

**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> , ¹	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: March 13, 2019 at 4:00 p.m. (ET)
	:	

**COVER SHEET TO THE NINTH MONTHLY FEE
APPLICATION OF DRINKER BIDDLE & REATH LLP, COUNSEL FOR
THE AD HOC NOTEHOLDER GROUP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES, FOR THE PERIOD FROM
OCTOBER 1, 2018 THROUGH OCTOBER 31, 2018**

Name of Applicant:	Drinker Biddle & Reath LLP
Authorized to Provide Services to:	Ad Hoc Noteholder Group
Date of Retention:	April 5, 2018, <i>nunc pro tunc</i> to February 1, 2018 [D.I. 915]
Period for which Compensation/ Reimbursement is Sought:	October 1, 2018, through October 31, 2018
Total Compensation Sought as Actual, Reasonable and Necessary:	\$180,927.50
80% of Compensation Sought as Actual, Reasonable and necessary:	\$144,742.00
Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$4,355.04

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Total Compensation approved by interim Order to date:	\$0.00
Total Expenses approved by interim Order to date:	\$0.00
Total Allowed compensation paid to date:	\$1,339,514.40
Total Allowed expenses paid to date:	\$26,945.64
Blended Rate in this application for all timekeepers:	\$563
Blended Rate in this application for all attorneys:	\$738

This is an: X monthly ___ interim ___ final application

PRIOR MONTHLY FEE APPLICATIONS

Date Filed & Docket No.	Period Covered	Requested		Approved (by CNO)	
		Fees	Expenses	Fees	Expenses (100%)
8/23/18 D.I. 2408	2/1/18 – 2/28/18	\$319,585.50	\$1,186.37	\$255,668.40	\$1,186.37
10/23/18 D.I. 2862	3/1/18 – 3/31/18	\$290,240.25	\$3,572.88	\$232,192.20	\$3,572.88
10/29/18 D.I. 2907	4/1/18 – 4/30/18	\$189,046.00	\$5,844.35	\$151,236.80	\$5,844.35
11/05/18 D.I. 2931	5/1/18 – 5/31/18	\$203,093.00	\$3,158.13	\$162,474.40	\$3,158.13
11/5/18 D.I. 2954	6/1/18 – 6/30/18	\$189,579.50	\$4,889.80	\$151,663.60	\$4,889.80
11/15/18 D.I. 3003	7/1/18 – 7/31/18	\$144,208.00	\$1,590.23	\$115,366.40	\$1,590.23
11/16/18 D.I. 3027	8/1/18 – 8/31/18	\$147,585.00	\$2,715.17	\$118,068.00	\$2,715.17
11/16/18 D.I. 3029	9/1/18 – 9/30/18	\$191,055.75	\$3,988.71	\$152,844.60	\$3,988.71
TOTAL		\$1,674,393.00	\$26,945.64	\$1,339,514.40	\$26,945.64

PRIOR INTERIM FEE APPLICATIONS

Date Filed & Docket No.	Period Covered	Requested		Approved (by Order)	
		Fees	Expenses	Fees	Expenses (100%)
N/A	N/A	N/A	N/A	N/A	N/A
TOTAL		\$0.00	\$0.00	\$0.00	\$0.00

**SUMMARY OF BILLING BY PROFESSIONAL RENDERING
SERVICE FROM OCTOBER 1, 2018 THROUGH OCTOBER 31, 2018**

Name of Professional Person	Position of the Applicant Year of Obtaining License to Practice	Billing Rate	Hours Billed	Total Compensation
James H. Millar	Partner (Corporate Restructuring Group)	\$990.00	1.10	\$1,089.00
Steven K. Kortanek	Partner (Corporate Restructuring Group) DE bar since 1992	\$805	80.60	\$64,883.00
Bruce L. Ashton	Partner (Employee Benefits Group)	\$910	1.10	\$1,001.00
Timothy R. Casey	Partner (Corporate Restructuring Group)	\$800	40.40	\$32,320.00
Mark E. Terman	Partner (Labor & Employment Group)	\$745	0.40	\$298.00
Patrick A. Jackson	Associate (Corporate Restructuring Group) DE bar since 2007	\$605	54.70	\$33,093.50
Joseph Argentina	Associate (Corporate Restructuring Group) NJ bar since 2009 PA bar since 2009 DE bar since 2010	\$495	4.70	\$2,326.50
Cathy M. Greer	Paralegal (Corporate Restructuring Group)	\$335	124.50	\$41,707.50
Cathlyn Cantelmi-Tigani	Paralegal (Corporate Restructuring Group)	\$305	13.80	\$4,209.00
GRAND TOTAL:			321.30	\$ 180,927.50
BLENDED HOURLY RATE:		\$563		

SUMMARY OF COMPENSATION BY PROJECT CATEGORY

CODE	PROJECT CATEGORY	ACTUAL HOURS	TOTAL FEES
B110	Case Administration	5.80	\$2,695.00
B120	Asset Analysis and Recovery	0.30	\$241.50
B150	Meetings of and Communications with Creditors	43.20	\$22,406.50
B161	Fee Application	27.70	\$13,303.50
B170	Fee/Employment Objections	2.00	\$1,210.00
B175	Fee Application of Others	5.60	\$3,944.00
B190	Other Contested Matters	1.20	\$759.00
B210	Business Operations	0.90	\$724.50
B220	Employee Benefits/Pensions	21.40	\$17,138.50
B230	Financing/Cash Collateral	3.70	\$3,182.00
B235	Creditor Information Sharing/1102 Matters	96.90	\$34,531.50
B270	Reports and Schedules	0.50	\$400.00
B280	Sale Motion/363 State	1.10	\$885.50
B310	Claims Administration/Objections/Bar Date	1.30	\$986.50
B320	Plan and Disclosure Statement	94.80	\$69,357.50
B440	Adversary Proceedings and Bankruptcy Litigation	10.60	\$6,554.50
B445	Court Hearings/Preparation/Agenda	4.30	\$2,607.50
TOTAL:		321.30	\$180,927.50

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Non-Attorney Overtime		\$331.50
Telecommunication Services		\$96.57
Computer Assisted Research	Westlaw	\$150.00
Federal Express		\$18.32
Searches		\$370.70
Consultant Fees – solicitation consulting		\$850.00
Courtcall Service – 8/21/18 CCID# 9267224 – U.S. Bankruptcy Court Delaware	CourtCall	\$58.00
Travel – Airfare – Steven Kortanek, 9/28/18 – In flight Wifi		\$16.00
Travel – Airfare – Steven Kortanek, 9/23/18, Return Air from Los Angeles – Investor Conference Call sessions		\$347.20
Travel – Airfare – Steven Kortanek, 9/18/18 – Air to Los Angeles – Investor Conference Call sessions		\$347.20
Travel – Airfare – Steven Kortanek, 3/20/18 – Los Angeles to Philadelphia – The Shore Hotel		\$38.52
Travel – Lodging (Hotel, Apt, Other) – Steven Kortanek, 9/28/18 – Lodging; Residence Inn Beverly Hills – Investor Conference Call sessions		\$719.53
Travel – Lodging (Hotel, Apt, Other) – Steven Kortanek, 9/26/18 – Lodging; Residence Inn Beverly Hills – Investor Conference Call sessions		\$587.93
Document Productions – Hourly transcript – 1st copy	Reliable	\$44.40
Document Productions – Hourly transcript – 1st copy	Reliable	\$32.40
Parking – Steven Kortanek, 1/26/18 – Armano – Parking Reimbursement		\$32.00
Parking – Steven Kortanek, 1/25/18 – Watt Plaza Parking		\$32.00
Parking – Steven Kortanek, 1/25/18 – City of Beverly Hills Parking		\$5.00
Express Delivery Services, 8/21/18 – Priority rush delivery/pickup	Parcels	\$22.50
Taxi/Car Service – Steven Kortanek, 9/25/18 – Uber from hotel to airport		\$51.86
Taxi/Car Service – Steven Kortanek, 9/28/18 – Uber from hotel to Klee Tuchin		\$8.03
Taxi/Car Service – Steven Kortanek, 9/28/18 – Uber from hotel to airport		\$67.62
Taxi/Car Service – Steven Kortanek, 9/27/18 – Uber from hotel to Klee Tuchin		\$12.32
Taxi/Car Service – Steven Kortanek, 9/26/18 – Uber from hotel to Klee Tuchin		\$8.13
Taxi/Car Service – Steven Kortanek, 9/26/18 – Uber to Century City		\$23.38
Taxi/Car Service – Steven Kortanek, 9/28/18 – Uber from Philadelphia to airport		\$43.88
Taxi/Car Service – Steven Kortanek, 9/25/18 – Uber from airport to hotel		\$40.05
		\$4,355.04

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

In re:	:	Chapter 11
	:	
WOODBRIIDGE GROUP OF COMPANIES LLC, <i>et al.</i> , ¹	:	Case No. 17-12560 (KJC)
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	:	(Jointly Administered)
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Debtors.	:	Obj. Deadline: March 13, 2019 at 4:00 p.m. (ET)
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**NINTH MONTHLY FEE APPLICATION OF
DRINKER BIDDLE & REATH LLP, COUNSEL FOR
THE AD HOC NOTEHOLDER GROUP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES, FOR THE PERIOD FROM
OCTOBER 1, 2018 THROUGH OCTOBER 31, 2018**

Drinker Biddle & Reath LLP (“**Drinker Biddle**”), counsel to the Ad Hoc Noteholder Group (the “**Noteholder Group**”), respectfully represents:

I. INTRODUCTION

1. This is Drinker Biddle’s ninth fee application (the “**Application**”) for allowance of compensation and reimbursement of expenses pursuant to §§ 330 and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the *Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware* (the “**Local Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “**Interim Compensation Order**”) [D.I. 261]. In support of this

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Application, Drinker Biddle submits the Declaration of Steven K. Kortanek, attached hereto as “Exhibit B” (“Kortanek Declaration”).

2. By way of this Application, Drinker Biddle seeks allowance and payment of compensation for legal services rendered by Drinker Biddle for the period October 1, 2018 through October 31, 2018 (the “Application Period”) in the amount of **\$180,927.50** and reimbursement of its actual and necessary expenses in the amount of **\$4,355.04**. This Application, together with any supplemental filings, complies with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules, and Drinker Biddle has made reasonable efforts to comply with any applicable requests for information and additional disclosures set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “U.S. Trustee Guidelines”).

II. JURISDICTION AND STATUTORY PREDICATES

3. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 1334 and 157, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are §§ 105(a), 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016.

III. BACKGROUND

4. On December 4, 2017 (the “Petition Date”), certain of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Other Debtors filed subsequently. The Debtors have at all times continued to manage and operate their assets as

debtors in possession under sections 1107 and 1108 of the Bankruptcy Code. The Debtors' chapter 11 cases are being jointly administered for procedural purposes.

5. Drinker Biddle formerly represented the Ad Hoc Committee of Holders of Promissory Notes of Woodbridge Mortgage Investment Fund Entities and Affiliates (the "Movant Committee") in these chapter 11 cases [D.I. 471].

6. On January 23, 2018, the Bankruptcy Court for the District of Delaware entered an order [D.I. 357] (the "January 23 Order") approving a settlement of, among other things, the Movant Committee's motion for appointment of an official committee of noteholders [D.I. 85].

