

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

WOODBIDGE GROUP OF COMPANIES,  
LLC, et al. <sup>1</sup>,  
  
Debtors.

Chapter 11

Case No. 17-12560 (KJC)

Jointly Administered

Objection Deadline: October 16, 2018 at 4:00 p.m.

Hearing Date: Scheduled only if Necessary

**EIGHTH 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 AUGUST 1, 2018 THROUGH AUGUST 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:                  | August 1, 2018 through August 31, 2018  |
| Amount of Compensation Sought as Actual, Reasonable and Necessary:          | \$5,740.50  |
| Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | \$ 61.40  |

This is a:       x   monthly     \_\_\_ interim     \_\_\_ final application.

The total time expended for fee application preparation is approximately 3.80 hours and the corresponding compensation requested is approximately \$1,084.00.

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

**PRIOR MONTHLY APPLICATIONS FILED**

| <b>Date Filed</b> | <b>Period Covered</b>                | <b>Requested Fees</b> | <b>Requested Expenses</b> | <b>Approved Fees</b> | <b>Approved Expenses</b> |
|-------------------|--------------------------------------|-----------------------|---------------------------|----------------------|--------------------------|
| 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                  |
| 06/21/18          | 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                  |
| 08/23/18          | July 1, 2018 – July 31, 2018         | \$10,757.50           | \$77.00                   | Pending              | Pending                  |

**BERGER SINGERMANN LLP'S PROFESSIONALS**

| <b>Name of Professional Person</b> | <b>Initials of Professional Person</b> | <b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice</b> | <b>Hourly Billing Rate (including Changes)</b> | <b>Total Hours Billed</b> | <b>Total Compensation</b> |
|------------------------------------|--|--|--|---------------------------|---------------------------|
| Ilyse M. Homer                     | IMH                                    | Partner 2011; Member of FL Bar 1989  | \$545.00                                       | 2.70                      | \$1,471.50                |
| Gavin C. Gaukroger                 | GCG                                    | Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006   | \$455.00                                       | 7.80                      | \$3,549.00                |
| Kerry L. Burns                     | KLB                                    | Paralegal, 17 Years  | \$240.00                                       | 3.00                      | \$720.00                  |

**Grand Total:** \$5,740.50  
**Total Hours:** 13.50  
**Blended Rate:** \$425.22

**COMPENSATION BY PROJECT CATEGORY**

| <b>Project Categories</b>                              | <b>Total Hours</b> | <b>Total Fees</b> |
|--|--------------------|-------------------|
| Meeting of Creditors/Committees<br>(Activity Code 503) | 7.90               | \$3,810.50        |
| Fee/Employment Application<br>(Activity Code 507)      | 3.90               | \$1,129.50        |
| Litigation Consulting<br>(Activity Code 527)           | 1.70               | \$800.50          |
| <b>Grand Total</b>                                     | <b>13.50</b>       | <b>\$5,740.50</b> |

**EXPENSE SUMMARY**

| <b>Expense Category</b>   | <b>Service Provider<sup>2</sup><br/>(if applicable)</b> | <b>Total<br/>Expenses</b> |
|---------------------------|---|---------------------------|
| PACER Usage               |   | \$56.70                   |
| Reproductions/Photocopies |   | \$4.70                    |
| <b>Total</b>              |   | <b>\$61.40</b>            |

<sup>2</sup> 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.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

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

Chapter 11

Case No. 17-12560 (KJC)

Jointly Administered

Objection Deadline: October 16, 2018 at 4:00 p.m.

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**EIGHTH 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 AUGUST 1, 2018 THROUGH AUGUST 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 *Eighth Monthly Application for Compensation and Reimbursement of Expenses for the Period from August 1, 2018 through August 31, 2018* (the “Application”).

