

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

)				
In re:)		Chapter 11		
)				
Woodbridge Group of Companies, LLC, <i>et</i>)		Case No. 17-12560 (KJC)		
<i>al.</i> , ¹)				
)				
Debtors.)		(Jointly Administered)		
)				
)		Objection Deadline: March 14, 2019 at 4:00 p.m. (ET)		
)				

**THIRTEENTH MONTHLY APPLICATION OF HOMER
BONNER JACOBS, P.A. FOR ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR
THE PERIOD FROM JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

Name of Applicant:	Homer Bonner Jacobs, P.A.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Effective Date of Retention:	December 4, 2017
Period for which compensation and reimbursement is sought:	January 1, 2019 – January 31, 2019
Amount of Compensation sought as actual, reasonable and necessary:	\$9,531.00
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$1.77

This is an: X interim ___ final application

This monthly application includes a value of \$1,111.50 that was incurred during the period for which compensation and reimbursement is sought in connection with the preparation of Fee Applications.

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, CA 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

Prior applications:

Date Filed; Docket No.	Period Covered	Requested		Approved to be Paid		
		Fees	Expenses	Fees	Expenses	Order Entered
2/28/18; 671	1/1/18- 1/31/18	\$125,077.50	\$253,572.78 ²			7/9/18 2122
4/2/18; 877	2/1/18- 2/28/18	\$56,408.50 ³	\$14,019.64			7/9/18 2122
				\$181,486.00	\$263,942.42	7/9/18 2122
5/10/18; 1742	3/1/18- 3/31/18	\$50,684.50	\$11,551.32			10/22/18 2847
6/18/18; 1989	4/1/18- 4/30/18	\$34,182.00	\$12,085.70			10/22/18 2847
7/06/18; 2119	5/1/18- 5/31/18	\$44,028.00	\$11,443.78			10/22/18 2847
				\$128,894.50	\$35,080.80	10/22/18 2847
8/16/18; 2351	6/1/18- 6/30/18	\$13,270.50	\$11,819.93			1/18/19 3337
8/31/18; 2469	7/1/18- 7/31/18	\$17,388.50	\$11,263.27			1/18/19 3337
10/2/18; 2712	8/1/18- 8/31/18	\$13,221.00	\$11,259.56			1/18/19 3337
				\$43,880.00	\$34,342.76	
10/24/18; 2887	9/1/18- 9/30/18	\$10,669.50	\$11,274.29	Pending	Pending	
11/26/18; 3057	10/1/18- 10/31/18	\$16,213.50	\$19,853.23	Pending	Pending	
12/20/18; 3216	11/1/18- 11/30/18	\$14,184.00	\$542.33	Pending	Pending	
1/23/19; 3350	12/1/18- 12/31/18	\$3,969.00	\$4.70	Pending	Pending	

² After discussions with the Fee Examiner, Homer Bonner Jacobs, P.A. obtained agreement from its eDiscovery vendor to a reduction in expenses in the amount of \$3,650.00.

³ After discussions with the Fee Examiner in May 2018, Homer Bonner Jacobs, P.A., has agreed to reduce its February 2018 invoice by \$1,696.50. The chart above reflects the agreed-upon reduction in fees.

COMPENSATION BY INDIVIDUAL

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Adam L. Schwartz (ALS)	Partner of the Homer Bonner Jacobs, P.A. firm since 2016. Joined firm as Counsel in 2013. Member of Florida Bar since 2013 and New York Bar since 2005.	\$495.00	16.9	\$ 8,365.50
Kevin P. Jacobs (KPJ)	Managing Partner of the Homer Bonner Jacobs, P.A. firm since 2013; admitted to the Florida Bar in 1999.	\$495.00	0.4	\$198.00
Cara J. Grand (CJG)	Joined firm as an Associate in 2016. Member of Florida Bar since 2016.	\$225.00	4.3	\$967.50
Grand Total:			21.6	\$9,531.00
Blended Rate:		\$441.25		

