

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

In re: WOODBRIDGE GROUP OF COMPANIES, LLC, <i>et al.</i> Debtors and Debtors In Possession.	Chapter 11 Bankruptcy Case No. 17-12560 (KJC) Jointly Administered
Lise La Rochelle, <i>et al.</i> , ¹ Appellants, v. Woodbridge Group of Companies, LLC, <i>et al.</i> , Appellees.	Civil Action No. 18-01782 (LPS)

**APPELLANTS' DESIGNATION OF RECORD AND STATEMENT
OF ISSUES ON APPEAL PURSUANT TO FED. R. BANKR. P. 8009(a)**

Pursuant to Fed. R. Bankr. P. 8009(a), and Rule 8009-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, Lise La Rochelle and other noteholders of the Woodbridge Group of Companies, LLC represented by The Sarachek Law Firm (the "Appellants") hereby submit their designation of the record on appeal and statement of issues on appeal in connection with their appeal from the Order Confirming the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors, dated October 26, 2018 (D.I. 2903).

DESIGNATION OF THE RECORD ON APPEAL

Appellants hereby designate the following pleadings and other documents as the record on appeal:

¹ The name and address of each appellant is located at Civil Case No. 18-01782-LPS, D.I. 1 Exhibit C.

Item No.	Filing Date	ECF Doc. No.	Pleading/Document
1	8/3/2018	2283	Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors
2	8/3/2018	2284	Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors
3	8/13/2018	2323	Objection of Dissident Noteholders to the Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC
4	8/22/2018	2397	First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors
5	8/22/2018	2398	Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors
6	9/12/2018	2551	Transcript regarding Hearing Held 8/21/2018
7	10/3/2018	2721	Debtors' Motion for Approval of Certain Compromises and Settlements, Partial Substantive Consolidation, and Related Relief with Respect to the Plan Filed by Woodbridge Group of Companies, LLC
8	10/5/2018	Adv. Pro. No. 18-50371: 26	Opinion relating to Debtors' Motion to Dismiss Appellants'/Plaintiffs' Adversary Proceeding
9	10/5/2018	Adv. Pro. No. 18-50371: 27	Order Granting Debtors' Motion to Dismiss Appellants'/Plaintiffs' Adversary Proceeding
10	10/9/2018	Adv. Pro. No. 18-50371: 28	Notice of Appeal (Attachments: #1 Exhibit A)

11	10/10/2018	2757	Transcript regarding Hearing Held 9/25/2018
12	10/11/2018	2767	Objection to Confirmation of Debtors' First Amended Joint Chapter Plan of Liquidation
13	10/22/2018	2839	Reservation of Rights Regarding Motion for Approval of Certain Compromises and Settlements, Partial Substantive Consolidation, and Related Relief with Respect to the Plan
14	10/25/2018	2888	Transcript Regarding Hearing Held 10/24/2018
15	10/26/2018	2901	Opinion on Confirmation
16	10/26/2018	2903	Findings of Fact, and 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
17	11/9/2018	2957	Notice of Appeal Regarding Confirmation Order (Attachments: #1 Exhibit A; #2 Exhibit B; #3 Exhibit C)

STATEMENT OF THE ISSUES ON APPEAL

Appellants hereby state the following as the issues on appeal pursuant to Fed. R. Bankr. P. 8009(a)(1)(A):

1. Did the Bankruptcy Court err in distinguishing *In Re Gulfco* and determining that the global settlement that allows extinguishing the intercompany liens between the various Debtor entities falls within a range of reasonableness?
2. Did the Bankruptcy Court err in its application of the standard outlined in *In Re Owens Corning* in finding that the various Debtor entities should be substantively consolidated?

CERTIFICATION REGARDING TRANSCRIPTS

Pursuant to Rule 8009(b)(1) of the Federal Rules of Bankruptcy Procedure, Appellants

hereby certify that they are not ordering any transcripts. All transcripts have been prepared and are filed on the docket and are designated in the foregoing designation of the record.

Respectfully submitted,

Dated: November 26, 2018
Wilmington, Delaware

THE ROSNER LAW GROUP LLC

By: /s/ Jason A. Gibson

Frederick B. Rosner (DE No. 3995)
Jason A. Gibson (DE No. 6091)
824 North Market Street, Suite 810
Wilmington, DE 19801
Tel: (302) 777-1111
rosner@teamrosner.com
gibson@teamrosner.com

THE SARACHEK LAW FIRM

Joseph E. Sarachek
101 Park Avenue, 27th Floor
New York, NY 10178
Tel: (212) 808-7881
Fax: (646) 861-4950
joe@saracheklawfirm.com

BLOOD HURST & O'REARDON, LLP

Timothy G. Blood (*pro hac vice*)
Craig W. Straub (*pro hac vice*)
501 West Broadway, Suite 1490
San Diego, CA 92101
Tel: (619) 338-1100
Fax: (619) 338-1101
tblood@bholaw.com

Counsel for the Appellants