

Elise S. Frejka
FREJKA PLLC
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Phone: 212-641-0800
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Attorneys for the Fee Examiner

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

<p>In re:</p> <p>WOODBRIIDGE GROUP OF COMPANIES, LLC, <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 17-12560 (KJC)</p> <p>(Jointly Administered)</p>
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SUMMARY OF FIFTH MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND (B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD JUNE 1, 2018 THROUGH JUNE 30, 2018

Name of Applicants:	Elise S. Frejka , Fee Examiner Frejka PLLC, Counsel for Fee Examiner
Authorized to Provide Professional Services to:	Fee Examiner
Date of Retention:	February 8, 2018 (Order entered April 3, 2018 <i>nunc pro tunc</i> to February 8, 2018)
Period for which compensation and reimbursement is sought:	June 1, 2018 – June 30, 2018
Amount of Interim Compensation sought as actual, reasonable and necessary (Fee Examiner):	\$28,507.50

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. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the debtors in these cases, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Amount of Interim Compensation sought as actual, reasonable and necessary (Counsel for the Fee Examiner): \$53,520.00

Total Fees Sought: \$82,027.50

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Fee Examiner): \$0.00

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Counsel for the Fee Examiner): \$0.00

Total Expenses Sought: \$0.00

This is a: X monthly ___ interim ___ final application

This application includes 0.80 hours and \$180.00 in fees incurred in connection with the preparation of monthly fee applications.

PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
5/02/2018 Dkt. 1714	February 8, 2018 – February 28, 2018	\$50,587.50	\$171.88	\$50,587.50	\$171.88
7/24/2018 Dkt. 2234	March 1, 2018 – March 31, 2018	\$77,985.00	\$0.00	\$77,985.00	\$0.00
8/10/2018 Dkt. 2315	April 1, 2018 – April 30, 2018	\$72,675.00	\$0.00	\$72,675.00	\$0.00
11/09/2018 Dkt. 2955	May 1, 2018 – May 31, 2018	\$99,501.00	\$0.00	\$79,600.00	\$0.00

INTERIM COMPENSATION BY INDIVIDUAL

Name of Professional	Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00	54.30	\$28,507.50
Elaine Lane	Associate since 2018. Member of the Missouri Bar since 2002. Primary practice area: Business Restructuring and Reorganization	\$375.00	112.00	42,000.00
Edward M. Kennedy	Legal Assistant/Analyst	\$225.00	51.20	11,520.00
Total			217.50	\$82,027.50
Blended Rate		\$377.14		

INTERIM COMPENSATION BY PROJECT CATEGORY

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Fee Examiner – General	43.30	\$19,192.50
Fee Examiner – Fee Stmt. & Fee Apps.	0.80	180.00
Berger Singerman LLP	0.40	90.00
Berkeley Research Group	1.40	315.00
Conway MacKenzie, Inc.	9.70	3,592.50
Drinker Biddle & Reath LLP	0.10	52.50
Dundon Advisors LLC	7.40	2,745.00
FTI Consulting, Inc.	13.30	4,882.50
Garden City Group, Inc.	1.40	525.00
Gibson Dunn & Crutcher LLP	17.30	9,082.50
Homer Bonner Jacobs PA	2.40	540.00
Klee, Tuchin, Bogdanoff & Stern LLP	16.90	3,802.50
Pachulski Stang Ziehl & Jones LLP	17.20	5,700.00
Province, Inc.	11.60	4,350.00
Venable LLP	12.10	3,562.50
Young Conaway Stargatt & Taylor LLP	62.20	23,415.00
Total	217.50	\$82,027.50

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Attorneys for the Fee Examiner

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

In re:

WOODBRIIDGE GROUP OF COMPANIES,
LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**FIFTH MONTHLY APPLICATION OF (A) ELISE S. FREJKA, FEE EXAMINER, AND
(B) FREJKA PLLC, COUNSEL FOR THE FEE EXAMINER, FOR INTERIM
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD JUNE 1, 2018 THROUGH JUNE 30, 2018**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and in accordance with that certain *Order Appointing Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals* [Docket No. 525] (the “Fee Examiner Order”), that certain *Order Authorizing the Employment and Retention of Frejka PLLC as Counsel to the Fee Examiner Nunc Pro Tunc to February 8, 2018* [Docket No. 891] (the “Retention Order”), and that certain *Order Establishing Procedures*

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. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the debtors in these cases, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

for Interim Compensation and Reimbursement of Expenses for Retained Professionals [Docket No. 261] (the “Interim Compensation Order”), Elise S. Frejka (the “Fee Examiner”) and the law firm of Frejka PLLC (“Frejka PLLC”) hereby apply (the “Application”) to the United States Bankruptcy Court for the District of Delaware (the “Court”) for reasonable compensation for professional legal services rendered as the Fee Examiner and counsel to the Fee Examiner in the above-captioned cases in the aggregate amount of \$82,027.50 together with reimbursement of actual and necessary expenses incurred in the amount of \$0.00 for the interim period June 1, 2018 through and including June 30, 2018 (the “Interim Fee Period”). In support of this Application, the Fee Examiner and Frejka PLLC respectfully represent as follows:

