

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

Jointly Administered

Objection Deadline: September 12, 2018 at 4:00 p.m.
Hearing Date: Scheduled only if Necessary

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

Name of Applicant:	Berger Singerman LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	Order authorizing retention entered January 17, 2018, <i>nunc pro tunc</i> to December 26, 2017
Period for which Compensation and Reimbursement is Sought:	July 1, 2018 through July 31, 2018
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$10,757.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 77.00

This is a: x monthly interim final application.

The total time expended for fee application preparation is approximately 7.20² hours and the corresponding compensation requested is approximately \$2,244.00.

¹ The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. The complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the noticing and claims agent at www.gardencitygroup.com/cases/WGC.

² The 7.20 hours expended for fee application preparation includes the preparation of Berger Singerman's second quarterly interim application and Berger Singerman's sixth monthly application.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
02/23/18	December 26, 2017 – January 31, 2018	\$59,424.50	\$1,172.34	\$57,774.50	\$1,172.34
04/13/18	February 1, 2018 – February 28, 2018	\$36,217.00	\$363.83	\$36,217.00	\$363.83
05/23/18	March 1, 2018 – March 31, 2018	\$17,345.00	\$75.70	Pending	Pending
06/08/18	April 1, 2018 – April 30, 2018	\$11,986.00	\$71.25	Pending	Pending
6/21/18	May 1, 2018 – May 31, 2018	\$ 7,237.00	\$55.00	Pending	Pending
08/02/18	June 1, 2018 – June 30, 2018	\$ 6,290.00	\$239.70	Pending	Pending

BERGER SINGERMAN LLP'S PROFESSIONALS

Name of Professional Person	Initials of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice	Hourly Billing Rate (including Changes)	Total Hours Billed	Total Compensation
Ilyse M. Homer	IMH	Partner 2011; Member of FL Bar 1989	\$545.00	3.30	\$1,798.50
Gavin C. Gaukroger	GCG	Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006	\$455.00	17.00	\$7,735.00
Kerry L. Burns	KLB	Paralegal, 17 Years	\$240.00	5.10	\$1,224.00

Grand Total: \$10,757.50
Total Hours: 25.40
Blended Rate: \$423.52

COMPENSATION BY PROJECT CATEGORY

Project Categories	Total Hours	Total Fees
Meeting of Creditors/Committees (Activity Code 503)	11.10	\$5,275.50
Fee/Employment Application (Activity Code 507)	8.10	\$2,589.00
Litigation Consulting (Activity Code 527)	6.20	\$2,893.00
Grand Total	25.40	\$10,757.50

EXPENSE SUMMARY

Expense Category	Service Provider³ (if applicable)	Total Expenses
PACER Usage		\$52.00
Reproductions/Photocopies		\$25.00
Total		\$77.00

³ Berger Singerman LLP may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

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FOR THE DISTRICT OF DELAWARE

In re:

WOODBRIIDGE GROUP OF COMPANIES,
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Debtors.

Chapter 11

Case No. 17-12560 (KJC)

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Objection Deadline: September 12, 2018 at 4:00 p.m.
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**SEVENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF BERGER SINGERMAN LLP AS
SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS THE PERIOD FROM JULY 1, 2018 THROUGH JULY 31, 2018**

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

By this Application, Berger Singerman seeks a monthly interim allowance of compensation in the amount of \$10,757.50 and actual and necessary expenses in the amount of

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\$77.00 for a total allowance of \$10,834.50 and payment of \$8,606.00 (80% of the allowed fees) and reimbursement of \$77.00 (100% of the allowed expenses) for a total payment of \$8,683.00 for the period July 1, 2018 through July 31, 2018 (the "Interim Period"). In support of this Application, Berger Singerman respectfully represents as follows:

