

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

In re:	:	Chapter 11
	:	
WOODBIDGE GROUP OF	:	Case No. 17-12560 (KJC)
COMPANIES LLC, <i>et al.</i> , ¹	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: November 19, 2018 at 4:00 p.m. (ET)
	:	

**COVER SHEET TO THE THIRD MONTHLY FEE
APPLICATION OF DRINKER BIDDLE & REATH LLP, COUNSEL FOR
THE AD HOC NOTEHOLDER GROUP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES, FOR THE PERIOD FROM
APRIL 1, 2018 THROUGH APRIL 30, 2018**

Name of Applicant:	Drinker Biddle & Reath LLP
Authorized to Provide Services to:	Ad Hoc Noteholder Group
Date of Retention:	April 5, 2018, <i>nunc pro tunc</i> to February 1, 2018 [D.I. 915]
Period for which Compensation/ Reimbursement is Sought:	April 1, 2018, through April 30, 2018
Total Compensation Sought as Actual, Reasonable and Necessary:	\$191,058.50
Less \$2,012.50 for non-working travel	\$189,046.00
80% of Compensation Sought as Actual, Reasonable and necessary:	\$151,236.80
Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$5,844.35

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Total Compensation approved by interim Order to date:	\$0.00
Total Expenses approved by interim Order to date:	\$0.00
Total Allowed compensation paid to date:	\$255,668.40
Total Allowed expenses paid to date:	\$1,186.37
Blended Rate in this application for all timekeepers:	\$673
Blended Rate in this application for all attorneys:	\$795

This is an: monthly interim final application

PRIOR MONTHLY FEE APPLICATIONS

		Requested		Approved (by CNO)	
Date Filed & Docket No.	Period Covered	Fees	Expenses	Fees	Expenses (100%)
8/23/18 D.I. 2408	2/1/18 – 2/28/18	\$319,585.50	\$1,186.37	\$255,668.40	\$1,186.37
10/23/18 D.I. 2862	3/1/18 – 3/31/18	\$290,240.25	\$3,572.88	\$0.00	\$0.00
TOTAL		\$609,825.75	\$4,759.25	\$255,668.40	\$1,186.37

PRIOR INTERIM FEE APPLICATIONS

		Requested		Approved (by Order)	
Date Filed & Docket No.	Period Covered	Fees	Expenses	Fees	Expenses (100%)
N/A	N/A	N/A	N/A	N/A	N/A
TOTAL		\$0.00	\$0.00	\$0.00	\$0.00

**SUMMARY OF BILLING BY PROFESSIONAL RENDERING
SERVICE FROM APRIL 1, 2018 THROUGH APRIL 30, 2018**

Name of Professional Person	Position of the Applicant Year of Obtaining License to Practice	Billing Rate	Hours Billed	Total Compensation
James H. Millar	Partner (Corporate Restructuring Group)	\$990	45.10	\$44,649.00
Marc A. Leaf	Partner (Corporate Group)	\$910	4.70	\$4,277.00
Steven K. Kortanek	Partner (Corporate Restructuring Group) DE bar since 1992	\$805	54.40	\$43,792.00
*Steven K. Kortanek	Partner (Corporate Restructuring Group) DE bar since 1992	\$402.50	5.00	\$2,012.50
James G. Lundy	Partner (Litigation Group)	\$805.00	1.80	\$1,449.00
Timothy R. Casey	Partner (Corporate Restructuring Group)	\$800	54.60	\$43,680.00
Michael P. Pompeo	Partner (Corporate Restructuring Group)	\$770	1.60	\$1,232.00
Patrick A. Jackson	Associate (Corporate Restructuring Group) DE bar since 2007	\$605	28.90	\$17,484.50
Joseph Argentina	Associate (Corporate Restructuring Group) NJ bar since 2009 PA bar since 2009 DE bar since 2010	\$495	7.80	\$3,861.00
Kevin H. DeMaio	Associate (Litigation Group)	\$420	1.10	\$462.00
Andrew Groesch	Paralegal (Corporate Restructuring Group)	\$400	8.20	\$3,280.00
Daniel Northrop	Paralegal (Corporate Restructuring Group)	\$400	4.00	\$1,600.00

Name of Professional Person	Position of the Applicant Year of Obtaining License to Practice	Billing Rate	Hours Billed	Total Compensation
Cathy M. Greer	Paralegal (Corporate Restructuring Group)	\$335	62.30	\$20,870.50
Cathlyn Cantelmi-Tigani	Paralegal (Corporate Restructuring Group)	\$305	1.30	\$396.50
GRAND TOTAL:			280.80	\$189,046.00
BLENDED HOURLY RATE:		\$673.00		

*Reflects a 50% rate reduction due to non-working travel time

SUMMARY OF COMPENSATION BY PROJECT CATEGORY

CODE	PROJECT CATEGORY	ACTUAL HOURS	TOTAL FEES
B110	Case Administration	10.30	\$5,268.00
B120	Asset Analysis and Recovery	7.70	\$6,145.50
B140	Relief from Stay/Adequate Protection Proceedings	1.10	\$885.50
B150	Meetings of and Communications with Creditors	26.10	\$17,591.00
B160	Retention of Applicant	1.20	\$705.00
B165	Retention of Others	7.20	\$4,908.00
B170	Fee/Employment Objections	.40	\$242.00
B175	Fee Applications of Others	1.50	\$502.50
B180	Avoidance Action Analysis	.60	\$342.00
B190	Other Contested Matters	4.90	\$3,659.00
B195	Non-Working Travel	5.0	\$4,025.00
B210	Business Operations	1.20	\$946.00
B220	Employee Benefits/Pensions	.20	\$121.00
B230	Financing/Cash Collateral	8.10	7,871.00
B235	Creditor Information Sharing/1102 Matters	95.60	\$52,928.50
B260	Board of Directors/Governance Matters	1.40	\$847.00
B270	Reports and Schedules	10.30	\$6,415.50
B280	Sale Motion/363 State	7.20	\$5,399.50
B310	Claims Administration/Objections/Bar Date	52.00	\$42,089.00
B320	Plan and Disclosure Statement	25.80	\$21,676.00
B440	Adversary Proceedings and Bankruptcy Litigation	10.30	\$6,834.00
B445	Court Hearings/Preparation/Agenda	2.70	\$1,657.50
TOTAL:		280.80	\$191,058.50

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Telecommunication Services		\$56.34
Federal Express		\$39.20
Searches		\$160.60
CourtCall Service – U.S. Bankruptcy Court – 4/3/18		\$30.00
CourtCall Service – U.S. Bankruptcy Court – 4/23/18		\$30.00
CourtCall Service – U.S. Bankruptcy Court – 4/23/18		\$30.00
Travel – Airfare – Steven K. Kortanek, Supplemental airline charges – coach – required change fees for March 20-22 – Phase II meetings – Global Settlement Conference		\$800.00
Travel – Airfare – Steven K. Kortanek, 3/20/18, Philadelphia to Los Angeles – Global Settlement Conference re: Woodbridge		\$518.61
Travel – Train – Steven K. Kortanek, 2/21/18 – Train to New York from Wilmington re: Woodbridge Meeting		\$88.00
Travel – Train – Steven K. Kortanek, 2/21/18 – Train from New York to Wilmington re: Woodbridge Meeting		\$110.00
Travel – Lodging (Hotel, Apt, Other) – Steven K. Kortanek, 3/23/18 – Global Settlement Conference re: Woodbridge		\$692.00
Document Productions – Reliable Wilmington Mailout & Envelope Services, Postage, and Draft & E-file AOS	Reliable	\$160.20
Document Productions – Reliable Wilmington Mailout & Envelope Services, Postage, Draft & E-File AOS	Reliable	\$297.00
Document Productions – Reliable Wilmington Digital Printing B/W PDFs – and Envelope services	Reliable	\$622.51
Meals SeamlessWeb Professional Solutions, Inc. 2/26/18 – Jim Millar – Woodbridge Meeting		\$183.19
Outside Photocopying Services – Reliable Wilmington Hourly Transcript Copies	Reliable	\$26.40
Outside Photocopying Services – Reliable Wilmington Hourly Transcript Copies	Reliable	\$25.20
Hand Delivery – Reliable Wilmington Hand Delivery Mailout and Envelope Services	Reliable	\$1,105.50
Hand Delivery – Reliable Wilmington Hand Delivery of Transcript Copies	Reliable	\$74.40
Hand Delivery – Reliable Wilmington Hand Delivery, Mailout and Envelope Services, Draft & E-File AOS	Reliable	\$535.70
Hand Delivery – Reliable Wilmington Hand Delivery Mailout service, Draft & E-File AOS	Reliable	\$244.50
Express Delivery Services – Parcels Inc. – 4/4/19 – downtown delivery pickup	Parcels	\$7.50
Express Delivery Services – Parcels Inc. – 4/4/19 – downtown delivery pickup	Parcels	\$7.50
TOTAL		\$5,844.35

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

In re:	:	Chapter 11
	:	
WOODBRIIDGE GROUP OF COMPANIES LLC, <i>et al.</i> , ¹	:	Case No. 17-12560 (KJC)
	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: November 19, 2018 at 4:00 p.m. (ET)
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**THIRD MONTHLY FEE APPLICATION OF
DRINKER BIDDLE & REATH LLP, COUNSEL FOR
THE AD HOC NOTEHOLDER GROUP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES, FOR THE PERIOD FROM
APRIL 1, 2018 THROUGH APRIL 30, 2018**

Drinker Biddle & Reath LLP (“**Drinker Biddle**”), counsel to the Ad Hoc Noteholder Group (the “**Noteholder Group**”), respectfully represents:

I. INTRODUCTION

1. This is Drinker Biddle’s third fee application (the “**Application**”) for allowance of compensation and reimbursement of expenses pursuant to §§ 330 and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the *Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware* (the “**Local Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “**Interim Compensation Order**”) [D.I. 261]. In support of this

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Application, Drinker Biddle submits the Declaration of Steven K. Kortanek, attached hereto as “Exhibit B” (“Kortanek Declaration”).

2. By way of this Application, Drinker Biddle seeks allowance and payment of compensation for legal services rendered by Drinker Biddle for the period April 1, 2018 through April 30, 2018 (the “Application Period”) in the amount of **\$189,046.00** and reimbursement of its actual and necessary expenses in the amount of **\$5,844.35**. This Application, together with any supplemental filings, complies with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, and Drinker Biddle has made reasonable efforts to comply with any applicable requests for information and additional disclosures set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “U.S. Trustee Guidelines”).

II. JURISDICTION AND STATUTORY PREDICATES

3. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 1334 and 157, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are §§ 105(a), 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016.

III. BACKGROUND

4. On December 4, 2017 (the “Petition Date”), certain of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Other Debtors filed subsequently. The Debtors have at all times continued to manage and operate their assets as

debtors in possession under sections 1107 and 1108 of the Bankruptcy Code. The Debtors' chapter 11 cases are being jointly administered for procedural purposes.

5. Drinker Biddle formerly represented the Ad Hoc Committee of Holders of Promissory Notes of Woodbridge Mortgage Investment Fund Entities and Affiliates (the "Movant Committee") in these chapter 11 cases [D.I. 471].

6. On January 23, 2018, the Bankruptcy Court for the District of Delaware entered an order [D.I. 357] (the "January 23 Order") approving a settlement of, among other things, the Movant Committee's motion for appointment of an official committee of noteholders [D.I. 85].