BACKGROUND

1. On December 4, 2017 (the “Petition Date”), all but fourteen of the Debtors commenced voluntary cases under chapter 11 of title 11 of the United States Code, as amended (the “Bankruptcy Code”). Thereafter, on February 9, 2018, March 9, 2018, March 23, 2018, and March 27, 2017, additional affiliated Debtors (27 in total) commenced voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. The Debtors’ Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Rule 1015-1 of the Local Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”). As of the date hereof, no trustee or examiner has been appointed in these Chapter 11 Cases.

3. On December 14, 2017, the Acting United States Trustee for Region 3 (the “U.S. Trustee”), appointed an official committee of unsecured creditors (the “Committee”) [Dkt. No.

79]. On January 23, 2018, the Court held a hearing to resolve, among other things, two motions to appoint a chapter 11 trustee, and entered an order approving the settlement reached between the Debtors and other parties in interest (the “Settlement Order”) and incorporated a term sheet (the “Term Sheet”) [Dkt. No. 357]. The terms of the settlement provided for, among other things, the formation of an ad hoc noteholder group (the “Noteholder Group”) and an ad hoc unitholder group (the “Unitholder Group”).

4. On February 8, 2018, the Court entered the Fee Examiner Order appointing the Fee Examiner and authorized the Fee Examiner to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

5. On April 3, 2018, the Court entered the Retention Order authorizing the retention and employment of Frejka PLLC as counsel to the Fee Examiner and authorized Frejka PLLC to be compensated on an hourly basis and to be reimbursed for actual and necessary out of pocket expenses.

6. All services for which compensation is requested herein by the Fee Examiner and Frejka PLLC were performed for or on behalf of the Fee Examiner.

Summary of Services Rendered

7. Attached hereto as Exhibit A is a detailed statement of the fees and expenses incurred during the Interim Fee Period by the Fee Examiner and Frejka PLLC.

8. The services rendered by the Fee Examiner and Frejka PLLC during the Interim Fee Period are grouped into separate task codes as set forth in Exhibit A. The attorneys and paraprofessionals who rendered services relating to each task code are identified, along with the number of hours for each individual and the total compensation sought for each task code, in the attachments hereto.

Disbursements

9. The Fee Examiner and Frejka PLLC have not incurred out of pocket expenses during the Interim Fee Period.

Valuation of Services

10. The Fee Examiner and Frejka PLLC have expended a total of 217.50 hours in connection with this matter during the Interim Fee Period.

11. The amount of time spent by the Fee Examiner and each person providing services to the Fee Examiner for the Interim Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are the Fee Examiner and Frejka PLLC's normal hourly rates of compensation for work of this nature. The reasonable value of the services rendered by the Fee Examiner and Frejka PLLC, as counsel for the Fee Examiner, for the Interim Fee Period in these cases is \$82,027.50

12. The Fee Examiner and Frejka PLLC believe that the time entries attached hereto as Exhibit A are in compliance with the requirements of Local Rule 2016-2.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these chapter 11 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 chapter 11 of the Bankruptcy Code.

14. This Application covers the interim fee period from June 1, 2018 through and including June 30, 2018. The Fee Examiner and Frejka PLLC have continued, and will continue, to perform additional necessary services for the Fee Examiner subsequent to the Interim Fee

Period, for which for the Fee Examiner and Frejka PLLC will file subsequent monthly fee applications.

BUDGET AND STAFFING PLAN

15. In accordance with the Retention Order and the Interim Compensation Order, attached hereto as Exhibit B is the budget and staffing plan for Frejka PLLC approved by the Fee Examiner for the Interim Fee Period.

CONCLUSION

WHEREFORE, Elise S. Frejka and Frejka PLLC requests that allowance be made to them in the amount of \$82,027.50 as compensation for necessary professional services rendered to the Fee Examiner for the Interim Fee Period, and the sum of \$0.00 for reimbursement of actual necessary costs and expenses incurred during that period, and requests such other and further relief as the Court may deem just and proper.

Dated: New York, New York
December 12, 2018

/s/ Elise S. Frejka
Elise S. Frejka
FREJKA PLLC
420 Lexington Avenue – Suite 310
New York, New York 10170
(212) 641-0800
Attorneys for the Fee Examiner

VERIFICATION

I, Elise S. Frejka, hereby certify that:

1. I am a member of Frejka PLLC and the Fee Examiner in the above-captioned cases.
2. I have personally performed many of the legal services rendered and am familiar with all other work performed by the attorneys and paraprofessionals at Frejka PLLC.
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Dated: New York, New York
December 12, 2018


Elise S. Frejka

EXHIBIT A

Summary of Fees by Timekeeper by Project Code**Fee Examiner – General**

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	24.10	\$12,652.50
Elaine Lane	Associate	2002	\$375.00	14.80	5,550.00
Edward M. Kennedy	Legal Assistant		\$225.00	4.40	990.00
Total				43.30	\$19,192.50

Fee Examiner – Fee Statements and Fee Applications

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	0.80	\$180.00
Total				0.80	\$180.00

Berger Singerman LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	0.40	\$90.00
Total				0.40	\$90.00

Berkeley Research Group

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	1.40	\$315.00
Total				1.40	\$315.00

Conway MacKenzie, Inc.

