

**IN THE 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)

Hrg. Date: Sept. 25, 2018, at 1:30 p.m. (ET)

Obj. Deadline: Sept. 7, 2018, at 4:00 p.m. (ET)

**DEBTORS' FIRST (1ST) OMNIBUS (NON-SUBSTANTIVE) OBJECTION
TO CLAIMS PURSUANT TO SECTION 502 OF THE BANKRUPTCY
CODE, BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

**PARTIES RECEIVING THIS OBJECTION SHOULD LOCATE
THEIR NAMES AND THEIR DISPUTED CLAIMS
IDENTIFIED ON EXHIBIT A TO THE PROPOSED ORDER**

Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) hereby file this objection (this “Objection”), pursuant to section 502 of title 11 of the United States Code, 11 U.S.C. §§ 101–1531 (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 3007-1 and 3007-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to each of the claims filed against the Debtors and their estates that are listed on Exhibit A (collectively, the “Disputed Claims”)² to the proposed form of

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

² For the avoidance of doubt, the Debtors do not hereby object to any claims listed on Exhibit A to the Proposed Order that are identified under the heading titled “REMAINING CLAIMS” (collectively, the “Remaining Claims”), and the term “Disputed Claims” as used herein does not include any such Remaining Claims; provided, however, that the Debtors reserve all rights with respect to the Remaining Claims.

order attached hereto as Exhibit 2 (the “Proposed Order”), and request the entry of the Proposed Order disallowing and expunging the Disputed Claims, as indicated in further detail below and on Exhibit A to the Proposed Order. In support of this Objection, the Debtors rely on the declaration of Bradley Sharp (the “Sharp Declaration”), a copy of which is attached hereto as Exhibit 1. In further support of this Objection, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334(b) and 157 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b) and, pursuant to Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Objection to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief requested herein are Bankruptcy Code section 502(b), Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2.

GENERAL BACKGROUND

2. On December 4, 2017, 279 of the Debtors commenced voluntary cases under chapter 11 of the Bankruptcy Code, and on February 9, 2018, March 9, 2018, March 23, 2018, and March 27 2018, additional affiliated Debtors (27 in total) commenced voluntary cases under chapter 11 of the Bankruptcy Code (collectively, the “Petition Dates”). Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors are continuing to manage their financial affairs as debtors in possession.

3. The Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. No trustee or examiner has been appointed in the Chapter 11 Cases. An official committee of unsecured creditors (the “Committee”) was appointed in the Chapter 11 Cases on December 14, 2017 [D.I. 79]. On January 23, 2018, the Court approved a settlement providing for the formation of an ad hoc noteholder group (the “Noteholder Group”) and an ad hoc unitholder group (the “Unitholder Group”) [D.I. 357].

4. Information about the Debtors’ business, capital structure and the events leading up to the commencement of these Chapter 11 Cases is set forth in the *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [D.I. 2398].

DEBTORS’ SCHEDULES; BAR DATE ORDER; AND PROOFS OF CLAIM

5. On April 15 and 16, 2018, the Debtors filed their Schedules of Assets and Liabilities.

6. On December 5, 2017, the Court entered an order [D.I. 46] appointing Garden City Group, LLC (“GCG”) as claims and noticing agent in these Chapter 11 Cases. Among other things, GCG is authorized to (a) receive, maintain, and record and otherwise administer the proofs of claim filed in these Chapter 11 Cases and (b) maintain the official claims register for the Debtors.

7. On April 5, 2018, the Court entered an order [D.I. 911] (the “Bar Date Order”) establishing, *inter alia*, June 19, 2018 (the “Bar Date”) as the general bar date for the filing of proofs of claim against the Debtors. On April 20, 2018, the Debtors filed the *Notice of Deadlines for Filing of Proofs of Claim and Proofs of Interest* [D.I. 1599] (the “Bar Date Notice”), pursuant to which the Debtors provided notice of, *inter alia*, the Bar Date. The

Debtors served the Bar Date Notice in accordance with the procedures set forth in the Bar Date Order. *See* D.I. 1688 (Affidavit of Service).