7. In accordance with the January 23 Order, the Ad Hoc Noteholder Group was formed on February 1, 2018 (the "Formation Date") [D.I. 470]. A detailed disclosure of the Noteholder Group's membership and investments was filed with the Bankruptcy Court on May 2, 2018, at Docket No. 1707. The Noteholder Group is comprised of nine members whose investments in Woodbridge's fraudulent scheme total \$9.8 million. From its inception, the Noteholder Group has carefully limited its membership to noteholder victims without any potential conflicts of interest, such as with brokers or Woodbridge "unit" investors. As with the members of the other two committees in these cases (the Official Committee of Unsecured Creditors and the Unitholder Group), the members of the Noteholder Group serve without compensation.

8. On March 19, 2018, the Noteholder Group filed the *Application of the Ad Hoc Noteholder Group for Entry of an Order Authorizing the Employment and Retention of Drinker Biddle & Reath LLP as Its Counsel Nunc Pro Tunc* to January 23, 2018 [D.I. 783] (the "Retention Application").

9. This Court (the "Court") entered an order approving the Retention Application on April 5, 2018 [D.I. 915].

10. On October 26, 2018, the Court entered its *Opinion on Confirmation* (the “**Confirmation Opinion**”) [D.I. 2901] and its *Findings Of Fact, Conclusions Of Law, And Order Confirming The First Amended Joint Chapter 11 Plan Of Liquidation Of Woodbridge Group Of Companies, LLC And Its Affiliated Debtors* (the “**Confirmation Order**”) [D.I. 2903].

IV. SERVICES RENDERED DURING THE APPLICATION PERIOD

11. By way of this Application, Drinker Biddle seeks compensation for the services rendered and reimbursement of expenses incurred by Drinker Biddle as counsel to the Noteholder Group during the Application Period.

12. All services for which compensation is requested by Drinker Biddle were performed solely for or on behalf of the Noteholder Group. As set forth in the Retention Application, Drinker Biddle’s services to the Noteholder Group included professional advice and representation in connection with multiple tasks and matters in these complex Chapter 11 Cases. The Retention Order authorized Drinker Biddle to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

13. Drinker Biddle has received no payment to date and no promises for payment from any source other than the estates for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases. There is no agreement or understanding between Drinker Biddle and any other person for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

14. Drinker Biddle’s detailed fee statement and time records for the Application Period is attached hereto as “Exhibit A” (the “**Billing Detail**”). The Billing Detail for the Application Period contains a detailed chronological narrative of the time spent (divided among standardized billing categories promulgated by the American Bar Association and the Office of the U.S. Trustee), the dates and descriptions of the services rendered, and the identity of the

attorneys and other professional timekeeper who provided such services on behalf of the Noteholder Group during the Application Period.

15. A summary of actual and necessary expenses incurred by Drinker Biddle during the Application Period is included in the attached Billing Detail. These expenses were incurred for items not included in Drinker Biddle's hourly rates. Drinker Biddle submits that all such expenses are reasonable, necessary and actual expenses that were appropriately incurred in furtherance of the performance of the firm's services.

V. DESCRIPTION OF CERTAIN PROJECT CATEGORIES

16. To assist the Court and interested parties in the review of the fees sought by Drinker Biddle, the firm highlights below its professional services in the more material project categories covered during the Application Period, those in which the dollar value amount exceeds \$6,000.00.

Asset Analysis and Recovery (B120)

17. During the Application Period, the firm reviewed potential causes of action and other matters related to certain brokers and certain other potential cause of action targets. The firm also reviewed certain lien analysis issues that would bear upon the plan, and which fall under this task category.

Total Hours: 7.70	Total Fees: \$6,145.50
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Meetings of and Communications with Creditors (B150)

18. Drinker Biddle, along with the Noteholder Group's financial advisors, prepared for and presented at official meetings of the Noteholder Group during the Application Period on April 10 and April 24, as well as related communications with the Noteholder Group Co-Chairs. The firm's services in this project category also included work on meeting minutes and read-ahead materials to assist the members of the Noteholder Group in their deliberations.

Total Hours: 26.10	Total Fees: \$17,591.00
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Financing/Cash Collateral (B230)

19. This category includes time expended by Drinker Biddle, working with the Noteholder Group's financial advisors, analyzing the liquidity facility made available for Noteholders to receive immediate recoveries on account of their claims in these Chapter 11 Cases. This area of focus is especially beneficial to the many elderly individual Noteholders who lost significant retirement savings as a result of the Debtors' fraudulent activities.

Total Hours: 8.10	Total Fees: \$7,871.00
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Creditor Information Sharing/1102 Matters (B235)

20. This category includes time expended by Drinker Biddle, on behalf of the Noteholder Group, updating the content for the Noteholder Group's informational website and reviewing and responding to noteholder information requests. As counsel of record for the estate fiduciary whose mandate is to advocate for over 6,000 individuals, Drinker Biddle fields a high volume of calls and emails from individual noteholder victims, most of whom are non-lawyers and elderly. In an effort to reduce estate costs as much as possible, much of the creditor communication work is performed by non-lawyer paraprofessionals.

Total Hours: 95.60	Total Fees: \$52,928.50
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Reports and Schedules (B270)

21. This category includes time expended by Drinker Biddle, working with the Noteholder Group's financial advisors, to analyze the Debtors' schedules and statements.

Total Hours: 10.30	Total Fees: \$6,415.50
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Claims Administration/Objections/Bar Date (B310)

22. An important early objective of the Noteholder Group was to pursue a liquidity option for the many noteholder victims who were particularly hard-hit by the Woodbridge fraud.

The Noteholder Group's initial direction was to pursue a fair and transparent way to permit the trading of noteholder claims, with meaningful protections for noteholders in any such trading regime. Drinker Biddle performed services during the Application Period, working with the Noteholder Groups' financial advisors, to pursue this important objective. In addition, this category includes time spent addressing the complex issues raised by the Contrarian Funds contested matter, and communications with Noteholders regarding the operation of the bar dates established in the Chapter 11 Cases.

Total Hours: 52.00	Total Fees: \$42,089.00
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Plan and Disclosure Statement (B320)

23. This category includes time expended by Drinker Biddle, on behalf of the Noteholder Group, analyzing and revising draft plan and disclosure statement documents, and related post-confirmation issues unique to the Noteholder claimants.

Total Hours: 25.80	Total Fees: \$21,676.00
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Adversary Proceedings and Bankruptcy Litigation (B440)

24. During the Application Period, Drinker Biddle addressed litigation matters in this task category involving the Comerica adversary proceeding filed in the chapter 11 cases, the Committee's standing motion seeking leave to pursue avoidance actions on the estates' behalf as to intercompany obligations (among other things), and Contrarian's motion for leave to engage in claims trading.

Total Hours: 10.30	Total Fees: \$6,834.00
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VI. BASIS FOR RELIEF

25. Section 330 of the Bankruptcy Code authorizes courts to award professional persons employed pursuant to section 327 of the Bankruptcy Code reasonable compensation for

the actual and necessary services rendered by such professional persons and any paraprofessional person employed by such persons. 11 U.S.C. § 330. Furthermore, courts may also award reimbursement for actual and necessary expenses incurred by such professional persons. *Id.*

26. With respect to the level of compensation, Section 330(a)(3), in turn, provides that:

In determining the amount of reasonable compensation to be awarded . . . , the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

27. Drinker Biddle submits that in accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested by the firm in this Application 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 this title.

28. The fees charged by Drinker Biddle in these cases are billed in accordance with the normal and customary firm billing rates for the firm's relevant timekeepers and the firm's procedures in effect during the Application Period. The services rendered by Drinker Biddle

were necessary and beneficial to the Noteholder Group, consistently performed in a timely manner, and reasonable in light of the value of such services to the Noteholder Group, Drinker Biddle's demonstrated skill and expertise in the bankruptcy field, and the customary compensation charged by comparably-skilled practitioners. Accordingly, Drinker Biddle submits that approval of the requested compensation for professional services and reimbursement of expenses sought herein is warranted.

VII. NOTICE, PRIOR APPLICATION AND CERTIFICATION

29. Notice of this Application has been provided in accordance with the Interim Compensation Order. Drinker Biddle submits that the foregoing constitutes good and sufficient notice and that no other or further notice need be provided.

30. No previous application for the relief sought herein has been made to this or any other court.

31. Drinker Biddle has reviewed the requirements of the Local Rules and certifies that this Application complies with the Interim Compensation Order and the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

WHEREFORE, Drinker Biddle hereby respectfully requests approval of its compensation in the total amount of \$189,046.00 (80% of which is to be currently paid upon the filing of a "Certificate of No Objection"), and expenses incurred in the total amount of \$5,844.35, for the Application Period from April 1, 2018 through April 30, 2018.

Dated: October 29, 2018
Wilmington, Delaware

DRINKER BIDDLE & REATH LLP

/s/ Steven K. Kortanek

Steven K. Kortanek (Del. Bar No. 3106)
Patrick A. Jackson (Del. Bar No. 4976)
Joseph N. Argentina (Del. Bar No. 5453)
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-and-

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james.millar@dbr.com
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Counsel for the Ad Hoc Noteholder Group

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

In re:	:	Chapter 11
	:	
WOODBIDGE GROUP OF	:	Case No. 17-12560 (KJC)
COMPANIES LLC, <i>et al.</i> , ¹	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: November 19, 2018 at 4:00 p.m. (ET)
	:	

NOTICE OF APPLICATION

PLEASE TAKE NOTICE that on October 29, 2018, Drinker Biddle & Reath LLP (“Drinker Biddle”), filed the **Third Monthly Fee Application of Drinker Biddle & Reath LLP, Counsel for the Ad Hoc Noteholder Group for Allowance of Compensation for Services Rendered and For Reimbursement of Expenses, for the Period From April 1, 2018 Through April 30, 2018** (the “Application”), which seeks approval for compensation for professional services rendered in the amount of \$189,046.00 and reimbursement for the expenses it incurred in the amount of \$5,844.35 during the period from April 1, 2018 through April 30, 2018.

PLEASE TAKE FURTHER NOTICE that any objection or response to the relief sought in the Application must be made in writing, and be filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **November 19, 2018 at 4:00 p.m. (ET)**. At the same time, you must also serve a copy of the response or objection upon the following: (i) the Debtors c/o Development Specialists, Inc., 333 South Grand Ave., Suite 4070, Los Angeles, California 90071 (Attn: Bradley D. Sharp); (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, California 90067 (Attn: Michael L. Tuchin, Esq. and David A. Fidler, Esq.) and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, Delaware 19801 (Attn: Sean M. Beach, Esq.); (iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, California 90017 (Attn: William Brody, Esq.); (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, Delaware 19801 (Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.); (v) counsel for the Unitholders’ Committee, Venable LLP, 1201 North Market Street, Suite 1400, Wilmington, Delaware 19801 (Attn: Jamie L. Edmonson, Esq.); (vi) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, NE, Suite 900, Atlanta, Georgia 30326 (Attn: David Baddley, Esq.); (vii)

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

the Fee Examiner, Frejka PLLC, 135 East 57th St, 6th Floor, New York, New York 10022 (Attn: Elise S. Freika); (viii) the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.); and (ix) counsel for the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Ave, Suite 1410, Wilmington, Delaware 19801 (Attn: Steven K. Kortanek, Esq. and Patrick A. Jackson, Esq.) (collectively, the “Notice Parties”).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF THE FEES AND 100% OF THE EXPENSES REQUESTED IN THE FEE APPLICATION MAY BE PAID WITHOUT FURTHER HEARING OR ORDER OF THE COURT. A HEARING ON THE FEE APPLICATION WILL BE HELD ONLY IF OBJECTIONS OR RESPONSES ARE TIMELY FILED.

