

Elise S. Frejka
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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 SIXTH 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 JULY 1, 2018 THROUGH JULY 31, 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:	July 1, 2018 – July 31, 2018
Amount of Interim Compensation sought as actual, reasonable and necessary (Fee Examiner):	\$12,048.75

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): \$57,187.50

Total Fees Sought: \$69,236.25

Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary (Fee Examiner): \$235.32

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

Total Expenses Sought: \$235.32

This is a: monthly interim final application

This application includes 0.00 hours and \$0.00 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
12/11/2018 Dkt. 3157	June 1, 2018 – June 30, 2018	\$82,027.50	\$0.00	Pending	Pending

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	24.10	\$12,048.75
Elaine Lane	Associate since 2018. Member of the Missouri Bar since 2002. Primary practice area: Business Restructuring and Reorganization	\$375.00	103.00	38,625.00
Edward M. Kennedy	Legal Assistant/Analyst	\$225.00	82.50	18,562.50
Total			209.60	\$69,236.25
Blended Rate		\$330.33		

INTERIM COMPENSATION BY PROJECT CATEGORY

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Fee Examiner – General	44.50	\$14,017.50
Berger Singerman LLP	2.80	630.00
Berkeley Research Group	2.70	1,147.50
Conway MacKenzie, Inc.	3.60	1,740.00
Dundon Advisors LLC	1.70	772.50
FTI Consulting, Inc.	4.50	1,012.50
Garden City Group, Inc.	3.90	1,267.50
Gibson Dunn & Crutcher LLP	8.60	3,045.00
Hearing Attendance	1.00	525.00
Homer Bonner Jacobs PA	6.10	1,822.50
Klee, Tuchin, Bogdanoff & Stern LLP	53.00	19,485.00
Non-Working Travel	2.30	603.75
Pachulski Stang Ziehl & Jones LLP	16.40	4,410.00
Province, Inc.	14.90	3,352.50
Venable LLP	40.10	14,617.50
Young Conaway Stargatt & Taylor, LLP	3.50	787.50
Total	209.60	\$69,236.25

INTERIM EXPENSE SUMMARY

<u>Expense Category</u>	<u>Total Expenses</u>
Travel/Amtrak	\$200.00
Travel/Taxi	<u>35.32</u>
Total	\$235.32

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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)

**SIXTH 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 JULY 1, 2018 THROUGH JULY 31, 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 \$69,236.25 together with reimbursement of actual and necessary expenses incurred in the amount of \$235.32 for the interim period July 1, 2018 through and including July 31, 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 has incurred out of pocket expenses during the Interim Fee Period in the amount of \$235.32. These disbursements are broken down into categories of charges as set forth on Exhibit A.

Valuation of Services

10. The Fee Examiner and Frejka PLLC have expended a total of 209.60 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 \$69,236.25.

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 July 1, 2018 through and including July 31, 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 \$69,236.25 as compensation for necessary professional services rendered to the Fee Examiner for the Interim Fee Period, and the sum of \$235.32 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	4.60	\$2,415.00
Elaine Lane	Associate	2002	\$375.00	17.50	6,562.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>22.40</u>	<u>5,040.00</u>
Total				44.50	\$14,017.50

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	<u>2.80</u>	<u>\$630.00</u>
Total				2.80	\$630.00

Berkeley Research Group

<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	1.80	\$945.00
Edward M. Kennedy	Legal Assistant		\$225.00	<u>0.90</u>	<u>202.50</u>
Total				2.70	\$1,147.50

Conway MacKenzie, 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	2.60	\$1,365.00
Elaine Lane	Associate	2002	\$375.00	<u>1.00</u>	<u>375.00</u>
Total				3.60	\$1,740.00

Dundon Advisors LLC

<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	1.30	\$682.50
Edward M. Kennedy	Legal Assistant		\$225.00	<u>0.40</u>	<u>90.00</u>

Total				1.70	\$772.50
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FTI Consulting, Inc.