RELIEF REQUESTED

8. By this Objection, the Debtors request that the Court enter the Proposed Order, pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007 and Local Rules 3007-1 and 3007-2, disallowing and expunging the Disputed Claims, as indicated in further detail below and on Exhibit A to the Proposed Order.

9. In accordance with Local Rule 3007-1(e)(i)(E), the Debtors believe that this Objection complies in all material respects with Local Rule 3007-1.

OBJECTION TO DISPUTED CLAIMS

10. Each of the Disputed Claims listed on Exhibit A to the Proposed Order under the heading titled “CLAIMS TO BE DISALLOWED & EXPUNGED” (collectively, the “Duplicative Claims”) are duplicative of the proofs of claim listed under the heading titled “REMAINING CLAIMS” on Exhibit A to the Proposed Order. The Debtors believe that it was not the intention of the claimants asserting these multiple substantively identical claims to seek a double recovery against the Debtors’ estates. Instead, the filing of the Duplicative Claims appears to be a function of the claimants filing multiple substantively identical proof of claim forms on account of a single claim, or filing the same claim with multiple parties (*e.g.*, the claims and noticing agent in these Chapter 11 Cases, the Debtors, counsel to the Debtors, and/or the Clerk of the Court).³ Regardless of the claimants’ reasons for filing the Duplicative Claims, at most, only one claim against the Debtors’ estates should be allowed for each claimant. Any failure to disallow the Duplicative Claims will result in the applicable claimants potentially

³ For the avoidance of doubt, the Duplicative Claims to which the Debtors hereby object *do not* include claims filed against two or more different Debtors that are otherwise duplicative. *Cf.* Del. Bankr. L.R. 3007-1(d)(i).

receiving an unwarranted double recovery against the Debtors' estates, to the detriment of other creditors in these Chapter 11 Cases.

11. Accordingly, the Debtors object to the Duplicative Claims and request entry of the Proposed Order disallowing and expunging each of the Duplicative Claims.

RESPONSES TO THIS OBJECTION

12. Any responses to this Objection must be filed **on or before 4:00 p.m. (ET) on September 7, 2018**, in accordance with the procedures set forth in the notice of this Objection.

RESERVATION OF RIGHTS

13. The Debtors reserve the right to adjourn the hearing on any Disputed Claim, and in the event that the Debtors do so, the Debtors will state the same in the agenda for the hearing on that Disputed Claim, which agenda will be served on the applicable claimant.

14. The Debtors and their estates reserve any and all rights to amend, supplement or otherwise modify this Objection, the Proposed Order, or Exhibit A thereto and to file additional objections to any and all claims filed in these Chapter 11 Cases, including, without limitation, any and all of the Disputed Claims and the Remaining Claims. The Debtors and their estates also reserve any and all rights, claims and defenses with respect to any and all of the Disputed Claims and the Remaining Claims, and nothing included in or omitted from this Objection, the Proposed Order, or Exhibit A thereto is intended or shall be deemed to impair, prejudice, waive or otherwise affect any rights, claims, or defenses of the Debtors and their estates with respect to the Disputed Claims and the Remaining Claims.

NOTICE

15. Notice of this Objection has been provided to the following parties: (i) the United States Trustee for the District of Delaware; (ii) counsel to the Committee; (iii) counsel to the

Noteholder Group; (iv) counsel to the Unitholder Group; (v) counsel to the DIP lender; (vi) all parties that, as of the filing of this Objection, have requested notice in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002;⁴ and (vii) claimants whose Disputed Claims are subject to this Objection. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

CONCLUSION

WHEREFORE, for the reasons set forth herein, the Debtors respectfully request that the Court (a) enter the Proposed Order, and (b) grant such other and further relief as may be just and proper.