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elaine Lane	Associate	2002	\$375.00	9.40	\$3,525.00
Edward M. Kennedy	Legal Assistant		\$225.00	0.30	67.50
Total				9.70	\$3,592.50

Drinker Biddle & Reath LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	0.10	\$52.50
Total				0.10	\$52.50

Dundon Advisors LLC

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elaine Lane	Associate	2002	\$375.00	7.20	\$2,700.00
Edward M. Kennedy	Legal Assistant		\$225.00	0.20	45.00
Total				7.40	\$2,745.00

FTI Consulting, Inc.

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	2.50	\$1,312.50
Elaine Lane	Associate	2002	\$375.00	7.60	2,850.00
Edward M. Kennedy	Legal Assistant		\$225.00	3.20	720.00
Total				13.30	\$4,882.50

Garden City Group, Inc.

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elaine Lane	Associate	2002	\$375.00	1.40	\$525.00
Total				1.40	\$525.00

Gibson Dunn & Crutcher LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	17.30	\$9,082.50
Total				17.30	\$9,082.50

Homer Bonner Jacobs PA

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	2.40	\$540.00
Total				2.40	\$540.00

Klee, Tuchin, Bogdanoff & Stern

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Edward M. Kennedy	Legal Assistant		\$225.00	16.90	\$3,802.50
Total				16.90	\$3,802.50

Pachulski Stang Ziehl & Jones LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	3.60	\$1,890.00
Elaine Lane	Associate	2002	\$375.00	5.00	1,875.00
Edward M. Kennedy	Legal Assistant		\$225.00	8.60	1,935.00
Total				17.20	\$5,700.00

Province, Inc.

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elaine Lane	Associate	2002	\$375.00	11.60	\$4,350.00
Total				11.60	\$4,350.00

Venable LLP

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	2.80	\$1,470.00
Edward M. Kennedy	Legal Assistant		\$225.00	9.30	2,092.50
Total				12.10	\$3,562.50

Young Conaway Stargatt & Taylor

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$525.00	3.90	\$2,047.50
Elaine Lane	Associate	2002	\$375.00	55.00	20,625.00
Edward M. Kennedy	Legal Assistant		\$225.00	3.30	742.50
Total				62.20	\$23,415.00

EXHIBIT B



420 Lexington Avenue - Suite 310
 New York, NY 10170
 Phone: 212-641-0800

INVOICE

Date: 12/12/2018

Invoice #: 1323

Matter: Fee Examiner

Bill To:

Woodbridge Group of Companies, LLC
 14225 Ventura Blvd. #100
 Sherman Oaks, CA 91423

Professional Services

Date	Details	Hours	Rate	Amount
06/05/2018	ESF Gibson Dunn & Crutcher LLP Review initial report regarding GDC in preparation for call with G. Weiner (.4); call with G. Weiner regarding resolution of issues with respect to first interim fee period (.5); further call with G. Weiner and P. Santos regarding resolution of first interim fee period (.5).	1.40	\$525.00	\$735.00
06/06/2018	ESF Pachulski Stang Ziehl & Jones LLP Review email from B. Sandler with respect to expense questions/concerns and formulate final recommendation with respect to same.	0.20	\$525.00	\$105.00
06/06/2018	ESF Drinker Biddle & Reath LLP Email exchange with S. Kortanek regarding DB&R fee statements, timing.	0.10	\$525.00	\$52.50
06/06/2018	ESF Young Conaway Stargatt & Taylor, LLP Exchange of emails with I. Bambrick regarding YCS&T initial report and open issues.	0.30	\$525.00	\$157.50
06/08/2018	ESF Fee Examiner - General Exchange of emails with I. Bambrick regarding schedule for second interim fee applications.	0.10	\$525.00	\$52.50
06/10/2018	ESF Young Conaway Stargatt & Taylor, LLP Call with I. Bambrick and S. Beach regarding initial report relative to first quarterly fee period (.5); revise and update final recommendations with respect to final	1.70	\$525.00	\$892.50



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report (1.2).