<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	4.50	\$1,012.50
Total				4.50	\$1,012.50

Garden City Group, 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	1.30	\$682.50
Edward M. Kennedy	Legal Assistant		\$225.00	2.60	585.00
Total				3.90	\$1,267.50

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	3.70	\$1,942.50
Edward M. Kennedy	Legal Assistant		\$225.00	4.90	1,102.50
Total				8.60	\$3,045.00

Hearing Attendance

<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	1.00	\$525.00
Total				1.00	\$525.00

Homer Bonner Jacobs PA

<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	3.00	\$1,125.00
Edward M. Kennedy	Legal Assistant		\$225.00	3.10	697.50
Total				6.10	\$1,822.50

Klee, Tuchin, Bogdanoff & Stern

<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
Elaine Lane	Associate	2002	\$375.00	44.80	16,800.00
Edward M. Kennedy	Legal Assistant		\$225.00	5.40	1,215.00
Total				53.00	\$19,485.00

Non-Working Travel

<u>Timekeeper</u>	<u>Title</u>	<u>Year Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Elise S. Frejka	Partner	1991	\$262.50	2.30	\$603.75
Total				2.30	\$603.75

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	2.40	\$1,260.00
Edward M. Kennedy	Legal Assistant		\$225.00	14.00	3,150.00
Total				16.40	\$4,410.00

Province, Inc.

<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	14.90	\$3,352.50
Total				14.90	\$3,352.50

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	0.30	\$157.50
Elaine Lane	Associate	2002	\$375.00	36.70	13,762.50
Edward M. Kennedy	Legal Assistant		\$225.00	3.10	697.50
Total				40.10	\$14,617.50

Young Conaway Stargatt & Taylor, 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	3.50	\$787.50
Total				3.50	\$787.50

INTERIM EXPENSE SUMMARY

<u>Expense Category</u>	<u>Total Expenses</u>
Travel/Amtrak	\$200.00
Travel/Taxi	<u>35.32</u>
Total	\$235.32



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

INVOICE

Date: 12/12/2018

Invoice #: 1326

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
07/06/2018	ESF Fee Examiner - General Comment on Certification of Counsel regarding Debtors' Professional Fee Applications (.1); comment on proposed order regarding Debtors' Professional Fee Applications (.3); email to B. Feldman regarding same (.1).	0.50	\$525.00	\$262.50
07/06/2018	ESF Fee Examiner - General Email exchange with C. Robinson and B. Sandler regarding COC and proposed order (.1); provide comments to proposed order with respect to Committee professionals (.2); review COC with respect to Committee professionals (.1).	0.40	\$525.00	\$210.00
07/06/2018	ESF Venable LLP Email exchange with J. Edmonson regarding COC and proposed order (.1); review COC (.1); comment on proposed order (.1).	0.30	\$525.00	\$157.50
07/06/2018	ESF Conway MacKenzie, Inc. Analysis of fees and expense for February 2018 and create preliminary comments (2.4); email to M. Sedigh regarding same (.2).	2.60	\$525.00	\$1,365.00
07/06/2018	ESF Garden City Group, LLC Analysis of March time entries for compliance with Guidelines and Local Rules (.7); analysis of April time entries for compliance with Guidelines and Local	1.30	\$525.00	\$682.50



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Rules (.6).

