

**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: December 6, 2018 at 4:00 p.m. (ET)

**COVER SHEET TO THE SEVENTH 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
AUGUST 1, 2018 THROUGH AUGUST 31, 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:	August 1, 2018, through August 31, 2018
Total Compensation Sought as Actual, Reasonable and Necessary:	\$147,585.00
80% of Compensation Sought as Actual, Reasonable and necessary:	\$118,068.00
Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$2,715.17

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:	\$278,887.62
Total Allowed expenses paid to date:	\$4,759.25
Blended Rate in this application for all timekeepers:	\$599
Blended Rate in this application for all attorneys:	\$755

This is an: X 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	\$232,192.20	\$3,572.88
10/29/18 D.I. 2907	4/1/18 – 4/30/18	\$189,046.00	\$5,844.35	\$0.00	\$0.00
11/05/18 D.I. 2931	5/1/18 – 5/31/18	\$203,093.00	\$3,158.13	\$0.00	\$0.00
11/5/18 D.I. 2954	6/1/18 – 6/30/18	\$189,579.50	\$4,889.80	\$0.00	\$0.00
11/15/18 D.I. 3003	7/1/18 – 7/31/18	\$144,208.00	\$1,590.23	\$0.00	\$0.00
TOTAL		\$1,335,752.25	\$20,241.76	\$487,860.60	\$4,759.25

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 AUGUST 1, 2018 THROUGH AUGUST 31, 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	1.40	\$1,386.00
Steven K. Kortanek	Partner (Corporate Restructuring Group) DE bar since 1992	\$805	69.90	\$56,269.50
Timothy R. Casey	Partner (Corporate Restructuring Group)	\$800	50.30	\$40,240.00
Michael P. Pompeo	Partner (Corporate Restructuring Group)	\$770	0.60	\$462.00
Patrick A. Jackson	Associate (Corporate Restructuring Group) DE bar since 2007	\$605	23.90	\$14,459.50
Joseph Argentina	Associate (Corporate Restructuring Group) NJ bar since 2009 PA bar since 2009 DE bar since 2010	\$495	7.50	\$3,712.50
Kevin H. DeMaio	Associate (Litigation Group)	\$420	1.40	\$588.00
Cathy M. Greer	Paralegal (Corporate Restructuring Group)	\$335	89.40	\$29,949.00
Cathlyn Cantelmi-Tigani	Paralegal (Corporate Restructuring Group)	\$305	1.70	\$518.50
GRAND TOTAL:			246.10	\$147,585.00
BLENDED HOURLY RATE:		\$599		

SUMMARY OF COMPENSATION BY PROJECT CATEGORY

CODE	PROJECT CATEGORY	ACTUAL HOURS	TOTAL FEES
B110	Case Administration	4.70	\$1,928.50
B120	Asset Analysis and Recovery	2.70	\$2,173.50
B150	Meetings of and Communication with Creditors	13.90	\$10,346.50
B161	Fee Application	12.70	\$6,997.50
B175	Fee Application of Others	2.70	\$1,468.50
B180	Avoidance Action Analysis	0.90	\$664.50
B185	Assumption/Rejection of Leases and Contracts	0.30	\$181.50
B210	Business Operations	2.90	\$2,334.50
B230	Financing/Cash Collateral	9.80	\$8,120.00
B235	Creditor Information Sharing/1102 Matters	74.00	\$25,605.00
B280	Sale Motion/363 State	3.30	\$1,293.50
B310	Claims Administration/Objections/Bar Date	1.10	\$864.50
B320	Plan and Disclosure Statement	100.90	\$75,187.50
B440	Adversary Proceedings and Bankruptcy Litigation	4.10	\$2,628.00
B445	Court Hearings/Preparation/Agenda	12.10	\$7,791.50
TOTAL:		246.10	\$147,585.00

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Telecommunication Services		\$42.43
Computer Assisted Research		\$749.50
Travel – Airfare – Steven K. Kortanek, 8/23/18, Philadelphia to Los Angeles re Co-Chair Meeting		\$147.99
Travel – Airfare – Steven K. Kortanek, 8/25/18, Los Angeles to Philadelphia re Co-Chair Meeting		\$258.20
Travel – Lodging (Hotel, Apt, Other) – Steven K. Kortanek, 8/23/18 – Lodging re Co-Chair Meeting		\$1,309.73
Taxi/Car Service – Steven K. Kortanek, 8/25/18 – Uber from Los Angeles re Co-Chair Meeting		\$38.21
Taxi/Car Service – Steven K. Kortanek, 8/25/18 – Uber to Los Angeles re Co-Chair Meeting		\$32.23
Taxi/Car Service – Steven K. Kortanek, 8/25/18 – Uber from Philadelphia Airport re Co-Chair Meeting		\$45.08
Taxi/Car Service – Steven K. Kortanek, 8/23/18 – Uber to Philadelphia Airport re Co-Chair Meeting		\$55.18
Taxi/Car Service – Steven K. Kortanek, 8/23/18 – Uber from Los Angeles Airport to Drinker Biddle & Reath – Los Angeles office re Co-Chair Meeting		\$36.62
TOTAL		\$2,715.17

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

In re:	:	
	:	Chapter 11
	:	
WOODBRIIDGE GROUP OF	:	Case No. 17-12560 (KJC)
COMPANIES LLC, <i>et al.</i> , ¹	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: December 6, 2018 at 4:00 p.m. (ET)
	:	

**SEVENTH 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
AUGUST 1, 2018 THROUGH AUGUST 31, 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 seventh 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

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.

support of this 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 August 1, 2018 through August 31, 2018 (the “**Application Period**”) in the amount of **\$147,585.00** and reimbursement of its actual and necessary expenses in the amount of **\$2,715.17**. 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.

Meetings of and Communications with Creditors (B150)

17. Drinker Biddle, in coordination with the Noteholder Group's financial advisors, prepared for and presented at official meetings of the Noteholder Group during the Application Period on August 14 and August 17, as well as related communications and meetings with the Noteholder Group Co-Chairs and members. 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: 13.90	Total Fees: \$10,346.50
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Fee Application (B161)

18. During the Application Period, the firm prepared and filed its first monthly fee application, and also began preparation of its second application.

Total Hours: 12.70	Total Fees: \$6,997.50
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Financing/Cash Collateral (B230)

19. During the Application Period, the firm coordinated with the advisors to the Official Creditors Committee in the preparation and filing of reply papers in support of the joint motion for approval of the noteholder liquidity facility, as well as other services in prosecuting the joint motion and addressing matters with the U.S. Trustee and the SEC. The liquidity motion was approved at the August 8, 2018 hearing in these cases.

Total Hours: 9.80	Total Fees: \$8,120.00
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Creditor Information Sharing/1102 Matters (B235)

20. Drinker Biddle continued to be committed to being responsive to the high volume of inquiries submitted by noteholders through the Noteholder Group's website, direct emails and by phone. The required communication services were of a similar volume as in July 2018. The volume of inquiries was understandably high as noteholders were aware that the proposed disclosure statement was scheduled to be considered at the August 21, 2018 hearing in these cases. The firm has consistently handled the bulk of these communication services at the paraprofessional level, and thus the blended rate for the firm's services in this category is at a correspondingly low figure - \$346.01 per hour for August 2018.