By this Application, Berger Singerman seeks a monthly interim allowance of compensation in the amount of \$5,740.50 and actual and necessary expenses in the amount of \$61.40 for a total allowance of \$5,801.90 and payment of \$4,592.40 (80% of the allowed fees)

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

and reimbursement of \$61.40 (100% of the allowed expenses) for a total payment of \$4,653.80 for the period August 1, 2018 through August 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 attended strategy conferences with members of the Committee, general counsel for the Committee and FTI Consulting ("FTI"), and prepared for and attended telephone conferences with the Committee's general counsel and FTI to discuss the status of the Debtors' chapter 11 cases, the status of property sales, potential litigation claims, as well as the Debtors' business plan and the plan and disclosure statement. Berger Singerman's professionals prepared Berger Singerman's seventh monthly interim application for compensation and reimbursement of expenses, as required by the Compensation Order, and reviewed electronic correspondence from the fee examiner appointed in these cases with respect to the fees and expenses of estate professionals. In addition, Berger Singerman's professionals reviewed the Debtors' property report, reviewed and analyzed the Committee's proposed letter in support of the Debtors' first amended plan, reviewed and

analyzed an objection to the Debtors' disclosure statement, as well as a motion filed by the Securities and Exchange Commission in the United States District Court for the Southern District of Florida regarding an extension of time for consideration of settlement offers.

**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 and other documents, and prepared for and attended multiple teleconferences with the Committee members and the Committee's general counsel and FTI to discuss the status of the Debtors' chapter 11 cases, property sales, the Debtors' disclosure statement and plan, and litigation claims.

Fees: \$3,810.50

Hours: 7.90

**B. Fee/Employment Application**

13. Time billed to this category relates to the preparation of Berger Singerman's seventh monthly interim application for compensation and reimbursement of

expenses, as well as electronic communications from the fee examiner appointed in these cases relating to the fees and expenses of estate professionals.

Fees: \$1,129.50

Hours: 3.90

**C. Litigation Consulting**

14. Time billed to this category relates to reviewing property reports, the Committee's letter in support of the Debtors' first amended plan of liquidation, and reviewing and analyzing objections to the Debtors' disclosure statement. In addition, Berger Singerman's professionals reviewed and analyzed a motion filed in the United States District Court for the Southern District of Florida seeking an extension of time for the consideration of settlement offers.

Fees: \$800.50

Hours: 1.70

**Valuation of Services**

15. Attorneys and paraprofessionals of Berger Singerman expended a total **13.50** 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                                | 2.70               | \$1,471.50         |
| Gavin C. Gaukroger          | GCG                             | Partner 2015; Member of FL Bar 2010; Member of WA Bar 2006  | \$455.00                                | 7.80               | \$3,549.00         |

| 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 |
|-----------------------------|---------------------------------|---|---|--------------------|--------------------|
| Kerry L. Burns              | KLB                             | Paralegal, 17 Years   | \$240.00                                | 3.00               | \$720.00           |

**Grand Total:**           **\$5,740.50**  
**Total Hours:**           **13.50**  
**Blended Rate:**           **\$425.22**

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 \$5,740.50.

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 August 1, 2018 through August 31, 2018, an interim allowance be made to Berger Singerman for compensation in the of \$5,740.50 and actual and necessary expenses in the amount of \$61.40 for a total allowance of \$5,801.90 and payment of \$4,592.40 (80% of the allowed fees) and

reimbursement of \$61.40 (100% of the allowed expenses) for a total payment of \$4,653.80, and for such other and further relief as this Court may deem just and proper.

Dated: September 26, 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

Facsimile: (305) 714-4340

Email: [singerman@bergersingerman.com](mailto:singerman@bergersingerman.com)

[ggaukroger@bergersingerman.com](mailto:ggaukroger@bergersingerman.com)

*Special Counsel to the Official Committee of  
Unsecured Creditors*

**DECLARATION**

STATE OF FLORIDA :  
:  
COUNTY OF MIAMI-DADE :

Paul Steven Singerman, after being duly sworn according to law, deposes and says:

a) Through my professional association, I am a partner with the applicant law firm Berger Singerman LLP, and the Firm's retention as special counsel to the Committee has been approved by the Court.

b) I am familiar with many of the legal services rendered by Berger Singerman LLP as special counsel to the Committee.

c) I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Compensation Order signed on January 9, 2018, and submit that the Application substantially complies with such Rule and Order.