06/14/2018	ESF	Gibson Dunn & Crutcher LLP Email exchange with G. Wiener regarding Initial Report.	0.10	\$525.00	\$52.50
06/14/2018	ESF	Young Conaway Stargatt & Taylor, LLP Analyze YCS&T response to Initial Report and formulate final recommendation (1.7); email exchange with I. Bambrick regarding same (.2).	1.90	\$525.00	\$997.50
06/15/2018	ESF	Gibson Dunn & Crutcher LLP Conference call with G. Weiner and S. Newman regarding initial report and recommendations (.5); further analysis of time records to formulate recommendations in light of additional information provided by GDC (.9).	1.40	\$525.00	\$735.00
06/19/2018	ESF	Gibson Dunn & Crutcher LLP Draft final report for GDC relative to first quarter.	3.80	\$525.00	\$1,995.00
06/24/2018	ESF	FTI Consulting, Inc. Draft final recommendations for allowance with respect to First Quarterly Fee Period (2.1); call with E. Lane regarding same (.2); email to MK Captain regarding same (.1).	2.40	\$525.00	\$1,260.00
06/26/2018	ESF	Gibson Dunn & Crutcher LLP Draft Final Report (4.2); call with G. Weinstein's regarding same (.2); further draft Final Report (3.8); revise exhibits to same (2.4).	10.60	\$525.00	\$5,565.00
06/26/2018	ESF	Venable LLP Review and respond to email from D. O'Brien regarding initial report.	0.30	\$525.00	\$157.50
06/27/2018	ESF	Fee Examiner - General Draft Consolidated Final Report for all professionals with the exception of GDC (8.7).	8.70	\$525.00	\$4,567.50
06/27/2018	ESF	Venable LLP Review response of Venable to initial report (1.6); revise recommendations for Venable based upon review (.2).	1.80	\$525.00	\$945.00
06/27/2018	ESF	FTI Consulting, Inc. Email to MA Captain regarding initial report and proposed resolution.	0.10	\$525.00	\$52.50
06/28/2018	ESF	Venable LLP Call with D. O'Brien (Venable) regarding resolution of	0.30	\$525.00	\$157.50



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issues in connection with first interim fee application.

06/28/2018	ESF	Fee Examiner - General Draft Consolidated Final Report (11.3); call with I. Bambrick regarding same (.1).	11.40	\$525.00	\$5,985.00
06/28/2018	ESF	Venable LLP Call with D. O'Brien regarding initial report and resolution (.2); emails with D. O'Brien regarding resolution (.2).	0.40	\$525.00	\$210.00
06/29/2018	ESF	Pachulski Stang Ziehl & Jones LLP Further analysis of Pachulski time entries in light of input from PSZ&J regarding same to update final recommendations (3.1); email to B. Sandler regarding same (.1); call with B. Sandler regarding same (.2).	3.40	\$525.00	\$1,785.00
06/29/2018	ESF	Fee Examiner - General Continued drafting of final report for first quarter (3.7); email to retained professionals with respect to same (.2).	3.90	\$525.00	\$2,047.50

For professional services rendered	54.30	\$28,507.50
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Invoice Amount	\$28,507.50
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Balance Due	\$55,230.00
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 New York, NY 10170
 Phone: 212-641-0800

INVOICE

Date: 12/12/2018

Invoice #: 1324

Matter: Counsel to the Fee Examiner

Bill To:

Woodbridge Group of Companies, LLC
 14225 Ventura Blvd. #100
 Sherman Oaks, CA 91423

Professional Services

Date	Details	Hours	Rate	Amount
03/09/2018	EL Fee Examiner - General Call with E.Frejka regarding scope of fee review and issues to be covered in individual application entries.	0.90	\$375.00	\$0.00
06/01/2018	EMK Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/01/2018	EMK Berkeley Research Group, LLC Analysis of fees from First Interim Period (February - March 2018) days' 2/8-3/30 for compliance with UST Guidelines and Local Rules.	1.40	\$225.00	\$315.00
06/01/2018	EMK Homer Bonner Jacobs PA Analysis of fees and expenses from 3rd Interim Period (March 2018) days' 3/1-3/31 for compliance with UST Guidelines and Local Rules.	2.10	\$225.00	\$472.50
06/01/2018	EMK Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 2nd Interim Period (March 2018) days' 3/1-3/5 for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
06/01/2018	EL Young Conaway Stargatt & Taylor, LLP "Analysis of time entries for March 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (2.9); Draft proposed entries for	7.00	\$375.00	\$2,625.00



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standardized meeting and hearing entries (.8). Identify entries containing lumped and blocked time for multiple tasks, requiring allocation for separate activities (2.1); Review and analyze March 2018 Fee Application to identify vague entries requiring additional description (1.2).