Dated: August 24, 2018
Wilmington, Delaware

/s/ Betsy L. Feldman
YOUNG CONAWAY STARGATT & TAYLOR, LLP
Sean M. Beach (No. 4070)
Edmon L. Morton (No. 3856)
Ian J. Bambrick (No. 5455)
Betsy L. Feldman (No. 6410)
Rodney Square, 1000 North King Street
Wilmington, Delaware 19801
Tel: (302) 571-6600
Fax: (302) 571-1253

-and-

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

Counsel to the Debtors and Debtors in Possession

⁴ In accordance with Local Rule 3007-2, the Debtors have served the parties that, as of the filing of this Motion, have requested notice in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002, with the Notice and the Exhibits to the Objection.

**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)

Hrg. Date: Sept. 25, 2018, at 1:30 p.m. (ET)

Obj. Deadline: Sept. 7, 2018, at 4:00 p.m. (ET)

**NOTICE OF DEBTORS' FIRST (1ST) OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS PURSUANT TO SECTION 502 OF THE
BANKRUPTCY CODE, BANKRUPTCY RULE 3007,
AND LOCAL RULES 3007-1 AND 3007-2**

**PARTIES RECEIVING THIS NOTICE SHOULD LOCATE
THEIR NAMES AND THEIR DISPUTED CLAIMS IDENTIFIED
ON EXHIBIT A TO THE PROPOSED ORDER**

TO: (I) THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE; (II) COUNSEL TO THE CREDITORS' COMMITTEE; (III) COUNSEL TO THE NOTEHOLDERS GROUP; (IV) COUNSEL TO THE UNITHOLDERS GROUP; (V) COUNSEL TO THE DIP LENDER; (VI) ALL PARTIES THAT, AS OF THE FILING OF THIS NOTICE, HAVE REQUESTED NOTICE IN THESE CHAPTER 11 CASES PURSUANT TO BANKRUPTCY RULE 2002;² AND (VII) CLAIMANTS WHOSE DISPUTED CLAIMS ARE SUBJECT TO THE OBJECTION

PLEASE TAKE NOTICE that Woodbridge Group of Companies, LLC and its above-captioned affiliated debtors and debtors in possession (each, a "Debtor," and collectively, the "Debtors") have filed the attached *Debtors' First (1st) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the "Objection").³

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

² In accordance with Local Rule 3007-2, the Debtors have served the parties that, as of the filing of this Notice, have requested notice in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002, with this Notice and the Exhibits to the Objection.

³ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

PLEASE TAKE FURTHER NOTICE that any responses (each, a “Response”) to the relief requested in the Objection must be filed on or before **September 7, 2018 at 4:00 p.m. (ET)** (the “Response Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, any party submitting a Response (each, a “Respondent”) must serve a copy of its Response upon the undersigned counsel to the Debtors so as to be received on or before the Response Deadline.

PLEASE TAKE FURTHER NOTICE that any Response must contain, at a minimum, the following:

- a. a caption setting forth the name of the Court, the above-referenced case number and the title of the Objection to which the Response is directed;
- b. the name of the Respondent and a description of the basis for the amount and classification asserted in the Disputed Claim, if applicable;
- c. a concise statement setting forth the reasons why the particular Disputed Claim should not be disallowed, reclassified or otherwise modified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the claimant will rely in opposing the Objection at any hearing thereon;
- d. all documentation or other evidence of the particular Disputed Claim or asserted amount and classification thereof, to the extent not already included with the proof of claim previously filed, upon which the Respondent will rely in opposing the Objection at any hearing thereon; and
- e. the name, address, telephone number and email address of the person(s) (who may be the Respondent or a legal representative thereof) (i) possessing ultimate authority to reconcile, settle or otherwise resolve the Disputed Claim on behalf of the Respondent and (ii) to whom the Debtors should serve any reply to the Response.

PLEASE TAKE FURTHER NOTICE THAT A HEARING (THE “HEARING”) ON THE OBJECTION WILL BE HELD ON **September 25, 2018 AT 1:30 p.m. (ET)** BEFORE THE HONORABLE KEVIN J. CAREY, UNITED STATES BANKRUPTCY JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5TH FLOOR, COURTROOM NO. 5, WILMINGTON, DE 19801.