07/09/2018	ESF	Dundon Advisors LLC Analysis of February Monthly Fee Statement (.2); analysis of time and expense entries for February Monthly Fee Statement for compliance with Guidelines and Local Rules (.8); call with M. Dundon regarding same (.2); email to M. Dundon with preliminary comments (.1).	1.30	\$525.00	\$682.50
07/10/2018	ESF	Non Working Travel Travel from Wilmington to NYP after hearing before Judge Carey.	2.30	\$262.50	\$603.75
07/10/2018	ESF	Fee Examiner - General Review Plan (1.2); review Disclosure Statement (1.4); review amended agenda for July 10 hearing (.1).	2.70	\$525.00	\$1,417.50
07/10/2018	ESF	Hearing Attendance Attend hearing Judge Carey on July 10, 2018.	1.00	\$525.00	\$525.00
07/16/2018	ESF	Gibson Dunn & Crutcher LLP Analysis of second quarter fees (March - May 2018) for compliance with Guidelines and Local Rules (3.7).	3.70	\$525.00	\$1,942.50
07/22/2018	ESF	Pachulski Stang Ziehl & Jones LLP Analysis of second quarter fees (March - May 2018) for compliance with Guidelines and Local Rules (2.4).	2.40	\$525.00	\$1,260.00
07/23/2018	ESF	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of second quarter fees (March - May 2018) for compliance with Guidelines and Local Rules (2.8).	2.80	\$525.00	\$1,470.00
07/24/2018	ESF	Fee Examiner - General Review and analysis of additional parties in interest list.	1.00	\$525.00	\$525.00
07/25/2018	ESF	Berkeley Research Group, LLC Analysis of second quarter fees (March - May 2018) for compliance with Guidelines and Local Rules (1.8).	1.80	\$525.00	\$945.00
For professional services rendered			24.10		\$12,048.75

Additional Charges

Date		Details	Quantity	Rate	Amount
07/06/2018	ESF	Travel/Amtrak	1	\$67.00	\$67.00



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NYP to WIL on 7/10/2018 for First Quarterly Fee Application. RESERVATION # 63ADCE

07/10/2018	ESF	Travel/Amtrak WIL to NYP after July 10, 2018 hearing before Judge Carey. Reservation number 6759B9	1	\$133.00	\$133.00
07/10/2018	ESF	Travel/Taxi Taxi from Home to NYP for hearing before Judge Carey.	1	\$16.56	\$16.56
07/10/2018	ESF	Travel/Taxi Wilmington Train Station to Bankruptcy Court for hearing before Judge Carey.	1	\$10.00	\$10.00
07/10/2018	ESF	Travel/Taxi NYP to Office after hearing before Judge Carey.	1	\$8.76	\$8.76

Total additional charges \$235.32

Invoice Amount \$12,284.07

Balance Due \$39,006.57



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

INVOICE

Date: 12/12/2018

Invoice #: 1325

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
07/02/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices in connection with fee ap review. Review Certification of Counsel Regarding Order Approving Stipulation and Agreed Order Extending Time for U.S. Securities and Exchange Commission to Take Action to Determine the Dischargeability of a Debt (.3); Monthly Staffing Report for Filing Period May 1, 2018 - May 31, 2018 for Development Specialists, Inc. (.4); Statement of Professionals' Compensation - Notice of Filing of Revised Quarterly Statement of Payments Made to Ordinary Course Professionals During the Period From March 1, 2018 Through May 31, 2018 (.4); Noteholder's Motion to Terminate Exclusivity (.5); Debtor's Opposition to Motion of Noteholders to Terminate Exclusivity (.4).	2.00	\$375.00	\$750.00
07/05/2018	EMK	Fee Examiner - General Hearing Binder for 7/10/18 Hearing.	3.10	\$225.00	\$697.50
07/05/2018	EL	Homer Bonner Jacobs PA Analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules (.7); Review and compare daily totals for all professionals to confirm assignments (.9); analyze substance of entries for duplication of efforts or administrative tasks (1.4).	3.00	\$375.00	\$1,125.00