/s/ Paul Steven Singerman  
Paul Steven Singerman

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.*,<sup>1</sup> )  
 ) (Jointly Administered)  
Debtors. )  
Objection Deadline: October 16, 2018 at 4:00 p.m.  
Hearing Date: Scheduled only if Necessary

**NOTICE OF FILING OF FEE APPLICATION**

PLEASE TAKE NOTICE that on September 26, 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 *Eighth 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 August 1, 2018 through August 31, 2018* (the “Application”), with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”) seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$5,740.50, and reimbursement for actual and necessary expenses in the amount of \$61.40. 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 **October 16, 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,

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

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

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

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

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

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

Dated: September 26, 2018

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ Colin R. Robinson*

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Richard M. Pachulski (CA Bar No. 90073)

James I. Stang (CA Bar No. 94435)

Jeffrey N. Pomerantz (CA Bar No. 143717)

Bradford J. Sandler (DE Bar No. 4142)

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*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](http://WWW.BERGERSINGERMAN.COM)

EIN# 45-3121429

Statement as of August 31, 2018  
Statement No. 204797

## 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: | 61.40 |

25059.0503 MEETING OF CREDITORS/COMMITTEES

|                   |          |
|-------------------|----------|
| Current Fees:     | 3,810.50 |
| Current Expenses: | 0.00     |

25059.0507 FEE/EMPLOYMENT APPLICATION

|                   |          |
|-------------------|----------|
| Current Fees:     | 1,129.50 |
| Current Expenses: | 0.00     |

25059.0527 LITIGATION CONSULTING

|                   |        |
|-------------------|--------|
| Current Fees:     | 800.50 |
| Current Expenses: | 0.00   |

|                         |                  |
|-------------------------|------------------|
| Total Current Fees:     | 5,740.50         |
| Total Current Expenses: | 61.40            |
| Total Current Billing:  | 5,801.90         |
| Credits Applied:        | (0.00)           |
| Previous Balance Due:   | 21,056.10        |
| <b>Total Due:</b>       | <b>26,858.00</b> |

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 2

MATTER ID: 25059-0001



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  
WOODBIDGE GROUP OF COMPANIES, LLCINVOICE DATE: 09/18/18  
INVOICE NO. 204797SPECIAL COUNSEL TO THE UNSECURED COMMITTEE OF CREDITORS  
OF WOODBRIDGE GROUP OF COMPANIES, LLC

MATTER ID: 25059-0001

**EXPENSES**

|          |                    |       |      |
|----------|--------------------|-------|------|
| 08/01/18 | PACER USAGE CHARGE | 12.00 | 1.20 |
| 08/01/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/02/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/02/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/03/18 | PACER USAGE CHARGE | 10.00 | 1.00 |
| 08/04/18 | PACER USAGE CHARGE | 10.00 | 1.00 |
| 08/04/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/05/18 | PACER USAGE CHARGE | 10.00 | 1.00 |
| 08/05/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/06/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/06/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/07/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/07/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/08/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/08/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/09/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/09/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/10/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/10/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/11/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/11/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/12/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/12/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/13/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/13/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/14/18 | PACER USAGE CHARGE | 29.00 | 2.90 |
| 08/14/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/14/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/15/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/15/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/16/18 | PACER USAGE CHARGE | 10.00 | 1.00 |
| 08/16/18 | PACER USAGE CHARGE | 9.00  | 0.90 |
| 08/17/18 | PACER USAGE CHARGE | 8.00  | 0.80 |
| 08/17/18 | PACER USAGE CHARGE | 9.00  | 0.90 |

## UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 3

MATTER ID: 25059-0001

|                     |                    |       |              |
|---------------------|--------------------|-------|--------------|
| 08/18/18            | PACER USAGE CHARGE | 10.00 | 1.00         |
| 08/18/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/19/18            | PACER USAGE CHARGE | 10.00 | 1.00         |
| 08/19/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/20/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/20/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/21/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/21/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/22/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/22/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/23/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/23/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/24/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/24/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/25/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/25/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/26/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/26/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/27/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/27/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/28/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/28/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/29/18            | PACER USAGE CHARGE | 10.00 | 1.00         |
| 08/29/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/30/18            | PACER USAGE CHARGE | 10.00 | 1.00         |
| 08/30/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| 08/31/18            | PACER USAGE CHARGE | 8.00  | 0.80         |
| 08/31/18            | PACER USAGE CHARGE | 9.00  | 0.90         |
| <b>PACER CHARGE</b> |                    |       | <b>56.70</b> |
| 08/03/18            | REPRODUCTIONS      | 29.00 | 2.90         |
| 08/14/18            | REPRODUCTIONS      | 9.00  | 0.90         |
| 08/15/18            | REPRODUCTIONS      | 9.00  | 0.90         |
| <b>REPRODUCTION</b> |                    |       | <b>4.70</b>  |

|           |              |
|-----------|--------------|
| SUB-TOTAL | <b>61.40</b> |
|-----------|--------------|

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 4

MATTER ID: 25059-0503



350 E. LAS OLAS BLVD. SUITE 1000

FORT LAUDERDALE, FLORIDA 33301

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EIN# 45-3121429

UNSECURED COMMITTEE OF CREDITORS OF  
WOODBRIIDGE GROUP OF COMPANIES, LLCINVOICE DATE: 09/18/18  
INVOICE NO. 204797

MEETING OF CREDITORS/COMMITTEES

MATTER ID: 25059-0503

| PROFESSIONAL FEES RENDERED THROUGH 08/31/18 |     |  | HOURS |
|---|-----|--|-------|
| 08/01/18                                    | GCG | ATTEND STRATEGY TELEPHONE CONFERENCE WITH COMMITTEE MEMBERS, FTI AND PACHULSKI STANG   | 1.20  |
| 08/07/18                                    | IMH | REVIEW MATERIALS FOR AUGUST 8, 2018 COMMITTEE CALL   | 0.30  |
| 08/08/18                                    | GCG | REVIEW AND ANALYZE SUMMARY MEMO TO THE COMMITTEE AND PROPERTY SUMMARY MEMO (.4) AND ATTEND COMMITTEE TELECONFERENCE REGARDING CASE STATUS (.4) | 0.80  |
| 08/14/18                                    | GCG | PREPARE FOR AND ATTEND STRATEGY TELEPHONE CONFERENCE WITH PACHULSKI STANG AND FTI IN ADVANCE OF COMMITTEE CONFERENCE CALL                      | 0.50  |
| 08/15/18                                    | IMH | REVIEW SUMMARY IN PREPARATION FOR COMMITTEE CALL REGARDING STATUS OF PROPERTY SALES AND PLAN AND DISCLOSURE STATEMENT                          | 0.40  |
| 08/15/18                                    | GCG | ATTEND STRATEGY TELEPHONE CONFERENCE WITH COMMITTEE MEMBERS, PACHULSKI STANG, AND FTI  | 0.50  |
| 08/20/18                                    | IMH | REVIEW MATERIALS REGARDING SARACHECK SOLICITATION AND RESOLUTION OF SAME   | 0.80  |
| 08/21/18                                    | GCG | ATTEND STRATEGY CONFERENCE WITH PACHULSKI STANG AND FTI REGARDING THE BUSINESS PLAN AND THE PLAN AND DISCLOSURE STATEMENT                      | 0.20  |
| 08/21/18                                    | IMH | REVIEW MATERIALS REGARDING PENDING OFFERS OF SALE IN ADVANCE OF 8/21 COMMITTEE MEETING   | 0.30  |
| 08/22/18                                    | GCG | ATTEND COMMITTEE CONFERENCE REGARDING CASE STATUS AND PROPERTY ISSUES  | 1.00  |
| 08/28/18                                    | GCG | ATTEND STRATEGY CONFERENCE WITH FTI AND  | 0.50  |

## UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 5

MATTER ID: 25059-0503

|                 |     |   |                 |
|-----------------|-----|---|-----------------|
|                 |     | PACHULSKI STANG IN ADVANCE OF COMMITTEE CALL  |                 |
| 08/29/18        | IMH | ATTEND COMMITTEE CALL AND STRATEGIZE REGARDING POTENTIAL FLORIDA LITIGATION CLAIMS                        | 0.60            |
| 08/29/18        | GCG | ATTEND CALL WITH UCC, FTI AND PACHULSKI REGARDING PLAN AND DISCLOSURE STATEMENT AND PROPERTY SALES STATUS | 0.60            |
| 08/29/18        | GCG | PREPARE FOR CALL WITH UCC AND REVIEW AGENDA FROM PACHULSKI REGARDING SAME                                 | 0.20            |
| SUB-TOTAL FEES: |     |   | 7.90            |
|                 |     |   | <u>3,810.50</u> |

**RATE SUMMARY**

|                 |             |       |           |          |
|-----------------|-------------|-------|-----------|----------|
| Gavin Gaukroger | 5.50        | HOURS | 455.00/HR | 2,502.50 |
| Ilyse M. Homer  | 2.40        | HOURS | 545.00/HR | 1,308.00 |
| TOTAL           | <u>7.90</u> |       |           |          |

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 6

MATTER ID: 25059-0507

**BERGER SINGERMAN**

350 E. LAS OLAS BLVD. SUITE 1000

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UNSECURED COMMITTEE OF CREDITORS OF  
WOODBIDGE GROUP OF COMPANIES, LLCINVOICE DATE: 09/18/18  
INVOICE NO. 204797

FEE/EMPLOYMENT APPLICATION

MATTER ID: 25059-0507

**PROFESSIONAL FEES RENDERED THROUGH 08/31/18**

HOURS

|          |     |  |      |
|----------|-----|--|------|
| 08/03/18 | KLB | INITIAL PREPARATION OF MONTHLY FEE<br>APPLICATION FOR MONTH OF JULY 2018   | 0.30 |
| 08/13/18 | GCG | REVIEW AND ANALYZE WIPS AND TIME ENTRIES<br>PER FEE EXAMINER'S GUIDELINES  | 0.30 |
| 08/15/18 | KLB | PREPARE SEVENTH MONTHLY FEE<br>APPLICATION OF BERGER SINGERMAN (2.3);<br>EMAILS TO AND FROM G. GAUKROGER<br>REGARDING APPLICATION (.1)   | 2.40 |
| 08/16/18 | GCG | REVIEW AND REVISE DRAFT 7TH MONTHLY FEE<br>STATEMENT (JULY 2018)   | 0.50 |
| 08/21/18 | KLB | REVISE AND FINALIZE SEVENTH MONTHLY FEE<br>APPLICATION OF BERGER SINGERMAN (.2);<br>EMAILS TO P. JEFFRIES AND C. ROBINSON WITH<br>BERGER SINGERMAN'S SEVENTH MONTHLY FEE<br>STATEMENT (.1) | 0.30 |
| 08/28/18 | GCG | REVIEW AND ANALYZE E-MAILS WITH FEE<br>EXAMINER  | 0.10 |