PLEASE TAKE FURTHER NOTICE THAT IF YOU ARE A CLAIMANT AND FAIL TO TIMELY FILE AND SERVE A RESPONSE IN ACCORDANCE WITH THE ABOVE REQUIREMENTS, YOU WILL BE DEEMED TO HAVE CONCURRED WITH AND CONSENTED TO THE OBJECTION AND THE RELIEF REQUESTED THEREIN, AND THE DEBTORS WILL PRESENT TO THE COURT, WITHOUT FURTHER NOTICE TO YOU, THE PROPOSED ORDER SUSTAINING THE OBJECTION.

PLEASE TAKE FURTHER NOTICE THAT QUESTIONS CONCERNING THE OBJECTION SHOULD BE DIRECTED TO THE UNDERSIGNED COUNSEL FOR THE DEBTORS, TO THE ATTENTION OF BETSY L. FELDMAN. CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE COURT TO DISCUSS THE MERITS OF THEIR DISPUTED CLAIMS OR THE OBJECTION.

Dated: August 24, 2018
Wilmington, Delaware

/s/ Betsy L. Feldman
YOUNG CONAWAY STARGATT & TAYLOR, LLP
Sean M. Beach (No. 4070)
Edmon L. Morton (No. 3856)
Ian J. Bambrick (No. 5455)
Betsy L. Feldman (No. 6410)
Rodney Square, 1000 North King Street
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Tel: (302) 571-6600
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-and-

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David A. Fidler (*pro hac vice*)
Jonathan M. Weiss (*pro hac vice*)
1999 Avenue of the Stars, 39th Floor
Los Angeles, California 90067

Counsel to the Debtors and Debtors in Possession

EXHIBIT 1

Declaration of Bradley D. Sharp

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**DECLARATION OF BRADLEY SHARP IN SUPPORT OF DEBTORS’
FIRST (1ST) OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS
PURSUANT TO SECTION 502 OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

I, BRADLEY D. SHARP, pursuant to 28 U.S.C. § 1746, declare:

1. I am President and CEO of Development Specialists, Inc. (“DSI”), located at 333 S. Grand Avenue, Suite 4070, Los Angeles, California 90071, and the Chief Restructuring Officer of WGC Independent Manager LLC, a Delaware limited liability company (“WGC Independent Manager”), which is the sole manager of debtor Woodbridge Group of Companies, LLC, a Delaware limited liability company and an affiliate of each of the above-captioned debtors and debtors in possession (each, a “Debtor” and collectively, the “Debtors”).

2. I have read the *Debtors’ First (1st) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the “Objection”),¹ and am directly, or by and through other personnel or representatives of the Debtors, reasonably familiar with the information contained therein, the Proposed Order, and the exhibit attached to the Proposed Order. I am authorized to execute this declaration on behalf of the Debtors.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

3. I am one of the persons responsible for overseeing the claims reconciliation and objection process in these Chapter 11 Cases. Considerable resources and time have been expended in reviewing and reconciling the proofs of claim filed or pending against the Debtors and their estates in these Chapter 11 Cases. The Disputed Claims were carefully reviewed and analyzed in good faith utilizing due diligence by the appropriate personnel and representatives of the Debtors. These efforts resulted in the identification of the Disputed Claims.

4. The information contained in Exhibit A to the Proposed Order is true and correct to the best of my knowledge, information and belief.

5. Through a review of the claims register in these Chapter 11 Cases, the Debtors have determined that the Duplicative Claims are duplicative of other claims filed in these Chapter 11 Cases. Thus, to prevent the claimants from potentially receiving an unwarranted recovery from the Debtors' estates, the Debtors seek to disallow and expunge the Duplicative Claims.

6. I declare under penalty of perjury that the foregoing information is true and correct to the best of my knowledge, information and belief.