7. In accordance with the January 23 Order, the Ad Hoc Noteholder Group was formed on February 1, 2018 (the "Formation Date") [D.I. 470]. A detailed disclosure of the Noteholder Group's membership and investments was filed with the Bankruptcy Court on May 2, 2018, at Docket No. 1707. The Noteholder Group is comprised of nine members whose investments in Woodbridge's fraudulent scheme total \$9.8 million. From its inception, the Noteholder Group has carefully limited its membership to noteholder victims without any potential conflicts of interest, such as with brokers or Woodbridge "unit" investors. As with the members of the other two committees in these cases (the Official Committee of Unsecured Creditors and the Unitholder Group), the members of the Noteholder Group serve without compensation.

8. On March 19, 2018, the Noteholder Group filed the *Application of the Ad Hoc Noteholder Group for Entry of an Order Authorizing the Employment and Retention of Drinker Biddle & Reath LLP as Its Counsel Nunc Pro Tunc* to January 23, 2018 [D.I. 783] (the "Retention Application").

9. This Court (the "Court") entered an order approving the Retention Application on April 5, 2018 [D.I. 915].

10. On October 26, 2018, the Court entered its *Opinion on Confirmation* (the “**Confirmation Opinion**”) [D.I. 2901] and its *Findings Of Fact, Conclusions Of Law, And Order Confirming The First Amended Joint Chapter 11 Plan Of Liquidation Of Woodbridge Group Of Companies, LLC And Its Affiliated Debtors* (the “**Confirmation Order**”) [D.I. 2903].

11. On February 19, 2019, the Debtors filed the *Notice Of Confirmation Of, And Effective Date Of, First Amended Joint Chapter 11 Plan Of Liquidation Of Woodbridge Group Of Companies, LLC And Its Affiliated Debtors* [D.I. 3421], declaring that the Effective Date under the Plan occurred on February 15, 2019. The Noteholder Group, along with the other two committees, were dissolved upon the Effective Date pursuant to the Plan.

IV. SERVICES RENDERED DURING THE APPLICATION PERIOD

12. By way of this Application, Drinker Biddle seeks compensation for the services rendered and reimbursement of expenses incurred by Drinker Biddle as counsel to the Noteholder Group during the Application Period.

13. All services for which compensation is requested by Drinker Biddle were performed solely for or on behalf of the Noteholder Group. As set forth in the Retention Application, Drinker Biddle’s services to the Noteholder Group included professional advice and representation in connection with multiple tasks and matters in these complex Chapter 11 Cases. The Retention Order authorized Drinker Biddle to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

14. Drinker Biddle has received no payment to date and no promises for payment from any source other than the estates for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases. There is no agreement or understanding between Drinker Biddle and any other person for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

15. Drinker Biddle's detailed fee statement and time records for the Application Period is attached hereto as "Exhibit A" (the "**Billing Detail**"). The Billing Detail for the Application Period contains a detailed chronological narrative of the time spent (divided among standardized billing categories promulgated by the American Bar Association and the Office of the U.S. Trustee), the dates and descriptions of the services rendered, and the identity of the attorneys and other professional timekeeper who provided such services on behalf of the Noteholder Group during the Application Period.

16. A summary of actual and necessary expenses incurred by Drinker Biddle during the Application Period is included in the attached Billing Detail. These expenses were incurred for items not included in Drinker Biddle's hourly rates. Drinker Biddle submits that all such expenses are reasonable, necessary and actual expenses that were appropriately incurred in furtherance of the performance of the firm's services.

V. DESCRIPTION OF CERTAIN PROJECT CATEGORIES

17. To assist the Court and interested parties in the review of the fees sought by Drinker Biddle, the firm highlights below its professional services in the more material project categories covered during the Application Period, those in which the dollar value amount exceeds \$6,000.00.

Meetings of and Communications with Creditors (B150)

18. Drinker Biddle, along with the Noteholder Group's financial advisors, prepared for and presented at official meetings of the Noteholder Group during the Application Period on October 1 and October 22, as well as related communications with the Noteholder Group Co-Chairs. The firm's services in this project category also included work on read-ahead materials and other deliverables to assist the members of the Noteholder Group in the performance of their duties.

Total Hours: 43.20	Total Fees: \$22,406.50
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Fee Application (B161)]

19. During the Application Period, the firm performed further necessary work on its third monthly interim application, and the firm's timekeepers also performed drafting services on the firm's fifth monthly application.

Total Hours: 27.70	Total Fees: \$13,303.50
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Employee Benefits/Pensions (B220)]

20. During the Application Period, Drinker Biddle worked closely with Conway MacKenzie, in a common interest (and expedited) effort alongside counsel to the Unitholder Group, to analyze, respond and counter to the proposed CEO post-Effective Date employment agreement. The proposed agreement was first received on September 20, 2018, just one business day before the agreement was required to be filed in the Plan Supplement. The Noteholder Group and the Unitholder Group had an express right under the March 22, 2018 Plan Term Sheet to negotiate the bonus terms for the CEO with the Creditors Committee and the Debtors. The Noteholder Group and Unitholder Group delivered their counter promptly, on October 2, 2018. Despite the good faith efforts of the Noteholder Group to negotiate the CEO bonus terms per the Plan Term Sheet during the Application Period, no negotiations ever took place.

Total Hours: 21.40	Total Fees: \$17,138.50
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Creditor Information Sharing/1102 Matters (B235)]

21. The last week preceding the Plan voting deadline of October 8, 2018 took place during the Application Period. The volume of noteholder inquiries increased considerably in October, ahead of the voting deadline. For the noteholder victim constituency of the Noteholder Group, Drinker Biddle continued its role during the Application Period as the primary non-debtor source of direct phone and email communications responding to noteholder inquiries.

The firm's blended rate for such communications was (as in prior months) maintained at a very low figure, \$332 per hour for October, as most such communications and responses continued to be handled by non-lawyer paraprofessionals.

Total Hours: 96.90	Total Fees: \$34,531.50
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Plan and Disclosure Statement (B320)

22. During the Application Period, the Noteholder Group and its professionals were heavily involved in plan solicitation support efforts, as well as other work in furtherance of a the phenomenally successful plan vote by noteholders. For its part, Drinker Biddle handled plan-related communications with noteholders with an emphasis on assisting noteholders in understanding their treatment under the plan, which the Noteholder Group believes materially assisted in achieving the overwhelmingly favorable vote by noteholders for the chapter 11 plan. Drinker Biddle also closely coordinated with the Debtors and the other two committees in their joint efforts on achieving a successful plan vote, and ultimately, a fully successful plan confirmation hearing on October 24, 2018.

Total Hours: 94.80	Total Fees: \$69,357.50
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Adversary Proceedings and Bankruptcy Litigation (B440)

23. During the Application Period, Drinker Biddle addressed litigation matters in this task category involving the de la Rochelle/Oakwood adversary proceeding filed in the chapter 11 cases and the Committee's standing motion seeking leave to pursue avoidance actions on the estates' behalf as to inter-company claims.

Total Hours: 10.60	Total Fees: \$6,554.50
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VI. BASIS FOR RELIEF

24. Section 330 of the Bankruptcy Code authorizes courts to award professional persons employed pursuant to section 327 of the Bankruptcy Code reasonable compensation for the actual and necessary services rendered by such professional persons and any paraprofessional person employed by such persons. 11 U.S.C. § 330. Furthermore, courts may also award reimbursement for actual and necessary expenses incurred by such professional persons. *Id.*

25. With respect to the level of compensation, Section 330(a)(3), in turn, provides that:

In determining the amount of reasonable compensation to be awarded . . . , the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

26. Drinker Biddle submits that in accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested by the firm in this Application is fair and reasonable given (a) the complexity of these 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 this title.

27. The fees charged by Drinker Biddle in these cases are billed in accordance with the normal and customary firm billing rates for the firm's relevant timekeepers and the firm's procedures in effect during the Application Period. The services rendered by Drinker Biddle were necessary and beneficial to the Noteholder Group, consistently performed in a timely manner, and reasonable in light of the value of such services to the Noteholder Group, Drinker Biddle's demonstrated skill and expertise in the bankruptcy field, and the customary compensation charged by comparably-skilled practitioners. Accordingly, Drinker Biddle submits that approval of the requested compensation for professional services and reimbursement of expense sought herein is warranted.

VII. NOTICE, PRIOR APPLICATION AND CERTIFICATION

28. Notice of this Application has been provided in accordance with the Interim Compensation Order. Drinker Biddle submits that the foregoing constitutes good and sufficient notice and that no other or further notice need be provided.

29. No previous application for the relief sought herein has been made to this or any other court.

30. Drinker Biddle has reviewed the requirements of the Local Rules and certifies that this Application complies with the Interim Compensation Order and the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

WHEREFORE, Drinker Biddle hereby respectfully requests approval of its compensation in the total amount of \$180,927.50 (80% of which is to be currently paid upon the filing of a "Certificate of No Objection"), and expenses incurred in the total amount of \$4,355.04, for the Application Period from October 1, 2018 through October 31, 2018.

Dated: February 21, 2019
Wilmington, Delaware

DRINKER BIDDLE & REATH LLP

/s/ Steven K. Kortanek

Steven K. Kortanek (Del. Bar No. 3106)
Patrick A. Jackson (Del. Bar No. 4976)
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-and-

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michael.pompeo@dbr.com

Counsel for the Ad Hoc Noteholder Group

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

In re:	:	Chapter 11
	:	
WOODBRIIDGE GROUP OF COMPANIES LLC, <i>et al.</i> , ¹	:	Case No. 17-12560 (KJC)
	:	
	:	(Jointly Administered)
	:	
Debtors.	:	Obj. Deadline: March 13, 2019 at 4:00 p.m. (ET)
	:	

NOTICE OF APPLICATION

PLEASE TAKE NOTICE that on February 21, 2019, Drinker Biddle & Reath LLP (“Drinker Biddle”), filed the **Ninth Monthly Fee Application of Drinker Biddle & Reath LLP, Counsel for the Ad Hoc Noteholder Group for Allowance of Compensation for Services Rendered and For Reimbursement of Expenses, for the Period From October 1, 2018 Through October 31, 2018** (the “Application”), which seeks approval for compensation for professional services rendered in the amount of \$180,927.50 and reimbursement for the expenses it incurred in the amount of \$4,355.04 during the period from October 1, 2018 through October 31, 2018.

PLEASE TAKE FURTHER NOTICE that any objection or response to the relief sought in the Application must be made in writing, and be filed with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **March 13, 2019 at 4:00 p.m. (ET)**. At the same time, you must also serve a copy of the response or objection upon the following: (i) the Debtors c/o Development Specialists, Inc., 333 South Grand Ave., Suite 4070, Los Angeles, California 90071 (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: Michael L. Tuchin, Esq. and David A. Fidler, 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 19801 (Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.); (v) counsel for the Unitholders’ Committee, Venable LLP, 1201 North Market Street, Suite 1400, Wilmington, Delaware 19801 (Attn: Jamie L. Edmonson, Esq.); (vi) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, NE, Suite 900, Atlanta, Georgia 30326 (Attn: David Baddley, Esq.); (vii)

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

the Fee Examiner, Frejka PLLC, 420 Lexington Avenue, Suite 310, New York, New York 10170 (Attn: Elise S. Freika); (viii) the United States Trustee 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.); and (ix) counsel for the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Ave, Suite 1410, Wilmington, Delaware 19801 (Attn: Steven K. Kortanek, Esq. and Patrick A. Jackson, Esq.) (collectively, the “Notice Parties”).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF THE FEES AND 100% OF THE EXPENSES REQUESTED IN THE FEE APPLICATION MAY BE PAID WITHOUT FURTHER HEARING OR ORDER OF THE COURT. A HEARING ON THE FEE APPLICATION WILL BE HELD ONLY IF OBJECTIONS OR RESPONSES ARE TIMELY FILED.