06/02/2018	EL	Fee Examiner - General Review docket entries for further analysis of fee application subject and tasks, Review Order Further Extending the Period Within Which the Debtors may Remove Actions (.2); Order Pursuant to 105(a) of the Bankruptcy Code and Bankruptcy Rule 9019, Authorizing and Approving Entry into a Settlement with QBDK Huron LLC (.3); Notice of Agenda of Matters Scheduled for Hearing Filed by Woodbridge Group of Companies, LLC. Hearing scheduled for 6/5/2018 (.2); Monthly Staffing Report for Filing Period April 1, 2018 - April 30, 2018 of Development Specialists, Inc. (.3); Order Authorizing and Approving First Amendment to the DIP Credit Agreement (.2).	1.20	\$375.00	\$450.00
06/04/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/04/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Preliminary analysis of fees and expenses from 3rd Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	1.00	\$225.00	\$225.00
06/04/2018	EL	Fee Examiner - General Review adversary dockets to compare with projects included in March fee applications - Review Woodbridge Group of Companies, LLC et al v. Securities and Exchange Commission (.7); De La Rochelle et al v. Woodbridge Group of Companies, LLC, et al. (.5) ; Comerica Bank v. Jay Beynon Family Trust Dtd 10/23/1998 and Comerica Bank v. WFS Holding Co., LLC, (.8).	2.00	\$375.00	\$750.00
06/04/2018	EL	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for March 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (2.9); Review March 2018 invoice to calculate and confirm proposed reductions for vague entries (1.6); prepare and apply formulas for application to all blocked-time (1.9).	6.40	\$375.00	\$2,400.00

FREJKA PLLC

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Phone: 212-641-0800

06/05/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/05/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 2nd Interim Period (March 2018) days' 3/6-3/19 for compliance with UST Guidelines and Local Rules.	4.40	\$225.00	\$990.00
06/05/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time meetings to confirm board meeting attendance (.9); Review and analysis of all time billed to Blucher sale (.9) and Tintarella LLC's Motion for Relief from the Automatic Stay (.4); Finalize initial review and draft email to E.Frejka regarding same (1.4).	3.60	\$375.00	\$1,350.00
06/05/2018	EL	Garden City Group, LLC Review and analysis of time associated with preparation of Schedules/SOFAs for comparison with law firm oversight and participation in same (.7); Review filed schedules (.4); draft email to E.Frejka regarding substance of time comparisons (.3).	1.40	\$375.00	\$525.00
06/06/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/06/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 2nd Interim Period (March 2018) days' 3/19-3/27 for compliance with UST Guidelines and Local Rules.	2.60	\$225.00	\$585.00
06/06/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 4th Interim Period (March 2018) days 1/5-3/15 for compliance with UST Guidelines and Local Rules.	1.00	\$225.00	\$225.00
06/06/2018	EL	Pachulski Stang Ziehl & Jones LLP Review emails from Brad Sandler with responses to Fee Examiners Initial Report/First Quarterly Fee Application (.2) Review emails from E.Frejka regarding updates to Initial Report (.2); Draft email to E.Frejka regarding ith Elise re Pachulski Initial Report (.3).	0.70	\$375.00	\$262.50
06/06/2018	EL	Pachulski Stang Ziehl & Jones LLP Analysis of time entries for March 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (2.8); Confirm calculations for proposed reductions (1.5).	4.30	\$375.00	\$1,612.50



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06/06/2018	EL	Young Conaway Stargatt & Taylor, LLP Draft email to E.Frejka regarding review of Young Conaway March invoice and comparison of time spent for oversight of Schedule preparation (.6); Review responses to same (.3); Analysis of time entries for March 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (2.1).	3.00	\$375.00	\$1,125.00
06/07/2018	EL	Province, Inc. Review and analysis of time entries for March 2018 for compliance with UST Guidelines and Local Rules (1.8); Review all time entries in comparison with Engagement Order (2.9); Research professional Wong and confirm arrangement for services in Application for Employment (.7); compare entries for conference calls and meetings between internal parties to determine corresponding participation by all parties (2.6).	8.00	\$375.00	\$3,000.00
06/08/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
06/08/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of fees and expenses from 5th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
06/08/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 4th Interim Period (March 2018) days' 3/15-3/31 for compliance with UST Guidelines and Local Rules.	1.10	\$225.00	\$247.50
06/08/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 2nd Interim Period (March 2018) days 3/27-3/31 for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
06/08/2018	EL	Province, Inc. Finalize review and analysis of time entries (1.9); Draft summary report of all compliance issues within March 2018 time entries (1.2); Draft email to E.Frejka regarding invoice and time entries as compared with budget and Engagement Order (.4); Review responses from E.Frejka regarding same (.1).	3.60	\$375.00	\$1,350.00
06/08/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules (1.8); Draft proposed updates for blocked and lumped	4.70	\$375.00	\$1,762.50



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time entries requiring allocation of time between separate steps and separation of task codes (1.7); Analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.2).