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07/06/2018	EMK	Garden City Group, LLC Preliminary analysis of fees from 4th Interim Period for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
07/06/2018	EMK	Province, Inc. Preliminary analysis of expenses from 2nd Interim Period (March 2018) for compliance with UST Guidelines and Local Rules.	0.30	\$225.00	\$67.50
07/06/2018	EL	Conway MacKenzie, Inc. Review initial FE report and explanatory email to M.Sedigh (.4); Correspondence with E.Kennedy regarding status of initial reivew (.2); update working file to shared source (.4).	1.00	\$375.00	\$375.00
07/09/2018	EMK	Dundon Advisors LLC Analysis of expenses from 1st Interim Period (February 2018) for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
07/09/2018	EMK	Province, Inc. Analysis of expenses from 2nd Interim Period (March 2018) for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/09/2018	EMK	Province, Inc. Preliminary analysis of fees and expenses from 3rd Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.70	\$225.00	\$157.50
07/09/2018	EMK	Province, Inc. Preliminary analysis of fees and expenses from 4th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/09/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 5th Interim Period (April 2018) days' 4/1-4/4 for compliance with UST Guidelines and Local Rules.	0.50	\$225.00	\$112.50
07/09/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices in connection with fee application review. Review OrderApproving First Interim Fee Applications Of The Debtors' Professionals (.3); Application for Compensation Fourth Monthly Fee Application of Venable (4); Amended Notice of Agenda of Matters Scheduled for Hearing Filed by Woodbridge (.3); Joinder to Debtors' Opposition to Motion of Lise La Rochelle, et al. Noteholders to Terminate Exclusivity	3.00	\$375.00	\$1,125.00



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(.5); Amended Notice of Agenda of Matters Scheduled for Hearing Filed by Woodbridge (.2); Motion to Sale of Property Free and Clear of Liens and Declaration of Bradley D. Sharp in Support of Debtors' Motion (.5); Chapter 11 Plan of Liquidation Filed by Woodbridge (.8).

07/10/2018	EMK	Homer Bonner Jacobs PA 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
07/10/2018	EMK	Venable LLP Preliminary analysis of fees and expenses from 3rd Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/10/2018	EMK	Venable LLP Preliminary analysis of fees and expenses from 3rd Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/10/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/10/2018	EMK	Province, Inc. Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/10/2018	EMK	Province, Inc. Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/10/2018	EMK	Fee Examiner - General Calendar relevant dates for 2nd Interim Fee Application.	0.50	\$225.00	\$112.50
07/10/2018	EL	Venable LLP Analysis of time entries for May 2018 for compliance with UST Guidelines and Local Rules (.6); Review and compare daily totals for all professionals to confirm assignments (.8); analyze substance of entries for duplication of efforts or administrative tasks (1.6).	3.00	\$375.00	\$1,125.00
07/11/2018	EMK	Gibson Dunn & Crutcher LLP Preliminary Analysis of fees and expenses from 4th Interim Period (March 2018) for compliance with UST Guidelines and Local Rules.	0.70	\$225.00	\$157.50
07/11/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP	0.80	\$225.00	\$180.00



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Preliminary analysis of fees and expenses from 4th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.

07/11/2018	EMK	Berger Singerman LLP Preliminary analysis of fees and expenses from 4th Interim Period for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/11/2018	EMK	Gibson Dunn & Crutcher LLP Preliminary analysis of fees and expenses from 5th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.70	\$225.00	\$157.50
07/11/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of fees and expenses from 6th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/11/2018	EMK	Garden City Group, LLC Preliminary analysis of fees from 4th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/11/2018	EMK	Berger Singerman LLP Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/11/2018	EMK	Berkeley Research Group, LLC Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/11/2018	EMK	Pachulski Stang Ziehl & Jones LLP Prepare exhibits for 2nd Interim Fee Period for substantive review.	1.00	\$225.00	\$225.00
07/11/2018	EL	Venable LLP Review and analysis of time entries for April 2018 for compliance with UST Guidelines and Local Rules (.8); Draft proposed updates for blocked and lumped time entries requiring allocation of time between separate steps and separation of task codes (1.2); Analysis of time entries to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.6); Analysis time for vague entries requiring additional descriptions (1.4).	5.00	\$375.00	\$1,875.00
07/11/2018	EL	Fee Examiner - General Emails to and from E.Kennedy regarding workflow and preparation of combined spreadsheets for second	2.00	\$375.00	\$750.00



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interim applications (.4); Review docket to identify key pleadings and hearing notices in connection with fee application review. Review Disclosure Statement for the Joint Chapter 11 Plan of Liquidation of Woodbridge Group (.9); Order Scheduling Omnibus Hearings (.4); Sixth Monthly Fee Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors (.3).