Dated: February 21, 2019
Wilmington, Delaware

DRINKER BIDDLE & REATH LLP

/s/ Steven K. Kortanek

Steven K. Kortanek (Del. Bar No. 3106)
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-and-

James H. Millar
Michael Pompeo
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Counsel for the Ad Hoc Noteholder Group

Exhibit A

Billing Detail



222 Delaware Ave, Ste. 1410
 Wilmington, DE 19801-1621
 (302) 467-4200 *office*
 (302) 467-4201 *fax*
 TAX I.D. #23-1423089

REMITTANCE ADVICE

To be provided
 To be provided
 Delray Beach, FL 33446

Invoice Number: 15226887
 Invoice Date: 01/31/2019
 Client Number: 218376
 Matter Number: 572666

Re: In Woodbridge Group of Companies, LLC, et al.

For services through October 31, 2018

Current Fees	180,927.50
Current Expenses	<u>4,355.04</u>

Total Amount Due This Invoice **\$185,282.54**

Wire or ACH Payments:

Beneficiary: DRINKER BIDDLE & REATH LLP
 Credit Account #: 6232743478
 ABA: 036076150
 SWIFT.: CTZIUS33
 Bank: Citizens Bank
 Bank Address: 1 Citizens Drive
 Riverside, RI 02915
 Reference: 218376/15226887

Checks:

Drinker Biddle & Reath LLP
 One Logan Square, Ste. 2000
 Philadelphia, PA 19103-6996

**Please return this remittance copy with your payment.
 Payment for legal services is due within 30 days of invoice date.**



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 Wilmington, DE 19801-1621
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 (302) 467-4201 *fax*
 TAX I.D. #23-1423089

To be provided
 To be provided
 Delray Beach, FL 33446

Invoice Number: 15226887
 Invoice Date: 01/31/2019
 Client Number: 218376
 Matter Number: 572666

Re: In Woodbridge Group of Companies, LLC, et al.

For professional services rendered through October 31, 2018

Fees

			<u>Hours</u>	<u>Amount</u>
B110		Case Administration		
10/03/18	SK Kortanek	Review and comment on draft motion regarding J Sarachek	0.40	322.00
10/08/18	CM Greer	Retrieve WB Noteholder Group resolution on Conway MacKenzie engagement	0.10	33.50
10/09/18	SK Kortanek	Prepare memo to Noteholder Group Co-Chairs re: estate expense recap and related matters	0.60	483.00
10/11/18	SK Kortanek	Review removal extension order	0.10	80.50
10/11/18	CM Greer	Document/file management	0.50	167.50
10/15/18	CM Greer	Document/file management	0.20	67.00
10/17/18	CM Greer	Document/file management	0.20	67.00
10/19/18	CM Greer	Review docket and update critical dates calendar for main case and all adversary cases	2.00	670.00
10/19/18	CM Greer	Document/file management	0.20	67.00
10/22/18	SK Kortanek	Review draft and finalized reply of the Official Committee with respect to motion to revoke Sarachek pro hac vice (0.3); Review Unitholder joinder in Sarachek pro hac revocation (0.2)	0.50	402.50
10/24/18	CM Greer	Document/file management	0.30	100.50
10/26/18	CM Greer	Document/file management	0.50	167.50
10/29/18	CM Greer	Document/file management	0.20	67.00
		Total Case Administration	5.80	2,695.00
			<u>Hours</u>	<u>Amount</u>
B120		Asset Analysis and Recovery		
10/17/18	SK Kortanek	Call from Jennifer McPherson re: forensic matters, clawback information	0.30	241.50
		Total Asset Analysis and Recovery	0.30	241.50

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 572666 In Woodbridge Group of Companies, LLC, et al.
 January 31, 2019

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			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
10/01/18	SK Kortanek	Review email memorandum from P Jackson to the Noteholder Group re: meeting materials for October 1, 2018 meeting	0.20	161.00
10/01/18	SK Kortanek	Present at conference call meeting of the Noteholder Group	1.60	1,288.00
10/01/18	SK Kortanek	Prepare for Noteholder Group conference call meeting	0.70	563.50
10/01/18	SK Kortanek	Update attorney notes file re: Noteholder Group meeting actions, authorizations	0.20	161.00
10/01/18	TR Casey	Review notice and amendment to SOFA.	0.10	80.00
10/01/18	PA Jackson	Participate in telephonic meeting of the Noteholder Group	1.60	968.00
10/02/18	SK Kortanek	Email exchange P Jackson re: update to Noteholder Group Member K Washko	0.10	80.50
10/02/18	SK Kortanek	Update memo to the Noteholder Group re: balloting, plan timeline, website and communications for noteholders	0.40	322.00
10/02/18	SK Kortanek	Email exchange with P Jackson re: supplemental memo summary for Noteholder Group members regarding October 1 meeting	0.20	161.00
10/04/18	PA Jackson	Draft summary of 10/1 Noteholder Group meeting	0.80	484.00
10/06/18	SK Kortanek	Email exchange Noteholder Group Co-Chair M Fruchter re: advisor and estate fee update; Email exchange P Jackson re: estate professional fees and budget	0.30	241.50
10/06/18	SK Kortanek	Email exchange with P Jackson re: meeting agenda, preparation of recommendations, and scheduling for Noteholder Group meeting	0.40	322.00
10/08/18	SK Kortanek	Email exchange M Sedigh and P Jackson re: preparation and deliverables for the upcoming Noteholder Group meeting	0.30	241.50
10/08/18	SK Kortanek	Confer with P Jackson re: deliverables and agenda for next Noteholder Group meeting	0.20	161.00
10/08/18	PA Jackson	Confer with S. Kortanek re: noteholder group call on executive comp issues	0.10	60.50
10/08/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	5.20	1,742.00
10/08/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.50	502.50
10/09/18	PA Jackson	Call from C. Greer re: noteholder inquiry	0.10	60.50
10/11/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.00	1,005.00
10/15/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.40	1,139.00
10/16/18	PA Jackson	Emails with T. Casey, C. Greer re: noteholder inquiries	0.30	181.50

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			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
10/16/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	4.20	1,407.00
10/17/18	SK Kortanek	Email exchange P Jackson re: Notedholder Group action items from the Debtors/at Debtors request, next meeting, read-ahead materials	0.30	241.50
10/17/18	PA Jackson	Emails with S. Kortanek re: Noteholder Group call	0.20	121.00
10/18/18	PA Jackson	Email to C. Greer re: noteholder inquiry	0.10	60.50
10/18/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	5.40	1,809.00
10/19/18	SK Kortanek	Email exchanges with the Noteholder Group Co-Chairs re: agend and meeting issues, scheduling	0.60	483.00
10/19/18	PA Jackson	Call with S. Kortanek re: Noteholder Group meeting	0.20	121.00
10/21/18	SK Kortanek	Prepare agenda for Noteholder Group Oct. 22 2018 call meeting and circulate to the Noteholder Group	0.30	241.50
10/21/18	SK Kortanek	Calls with Co-Chair J Beynon re: Noteholder Group issues under review, meeting scheduling for Oct 22, 2018	0.80	644.00
10/22/18	SK Kortanek	Prepare for Noteholder Group call meeting	0.50	402.50
10/22/18	SK Kortanek	Present at the Noteholder Group October 22, 2018 meeting	2.20	1,771.00
10/22/18	SK Kortanek	Call from J Beynon re: preparation and agenda items for todays Noteholder Group	0.50	402.50
10/22/18	PA Jackson	Participate in telephonic meeting of the Noteholder Group	1.40	847.00
10/22/18	PA Jackson	Pre-call with S. Kortanek re: telephonic Ad Hoc Noteholder Group meeting	0.30	181.50
10/24/18	PA Jackson	Draft email summary of confirmation hearing for client; emails with S. Kortanek re: same	0.60	363.00
10/25/18	PA Jackson	Emails with client re: confirmation hearing report	0.20	121.00
10/29/18	SK Kortanek	Prepare for (0.4) and present at meeting of the Noteholder Group (0.6)	1.00	805.00
10/29/18	SK Kortanek	Call from Dave Ellingson, Noteholder Group member, re: confirmation, pre-Effective Date process	0.50	402.50
10/29/18	PA Jackson	Participate in telephonic meeting of the Noteholder Group	0.60	363.00
10/29/18	PA Jackson	Draft update for Noteholder Group website	1.70	1,028.50
10/30/18	SK Kortanek	Email exchange P Jackson and Noteholder Group Co-Chairs re: Noteholder Group meeting agenda, open issues, scheduling	0.40	322.00
10/30/18	PA Jackson	Emails with client re: draft updates to website	0.30	181.50
10/31/18	SK Kortanek	Update file notes re Co-Chair task assignments and deliverables	0.20	161.00

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			<u>Hours</u>	<u>Amount</u>
B150		Meetings of and Communications with Creditors		
		Total Meetings of and Communications with Creditors	43.20	22,406.50
			<u>Hours</u>	<u>Amount</u>
B161		Fee Application		
10/01/18	SK Kortanek	Review and revise interim fee application of Drinker Biddle (April)	0.80	644.00
10/02/18	SK Kortanek	Review and revise April fee application for Drinker Biddle	0.60	483.00
10/04/18	CM Greer	Finalize and file DBR fee app; Coordinate service of same	0.30	100.50
10/05/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's Interim Fee Application.	3.60	1,098.00
10/08/18	SK Kortanek	Assignment of fee application tasks and application components to C Greer (.1); Review of revised exhibits for April fee application of Drinker Biddle (0.5)	0.60	483.00
10/08/18	SK Kortanek	Review draft interim fee application materials for April 2018 for Drinker Biddle	0.50	402.50
10/09/18	SK Kortanek	Emails with C Greer re: revisions to April Drinker fee application (0.2); Assignment to J Argentina of review and drafting of April fee application for Drinker (0.1); Review comments from J Argentina and respond, regarding Drinker April fee application (0.3)	0.60	483.00
10/09/18	J Argentina	Review and revise Drinker Biddle's Third Monthly Fee Application.	1.30	643.50
10/09/18	CM Greer	Draft DBR fee application and notice	1.90	636.50
10/15/18	SK Kortanek	Review and revise May interim fee application of Drinker Biddle (1.5); Assignment to C Cantelmi re: fee application preparation (0.1)	1.60	1,288.00
10/18/18	SK Kortanek	Review and revise May interim fee application of Drinker Biddle	0.40	322.00
10/18/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's monthly interim fee application	3.70	1,128.50
10/19/18	SK Kortanek	Emails with C Cantelmi re: May interim fee application of Drinker Biddle, revisions	0.30	241.50
10/19/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's interim fee application	1.30	396.50
10/23/18	CM Greer	Revise DBR third monthly fee application	0.50	167.50
10/23/18	CM Greer	Revise and file DBR second monthly fee application; Coordinate service of same	0.50	167.50
10/25/18	SK Kortanek	Review and revise May interim fee application of Drinker Biddle	0.80	644.00