Total Hours: 74.00	Total Fees: \$25,605.00
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Plan and Disclosure Statement (B320)]

21. The Plan and Disclosure Statement task category became a predominant subset of Drinker Biddle's services during the Application Period, given the natural run-up to the August 21, 2018 hearing on the proposed disclosure statement, and thereafter considering the work required to assist the pursuit of confirmation of the chapter 11 plan. Counsel to various noteholders as well as numerous noteholders themselves raised specific plan and disclosure statement-related issues and questions with Drinker Biddle during the Application Period. For such noteholder communications that dealt specifically with plan and disclosure statement issues, the firm's time has been categorized as falling under the Plan and Disclosure Statement task category.

Total Hours: 100.90	Total Fees: \$75,187.50
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VI. BASIS FOR RELIEF

22. 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.*

23. 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).

24. 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.

25. 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 expense sought herein is warranted.

VII. NOTICE, PRIOR APPLICATION AND CERTIFICATION

26. 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.

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

28. 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 \$147,585.00 (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 \$2,715.17, for the Application Period from August 1, 2018 through August 31, 2018.

Dated: November 16, 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)
222 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 467-4200
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-and-

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Michael Pompeo
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Telephone: (212) 248-3140
Facsimile: (212) 248-3141
james.millar@dbr.com
michael.pompeo@dbr.com

Counsel for the Ad Hoc Noteholder Group

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

In re:	:	Chapter 11
WOODBRIIDGE GROUP OF COMPANIES LLC, <i>et al.</i> , ¹	:	Case No. 17-12560 (KJC)
Debtors.	:	(Jointly Administered)
	:	Obj. Deadline: December 6, 2018 at 4:00 p.m. (ET)

NOTICE OF APPLICATION

PLEASE TAKE NOTICE that on November 16, 2018, Drinker Biddle & Reath LLP (“Drinker Biddle”), filed the **Seventh 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 August 1, 2018 Through August 31, 2018** (the “Application”), which seeks approval for compensation for professional services rendered in the amount of \$147,585.00 and reimbursement for the expenses it incurred in the amount of \$2,715.17 during the period from August 1, 2018 through August 31, 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 **December 6, 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)

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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: November 16, 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)
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-and-

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Facsimile: (212) 248-3141
james.millar@dbb.com
michael.pompeo@dbb.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: 15202117
 Invoice Date: 10/30/2018
 Client Number: 218376
 Matter Number: 572666

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

For services through August 31, 2018

Current Fees	147,585.00
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Current Expenses	<u>2,715.17</u>
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Total Amount Due This Invoice

\$150,300.17

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: 218376/15202117

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.**



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

To be provided
 To be provided
 Delray Beach, FL 33446

Invoice Number: 15202117
 Invoice Date: 10/30/2018
 Client Number: 218376
 Matter Number: 572666

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

For professional services rendered through August 31, 2018

Fees

			<u>Hours</u>	<u>Amount</u>
B110		Case Administration		
08/01/18	SK Kortanek	Update file notes on weekly advisor call for the Drinker team	0.30	241.50
08/02/18	CM Greer	Document/file management	0.10	33.50
08/03/18	CM Greer	Document/file management	0.10	33.50
08/06/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
08/08/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.30	126.00
08/09/18	CM Greer	Document/file management	0.20	67.00
08/10/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
08/10/18	CM Greer	Document/file management	0.20	67.00
08/13/18	CM Greer	Update docket sheet for main case, appeal and Rochelle adversary	0.20	67.00
08/13/18	CM Greer	Document/file management	0.10	33.50
08/14/18	CM Greer	Document/file management	0.10	33.50
08/15/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
08/15/18	CM Greer	Document/file management	0.10	33.50
08/16/18	CM Greer	Document/file management	0.10	33.50
08/17/18	SK Kortanek	Call from M Tuchin re: consent to certain communication protocol	0.20	161.00
08/21/18	CM Greer	Retrieve and circulate fifteen (15) orders re 8/21/18 hearing	1.10	368.50
08/23/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.30	126.00
08/23/18	CM Greer	Document/file management	0.10	33.50
08/27/18	CM Greer	Document/file management	0.10	33.50
08/29/18	KH DeMaio	Confer with DBR team re: DBR data room; update same.	0.20	84.00
08/30/18	CM Greer	Document/file management	0.20	67.00

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			<u>Hours</u>	<u>Amount</u>
B110		Case Administration		
08/31/18	CM Greer	Document/file management	0.10	33.50
		Total Case Administration	4.70	1,928.50
			<u>Hours</u>	<u>Amount</u>
B120		Asset Analysis and Recovery		
08/02/18	SK Kortanek	Review Knowles motion to dismiss its chapter 11	0.30	241.50
08/02/18	SK Kortanek	Review SEC comments to implementation agreement (0.4); Email exchanges with M Tuchin, R Pachulski and J Sabin re: response and path forward on SEC settlement (0.3)	0.70	563.50
08/06/18	SK Kortanek	Review and comment on draft proposed corporate action instrument from M Tuchin, and prepare response to M Tuchin re: proposed operating agreement amendment for SEC settlement	0.40	322.00
08/15/18	SK Kortanek	Review email from M Sedigh with initial analysis of revised management projections	0.40	322.00
08/20/18	SK Kortanek	Review SEC complaints against Kornfeld parties and against Knowles/Robbins parties.	0.60	483.00
08/29/18	SK Kortanek	Review data room update	0.30	241.50
		Total Asset Analysis and Recovery	2.70	2,173.50
			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
08/02/18	TR Casey	Emails from/to C. Spira regarding Z. Schnitzler claim and interest repaid to Woodbridge, plan netting	0.20	160.00
08/07/18	PA Jackson	Emails with K. Washko re: Noteholder Group meeting, address update	0.20	121.00
08/13/18	PA Jackson	Emails with C. Greer re: noteholder plan inquiry	0.20	121.00
08/13/18	PA Jackson	Calls with S. Kortanek re: Noteholder Group meeting agenda	0.30	181.50
08/13/18	PA Jackson	Draft agenda for Noteholder Group telephonic meeting and send to client	0.20	121.00
08/14/18	SK Kortanek	Email exchanges with Noteholder Group co-chairs re: preparation for August 14 Noteholder Group meeting	0.50	402.50
08/14/18	SK Kortanek	Confer with P Jackson re: preparation for Noteholder Group August 14 call meeting	0.40	322.00
08/14/18	SK Kortanek	Prepare for (0.5) and present at the August 14 Noteholder Group meeting (1.8)	2.30	1,851.50
08/14/18	PA Jackson	Participate in Noteholder Group telephonic meeting	1.80	1,089.00
08/15/18	TR Casey	Telephone conference with B. Elfenbein regarding status of plan and distributions.	0.30	240.00

