim Period (January 2018) days 1/1 - 1/9, for compliance with UST Guidelines and local rules.	3.80	\$225.00	\$855.00
04/27/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.4); Review Order Authorizing (I) Payment of Third-Party Secured Debt; Order Authorizing Retention and Employment of Moelis & Company LLC as Investment Banker to the Debtors Nunc Pro Tunc to December	1.90	\$375.00	\$712.50



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12, 2017 (.8); Application for Compensation // Third Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP (.7).

04/27/2018	EL	Pachulski Stang Ziehl & Jones LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 to identify vague entries lacking sufficient information to identify the purpose of the work or the benefit to the estate (2.4); Prepare entries requesting revised descriptions of vague entries (1.1); Prepare entries requesting allocation of time entries for separate tasks performed (1.6)	5.10	\$375.00	\$1,912.50
04/30/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
04/30/2018	EMK	FTI Consulting, Inc. Analysis of fees from 2nd Interim Period (February 2018) days 1/9 - 1/17 for compliance with UST Guidelines and local rules.	2.30	\$225.00	\$517.50
04/30/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.3) Notice of Agenda of Matters Scheduled for Hearing; Order Authorizing Employment of Moelis & Company LLC (.3); Order Authorizing Payment of Third-Party Secured Debt; Debtors' Omnibus Reply in Support of Sale Motions (.4); and Supplemental Declaration of Bradley D. Sharp (.4); Supplement to First Interim Fee Application of Gibson, Dunn & Crutcher LLP (.3) ; Certificate of Publication Regarding Notice of Deadlines for Filing of Proofs of Claim and Proofs of Interest (.2); Debtors' Motion for Entry of an Order Authorizing and Approving the Debtors' Entry into a Consent and Judgment with the Securities and Exchange Commission (.3); Declaration of Bradley D. Sharp in Support (.6).	2.80	\$375.00	\$1,050.00
04/30/2018	EL	Pachulski Stang Ziehl & Jones LLP Review of time entries for compliance with Guidelines and Local Rules for January 2018 time to compare entries for conference calls, meetings and hearings between internal Pachulski parties to determine participation and subject matter (2.7); Prepare comparision of time entries for multiple parties at committee calls and client meetings (1.9).	4.60	\$375.00	\$1,725.00



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For professional services rendered	<u>198.30</u>	<u>\$64,957.50</u>
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Invoice Amount	<hr/>	\$64,957.50
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Balance Due	<hr/> <hr/>	\$113,433.00
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EXHIBIT B

BUDGETED AMOUNT**APRIL 2018: \$100,000****PROFESSIONAL RATES:**

Name of Professional	Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00
Elaine Lane	Associate since 2018. Member of the Missouri Bar since 2002. Primary practice area: Business Restructuring and Reorganization	\$375.00

**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)

NOTICE OF THIRD MONTHLY FEE APPLICATION

The Third Monthly Fee Application of Elise S. Frejka (the “Fee Examiner” and Frejka PLLC, counsel for the Fee Examiner, for Compensation and Reimbursement of Expenses for the period April 1, 2018 through April 30, 2018 has been filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). The Application seeks allowance of monthly fees in the aggregate amount of \$72,675.00 and monthly expenses in the aggregate amount of \$0.00.

Objections to the Application, if any, are required to be filed on or before **August 30, 2018 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 1980. You must also service 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 D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, California 90067, Attn: Jonathan Weiss, Esq., and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, Delaware 19801, Attn: Sean M. Beach, Esq.; (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, California 90017, Attn: William Brody, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) proposed counsel to any additional statutory committee appointed in these Chapter 11 Cases; (vi) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (vii) the Fee Examiner, Frejka PLLC, 420 Lexington Avenue – Suite 310, New York, New York 10170, Attn: Elise S. Frejka, Esq.; (viii) any other party that has requested to be a Notice Party; and (ix) the United States Trustee

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 in these cases, 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.

for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED INTERIM FEES AND 100% OF THE REQUESTED INTERIM EXPENSES, WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION. ONLY THOSE PARTIES TIMELY FILING AND SERVING OBJECTIONS WILL RECEIVE NOTICE AND BE HEARD AT SUCH HEARING.

Dated: New York, New York
August 10, 2018

/s/ Elise S. Frejka
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