Executed on August 24, 2018

/s/ Bradley D. Sharp
Bradley D. Sharp

EXHIBIT 2

Proposed Order

**IN THE 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)

Ref. Docket No. ____

**ORDER SUSTAINING DEBTORS' FIRST (1ST) OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS PURSUANT TO SECTION 502 OF THE
BANKRUPTCY CODE, BANKRUPTCY RULE 3007,
AND LOCAL RULES 3007-1 AND 3007-2**

Upon consideration of the *Debtors' First (1st) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the "Objection")² and the Sharp Declaration; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing that venue of these chapter 11 cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that notice

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

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

of the Objection was good and sufficient upon the particular circumstances and that no other or further notice need be given; and upon the record herein; and after due deliberation thereon and good and sufficient cause appearing therefor; it is hereby **ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Objection is SUSTAINED, as set forth herein.
2. The Duplicative Claims identified on Exhibit A to this Order are hereby disallowed and expunged in their entirety.
3. The Debtors' objection to each Disputed Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each claim. Any stay of this Order pending appeal by any of the claimants subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters covered hereby.
4. Garden City Group, Inc. is directed to modify the official claims register it maintains to comport with the relief granted by this Order.
5. Any and all rights of the Debtors and their estates to amend, supplement or otherwise modify the Objection and to file additional objections to any and all claims filed in these Chapter 11 Cases, including, without limitation, any and all of the Disputed Claims and the Remaining Claims, shall be reserved. Any and all rights, claims and defenses of the Debtors and their estates with respect to any and all of the Disputed Claims and the Remaining Claims shall be reserved, and nothing included in or omitted from the Objection is intended or shall be deemed to impair, prejudice, waive or otherwise affect any rights, claims, or defenses of the Debtors and their estates with respect to the Disputed Claims and the Remaining Claims.

6. This Court shall retain jurisdiction and power over any and all affected parties with respect to any and all matters, claims or rights arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2018
Wilmington, Delaware

Kevin J. Carey
United States Bankruptcy Judge

EXHIBIT A¹

Duplicative Claims

¹ Capitalized terms used but not otherwise defined on Exhibit A shall have the meanings ascribed to such terms in the Objection.