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			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
08/16/18	SK Kortanek	Review Conway MacKenzie memo to the Noteholder Group for the August 17 Noteholder Group meeting	0.40	322.00
08/17/18	SK Kortanek	Present at the August 17, 2018 Noteholder Group meeting	1.20	966.00
08/17/18	SK Kortanek	Prepare for Noteholder Group August 17 2018 meeting	1.20	966.00
08/17/18	SK Kortanek	Email exchange with M Sedigh re: after-action deliverables for the Noteholder Group	0.30	241.50
08/17/18	PA Jackson	Noteholder Group telephonic meeting	1.20	726.00
08/20/18	SK Kortanek	Preparation call with Committee Co-Chair Beynon re: solicitation process, disclosure statement approval hearing, related pending matters and Noteholder Group position statements	0.70	563.50
08/20/18	SK Kortanek	Emails with J Beynon re: meeting planning, SEC enforcement updates	0.50	402.50
08/20/18	SK Kortanek	Email M Sedigh re: follow-up report to the Noteholder Group on plan matters	0.30	241.50
08/24/18	SK Kortanek	Prepare for meeting with Co-Chair J Beynon	1.00	805.00
08/27/18	TR Casey	Review Debtors' stipulation with S. Glick regarding claim and voting on plan.	0.10	80.00
08/28/18	SK Kortanek	Draft memo to the Noteholder Group re: September 4 call meeting	0.30	241.50
08/28/18	PA Jackson	Emails with S. Kortanek re: liquidity facility coverage, rescheduling of Noteholder Group call	0.20	121.00
08/31/18	PA Jackson	Email to client re: Noteholder Group meeting scheduling	0.10	60.50
		Total Meetings of and Communications with Creditors	13.90	10,346.50
			<u>Hours</u>	<u>Amount</u>
B161		Fee Application		
08/07/18	SK Kortanek	Review and revise first interim fee application of Drinker Biddle	2.50	2,012.50
08/13/18	SK Kortanek	Further review and revise Drinker interim fee application	0.40	322.00
08/16/18	CE Cantelmi-Tigani	Assist in prep of Drinker Biddle fee application	1.70	518.50
08/17/18	CM Greer	Prepare DBR first fee application and notice	4.20	1,407.00
08/23/18	PA Jackson	Review, finalize, and coordinate filing/service of DBR first monthly fee application	0.60	363.00
08/23/18	CM Greer	Revise DBR first fee application and notice; Finalize and file DBR first fee application; Coordinate service of same	0.60	201.00
08/24/18	SK Kortanek	Emails with A Kelly re: Fee Examiner data export format	0.20	161.00

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			<u>Hours</u>	<u>Amount</u>
B161		Fee Application		
08/31/18	SK Kortanek	Review and revise second monthly interim fee application of Drinker Biddle	2.50	2,012.50
		Total Fee Application	12.70	6,997.50
			<u>Hours</u>	<u>Amount</u>
B175		Fee Applications of Others		
08/01/18	SK Kortanek	Review email correspondence between M Dundon and E Frejka re: Dundon Advisors time detail	0.20	161.00
08/02/18	SK Kortanek	Review email correspondence between M Dundon and E Frejka re: Fee Examiner submissions and response	0.10	80.50
08/13/18	SK Kortanek	Review and approve CNOs for Dundon second and third monthly fee applications (0.2); Assign CNO filings to C Greer for Noteholder Group financial advisors (0.1)	0.30	241.50
08/13/18	SK Kortanek	Review and approve filing of CNOs for Conway MacKenzie monthly interim fee applications (March, April and May)	0.30	241.50
08/13/18	CM Greer	Email to M. Dundon re no objections to Dundon fee apps (0.1); Email to M. Sedigh re no objections to Conway MacKenzie's fee apps (0.1); Prepare certificates of no objection re Dundon second and third fee applications (0.2); Prepare certificates of no objections re Conway MacKenzie second, third and fourth fee applications (0.3); File certificates of no objection re Dundon second and third fee applications (0.2); Email to M. Dundon re same (0.2); File certificates of no objections re Conway MacKenzie second, third and fourth fee applications(0.2); Email to M Sedigh re same (0.1)	1.40	469.00
08/17/18	SK Kortanek	Confer with C Greer re: professionals' interim fee applications and interim compensation procedures, UST Guidelines matters	0.30	241.50
08/17/18	CM Greer	Retrieve and review Committee and Unitholder advisors' first two fee applications	0.10	33.50
		Total Fee Applications of Others	2.70	1,468.50
			<u>Hours</u>	<u>Amount</u>
B180		Avoidance Action Analysis		
08/10/18	PA Jackson	Emails with K. Washko, J. Sonn re: Knowles/Goodman connection	0.30	181.50
08/14/18	SK Kortanek	Review and revise analysis of investor proceeds uses	0.60	483.00
		Total Avoidance Action Analysis	0.90	664.50
			<u>Hours</u>	<u>Amount</u>
B185		Assumption/Rejection of Leases and Contracts		
08/15/18	PA Jackson	Call with I. Bambrick re: executory contract issue	0.30	181.50

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			<u>Hours</u>	<u>Amount</u>
B185		Assumption/Rejection of Leases and Contracts		
		Total Assumption/Rejection of Leases and Contracts	0.30	181.50
			<u>Hours</u>	<u>Amount</u>
B210		Business Operations		
08/01/18	SK Kortanek	Participate in weekly advisor update call with Debtors and the three committees	0.80	644.00
08/08/18	SK Kortanek	Prepare for (0.2) and participate in weekly advisors call among all estate parties (0.8)	1.00	805.00
08/15/18	SK Kortanek	Memo recap on weekly advisors call	0.20	161.00
08/15/18	SK Kortanek	Participate in weekly advisor update call (Klee Tuchin, Debtor management, Committee, Noteholder Group, Unitholder Group)	0.60	483.00
08/29/18	SK Kortanek	Participate in weekly estate parties advisors call (Debtors, Noteholder Group, UCC, Unitholder Group)	0.30	241.50
		Total Business Operations	2.90	2,334.50
			<u>Hours</u>	<u>Amount</u>
B230		Financing/Cash Collateral		
08/01/18	SK Kortanek	Review email correspondence exchange with T Fox and C Robinson re: U.S. Trustee response deadline on joint UCC/Noteholder Group liquidity facility motion	0.20	161.00
08/02/18	JH Millar	Address comments to liquidity facility papers.	1.00	990.00
08/02/18	SK Kortanek	Review and comment on draft reply in support of liquidity facility motion (0.3); Emails with M Dundon and J Millar re: reply in support of liquidity facility motion (0.2); Review further liquidity reply comments from Pachulski and FTI (0.3)	0.80	644.00
08/03/18	SK Kortanek	Review and respond to email from M Litvak re: reply on Liquidity motion (0.2); Review revisions to draft reply with respect to the joint Liquidity Motion (0.3)	0.50	402.50
08/06/18	JH Millar	Discuss Liquidity Facility issues with M. Dundon and S. Kortanek.	0.40	396.00
08/06/18	SK Kortanek	Email correspondence exchange with M Tuchin and M Dundon re: supporting documents for the Liquidity Facility	0.30	241.50
08/07/18	SK Kortanek	Exchange multiple emails with D Baddley at the SEC, M Litvak and liquidity facility lender counsel Brown Rudnick re: SEC staff proposed changes to the liquidity facility documentation	0.80	644.00
08/07/18	SK Kortanek	Review parties' email correspondence with T Fox of OUST, M Litvak, and C Nelson re: comments and questions on the Joint Liquidity Facility Motion	0.70	563.50
08/07/18	PA Jackson	Email from T. Fox re: UST comments to noteholder liquidity facility motion	0.10	60.50