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Fees
SEC Subpoena Response/Production/Coordination (B001)	\$99.00
SEC Enforcement Action Litigation (B002)	\$1,485.00
Adversary Proceedings (B003)	\$0.00
State Enforcement Investigations/Actions (B004)	\$6,835.50
Bankruptcy Case Administration (B005)	\$0.00
Corporate Governance and Board Matters (B006)	\$0.00
Meetings and Communications with Creditors/Committees (B007)	\$0.00
Fee/Employment Applications (B008)	\$1,111.50
Fee/Employment Objections (B009)	\$0.00
Non-Working Travel (B010)	\$0.00
TOTALS	\$9,531.00

COMPENSATION BY PROJECT CATEGORY
FOR PREPETITION AND POST-PETITION SERVICES

SERVICES ENGAGED TO PERFORM PREPETITION	
Project Category	Total Fees
SEC Subpoena Response/Production/Coordination (B001)	\$0.00
SEC Enforcement Action Litigation (B002)	\$0.00
Adversary Proceedings (B003)	\$0.00
State Enforcement Investigations/Actions (B004)	\$0.00
Bankruptcy Case Administration (B005)	\$0.00
Corporate Governance and Board Matters (B006)	\$0.00
Meetings and Communications with Creditors/Committees (B007)	\$0.00
Fee/Employment Applications (B008)	\$0.00
Fee/Employment Objections (B009)	\$0.00
Non-Working Travel (B010)	\$0.00
TOTALS	\$0.00
SERVICES ENGAGED TO PERFORM POST-PETITION	
Project Category	Total Fees
SEC Subpoena Response/Production/Coordination (B001)	\$99.00
SEC Enforcement Action Litigation (B002)	\$1,485.00
Adversary Proceedings (B003)	\$0.00
State Enforcement Investigations/Actions (B004)	\$6,835.50
Bankruptcy Case Administration (B005)	\$0.00
Corporate Governance and Board Matters (B006)	\$0.00
Meetings and Communications with Creditors/Committees (B007)	\$0.00
Fee/Employment Applications (B008)	\$1,111.50
Fee/Employment Objections (B009)	\$0.00
Non-Working Travel (B010)	\$0.00
TOTALS	\$9,531.00

EXPENSE SUMMARY

Expenses Category (Examples)	Total Expenses
Photocopies	\$0.60
Long Distance Telephone	\$0.17
Postage	\$1.00
TOTAL DISBURSEMENTS	\$1.77

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

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In re:)	Chapter 11
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Woodbridge Group of Companies, LLC, <i>et</i>)	Case No. 17-12560 (KJC)
<i>al.</i> , ¹)	
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Debtors.)	(Jointly Administered)
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)	Objection Deadline: March 14, 2019 at 4:00 p.m. (ET)
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**THIRTEENTH MONTHLY APPLICATION OF HOMER
BONNER JACOBS, P.A. FOR ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR
THE PERIOD FROM JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

Pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Employment and Retention of Homer Bonner Jacobs PA As Special Litigation Counsel to the Debtors and Debtors in Possession, Nunc Pro Tunc to Petition Date* [Docket No. 361] (the “**Retention Order**”) and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 261] (the “**Interim Compensation Order**”), the law firm of Homer Bonner Jacobs, P.A. (hereinafter “**HBJ**”) hereby moves this Court for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (collectively the “**Debtors**”) in the amount of \$9,531.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$1.77, for the period

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commencing January 1, 2019 through and including January 31, 2019 (the “**Fee Period**”). In support of its Application, HBJ respectfully represents as follows:

1. Pursuant to the Retention Order, HBJ was employed under a general retainer to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, *nunc pro tunc* to the petition date. The Retention Order authorized HBJ to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

2. All services for which compensation is requested by HBJ were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

3. Attached hereto as Exhibit A is a detailed statement of fees incurred during the Fee Period showing the amount of \$9,531.00 due for fees. Attached hereto as Exhibit B is a detailed statement of expenses paid during the Fee Period showing the amount of \$1.77 for reimbursement of expenses.