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
1	BOHLANDER, ROBERT F 33 W IVY LANE ENGLEWOOD, NJ 07631 Date Filed: 01/30/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	574	Secured: \$25,000.00	BOHLANDER, ROBERT F 33 W IVY LN ENGLEWOOD, NJ 07631 Date Filed: 05/22/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	4716	Secured: \$25,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
2	BROWN, BETTY JO 55 FAIRWAY CT DUNN, NC 28334 Date Filed: 02/07/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	732	Secured: \$100,000.00	BROWN, BETTY JO 55 FAIRWAY CT DUNN, NC 28334 Date Filed: 06/11/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7426	Secured: \$100,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
3	CARRIER, LAURENT 919 N WEBER ST COLORADO SPRINGS, CO 80903 Date Filed: 01/22/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	428	Secured: \$50,000.00	CARRIER, LAURENT 919 N WEBER ST COLORADO SPRINGS, CO 80903 Date Filed: 06/08/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7341	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
4	CARRIER, LAURENT 919 N WEBER ST COLORADO SPRINGS, CO 80903 Date Filed: 01/26/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	504	Secured: \$50,000.00	CARRIER, LAURENT 919 N WEBER ST COLORADO SPRINGS, CO 80903 Date Filed: 06/08/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7342	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
5	CHANG, SHENYAH & CHING-PI 1047 MT CARMEL DR SAN JOSE, CA 95120 Date Filed: 12/27/17 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	136	Secured: \$50,000.00	CHANG, SHENYAH & CHING-PI 1047 MT CARMEL DR SAN JOSE, CA 95120 Date Filed: 06/18/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	9527	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
6	CORNERSTONE GROWTH 3225 MCLEOD DR STE 100 LAS VEGAS, NV 89121 Date Filed: 06/08/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7316	Secured: \$50,000.00	CORNERSTONE GROWTH 573 SW 169 TER WESTON, FL 33326 Date Filed: 06/13/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7910	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
7	DETTLOFF, KAREN & NORMAN 1705 SKYLYN DR APT 171 SPARTANBURG, SC 29307 Date Filed: 05/04/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	3003	Secured: \$25,000.00	DETTLOFF, KAREN & NORMAN 1705 SKYLYN DR APT 171 SPARTANBURG, SC 29307 Date Filed: 05/21/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	4568	Secured: \$25,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
8	FENG, GINGER 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 05/30/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	5706	Secured: \$25,000.00 Unsecured: \$2,916.69	FENG, GINGER 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	5935	Secured: \$25,000.00 Unsecured: \$2,916.69	Claim is duplicative of the claim referenced in the Remaining Claims column
9	FENG, GINGER 6863 VERDE RIDGE RD RANCHO PALOS VERDES, CA 90275 Date Filed: 05/30/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	5707	Secured: \$25,000.00 Unsecured: \$1,375.00	FENG, GINGER 6863 VERDE RIDGE RD RANCHO PALOS VERDES, CA 90275 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	5934	Secured: \$25,000.00 Unsecured: \$1,375.00	Claim is duplicative of the claim referenced in the Remaining Claims column
10	HANCOCK, KAREN KANG 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	8511	Secured: \$85,000.00	HANCOCK, KAREN KANG 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/18/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	9571	Secured: \$85,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
11	HANCOCK, RICHARD 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	8508	Secured: \$30,000.00	HANCOCK, RICHARD 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	9576	Secured: \$30,000.00* Unsecured: Unliquidated	Claim is duplicative of the claim referenced in the Remaining Claims column
12	HATTIG, ROBERT & PATSY 721 N FEINMORE AVE COVINA, CA 91723 Date Filed: 03/19/18 Debtor: Woodbridge Group of Companies, LLC	1727	Secured: \$25,000.00	HATTIG, ROBERT & PATSY 721 N FENIMORE AVE COVINA, CA 91723 Date Filed: 04/27/18 Debtor: Woodbridge Group of Companies, LLC	2550	Secured: \$25,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
13	HEFFELFINGER, PHILLIP 251 SEMINOLE CT MARCO ISLAND, FL 34145 Date Filed: 06/07/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	6977	Secured: \$50,412.50	HEFFELFINGER, PHILLIP 251 SEMINOLE CT MARCO ISLAND, FL 34145 Date Filed: 06/14/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	8112	Secured: \$50,412.50	Claim is duplicative of the claim referenced in the Remaining Claims column
14	HEYDEN, TIMOTHY LEE VANDER 2112 EDGEWOOD CT KAUKAUNA, WI 54130 Date Filed: 02/27/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	1165	Secured: \$40,000.00	HEYDEN, TIMOTHY LEE VANDER 2112 EDGEWOOD CT KAUKAUNA, WI 54130 Date Filed: 04/30/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	2635	Secured: \$40,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
15	HUTCHINSON, NINA 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	5958	Unsecured: \$72,000.00	HUTCHINSON, NINA 1280 NEW TOWNE RD ARNOLD, MO 63010 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	5962	Unsecured: \$72,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
16	KOEHN, SARAH C/O SHEEHAN LAW FIRM PLLC 429 PORTER AVE OCEAN SPRINGS, MS 39564 Date Filed: 06/18/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	8792	Unsecured: \$125,000.00	KOEHN, SARAH CO/ SHEEHAN LAW FIRM, PLLC 429 PORTER AVE. OCEAN SPRINGS, MS 39564 Date Filed: 06/19/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	9490	Unsecured: \$125,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
17	KORNRUMPF, RICHARD L 7300 20TH ST #266 VERO BEACH, FL 32966 Date Filed: 02/05/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	666	Unsecured: \$40,000.00	KORNRUMPF, RICHARD L 7300 20TH ST LOT 266 VERO BEACH, FL 32966 Date Filed: 05/01/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	2723	Unsecured: \$40,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
18	MATTOX, ROBERT F & BARBARA A 7390 SUGARBUSH DR SPRINGHILL, FL 34606 Date Filed: 12/29/17 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	195	Secured: \$7,425,000.00	MATTOX, ROBERT F & BARBARA A 7390 SUGARBUSH DR SPRING HILL, FL 34606 Date Filed: 05/01/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	2727	Secured: \$7,425,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