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			<u>Hours</u>	<u>Amount</u>
B230		Financing/Cash Collateral		
08/08/18	SK Kortanek	Review email exchanges with U.S. Trustee trial attorney T Fox, M Litvak adn re: resolution of issues on the joint Liquidity Facility motion	0.40	322.00
08/09/18	SK Kortanek	Email exchanges with A Strehle (Axar counsel) and M Litvak re: liquidity documentation matters, UST	0.20	161.00
08/14/18	SK Kortanek	Review email exchanges among advisors to the Committee and Noteholder Group re: liquidity facility and U.S. Trustee comments, lender responses	0.40	322.00
08/15/18	SK Kortanek	Email exchanges with Roy Morano re: liquidity facility update	0.20	161.00
08/16/18	SK Kortanek	Review parties' email correspondence re: comments and update on revision to the liquidity facility documentation, among Brown Rudnick, Pachulski and Drinker.	0.40	322.00
08/22/18	SK Kortanek	Email exchange with M Dundon re: update on the liquidity facility, status of roll-out	0.30	241.50
08/22/18	TR Casey	Email to P. Jackson regarding noteholder liquidity facility.	0.10	80.00
08/22/18	TR Casey	Review noteholder liquidity facility documents.	1.40	1,120.00
08/22/18	TR Casey	Review order approving noteholder liquidity facility.	0.10	80.00
08/28/18	SK Kortanek	Review update on Cross River/Axar situation, parties' planned meeting	0.40	322.00
08/28/18	SK Kortanek	Update and strategy call with R Pachulski, C Nelson, S Khazary and M Dundon re: financing source, alternatives, path forward	0.40	322.00
08/29/18	SK Kortanek	Call with J Jonas re: liquidity status update, process (0.3); Call with R Pachulski, C Nelson, M Dundon re: process and documentation of the liquidity facility, regulatory matters (0.4)	0.70	563.50
		Total Financing/Cash Collateral	9.80	8,120.00
			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
08/01/18	SK Kortanek	Email exchange E Fruithandler re case update	0.10	80.50
08/01/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.40	804.00
08/02/18	M Pompeo	Calls with attorney for individual noteholders regarding case information and update.	0.30	231.00
08/02/18	TR Casey	Email from C. Greer regarding noteholder inquiry.	0.10	80.00
08/02/18	PA Jackson	Review draft reply in support of liquidity facility motion	0.10	60.50
08/02/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.40	1,139.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
08/02/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.30	770.50
08/03/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.10	1,038.50
08/03/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.10	368.50
08/03/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	0.30	100.50
08/06/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.40	1,139.00
08/07/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	1.80	603.00
08/08/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.00	670.00
08/09/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	1.70	569.50
08/10/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.30	1,105.50
08/13/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	1.80	603.00
08/13/18	CM Greer	Return and respond to noteholder inquiry phone calls	1.00	335.00
08/14/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.10	1,373.50
08/14/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	1.50	502.50
08/15/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.40	804.00
08/15/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.00	670.00
08/16/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.30	1,105.50
08/16/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.00	670.00
08/17/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.20	737.00
08/20/18	SK Kortanek	Prepare and furnish talking points update for T Casey and P Jackson	0.50	402.50
08/20/18	SK Kortanek	Review noteholder inquiry log update	0.30	241.50

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
08/20/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.90	971.50
08/21/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	1.00	335.00
08/22/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.80	1,273.00
08/23/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	2.80	938.00
08/27/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.50	1,172.50
08/28/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.40	804.00
08/29/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.70	1,239.50
08/29/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.00	335.00
08/30/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.60	1,206.00
08/31/18	SK Kortanek	Email correspondence exchange J Castellano re: noteholder questions regarding the Official Committee's avoidance complaint	0.40	322.00
08/31/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.50	502.50
08/31/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	0.90	301.50
		Total Creditor Information Sharing/1102 Matters	74.00	25,605.00
			<u>Hours</u>	<u>Amount</u>
B280		Sale Motion/363 State		
08/13/18	CM Greer	Review docket and prepare reference schedule of all sale orders	1.90	636.50
08/28/18	SK Kortanek	Review sale motion re 633 Foothill	0.40	322.00
08/30/18	CM Greer	Review and update schedule of all sale orders	1.00	335.00
		Total Sale Motion/363 State	3.30	1,293.50
			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
08/01/18	TR Casey	Email to C. Greer regarding E. McPherson claim and addition to database.	0.10	80.00
08/02/18	SK Kortanek	Review order approving SEC extension, review critical dates	0.20	161.00