Background

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

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

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

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

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

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

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

Compensation Paid and Its Source

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

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

Fee Statements

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

Actual and Necessary Expenses

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

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

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

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

Summary of Services Rendered

11. The names of the timekeepers of Berger Singerman who have rendered professional services in these cases during the Interim Period are set forth in the attached **Exhibit A**. Berger Singerman, by and through such persons, prepared for and participated in teleconferences with general counsel for the Committee and FTI Consulting ("FTI") on July 2, 2018, July 9, 2018, July 17, 2018, July 24, 2018, and July 31, 2018, and with members of the Committee on July 11, 2018, July 18, 2018, and July 25, 2018, to discuss to discuss case developments, strategies, liquidity facility issues and other pending matters. In addition, Berger Singerman's professionals reviewed and analyzed various pleadings, including, but not limited to, the draft response to the objection of the Lisa La Rochelle, *et al.* Noteholders to the Committee's motion seeking leave, standing and authority to prosecute certain causes of action; the response of the Ad Hoc Noteholder Group to the motion to terminate exclusivity; notices of agenda items for upcoming hearings; a joint motion of the Committee and the Ad Hoc

Noteholder Group seeking the approval of procedures relating to the proposed noteholder liquidity facility, as well as an objection by the Lisa La Rochelle, *et al.* Noteholders; the order denying the Lisa La Rochelle, *et al.* Noteholders' motion to terminate exclusivity; and various notices of deposition filed by the Debtors. The Firm, through its professionals conducted discussions relating to the filing of the chapter 11 plan, potential litigation claims, and timing. In addition, Berger Singerman's professionals prepared Berger Singerman's sixth monthly interim application for compensation and reimbursement of expenses, as required by the Compensation Order, as well as Berger Singerman's second quarterly interim application.

Summary of Services by Project

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

A. Meetings of Creditors/Committees

During the Interim Period, the Firm reviewed pleadings, prepared for and conducted multiple strategy teleconferences with the Committee's general counsel, FTI and members of the Committee to discuss the liquidity facility, the Securities and Exchange

Commission's proposed settlement with Robert H. Shapiro, the Debtors' business plan, the status of property sales, case developments and other pending matters.

Fees: \$5,275.50

Hours: 11.10

B. Fee/Employment Application

13. Time billed to this category relates to the preparation of Berger Singerman's sixth monthly interim application for compensation and reimbursement of expenses, as well as the preparation of Berger Singerman's second quarterly application for compensation and reimbursement of expenses.

Fees: \$2,589.00

Hours: 8.10

C. Litigation Consulting

14. Time billed to this category relates to reviewing and analyzing various pleadings and responses, including drafts of a joint motion by the Committee and the Ad Hoc Noteholder Group for the approval of procedures relating to the proposed noteholder liquidity facility and an objection filed by the Lisa La Rochelle, *et al.* Noteholders; a draft response by the Committee to the Lisa La Rochelle, *et al.* Noteholders' objection to the Committee's motion for leave, standing and authority to prosecute certain causes of action; a response of the Ad Hoc Noteholder Group regarding the motion of the Lisa La Rochelle, *et al.* Noteholders to terminate exclusivity, and notices of taking various depositions. The Firm reviewed agenda items in preparation for Committee conferences, and conducted discussions relating to potential litigation and the timing for same.

Fees: \$2,893.00

Hours: 6.20

Valuation of Services

15. Attorneys and paraprofessionals of Berger Singerman expended a total **25.40** hours in connection with their representation of the Committee during the Interim Period, as follows:

Name of Professional Person	Initials of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice	Hourly Billing Rate (including Changes)	Total Hours Billed	Total Compensation
Ilyse M. Homer	IMH	Partner 2011; Member of FL Bar 1989	\$545.00	3.30	\$1,798.50
Gavin C. Gaukroger	GCG	Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006	\$455.00	17.00	\$7,735.00
Kerry L. Burns	KLB	Paralegal, 17 Years	\$240.00	5.10	\$1,224.00

Grand Total: \$10,757.50
Total Hours: 25.40
Blended Rate: \$423.52

16. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are Berger Singerman’s normal hourly rates for work of this character. The reasonable value of the services rendered by Berger Singerman for the Committee during the Interim Period is \$10,757.50.

17. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Berger Singerman is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature

and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, Berger Singerman has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

WHEREFORE, Berger Singerman respectfully requests that, for the period July 1, 2018 through July 31, 2018, an interim allowance be made to Berger Singerman for compensation in the of \$10,757.50 and actual and necessary expenses in the amount of \$77.00 for a total allowance of \$10,834.50 and payment of \$8,606.00 (80% of the allowed fees) and reimbursement of \$77.00 (100% of the allowed expenses) for a total payment of \$8,683.00, and for such other and further relief as this Court may deem just and proper.

Dated: August 23, 2018

BERGER SINGERMAN LLP

/s/ Paul Steven Singerman

Paul Steven Singerman (FL Bar No. 378860)

Gavin C. Gaukroger (FL Bar No. 76489)

1450 Brickell Avenue, Suite 1900

Miami, FL 33131

Telephone: (305) 755-9500

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Email: singerman@bergersingerman.com

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*Special Counsel to the Official Committee of
Unsecured Creditors*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

Objection Deadline: September 12, 2018 at 4:00 p.m.
Hearing Date: Scheduled only if Necessary

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that on August 23, 2018, Berger Singerman LLP, special counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), filed the *Seventh Monthly Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP, as Special Counsel to the Official Committee of Unsecured Creditors for the Period from July 1, 2018 through July 31, 2018* (the “Application”), with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$10,757.50, and reimbursement for actual and necessary expenses in the amount of \$77.00. A copy of the Application is attached hereto.

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 **September 12, 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,

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

2018 [Docket No. 261] (the "Administrative Order"), as modified by the *Order Approving Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals*, entered on February 8, 2018 [Docket No. 525] (the "Fee Examiner Order").

PLEASE TAKE FURTHER NOTICE that at the same time, you must also serve a copy of the response or objection upon: (i) the Debtors, c/o Development Specialists, Inc., 333 South Grand Avenue, Suite 4070, Los Angeles, CA 90071, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, CA 90067, Attn: Michael L. Tuchin, Esq. and David A. Fidler, Esq. and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, DE 19801, Attn: Sean M. Beach, Esq.; (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, CA 90017, Attn: William Brody, Esq. and Richards Layton & Finger P.A., One Rodney Square, 920 North King Street, Wilmington DE 19801, Attn: John H. Knight, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, DE 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) counsel for the Unitholders Committee, Venable LLP, 1270 Avenue of the Americas, New York, NY 10020, Attn: Jeffrey S. Sabin, Esq. and 1201 N. Market Street, Suite 1400, Wilmington, DE 19801, Attn: Jamie L. Edmonson, Esq. (vi) counsel to the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Avenue, Suite 1410, Wilmington, DE 19801, Attn: Steven K. Kortanek, Esq. and Patrick A. Jackson, Esq.; (vii) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, GA 30326, Attn: David Baddley, Esq.; and (viii) the Fee Examiner, Frejka PLLC, 135 East 57th Street, 6th Floor, New York, NY 10022, Attn: Elise S. Frejka, Esq.; and (ix) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

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

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

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

Dated: August 23, 2018

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Richard M. Pachulski (CA Bar No. 90073)
James I. Stang (CA Bar No. 94435)
Jeffrey N. Pomerantz (CA Bar No. 143717)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, DE 19899 (Courier 190801)
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"