Dated: October 29, 2018
Wilmington, Delaware

DRINKER BIDDLE & REATH LLP

/s/ Steven K. Kortanek

Steven K. Kortanek (Del. Bar No. 3106)
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-and-

James H. Millar
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Facsimile: (212) 248-3141
james.millar@dbr.com
michael.pompeo@dbr.com

Counsel for the Ad Hoc Noteholder Group

Exhibit A

Billing Detail

222 Delaware Ave, Ste. 1410
 Wilmington, DE 19801-1621
 (302) 467-4200 *office*
 (302) 467-4201 *fax*
 TAX I.D. #23-1423089



REMITTANCE ADVICE

To be provided
 To be provided
 Delray Beach, FL 33446

Invoice Number: 15196683
 Invoice Date: 10/23/2018
 Client Number: 218376
 Matter Number: 572666

Re: In Woodbridge Group of Companies, LLC, et al.

For services through April 30, 2018

Current Fees	191,058.50
Current Expenses	<u>5,844.35</u>

Total Amount Due This Invoice

\$196,902.85

Accounts Receivable

Date	Inv No	Amount	Credits	Balance
08/24/18	15183641	\$320,771.87	(\$256,854.77)	\$63,917.10
09/19/18	15190858	\$302,555.88	\$0.00	\$302,555.88

Prior Balance Due

366,472.98

Total Balance Due

\$563,375.83

Wire or ACH Payments:

Beneficiary: DRINKER BIDDLE & REATH LLP
 Credit Account #: 6232743478
 ABA: 036076150
 SWIFT: CTZIUS33
 Bank: Citizens Bank
 Bank Address: 1 Citizens Drive
 Riverside, RI 02915
 Reference: 218376/15196683

Checks:

Drinker Biddle & Reath LLP
 One Logan Square, Ste. 2000
 Philadelphia, PA 19103-6996

**Please return this remittance copy with your payment.
 Payment for legal services is due within 30 days of invoice date.**



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 Wilmington, DE 19801-1621
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Invoice Number: 15196683
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Re: In Woodbridge Group of Companies, LLC, et al.

For professional services rendered through April 30, 2018

Fees

			<u>Hours</u>	<u>Amount</u>
B110		Case Administration		
04/02/18	SK Kortanek	Emails J Millar and P Jackson re: current task list and assignments, update	0.40	322.00
04/02/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
04/02/18	CM Greer	Update docket tracking sheet	0.10	33.50
04/02/18	CE Cantelmi-Tigani	Update noteholder database information.	0.10	30.50
04/02/18	CE Cantelmi-Tigani	Update and maintain noteholder database.	0.10	30.50
04/03/18	SK Kortanek	Call P Jackson re Telephonic hearing report and path forward	0.40	322.00
04/04/18	PA Jackson	Coordinate filing of certs of counsel re: retention apps, 523 extension	0.10	60.50
04/09/18	CM Greer	Update database re correspondence received	1.20	402.00
04/10/18	CM Greer	Review docket and update critical dates calendar	0.20	67.00
04/10/18	CE Cantelmi-Tigani	Update noteholder database information.	0.10	30.50
04/11/18	CM Greer	Review docket and update fee application tracking chart; Update critical dates calendar	1.80	603.00
04/12/18	CM Greer	Document/file management	0.10	33.50
04/12/18	CE Cantelmi-Tigani	Update noteholder information.	0.10	30.50
04/12/18	CE Cantelmi-Tigani	Update and maintain noteholder database.	0.10	30.50
04/12/18	CE Cantelmi-Tigani	Update and maintain noteholder database.	0.20	61.00
04/13/18	CM Greer	Document/file management	0.10	33.50
04/16/18	CM Greer	Document/file management	0.10	33.50
04/16/18	CE Cantelmi-Tigani	Update and maintain noteholder database	0.10	30.50
04/17/18	PA Jackson	Update DBR 2019 statement	0.20	121.00
04/17/18	CM Greer	Review and circulate Schedules and Statements	0.20	67.00

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 Woodbridge Mortgage Investment Fund Entities and Affiliates
 572666 In Woodbridge Group of Companies, LLC, et al.
 October 23, 2018

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			<u>Hours</u>	<u>Amount</u>
B110		Case Administration		
04/17/18	CM Greer	Document/file management	0.10	33.50
04/18/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.50	210.00
04/18/18	CE Cantelmi-Tigani	Update noteholder information.	0.10	30.50
04/18/18	CE Cantelmi-Tigani	Update and maintain noteholder database	0.10	30.50
04/19/18	MA Leaf	Confer with Mr. Millar regarding trading of interests. Analysis of legal issues re: same.	1.00	910.00
04/19/18	CM Greer	Document/file management	0.10	33.50
04/19/18	CE Cantelmi-Tigani	Update database re noteholder information.	0.10	30.50
04/19/18	CE Cantelmi-Tigani	Update and maintain noteholder database.	0.10	30.50
04/21/18	MA Leaf	Email correspondence	0.10	91.00
04/23/18	MA Leaf	Confer with Mr. Millar; review correspondence regarding Contrarian trading motion	0.60	546.00
04/23/18	SK Kortanek	Review docket update	0.30	241.50
04/23/18	CM Greer	Document/file management	0.10	33.50
04/24/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.10	42.00
04/24/18	CM Greer	Document/file management	0.10	33.50
04/24/18	CE Cantelmi-Tigani	Update and maintain noteholder database.	0.10	30.50
04/25/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.10	42.00
04/26/18	TR Casey	Emails to C. Greer regarding additional noteholder information for database.	0.10	80.00
04/26/18	CM Greer	Document/file management	0.10	33.50
04/27/18	SK Kortanek	Emails with P Jackson and C Greer re: noteholder document request procedures	0.30	241.50
04/30/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
04/30/18	CM Greer	Document/file management	0.10	33.50
		Total Case Administration	10.30	5,268.00
			<u>Hours</u>	<u>Amount</u>
B120		Asset Analysis and Recovery		
04/03/18	PA Jackson	Review noteholder "petition" letter from Knowles	0.20	121.00
04/10/18	SK Kortanek	Review Official Committee motion for standing to bring global avoidance action regarding all intercompany claims	1.20	966.00
04/13/18	SK Kortanek	Review data room update and memo from K DeMaio (.4)	0.40	322.00
04/18/18	SK Kortanek	Review SEC action regarding JB brokerage action, and related emails among Noteholder Group advisors (0.5)	0.50	402.50

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			<u>Hours</u>	<u>Amount</u>
B120		Asset Analysis and Recovery		
04/23/18	SK Kortanek	Review protective order entered by the Court re Comerica production	0.20	161.00
04/25/18	TR Casey	Continue review of representative loan agreement (0.6); review and analyze lien and plan treatment issues under settlement (2.0).	2.60	2,080.00
04/26/18	SK Kortanek	Email correspondence with M Sedigh re: review of potential claims targets, recovery sources (0.3)	0.30	241.50
04/27/18	SK Kortanek	Emails with M Sedigh re: analysis of claims, scheduling debrief on DSI discussions	0.20	161.00
04/27/18	SK Kortanek	Prepare for meetings with Conway Mackenzie and Co-Chair on cause of action issues	1.50	1,207.50
04/27/18	SK Kortanek	Call M Sedigh re: note repayment analysis, coordination with DSI	0.60	483.00
		Total Asset Analysis and Recovery	7.70	6,145.50
			<u>Hours</u>	<u>Amount</u>
B140		Relief from Stay/Adequate Protection Proceedings		
04/12/18	SK Kortanek	Review proposed SEC consent order and parties email exchanges and comments (0.7); Participate in call with R Pfister, J Morris, Debtors SEC counsel, regarding comments and issues on consent order (0.4)	1.10	885.50
		Total Relief from Stay/Adequate Protection Proceedings	1.10	885.50
			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
04/09/18	SK Kortanek	Meeting with P Jackson re: planning and read-ahead materials preparation for Noteholder Group meeting April 10 (0.7); Finalize meeting agenda and read-ahead package for Noteholder Group meeting (1.2)	1.90	1,529.50
04/09/18	PA Jackson	Draft agenda and cover email for 4/10 AHNG meeting; emails with S. Kortanek re: same	0.80	484.00
04/09/18	PA Jackson	Confer with S. Kortanek re: agenda for Noteholder Group call 4/10	0.90	544.50
04/10/18	SK Kortanek	Prepare for meeting of the Noteholder Group (1.0); present at meeting of the Noteholder Group (2.3)	3.30	2,656.50
04/10/18	SK Kortanek	Call Jay Beynon, Noteholder Group co-chair, re: debrief and next action planning for the Noteholder Group, diligence calls (0.4); call M Sedigh re: next actions following Noteholder Group telephonic meeting (0.3)	0.70	563.50
04/10/18	PA Jackson	Telephonic Noteholder Group meeting	2.30	1,391.50
04/10/18	PA Jackson	Preparation (.6) and emails with client group (.4) re: Noteholder Group telephonic meeting	1.00	605.00

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			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
04/11/18	SK Kortanek	Call Jay Beynon regarding task list assignments, budgeting matters (0.3); Call with J Beynon and Fructher, Noteholder Group Co-Chair, regarding advisor budgets, scope, and path forward (0.5)	0.80	644.00
04/18/18	SK Kortanek	Call with J Millar re: preparation for Noteholder Group meeting	0.30	241.50
04/18/18	PA Jackson	Participate in telephonic Noteholder Group meeting	0.80	484.00
04/18/18	PA Jackson	Emails with S. Kortanek, T. Casey re: preparation for Noteholder Group telephonic meeting	0.90	544.50
04/23/18	PA Jackson	Emails with J. Beynon, R. Black re: Noteholder Group telephonic meeting	0.10	60.50
04/24/18	SK Kortanek	Prepare for (0.3) and present at telephonic meeting of the Noteholder Group (1.1)	1.40	1,127.00
04/24/18	SK Kortanek	Review memo from P Jackson re: pending motions, analysis and recommendations	0.40	322.00
04/24/18	SK Kortanek	Review and revise minutes of March 20, 21 and 22 Noteholder Group meetings (0.6); Emails P Jackson re: minutes task assignments (0.2)	0.80	644.00
04/24/18	PA Jackson	Participate in telephonic Noteholder Group meeting	1.10	665.50
04/24/18	PA Jackson	Pre-call with S. Kortanek re: Noteholder Group telephonic meeting	0.10	60.50
04/24/18	PA Jackson	Email to client re: agenda for Noteholder Group telephonic meeting	0.20	121.00
04/25/18	TR Casey	Emails from/to C. Greer regarding loan documents and claim issues.	0.10	80.00
04/25/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Input noteholder information for email to noteholders	3.70	1,239.50
04/26/18	JG Lundy	Confer with Mr. Casey regarding proposed SEC consent order (0.2); analyze the SEC proposed consent and settlement order (0.3); prepare and send substantive email summarizing issues (0.5); review and finalize write-up for the case (0.8).	1.80	1,449.00
04/26/18	PA Jackson	Email to Noteholder Group members re: proposed email to noteholders re: bar date	0.20	121.00
04/27/18	SK Kortanek	Meeting with Noteholder Group Co-Chair	2.50	2,012.50
		Total Meetings of and Communications with Creditors	26.10	17,591.00