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
08/02/18	SK Kortanek	Review order extending SEC bar date (0.1)	0.10	80.50
08/02/18	PA Jackson	Call from T. Casey re: noteholder inquiry re: ACH debit	0.10	60.50
08/15/18	TR Casey	Review schedules regarding claims of W. Jones.	0.10	80.00
08/29/18	SK Kortanek	Call with D Baddley re: estate administrative claims, SEC proposal	0.30	241.50
08/29/18	SK Kortanek	Review email correspondence from D Baddley to estate parties' counsel re: proposal relating to case exit, administrative expense treatment	0.20	161.00
Total Claims Administration/Objections/Bar Date			1.10	864.50
			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/01/18	SK Kortanek	Review and comment on draft response to J Shields questions for the Utah Noteholders on plan issues	0.40	322.00
08/01/18	TR Casey	Telephone conference with E. McPherson regarding distribution, ballot and timing.	0.50	400.00
08/01/18	TR Casey	Review P. Jackson's memo regarding plan treatment issues.	0.50	400.00
08/01/18	TR Casey	Review disclosure statement and plan regarding noteholder treatment issues to respond to noteholder inquiries regarding same.	1.30	1,040.00
08/01/18	PA Jackson	Research and respond to J. Shields inquiry re: disclosure statement questions	1.10	665.50
08/01/18	PA Jackson	Call with J. Shields, E. Johnson re: disclosure statement questions	0.90	544.50
08/01/18	PA Jackson	Research and respond to noteholder inquiry	1.10	665.50
08/02/18	SK Kortanek	Meet with P Jackson re: plan issues, updates for certain non-estate property issues	0.50	402.50
08/02/18	TR Casey	Telephone conference with C. Spira regarding distributions, net claims and trust issues under the plan settlement term sheet	0.30	240.00
08/02/18	TR Casey	Review disclosure statement and plan regarding distributions and trust provisions.	0.60	480.00
08/02/18	TR Casey	Telephone conference with C. Spira regarding discussions and trust provisions	0.20	160.00
08/03/18	SK Kortanek	Review first amended proposed chapter 11 plan and first amended proposed disclosure statement and associated readlines	1.20	966.00
08/03/18	SK Kortanek	Review, revisions and drafting of proposed joint investor communication regarding plan	1.20	966.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/03/18	TR Casey	Email from and telephone conference with C. Spira regarding additional information on Z. Schnitzler interest issue.	0.10	80.00
08/03/18	TR Casey	Email to P. Jackson regarding additional information on Z. Schnitzler interest netting issue.	0.10	80.00
08/03/18	TR Casey	Emails from/to C. Spira and P. Jackson regarding Z. Schnitzler interest netting issue.	0.20	160.00
08/03/18	TR Casey	Review disclosure statement and plan regarding Noteholder claim issues.	0.90	720.00
08/03/18	TR Casey	Telephone conference with S. Chiodini regarding note claims of E. Schuppers, settlement, plan, distributions and timing.	0.70	560.00
08/03/18	TR Casey	Emails from/to C. Greer regarding proposed distribution to the Noteholders.	0.10	80.00
08/03/18	TR Casey	Review plan and disclosure statement regarding Noteholder issues.	0.50	400.00
08/03/18	TR Casey	Emails to C. Greer regarding Noteholder plan issues.	0.40	320.00
08/03/18	TR Casey	Telephone conference with C. McDermant regarding disclosure statement hearing, plan, distributions, third party claims and ballot.	0.50	400.00
08/03/18	TR Casey	Emails from C. Greer regarding Noteholder plan issues.	0.10	80.00
08/03/18	PA Jackson	Call to S. Kortanek re: plan support letter, Q&A	0.10	60.50
08/03/18	PA Jackson	Confer with C. Greer re: noteholder inquiry re plan	0.10	60.50
08/04/18	TR Casey	Emails from S. Chiodini regarding plan and disclosure statement and initial distribution.	0.20	160.00
08/06/18	SK Kortanek	Email correspondence exchange with noteholder K Gersdorf re: plan treatment issues and concerns	0.50	402.50
08/06/18	TR Casey	Review emails from K. Gersdorf and S. Kortanek regarding plan treatment of claims and payments received.	0.20	160.00
08/06/18	TR Casey	Review disclosure statement for first amended plan.	0.80	640.00
08/06/18	TR Casey	Review amended summary of plan.	0.10	80.00
08/06/18	TR Casey	Draft notes/outline regarding amended plan and disclosure statement for discussion with Noteholders.	1.40	1,120.00
08/06/18	TR Casey	Review amended plan.	0.40	320.00
08/06/18	PA Jackson	Emails with S. Kortanek re: noteholder plan inquiries	0.20	121.00
08/08/18	SK Kortanek	Review and update recovery waterfall analysis under first amended plan	0.60	483.00
08/08/18	SK Kortanek	Call from Laurel Lavin re: CUD/ disputed claims issue for noteholder victims, plan process regarding such claims	0.30	241.50

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/08/18	SK Kortanek	Email correspondence exchange with J Shield and E Johnson, counsel to the Utah Noteholder Group, re: plan amendment of 8/3/18	0.30	241.50
08/08/18	PA Jackson	Emails with J. Shields re: plan amendment	0.10	60.50
08/09/18	SK Kortanek	Email exchanges with counsel to the Creditors Committee (M Litvak et al.) and other estate parties re: further Disclosure Statement comments, recent developments	0.60	483.00
08/09/18	SK Kortanek	Call M Tuchin re: Disclosure Statement procedural matters	0.20	161.00
08/09/18	SK Kortanek	Call with Kellie Fisher re: disclosure statement comments, issues	0.30	241.50
08/09/18	SK Kortanek	Review amended Disclosure Statement and prepare comments and issues list	1.00	805.00
08/10/18	SK Kortanek	Email correspondence exchange (multiple) among advisors to the Creditors Committee and Noteholder Group re: Disclosure Statement revisions and comments related to lender	0.70	563.50
08/10/18	SK Kortanek	Review disclosure objection by Comerica class	0.40	322.00
08/10/18	TR Casey	Emails from P. Jackson and H. Clark regarding third party claims, trust interests and disclosure statement hearing.	0.10	80.00
08/10/18	TR Casey	Review disclosure statement regarding noteholder claims, trust interests and trust committee.	1.30	1,040.00
08/10/18	TR Casey	Review objection of J. Fiore to disclosure statement.	0.10	80.00
08/10/18	TR Casey	Telephone conference with T. Konstantinidis regarding plan issues on trust interest, distributions and third party claims.	0.40	320.00
08/10/18	PA Jackson	Call with J. McLaughlin re: Plan/DS, case status	0.50	302.50
08/10/18	PA Jackson	Call with J. Sonn re: class plaintiff objection to DS	0.20	121.00
08/10/18	PA Jackson	Review class plaintiffs' objection to DS and confer with S. Kortanek re: same	0.80	484.00
08/10/18	PA Jackson	Email to S. Kortanek recapping call with J. Sonn	0.10	60.50
08/10/18	PA Jackson	Respond to noteholder inquiry re: amended DS	0.30	181.50
08/11/18	TR Casey	Email from L. Politi regarding disclosure statement hearing and plan terms.	0.10	80.00
08/11/18	TR Casey	Review disclosure statement regarding noteholder treatment.	0.50	400.00
08/11/18	TR Casey	Call to L. Politi regarding plan and disclosure statement.	0.10	80.00
08/13/18	SK Kortanek	Drafting of Noteholder Group plan support documents	0.70	563.50