 **BERGER SINGERMAN**

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

Statement as of July 31, 2018
 Statement No. 203796

UNSECURED COMMITTEE OF CREDITORS OF WOODBRIDGE GROUP OF COMPANIES, LLC

25059.0001 SPECIAL COUNSEL TO THE UNSECURED COMMITTEE OF CREDITORS OF WOODBRIDGE GROUP OF COMPANIES, LLC	Current Fees:	0.00
	Current Expenses:	77.00
25059.0503 MEETING OF CREDITORS/COMMITTEES	Current Fees:	5,275.50
	Current Expenses:	0.00
25059.0507 FEE/EMPLOYMENT APPLICATION	Current Fees:	2,589.00
	Current Expenses:	0.00
25059.0527 LITIGATION CONSULTING	Current Fees:	2,893.00
	Current Expenses:	0.00
	Total Current Fees:	<u>10,757.50</u>
	Total Current Expenses:	77.00
	Total Current Billing:	10,834.50
	Credits Applied:	(0.00)
	Previous Balance Due:	15,493.30
	Total Due:	<u>26,327.80</u>

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 2

MATTER ID: 25059-0001

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

UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIDGE GROUP OF COMPANIES, LLCINVOICE DATE:08/14/18
INVOICE NO. 203796SPECIAL COUNSEL TO THE UNSECURED COMMITTEE OF CREDITORS
OF WOODBRIDGE GROUP OF COMPANIES, LLC

MATTER ID: 25059-0001

EXPENSES

07/01/18	PACER USAGE CHARGE	8.00	0.80
07/01/18	PACER USAGE CHARGE	9.00	0.90
07/02/18	PACER USAGE CHARGE	8.00	0.80
07/02/18	PACER USAGE CHARGE	9.00	0.90
07/03/18	PACER USAGE CHARGE	8.00	0.80
07/03/18	PACER USAGE CHARGE	9.00	0.90
07/05/18	PACER USAGE CHARGE	8.00	0.80
07/05/18	PACER USAGE CHARGE	9.00	0.90
07/06/18	PACER USAGE CHARGE	8.00	0.80
07/06/18	PACER USAGE CHARGE	9.00	0.90
07/07/18	PACER USAGE CHARGE	12.00	1.20
07/07/18	PACER USAGE CHARGE	9.00	0.90
07/08/18	PACER USAGE CHARGE	12.00	1.20
07/08/18	PACER USAGE CHARGE	9.00	0.90
07/09/18	PACER USAGE CHARGE	10.00	1.00
07/09/18	PACER USAGE CHARGE	9.00	0.90
07/10/18	PACER USAGE CHARGE	8.00	0.80
07/10/18	PACER USAGE CHARGE	9.00	0.90
07/11/18	PACER USAGE CHARGE	8.00	0.80
07/11/18	PACER USAGE CHARGE	9.00	0.90
07/12/18	PACER USAGE CHARGE	8.00	0.80
07/12/18	PACER USAGE CHARGE	9.00	0.90
07/13/18	PACER USAGE CHARGE	8.00	0.80
07/13/18	PACER USAGE CHARGE	9.00	0.90
07/14/18	PACER USAGE CHARGE	8.00	0.80
07/14/18	PACER USAGE CHARGE	9.00	0.90
07/15/18	PACER USAGE CHARGE	4.00	0.40
07/15/18	PACER USAGE CHARGE	9.00	0.90
07/16/18	PACER USAGE CHARGE	8.00	0.80
07/16/18	PACER USAGE CHARGE	9.00	0.90
07/17/18	PACER USAGE CHARGE	8.00	0.80
07/17/18	PACER USAGE CHARGE	9.00	0.90
07/18/18	PACER USAGE CHARGE	8.00	0.80
07/18/18	PACER USAGE CHARGE	9.00	0.90