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			<u>Hours</u>	<u>Amount</u>
B160		Retention of Applicant		
04/02/18	SK Kortanek	Emails with P Jackson re: agreed modifications to retention for Drinker Biddle, per discussions with parties	0.30	241.50
04/03/18	PA Jackson	Revise DBR retention order and draft cert of counsel re: same (.3); emails with M. Tuchin, R. Pachulski, S. Kortanek re: same (.3)	0.60	363.00
04/04/18	CM Greer	Finalize and file certification of counsel re Drinker Biddle retention application	0.20	67.00
04/05/18	CM Greer	Coordinate service of order re Drinker Biddle retention application	0.10	33.50
Total Retention of Applicant			1.20	705.00
			<u>Hours</u>	<u>Amount</u>
B165		Retention of Others		
04/02/18	SK Kortanek	Emails with P Jackson re: amended applications for Noteholder Group financial advisors per request of parties (0.4); Review and comment on draft application papers re Conway MacKenzie and Dundon (0.8)	1.20	966.00
04/02/18	PA Jackson	Emails with M. Tuchin, S. Kortanek re: DBR, Conway MacKenzie retention applications	0.20	121.00
04/03/18	PA Jackson	Revise Conway MacKenzie retention order and draft cert of counsel re: same (.5); emails with M. Tuchin, R. Pachulski re: same (.1)	0.60	363.00
04/03/18	PA Jackson	Revise Dundon Advisers retention application and email to M. Dundon	0.60	363.00
04/04/18	SK Kortanek	Review and analyze Moelis settlement proposal from M Tuchin	0.60	483.00
04/04/18	CM Greer	Finalize and file certification of counsel re Conway MacKenzie retention application	0.20	67.00
04/05/18	PA Jackson	Finalize Dundon Advisers retention app and email to Noteholder co-chairs re: same	0.50	302.50
04/05/18	CM Greer	Coordinate service of order re Conway MacKenzie retention application	0.10	33.50
04/06/18	J Argentina	Draft email to S. Kortanek regarding retention applications for Conway and Dundon.	0.30	148.50
04/06/18	PA Jackson	Finalize and coordinate filing/service of Dundon Advisers retention app	0.10	60.50
04/06/18	CM Greer	Finalize and file Dundon Advisers retention application; Coordinate service of same	0.20	67.00
04/11/18	SK Kortanek	Email exchanges (multiple) among R Pachulski, M Tuchin and M Dundon re: Dundon Advisors retention application and associated disclosures	0.70	563.50

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			<u>Hours</u>	<u>Amount</u>
B165		Retention of Others		
04/19/18	PA Jackson	Emails with S. Kortanek, M. Dundon re: UCC reservaton of rights to Dundon retention app	0.10	60.50
04/20/18	PA Jackson	Emails with T. Fox, M. Dundon, S. Kortanek re: UST comment to Dundon Advisers retention app	0.10	60.50
04/25/18	SK Kortanek	Email correspondence with C Robinson re: proposed language on retention of Dundon Advisors (0.3); Emails with M Dundon re: same (0.2)	0.50	402.50
04/25/18	SK Kortanek	Email exchanges with M Dundon and P Jackson re: response to Committee proposed language on Dundon retention, drafting of language (0.4); Email correspondence to C Robinson responding to Committee's proposed language (0.2)	0.60	483.00
04/25/18	PA Jackson	Emails with S. Kortanek, M. Dundon re: UCC reservation of rights language on Dundon Advisers retention app (.1); emails with I. Bambrick, D. Laskin re: status of same for hearing agenda (.2)	0.30	181.50
04/30/18	PA Jackson	Emails with S. Kortanek re: revised order on Dundon Advisers retention application	0.30	181.50
		Total Retention of Others	7.20	4,908.00
			<u>Hours</u>	<u>Amount</u>
B170		Fee/Employment Objections		
04/05/18	PA Jackson	Emails with S. Kortanek re: Moelis settlement	0.20	121.00
04/06/18	PA Jackson	Review Moelis settlement; emails with S. Kortanek re: same	0.20	121.00
		Total Fee/Employment Objections	0.40	242.00
			<u>Hours</u>	<u>Amount</u>
B175		Fee Applications of Others		
04/10/18	CM Greer	Review docket and prepare fee application tracking sheet	1.00	335.00
04/11/18	CM Greer	Respond to noteholder inquiry phone calls	0.50	167.50
		Total Fee Applications of Others	1.50	502.50
			<u>Hours</u>	<u>Amount</u>
B180		Avoidance Action Analysis		
04/04/18	CM Greer	Finalize and file certification of counsel re motion to extend deadline to file complaints	0.20	67.00
04/05/18	CM Greer	Coordinate service of order extending deadline to file complaints	0.10	33.50
04/11/18	SK Kortanek	Confer with P Jackson re: Committee avoidance action and next actions	0.30	241.50
		Total Avoidance Action Analysis	0.60	342.00

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			<u>Hours</u>	<u>Amount</u>
B190		Other Contested Matters		
04/17/18	SK Kortanek	Confer with P Jackson re: memorandum for the Noteholder Group regarding pending contested matters, recommendation and analysis (0.5); Confer with J Millar re: Contrarian motion update, strategy, analysis (0.3)	0.80	644.00
04/17/18	SK Kortanek	Review revised turn of Rule 2004 draft directed to Comerica, and associated proposed form of protective order (0.5); Emails with parties (R Pfister et al.) re: terms of protective order (0.2); Memo to the Noteholder Group re: Comerican Rule 2004 motion (0.4)	1.10	885.50
04/17/18	SK Kortanek	Participate in call with A Halperin, J Millar and M Dundon re: claims matters	0.80	644.00
04/20/18	SK Kortanek	Review certification of counsel and proposed form of protective order for Comerica production	0.30	241.50
04/25/18	SK Kortanek	Review responses to UCC standing motion by Rochelle and CSI parties	0.50	402.50
04/25/18	SK Kortanek	Email exchange with C Robinson and review Sarachek stipulation on pro hac motion dispute	0.30	241.50
04/25/18	AJ Groesch	Review docket and circulate Order Shortening Notice and Debtor's Motion for Approval of Entry into Consent Decree with SEC.	0.20	80.00
04/26/18	TR Casey	Email from J. Lundy regarding SEC consent.	0.10	80.00
04/26/18	TR Casey	Review Debtors' motion to enter into consent and judgment with the SEC, and consent order.	0.10	80.00
04/26/18	TR Casey	Confer with J. Lundy regarding SEC consent.	0.20	160.00
04/26/18	AJ Groesch	Research and pull Affidavit in Support of Motion to Enter Consent Agreement with SEC; research motion for authorization of Debtor to enter into consent decrees with states;	0.50	200.00
		Total Other Contested Matters	4.90	3,659.00
			<u>Hours</u>	<u>Amount</u>
B195		Non-Working Travel		
04/26/18	SK Kortanek	Travel for LA meetings	5.00	4,025.00
		Total Non-Working Travel	5.00	4,025.00
			<u>Hours</u>	<u>Amount</u>
B210		Business Operations		
04/06/18	PA Jackson	Email from R. Carli re: CEO compensation, tax preparation	0.10	60.50
04/18/18	SK Kortanek	Participate in weekly advisors-update call with Debtors team and Committee	1.10	885.50
		Total Business Operations	1.20	946.00

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			<u>Hours</u>	<u>Amount</u>
B220		Employee Benefits/Pensions		
04/19/18	PA Jackson	Email from A. Mielke re: proposed severance payment; review docket paperflow	0.20	121.00
		Total Employee Benefits/Pensions	0.20	121.00
			<u>Hours</u>	<u>Amount</u>
B230		Financing/Cash Collateral		
04/04/18	JH Millar	Prepare for and participate in meeting with Houlihan Group regarding possible Note financing.	1.90	1,881.00
04/06/18	JH Millar	Address issues regarding noteholder financing..	0.80	792.00
04/09/18	SK Kortanek	Review email correspondence from Klee Tuchin with proposed draft motion for pay-down of third party mortgage debt	0.50	402.50
04/12/18	JH Millar	Address issues regarding claims and liquidity facility.	1.40	1,386.00
04/13/18	JH Millar	Address issues and Term Sheet regarding financing facility.	2.80	2,772.00
04/20/18	SK Kortanek	Emails with M Dundon and J Millar re: liquidity facility, process discussions	0.30	241.50
04/30/18	JH Millar	Review status of liquidity facility.	0.40	396.00
		Total Financing/Cash Collateral	8.10	7,871.00
			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/02/18	SK Kortanek	Email exchanges T Casey re: plan settlement summary and report (0.4); Emails P Jackson re: noteholder communications on settlement (0.4)	0.80	644.00
04/02/18	TR Casey	Email from L. Politi regarding settlement term sheet.	0.10	80.00
04/02/18	TR Casey	Emails to/from S. Kortanek regarding plan term sheet.	0.10	80.00
04/02/18	TR Casey	Telephone conference with B. Orcutt regarding Noteholder claims, deadline to file same and update.	0.20	160.00
04/02/18	TR Casey	Telephone conference with B. Simpson regarding Noteholder claims and update.	0.30	240.00
04/02/18	TR Casey	Telephone conference with L. Politi regarding update and term sheet.	0.40	320.00
04/02/18	TR Casey	Telephone conference with I. Bassen regarding Noteholder claim and update.	0.20	160.00
04/02/18	TR Casey	Return calls to J. Hill, B. Simpson and J. Teres regarding Noteholder claims.	0.10	80.00
04/02/18	CM Greer	Respond to noteholder inquiry phone calls (1.0); Emails to noteholders (.8); Update database (.3); Phone call with T. Casey re noteholder inquiries (.3)	2.60	871.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/03/18	TR Casey	Review emails from M. Dundon and M. Sedigh regarding website information.	0.10	80.00
04/03/18	TR Casey	Emails to S. Bederman regarding revisions to Noteholder website regarding financial advisor information.	0.40	320.00
04/03/18	TR Casey	Emails to/from S. Persichilli regarding revisions to Debtor website regarding information on financial advisors to Noteholder.	0.20	160.00
04/03/18	TR Casey	Emails from/to C. Levy regarding Unitholder inquiries.	0.20	160.00
04/03/18	CM Greer	Respond to noteholder inquiry phone calls; Emails to noteholders; Update database	2.50	837.50
04/04/18	M Pompeo	Calls with Investor regarding case information	0.30	231.00
04/04/18	TR Casey	Email to Y. Bederman regarding update to Noteholder website.	0.10	80.00
04/04/18	CM Greer	Respond to noteholder inquiry phone calls (0.3); Emails to noteholders (0.4); Update database (0.3)	1.00	335.00
04/05/18	TR Casey	Telephone conference with and email to R. Caldwell regarding notes, claim and tax letter from Debtors.	0.20	160.00
04/05/18	CM Greer	Respond to noteholder inquiry phone calls; Emails to noteholders; Update database	1.20	402.00
04/06/18	JH Millar	Teleconferences with Noteholders regarding case information.	0.60	594.00
04/06/18	CM Greer	Respond to noteholder inquiry phone calls;	0.60	201.00
04/09/18	SK Kortanek	Review Knowles Systems communications and requests	0.40	322.00
04/10/18	M Pompeo	Correspondence with Noteholders.	0.30	231.00
04/10/18	JH Millar	Address inbounds from Noteholders and related matters.	1.00	990.00
04/10/18	SK Kortanek	Email exchanges M Dundon re: inbound expressions of interest on prospective financing facility	0.40	322.00
04/10/18	TR Casey	Work on draft text for Noteholder website regarding claim deadline.	0.30	240.00
04/10/18	TR Casey	Emails from S. Ambrose and J. Millar regarding noteholder claim and case status.	0.10	80.00
04/10/18	TR Casey	Work on text for Noteholder website on claim deadline order and deadline to file claims.	0.60	480.00
04/10/18	CM Greer	Respond to noteholder inquiry phone calls	0.50	167.50
04/11/18	TR Casey	Emails from/to L. Politi regarding treatment of Noteholder interest claims.	0.10	80.00
04/11/18	TR Casey	Email to J. Millar and M. Pompeo regarding treatment of Noteholder interest claims.	0.10	80.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/11/18	TR Casey	Telephone conference with G. Claus regarding sale of property, claim and copy of documents.	0.20	160.00
04/11/18	TR Casey	Email from K. Kessel regarding Noteholder claims.	0.10	80.00
04/12/18	TR Casey	Revise website text regarding claim deadline.	0.50	400.00
04/12/18	TR Casey	Telephone conference with J. Argentina regarding bar date notice and email/website information for Noteholders.	0.60	480.00
04/12/18	TR Casey	Telephone conference with K. Kessel regarding Noteholder claims and filing proof of claim.	0.20	160.00
04/12/18	TR Casey	Emails to/from Y. Bederman regarding new text for Noteholders website.	0.10	80.00
04/12/18	TR Casey	Email from K. Guibersen regarding case information.	0.10	80.00
04/13/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update database	2.00	670.00
04/15/18	SK Kortanek	Email correspondence exchange R Pirra, noteholder providing and seeking information	0.40	322.00
04/16/18	TR Casey	Email from and calls from/to L. Politi regarding update on schedules and claim deadline.	0.10	80.00
04/16/18	TR Casey	Work on draft text for Noteholder website on claim deadline order.	1.80	1,440.00
04/16/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails (2.8); Update database (.3)	3.10	1,038.50
04/17/18	SK Kortanek	Call with A Halperin re: case issues	0.30	241.50
04/17/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails (3.1); Update database (.2)	3.30	1,105.50
04/18/18	SK Kortanek	Call with J Baron, noteholder, re: case status, update, schedules and related matters	0.60	483.00
04/18/18	TR Casey	Telephone conference with L. Politi regarding update, claim deadline, schedules and other case questions/issues.	0.50	400.00
04/18/18	TR Casey	Email to I. Bambrick regarding copies of Noteholder loan documents.	0.10	80.00
04/18/18	TR Casey	Email from/to J. Millar and N. Sowah regarding Noteholder information.	0.10	80.00
04/18/18	TR Casey	Email to L. Politi regarding schedules.	0.20	160.00
04/18/18	TR Casey	Telephone conference with J. Hill regarding Noteholder claim and term sheet issues.	0.40	320.00
04/18/18	J Argentina	Draft information page for Woodbridge Noteholders regarding general bar date and completing and filing proof of claim.	1.70	841.50