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/13/18	SK Kortanek	Call with J Schneider, co-counsel for the Beynon class, regarding resolution of disclosure statement response, related matters	0.50	402.50
08/13/18	SK Kortanek	Email exchange P Jackson re: updates on disclosure statement objections	0.30	241.50
08/13/18	SK Kortanek	Email exchange J Millar re: plan terms, amendments to plan, trust board	0.40	322.00
08/13/18	SK Kortanek	Confer with M Pompeo re: Disclosure Statement matters	0.30	241.50
08/13/18	SK Kortanek	Confer with P Jackson re: disclosure objections and reply strategies	0.40	322.00
08/13/18	TR Casey	Review emails from H. Clark and responses thereto regarding plan treatment of Noteholder claims.	0.30	240.00
08/13/18	TR Casey	Review portions of the disclosure statement regarding noteholder claims.	0.10	80.00
08/13/18	TR Casey	Return call to D. Mekus re plan issues	0.10	80.00
08/13/18	TR Casey	Telephone conference with H. Zaks regarding disclosure statement hearing and proposed distributions.	0.20	160.00
08/13/18	PA Jackson	Draft memo re: First Amended Plan/DS; incorporate Kortanek edits re: same and finalize for distribution	3.20	1,936.00
08/13/18	CM Greer	Circulate Sarachek objection to disclosure statement	0.10	33.50
08/14/18	SK Kortanek	Review and analyze proposed schedule of allowed investor claims under the proposed plan	0.70	563.50
08/14/18	SK Kortanek	Review and revise Noteholder Group plan support letter and website updates	1.20	966.00
08/14/18	SK Kortanek	Call and follow-up email exchange M Tuchin re: discussions on post-Effective Date strategies	0.30	241.50
08/14/18	SK Kortanek	Call from A Mukherjee re: plan process update	0.30	241.50
08/14/18	TR Casey	Email from M. Dundon regarding update on Noteholder liquidity facility.	0.10	80.00
08/14/18	TR Casey	Return call to R. Terry regarding disclosure statement and plan.	0.10	80.00
08/14/18	TR Casey	Telephone conference with D. Mecus regarding plan and disclosure statement.	0.40	320.00
08/14/18	TR Casey	Review memo to Noteholder Group regarding plan and disclosure statement.	0.50	400.00
08/14/18	TR Casey	Email to J. Weiss regarding noteholder inquiry on plan issues	0.10	80.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/14/18	TR Casey	Review notes on disclosure statement and plan, questions from Noteholders and supplemental responses/text for discussions with Noteholders on disclosure statement and plan issues.	2.30	1,840.00
08/15/18	SK Kortanek	Email correspondence exchange with W Holt re: proposed reply filing in support of disclosure statement	0.30	241.50
08/15/18	SK Kortanek	Email exchange M Sedigh re: bridge analysis on projections	0.40	322.00
08/15/18	SK Kortanek	Review revised plan projections	0.60	483.00
08/15/18	SK Kortanek	Review and comment on proposed reply in support of approval of the disclosure statement	0.50	402.50
08/15/18	TR Casey	Telephone conference with H. Zaks regarding status of bankruptcy plan and disclosure statement.	0.30	240.00
08/15/18	TR Casey	Return call to B. Elfenbein regarding update on plan and disclosure statement.	0.10	80.00
08/15/18	TR Casey	Telephone conference with T. Gattis regarding Noteholder liquidity facility and disclosure statement/plan issues.	0.20	160.00
08/15/18	TR Casey	Telephone conference with W. Jones regarding plan issues and timing of distributions.	0.20	160.00
08/15/18	TR Casey	Telephone conference with R. Houchkin regarding disclosure statement hearing, plan and questions regarding same.	0.20	160.00
08/15/18	TR Casey	Review disclosure statement regarding Noteholder claim issues and treatment and assignment of claims versus third parties.	1.30	1,040.00
08/15/18	TR Casey	Telephone conference with R. Houchkin regarding claim contribution under plan and email to T. Gattis regarding follow up.	0.10	80.00
08/16/18	SK Kortanek	Review updated Conway Mackenzie bridge analysis and presentation on revised business plan	0.70	563.50
08/16/18	SK Kortanek	Revise and comment on Disclosure statement reply	0.40	322.00
08/16/18	SK Kortanek	Review and revise bridge analysis for updated business plan projections	0.80	644.00
08/17/18	SK Kortanek	Confer with P Jackson re: plan supplement and committees' submissions, related strategies	0.40	322.00
08/17/18	SK Kortanek	Review further revisions to the Noteholder Group support letter from P Jackson, and email correspondence to Klee Tuchin to explain Noteholder Group responses to Debtors' comments	0.30	241.50
08/17/18	SK Kortanek	Review email from J Weiss and proposed revised version of Noteholder Group plan support documents	0.30	241.50
08/17/18	SK Kortanek	Drafting of Noteholder Group plan support letter	1.50	1,207.50

