

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Doc. No. 2787

**SUPPLEMENT TO FIRST INTERIM FEE APPLICATION OF
GLASER WEIL FINK HOWARD AVCHEN & SHAPIRO LLP**

Glaser Weil Fink Howard Avchen & Shapiro LLP (“**GW**” or the “**Firm**”), real estate counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”), hereby supplements the *First Interim Fee Application of Glaser Weil Fink Howard Avchen & Shapiro LLP* [Docket No. 2787] (the “**First Interim Application**”) for the period from March 22, 2018, through August 31, 2018 (the “**Application Period**”) by attaching, as Exhibits A through E hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “**UST Guidelines**”). In addition, GW respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

- a. During the Application Period, GW did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.

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 Blvd #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, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

- b. The fees sought by GW in the First Interim Application are not more than the fees budgeted pursuant to the original budget provided by GW to the Debtors.
- c. The professionals included in the First Interim Application did not vary their hourly rate based on the geographic location of the bankruptcy case.
- d. The First Interim Application did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy.
- e. The time period covered by the First Interim Application includes approximately 24.70 hours with a value of \$14,696.50 spent by GW to ensure that the time entries subject to the First Interim Application comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of GW's preparation of each monthly fee application.
- f. The First Interim Application does not include any rate increases.

Dated: December 18, 2018
Wilmington, Delaware

/s/ Carolyn C. Jordan
GLASER WEIL FINK HOWARD AVCHEN &
SHAPIRO, LLP
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*Real Estate Counsel for the Debtors and
Debtors in Possession*

EXHIBIT A

**CUSTOMARY AND COMPARABLE
COMPENSATION DISCLOSURES**

Glaser Weil's current standard hourly rates for attorneys range from \$325.00 to \$1,250.00, and Glaser Weil's hourly rate for paraprofessionals range from \$165.00 to \$340.00. Glaser Weil has agreed that the Firm will bill its attorneys' fees at a blended hourly rate of \$595.00 for attorneys (not including paraprofessionals and law clerks), such that Glaser Weil will receive, calculated in the aggregate for the entirety of the Chapter 11 Cases (as opposed to on a month-by-month basis), the lesser of (x) its actual billed hourly rates and (y) a blended hourly rate of \$595.00.² Glaser Weil will provide the aggregate blended hourly rate for the entirety of the Chapter 11 Cases in its final fee application.

Category of Timekeeper	Hours	Amount Billed at Standard Rates	Blended Hourly Rate Billed This Application
Partners	608.70	\$464,281.50	\$762.74
Associates	168.60	\$79,113.50	\$469.24
Totals	777.30	\$543,395.00	
Actual Partner and Associate Blended Rate:			\$699.08
Billed Blended Rate:			\$595.00

² For example, (i) if, at the conclusion of the representation, the GW's actual billed hourly rates for attorneys result in a blended rate of \$625.00 per hour for the Cases, GW will reduce such blended hourly rate for attorneys to \$595.00, and (ii) if GW's actual billed hourly rates for attorneys result in a blended rate of \$575.00 per hour for the Cases, GW will receive that hourly rate.

EXHIBIT B

**SUMMARY OF TIMEKEEPERS INCLUDED IN THE
FIRST INTERIM APPLICATION**

Name	Title	Department	Date of First Admission	Fees Billed in the Application Period (\$)	Hours Billed in the Application Period	Hourly Rate Billed in the Application Period (\$)
Peter M. Weil	Partner	Real Estate	1974	71,862.00	82.60	870.00
Carolyn C. Jordan	Partner	Real Estate	1986	67,002.00	85.90	780.00
Brett J. Cohen	Partner	Real Estate	1985	96,720.00	124.00	780.00
Saul Breskal	Partner	Real Estate	1985	135,486.00	173.70	780.00
Peter Slevin	Partner	Real Estate	2003	8,400.00	11.20	750.00
Craig H. Marcus	Partner	Real Estate	1991	16,200.00	21.60	750.00
David Tabibian	Partner	Real Estate	2007	67,500.00	108.00	625.00
Elisa L. Paster	Partner	Real Estate	2005	903.00	1.40	645.00
Clare Bronowski	Partner	Land Use	1983	208.50	0.30	695.00
Stewart Hayes	Associate	Real Estate/Corporate	2014	66,880.00	140.80	475.00
Spencer Kallick	Associate	Land Use	2012	4,080.00	9.60	425.00
Brieana Dorfman	Associate	Real Estate	2016	6,171.00	12.10	510.00
Edward Schloss	Associate	Real Estate/Corporate	2016	1,982.50	6.10	325.00
Actual Totals				543,395.00	777.30	
Blended Rate Totals				462,493.50	777.30	595.00

EXHIBIT C

BUDGET AND STAFFING PLAN

Approximate Monthly Budgeted Legal Fees: \$100,000

EXHIBIT D

SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT

SUMMARY OF COMPENSATION BY PROJECT CATEGORY		
Project Category	Hours	Fees Sought(\$)
Asset Analysis and Recover (0001)	11.20	6,664.00
Case Administration (0005)	16.20	9,639.00
Employment and Fee Applications (0010)	24.70	14,696.50
Real Estate Matters (Not Disposition) (0017)	406.90	242,105.50
Reporting Matters (0019)	3.00	1,785.00
Real Property Dispositions (0024)	314.70	187,246.50
Regulatory Matters (0025)	0.60	357.00
Totals (at Blended Rate)	777.3	462,493.50

SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY (\$)	
Category	Amount
Document Scanning	15.30
Photocopies	94.65
Document Reproduction	218.35
Color printing	224.00
First Legal Vendor	485.21
Federal Express	20.49
Total	1,058.00

EXHIBIT E

FIRST INTERIM APPLICATION SUMMARY

SUMMARY OF FIRST INTERIM APPLICATION	
Name of Applicant	Glaser Weil Fink Howard Avchen & Shapiro, LLP
Name of Client	Debtors
Time period covered by First Interim Application	March 22, 2018 through August 31, 2018
Total compensation sought during the Application Period	\$462,493.50
Total expenses sought during the Application Period	\$1,058.00
Petition Date	December 4, 2017
Retention Date	March 22, 2018
Date of order approving employment	May 9, 2018
Total compensation approved by interim order to date	N/A
Total expenses approved by interim order to date	N/A
Total allowed compensation paid to date	N/A
Total allowed expenses paid to date	N/A
Blended rate in the First Interim Application for all attorneys	\$595.00
Blended rate in the First Interim Application for all timekeepers	\$595.00
Compensation sought in the First Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$369,994.80
Expenses sought in the First Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$1,058.00
Number of professionals included in the First Interim Application	13
If applicable, number of professionals in the First Interim Application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought during the Application Period	Amt. Budgeted: \$100,000.00\Month Amt. Sought: \$462,493.50
Number of professionals billing fewer than 15 hours to the case during the Application Period	5
Are any rates higher than those approved or disclosed at retention?	No