

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

In re:	)	Chapter 11
	)	
WOODBIDGE GROUP OF COMPANIES, LLC,	)	Case No. 17-12560 (KJC)
<i>et al.</i> , <sup>1</sup>	)	
	)	(Jointly Administered)
Debtors.	)	
	)	Ref. Docket Nos. 2773, 2777, 2782

**CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER GRANTING THE  
THIRD QUARTERLY/INTERIM FEE APPLICATIONS OF THE PROFESSIONALS  
EMPLOYED BY THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The undersigned hereby certifies the following:

1. On October 12, 2018, Pachulski Stang Ziehl & Jones LLP (“PSZJ”), counsel to the Official Committee of Unsecured Creditors (the “Committee”), filed the *Third Quarterly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel to the Official Committee of Unsecured Creditors for the Period from June 1, 2018 through August 31, 2018* [Docket No. 2777] with the United States Bankruptcy Court for the District of Delaware (the “Court”).
2. On October 15, 2018, Berger Singerman LLP (“Berger”), special counsel to the Committee, filed the *Third Quarterly Application for Compensation and Reimbursement of Expenses of Berger Singerman LLP, as Special Counsel to the Official Committee of Unsecured Creditors for the Period from June 1, 2018 through August 31, 2018* [Docket No. 2782] with the Court.
3. On October 11, 2018, FTI Consulting, Inc. (“FTI” and collectively, with PSZJ and Berger, the “Committee Professionals”), financial advisor to the Committee, filed the

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

*Third Interim Fee Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period from June 1, 2018 through August 31, 2018* [Docket No. 2773] with the Court.

4. On December 7, 2018, Elise S. Frejka, the fee examiner (the “Fee Examiner”) appointed in these cases, filed the *Fee Examiner’s Consolidated Final Report Regarding Third Interim Quarterly Fee Requests of (I) Homer Bonner Jacobs, P.A.; (II) Garden City Group, LLC; (III) Province, Inc.; (IV) Berger Singerman LLP; and (V) Venable LLP* [Docket No. 3139] (the “Consolidated Fee Examiner Report”) with the Court. On December 17, 2018, the Fee Examiner filed the *Fee Examiner’s Final Report Regarding Third Interim Quarterly Fee Request of Pachulski Stang Ziehl & Jones LLP* [Docket No. 3171] (the “PSZJ Fee Examiner Report”). On January 8, 2019, the Fee Examiner filed the *Fee Examiner’s Consolidated Final Report Regarding (I) Third Interim Quarterly Fee Requests (A) Klee, Tuchin, Bogdanoff & Stern LLP; (B) Young Conaway Stargatt & Taylor, LLP; and (C) FTI Consulting, Inc., and (II) Second Interim Quarterly Fee Request of Berkeley Research Group, LLC* [Docket No. 3285] (the “Second Consolidated Fee Examiner Report” and collectively with the Consolidated Fee Examiner Report and the PSZJ Fee Examiner Report, the “Reports”) with the Court.

5. The Fee Examiner’s Reports recommended reductions, if any, to the fees and expenses of the Committee Professionals as detailed in the chart below.

Professional	Fees Requested in Application	Expenses Requested in Application	Allowed Fee Amount	Allowed Expense Amount
PSZJ	\$841,303.75	\$18,016.71	\$841,158.75	\$18,016.71
Berger	\$22,788.00	\$378.10	\$22,788.00	\$378.10
FTI	\$562,071.00	\$3,616.74	\$562,071.00	\$3,341.47

6. The Committee Professionals have agreed with the requested reductions, if any, of the Fee Examiner. A proposed form of order approving the applications of the Committee Professionals is attached hereto as Exhibit 1.

7. A hearing on the applications of the Committee Professionals will be held on January 22, 2019 at 10:00 a.m. (Prevailing Eastern Time) before the Honorable Kevin J. Carey, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5<sup>th</sup> Floor, Courtroom #5, Wilmington, DE 19801.