19	MCCREERY, GEORGIA & LAMOND, ANDREW 1632 SHELL AVE VENICE, CA 90291 Date Filed: 06/07/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7097	Secured: \$300,000.00	MCCREERY, GEORGIA & LAMOND, ANDREW 1632 SHELL AVE VENICE, CA 90291 Date Filed: 06/11/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7563	Secured: \$300,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
20	MCMILLIAN, GAYLE H 206 VILLAGE DR LAGRANDE, GA 30240 Date Filed: 03/05/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	1301	Secured: \$30,000.00	MCMILLIAN, GAYLE H 206 VILLAGE DR LAGRANGE, GA 30240 Date Filed: 05/08/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	3338	Secured: Unliquidated Unsecured: \$30,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
21	MCSHANE, PAUL M JR 1821 WINDSOR PARK LN HAVERTOWN, PA 19083 Date Filed: 06/12/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	7677	Secured: \$50,000.00	MCSHANE, PAUL M JR 1821 WINDSOR PARK LN HAVERTOWN, PA 19083 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	8460	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
22	MULLEN, ROSEMARY T 1405 82ND AVE #92 VERO BEACH, FL 32966 Date Filed: 03/26/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	1804	Unsecured: \$200,000.00	MULLEN, ROSEMARY T 1405 82ND AVE #92 VERO BEACH, FL 32966 Date Filed: 04/09/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	1990	Unsecured: \$200,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
23	MULLEN, ROSEMARY T 1405 82ND AVE #92 VERO BEACH, FL 32966 Date Filed: 03/26/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	1805	Unsecured: \$50,000.00	MULLEN, ROSEMARY T 1405 82ND AVE #92 VERO BEACH, FL 32966 Date Filed: 04/09/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	1989	Unsecured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
24	NEWELL, TERRY & JO ANN 2110 N BRYAN AVE SHAWNEE, OK 74804 Date Filed: 05/22/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	4688	Secured: \$335,000.00	NEWELL, TERRY & JO ANN 2110 N BRYAN AVE SHAWNEE, OK 74804 Date Filed: 05/25/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	5794	Secured: \$335,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
25	PESATO, ELIO 997 BLUFFVIEW DR MYRTLE BEACH, SC 29588 Date Filed: 03/19/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	1754	Secured: \$50,000.00	PESATO, ELIO 997 BLUFFVIEW DR MYRTLE BEACH, SC 29579 Date Filed: 05/16/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	4029	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
26	RICHARD K HANCOCK IRREV TR U/A/D 01/24/95 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	8509	Unsecured: \$80,000.00	RICHARD K HANCOCK IRREV TR U/A/D 01/24/95 1720 NE 47TH ST OAKLAND PARK, FL 33334 Date Filed: 06/15/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	9573	Unsecured: \$80,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
27	SISEMORE, RICKIE C/O RICKIE SISEMORE 2718 S 134TH E AVE TULSA, OK 74134 Date Filed: 02/07/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	724	Secured: \$51,000.00	SISEMORE, RICKIE 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 05/18/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	4250	Secured: \$51,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
28	SOMERS, MATTHEW J 4126 SOMERS DR BURTON, MI 48529 Date Filed: 12/21/17 Debtor: Woodbridge Mortgage Investment Fund 2, LLC	86	Secured: \$25,000.00	SOMERS, MATTHEW J 4126 SOMERS DR BURTON, MI 48529 Date Filed: 05/04/18 Debtor: Woodbridge Mortgage Investment Fund 2, LLC	3019	Secured: \$25,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
29	SWANSON, JAMES A 510 WOODFIRE WAY CASSELBERRY, FL 32707 Date Filed: 05/08/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	3339	Unsecured: \$63,625.83	SWANSON, JAMES A 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 05/23/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	4822	Unsecured: \$63,625.83	Claim is duplicative of the claim referenced in the Remaining Claims column
30	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	5989	Secured: \$50,000.00 Unsecured: \$3,910,000.00	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/04/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	7016	Secured: \$50,000.00* Unsecured: \$3,910,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
31	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	5990	Secured: \$50,000.00 Unsecured: \$5,350,000.00	THE STERN 1994 FAMILY TRUST DATE 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/04/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	7014	Secured: \$50,000.00 Unsecured: \$5,350,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
32	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	5991	Secured: \$50,000.00 Unsecured: \$1,850,000.00	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/04/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	7015	Secured: \$50,000.00 Unsecured: \$1,850,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
33	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	5992	Secured: \$50,000.00 Unsecured: \$1,850,000.00	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/04/18 Debtor: Woodbridge Mortgage Investment Fund 3A, LLC	7017	Secured: \$50,000.00* Unsecured: \$1,850,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
34	THE STERN 1994 FAMILY TRUST DTD 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/01/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	5988	Secured: \$50,000.00 Unsecured: \$10,450,000.00	THE STERN 1994 FAMILY TRUST DATED 8/24/94 4129 PINDAR WAY OCEANSIDE, CA 92056 Date Filed: 06/04/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	7013	Secured: \$50,000.00 Unsecured: \$10,450,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
35	VIRGINIA M MOLITERNO RLT 15948 HAYNES ST VAN NUYS, CA 91406 Date Filed: 06/19/18 Debtor: Woodbridge Mortgage Investment Fund 1, LLC	9433	Secured: \$50,000.00	VIRGINIA M MOLITERNO RLT 15948 HAYNES ST VAN NUYS, CA 91406 Date Filed: 06/19/18 Debtor: Woodbridge Mortgage Investment Fund 1, LLC	9434	Secured: \$50,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