06/11/2018	EMK	Fee Examiner - General Update Woodbridge Workflow reconciliation.	0.20	\$225.00	\$45.00
06/11/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of expenses from 2nd Interim Period (March 2018) days' 3/6-3/131 for compliance with UST Guidelines and Local Rules.	0.20	\$225.00	\$45.00
06/11/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of expenses from 4th Interim Period (March 2018) days' 2/1-3/29 for compliance with UST Guidelines and Local Rules.	2.40	\$225.00	\$540.00
06/11/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 4th Interim Period (March 2018) days' 2/1-3/15 for compliance with UST Guidelines and Local Rules.	2.80	\$225.00	\$630.00
06/11/2018	EL	Young Conaway Stargatt & Taylor, LLP Review and analysis of time entries for April 2018 invoice (1.4); Analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.6).	3.00	\$375.00	\$1,125.00
06/12/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/12/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 4th Interim Period (March 2018) days' 3/15-3/31 for compliance with UST Guidelines and Local Rules.	2.60	\$225.00	\$585.00
06/12/2018	EMK	Fee Examiner - General Draft template for professionals to provide LEDES info.	0.80	\$225.00	\$180.00
06/12/2018	EMK	Venable LLP Analysis of expenses from 2nd Interim Period (March 2018) days' 2/9-3/22 for compliance with UST Guidelines and Local Rules.	1.40	\$225.00	\$315.00
06/12/2018	EMK	Venable LLP	0.50	\$225.00	\$112.50



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Analysis of fees from 2nd Interim Period (March 2018) days' 3/1-3/5 for compliance with UST Guidelines and Local Rules.

06/12/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review - Review Amended Notice of Agenda of Matters Scheduled for Hearing Filed by Woodbridge Group of Companies, LLC. Hearing scheduled for 6/5/2018 (.3); Application for Compensation and Reimbursement of Expenses of Young Conaway Stargatt & Taylor, LLP for the period April 1, 2018 to April 30, 2018 (.2); Motion to Extend Time for Filing Proofs of Claim Against Group 1 Petition Date Debtors (.3); Amended Notice of Agenda of Matters Scheduled for Hearing Filed by Woodbridge Group of Companies, LLC. (.1); Debtor-In-Possession Monthly Operating Report for Filing Period March 2018 (.8); Application for Compensation // Fifth Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP (.3);	2.00	\$375.00	\$750.00
06/13/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/13/2018	EMK	Venable LLP Analysis of fees from 2nd Interim Period (March 2018) days' 3/3-3/24 for compliance with UST Guidelines and Local Rules.	5.80	\$225.00	\$1,305.00
06/13/2018	EL	Young Conaway Stargatt & Taylor, LLP Review April 2018 invoice for compliance with UST Guidelines and Local rules to identify vague entries (1.3); and blocked-time (1.7); Analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.2); Prepare proposed revisions and descriptions for mismatched time (1.8).	6.00	\$375.00	\$2,250.00
06/14/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.30	\$225.00	\$67.50
06/14/2018	EMK	Venable LLP Analysis of fees from 2nd Interim Period (March 2018) days' 3/24-3/30 for compliance with UST Guidelines and Local Rules.	1.60	\$225.00	\$360.00
06/14/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP	0.40	\$225.00	\$90.00



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Analysis of expenses from 3rd Interim Period (April 2018) days' 3/23-4/30 for compliance with UST Guidelines and Local Rules.

06/14/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 3rd Interim Period (April 2018) days' 4/1-4/12 for compliance with UST Guidelines and Local Rules.	3.30	\$225.00	\$742.50
06/14/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.5); Review Application for Compensation // Fourth Monthly Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP (.2); Monthly Application for Compensation [Fourth] of Gibson, Dunn & Crutcher LLP (.3); Notice of Service of Responses and Objections of Comerica Bank to Debtors' Requests for Production of Documents Filed by Comerica Bank (.4); Monthly Staffing Report for Filing Period May 1, 2018 through May 31, 2018 of Berkeley Research Group, LLC (.3).	1.70	\$375.00	\$637.50
06/15/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/15/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.9); Review Motion to Reject Lease or Executory Contract // Debtors' Fourth Omnibus Motion for Entry of an Order, Pursuant to Sections 105(a), 365(a), and 554(a) of the Bankruptcy Code, Authorizing the Debtors to Reject Certain Unexpired Leases of Non-Residential Real Property (.5).	1.40	\$375.00	\$525.00
06/18/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
06/18/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 3rd Interim Period (April 2018) days' 4/12-4/4/19	1.80	\$225.00	\$405.00
06/18/2018	EL	Young Conaway Stargatt & Taylor, LLP Analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules (.8); Review and compare daily totals for all attorneys to confirm assignments (1.7); analyze substance of entries for duplication of efforts or administrative tasks (1.8).	3.50	\$375.00	\$1,312.50