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			<u>Hours</u>	<u>Amount</u>
B161		Fee Application		
10/29/18	SK Kortanek	Review and revise June interim fee application of Drinker Biddle	1.60	1,288.00
10/29/18	CM Greer	Finalize and file DBR third monthly fee application; Coordinate service of same	0.40	134.00
10/29/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's monthly interim fee application	1.30	396.50
10/30/18	SK Kortanek	Review and revise September Drinker Biddle fee application	0.50	402.50
10/30/18	SK Kortanek	Email exchange C Greer re: June Drinker fee application preparation, narratives, exhibits	0.30	241.50
10/30/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's monthly interim fee application	1.30	396.50
10/30/18	CE Cantelmi-Tigani	Prepare, review and revise Drinker Biddle & Reath's monthly interim fee application	2.60	793.00
10/31/18	SK Kortanek	Review and revise June fee application	0.40	322.00
		Total Fee Application	27.70	13,303.50
			<u>Hours</u>	<u>Amount</u>
B170		Fee/Employment Objections		
10/17/18	PA Jackson	Emails with I. Bambrick re: Gibson Dunn settlement	0.10	60.50
10/20/18	PA Jackson	Draft email recommendation to Noteholder Group re: Gibson Dunn settlement	1.00	605.00
10/21/18	PA Jackson	Emails from client group re: Gibson Dunn settlement	0.40	242.00
10/22/18	PA Jackson	Emails with S. Kortanek re: Gibson Dunn settlement	0.30	181.50
10/23/18	PA Jackson	Email to S. Kortanek re: Gibson Dunn COC	0.20	121.00
		Total Fee/Employment Objections	2.00	1,210.00
			<u>Hours</u>	<u>Amount</u>
B175		Fee Applications of Others		
10/01/18	SK Kortanek	Email exchange with M Dundon re: interim fee application of Dundon Advisors (0.1); Email assignment to C Greer re: preparation of interim fee application of Dundon Advisors (0.2)	0.30	241.50
10/01/18	SK Kortanek	Call Sean Beach re: proposed resolution terms for prior estate professionals	0.20	161.00
10/01/18	CM Greer	Review and revise Dundon fourth fee app	0.20	67.00
10/02/18	SK Kortanek	Review and revise interim fee application of Dundon Advisors (0.3); Email exchange with C Greer re: Dundon fee application (0.1)	0.40	322.00

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			<u>Hours</u>	<u>Amount</u>
B175		Fee Applications of Others		
10/03/18	SK Kortanek	Review proposed final fee order for Gibson Dunn (0.3); Email exchange S Beach re: nature of the Gibson Dunn order (0.1)	0.40	322.00
10/09/18	SK Kortanek	Email C Greer re: updating and reconciliation of estate professional fee applications	0.20	161.00
10/15/18	SK Kortanek	Confer with C Greer re: estate professional and administrative claim review and update	0.20	161.00
10/16/18	SK Kortanek	Review proposed final order on Gibson Dunn and supporting documents	0.60	483.00
10/17/18	SK Kortanek	Email exchange J Millar re: estate professionals recap	0.20	161.00
10/20/18	SK Kortanek	Review draft email from P Jackson with draft memo to the Noteholder Group on further analysis and recommendation on proposed estate professional settlement (0.4)	0.40	322.00
10/21/18	SK Kortanek	Review emails from Noteholder Group members re: polling on proposed estate professional settlement (0.4); Emails with P Jackson re: issues to address on proposed estate professional settlement (.3)	0.70	563.50
10/22/18	SK Kortanek	Email exchanges C Greer re: proposed form of omnibus quarterly interim fee for committee professionals, and review draft (0.3); Emails with Dundon Advisors and Conway MacKenzie re: form of proposed quarterly interim fee order (0.1)	0.40	322.00
10/22/18	SK Kortanek	Review revised certification of counsel and proposed final fee order on Gibson Dunn from I Bambrick (0.2); Email to the Noteholder Group re conforming revised documents on Gibson Dunn and associated recommendation (0.2)	0.40	322.00
10/22/18	CM Greer	Review fee examiners report for Conway MacKenzie and Dundon Advisors; Prepare certification of counsel re Conway MacKenzie and Dundon Advisors interim fee applications	0.80	268.00
10/24/18	CM Greer	File certification of counsel re Conway MacKenzie and Dundon first interim fee application; Coordinate submission to chambers re same	0.20	67.00
		Total Fee Applications of Others	5.60	3,944.00
			<u>Hours</u>	<u>Amount</u>
B190		Other Contested Matters		
10/03/18	SK Kortanek	Review filed Committee motion to revoke Sarachek pro hac vice	0.30	241.50
10/03/18	PA Jackson	Review motion to revoke Sarachek pro hac vice admission; confer with S. Kortanek re: same	0.40	242.00
10/22/18	PA Jackson	Review and analyze UCC reply in support of motion to revoke Sarachek pro hac vice admission	0.40	242.00

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			<u>Hours</u>	<u>Amount</u>
B190		Other Contested Matters		
10/22/18	CM Greer	Review Committee's reply to J. Sarachek's opposition to motion to revoke pro hac vice admission	0.10	33.50
		Total Other Contested Matters	1.20	759.00
			<u>Hours</u>	<u>Amount</u>
B210		Business Operations		
10/02/18	SK Kortanek	Review August Monthly Operating Report	0.30	241.50
10/03/18	SK Kortanek	Participate in weekly advisors/management update call	0.60	483.00
		Total Business Operations	0.90	724.50
			<u>Hours</u>	<u>Amount</u>
B220		Employee Benefits/Pensions		
09/25/18	SK Kortanek	Call M Vaughn to discuss status and next steps on executive compensation matters (0.2); Email exchanges J Sabin and M Sedigh re: executive compensation negotiation update, recap of discussion with counsel (0.3)	0.50	402.50
10/01/18	SK Kortanek	Email exchange M Tuchin re: executive compensation update, parties counsel communications	0.10	80.50
10/01/18	SK Kortanek	Compose memo to Noteholder Group re: analysis and negotiation on executive compensation	0.50	402.50
10/01/18	SK Kortanek	Email exchanges M Sedigh re: action items on executive compensation matters, Noteholder Group authorizations	0.30	241.50
10/01/18	SK Kortanek	Email exchange with J Sabin re: executive compensation, Noteholder Group determination	0.20	161.00
10/01/18	SK Kortanek	Email exchange Noteholder Group member Dave Ellingson re: vote on counteroffer on executive bonus program	0.30	241.50
10/02/18	SK Kortanek	Follow-up email to Mike Vaughn re: update on proposal re: executive compensation	0.10	80.50
10/02/18	SK Kortanek	Email J Sabin re: update on executive compensation proposal	0.10	80.50
10/02/18	SK Kortanek	Review additional analysis on executive compensation matters, from Conway MacKenzie	0.30	241.50
10/02/18	SK Kortanek	Call Mike Vaughn re: executive compensation	0.20	161.00
10/02/18	SK Kortanek	Draft correspondence with counterproposal on executive compensation package	0.60	483.00
10/03/18	SK Kortanek	Email exchange M Sedigh re: analysis and unitholder review of executive compensation matters (0.2); Draft counter cover correspondence (0.4); Email exchange M Sedigh and J Sabin re: revisions to counter (0.2)	0.80	644.00

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			<u>Hours</u>	<u>Amount</u>
B220		Employee Benefits/Pensions		
10/03/18	SK Kortanek	Prepare for (0.1) and conduct call with M Vaughn, counsel to CEO, regarding proposed agreement and negotiations (0.9)	1.00	805.00
10/03/18	SK Kortanek	Call J Sabin re: discussion of executive compensation issues, thresholds, projections	0.40	322.00
10/04/18	SK Kortanek	Review and revise draft executive compensation agreement	1.10	885.50
10/04/18	SK Kortanek	Email exchanges J Sabin and M Sedigh re: preparation of proposal correspondence on executive compensation matters (0.2); Finalize and issue counter on executive compensation proposal (0.6)	0.80	644.00
10/04/18	SK Kortanek	Email M Terman re: further review and analysis of executive employment agreement	0.20	161.00
10/05/18	SK Kortanek	Memo to Noteholder Group Co-Chairs re: proposal and report on negotiations regarding executive compensation structure	0.40	322.00
10/05/18	PA Jackson	Emails from S. Kortanek, J. Beynon, M. Fruchter re: executive comp issue	0.60	363.00
10/08/18	ME Terman	Confer with S Kortanek re: background of executive compensation / employment agreement negotiation, path forward	0.40	298.00
10/08/18	SK Kortanek	Meet with P Jackson re: analysis and strategy on executive compensation negotiation	0.30	241.50
10/08/18	SK Kortanek	Email exchange J Sabin re Executive compensation - path forward, update	0.20	161.00
10/08/18	SK Kortanek	Confer with M Terman re: background of executive compensation / employment agreement negotiation, path forward	0.40	322.00
10/08/18	SK Kortanek	Email R Pachulski, J Sabin and M Sedigh re: executive agreement negotiation status and follow-up call request	0.20	161.00
10/08/18	PA Jackson	Confer with S. Kortanek re: executive comp issues	0.30	181.50
10/10/18	SK Kortanek	Email exchange with J Sabin re: follow up on executive compensation negotiations, next steps	0.20	161.00
10/11/18	BL Ashton	Review and comment on draft executive compensation agreement	1.10	1,001.00
10/11/18	SK Kortanek	Review email from Co-Chair M Fruchter re: update on negotiations - executive compensation	0.20	161.00
10/12/18	SK Kortanek	Review comments from M Terman to executive compensation agreement; Email exchange M Terman re: agreement issues	0.30	241.50