SUB-TOTAL FEES: 3.90 1,129.50**RATE SUMMARY**

|                 |             |       |           |        |
|-----------------|-------------|-------|-----------|--------|
| Kerry L. Burns  | 3.00        | HOURS | 240.00/HR | 720.00 |
| Gavin Gaukroger | 0.90        | HOURS | 455.00/HR | 409.50 |
| <b>TOTAL</b>    | <u>3.90</u> |       |           |        |

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 7

MATTER ID: 25059-0527

 **BERGER SINGERMAN**

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EIN# 45-3121429

UNSECURED COMMITTEE OF CREDITORS OF  
WOODBIDGE GROUP OF COMPANIES, LLCINVOICE DATE: 09/18/18  
INVOICE NO. 204797

LITIGATION CONSULTING

MATTER ID: 25059-0527

**PROFESSIONAL FEES RENDERED THROUGH 08/31/18**

HOURS

|          |     |  |      |
|----------|-----|--|------|
| 08/02/18 | IMH | REVIEW PROPERTY REPORT AS IT RELATES TO<br>PLAN AND DISCLOSURE STATEMENT   | 0.30 |
| 08/12/18 | GCG | REVIEW AND ANALYZE OFFICIAL COMMITTEE OF<br>UNSECURED CREDITORS' PROPOSED LETTER IN<br>SUPPORT OF THE DEBTORS' FIRST AMENDED<br>JOINT CHAPTER 11 PLAN OF LIQUIDATION OF<br>WOODBIDGE GROUP OF COMPANIES, LLC AND<br>ITS AFFILIATED DEBTORS | 0.70 |
| 08/13/18 | GCG | REVIEW AND ANALYZE OBJECTION OF<br>DISSIDENT NOTEHOLDERS TO THE DISCLOSURE<br>STATEMENT FOR THE FIRST AMENDED JOINT<br>CHAPTER 11 PLAN OF LIQUIDATION OF<br>WOODBIDGE GROUP OF COMPANIES, LLC  | 0.30 |
| 08/13/18 | GCG | REVIEW AND ANALYZE SEC'S MOTION IN SD FLA<br>ACTION AND PROPOSED ORDER REGARDING<br>EXTENSION OF TIME FOR CONSIDERATION OF<br>SETTLEMENT OFFERS RE [152] ADMINISTRATIVE<br>ORDER   | 0.40 |

SUB-TOTAL FEES: 1.70 800.50**RATE SUMMARY**

|                 |             |       |           |        |
|-----------------|-------------|-------|-----------|--------|
| Gavin Gaukroger | 1.40        | HOURS | 455.00/HR | 637.00 |
| Ilyse M. Homer  | 0.30        | HOURS | 545.00/HR | 163.50 |
| <b>TOTAL</b>    | <u>1.70</u> |       |           |        |

UNSECURED COMMITTEE OF CREDITORS OF WOOD

PAGE: 8

MATTER ID: 25059-0527

TOTAL CURRENT BILLING: 5,801.90

CREDITS APPLIED: (0.00)

PREVIOUS BALANCE DUE: 21,056.10

TOTAL DUE: 26,858.00

**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              |
|                                    | ) |                         |
| WOODBIDGE GROUP OF COMPANIES, LLC, | ) | Case No. 17-12560 (KJC) |
| <i>et al.</i> , <sup>1</sup>       | ) |                         |
|                                    | ) | (Jointly Administered)  |
| Debtors.                           | ) |                         |

**CERTIFICATE OF SERVICE**

I, Colin R. Robinson, hereby certify that on the 26th day of September, 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
- Eighth 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 August 1, 2018 through August 31, 2018; Exhibit A.

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

---

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

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

**FIRST CLASS MAIL**

United States Trustee for the District of  
Delaware  
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Fox, Esquire  
J. Caleb Boggs Federal Building  
844 King Street, Suite 2207  
Lockbox 35  
Wilmington, DE 19801

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c/o Development Specialists, Inc.  
Bradley D. Sharp  
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Los Angeles, CA 90071

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