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 3

MATTER ID: 25059-0001

07/19/18	PACER USAGE CHARGE	8.00	0.80
07/19/18	PACER USAGE CHARGE	9.00	0.90
07/20/18	PACER USAGE CHARGE	8.00	0.80
07/20/18	PACER USAGE CHARGE	9.00	0.90
07/21/18	PACER USAGE CHARGE	8.00	0.80
07/21/18	PACER USAGE CHARGE	9.00	0.90
07/22/18	PACER USAGE CHARGE	8.00	0.80
07/22/18	PACER USAGE CHARGE	9.00	0.90
07/23/18	PACER USAGE CHARGE	8.00	0.80
07/23/18	PACER USAGE CHARGE	9.00	0.90
07/24/18	PACER USAGE CHARGE	8.00	0.80
07/24/18	PACER USAGE CHARGE	9.00	0.90
07/25/18	PACER USAGE CHARGE	12.00	1.20
07/25/18	PACER USAGE CHARGE	9.00	0.90
07/26/18	PACER USAGE CHARGE	8.00	0.80
07/26/18	PACER USAGE CHARGE	9.00	0.90
07/27/18	PACER USAGE CHARGE	8.00	0.80
07/27/18	PACER USAGE CHARGE	9.00	0.90
07/28/18	PACER USAGE CHARGE	8.00	0.80
07/28/18	PACER USAGE CHARGE	9.00	0.90
07/29/18	PACER USAGE CHARGE	8.00	0.80
07/29/18	PACER USAGE CHARGE	9.00	0.90
07/30/18	PACER USAGE CHARGE	8.00	0.80
07/30/18	PACER USAGE CHARGE	9.00	0.90
07/31/18	PACER USAGE CHARGE	8.00	0.80
07/31/18	PACER USAGE CHARGE	9.00	0.90

PACER CHARGE	52.00
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07/05/18	REPRODUCTIONS	28.00	2.80
07/10/18	REPRODUCTIONS	156.00	15.60
07/10/18	REPRODUCTIONS	57.00	5.70
07/11/18	REPRODUCTIONS	9.00	0.90

REPRODUCTION	25.00
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SUB-TOTAL	77.00
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UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0503


BERGER SINGERMAN

350 E. LAS OLAS BLVD. SUITE 1000

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EIN# 45-3121429

UNSECURED COMMITTEE OF CREDITORS OF
WOODBIDGE GROUP OF COMPANIES, LLC

INVOICE DATE:08/14/18

INVOICE NO. 203796

MEETING OF CREDITORS/COMMITTEES

MATTER ID: 25059-0503

PROFESSIONAL FEES RENDERED THROUGH 07/31/18			HOURS
07/02/18	GCG	PROFESSIONALS TELECONFERENCE WITH RICH PACHULSKI, COLIN ROBINSON OF PSZJ AND CYNTHIA NELSON AND MARYANN OF FTI REGARDING LIQUIDITY FACILITY, SARACHEK ISSUES, AND THE SEC PROPOSED SETTLEMENT WITH SHAPIRO	1.00
07/06/18	IMH	REVIEW SALE MOTIONS IN ADVANCE OF NEXT COMMITTEE MEETING	0.90
07/09/18	GCG	REVIEW AND ANALYZE WORK IN PROGRESS MEMO IN ADVANCE OF CALL WITH PSZJ AND FTI	0.20
07/09/18	GCG	TELECONFERENCE WITH PSZJ AND FTI IN ADVANCE OF JULY 10 HEARING AND COMMITTEE STATUS CONFERENCE REGARDING THE WORK IN PROGRESS	0.80
07/10/18	GCG	REVIEW AND ANALYZE PROPERTY OFFER SUMMARY SPREADSHEET FROM FTI (.2); REVIEW AND ANALYZE SUMMARY MEMO TO THE COMMITTEE (.2); REVIEW AND ANALYZE AGENDA FOR COMMITTEE MEETING (.1)	0.50
07/11/18	GCG	PREPARE FOR AND ATTEND WEEKLY STATUS CONFERENCE WITH COMMITTEE MEMBERS AND PSZJ AND FTI REGARDING CASE AND PROPERTY SALES ISSUES	0.80
07/17/18	GCG	ATTEND STRATEGY CONFERENCE CALL WITH PACHULSKI STANG AND FTI REGARDING PREPARATIONS FOR THE COMMITTEE MEETING AND THE LIQUIDITY FACILITY ISSUES	1.00
07/17/18	GCG	REVIEW STATUS MEMO OF WORK IN PROGRESS IN ADVANCE OF MEETING WITH PACHULSKI STANG AND FTI	0.20
07/18/18	GCG	PREPARE FOR AND PARTICIPATE IN COMMITTEE CONFERENCE CALL REGARDING THE BUSINESS PLAN AND PROPERTY SALES SUMMARY INFORMATION WITH PACHULSKI STANG, THE	1.20