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			<u>Hours</u>	<u>Amount</u>
B220		Employee Benefits/Pensions		
10/15/18	SK Kortanek	Follow-up call to M Vaughn re: status and update regarding the Noteholder and Unitholder counter (0.3); Email exchange J Sabin and M Sedigh re: report on call with M Vaughn (0.2); Call with J Sabin and M Sedigh re: executive negotiations and path forward (0.3)	0.80	644.00
10/16/18	SK Kortanek	Draft correspondence re: analysis and status of negotiations on executive compensation matters	0.70	563.50
10/17/18	SK Kortanek	Draft joint Noteholder/Unitholder correspondence re: executive bonus negotiation requirements, status of counter-proposal, confirmation	0.80	644.00
10/17/18	SK Kortanek	Finalize and send email correspondence to M Tuchin, D Fidler et al re necessity of furthering negotiations on executive compensation	0.40	322.00
10/17/18	SK Kortanek	Call M Tuchin and D Fidler re: confirmation issues, executive matters (0.2); Email to M Tuchin and D Fidler re: executive matters (0.3)	0.50	402.50
10/18/18	SK Kortanek	Call with M Tuchin, R Pachulski, J Sabin re: executive compensation issues	1.10	885.50
10/18/18	SK Kortanek	Call from M Sedigh re: executive comp matters	0.60	483.00
10/18/18	SK Kortanek	Email exchanges J Sabin and M Sedigh re: post-Effective Date executive matters	0.40	322.00
10/19/18	SK Kortanek	Call M Sedigh re: executive matters post-Effective Date	0.70	563.50
10/21/18	SK Kortanek	Review informal production from R Pachulski re: executive negotiation documents	0.70	563.50
10/21/18	SK Kortanek	Review and revise estate professional summary chart and analysis prepared by C Greer	1.20	966.00
10/22/18	SK Kortanek	Prepare for (0.3) and participate in call with M Tuchin, R Pachulski, M Vaughn and J Sabin re: executive matters (0.6); Follow-on call with J Sabin re: executive matters (0.1)	1.00	805.00
10/22/18	SK Kortanek	Email to Co-Chairs and M Sedigh re: scheduling diligence on operations matters with Committee and Unitholder representatives (.2)	0.20	161.00
10/28/18	SK Kortanek	Email exchange with Co-Chair M Fruchter re: agenda and scheduling matters for the upcoming Noteholder Group meeting	0.20	161.00
		Total Employee Benefits/Pensions	21.40	17,138.50
			<u>Hours</u>	<u>Amount</u>
B230		Financing/Cash Collateral		
10/02/18	SK Kortanek	Email exchange M Dundon re: financial update	0.10	80.50
10/08/18	SK Kortanek	Email exchange R Morano re: liquidity update	0.10	80.50

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			<u>Hours</u>	<u>Amount</u>
B230		Financing/Cash Collateral		
10/15/18	SK Kortanek	Call from M Dundon re: liquidity facility update, next steps	0.30	241.50
10/24/18	SK Kortanek	Email exchange M Dundon re: lending matters, diligence (0.2); Email R Pachulski, C Nelson and M Dundon re: lending matters, scheduling a call (0.2)	0.40	322.00
10/25/18	JH Millar	Coordinate issues regarding liquidity facility call.	0.40	396.00
10/25/18	SK Kortanek	Email exchange C Nelson and R Pachulski re: review of financing steps, path forward	0.30	241.50
10/26/18	JH Millar	Prepare for and participate in exit facility call.	0.70	693.00
10/29/18	SK Kortanek	Emails with M Dundon, R Pachulski and C Nelson re: diligence on liquidity facility matters	0.30	241.50
10/30/18	SK Kortanek	Meet with M Dundon re: lending facility matters (0.3); review transaction summary (0.4)	0.70	563.50
10/31/18	SK Kortanek	Email exchange M Dundon, R Pachulski and C Nelson re: review on lender issues	0.40	322.00
		Total Financing/Cash Collateral	3.70	3,182.00
			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
10/01/18	SK Kortanek	Review Omni report on website update, noteholder inquiry reports	0.20	161.00
10/01/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	3.90	1,306.50
10/01/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	6.50	2,177.50
10/02/18	SK Kortanek	Meet with C Greer regarding updating Noteholder inquiry communications and talking points	0.30	241.50
10/02/18	PA Jackson	Respond to noteholder inquiries	0.60	363.00
10/02/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.30	1,105.50
10/02/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	5.30	1,775.50
10/03/18	SK Kortanek	Review updated log of Noteholder inquiries from Omni	0.20	161.00
10/03/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.10	1,373.50
10/03/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.40	804.00
10/04/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.20	1,407.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
10/04/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.50	837.50
10/05/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.90	1,641.50
10/05/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	1.90	636.50
10/08/18	SK Kortanek	Call from D Werb re: case information, avoidance action demands	0.50	402.50
10/08/18	SK Kortanek	Review report from Omni on website update and information	0.30	241.50
10/09/18	SK Kortanek	Emails C Greer re: updated communications for Noteholder inquiries	0.20	161.00
10/09/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.20	1,407.00
10/09/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	0.60	201.00
10/10/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails; Update phone call log	4.90	1,641.50
10/11/18	SK Kortanek	Review updated noteholder website inquiry report	0.30	241.50
10/12/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.80	938.00
10/15/18	SK Kortanek	Review Noteholder Group website for updates and site inquiry report (0.2); Emails with P Jackson and C Greer re: same (0.1)	0.30	241.50
10/17/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	4.30	1,440.50
10/18/18	SK Kortanek	Review report from Omni on noteholder inquiries	0.20	161.00
10/18/18	PA Jackson	Call with T. Casey re: noteholder inquiries	0.20	121.00
10/18/18	PA Jackson	Call with T. Casey (second) re: noteholder inquiries	0.20	121.00
10/19/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.90	1,306.50
10/22/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	4.80	1,608.00
10/23/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.90	1,306.50
10/24/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	4.90	1,641.50
10/25/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	5.20	1,742.00

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			<u>Hours</u>	<u>Amount</u>
B235		Creditor Information Sharing/1102 Matters		
10/26/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.60	1,206.00
10/29/18	SK Kortanek	Review draft update to the Noteholder Group website	0.40	322.00
10/29/18	PA Jackson	Emails and confer with K. Greer re: noteholder inquiries	0.40	242.00
10/29/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.70	1,239.50
10/30/18	SK Kortanek	Review and revise Noteholder Group website update and investor communications	0.70	563.50
10/30/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	2.80	938.00
10/31/18	CM Greer	Return and respond to noteholder inquiry phone calls and emails	3.30	1,105.50
		Total Creditor Information Sharing/1102 Matters	96.90	34,531.50
			<u>Hours</u>	<u>Amount</u>
B270		Reports and Schedules		
10/01/18	TR Casey	Telephone conference with J. Lopez regarding amended SOFA.	0.20	160.00
10/01/18	TR Casey	Emails from P. Jackson and I. Brambrick regarding amended SOFA and new claim bar date.	0.10	80.00
10/01/18	TR Casey	Call to J. Lopez regarding amended SOFA issues.	0.10	80.00
10/01/18	TR Casey	Email to P. Jackson regarding amended SOFA.	0.10	80.00
		Total Reports and Schedules	0.50	400.00
			<u>Hours</u>	<u>Amount</u>
B280		Sale Motion/363 State		
10/01/18	SK Kortanek	Review supplemental notice of sale re 805 Nimes and 9212 Nightingale Dr. (0.2)	0.20	161.00
10/02/18	SK Kortanek	Review sales motions for Carbondale, CO properties (Heritage Drive, et al.)	0.20	161.00
10/03/18	SK Kortanek	Review motion to sell 1 Elektra Court	0.30	241.50
10/09/18	SK Kortanek	Review Stone Mountain property sale motion	0.10	80.50
10/30/18	SK Kortanek	Review sale motion re: Oakhurst Drive, Beverly Hills	0.30	241.50
		Total Sale Motion/363 State	1.10	885.50
			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
10/01/18	SK Kortanek	Review order on Blackmon claim stipulation	0.10	80.50

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			<u>Hours</u>	<u>Amount</u>
B310		Claims Administration/Objections/Bar Date		
10/01/18	SK Kortanek	Review email from C Greer re: reconciliation of Morrill Trust claim	0.10	80.50
10/01/18	SK Kortanek	Review orders on Loyola and Blackmon stipulations	0.10	80.50
10/02/18	SK Kortanek	Email exchange D Fidler re: noteholder claim transfer issues	0.20	161.00
10/05/18	PA Jackson	Emails with J. Cook, D. Carlson re: Hancock assignment agreements, claims	0.30	181.50
10/09/18	SK Kortanek	Review 9019 settlement motion with Bird	0.20	161.00
10/11/18	SK Kortanek	Review settlement motion regarding D Durr	0.20	161.00
10/25/18	SK Kortanek	Email exchange D Fidler, J Sabin, and R Pachulski re: additional contributed claims	0.10	80.50
		Total Claims Administration/Objections/Bar Date	1.30	986.50
			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/01/18	SK Kortanek	Review email exchange C Greer and Garden City re: updates on undeliverables, replacement ballots	0.10	80.50
10/01/18	TR Casey	Review voicemail from D. Hiller and review Schedule-3 on net claims.	0.10	80.00
10/01/18	TR Casey	Telephone conference with D. Hiller regarding claim vs. financial planner and impact on claim vs. Woodbridge, plan and ballot.	0.30	240.00
10/01/18	TR Casey	Telephone conference with T. Snook regarding plan and ballot.	0.20	160.00
10/01/18	TR Casey	Email to T. Snook regarding replacement ballot.	0.10	80.00
10/01/18	TR Casey	Telephone conference with B. Elfenbein regarding ballot question.	0.10	80.00
10/01/18	TR Casey	Review disclosure statement regarding Class 6 claims and plan treatment.	0.40	320.00
10/01/18	TR Casey	Voicemail from E. Lyman and review Schedule-3 for net claim.	0.10	80.00
10/01/18	TR Casey	Telephone conference with E. Lyman regarding contributed claim, net claim, distributions and ballot.	0.30	240.00
10/01/18	TR Casey	Telephone conference with W. Ridgway regarding plan, net claim and contributed claims.	0.60	480.00
10/01/18	TR Casey	Email from J. Lopez regarding amendment to SOFAs and impact on J. Seger's net claim.	0.10	80.00
10/01/18	TR Casey	Review Schedule-3 for claim of J. Seger.	0.10	80.00
10/01/18	TR Casey	Review Schedule-3s for numerous noteholders to response to inquiries.	1.10	880.00

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B320		Plan and Disclosure Statement		
10/01/18	TR Casey	Emails from/to T. Snook regarding her parents claim and call to discuss plan and ballot.	0.10	80.00
10/01/18	TR Casey	Telephone conference with H. Zaks regarding additional questions on the plan, disclosure statement and ballot.	0.30	240.00
10/01/18	TR Casey	Email to D. Hiller regarding noteholder website.	0.10	80.00
10/01/18	TR Casey	Email to W. Ridgway regarding noteholder counsel.	0.10	80.00
10/01/18	TR Casey	Email to S. Kurien regarding net note claim issue.	0.20	160.00
10/01/18	TR Casey	Review Schedule-3 of the Disclosure Statement for S. Kurien net claim.	0.10	80.00
10/01/18	TR Casey	Draft response to S. Kurien on net claim issues.	0.90	720.00
10/01/18	PA Jackson	Respond to multiple noteholder inquiries relating to plan solicitation and voting	5.00	3,025.00
10/02/18	SK Kortanek	Email exchange P Jackson re: ballot tabulation analysis, strategy to address acceptance issues (0.4); Review tabulation issue (0.3)	0.70	563.50
10/02/18	SK Kortanek	Email exchange D Fidler, J Sabin re: plan balloting agreements, certain limited extensions	0.10	80.50
10/02/18	SK Kortanek	Emails with P Jackson re: balloting update	0.10	80.50
10/02/18	SK Kortanek	Email exchange T Casey re: draft solicitation support communications re: Class 6	0.20	161.00
10/02/18	SK Kortanek	Call from J Sabin re: plan issues, governance, executive comp	0.20	161.00
10/02/18	SK Kortanek	Email exchange M Tuchin re: updated ballot reporting	0.20	161.00
10/02/18	SK Kortanek	Email exchange T Casey re: ballot solicitation update, inquiry on creditor calls	0.20	161.00
10/02/18	SK Kortanek	Follow-up emails with T Casey re: Class 6 rejecting status, communications efforts	0.20	161.00
10/02/18	TR Casey	Review Schedule-3 for B. Forouzan.	0.10	80.00
10/02/18	TR Casey	Email to B. Forouzan regarding plan and ballot.	0.20	160.00
10/02/18	TR Casey	Review Schedule-3 for K. Rappa and email to K. Rappa regarding same.	0.10	80.00
10/02/18	TR Casey	Telephone conference with S. Kurien regarding net claim and ballot.	0.20	160.00
10/02/18	TR Casey	Review plan regarding Class 6 claims and Class 3 treatment issues.	0.40	320.00
10/02/18	TR Casey	Email to J. Detfling regarding plan, ballot, other plan documents and voting deadline for ballot by C. Evers.	0.90	720.00