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06/19/2018	EMK	FTI Consulting, Inc. Preliminary analysis of fees and expenses from 5th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
06/19/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 3rd Interim Period (April 2018) days' 4/19-4/26 for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
06/19/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.7); Review Monthly Application for Compensation [Fourth] of Homer Bonner Jacobs, P.A. as Counsel to the Debtors and Debtors in Possession for the period April 1, 2018 to April 30, 2018 (.3); First Application for Compensation of Conway MacKenzie, Inc. as Financial Advisor to the Ad Hoc Noteholder Group for the period February 5, 2018 to February 28, 2018 Filed by Ad Hoc Noteholder Group (.4); Third Monthly Staffing and Compensation Report of Berkeley Research Group, LLC for the Period from May 1, 2018, through May 31, 2018 (.3); Debtors' Fourth Omnibus Motion for Entry of an Order, Pursuant to Sections 105 (a), and 554(a) of the Bankruptcy Code, Authorizing the Debtors to Reject Certain Unexpired Leases of Non-Residential Real Property (.3).	2.00	\$375.00	\$750.00
06/19/2018	EL	Young Conaway Stargatt & Taylor, LLP Review April 2018 invoice for compliance with UST Guidelines and Local rules to identify vague entries (.8); and blocked-time (1.8); prepare proposed revisions for descriptions and allocation of task codes (1.4).	4.00	\$375.00	\$1,500.00
06/20/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 3rd Interim Period (April 2018) days' 4/26-4/30 for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
06/20/2018	EL	Young Conaway Stargatt & Taylor, LLP Review, analyze and compare April 2018 time entries from separate attorneys regarding UST memo research, preparation time and subsequent review (1.7); Review, analyze and compare April 2018 time entries for internal meetings, phone calls and conferences to confirm consistent timekeeping for all participants (2.1); Prepare proposed reductions based	5.00	\$375.00	\$1,875.00



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on mismatched time for meetings and conferences (1.2).

06/21/2018	EMK	FTI Consulting, Inc. Analysis of fees from the 5th Interim Period (April 2018) day's 4/2-4/30 for compliance with UST Guidelines and Local Rules.	2.80	\$225.00	\$630.00
06/21/2018	EL	Young Conaway Stargatt & Taylor, LLP Prepare calculations and apply for proposed reductions to resolve correct attendance time for meetings and conference calls (2.3); prepare formulas for application to all blocked-time entries and apply same (1.7); Prepare formulas for reduction discounts based on vague descriptions of activities (.8).	4.80	\$375.00	\$1,800.00
06/21/2018	EL	Young Conaway Stargatt & Taylor, LLP Review April 2018 invoice for compliance with UST Guidelines and Local rules to identify and prepare corrective proposals for vague entries (.6); and blocked-time (1.9); prepare proposed revisions for descriptions and allocation of task codes (1.5).	4.00	\$375.00	\$1,500.00
06/21/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.6); Review First Application for Compensation of Dundon Advisers, LLC as Financial Advisor for the Ad Hoc Noteholder Group (.3); Multiple Transfer/Assignment of Claims motions (.6).	1.50	\$375.00	\$562.50
06/22/2018	EMK	Dundon Advisors LLC Preliminary analysis of fees and expenses from 1st Interim Period (February 2018) for compliance with UST Guidelines and Local Rules.	0.20	\$225.00	\$45.00
06/22/2018	EL	Fee Examiner - General Review Workflow Reconciliation and summary from E.Kennedy, to compare with reviews completed and still pending (.4); Draft email to E.Frejka regarding status of initial review and deductions for YC April invoice (.6).	1.00	\$375.00	\$375.00
06/22/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices for preparation of schedule for fee app review (.4); Opinion relating to Contrarian Funds, LLC's Proof of Claim No. 1216 (.2); Fourth Monthly Application of Homer Bonner Jacobs, P.A. (.3); Multiple withdrawals of claims (.4); Monthly Application for Compensation	2.00	\$375.00	\$750.00



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[Fourth] of Klee, Tuchin, Bogdanoff & Stern LLP as Counsel for the Debtors and Debtors in Possession for the period May 1, 2018 to May 31, 2018 (.7).

06/22/2018	EL	FTI Consulting, Inc. Call with Elise re: 1st interim invoices of FTI to combine and prepare final recommendation (.1); Review correspondence from M.Kaptain regarding revised invoices (.4); Prepare report with detailed entries from First Interim Application invoices for initial report from Fee Examiner (.9); Review all entries for compliance with UST Guidelines and Local Rules (2.8); Prepare recommendations for deductions and proposed revisions (1.6); Prepare and apply adjustment calculation formulas for proposed reductions (1.3); Call with Elise re: finalized 1st interim invoices of FTI (.2); Review email and attached report from Elise regarding same (.3).	7.60	\$375.00	\$2,850.00
06/24/2018	EL	Conway MacKenzie, Inc. Review Order for employment to determine role in case for CM as financial advisor to Ad Hoc Noteholders (.6); review First Application for Payment of Interim Compensation and Reimbursement of Expenses for February 2018 (.7); Review Employment Application to determine scope of work; Review Affidavit of Matthew D. Sedigh (.4); Review terms of Retention Application (.3).	2.00	\$375.00	\$750.00
06/25/2018	EMK	Pachulski Stang Ziehl & Jones LLP Preliminary analysis of fees and expenses from 6th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.70	\$225.00	\$157.50
06/25/2018	EMK	Berger Singerman LLP Preliminary analysis of fees and expenses from 5th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
06/25/2018	EL	Conway MacKenzie, Inc. Review February 2018 invoice for compliance with UST Guidelines and Local rules to identify vague entries (1.2); and blocked-time (1.3); prepare proposed revisions for descriptions and allocation of task codes (1.1).	3.60	\$375.00	\$1,350.00
06/26/2018	EMK	Fee Examiner - General Draft exhibits to final report.	2.90	\$225.00	\$652.50
06/26/2018	EL	Conway MacKenzie, Inc.	3.00	\$375.00	\$1,125.00



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Analysis of time entries for February 2018 for compliance with UST Guidelines and Local Rules (.9); Review and compare daily totals for all professionals to confirm assignments (1.2); analyze substance of entries for duplication of efforts or administrative tasks (.9).