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/17/18	SK Kortanek	Email correspondence with Klee Tuchin, Pachulski and Venable re: draft support letters of the Committees, comments thereto, and proposed FAQs	0.60	483.00
08/17/18	TR Casey	Review draft letter from the Noteholder Group in support of the Plan.	0.30	240.00
08/17/18	PA Jackson	Emails with S. Kortanek re: Noteholder Group plan support letter	0.40	242.00
08/17/18	PA Jackson	Revise draft Noteholder Group plan support letter and email to client; revise per client, Kortanek comments	2.50	1,512.50
08/18/18	SK Kortanek	Email correspondence exchange with M Fruchter, Co-Chair, re: further comments and questions on Noteholder Group solicitation communications to Class 3	0.50	402.50
08/19/18	SK Kortanek	Email correspondence exchange M Tuchin and counsel to the Committees re: late request by Sarachek to submit letter in solicitation package	0.20	161.00
08/20/18	SK Kortanek	Review Creditors Committee joinder to Disclosure Statement reply	0.10	80.50
08/20/18	SK Kortanek	Review and revise propsed creditor Q&A to make a joint document among the three committees	0.40	322.00
08/20/18	SK Kortanek	Review further turn of the Noteholder Group plan support letter (0.3); Email exchanges P Jackson and Group members R Carli and M Fruchter re: comments to plan support letter, responses (0.4)	0.70	563.50
08/20/18	SK Kortanek	Email exchanges with Venable and Pachulski re: revised Noteholder Group plan support document	0.40	322.00
08/20/18	SK Kortanek	Call from Z Warich re: plan and case update, email relevant information links	0.40	322.00
08/20/18	SK Kortanek	Review Sarachek supplemental filing with proposed noteholder letter, emails with estate parties	0.40	322.00
08/20/18	TR Casey	Review Debtors' reply to objections to disclosure statement.	0.30	240.00
08/20/18	TR Casey	Outline summary of amended disclosure statement and status of UCC's motion to prosecute causes of action for discussions with Noteholders.	0.10	80.00
08/20/18	TR Casey	Email from S. Kortanek regarding net claim issue and schedule to disclosure statement.	0.10	80.00
08/20/18	TR Casey	Review proposed plan support letter to the Noteholders from L. LaRochelle noteholders.	0.10	80.00
08/20/18	TR Casey	Review update from M. Sedigh on business plan.	0.20	160.00
08/20/18	TR Casey	Review amended disclosure statement of 8.16.18.	0.20	160.00
08/20/18	TR Casey	Review Ad Hoc Unitholders proposed letter in support of the plan.	0.10	80.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/20/18	PA Jackson	Revise plan support letter and email to KTBS; draft notice of filing same and coordinate filing/service	0.50	302.50
08/20/18	PA Jackson	Review draft Plan Q&A, Kortanek comments re: same; revise and email to S. Kortanek	1.20	726.00
08/20/18	PA Jackson	Emails with S. Kortanek, J. Beynon, M. Fruchter re: DS hearing	0.20	121.00
08/20/18	CM Greer	File Ad Hoc Noteholder Group's proposed letter in support of first amended joint plan; Coordinate service of same	0.20	67.00
08/21/18	SK Kortanek	Review amended and blacklined disclosure statement filed following August 21 omnibus hearing	0.40	322.00
08/21/18	SK Kortanek	Email exchanges with estate parties (Debtors and the Committees) re: circulation of finalized solicitation package materials	0.60	483.00
08/21/18	TR Casey	Review revised disclosure statement, certain exhibits and schedule 3 regarding Noteholder claim for information requested by various Noteholders.	1.80	1,440.00
08/21/18	TR Casey	Call to H. Zaks regarding disclosure statement.	0.10	80.00
08/21/18	CM Greer	Retrieve Saracheck proposed letter re plan	0.10	33.50
08/22/18	M Pompeo	Correspondence with Investors regarding plan issues	0.30	231.00
08/22/18	SK Kortanek	Review email correspondence with J Sabin and Saracheck firm re: forensic report	0.20	161.00
08/22/18	SK Kortanek	Email exchanges with estate parties counsel (Klee Tuchin, YCST, Venable, Pachulski) re: solicitation package materials	0.40	322.00
08/22/18	SK Kortanek	Review compiled disclosure statement package for Noteholders	0.50	402.50
08/22/18	SK Kortanek	Review amended solicitation versions of plan and disclosure statement	0.30	241.50
08/22/18	SK Kortanek	Review emails from Pachulski and Klee Tuchin with turns of the committee plan support letters and comments to the plan Q&A for all voting creditors	0.60	483.00
08/22/18	TR Casey	Review portions of order approving disclosure statement and exhibits.	0.90	720.00
08/22/18	TR Casey	Review portions of revised disclosure statement and exhibits.	1.90	1,520.00
08/22/18	TR Casey	Return calls to H. Zaks and W. Brooks re: plan treatment issues	0.10	80.00
08/22/18	PA Jackson	Emails with S. Kortanek re: noteholder outreach concerning plan/DS	0.20	121.00
08/23/18	TR Casey	Review portions of order approving disclosure statement.	0.40	320.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/23/18	TR Casey	Return call to H. Zaks regarding plan update.	0.10	80.00
08/23/18	TR Casey	Telephone conference with W. Brooks regarding plan update and deadlines.	0.20	160.00
08/23/18	TR Casey	Telephone conference with B. Elfenbein regarding plan update and deadlines.	0.10	80.00
08/23/18	TR Casey	Telephone conference with C. Spira regarding disclosure statement approval, claims versus third parties and contribution of same, ballots, deadlines and confirmation issues.	0.40	320.00
08/23/18	TR Casey	Telephone conference with H. Zaks regarding approval of disclosure statement, plan, distribution, ballot and deadlines.	0.40	320.00
08/23/18	TR Casey	Telephone conference with E. McPherson and plan update and deadlines.	0.10	80.00
08/23/18	TR Casey	Review disclosure statement regarding third party claims.	0.60	480.00
08/23/18	TR Casey	Telephone conference with L. Haimovitch regarding disclosure statement hearing, plan, status of sale of properties, claims and proposed distribution.	0.30	240.00
08/23/18	TR Casey	Review portions of revised disclosure statement.	1.40	1,120.00
08/23/18	TR Casey	Review schedule 3 to disclosure statement regarding claim/net claim of J. Baron.	0.10	80.00
08/23/18	TR Casey	Telephone conference with J. Baron regarding disclosure statement hearing and plan issues.	0.30	240.00
08/23/18	TR Casey	Confer with C. Greer regarding plan issues.	0.10	80.00
08/24/18	TR Casey	Review portions of revised disclosure statement, plan and order approving disclosure statement.	2.60	2,080.00
08/24/18	TR Casey	Telephone conference with L. Politi regarding disclosure statement, plan, ballot and distribution.	0.50	400.00
08/27/18	TR Casey	Review noteholder liquidity facility documents, plan and disclosure statement.	1.60	1,280.00
08/27/18	TR Casey	Work on summary of plan provisions and liquidity facility documents to respond to inquiries from Noteholders.	1.70	1,360.00
08/28/18	SK Kortanek	Email exchange with Co-Chair J Beynon re: solicitation strategies and drafting	0.50	402.50
08/28/18	SK Kortanek	Exchange emails with I Bambrick re: solicitation process and timing	0.20	161.00
08/28/18	TR Casey	Telephone conference with T. Konstantinidis regarding additional plan issues.	0.10	80.00
08/28/18	TR Casey	Review plan schedule-3, disclosure statement and liquidity facility documents.	1.80	1,440.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/28/18	TR Casey	Outline summary regarding plan issues.	0.90	720.00
08/28/18	TR Casey	Email to S. Watson regarding net claim scheduled by debtors.	0.10	80.00
08/28/18	TR Casey	Telephone conference with S. Watson regarding plan, distribution, net claim and claims versus third parties.	0.40	320.00
08/28/18	TR Casey	Review Schedule 3 regarding net claim of S. Watson.	0.10	80.00
08/29/18	SK Kortanek	Review email correspondence from Klee Tuchin with drafts of trust agreement and wind-down entity operating agreement (0.2); Initial review of draft trust agreement and operating agreement (0.5)	0.70	563.50
08/29/18	SK Kortanek	Review various voting stipulations	0.30	241.50
08/29/18	TR Casey	Review Schedule 3 to disclosure statement regarding inquiries from M. Litwin and J. Hill.	0.60	480.00
08/29/18	TR Casey	Confer with P. Jackson regarding plan issues.	0.20	160.00
08/29/18	TR Casey	Return call to M. Litwin regarding plan documents and net claims.	0.10	80.00
08/29/18	TR Casey	Telephone conference with B. McDermid regarding plan documents and deadlines.	0.20	160.00
08/29/18	TR Casey	Return call to J. Hill regarding update on plan documents and net claims.	0.10	80.00
08/29/18	TR Casey	Email from and call to J. Lopez regarding noteholder plan treatment and related issues.	0.10	80.00
08/29/18	TR Casey	Review plan regarding trust interest and third party claims.	0.40	320.00
08/29/18	TR Casey	Work on update to noteholder issues/inquiries.	1.60	1,280.00
08/29/18	PA Jackson	Respond to noteholder inquiries re: plan	0.30	181.50
08/29/18	PA Jackson	Respond to noteholder plan inquiry	0.10	60.50
08/30/18	SK Kortanek	Review noteholder communications logs and drafting of Q&A for key issues raised by investors	1.50	1,207.50
08/30/18	SK Kortanek	Review of draft trust agreement	0.50	402.50
08/30/18	TR Casey	Telephone conference with B. McDermid regarding plan, ballot deadlines and other issues.	0.20	160.00
08/30/18	TR Casey	Telephone conference with J. Hill regarding plan, timing, distribution and voting.	0.30	240.00
08/30/18	TR Casey	Telephone conference with S. Konstantinidis regarding follow up questions and issues on plan.	0.20	160.00
08/30/18	TR Casey	Continue update to outline/notes for Noteholder calls regarding plan issues.	2.50	2,000.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
08/30/18	TR Casey	Review email from C. Kim and noteholder documents of Global Partners USA re plan treatment	0.20	160.00
08/30/18	TR Casey	Telephone conference with C. Kim regarding noteholder claim, disclosure statement, plan ballot, dates, distribution and other noteholder issues.	0.40	320.00
08/30/18	TR Casey	Telephone conference with S. and T. Konstantinidis regarding plan, projected distribution, ballot, other Noteholder issues and call with other Noteholders.	0.40	320.00
08/30/18	TR Casey	Telephone conference with M. Litwin regarding plan, ballot deadlines and other questions.	0.20	160.00
08/30/18	J Argentina	Initial review and analysis of plan supplement documents related to liquidating trust and wind-down entity.	2.90	1,435.50
08/30/18	PA Jackson	Respond to noteholder inquiries re: plan	0.40	242.00
08/31/18	J Argentina	Complete review and analysis of plan supplement documents related to liquidating trust and wind-down entity and draft memorandum regarding open issues for S. Kortanek and P. Jackson.	4.60	2,277.00
08/31/18	CM Greer	Review amended plan, blackline of disclosure statement, order approving disclosure statement and plan support letter	0.80	268.00
		Total Plan and Disclosure Statement	100.90	75,187.50
			<u>Hours</u>	<u>Amount</u>
B440		Adversary Proceedings and Bankruptcy Litigation		
08/16/18	SK Kortanek	Review and outline issues on standing and potential defensive standing	1.50	1,207.50
08/16/18	SK Kortanek	Review Committee reply in support of standing motion	0.50	402.50
08/20/18	TR Casey	Review UCC's reply to objection of L. LaRochelle and other noteholders to the UCC's motion to prosecute causes of action.	0.20	160.00
08/23/18	TR Casey	Review order approving UCC's motion to prosecute certain causes of action.	0.10	80.00
08/28/18	CM Greer	Research motion precedent regarding compelling certain actions per court order	1.30	435.50
08/29/18	SK Kortanek	Review order on Committee standing motion	0.20	161.00
08/31/18	PA Jackson	Emails with S. Kortanek re: UCC standing order	0.30	181.50
		Total Adversary Proceedings and Bankruptcy Litigation	4.10	2,628.00