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B320		Plan and Disclosure Statement		
10/02/18	TR Casey	Emails to/from S. Kortanek and P. Jackson regarding plan and voting.	0.10	80.00
10/02/18	TR Casey	Telephone conference with J. Farmer regarding plan and ballot.	0.20	160.00
10/02/18	TR Casey	Review ballot register regarding Class 6 ballots and Class 3 ballots from Class 6 members who converted to Class 3.	0.50	400.00
10/02/18	TR Casey	Telephone conference with M. Harter regarding plan, ballot, net claim, contributed claim and distributions.	0.30	240.00
10/02/18	TR Casey	Email to M. Harter regarding contact information and plan.	0.10	80.00
10/02/18	TR Casey	Telephone conference with R. Scheuerman and T. Snook regarding plan, contributed claim, distributions and ballot.	0.40	320.00
10/02/18	TR Casey	Telephone conference with K. Rappa regarding net claim, ballot and wrong ballot delivered.	0.30	240.00
10/02/18	TR Casey	Email to/from S. Kortanek regarding Class 6 claims/ballots.	0.50	400.00
10/02/18	TR Casey	Email from A. Najati regarding net claim.	0.10	80.00
10/02/18	TR Casey	Review plan and disclosure statement regarding Class 6 claims.	0.40	320.00
10/02/18	TR Casey	Review Schedule-3 for H. Breyer and E.&J. Goldbaum net claims.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for Clayton Capital and call to J. Ranelle regarding plan and ballot.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for J. Cox and call to J. Cox regarding plan and ballot.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for C. Evers and confer with C. Greer regarding claim of C. Evers.	0.10	80.00
10/02/18	TR Casey	Review C. Evers proof of claim and call to C. Evers.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for B. Bellison and call to B. Bellison regarding plan and ballot.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for J. Farmer.	0.10	80.00
10/02/18	TR Casey	Call to E. Kosmowski regarding ballots for H. Breyer and J. Goldbaum.	0.10	80.00
10/02/18	TR Casey	Review Schedule-3 for L. Burton and call to L. Burton regarding plan and ballot.	0.10	80.00
10/02/18	TR Casey	Telephone conference with J. Baron regarding contributed claim and amended ballot.	0.10	80.00
10/02/18	PA Jackson	Review Plan re: Class 6 election, classification, voting issues	0.50	302.50
10/02/18	PA Jackson	Review GCG balloting report; emails with S. Kortanek re: same	0.50	302.50

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B320		Plan and Disclosure Statement		
10/03/18	SK Kortanek	Email exchange P Jackson re: ballot and class acceptance issues and analysis (0.3); Review related plan provisions (0.2)	0.50	402.50
10/03/18	SK Kortanek	Email exchange T Casey re: rejecting ballot issues (0.2); Call w T Casey re: balloting matters, communication strategies (0.3)	0.50	402.50
10/03/18	SK Kortanek	Review and comment on draft email to Klee Tuchin re: ballot tabulation / classification matters (0.2); Review follow-up email regarding court-approved ballot issues (0.1)	0.30	241.50
10/03/18	SK Kortanek	Confer with P Jackson re: plan confirmation issues	0.40	322.00
10/03/18	SK Kortanek	Call P Jackson re: lien issues for confirmation	0.40	322.00
10/03/18	SK Kortanek	Review updated ballot tabulation of 10-3-18	0.20	161.00
10/03/18	SK Kortanek	Review Debtors motion for inter-estate settlement and partial substantive consolidation in aid of plan confirmation	0.50	402.50
10/03/18	SK Kortanek	Confer with T Casey re: confirmation issues, noteholder questions	0.20	161.00
10/03/18	TR Casey	Telephone conference with E. Kosmowski regarding plan and ballot for H. Breyer and E. & J. Goldbaum.	0.10	80.00
10/03/18	TR Casey	Call to S. Pouliot regarding plan and ballots.	0.10	80.00
10/03/18	TR Casey	Review updated ballot tabulation.	0.20	160.00
10/03/18	TR Casey	Emails from/to S. Schwartz regarding ballots.	0.10	80.00
10/03/18	TR Casey	Emails from S. Kortanek and P. Jackson regarding Class 6 votes and treatment.	0.10	80.00
10/03/18	TR Casey	Review notes and plan regarding Class 6 issues.	0.30	240.00
10/03/18	TR Casey	Email to S. Kortanek and P. Jackson regarding Class 6 votes.	0.30	240.00
10/03/18	TR Casey	Telephone conference with D. Lifani regarding plan, ballot, contributed claim and net claim.	0.20	160.00
10/03/18	TR Casey	Email to D. Lifani regarding plan and noteholder website.	0.10	80.00
10/03/18	TR Casey	Telephone conference with B. Gunter regarding J. Farmer ballots, plan, net claim and contributed claim.	0.20	160.00
10/03/18	TR Casey	Emails from/to C. Greer regarding A. McIntyre change of address.	0.10	80.00
10/03/18	TR Casey	Review Schedule-3 for the Moscovitch Family Irrevocable Trust and telephone conference with L. Moscovitch regarding same.	0.10	80.00
10/03/18	TR Casey	Call to W. Moseley regarding plan and ballot.	0.10	80.00
10/03/18	TR Casey	Telephone conference with M. OBrien regarding plan and ballot.	0.20	160.00

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B320		Plan and Disclosure Statement		
10/03/18	TR Casey	Call and email to B. & K. Teller regarding plan and ballot.	0.10	80.00
10/03/18	TR Casey	Telephone conference with L. Wolford regarding plan, trust, net claim, distributions, ballot and contributed claim.	0.20	160.00
10/03/18	TR Casey	Email to D. Diez regarding contact information to get a ballot and plan documents.	0.10	80.00
10/03/18	TR Casey	Emails from/to S. Kortanek regarding ballots.	0.20	160.00
10/03/18	TR Casey	Telephone conference with S. Kortanek regarding Class 6 claims.	0.10	80.00
10/03/18	TR Casey	Email to B. Gunter regarding plan and ballots.	0.10	80.00
10/03/18	TR Casey	Call to R. and B. Mastroberte/R. Diez regarding plan and ballot.	0.10	80.00
10/03/18	TR Casey	Telephone conference with S. McCaw regarding plan, ballot, settlement, trust and other plan issues.	1.10	880.00
10/03/18	TR Casey	Telephone conference with B. Gude regarding plan, ballot, net claim, contributed claim and distributions.	0.20	160.00
10/03/18	TR Casey	Email to B. Gunter regarding ballots.	0.10	80.00
10/03/18	TR Casey	Telephone conference with F. Nessler regarding plan and ballot deadline and confirmation.	0.10	80.00
10/03/18	TR Casey	Email to S. Schwartz regarding plan and ballot.	0.10	80.00
10/03/18	TR Casey	Telephone conference with D. Diez regarding plan, ballot, distributions, net claims and contributed claims for R. & B. Mastroberte.	0.20	160.00
10/03/18	TR Casey	Emails from/to C. Greer regarding K. Rappa ballot error on prepetition distributions.	0.10	80.00
10/03/18	TR Casey	Email to L. Wolford regarding confirmation hearing.	0.10	80.00
10/03/18	TR Casey	Email from/to K. Teller regarding ballot.	0.10	80.00
10/03/18	TR Casey	Review Schedule 3 regarding net claims of D. Lifani RT.	0.10	80.00
10/03/18	TR Casey	Telephone conference with B. Gude regarding plan, ballot, net claim and treatment as Class 3 creditor.	0.30	240.00
10/03/18	TR Casey	Email to B. Gude regarding ballot.	0.10	80.00
10/03/18	TR Casey	Telephone conference with F. Nessler regarding claims of K. Phillips, plan and ballot.	0.20	160.00
10/03/18	PA Jackson	Emails with S. Kortanek, Klee Tuchin re: Class 6 tabulation question (.5); call with D. Fidler re: same (.1)	0.60	363.00
10/03/18	PA Jackson	Respond to noteholder inquiries relating to plan solicitation support	1.10	665.50
10/03/18	PA Jackson	Call with S. Kortanek re: confirmation brief strategy	0.20	121.00
10/03/18	PA Jackson	Confer with S. Kortanek re: plan confirmation issues	0.40	242.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/03/18	PA Jackson	Call with S. Kortanek re: plan settlement motions, Chin compensation	0.40	242.00
10/04/18	TR Casey	Review plan, disclosure statement, Schedule-3s, ballots to respond to noteholder inquiries received on voting, distribution, possible objections to proofs of claim, litigation versus third parties and trust issues.	1.60	1,280.00
10/04/18	TR Casey	Telephone conference with G. Claus regarding plan, ballot, trust interest and possible sale of same, contributed claims and prepetition distributions on prior notes held by R. Ruppert.	0.40	320.00
10/04/18	TR Casey	Return call to W. Brooks regarding ballot and plan.	0.10	80.00
10/04/18	TR Casey	Emails from/to G. Claus and T. Jeremiassen regarding R. Ruppert prepetition distributions.	0.10	80.00
10/04/18	TR Casey	Email to G. Claus regarding contact information for Woodbridge advisors on prepetition payments.	0.10	80.00
10/04/18	TR Casey	Telephone conference with L. Politi regarding voting, plan, trust interests, supervisory trust board, property sales and third party claims.	0.40	320.00
10/04/18	TR Casey	Telephone conference with G. Claus and R. Ruppert regarding contributed claim issues.	0.20	160.00
10/04/18	TR Casey	Telephone conference with D. Bottaro regarding plan, distributions, net claim, contributed claim and trustee powers.	0.40	320.00
10/04/18	TR Casey	Email from/to L. Moscovitch regarding ballots.	0.10	80.00
10/04/18	TR Casey	Review updated voting results.	0.20	160.00
10/04/18	TR Casey	Telephone conference with R. Henrich and J. Vaughn regarding ballot, plan, treatment of Class 6 claims and following up with attorney.	0.10	80.00
10/04/18	TR Casey	Confer with P. Jackson regarding potential preference payments, ballots and Class 6 claims.	0.10	80.00
10/04/18	PA Jackson	Emails with D. Fidler, T. Casey and calls with T. Casey re: voting results, Class 6 outreach effort	0.60	363.00
10/05/18	SK Kortanek	Review plan confirmation objection filed by the United States / IRS (0.2); Email exchange P Jackson re: IRS plan objection (0.1)	0.30	241.50
10/05/18	SK Kortanek	Email exchange J Sabin and P Jackson re: potential plan issues, extension request (0.3); Email to M Tuchin and D Fidler re: possible extension for Noteholder and Unitholder Groups (0.2); Call D Fidler re: plan issues, possible extension (0.1)	0.60	483.00
10/05/18	TR Casey	Review motion to revoke pro hac vice admission of J. Sarachek.	0.20	160.00