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/18/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails (4.9); Update database (.4)	5.30	1,775.50
04/19/18	JH Millar	Address Noteholder inquiries.	0.50	495.00
04/19/18	SK Kortanek	Emails with T Casey and P Jackson re: litigation counsel, noteholder requests	0.30	241.50
04/19/18	TR Casey	Telephone conference with R. Komprood regarding schedules, claim and case issues.	0.30	240.00
04/19/18	TR Casey	Telephone conference with B. Simpson regarding claim issues and case update.	0.30	240.00
04/19/18	TR Casey	Telephone conference with A. Meyers and S. Meyers regarding noteholder claim.	0.10	80.00
04/19/18	TR Casey	Telephone conference with B. Simpson regarding note claim.	0.10	80.00
04/19/18	TR Casey	Telephone conference with R. Bassen regarding schedules and claims.	0.20	160.00
04/19/18	TR Casey	Email to B. Simpson regarding scheduled claim and proof of claim.	0.20	160.00
04/19/18	TR Casey	Email from I. Bambrick regarding contacts for Noteholders to receive copies of documents.	0.10	80.00
04/19/18	TR Casey	Email to G. Claus regarding scheduled claim of R. Ruppert, notice of claim filing deadline and contact information to obtain documents.	0.20	160.00
04/19/18	TR Casey	Telephone conference with A. and S. Meyers regarding loan, documents, claim and case issues.	0.60	480.00
04/19/18	TR Casey	Telephone conference with T. Snook regarding claims of R&T Scheueman, claim deadline, term sheet and other case issues.	0.30	240.00
04/19/18	TR Casey	Emails to T.Snook regarding scheduled amount of claim for R&T Scheneman and deadline to file claim.	0.20	160.00
04/19/18	TR Casey	Emails from T. Snook regarding information received.	0.10	80.00
04/19/18	TR Casey	Work on text for noteholder website on claims deadline.	1.40	1,120.00
04/19/18	TR Casey	Email from I. Bambrick regarding contact information for DSI representatives that Noteholders can contact for loan documents.	0.10	80.00
04/19/18	TR Casey	Emails to/from P. Jackson regarding Noteholders communications and information	0.10	80.00
04/19/18	PA Jackson	Call and email with T. Casey re: noteholder information requests	0.10	60.50
04/19/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.60	536.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/20/18	JH Millar	Address issues regarding Bar Date Notice and related matters in response to Noteholder inquiries.	1.00	990.00
04/20/18	SK Kortanek	Call from Susan Kaufman re: noteholder information request, case issues	0.40	322.00
04/20/18	SK Kortanek	Email exchange P Kennedy re: request for documents (0.2); Email exchange P Jackson re: same (0.1)	0.30	241.50
04/20/18	TR Casey	Email to C. Greer regarding update to Noteholder database.	0.10	80.00
04/20/18	TR Casey	Emails from/to L.Politi regarding asset recoveries and distributions to Noteholders.	0.20	160.00
04/20/18	TR Casey	Review revised language for Noteholder website regarding Debtors' moratorium on selling/transferring claims.	0.20	160.00
04/20/18	TR Casey	Emails from/to T. Snook regarding claims of R&J Scheuerman, scheduled amount and term sheet on possible settlement.	0.20	160.00
04/20/18	TR Casey	Email to Y. Bederman regarding update to website on sale/transfer of claims.	0.10	80.00
04/20/18	TR Casey	Emails from/to Y. Bederman regarding links in the website text.	0.20	160.00
04/20/18	TR Casey	Emails from/to S. Caesaro regarding update to website.	0.10	80.00
04/20/18	TR Casey	Review draft of text for Noteholder website on June 19, 2018 deadline to file claim.	0.60	480.00
04/20/18	TR Casey	Revise text for Noteholder website regarding claim filing deadline.	1.90	1,520.00
04/20/18	J Argentina	Revise Noteholder proof of claim and bar date information document.	0.50	247.50
04/20/18	PA Jackson	Review noteholder group website	0.20	121.00
04/20/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.00	335.00
04/22/18	TR Casey	Confer with J. Argentina regarding claims deadline, issues for Noteholders and text for Noteholder webpage regarding same.	0.60	480.00
04/22/18	TR Casey	Review revised text for Noteholder webpage regarding deadline to file claims and make additional revisions to same.	0.30	240.00
04/23/18	SK Kortanek	Emails with Noteholder Group Co-Chair J Beynon re: email from investment fund manager	0.20	161.00
04/23/18	SK Kortanek	Review draft noteholder update regarding claims bar date, comments from J Millar and team	0.40	322.00
04/23/18	SK Kortanek	Confer with P Jackson re: standing motion issues	0.40	322.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/23/18	TR Casey	Draft revisions to Noteholder website text.	0.30	240.00
04/23/18	TR Casey	Review J. Millar's revisions to text for website regarding claims deadline.	0.10	80.00
04/23/18	TR Casey	Draft additional revisions to text for website regarding claims deadline.	0.20	160.00
04/23/18	TR Casey	Telephone conference with J. Argentina regarding revisions to text on claim deadline for Noteholder website and email to Noteholders.	0.40	320.00
04/23/18	TR Casey	Confer with C. Greer regarding email to Noteholders regarding claim deadline and telephone conference with Y. Bederman regarding Noteholder website issues.	0.20	160.00
04/23/18	TR Casey	Revise text for website regarding claims deadline.	0.90	720.00
04/23/18	TR Casey	Review schedules, orders and information from Y. B regarding links for website.	0.60	480.00
04/23/18	TR Casey	Revise draft of text for website on Noteholder claims.	0.70	560.00
04/23/18	TR Casey	Telephone conference with R. Maltz regarding claims deadline and information on 1966 Carla Ridge Road property.	0.30	240.00
04/23/18	TR Casey	Email to A. Groesch regarding information on 1966 Carla Ridge Road property.	0.10	80.00
04/23/18	TR Casey	Emails to/from Y. Bederman regarding additional revisions to text for web page on claims deadline and links.	0.20	160.00
04/23/18	TR Casey	Emails to/from Y. Bederman regarding same and links.	0.20	160.00
04/23/18	TR Casey	Emails to/from J. Argentina regarding webpage update and email to Noteholders regarding claim deadline.	0.30	240.00
04/23/18	TR Casey	Emails to/from S. Kortanek regarding Noteholder website update and email to Noteholders.	0.10	80.00
04/23/18	TR Casey	Email to Y. Bederman regarding website text on claim deadline.	0.20	160.00
04/23/18	TR Casey	Telephone conference with Y. Bederman regarding website text.	0.20	160.00
04/23/18	TR Casey	Emails from/to C. Greer regarding Noteholder database information.	0.10	80.00
04/23/18	J Argentina	Review and revise email to Noteholders regarding proof of claim and bar date notice.	0.40	198.00
04/23/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Input noteholder information for email to noteholders	4.10	1,373.50
04/23/18	CM Greer	Phone call and emails from/to T. Casey and J. Argentina re noteholder inquiries	0.10	33.50