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0503

		COMMITTEE MEMBERS, AND FTI	
07/24/18	GCG	ATTEND STRATEGY CONFERENCE CALL WITH PACHULSKI STANG AND FTI REGARDING LIQUIDITY FACILITY ISSUES AND PROPERTY REPORT MATTERS FOR THE COMMITTEE	0.60
07/24/18	IMH	REVIEW PLEADINGS AND PREPARE FOR 7/25 COMMITTEE CALL	0.40
07/25/18	IMH	PARTICIPATE IN COMMITTEE CALL (.6); PREPARE MEMO REGARDING SAME (.3); FOLLOW UP DISCUSSION WITH COMMITTEE COUNSEL REGARDING NEW PROPERTY SALES (.3)	1.20
07/25/18	GCG	PREPARE I. HOMER FOR MEETING WITH COMMITTEE AND PSZJ AND FTI AND ATTENTION TO SUMMARY OF MEETING FROM I. HOMER	0.40
07/31/18	GCG	PREPARE FOR AND ATTEND CALL WITH COMMITTEE PROFESSIONALS REGARDING CASE STATUS AND COMMITTEE ISSUES, INCLUDING LIQUIDITY FACILITY AND RECENT PLEADINGS	0.90
07/31/18	GCG	ATTEND PROFESSIONALS CALL TO PREPARE FOR COMMITTEE CALL REGARDING CASE DEVELOPMENTS AND STRATEGIES	1.00
SUB-TOTAL FEES:			11.10
			5,275.50

RATE SUMMARY

Gavin Gaukroger	8.60	HOURS	455.00/HR	3,913.00
Ilyse M. Homer	2.50	HOURS	545.00/HR	1,362.50
TOTAL	11.10			

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0507

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UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIIDGE GROUP OF COMPANIES, LLCINVOICE DATE:08/14/18
INVOICE NO. 203796

FEE/EMPLOYMENT APPLICATION

MATTER ID: 25059-0507

PROFESSIONAL FEES RENDERED THROUGH 07/31/18			HOURS
07/05/18	KLB	INITIAL PREPARATION OF SIXTH MONTHLY FEE STATEMENT OF BERGER SINGERMAN	0.40
07/05/18	KLB	CONTINUED PREPARATION OF SECOND QUARTERLY FEE APPLICATION OF BERGER SINGERMAN	0.50
07/06/18	GCG	REVIEW AND PROVIDE FEEDBACK TO PSZJ REGARDING DRAFT OMNIBUS ORDER APPROVING THE QUARTERLY FEE APPLICATIONS AND DRAFT CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER GRANTING THE FIRST QUARTERLY FEE APPLICATIONS OF THE PROFESSIONALS EMPLOYED BY THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS (.4); CONFIRM NUMBERS IN DRAFTS WITH PARALEGAL REGARDING FEE EXAMINERS MOTION (DE 2070) (.2)	0.60
07/06/18	KLB	DISCUSSIONS WITH G. GAUKROGER REGARDING UPCOMING HEARING ON FEE APPLICATIONS, SUBMISSION OF CERTIFICATE OF NO RESPONSE AND PROPOSED ORDER (.1); REVIEW PROPOSED ORDER ON BERGER SINGERMAN'S FEES AND EXPENSES AND AGREED UPON REDUCTION PER FEE EXAMINER (.1)	0.20
07/09/18	KLB	BRIEF DISCUSSION WITH G. GAUKROGER REGARDING SECOND QUARTERLY INTERIM APPLICATION FOR COMPENSATION AND BUDGETED AMOUNTS FOR EXHIBIT	0.10
07/10/18	GCG	REVIEW AND ANALYZE APPLICATION FOR FEES FOR JUNE 2018	0.40
07/11/18	GCG	WORK ON BUDGET ESTIMATES FOR FEE APPLICATION WITH PARALEGAL	0.50
07/11/18	KLB	DISCUSSIONS WITH G. GAUKROGER REGARDING SECOND QUARTERLY FEE	0.70