07/12/2018	EMK	FTI Consulting, Inc. Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.80	\$225.00	\$180.00
07/12/2018	EMK	Garden City Group, LLC Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.80	\$225.00	\$180.00
07/12/2018	EMK	Gibson Dunn & Crutcher LLP Prepare exhibits for 2nd Interim Fee Period for substantive review.	0.90	\$225.00	\$202.50
07/12/2018	EL	Venable LLP Review and analysis of time entries for May 2018 for compliance with UST Guidelines and Local Rules (.6); Draft proposed updates for blocked and lumped time entries requiring allocation of time between separate steps and separation of task codes (1.6); Analysis of time entries to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.2); Analysis time for vague entries requiring additional descriptions (.9); Review and compare daily totals for all professionals to confirm assignments (.3); analyze substance of entries for duplication of efforts or administrative tasks (1.4).	6.00	\$375.00	\$2,250.00
07/13/2018	EL	Venable LLP Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (.8); prepare proposed revisions for descriptions and allocation of task codes (.3).	1.10	\$375.00	\$412.50
07/14/2018	EL	Venable LLP Review April 2018 invoice for compliance with UST Guidelines and Local rules to identify and prepare corrective proposals for vague entries (.3); and blocked-time (1.3); prepare proposed revisions for descriptions and allocation of task codes (1.6).	3.20	\$375.00	\$1,200.00
07/15/2018	EL	Fee Examiner - General	2.70	\$375.00	\$1,012.50



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Review docket to identify key pleadings and hearing notices in connection with fee application review (.3) Order Denying Motion of Lise La Rochelle, et al. Noteholders to Terminate Exclusivity (.4); Joint Motion of the Official Committee of Unsecured Creditors and the Ad Hoc Noteholder Group for Entry of an Order Approving (A) Procedures Relating to Proposed Noteholder Liquidity Facility and (B) Related Exclusivity Provisions (.8); Disclosure Statement and Notice of Hearing to Consider Approval of Disclosure Statement (1.2).

07/16/2018	EMK	FTI Consulting, Inc. Preliminary analysis of fees and expenses from 6th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/16/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
07/16/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 5th Interim period (April 2018) days' 4/4-4/26, for compliance with UST Guidelines and Local Rules.	4.80	\$225.00	\$1,080.00
07/16/2018	EL	Venable LLP Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules, review for combined time between all professionals for unitholder inquiries (1.4); Review and analyze time entries to identify staffing inefficiencies (.9); duplicative tasks (.8). Identify vague entries (1.1) and prepare proposed updates for additional description (1.2); Review time entries to identify inconsistent allocation of task codes for meetings and conference calls (1.6).	7.00	\$375.00	\$2,625.00
07/17/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
07/17/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 5th Interim Period (April 2018) days' 4/26-4/30 for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/17/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of fees from 6th Interim Period (May 2018) days' 5/1-5/31 for compliance with UST Guidelines and Local Rules.	5.10	\$225.00	\$1,147.50
07/17/2018	EL	Fee Examiner - General	1.00	\$375.00	\$375.00



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Review docket to identify key pleadings and hearing notices in connection with fee application review (.2); Review Monthly Staffing Report for Filing Period June 1, 2018 - June 30, 2018 of Berkeley Research Group (.4); Order Extending the Exclusive Periods for the Filing of a Chapter 11 Plan and Solicitation of Acceptances (.6); Appellant Designation of Items For Inclusion in Record On Appeal Contrarian Funds LLC's Statement of Issues and Designation of Record of Appeal (.2).