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/24/18	SK Kortanek	Review and revise Noteholder Group communications to noteholders re: claims bar date and process	0.40	322.00
04/24/18	SK Kortanek	Email correspondence exchange D Valentino re Plan Term Sheet issues	0.40	322.00
04/24/18	SK Kortanek	Emails with T Casey re: Noteholder Group email update working group	0.20	161.00
04/24/18	TR Casey	Revise text for Noteholder Group website on claim deadline.	0.10	80.00
04/24/18	TR Casey	Confer with J. Argentina regarding claims deadline, website text and email to Noteholders.	0.30	240.00
04/24/18	TR Casey	Email from W. Salz and S. Kortanek regarding email to Noteholder distribution list on claim deadline.	0.10	80.00
04/24/18	TR Casey	Telephone conference with W. Salz regarding email to Noteholder distribution list on claim deadlines.	0.10	80.00
04/24/18	TR Casey	Emails from/to Y. Bederman regarding update to Noteholder website.	0.10	80.00
04/24/18	TR Casey	Email to Y. Bederman regarding links to documents in noteholder website text.	0.10	80.00
04/24/18	TR Casey	Email to Y. Bederman regarding Noteholder communications.	0.10	80.00
04/24/18	TR Casey	Email to C. Greer regarding Noteholder database update.	0.20	160.00
04/24/18	TR Casey	Telephone conference with W. Salz regarding email to Noteholders regarding claims deadline.	0.40	320.00
04/24/18	TR Casey	Numerous emails to W. Salz regarding email to Noteholders regarding claim deadline.	0.30	240.00
04/24/18	TR Casey	Telephone conference with R. Maltz regarding lien on property, property sales and claim deadline.	0.30	240.00
04/24/18	TR Casey	Email to R. Maltz regarding Noteholder website.	0.10	80.00
04/24/18	TR Casey	Review draft email update for Noteholder distribution list.	0.60	480.00
04/24/18	PA Jackson	Review noteholder inquiries; emails with C. Greer re: same	0.40	242.00
04/24/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Input noteholder information for email to noteholders	3.50	1,172.50
04/24/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Input noteholder information for email to noteholders	2.80	938.00
04/25/18	SK Kortanek	Emails with C Greer re: noteholder inquiries (0.2) / Emails with M Tuchin re: noteholder document requests (0.2)	0.40	322.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/25/18	SK Kortanek	Call from counsel to several noteholders, Mr. A, re case status, liquidity facility, bar date	0.40	322.00
04/25/18	TR Casey	Review notes and documents regarding G. Claus requests.	0.30	240.00
04/25/18	TR Casey	Telephone conference with and email to R. Maltz regarding 1966 Carla Ridge Road property.	0.10	80.00
04/25/18	TR Casey	Email to G. Claus regarding loan documents and claims.	0.20	160.00
04/25/18	TR Casey	Email to W. Orcutt regarding contact information for copies of loan documents and counsel.	0.10	80.00
04/25/18	TR Casey	Telephone conference with W. Orcutt regarding loan documents.	0.10	80.00
04/25/18	TR Casey	Email from L. Politi regarding Noteholder claims information.	0.10	80.00
04/25/18	TR Casey	Emails from/to J. Argentina regarding email to Noteholder distribution list regarding claims bar date.	0.10	80.00
04/25/18	TR Casey	Confer with W. Salz regarding additional revisions to email to Noteholders regarding claims bar date.	0.20	160.00
04/25/18	TR Casey	Review revised text of email to Noteholders regarding claim bar date and make additional revisions to same.	0.60	480.00
04/25/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update database	2.70	904.50
04/25/18	CM Greer	Document/file management	0.10	33.50
04/26/18	M Pompeo	Telephone conference with noteholders regarding case information.	0.20	154.00
04/26/18	SK Kortanek	Review and comment on draft noteholder update email and website update on proof of claim process and bar date	0.30	241.50
04/26/18	TR Casey	Email to C. Greer regarding copies of Noteholder loan documents from DSI.	0.10	80.00
04/26/18	TR Casey	Draft text for Noteholder website on Debtors motion regarding consent and judgment with SEC.	1.60	1,280.00
04/26/18	TR Casey	Revise text for website regarding SEC consent and judgment.	0.10	80.00
04/26/18	TR Casey	Email to counsel regarding text for Noteholder website on SEC consent.	0.10	80.00
04/26/18	TR Casey	Emails to/from Y. Bederman regarding new text for Noteholder website on SEC.	0.10	80.00
04/26/18	PA Jackson	Confer with C. Greer, S. Kortanek re: bar date inquiries from noteholders	0.30	181.50
04/26/18	PA Jackson	Emails with S. Kortanek re: noteholder inquiry re: schedules	0.30	181.50

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
04/26/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.50	502.50
04/26/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.50	837.50
04/27/18	SK Kortanek	Call from noteholder re: plan term sheet questions (0.4)	0.40	322.00
04/27/18	CM Greer	Receive and return noteholder inquiry phone calls and emails; Update database	3.00	1,005.00
04/30/18	SK Kortanek	Call with mezz note investor L Lavin re: CUD claims issues and related matters	0.70	563.50
04/30/18	TR Casey	Emails from/to R. Reynoso regarding contacts to obtain documents and counsel.	0.10	80.00
04/30/18	TR Casey	Emails from S. Kortanek and J. Weiss regarding revision to Noteholder website on contacts for documents.	0.10	80.00
04/30/18	TR Casey	Review website link on contacts for documents.	0.10	80.00
04/30/18	TR Casey	Emails from/to C. Greer regarding additional contact for Noteholder inquiries on documents.	0.10	80.00
04/30/18	TR Casey	Email from and confer with C. Greer regarding inquiries regarding structured settlement interests.	0.10	80.00
04/30/18	TR Casey	Emails to/from Y. Bederman regarding revisions to Noteholder website.	0.20	160.00
04/30/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update database	4.70	1,574.50
		Total Creditor Information Sharing/1102 Matters	95.60	52,928.50
			<u>Hours</u>	<u>Amount</u>
B260		Board of Directors/Governance Matters		
04/11/18	PA Jackson	Emails with R. Carli, S. Kortanek re: Noteholder Group by-laws	0.30	181.50
04/17/18	PA Jackson	Draft agenda for 4/18 Noteholder Group meeting	0.10	60.50
04/17/18	PA Jackson	Call to S. Kortanek re: agenda for Noteholder Group meeting	0.20	121.00
04/17/18	PA Jackson	Emails with DBR team, client re: 4/18 Noteholder Group meeting	0.60	363.00
04/24/18	PA Jackson	Review draft minutes from prior Noteholder Group meetings	0.20	121.00
		Total Board of Directors/Governance Matters	1.40	847.00

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			<u>Hours</u>	<u>Amount</u>
B270		Reports and Schedules		
04/12/18	TR Casey	Emails from/to A. Groesch regarding possible filing of schedules.	0.10	80.00
04/12/18	CM Greer	Retrieve seven (7) schedules and statements and circulate	0.20	67.00
04/12/18	AJ Groesch	Review Schedules filed by Debtors.	0.80	320.00
04/13/18	TR Casey	Review portions of Fund entity schedules regarding Noteholder claims.	0.90	720.00
04/13/18	TR Casey	Email from A. Groesch regarding Fund entity schedules.	0.10	80.00
04/13/18	CM Greer	Retrieve schedules and statements and circulate	0.20	67.00
04/13/18	AJ Groesch	Review Debtors' schedules, global notes and determine which Debtors schedule Noteholder and Unitholder claims and characterization; draft email to T. Casey re: same.	1.30	520.00
04/16/18	TR Casey	Brief review of docket regarding schedules and withdrawal of same.	0.10	80.00
04/16/18	AJ Groesch	Review second round of Woodbridge filings of schedules and SOFAs.	1.00	400.00
04/18/18	TR Casey	Review certain schedules filed by Fund 4.	1.40	1,120.00
04/18/18	AJ Groesch	Download and review newly filed Schedules for the Woodbridge Mortgage Investment Fund debtors and circulate to team.	1.00	400.00
04/19/18	TR Casey	Review Global Notes for schedules and SOFAs.	1.10	880.00
04/19/18	TR Casey	Review portions of Fund schedules regarding Noteholder claims.	0.80	640.00
04/19/18	TR Casey	Review Fund 4 Schedules regarding R. Ruppert claim.	0.10	80.00
04/20/18	TR Casey	Email to A. Groesch regarding copies of schedules for additional Fund entities.	0.10	80.00
04/24/18	SK Kortanek	Email exchange S Kaufman re: Schedules and claims matters	0.30	241.50
04/25/18	TR Casey	Review email and certain sections of the schedules for Squaretop Investments regarding the 1966 Carla Ridge Road property.	0.20	160.00
04/25/18	TR Casey	Emails from/to A. Mielke regarding schedules and SOFA for Squaretop Investments, owner of Carla Ridge Road property.	0.10	80.00
04/25/18	TR Casey	Review portions of Squaretop Investments schedules.	0.20	160.00
04/26/18	TR Casey	Telephone conference with B. Maltz regarding claims schedule by Fund 3 and Fund 3A.	0.30	240.00
Total Reports and Schedules			10.30	6,415.50

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			<u>Hours</u>	<u>Amount</u>
B280		Sale Motion/363 State		
04/09/18	SK Kortanek	Review email correspondence from Debtors with proposed property sale motions planned	0.30	241.50
04/17/18	TR Casey	Review docket regarding Sarbonne Road sale pleadings.	0.10	80.00
04/17/18	TR Casey	Confer with C. Greer regarding property sale.	0.10	80.00
04/17/18	TR Casey	Telephone conference with M. Litwin regarding sale of property and claim filing deadline.	0.20	160.00
04/17/18	TR Casey	Call to P. Jackson and confer with C. Greer regarding property sales.	0.20	160.00
04/17/18	TR Casey	Telephone conference with M. Litwin regarding sale of Sarbonne Road property.	0.10	80.00
04/17/18	TR Casey	Telephone conference with W. Orcutt regarding Noteholder claims and sale of properties.	0.30	240.00
04/17/18	TR Casey	Confer with P. Jackson regarding property sales.	0.50	400.00
04/17/18	PA Jackson	Call and follow-up email to T. Casey re: noteholder inquiries re: property sales	0.50	302.50
04/18/18	TR Casey	Review Noteholder group response to motion to sell Blucher Avenue property, for information on sale process and proceeds, term sheet and UCC statement regarding term sheet.	0.70	560.00
04/18/18	TR Casey	Draft email to B. Weaver responding to various questions on property sales and claims.	0.90	720.00
04/18/18	TR Casey	Review email from B. Weaver regarding loan and sale of property issues.	0.10	80.00
04/20/18	TR Casey	Telephone conference with R. Maltz regarding sale of 810 Sarbonne Way and claim deadline.	0.30	240.00
04/23/18	TR Casey	Emails from/to I. Bambrick regarding T. Longo regarding objection to sale of 810 Sarbonne property.	0.10	80.00
04/23/18	TR Casey	Email and call to T. Longo regarding objection to sale of 810 Sarbonne property.	0.10	80.00
04/23/18	TR Casey	Emails from/to D. Fiddler and to I. Bambrick and D. Fiddler regarding T. Longo's objection to sale of 810 Sarbonne property.	0.10	80.00
04/23/18	TR Casey	Telephone conference with T. Longo regarding objection to sale of 810 Sarbonne property and questions with proof of claim deadline.	0.30	240.00
04/23/18	TR Casey	Review objection of T. Longo to sale of 810 Sarbonne property.	0.10	80.00
04/23/18	PA Jackson	Emails from T. Casey, D. Fidler re: Longo sale objection	0.10	60.50
04/23/18	AJ Groesch	Review docket for a motion or order related to the sale of 1966 Carla Ridge Rd. Beverly Hills, CA.	0.30	120.00