06/27/2018	EMK	Pachulski Stang Ziehl & Jones LLP Preliminary analysis of fees of expenses from 5th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
06/27/2018	EMK	Conway MacKenzie, Inc. Preliminary analysis of fees and expenses from 1st Interim Period (February 2018) for compliance with UST Guidelines and Local Rules.	0.30	\$225.00	\$67.50
06/27/2018	EMK	Homer Bonner Jacobs PA Preliminary analysis of fees and expenses from 4th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.30	\$225.00	\$67.50
06/27/2018	EL	Conway MacKenzie, Inc. Prepare memo to E.Frejka regarding initial invoice compliance with UST Guidelines and Local Rules, and recommendations for reductions (.8).	0.80	\$375.00	\$300.00
06/27/2018	EL	Dundon Advisors LLC Review Order for employment to determine role in case for CM as financial advisor to Ad Hoc Noteholders (.3); review First Application for Payment of Interim Compensation and Reimbursement of Expenses for February 2018 (.6); Review Employment Application to determine scope of work; Review Affidavit of Matthew Dundon (.4); Review terms of Retention Application and compare with CM Application to determine andy duplication of efforts between CM and Dundon (.7).	2.00	\$375.00	\$750.00
06/28/2018	EL	Dundon Advisors LLC "Review February 2018 invoice for compliance with UST Guidelines and Local rules to identify vague entries (.7); and blocked-time (.6); Review and compare daily totals for all professionals to confirm assignments with no duplication from CM (.8); analyze substance of entries for duplication of efforts or administrative tasks (1.3). "	3.40	\$375.00	\$1,275.00
06/29/2018	EL	Dundon Advisors LLC Analysis of time entries for February 2018 for	1.80	\$375.00	\$675.00



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compliance with UST Guidelines and Local Rules (.9);
prepare proposed revisions for descriptions and
allocation of task codes (.3); Draft email to E.Frejka
with summary of February invoice issues (.6).

For professional services rendered	<u>164.10</u>	<u>\$53,520.00</u>
Invoice Amount		<u>\$53,520.00</u>
Balance Due		<u><u>\$126,298.50</u></u>

BUDGETED AMOUNT**JUNE 2018: \$100,000****PROFESSIONAL RATES:**

Name of Professional	Position of the Application, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate
Elise S. Frejka	Partner since 2015. Member of the New York Bar since 1991. Primary practice area: Business Restructuring and Reorganization	\$525.00
Elaine Lane	Associate since 2018. Member of the Missouri Bar since 2002. Primary practice area: Business Restructuring and Reorganization	\$375.00

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

In re:

WOODBRIIDGE GROUP OF COMPANIES,
LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

NOTICE OF FIFTH MONTHLY FEE APPLICATION

The Fifth Monthly Fee Application of Elise S. Frejka (the “Fee Examiner” and Frejka PLLC, counsel for the Fee Examiner, for Compensation and Reimbursement of Expenses for the period June 1, 2018 through June 30, 2018 has been filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). The Application seeks allowance of monthly fees in the aggregate amount of \$82,027.50 and monthly expenses in the aggregate amount of \$0.00.

Objections to the Application, if any, are required to be filed on or before **January 2, 2019 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 1980. You must also service any such objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, 14140 Ventura Boulevard #302, Sherman Oaks, California 91423, 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: Jonathan Weiss, 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 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) proposed counsel to any additional statutory committee appointed in these Chapter 11 Cases; (vi) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (vii) the Fee Examiner, Frejka PLLC, 420 Lexington Avenue – Suite 310, New York, New York 10170, Attn: Elise S. Frejka, Esq.; (viii) any other party that has requested to be a Notice Party; and (ix) the United States Trustee

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. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the debtors in these cases, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of this information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

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.

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS [DOCKET NO. 261], IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF THE REQUESTED INTERIM FEES AND 100% OF THE REQUESTED INTERIM EXPENSES, WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION. ONLY THOSE PARTIES TIMELY FILING AND SERVING OBJECTIONS WILL RECEIVE NOTICE AND BE HEARD AT SUCH HEARING.

Dated: New York, New York
December 12, 2018

/s/ Elise S. Frejka
Elise S. Frejka
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Attorneys for the Fee Examiner