07/18/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
07/18/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 5th Interim Period (April 2018) for compliance with UST Guidelines and Local Rules.	1.40	\$225.00	\$315.00
07/18/2018	EMK	Pachulski Stang Ziehl & Jones LLP Analysis of expenses from 6th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/18/2018	EMK	Young Conaway Stargatt & Taylor, LLP Preliminary analysis of fees an expenses from 7th Interim Period (June 2018) for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/18/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Analysis of fees from 4th Interim Period (May 2018) days' 5/1-5/15 for compliance with UST Guidelines and Local Rules.	2.90	\$225.00	\$652.50
07/18/2018	EL	Venable LLP Review and analysis of time entries for May 2018 for compliance with UST Guidelines and Local Rules (.9); Draft proposed updates for blocked and lumped time entries requiring allocation of time between separate steps and separation of task codes (1.6); Analysis of time entries to compare entries for conference calls and meetings between internal parties to determine corresponding participation (1.9); Analysis time for vague entries requiring additional descriptions (1.7).	6.10	\$375.00	\$2,287.50
07/19/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
07/19/2018	EMK	Berger Singerman LLP Analysis of fees from 4th Interim Period (April 2018)	0.60	\$225.00	\$135.00



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days' 4/1-4/30 for compliance with UST Guidelines and Local Rules.

07/19/2018	EMK	Berger Singerman LLP Analysis of fees from 5th Interim Period (May 2018) days' 5/3-5/30, for compliance with UST Guidelines and Local Rules.	0.50	\$225.00	\$112.50
07/19/2018	EMK	Berger Singerman LLP Analysis of expenses from 4th Interim Period (April 2018) days' 4/1-4/30 for compliance with UST Guidelines and Local Rules.	0.10	\$225.00	\$22.50
07/19/2018	EMK	Berger Singerman LLP Analysis of expenses from 5th Interim Period (May 2018) days' 5/1-5/31, for compliance with UST Guidelines and Local Rules.	0.10	\$225.00	\$22.50
07/19/2018	EMK	Gibson Dunn & Crutcher LLP Preliminary analysis of fees and expenses from 6th Interim Period (May 2018) for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/19/2018	EMK	FTI Consulting, Inc. Analysis of fees from 6th Interim Period (May 2018) days' 5/1-5/31, for compliance with UST Guidelines and Local Rules.	2.40	\$225.00	\$540.00
07/19/2018	EMK	FTI Consulting, Inc. Analysis of expenses from 6th Interim period (May 2018) days' 5/3-5/31 for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
07/19/2018	EL	Fee Examiner - General Email correspondence to and from E.Kennedy regarding status of Homer Bonner April invoices (.2); review download files for April time notations (.4). Review workflow summary for confirmation of second interim invoice status (.4).	1.00	\$375.00	\$375.00
07/20/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.30	\$225.00	\$67.50
07/20/2018	EMK	home Analysis of expenses from 4th Interim Period (April 2018), days' 4/1-4/30 for compliance with UST Guidelines and Local Rules.	0.40	\$225.00	\$90.00
07/20/2018	EMK	Homer Bonner Jacobs PA Analysis of fees from 4th Interim Period (April 2018) days' 4/2-4/30 for compliance with UST Guidelines and	0.90	\$225.00	\$202.50



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Local Rules.