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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		APPLICATION (.1); REVISE EXHIBIT D-1 (.2); CIRCULATE SECOND QUARTERLY APPLICATION FOR FINAL REVIEW (.1); GATHER AND COMPILE EXHIBITS TO SECOND QUARTERLY FEE APPLICATION (.3)	
07/11/18	KLB	PREPARE SIXTH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES	2.10
07/16/18	GCG	REVIEW AND REVISE 6TH MONTHLY FEE APPLICATION	0.40
07/16/18	KLB	REVIEW EMAIL FROM C. ROBINSON REGARDING SCHEDULE OF APPLICABLE DATES AND DEADLINES FOR SECOND QUARTERLY INTERIM APPLICATION FOR COMPENSATION (.1); REVISE SECOND QUARTERLY FEE APPLICATION (.2)	0.30
07/20/18	GCG	REVIEW AND REVISE SECOND QUARTERLY INTERIM FEE APPLICATION	0.60
07/20/18	KLB	FINALIZE SECOND QUARTERLY FEE APPLICATION AND EXHIBITS (.2); EMAILS TO P. JEFFRIES AND C. ROBINSON REGARDING FILING OF SECOND QUARTERLY APPLICATION (.1); REVIEW AND RESPOND TO EMAIL FROM P. JEFFRIES REGARDING LEDES FILE (.1)	0.40
07/31/18	GCG	REVIEW AND REVISE DRAFT SIXTH MONTHLY FEE STATEMENT AND RELATED INVOICES	0.50
07/31/18	KLB	EMAILS TO P. JEFFRIES AND TO G. GAUKROGER AND P. SINGERMAN REGARDING FILING OF JUNE 2018 FEE STATEMENT (.1); REVISE AND FINALIZE SIXTH MONTHLY FEE STATEMENT (.2); EMAILS TO AND FROM P. JEFFRIES REGARDING FILING OF SIXTH MONTHLY FEE STATEMENT AND LEDES FILE (.1)	0.40
SUB-TOTAL FEES:			8.10 <u>2,589.00</u>

RATE SUMMARY

Kerry L. Burns	5.10	HOURS	240.00/HR	1,224.00
Gavin Gaukroger	3.00	HOURS	455.00/HR	1,365.00
TOTAL	<u>8.10</u>			

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0527

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UNSECURED COMMITTEE OF CREDITORS OF
WOODBRIDGE GROUP OF COMPANIES, LLCINVOICE DATE: 08/14/18
INVOICE NO. 203796