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B320		Plan and Disclosure Statement		
10/05/18	TR Casey	Telephone conference with J. Hradesky regarding B. Boughton's passing and ballot/distribution issues.	0.30	240.00
10/05/18	TR Casey	Telephone conference with J. Lopez regarding contributed claim issues.	0.20	160.00
10/05/18	TR Casey	Return call to and telephone conference with R. Henrich and J. Vaughn regarding plan and ballot.	0.10	80.00
10/05/18	TR Casey	Review proposed liquidation trust agreement.	1.10	880.00
10/05/18	TR Casey	Confer with P. Jackson regarding Class 6 ballot and contributed claims.	0.10	80.00
10/05/18	TR Casey	Telephone conference with Dr. Moseley regarding plan, contributed claims, liquidation trust and trading of trust interests.	0.40	320.00
10/05/18	TR Casey	Telephone conference with J. Lopez regarding J. Lochtefeld claim, net claim and contributed claim.	0.10	80.00
10/05/18	TR Casey	Review docket regarding claims vs. J. Lochtefeld.	0.10	80.00
10/05/18	TR Casey	Telephone conference with J. Lopez regarding claim of J. Lochtefeld and no adversary case filed to date.	0.10	80.00
10/05/18	TR Casey	Telephone conference with G. Hannah regarding R. Henrich claim, ballot and plan.	0.10	80.00
10/05/18	TR Casey	Confer with P. Jackson regarding discussion with G. Hannah on plan and Class 6 ballots.	0.10	80.00
10/05/18	TR Casey	Telephone conference with E. Lahooti regarding broker's commission, ballot and confirmation hearing.	0.10	80.00
10/05/18	TR Casey	Review plan, ballot and disclosure statement regarding contributed claims issues.	0.60	480.00
10/05/18	TR Casey	Email to Dr. Moseley regarding noteholder website.	0.10	80.00
10/05/18	TR Casey	Review Complaint for Declaratory Judgment Consumer Fraud and Elder Abuse filed by J & T. Abbott, et al.	0.40	320.00
10/05/18	PA Jackson	Emails with D. Fidler (.3) and calls with T. Casey (.3) re: voting results, Class 6 outreach	0.50	302.50
10/05/18	PA Jackson	Respond to noteholder inquiries in support of plan vote solicitation	1.80	1,089.00
10/05/18	PA Jackson	Call with T. Casey re: noteholder inquiries	0.10	60.50
10/06/18	SK Kortanek	Email exchange J Weiss and committees counsel re: Geilenkirchen extension	0.10	80.50
10/08/18	SK Kortanek	Review plan confirmation objections by Comerica and other parties	0.70	563.50
10/08/18	SK Kortanek	Review updated log of all Noteholder plan and balloting inquiries	0.40	322.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/08/18	TR Casey	Review IRS objection to confirmation of the plan.	0.10	80.00
10/08/18	TR Casey	Review Debtor's motion for approval of compromises and partial substantive consolidation.	1.20	960.00
10/08/18	TR Casey	Email from W. Moseley regarding plan status.	0.10	80.00
10/09/18	SK Kortanek	Emails with T Casey and P Jackson re: balloting, report update (0.1); Email to J Weiss re: updated GCG tabulation results (0.1)	0.20	161.00
10/09/18	SK Kortanek	Review updated ballot tabulation (0.3); Emails T Casey and C Greer re: balloting results today (0.2)	0.50	402.50
10/09/18	TR Casey	Emails to/from S. Kortanek regarding ballot tabulation.	0.10	80.00
10/09/18	TR Casey	Review updated voting tabulation.	0.20	160.00
10/09/18	PA Jackson	Review vote tabulation; emails with S. Kortanek, T. Casey re: same	0.20	121.00
10/09/18	CM Greer	Retrieve confirmation objections	0.10	33.50
10/10/18	SK Kortanek	Email exchange M Tuchin and J Sabin re: Myrick extension	0.10	80.50
10/10/18	SK Kortanek	Confer with J Millar re: plan confirmation	0.30	241.50
10/10/18	TR Casey	Review ballot tabulation and certain backup.	0.40	320.00
10/10/18	TR Casey	Confer with C. Greer regarding noteholder inquiries, ballots and tabulation.	0.30	240.00
10/10/18	TR Casey	Emails from/to R. Gravens regarding net claim amount on notes.	0.10	80.00
10/12/18	SK Kortanek	Email exchange Co-Chair J Beynon re: final balloting tabulation, confirmation papers timeline	0.30	241.50
10/13/18	SK Kortanek	Email exchange P Jackson re: assignment of memorandum in support of confirmation	0.20	161.00
10/13/18	PA Jackson	Review and analyze Sarachek plan objection; research re: legal issues raised therein	2.50	1,512.50
10/14/18	PA Jackson	Research re: issues raised in Sarachek plan objection	1.80	1,089.00
10/15/18	TR Casey	Telephone conference with R. Sprenger regarding ballot.	0.10	80.00
10/15/18	TR Casey	Return call to R. Houchin regarding plan voting and confirmation hearing.	0.10	80.00
10/15/18	TR Casey	Return call to R. Schroeder regarding plan update.	0.10	80.00
10/16/18	SK Kortanek	Prepare materials for presentation to the Noteholder Group re: confirmation matters	0.80	644.00
10/16/18	TR Casey	Review message from J. McPherson regarding potential contributions by Woodbridge.	0.10	80.00
10/16/18	TR Casey	Review disclosure statement regarding information on potential claims relating to political contributions.	0.20	160.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/16/18	TR Casey	Email to S. Kortanek and P. Jackson regarding potential claims/disclosure statement questions	0.10	80.00
10/16/18	TR Casey	Telephone conference with I. Barren regarding update on plan and conversion of his Class 6 claim to Class 3.	0.10	80.00
10/16/18	TR Casey	Telephone conference with H. Zaks regarding status of voting and date ballot report to be filed.	0.10	80.00
10/16/18	TR Casey	Return call to S. Chiodini regarding update on plan.	0.10	80.00
10/17/18	SK Kortanek	Participate in weekly advisors update conference call with Debtors and the three committees	1.00	805.00
10/17/18	SK Kortanek	Confer w P Jackson re confirmation briefing and hearing matters	0.40	322.00
10/17/18	PA Jackson	Research re: Sarachek plan objection	1.20	726.00
10/17/18	PA Jackson	Confer (x2) with S. Kortanek re: confirmation briefing, hearing (.4 and .3)	0.70	423.50
10/18/18	TR Casey	Return call to W. Jones regarding plan update.	0.10	80.00
10/18/18	TR Casey	Review J. Sarachek's response to UCC motion to revoke pro hac vice admission.	0.20	160.00
10/18/18	PA Jackson	Draft response to Sarachek plan objection	1.80	1,089.00
10/18/18	PA Jackson	Emails with D. Fidler re: Sarachek plan objection	0.30	181.50
10/18/18	PA Jackson	Call with D. Fidler re: Sarachek plan objection	0.20	121.00
10/19/18	SK Kortanek	Call from J Sabin re: Unitholder meeting outcome, confirmation planning, certain secured claim treatment matters	0.40	322.00
10/19/18	SK Kortanek	Review memorandum in support of confirmation	0.80	644.00
10/19/18	SK Kortanek	Review filed proposed confirmation order	0.60	483.00
10/19/18	SK Kortanek	Review revised confirmation order	0.70	563.50
10/19/18	SK Kortanek	Call from J Sabin re: confirmation order, tax matters, executive update	0.30	241.50
10/19/18	PA Jackson	Review and analyze confirmation brief, declarations, proposed confirmation order	2.50	1,512.50
10/19/18	PA Jackson	Research and draft response to Sarachek plan objection	5.10	3,085.50
10/21/18	SK Kortanek	Email M Sedigh re: analysis follow-up, executive matters, confirmation	0.40	322.00
10/21/18	PA Jackson	Additional research re: Sarachek plan objection; revise draft response	3.20	1,936.00
10/22/18	SK Kortanek	Prepare update to the Noteholder Group re: confirmation hearing	0.50	402.50
10/22/18	SK Kortanek	Review updated ballot certification from Epiq.	0.20	161.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/22/18	TR Casey	Telephone conference with L. Politi regarding voting results, objections and distributions.	0.30	240.00
10/22/18	TR Casey	Telephone conference with B. Brooks regarding voting, cram down, contributed claims, distributions and confirmation hearing.	0.30	240.00
10/22/18	TR Casey	Telephone conference with H. Zaks regarding ballot tabulation, cram down, plan, net claims, contributed claim, liquidation trust, trustee's role and distributions.	0.60	480.00
10/22/18	TR Casey	Review declaration of B. Sharp in support of confirmation of the plan.	0.50	400.00
10/22/18	TR Casey	Review Debtors' memorandum in support of confirmation of the plan and in response to confirmation objections.	0.90	720.00
10/22/18	TR Casey	Review declaration of F. Chin in support of confirmation of the plan.	0.20	160.00
10/22/18	TR Casey	Review declaration of Earl Young of Epiq regarding voting results.	0.20	160.00
10/22/18	TR Casey	Review revised confirmation order.	0.10	80.00
10/22/18	TR Casey	Telephone conference with W. Jones regarding voting, confirmation hearing, cram down and distribution date.	0.20	160.00
10/22/18	TR Casey	Telephone conference with R. Sprenger regarding voting results, Class 6 issues, his ballot and confirmation hearing.	0.20	160.00
10/22/18	TR Casey	Email to B. Brooks regarding plan confirmation hearing.	0.20	160.00
10/22/18	CM Greer	Review declaration of E. Young of Epiq re tabulation of votes and memorandum of law in support of confirmation	0.50	167.50
10/23/18	TR Casey	Review consent order with the SEC on civil claims.	0.20	160.00
10/23/18	TR Casey	Review UCC's Reply to J. Sarachek's response to motion to revoke Pro Hac Vice Admission.	0.20	160.00
10/24/18	SK Kortanek	Prepare for confirmation hearing (1.2); Attend hearing on plan confirmation and follow-on meeting with estate parties (3.8)	5.00	4,025.00
10/24/18	TR Casey	Confer with P. Jackson regarding confirmation hearing, ruling under advisement and next steps.	0.30	240.00
10/24/18	TR Casey	Telephone conference with S. Chiodini regarding confirmation hearing and distributions.	0.10	80.00
10/24/18	TR Casey	Telephone conference with J. Baron regarding confirmation hearing, distributions and consent order with SEC.	0.20	160.00
10/24/18	TR Casey	Telephone conference with L. Politi regarding confirmation hearing.	0.10	80.00
10/24/18	TR Casey	Telephone conference with H. Zaks regarding confirmation hearing, contributed claims, trust, trustee and distribution.	0.40	320.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/24/18	TR Casey	Return call to H. Zaks regarding confirmation hearing.	0.10	80.00
10/24/18	TR Casey	Email to B. Brooks regarding confirmation hearing.	0.10	80.00
10/24/18	PA Jackson	Call with T. Casey re: confirmation hearing	0.40	242.00
10/25/18	SK Kortanek	Email exchange J Beynon re: projections update, scheduling and discussions with Unitholders	0.50	402.50
10/25/18	TR Casey	Telephone conference with R. Sprengler regarding confirmation hearing, distribution, claims versus third parties and litigation trust.	0.40	320.00
10/25/18	TR Casey	Email from P. Jackson regarding confirmation hearing.	0.10	80.00
10/25/18	TR Casey	Telephone conference with R. Houchin regarding confirmation hearing, distribution, claims vs. R. Shapiro and others and litigation trust.	0.20	160.00
10/26/18	SK Kortanek	Review confirmation opinion	0.70	563.50
10/26/18	TR Casey	Telephone conference with W. Jones regarding confirmation hearings and distributions.	0.10	80.00
10/26/18	TR Casey	Telephone conference with D. Bottaro regarding plan confirmation hearing and first distribution timing.	0.10	80.00
10/26/18	TR Casey	Review scheduled certain amount of W&J Harrison trust, proofs of claim filed and schedules 1 and 3 to the Disclosure Statement.	0.30	240.00
10/26/18	TR Casey	Return call to W. Harrison regarding plan issues.	0.10	80.00
10/26/18	TR Casey	Telephone conference with W. Harrison regarding claim, net claim, distribution, possible objection to claim and trading of interests in trust.	0.30	240.00
10/26/18	PA Jackson	Review and analyze confirmation opinion, order	0.80	484.00
10/29/18	SK Kortanek	Call with Jay Beynon re: post-confirmation, pre-Effective Date projections, initial distribution matters, related issues	0.70	563.50
10/29/18	SK Kortanek	Confer with S Krause re: plan terms on trust certificate registration	0.20	161.00
10/29/18	TR Casey	Email to W. Brooks regarding confirmation of plan.	0.10	80.00
10/29/18	TR Casey	Review opinion on confirmation.	0.80	640.00
10/29/18	TR Casey	Telephone conference with H. Zaks regarding confirmation of plan, effective date, trust and distributions.	0.20	160.00
10/29/18	TR Casey	Review Findings of Fact, Conclusions of Law and Order Confirming Plan.	0.40	320.00
10/30/18	SK Kortanek	Email exchange S Krause re: trust certificate inquiry	0.30	241.50
10/30/18	TR Casey	Telephone conference with E. Lahooti regarding confirmation of the plan, objection of certain Noteholders and distributions.	0.20	160.00