07/20/2018	EMK	Homer Bonner Jacobs PA Analysis of expenses from 5th Interim Period (May 2018) days' 5/1-5/31 for compliance with UST Guidelines and Local Rules.	0.30	\$225.00	\$67.50
07/20/2018	EMK	Homer Bonner Jacobs PA Analysis of fees from 5th Interim Period (May 2018) days' 5/1-5/31 for compliance with UST Guidelines and Local Rules.	1.10	\$225.00	\$247.50
07/20/2018	EMK	Province, Inc. Analysis of fees from 3rd Interim Period (April 2018) days' 4/2-4/10 for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/20/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices in connection with fee application review (.3) Review Notice of Hearing to Consider Approval of Disclosure Statement (.2); Declaration of Bradley D. Sharp in Support of Debtors' Motion to Sell certain properties (.7); Notice of Service of Discovery on Sycamore Group Inc., Dayne Roseman, Knowles Systems, Inc., David Goldman, and Notice of Service of Discovery on Brook Church-Koegel Filed by Woodbridge (.6).	1.80	\$375.00	\$675.00
07/20/2018	EL	Venable LLP Review Interim Application for Compensation Second Interim Fee Request of Venable LLP (.8); Supplemental Application for Compensation of Venable LLP as Ad Hoc Committee of Unitholders for the period March 1, 2018 to May 31, 2018 for compliance with UST (1.8); and comparison with source files for review (.7).	3.30	\$375.00	\$1,237.50
07/23/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
07/23/2018	EMK	Province, Inc. Analysis of fees from 3rd Interim Period (April 2018) days' 4/10-4/30 for compliance with UST Guidelines and Local Rules.	3.10	\$225.00	\$697.50
07/23/2018	EMK	Province, Inc. Analysis of fees from 4th Interim Period (May 2018), days' 5/1-5/22 for compliance with UST Guidelines and Local Rules.	2.50	\$225.00	\$562.50



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07/23/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (.8); Review Order for employment and engagement letter to determine scope of work to support analysis of monthly fee applications for compliance with UST guidelines (.9); Review and analyze time entries to identify staffing inefficiencies (1.1); Review time entries to identify any duplicative tasks (1.3); Review and analyze time entries to confirm consistent task code application (.9).	5.00	\$375.00	\$1,875.00
07/23/2018	EL	Venable LLP Draft correspondence to E.Frejka summarizing review of second interim application invoices and proposed adjustments (.6); Review time entries for March 1, 2018 to May 31, 2018 to identify total time assigned to responses to inquiries from shareholders (1.4).	2.00	\$375.00	\$750.00
07/24/2018	EMK	Province, Inc. Analysis of fees from 4th Interim Period (May 2018) days' 5/22-5/31 for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/24/2018	EMK	Province, Inc. Analysis of expenses from 3rd Interim Period (April 2018) days, 4/2-4/30 for compliance with UST Guidelines and Local Rules.	1.90	\$225.00	\$427.50
07/24/2018	EMK	Province, Inc. Analysis of expenses from 4th Interim Period (May 2018) days' 5/1-5/22 for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/24/2018	EMK	Klee, Tuchin, Bogdanoff & Stern LLP Preliminary analysis of fees and expenses from 5th Interim Period (June 2018) for compliance with UST Guidelines and Local Rules.	0.80	\$225.00	\$180.00
07/24/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation	0.20	\$225.00	\$45.00
07/24/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (1.6); Review entries for consistent application of Task Codes (1.9); Review time entries to identify vague descriptions (1.3); Prepare proposed	5.40	\$375.00	\$2,025.00



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revisions for vague descriptions (.6);