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			<u>Hours</u>	<u>Amount</u>
B280		Sale Motion/363 State		
04/24/18	SK Kortanek	Review D Onesko objection to sale of Two Creeks Drive (0.1); Review Two Creeks Drive information (0.3); Email exchange D Fidler re: sale objection (0.1)	0.50	402.50
04/27/18	SK Kortanek	Emails with D Fidler re: sale objection resolution efforts and path forward (0.4); Review precedent sale orders re: adequate protection provisions (0.2)	0.60	483.00
04/27/18	CM Greer	Review docket and retrieve documents re Blucher sale; Email same to S. Kortanek	0.20	67.00
04/30/18	SK Kortanek	Follow-up correspondence to D Onesko re sale objection status	0.30	241.50
04/30/18	PA Jackson	Emails with S. Kortanek re: Onesko sale objection	0.20	121.00
		Total Sale Motion/363 State	7.20	5,399.50
			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
04/02/18	PA Jackson	Call with I. Bambrick (.3), emails with S. Kortanek (.4) re: bar date order	0.70	423.50
04/03/18	M Pompeo	Review and comment on Proof of Claim noticing and procedures.	0.80	616.00
04/03/18	SK Kortanek	Confer with P Jackson re: claims bar date and procedures	0.30	241.50
04/03/18	PA Jackson	Review Contrarian motion and forward to J. Millar, M. Dundon; follow-up emails re: same	0.60	363.00
04/03/18	PA Jackson	Emails with I. Bambrick re: language for bar date order (.3); emails with DBR team re: same, final POC forms (.4)	0.70	423.50
04/04/18	SK Kortanek	Call R re: liquidity facility and claims acquisition issues, Contrarian motion considerations (0.4); Emails M Dundon re: liquidity facility status update (0.2)	0.60	483.00
04/05/18	JH Millar	Telecommunication with Barclays (0.6); address issues regarding further liquidity facility issues (0.4); respond to Noteholder inquires (0.4).	1.40	1,386.00
04/05/18	TR Casey	Brief review of claim bar date order and order extending the time to file 523(c) complaints.	0.20	160.00
04/06/18	PA Jackson	Review Debtors' report of critical vendor payments and email to M. Sedigh	0.10	60.50
04/10/18	TR Casey	Telephone conference with J. Millar regarding claim filing deadline order.	0.10	80.00
04/10/18	TR Casey	Telephone conference with I. Bambrick regarding claim deadline order, timing for filing schedules and setting actual deadline date to file claims.	0.20	160.00
04/10/18	TR Casey	Email to J. Millar regarding claim bar date and status of actual date being determined.	0.20	160.00

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
04/10/18	TR Casey	Review portions of claim deadline order.	0.20	160.00
04/10/18	TR Casey	Confer with A. Groesch regarding affidavit of service of notice of claim deadline.	0.10	80.00
04/10/18	TR Casey	Review affidavit of service of claim deadline order.	0.10	80.00
04/10/18	AJ Groesch	Review and summarize bar date and special provisions for known noteholders.	0.80	320.00
04/11/18	SK Kortanek	Confer with Contrarian counsel D Klauder re: Contrarian motion issues and discovery sought by Debtors (0.2); Email exchanges with A Halperin re: Contrarian motion, Noteholder Group formulation of position (0.2)	0.40	322.00
04/11/18	TR Casey	Email from J. Millar regarding claim deadline order.	0.10	80.00
04/12/18	TR Casey	Emails to J. Millar regarding claim deadline.	0.10	80.00
04/12/18	J Argentina	Prepare for and attend call with T. Casey regarding information for noteholders regarding proof of claim deadline.	0.90	445.50
04/16/18	JH Millar	Analyze issues and draft Response to Contrarian Motion	5.30	5,247.00
04/16/18	SK Kortanek	Review Debtors objection to claim transferred to Contrarian (0.4); Email correspondence exchange counsel to Contrarian, A Halperin (0.3)	0.70	563.50
04/16/18	SK Kortanek	Emails with J Millar re: Contrarian and claims issues (0.3)	0.30	241.50
04/16/18	TR Casey	Review portions of order on deadline to file claims.	0.60	480.00
04/16/18	TR Casey	Review notes on claim issues.	0.30	240.00
04/16/18	CM Greer	Review order establishing deadlines for filing proofs of claim	0.20	67.00
04/16/18	CM Greer	Circulate objection to claims	0.10	33.50
04/17/18	JH Millar	Address issues regarding Response to Contrarian Motion (1.3); participate in teleconference with Contrarian counsel (0.8).	2.10	2,079.00
04/17/18	SK Kortanek	Call J Millar and M Dundon re: claims matters, analysis of alternatives	0.50	402.50
04/18/18	JH Millar	Address issues regarding liquidity facility and next steps therewith (1.5); revise Response to Contrarian Motion (1.4); participate in teleconference with Creditors Committee advisors to discuss same (0.4).	3.30	3,267.00
04/18/18	MA Leaf	Draft inserts to brief in opposition of Contrarian motion.	1.50	1,365.00
04/18/18	SK Kortanek	Call M Dundon re: trading issues, pending Contrarian motion, website clarification	0.40	322.00
04/18/18	TR Casey	Emails to/from J. Millar regarding Note issue.	0.10	80.00
04/19/18	JH Millar	Edit response to Contrarian Motion.	2.00	1,980.00

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
04/19/18	SK Kortanek	Review Debtors' response to Contrarian motion to shorten (0.4)	0.40	322.00
04/19/18	SK Kortanek	Call Jim Millar re: trading issues	0.20	161.00
04/19/18	SK Kortanek	Emails M Dundon re: precedent transactions and research on trading precedent (0.6) / Review precedent transactions on trust trading (0.4)	1.00	805.00
04/19/18	TR Casey	Review claims deadline order and exhibits.	0.60	480.00
04/19/18	TR Casey	Review Debtors' response to Contrarian's motion to quash for information for Noteholders inquiring about claim sales/transfers.	0.40	320.00
04/19/18	PA Jackson	Call from I. Bambrick re: Contrarian motion to quash	0.20	121.00
04/19/18	AJ Groesch	Research Affidavit of Service regarding Schedules of Liabilities on Note and Unit Holders.	0.30	120.00
04/20/18	TR Casey	Emails from/to S. Kortanek regarding Debtors' moratorium on selling/transferring claims.	0.10	80.00
04/20/18	TR Casey	Review portions of order establishing deadline to file claims, global notes to schedules and notice of deadline to file proofs of claim.	0.90	720.00
04/20/18	TR Casey	Emails to/from I. Bambrick regarding contact person for Noteholder request for copy of notice of claim deadline.	0.10	80.00
04/20/18	AJ Groesch	Review docket and circulate bar date notice to team for notice holders and unit holders.	0.30	120.00
04/20/18	AJ Groesch	Pull and review additional schedules for additional debtors and identify debtor - Woodbridge Commercial Bridge Loan Fund 1, LLC which has scheduled unit holders; correspond with T. Casey and J. Argentina re same.	0.70	280.00
04/21/18	J Argentina	Review revised Noteholder proof of claim and bar date information document and related email correspondence with T. Casey.	0.40	198.00
04/22/18	J Argentina	Revise noteholder information sheet regarding proof of claim and bar date.	2.40	1,188.00
04/23/18	JH Millar	Revise and coordinate response to Contrarian motion and related matters.	4.10	4,059.00
04/23/18	AJ Groesch	Review docket for Certification of Service of Notice of Bar date of claims and interests.	0.70	280.00
04/24/18	JH Millar	Prepare for and participate in teleconference with Contrarian and counsel Noteholder Group advisor team (Drinker (M Leaf, S Kortanek) and Dundon Advisors).	1.50	1,485.00
04/24/18	MA Leaf	Conference call re: securities law issues.	1.50	1,365.00

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
04/24/18	SK Kortanek	Call with Noteholder Group advisor team (Drinker (M Leaf, J Millar) and Dundon Advisors) regarding trading issues and pending proceedings	1.50	1,207.50
04/24/18	TR Casey	Review notes from calls and emails from Noteholders regarding claim issues.	1.40	1,120.00
04/24/18	TR Casey	Email to S. Kortanek regarding email to holders regarding claims deadline.	0.10	80.00
04/24/18	TR Casey	Review portions of claim deadline notice and claim deadline order.	0.60	480.00
04/24/18	PA Jackson	Test claim search page on GCG case website; emails with GCG re: proposed reformat of same	0.50	302.50
04/25/18	SK Kortanek	Emails with M Tuchin and DBR and Dundon teams re call and issues to discuss re post-confirmation trading	0.40	322.00
04/25/18	TR Casey	Telephone conference with W. Orcutt regarding proof of claim notice.	0.10	80.00
04/25/18	J Argentina	Review information for website and email to Noteholders regarding proofs of claim and bar date and related email correspondence with T. Casey and S. Kortanek.	0.40	198.00
04/26/18	TR Casey	Telephone conference with B. Maltz regarding 1966 Carlo Ridge Road property and claims.	0.30	240.00
04/26/18	TR Casey	Return call to L. Lavin regarding notice on claim deadline.	0.10	80.00
04/26/18	TR Casey	Email from C. Greer regarding Noteholder inquiries on proofs of claim.	0.10	80.00
04/26/18	TR Casey	Confer with C. Greer regarding Noteholder inquiries on proofs of claim.	0.10	80.00
04/26/18	TR Casey	Emails to/from C. Greer and W. Salz regarding emails to Noteholders on claims deadline.	0.10	80.00
04/26/18	TR Casey	Emails from/to P. Jackson regarding email to Noteholders on proof of claim deadline.	0.10	80.00
04/26/18	TR Casey	Call to R. Reynoso regarding Noteholder claims.	0.10	80.00
04/26/18	TR Casey	Email to R. Renshaw regarding claim deadline.	0.10	80.00
04/26/18	TR Casey	Emails from/to V. Pilut regarding copies of loan documents from DSI.	0.10	80.00
04/26/18	TR Casey	Emails from/to S.Kortanek regarding Noteholder claims and documents.	0.10	80.00
04/26/18	TR Casey	Email to B. Maltz regarding claims scheduled by Fund 3 and Fund 3A.	0.10	80.00
04/26/18	TR Casey	Telephone conference with R. Renshaw regarding claims deadline and questions on claims and status of bankruptcy case.	0.30	240.00

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
04/27/18	TR Casey	Emails from/to W. Salz regarding email to Noteholders regarding claim deadline issues.	0.10	80.00
04/27/18	TR Casey	Telephone conference with W. Salz regarding additional revisions to email to Noteholders regarding claim deadline.	0.20	160.00
04/27/18	TR Casey	Telephone conference with L. Politi regarding notice of claim deadline and questions regarding claim filing.	0.30	240.00
04/27/18	TR Casey	Review revised text of email to Noteholders regarding claim deadline and claim filing issues.	0.20	160.00
04/27/18	PA Jackson	Email from M. Fruchter re: Schedule F status of claims	0.10	60.50
04/27/18	PA Jackson	Emails and call with S. Kortanek re: noteholder bar date inquiry; review and propose revision to email update to noteholders re: same	0.50	302.50
04/27/18	PA Jackson	Emails with C. Greer, S. Kortanek re: noteholder requests for loan documentation	0.10	60.50
04/30/18	SK Kortanek	Memo to P Jackson re: potential schedules amendment issues, next actions	0.40	322.00
04/30/18	TR Casey	Telephone conference with R. Reynoso regarding proof of claim deadline and case update.	0.30	240.00
04/30/18	TR Casey	Emails from/to J. Wagers regarding call on Noteholder claims.	0.10	80.00
04/30/18	J Argentina	Call from Woodbridge Noteholder with questions regarding proof of claim and bar date.	0.80	396.00
04/30/18	PA Jackson	Emails with S. Kortanek re: C/U/D scheduled noteholder claims (.1); call with I. Bambrick re: same (.1)	0.20	121.00
04/30/18	AJ Groesch	Pull and send Affidavit of Service of Notice of Deadline to file Proofs of Claim and Proofs of Interest to T. Casey.	0.30	120.00
Total Claims Administration/Objections/Bar Date			52.00	42,089.00
			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
04/02/18	JH Millar	Participate in telecommunication with Houlihan regarding possible Plan proposal (0.5); consider issues regarding potential plan proposal (1.0); teleconference with M. Dundon regarding Plan funding issues (0.5).	2.00	1,980.00
04/02/18	TR Casey	Review summary plan term sheet.	1.40	1,120.00
04/03/18	JH Millar	Prepare for meeting with potential investor.	1.30	1,287.00
04/05/18	JH Millar	Analyze Term Sheet and Plan issues.	2.80	2,772.00
04/05/18	PA Jackson	Emails from Debtors re: draft chapter 11 plan; email to DBR team re: same	0.30	181.50
04/05/18	PA Jackson	Call with S. Kortanek re: plan strategy	0.50	302.50