LITIGATION CONSULTING

MATTER ID: 25059-0527

PROFESSIONAL FEES RENDERED THROUGH 07/31/18			HOURS
07/02/18	GCG	REVIEW AND ANALYZE DRAFT RESPONSE TO OBJECTION OF LISE LA ROCHELLE, ET AL. NOTEHOLDERS TO THE MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO 11 U.S.C. 105(A), 1103(C) AND 1109(B) FOR ENTRY OF AN ORDER GRANTING LEAVE, STANDING AND AUTHORITY TO PROSECUTE CERTAIN CAUSES OF ACTION ON BEHALF OF CERTAIN DEBTORS AND THEIR ESTATES	0.80
07/03/18	GCG	REVIEW AND ANALYSIS OF COMMITTEE'S MOTION FOR STANDING TO PROSECUTE CERTAIN ACTIONS ON BEHALF OF THE ESTATES AND RESPONSE THERETO FILED BY SARACHEK (.8); CONFER WITH I. MARCUSHAMER REGARDING REVIEW OF DRAFT RESPONSE TO OPPOSITION (.2)	1.00
07/06/18	GCG	REVIEW AND ANALYZE JOINDER TO DEBTORS' OPPOSITION TO MOTION OF LISE LA ROCHELLE, ET AL. NOTEHOLDERS TO TERMINATE EXCLUSIVITY	0.20
07/06/18	GCG	REVIEW AND ANALYZE RESPONSE STATEMENT OF THE AD HOC NOTEHOLDER GROUP REGARDING THE MOTION OF LISE LA ROCHELLE, ET AL. TO TERMINATE EXCLUSIVITY	1.10
07/09/18	GCG	REVIEW AND ANALYZE NOTICE OF SECOND AMENDED AGENDA OF MATTERS SCHEDULED FOR HEARING ON JULY 10, 2018	0.20
07/10/18	IMH	INTERNAL DISCUSSIONS ABOUT AND REVIEW OF PLAN, POTENTIAL LITIGATION AND TIMING FOR SAME;	0.80
07/12/18	GCG	REVIEW AND ANALYZE JOINT MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND THE AD HOC NOTEHOLDER GROUP PURSUANT TO 11 U.S.C. §§ 105(A) AND	0.80

UNSECURED COMMITTEE OF CREDITORS OF WOOD

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MATTER ID: 25059-0527

		363(B) FOR ENTRY OF AN ORDER APPROVING (A) PROCEDURES RELATING TO PROPOSED NOTEHOLDER LIQUIDITY FACILITY AND (B) RELATED EXCLUSIVITY PROVISIONS FILED BY AD HOC NOTEHOLDER GROUP, OFFICIAL COMMITTEE OF UNSECURED CREDITORS	
07/13/18	GCG	REVIEW AND ANALYZE ORDER DENYING MOTION OF LISE LA ROCHELLE, ET AL. NOTEHOLDERS TO TERMINATE EXCLUSIVITY AND CERTIFICATION OF COUNSEL REGARDING ORDER DENYING MOTION OF LISE LA ROCHELLE, ET AL., NOTEHOLDERS TO TERMINATE EXCLUSIVITY	0.20
07/18/18	GCG	REVIEW AND ANALYZE NOTICES OF DEPOSITION FILED BY DEBTORS	0.40
07/24/18	GCG	STRATEGY CONFERENCE WITH PSZJ REGARDING COMMITTEE MEETING PLAN AND AGENDA	0.30
07/31/18	GCG	REVIEW AND ANALYZE OBJECTION OF LISE LA ROCHELLE ET AL NOTEHOLDERS TO THE JOINT MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND THE AD HOC NOTEHOLDER GROUP PURSUANT TO 11 U.S.C. SECTIONS 105(A) AND 363(B) FOR ENTRY OF AN ORDER APPROVING (A) PROCEDURES RELATING TO PROPOSED NOTEHOLDER LIQUIDITY FACILITY AND (B) RELATED EXCLUSIVITY PROVISIONS	0.40

SUB-TOTAL FEES: 6.20 2,893.00

RATE SUMMARY

Gavin Gaukroger	5.40	HOURS	455.00/HR	2,457.00
Ilyse M. Homer	0.80	HOURS	545.00/HR	436.00
TOTAL	<u>6.20</u>			

TOTAL CURRENT BILLING: 10,834.50
 CREDITS APPLIED: (0.00)
 PREVIOUS BALANCE DUE: 15,493.30
 TOTAL DUE: 26,327.80

PAYMENT DUE UPON RECEIPT. PLEASE NOTE ACCOUNT NUMBER ON CHECK.

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

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

CERTIFICATE OF SERVICE

I, Colin R. Robinson, hereby certify that on the 23rd 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 Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP, as Special Counsel to the Official Committee of Unsecured Creditors for the Period from July 1, 2018 through July 31, 2018; Exhibit A.

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

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

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

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