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			<u>Hours</u>	<u>Amount</u>
B445		Court Hearings/Preparation/Agenda		
08/06/18	CM Greer	Circulate agenda for 8/8/18 hearing	0.10	33.50
08/08/18	SK Kortanek	Prepare for hearing on the joint Noteholder Group / Creditors Committee liquidity facility motion	0.80	644.00
08/08/18	PA Jackson	Attend hearing re: liquidity facility motion	1.20	726.00
08/08/18	CM Greer	Prepare hearing binder for 8/8/18 hearing	0.20	67.00
08/09/18	SK Kortanek	Prepare memo on August 8, 2018 hearing	0.30	241.50
08/10/18	CM Greer	Review and circulate hearing transcript for 8/8/18 hearing	0.10	33.50
08/17/18	SK Kortanek	Review hearing agenda for August 21 omni and Disclosure Statement hearing	0.20	161.00
08/20/18	SK Kortanek	Email correspondence with Noteholder Group co-chairs re: hearing participation for the August 21 omnibus and Disclosure Statement approval hearing	0.30	241.50
08/20/18	SK Kortanek	Review amended hearing agenda for August 21 omnibus hearing	0.20	161.00
08/20/18	SK Kortanek	Emails with Noteholder Group Co-Chairs re: preparation for hearing on Disclosure Statement and Solicitation Procedures	0.40	322.00
08/20/18	SK Kortanek	Review agenda for 8/21 omnibus hearing	0.20	161.00
08/20/18	SK Kortanek	Confer with P Jackson re: disclosure statement hearing planning, committee support letters	0.30	241.50
08/20/18	CM Greer	Coordinate telephonic appearance for J. Beynon for 8/21/18 hearing	0.10	33.50
08/21/18	SK Kortanek	Prepare for (0.5) and attend omnibus hearing including Disclosure Statement and solicitation procedures approval (2.2)	2.70	2,173.50
08/21/18	SK Kortanek	Prepare report to the Noteholder Group on Disclosure Statement approval at the August 21 omnibus hearing, path forward	0.60	483.00
08/21/18	PA Jackson	Attend disclosure statement hearing	2.20	1,331.00
08/21/18	CM Greer	Order 8/21/18 hearing transcript	0.10	33.50
08/21/18	CM Greer	Prepare hearing binder for 8/21/18 disclosure statement hearing	2.10	703.50
		Total Court Hearings/Preparation/Agenda	12.10	7,791.50

Time and Fee Summary

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Timekeeper	Title	Rate	Hours	Fees
JH Millar	Partner	\$990.00	1.40	\$1,386.00
SK Kortanek	Partner	\$805.00	69.90	\$56,269.50
TR Casey	Partner	\$800.00	50.30	\$40,240.00
M Pompeo	Partner	\$770.00	0.60	\$462.00
PA Jackson	Associate	\$605.00	23.90	\$14,459.50
J Argentina	Associate	\$495.00	7.50	\$3,712.50
KH DeMaio	Associate	\$420.00	1.40	\$588.00
CM Greer	Paralegal	\$335.00	89.40	\$29,949.00
CE Cantelmi-Tigani	Paralegal	\$305.00	1.70	\$518.50
Totals			246.10	\$147,585.00

Expenses

Telecommunication Services	42.43
Computer Assisted Research (Westlaw)	749.50
Travel - Airfare - Steven K. Kortanek, 08/23/18, PHL-LAX - Spirit Airlines - Co-Chair Meeting PHL to LAX	147.99
Travel - Airfare - Steven K. Kortanek, 08/25/18, LAX to PHL - American Airlines - Return Air from LAX	258.20
Travel - Lodging (Hotel, Apt, Other) - Steven K. Kortanek, 08/23/18 - SKK Lodging for Co-Chair Meeting	1,309.73
Taxi/Car Service - Steven K. Kortanek, 08/25/18 - Uber from LA re Co-Chair Meeting	38.21
Taxi/Car Service - Steven K. Kortanek, 08/25/18 - Uber to LAX re Co-Chair Meeting	32.23
Taxi/Car Service - Steven K. Kortanek, 08/25/18 - Uber from PHL	45.08
Taxi/Car Service - Steven K. Kortanek, 08/23/18 - SKK Uber to Airport (PHL)	55.18
Taxi/Car Service - Steven K. Kortanek, 08/23/18 - Uber Airport to DBR (LA)	36.62

Total Current Expenses

\$2,715.17

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

**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.	:	Re. Docket No. 2862
	:	

CERTIFICATE OF NO OBJECTION

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the **Second Monthly Fee Application of Drinker Biddle & Reath LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Ad Hoc Noteholder Group for the Period from March 1, 2018 through March 31, 2018** (the “Application”) filed on October 23, 2018 [Docket No. 2862]. The undersigned further certifies that he has reviewed the Court’s docket in this case and no answer, objection or other responsive pleading to the Application appears thereon. Responses to the Application were to be filed and served no later than November 13, 2018 by 4:00 p.m. (ET).

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.

Dated: November 14, 2018
Wilmington, Delaware

DRINKER BIDDLE & REATH LLP

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