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
04/07/18	JH Millar	Begin review of draft Plan and related items.	1.20	1,188.00
04/09/18	JH Millar	Read and analyze Plan and provide comments thereto.	5.40	5,346.00
04/09/18	SK Kortanek	Confer with P Jackson re: plan issues, path forward	0.40	322.00
04/09/18	SK Kortanek	Review draft plan (1.2); Review plan comments from J Millar (0.4)	1.60	1,288.00
04/11/18	SK Kortanek	Review draft correspondence prepared by Noteholder Group Co-Chair Jay Beynon (0.3)	0.30	241.50
04/11/18	PA Jackson	Review J. Millar comments on draft plan	0.40	242.00
04/18/18	SK Kortanek	Emails with M Dundon re: plan treatment issues for straw buyers of notes	0.50	402.50
04/19/18	JH Millar	Address issues regarding Trading of Certificates Post Confirmation.	1.30	1,287.00
04/19/18	D Northrop	Research for information regarding/discussions of securities law issues surrounding issuance of trust certificates under proposed chapter 11 plans and the trading thereof, per the request of Mr. Millar	1.30	520.00
04/20/18	TR Casey	Review portions of term sheet.	0.20	160.00
04/21/18	D Northrop	Further research of securities law issues surrounding issuance of trust certificates under proposed chapter 11 plan	1.60	640.00
04/23/18	D Northrop	Research regarding SEC no-action letters	1.10	440.00
04/30/18	JH Millar	Participate in teleconference with all constituencies regarding Certificate trading issues in Plan process.	1.00	990.00
04/30/18	SK Kortanek	Prepare for (0.3) and participate in call on trust certificate trading issues with counsel to estate parties (0.9)	1.20	966.00
		Total Plan and Disclosure Statement	25.80	21,676.00
			<u>Hours</u>	<u>Amount</u>
B440		Adversary Proceedings and Bankruptcy Litigation		
04/02/18	CM Greer	Retrieve Comerica adversary complaint and related documents	0.10	33.50
04/03/18	PA Jackson	Review Sarachek motion to quash, UCC discovery requests	0.20	121.00
04/03/18	PA Jackson	Call with S. Kortanek re: Sarachek hearing	0.60	363.00
04/04/18	PA Jackson	Call with J. Sonn re: Comerica adversary proceeding	0.40	242.00
04/04/18	PA Jackson	Call with S. Kortanek re: Comerica adversary proceeding	0.40	242.00
04/04/18	PA Jackson	Review Comerica adversary complaint, PI motion	0.80	484.00
04/04/18	PA Jackson	Revise order re: 523 extension motion and draft cert of counsel re: same	0.30	181.50

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			<u>Hours</u>	<u>Amount</u>
B440		Adversary Proceedings and Bankruptcy Litigation		
04/10/18	PA Jackson	Confer with S. Kortanek re: Contrarian motion, Committee and Sarachek adversaries	0.30	181.50
04/16/18	SK Kortanek	Confer with P Jackson re strategies on response to Committee standing motion (0.6)	0.60	483.00
04/16/18	PA Jackson	Research re: UCC standing motion	0.70	423.50
04/16/18	PA Jackson	Call with S. Kortanek re: UCC adversary proceeding	0.60	363.00
04/17/18	TR Casey	Review UCC's standing motion.	0.50	400.00
04/17/18	TR Casey	Review and revise email to Noteholder Group regarding UCC standing motion.	0.20	160.00
04/17/18	PA Jackson	Review UCC standing motion and draft memo to client re: same	1.30	786.50
04/19/18	SK Kortanek	Confer with P Jackson re: Committee standing motion issues (0.4)	0.40	322.00
04/19/18	PA Jackson	Confer with S. Kortanek re: UCC standing motion	0.40	242.00
04/23/18	SK Kortanek	Email correspondence with J Shields re: Committee standing motion	0.30	241.50
04/23/18	SK Kortanek	Call from A Halperin and B ONeill regarding pending motions, concerns and issues regarding May 1 omnibus	0.50	402.50
04/23/18	SK Kortanek	Review revised response re Contrarian from J Millar (0.4); Review M Dundon comments re Contrarian motion (0.2); Email exchange J Millar re: Contrarian motion, opposition papers, path forward (0.2)	0.80	644.00
04/25/18	PA Jackson	Confer with S. Kortanek re: Committee standing motion	0.40	242.00
04/25/18	PA Jackson	Email from S. Kortanek re: Sarachek pro hac resolution	0.10	60.50
04/26/18	PA Jackson	Review WFS adversary docket	0.30	181.50
04/26/18	CM Greer	Retrieve and circulate WFS Holding complaint and declaratory judgment	0.10	33.50
		Total Adversary Proceedings and Bankruptcy Litigation	10.30	6,834.00
			<u>Hours</u>	<u>Amount</u>
B445		Court Hearings/Preparation/Agenda		
04/02/18	SK Kortanek	Review amended hearing agenda for April 5 omnibus	0.20	161.00
04/02/18	CM Greer	Coordinate telephonic appearance for P. Jackson for 4/2/18 hearing	0.10	33.50
04/03/18	PA Jackson	Attend telephonic hearing re: Sarachek discovery	0.70	423.50
04/04/18	CM Greer	Prepare certification of counsel binder and coordinate submission to chambers	0.60	201.00

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			<u>Hours</u>	<u>Amount</u>
B445		Court Hearings/Preparation/Agenda		
04/23/18	SK Kortanek	Email exchange with Noteholder Group member R Doss re: pending motions for May 1 omnibus hearing	0.20	161.00
04/23/18	SK Kortanek	Prepare for (0.3) and participate in court telephonic hearing regarding Contrarian motion to quash discovery (0.5)	0.80	644.00
04/23/18	CM Greer	Coordinate telephonic appearances for S. Kortanek and J. Millar for 4/23/18 telephonic hearing	0.10	33.50
		Total Court Hearings/Preparation/Agenda	2.70	1,657.50

Time and Fee Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
JH Millar	Partner	\$990.00	45.10	\$44,649.00
MA Leaf	Partner	\$910.00	4.70	\$4,277.00
SK Kortanek	Partner	\$805.00	59.40	\$47,817.00
JG Lundy	Partner	\$805.00	1.80	\$1,449.00
TR Casey	Partner	\$800.00	54.60	\$43,680.00
M Pompeo	Partner	\$770.00	1.60	\$1,232.00
PA Jackson	Associate	\$605.00	28.90	\$17,484.50
J Argentina	Associate	\$495.00	7.80	\$3,861.00
KH DeMaio	Associate	\$420.00	1.10	\$462.00
AJ Groesch	Paralegal	\$400.00	8.20	\$3,280.00
D Northrop	Paralegal	\$400.00	4.00	\$1,600.00
CM Greer	Paralegal	\$335.00	62.30	\$20,870.50
CE Cantelmi-Tigani	Paralegal	\$305.00	1.30	\$396.50
Totals			280.80	\$191,058.50

Expenses

Telecommunication Services	56.34
Federal Express	39.20
Searches	160.60
CourtCall Service 4/3/18 CCID# 8996384 U.S. Bankruptcy Court-Delaware	30.00
CourtCall Service 4/23/18 CCID# 9036082U.S. Bankruptcy Court-Delaware	30.00
CourtCall Service 4/23/18 CCID# 9036106U.S. Bankruptcy Court-Delaware	30.00

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Travel - Airfare - Steven K. Kortanek, Supplemental airline charges - coach - required change fees for March 20-22 Phase II meetings	800.00
Travel - Airfare - Steven K. Kortanek, 03/20/18, PHL to LA - Global Settlement Conference re Woodbridge; PHL to LA	518.61
Travel - Train - Steven K. Kortanek, 02/21/18 - Train to NY from Wilmington re Woodbridge Meeting	88.00
Travel - Train - Steven K. Kortanek, 02/21/18 - Train from NY to Wilmington re Woodbridge Meeting	110.00
Travel - Lodging (Hotel, Apt, Other) - Steven K. Kortanek, 03/23/18 - Global Settlement Conference re Woodbridge	692.00
Document Productions - Reliable Wilmington Mailout & Envelope Services, Postage, and Draft & Efile AOS	160.20
Document Productions - Reliable Wilmington Mailout & Envelope Services, Postage, Draft & E-File AOS	297.00
Document Productions - Reliable Wilmington Digital Printing B/W PDFs- and Envelope services	622.51
Meals SeamlessWeb Professional Solutions, Inc. 02/26/18 Jim Millar - Woodbridge Meeting	183.19
Outside Photocopying Services - Reliable Wilmington Hourly Transcript Copies	26.40
Outside Photocopying Services - Reliable Wilmington Hourly transcript copies	25.20
Hand Delivery - Reliable Wilmington Hand Delivery Mailout and envelopes services	1,105.50
Hand Delivery - Reliable Wilmington Hand Delivery of Transcript Copies	
Hand Delivery - Reliable Wilmington Hand Delivery. Mailout and Envelope services. Draft & Efile	74.40
Hand Delivery - Reliable Wilmington Hand Delivery Mailout service, Draft and Efile	
Express Delivery Services Parcels Inc. 04/04/18 - Downtown delivery pickup	535.70
Express Delivery Services Parcels Inc. 04/04/18 - Downtown delivery pickup	244.50
	7.50
	7.50

Total Current Expenses

\$5,844.35

Total this Invoice

\$196,902.85

Payment for legal services is due within 30 days of invoice date.

Exhibit B

Kortanek Declaration

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

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

DECLARATION OF STEVEN K. KORTANEK

I, Steven K. Kortanek, declare as follows:

1. I am a partner with the law firm of Drinker Biddle & Reath LLP (“**Drinker Biddle**”). I submit this Declaration (the “**Declaration**”) on behalf of Drinker Biddle in support of the *Third Monthly Fee Application of Drinker Biddle & Reath LLP, Counsel for the Ad Hoc Noteholder Group for Allowance of Compensation for Services Rendered and For Reimbursement of Expenses, for the Period From April 1, 2018 Through April 30, 2018* (the “**Application**”). Except as otherwise noted, I have personal knowledge of the matters set forth herein.

2. Drinker Biddle is a law firm of approximately 600 attorneys, which maintains an office at 222 Delaware Ave., Ste. 1410, Wilmington, DE 19801-1621, among other locations.

3. The Billing Detail attached as “Exhibit A” to the Application contains a separate description and time allotment for each activity performed by each individual attorney and legal assistant.

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

4. All services for which compensation is requested by Drinker Biddle were professional services performed for and on behalf of the Noteholder Group and not on behalf of any other person.

5. In compliance with 18 U.S.C. § 155, neither I nor any member or associate of this firm has entered into any agreement, express or implied, with any other party in interest or any attorney for such other party in interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the Debtors or the estates' assets.

6. In compliance with section 504 of the Bankruptcy Code, no agreement or understanding exists between me, Drinker Biddle, or any member or associate of Drinker Biddle, on the one hand, and any other person, on the other hand, for division of compensation Drinker Biddle may receive for services rendered in connection with these Chapter 11 Cases, nor will any division of fees prohibited by section 504 of the Bankruptcy Code be made by me or any member or associate of Drinker Biddle.

Dated: October 29, 2018

/s/ Steven K. Kortanek
Steven K. Kortanek