4. The services rendered by HBJ during the Fee Period are grouped into the categories set forth in Exhibit A. The attorneys who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

5. Pursuant to the Retention Order, fees for services HBJ was retained to provide prepetition—i.e., the representation of the Debtors in two subpoena enforcement actions brought by the SEC in the Southern District of Florida (the “Prepetition Services”)—were capped at \$100,000 per month. *See* Retention Order at ¶ 3. There is no cap on fees incurred for services that the Debtors retained HBJ to provide post-petition, which include, among other things, representing Debtors in the SEC enforcement action filed against the Debtors on December 20, 2017, responding to subsequent SEC administrative subpoenas, and coordinating the Debtors’

defense of the related state regulatory investigations and enforcement actions (the “Post-petition Services”). *See id.* For January 2019, the Debtors budgeted for HBJ’s Prepetition and Post-petition Services a total of \$75,000. As explained below, the fees incurred for HBJ’s services for January 2019 came in under budget for a total of \$9,531.00.

6. The Debtors did not incur any fees from HBJ for Prepetition Services for the Fee Period. The fees incurred for HBJ’s Post-petition services for the Fee Period totaled \$9,531.00. A detailed statement of HBJ’s fees is attached as Exhibit A.

DISBURSEMENTS

7. HBJ has incurred out-of-pocket disbursements during the Fee Period in the amount of \$1.77. This disbursement sum is broken down into categories of charges, including photocopying charges, long-distance telephone charges, and postage. A complete review by category of the expenses incurred for the Fee Period may be found in the attachments hereto as Exhibit B. To the extent such itemization is insufficient to satisfy the requirements of Del. Bankr. LR 2016-2(e)(ii), HBJ respectfully requests that the Court waive strict compliance with such rule.

8. Costs incurred for computer assisted research are not included in HBJ’s normal hourly billing rates and, therefore, are itemized and included in HBJ’s disbursements. Pursuant to Local Rule 2016-2, HBJ represents that its rate for duplication is \$0.10 per page, its rate for outgoing telecopier transmissions is \$0.25 per page (excluding related long-distance transmission charges), there is no charge for incoming telecopier transmissions and there is no surcharge for computerized research.

VALUATION OF SERVICES

10. Attorneys of HBJ have expended a total of 21.6 hours in connection with this matter during the Fee Period.

11. The amount of time spent by each of these persons providing services to the Debtors for the Fee Period is fully set forth in the detail attached hereto as Exhibit A. In January 2019, HBJ provided, among other services, assistance to the Debtors in navigating investigations by regulatory agencies, responding to SEC requests for additional information and documents, and responding to subpoenas issued by litigants in FINRA arbitrations. These are HBJ's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by HBJ for the Fee Period as counsel for the Debtors in these cases under Chapter 11 is \$9,531.00.

12. HBJ believes that the time entries included in Exhibit A attached hereto and the expense breakdown set forth in Exhibit B hereto are in compliance with the requirements of Local Rule 2016-2.

13. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of this case, (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.

14. This Application covers the Fee Period January 1, 2019 through and including January 31, 2019. HBJ has and will continue to perform additional necessary services subsequent to January 31, 2019, for which HBJ will file subsequent fee applications.

BUDGET AND STAFFING PLAN

15. In accordance with the Retention Order and Interim Compensation Order, attached hereto as Exhibit C is the budget and staffing plan for HBJ approved by the Debtors for the Fee Period.

WHEREFORE, HBJ requests that allowance be made to it in the sum of \$9,531.00 as compensation for necessary professional services rendered to the Debtors for the Fee Period, and the sum of \$1.77 for reimbursement of actual necessary costs and expenses incurred during

that period, and further requests such other and further relief as this Court may deem just and proper.

Dated: February 22, 2019

HOMER BONNER JACOBS, P.A.