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			<u>Hours</u>	<u>Amount</u>
B320		Plan and Disclosure Statement		
10/30/18	TR Casey	Telephone conference with J. Case regarding net claims, ballot, plan confirmation, the Liquidation Trust interests and distributions.	0.60	480.00
10/30/18	TR Casey	Telephone conference with R. Houchin regarding confirmation of the plan.	0.10	80.00
10/30/18	TR Casey	Telephone conference with J. Baron regarding confirmation of plan and first distribution.	0.10	80.00
10/30/18	TR Casey	Review and revise text for Noteholder website.	0.10	80.00
10/30/18	TR Casey	Emails from/to P. Jackson regarding plan confirmation.	0.10	80.00
10/30/18	TR Casey	Return call to L. Haimovitch regarding confirmation of plan.	0.10	80.00
10/31/18	SK Kortanek	Call with J Beynon re: debrief on weekly advisor call, pending issues and information requests to Debtors	0.70	563.50
10/31/18	TR Casey	Telephone conference with W. Jones regarding plan confirmation and distributions.	0.10	80.00
10/31/18	TR Casey	Telephone conference with E. McPherson regarding plan confirmation, trust, causes of action and distributions.	0.30	240.00
		Total Plan and Disclosure Statement	94.80	69,357.50
			<u>Hours</u>	<u>Amount</u>
B440		Adversary Proceedings and Bankruptcy Litigation		
10/02/18	SK Kortanek	Review Committee's Intercompany Avoidance Action Complaint	0.60	483.00
10/08/18	TR Casey	Review Court's opinion in the de la Rochelle/Oakwood adversary case.	0.90	720.00
10/09/18	PA Jackson	Review and analyze opinion dismissing La Rochelle adversary proceeding, prior research re: related jurisdictional issues	1.50	907.50
10/10/18	SK Kortanek	Review opinion granting motion to dismiss in Rochelle action	0.70	563.50
10/10/18	J Argentina	Review of the opinion dismissing Larochelle complaint and related documents.	0.80	396.00
10/10/18	PA Jackson	Review summary of ruling in Owlwood adversary	0.20	121.00
10/10/18	PA Jackson	Research re: law of the case, preclusion issues in connection with ruling in Owlwood adversary proceeding	2.90	1,754.50
10/11/18	SK Kortanek	Review and revise memo on Rochelle decision by the Bankruptcy Court, appeal (0.3); Email exchange J Argentina re: analysis (0.1)	0.40	322.00
10/11/18	J Argentina	Review opinion and order dismissing Larochelle complaint and draft summary analysis for Noteholder Committee.	2.60	1,287.00

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			<u>Hours</u>	<u>Amount</u>
B440	Adversary Proceedings and Bankruptcy Litigation			
	Total Adversary Proceedings and Bankruptcy Litigation		10.60	6,554.50
			<u>Hours</u>	<u>Amount</u>
B445	Court Hearings/Preparation/Agenda			
10/02/18	SK Kortanek	Review 9/25/18 hearing transcript	0.30	241.50
10/24/18	PA Jackson	Attendance at confirmation hearing and follow-on meeting with estate parties	3.80	2,299.00
10/25/18	CM Greer	Review confirmation hearing transcript	0.20	67.00
	Total Court Hearings/Preparation/Agenda		4.30	2,607.50

Time and Fee Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
JH Millar	Partner	\$990.00	1.10	\$1,089.00
BL Ashton	Partner	\$910.00	1.10	\$1,001.00
SK Kortanek	Partner	\$805.00	80.60	\$64,883.00
TR Casey	Partner	\$800.00	40.40	\$32,320.00
ME Terman	Partner	\$745.00	0.40	\$298.00
PA Jackson	Associate	\$605.00	54.70	\$33,093.50
J Argentina	Associate	\$495.00	4.70	\$2,326.50
CM Greer	Paralegal	\$335.00	124.50	\$41,707.50
CE Cantelmi-Tigani	Paralegal	\$305.00	13.80	\$4,209.00
Totals			321.30	\$180,927.50

Expenses

Non-Atty OT	331.50
Telecommunication Services	96.57
Computer Assisted Research (Westlaw)	150.00
Federal Express	18.32
Searches	370.70
Consultant Fees	850.00
CourtCall Service 8/21/18 CCID# 9267224 U.S. Bankruptcy Court-Delaware	58.00
Travel - Airfare - Steven K. Kortanek, 09/28/18 - In flight Wifi	16.00

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Travel - Airfare - Steven K. Kortanek, 09/23/18, Return Air from LAX - Investor Conference Call Sessions	347.20
Travel - Airfare - Steven K. Kortanek, 09/18/18, Air to LAX - Investor Conference Call Sessions	347.20
Travel - Airfare - Steven K. Kortanek, 03/20/18, LAX to PHL - The Shore Hotel	38.52
Travel - Lodging (Hotel, Apt, Other) - Steven K. Kortanek, 09/28/18 - Lodging; Residence Inn Beverly Hills	719.53
Travel - Lodging (Hotel, Apt, Other) - Steven K. Kortanek, 09/26/18 - Shore Hotel - Lodging Investor Conference call meetings	587.93
Document Productions - Reliable Wilmington Hourly Transcript - 1st copy	44.40
Document Productions - Reliable Wilmington Daily Transcript - 1st copy	32.40
Parking - Steven K. Kortanek, 01/26/18 - Amano - Parking Reimbursement	32.00
Parking - Steven K. Kortanek, 01/25/18 - Watt Plaza Parking	32.00
Parking - Steven K. Kortanek, 01/25/18 - City of Beverly Hills - Parking	5.00
Express Delivery Services Parcels Inc. 08/21/18 - Priority rush-delivery/pickup	22.50
Taxi/Car Service - Steven K. Kortanek, 09/25/18 - Uber hotel to airport	51.86
Taxi/Car Service - Steven K. Kortanek, 09/28/18 - Hotel to Klee Tuchin - Uber	8.03
Taxi/Car Service - Steven K. Kortanek, 09/28/18 - Uber - Hotel to Airport	67.62
Taxi/Car Service - Steven K. Kortanek, 09/27/18 - Uber to Klee Tuchin	12.32
Taxi/Car Service - Steven K. Kortanek, 09/26/18 - Uber to Klee Tuchin	8.13
Taxi/Car Service - Steven K. Kortanek, 09/26/18 - Uber to Century City	23.38
Taxi/Car Service - Steven K. Kortanek, 09/28/18 - Uber from PHL to Airport	43.88
Taxi/Car Service - Steven K. Kortanek, 09/25/18 - Uber from airport to hotel	40.05

Total Current Expenses

\$4,355.04

Total this Invoice

\$185,282.54

Payment for legal services is due within 30 days of invoice date.

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Exhibit B

Kortanek Declaration

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

In re:	:	Chapter 11
	:	
WOODBRIIDGE GROUP OF COMPANIES LLC, <i>et al.</i> , ¹	:	Case No. 17-12560 (KJC)
	:	
	:	(Jointly Administered)
	:	
Debtors.	:	
	:	

DECLARATION OF STEVEN K. KORTANEK

I, Steven K. Kortanek, declare as follows:

1. I am a partner with the law firm of Drinker Biddle & Reath LLP (“**Drinker Biddle**”). I submit this Declaration (the “**Declaration**”) on behalf of Drinker Biddle in support of the *Ninth Monthly Fee Application of Drinker Biddle & Reath LLP, Counsel for the Ad Hoc Noteholder Group for Allowance of Compensation for Services Rendered and For Reimbursement of Expenses, for the Period From October 1, 2018 Through October 31, 2018* (the “**Application**”). Except as otherwise noted, I have personal knowledge of the matters set forth herein.

2. Drinker Biddle is a law firm of approximately 600 attorneys, which maintains an office at 222 Delaware Ave., Ste. 1410, Wilmington, DE 19801-1621, among other locations.

3. The Billing Detail attached as “Exhibit A” to the Application contains a separate description and time allotment for each activity performed by each individual attorney and legal assistant.

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. A complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC.

4. All services for which compensation is requested by Drinker Biddle were professional services performed for and on behalf of the Noteholder Group and not on behalf of any other person.

5. In compliance with 18 U.S.C. § 155, neither I nor any member or associate of this firm has entered into any agreement, express or implied, with any other party in interest or any attorney for such other party in interest for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the Debtors or the estates' assets.

6. In compliance with section 504 of the Bankruptcy Code, no agreement or understanding exists between me, Drinker Biddle, or any member or associate of Drinker Biddle, on the one hand, and any other person, on the other hand, for division of compensation Drinker Biddle may receive for services rendered in connection with these Chapter 11 Cases, nor will any division of fees prohibited by section 504 of the Bankruptcy Code be made by me or any member or associate of Drinker Biddle.

Dated: February 21, 2019

/s/ Steven K. Kortanek
Steven K. Kortanek