Duplicate Claims

Note: Claimants are listed alphabetically.

SEQ NO.	CLAIM(S) TO BE DISALLOWED & EXPUNGED			REMAINING CLAIM(S)			REASON FOR DISALLOWANCE
	NAME	CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	CLAIM AMOUNT	
36	WARRINGTON, ALAN 214 W. 9TH STREET P.O. BOX 420 ONAGA, KS 66521 Date Filed: 06/08/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	7346	Secured: \$240,675.01	WARRINGTON, ALAN 214 W 9TH ST PO BOX 420 ONAGA, KS 66521 Date Filed: 06/14/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	8100	Secured: \$240,675.01	Claim is duplicative of the claim referenced in the Remaining Claims column
37	WHALEN, MICHAEL & NANCY 24227 CROMWELL RD MONROE, WA 98272 Date Filed: 06/12/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	7705	Secured: \$200,000.00	WHALEN, MICHAEL & NANCY 24227 CROMWELL RD MONROE, WA 98272 Date Filed: 06/11/18 Debtor: Woodbridge Mortgage Investment Fund 3, LLC	7652	Secured: \$200,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column
38	ZIEMANN, OLIVER L JR & SHARON K 6060 SEQUOIA CIR VERO BEACH, FL 32967 Date Filed: 05/07/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	3191	Secured: \$24,990,000.00	ZIEMANN, OLIVER L JR & SHARON K 6060 SEQUOIA CIR VERO BEACH, FL 32967 Date Filed: 05/07/18 Debtor: Woodbridge Mortgage Investment Fund 4, LLC	3192	Secured: \$24,990,000.00	Claim is duplicative of the claim referenced in the Remaining Claims column

* Denotes an unliquidated component.