Dated: January 18, 2019

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

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## **EXHIBIT 1**

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

In re:	)	Chapter 11
	)	
WOODBIDGE GROUP OF	)	Case No. 17-12560 (KJC)
COMPANIES, LLC, <i>et al.</i> , <sup>1</sup>	)	
	)	(Jointly Administered)
Debtors.	)	
	)	Ref. Docket Nos. 2773, 2777, 2782

**OMNIBUS ORDER GRANTING THIRD QUARTERLY FEE APPLICATIONS  
OF THE PROFESSIONALS EMPLOYED BY THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS**

Upon consideration of (i) the quarterly fee applications (each an “Application” and collectively, the “Applications”) referenced on Exhibit A hereto for the professionals retained by the Official Committee of Unsecured Creditors (the “Committee’s Professionals”), and (ii) the consolidated final report(s) for such applications (the “Final Report”) filed by Elise S. Frejka, as the fee examiner for this case (the “Fee Examiner”), and the Court having reviewed the Applications and the Final Report, pursuant to sections 105(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Fed. R. Bankr. P. 2016, and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 525] entered on February 8, 2018 (the “Fee Order”)<sup>2</sup> and the Court having jurisdiction to consider the Applications, the relief requested therein, and the recommendations of the Fee Examiner in the Final Report in accordance with 28 U.S.C. §§ 157

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

<sup>2</sup> Capitalized terms not defined in this order shall have the meaning ascribed to them in the Fee Order.

and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and these Applications is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Applications having been given; and it appearing that the relief requested in the Applications and recommended for approval by the Fee Examiner in the Final Report is in the best interests of the Debtors and their estates and creditors; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the fees and expenses requested in the Applications are APPROVED for each of the Committee's Professionals in the amounts recommended for approval by the Fee Examiner in the Final Report – which amounts are also set forth on the last column of Exhibit A hereto in the column entitled “Amounts Recommended for Approval by the Fee Examiner” (the “Approved Fees”); and it is further

ORDERED that the Committee's Professionals are allowed, on an interim basis, the reimbursement of the reasonable and necessary expenses in the amounts recommended for approval by the Fee Examiner in the Final Report – which amounts are also set forth on the last column of Exhibit A hereto in the column entitled “Amounts Recommended for Approval by the Fee Examiner” (the “Approved Expenses”); and it is further

ORDERED that the Debtors are authorized and directed to remit payment of the Approved Fees and Approved Expenses to each of the Committee's Professional, less all amounts previously paid on account of such fees and expenses; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: \_\_\_\_\_, 2019

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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A**

<b>PROFESSIONAL</b>	<b>PERIOD COVERED</b>	<b>FEES REQUESTED</b>	<b>EXPENSES REQUESTED</b>	<b>TOTAL REQUESTED</b>	<b>AMOUNTS RECOMMENDED FOR APPROVAL BY FEE EXAMINER</b>
<b>Pachulski Stang Ziehl &amp; Jones LLP</b> (Counsel to the Official Committee of Unsecured Creditors)	6/1/18-8/31/18	\$841,303.75	\$18,016.71	\$859,320.46	<b>Fees: \$841,158.75</b> <b>Expenses: \$18,016.71</b> <b>Total: \$859,175.46</b> <i>See Fee Examiner Report Filed at Docket No. 3171</i>
<b>FTI Consulting, Inc.</b> (Financial Advisor to the Official Committee of Unsecured Creditors)	6/1/18-8/31/18	\$562,071.00	\$3,616.74	\$565,687.74	<b>Fees: \$562,071.00</b> <b>Expenses: \$3,341.47</b> <b>Total: \$565,412.47</b> <i>See Fee Examiner Report Filed at Docket No. 3285</i>
<b>Berger Singerman LLP</b> (Special Counsel to the Official Committee of Unsecured Creditors)	6/1/18-8/31/18	\$22,788.00	\$378.10	\$23,166.10	<b>Fees: \$22,788.00</b> <b>Expenses: \$378.10</b> <b>Total: \$23,166.10</b> <i>See Fee Examiner Report Filed at Docket No. 3139</i>