07/25/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation	1.20	\$225.00	\$270.00
07/25/2018	EMK	Young Conaway Stargatt & Taylor, LLP Analysis of expenses from 6th Interim Period (May 2018) days' 5/1-5/31 for compliance with UST Guidelines and Local Rules.	1.70	\$225.00	\$382.50
07/25/2018	EMK	Gibson Dunn & Crutcher LLP Analysis of expenses from 4th - 6th Interim Period (March - May 2018) days' 2/12-5/13 for compliance with UST Guidelines and Local Rules.	1.80	\$225.00	\$405.00
07/25/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (1.3); Review entries for blocked/lumped time (1.8); Prepare proposed revisions for break out time and allocating tasks (.9);	4.00	\$375.00	\$1,500.00
07/25/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices in connection with fee application review (.4); Review Order (l) Authorizing The Sale Of 90 Primrose Road, Carbondale, Colorado (.3); Debtor-In-Possession Monthly Operating Report for Filing Period May 2018 (1.3).	2.00	\$375.00	\$750.00
07/26/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.20	\$225.00	\$45.00
07/26/2018	EMK	Venable LLP Analysis of expenses from 3rd Interim Period (April 2018) days' 4/2-4/30 for compliance with UST Guidelines and Local Rules.	0.70	\$225.00	\$157.50
07/26/2018	EMK	Venable LLP Analysis of expenses from 4th Interim Period (May 2018) days' 5/1-5/24 for compliance with UST Guidelines and Local Rules.	0.90	\$225.00	\$202.50
07/26/2018	EMK	Fee Examiner - General Begin drafting Consolidated Final Report (Q2).	2.10	\$225.00	\$472.50
07/26/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines	6.00	\$375.00	\$2,250.00



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and Local Rules (1.3); Identify vague entries (1.1) and prepare proposed updates for additional description (1.1); Review time entries to identify inconsistent allocation of task codes for meetings and conference calls (1.6). Prepare pivot table to analyze daily totals (.8); Review time entries to identify transition activity (1.2).

07/27/2018	EMK	Fee Examiner - General Update Woodbridge Workflow Reconciliation.	0.10	\$225.00	\$22.50
07/27/2018	EMK	Fee Examiner - General Continue drafting Consolidated Final Report (Q2).	4.10	\$225.00	\$922.50
07/27/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (.7); Review entries for consistent application of Task Codes (1.2); Review time entries to identify inconsistent allocation of task codes for meetings and conference calls (2.3); Review time entries to identify staffing inefficiencies (.8).	5.00	\$375.00	\$1,875.00
07/29/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (.8); Review time entries to identify staffing inefficiencies (1.3); Review and analyze entries for internal calls and meetings to identify inconsistent time and descriptions (1.7).	3.80	\$375.00	\$1,425.00
07/30/2018	EMK	Fee Examiner - General Update Woodbridge Workflow.	0.60	\$225.00	\$135.00
07/30/2018	EMK	Garden City Group, LLC Preliminary analysis of fees from 5th Interim Period (May - Jun 18) for compliance with UST Guidelines and Local Rules.	0.60	\$225.00	\$135.00
07/30/2018	EL	Klee, Tuchin, Bogdanoff & Stern LLP Review Interim Application for Compensation Second Interim Fee Request Analysis of time entries for March through May 2018 for compliance with UST Guidelines and Local Rules (1.2); Review entries for consistent application of Task Codes (1.6); Review and analysis of time entries for compliance with block-billed entries per Guidelines and prepare entries for proposed, revised descriptions of block-billed entries (.8).	3.60	\$375.00	\$1,350.00



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07/30/2018	EL	Fee Examiner - General Review docket to identify key pleadings and hearing notices in connection with fee application review (1.2); Review Motion to Approve - Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Scheduling Plan Confirmation Hearing and Approving Form and Manner of Related Notice and Objection Procedures, (IV) Approving Solicitation Packages and Procedures and Deadlines for Soliciting, Receiving, and Tabulating Votes on the Plan, and (V) Approving Forms of Ballots and Notice to Non-Voting Classes (.8).	2.00	\$375.00	\$750.00
07/30/2018	EMK	Fee Examiner - General Continue Drafting Consolidated Final Report (Q2).	5.20	\$225.00	\$1,170.00

For professional services rendered	168.70	\$51,607.50
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Invoice Amount	\$51,607.50
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Balance Due	\$124,386.00
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EXHIBIT B

BUDGETED AMOUNT**JULY 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 July 1, 2018 through July 31, 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 \$69,236.25 and monthly expenses in the aggregate amount of \$235.32.

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
FREJKA PLLC
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Phone: (212) 641-0800
Facsimile: (212) 641-0820
Attorneys for the Fee Examiner