

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

	:	
In re:	:	Chapter 11
	:	Case No. 17-12560 (KJC)
WOODBIDGE GROUP OF	:	
COMPANIES LLC, <i>et al.</i> <sup>1</sup>	:	Jointly Administered
	:	
Debtors.	:	<b>Re: Dkt. Nos. 2958, 3033</b>

**JOINDER OF THE OFFICAL AD HOC COMMITTEE OF UNITHOLDERS  
TO THE DEBTORS’ OPPOSITION TO MOTION TO STAY PENDING  
APPEAL OF THE CONFIRMATION ORDER**

The Official Ad Hoc Committee of Unitholders (the “Unitholders’ Committee”) of Woodbridge Mortgage Investment Fund Entities,<sup>2</sup> by and through its undersigned counsel, hereby submits this Joinder to the *Debtors’ Opposition to Motion to Stay Pending Appeal of the Confirmation Order* [Dkt. No. 3033] (the “Opposition”),<sup>3</sup> and in support thereof, respectfully states as follows:

1. On October 26, 2018, the Court entered the *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* [Docket No. 2903] (the “Confirmation Order”) and a related *Opinion on Confirmation* [Dkt. No. 2901] (the “Confirmation Opinion”),

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

<sup>2</sup> The Funds consist of the following Debtors: (i) Woodbridge Mortgage Investment Fund 1, LLC; (ii) Woodbridge Mortgage Investment Fund 2, LLC; (iii) Woodbridge Mortgage Investment Fund 3, LLC; (iv) Woodbridge Mortgage Investment Fund 3A, LLC; (v) Woodbridge Mortgage Investment Fund 4, LLC; (vi) Woodbridge Commercial Bridge Loan Fund 1, LLC; and (vii) Woodbridge Commercial Bridge Loan Fund 2, LLC.

<sup>3</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Opposition.

confirming the *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors* [Dkt. No. 2397].

2. On November 9, 2018, Lise La Rochelle, *et al.* Noteholders (the “La Rochelle Noteholders”) appealed the Confirmation Order and Confirmation Opinion.

3. On the same date, the La Rochelle Noteholders filed the *Motion of Lise La Rochelle and Other Noteholders for a Stay Pending Appeal of the Order Confirming Debtors’ First Amended Joint Chapter 11 Plan of Liquidation* [Docket No. 2958] (the “Stay Motion”).

4. On November 19, 2018, the Debtors filed the Opposition.

5. For all of the reasons set forth in the Opposition, the Unitholders’ Committee agrees with the Debtors that the La Rochelle Noteholders have utterly failed to satisfy the standards for obtaining a stay pending appeal under Bankruptcy Rule 8005. Accordingly, the Unitholders’ Committee respectfully requests that this Court deny the Stay Motion.

6. To the extent the Court is inclined to grant the stay requested by the La Rochelle Noteholders, it should require them to post a supersedeas bond in line with what is requested in the Opposition, for the reasons articulated therein.

Dated: November 19, 2018

**VENABLE LLP**

/s/ Jamie L. Edmonson

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