/s/ Adam Schwartz

Adam L. Schwartz

Email: aschwartz@homerbonner.com

Florida Bar No: 0103163

Kevin P. Jacobs

Email: kjacobs@homerbonner.com

Florida Bar No: 169821

*COUNSEL TO THE DEBTORS
AND DEBTORS-IN-POSSESSION*

VERIFICATION

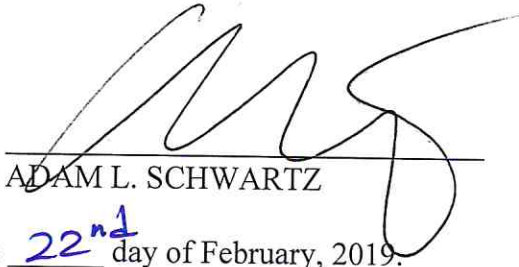
STATE OF FLORIDA)
)
MIAMI-DADE COUNTY) SS:

Adam L. Schwartz, Esquire, after being duly sworn according to law, deposes and says:


1. I am a Partner in the applicant firm, Homer Bonner Jacobs, P.A., and have been admitted to the bar of the Supreme Court of Florida since 2013 and the bar of the Supreme Court of New York since 2005.

2. I have personally performed many of the legal services rendered by Homer Bonner Jacobs, P.A., as counsel for the Debtors, and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.


ADAM L. SCHWARTZ

SWORN TO AND SUBSCRIBED before me this 22nd day of February, 2019.


Notary Public
My Commission Expires: 8/8/22

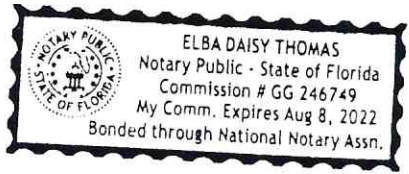


EXHIBIT A

HOMER BONNER JACOBS

1200 Four Seasons Tower
 1441 Brickell Avenue
 Miami, Florida 33131
 (305) 350-5100

FEDERAL TAX ID #59-2648226

February 11, 2019

Woodbridge Group of Companies, LLC

1422 Ventura Blvd., Suite 100
 Sherman Oaks, CA 91423

Invoice No: 972705

Account No: 56024-0002

SEC Enforcement Action**For legal services rendered through January 31, 2019**

<u>Date</u>	<u>Tkpr.</u>	<u>Hours</u>	<u>Description</u>
01/03/19	KPJ	0.10	Review notice of compliance.
01/03/19	ALS	0.50	Review correspondence between SEC staff and bankruptcy counsel (.2); review SEC's filing of notice of compliance regarding RS Protection Trust and other relief defendants.
01/07/19	ALS	0.20	Correspond with counsel who issued subpoena in FINRA matter.
01/07/19	ALS	0.20	Correspond with Nick Trozak of DSI regarding documents potentially responsive to subpoena issued in FINRA matter.
01/07/19	ALS	1.80	Review documents provided by DSI that are potentially responsive to subpoena issued in FINRA matter.
01/08/19	ALS	1.60	Correspond with counsel in FINRA arbitration matter (.2); review documents responsive to request (.8); begin drafting response and objections to same (.6).
01/08/19	ALS	1.50	Review request for additional information from Alabama regulator (.3); correspond with DSI regarding same (.5); review documents and information provided by DSI responsive to same (.4); correspond with Alabama regulator regarding same (.3).
01/08/19	CJG	0.10	Review correspondence from Adam Schwartz regarding preparation of production pursuant to state investigation.
01/08/19	CJG	0.10	Review correspondence with Adam Schwartz and Alabama Securities Commission regarding inquiry on broker.
01/09/19	ALS	1.30	Draft response to FINRA subpoena (.8); finalize production (.5).
01/09/19	CJG	0.10	Update production log.
01/09/19	CJG	0.10	Confer with Adam Schwartz regarding revisions to FINRA subpoena response letter.
01/09/19	CJG	0.30	Review and revise response letter to FINRA subpoena.
01/09/19	CJG	0.10	Confer with Young Conaway regarding filing of certificate of no objection for November fee application.
01/09/19	CJG	0.10	Confer with Adam Schwartz regarding filing of certificate of no objection for November fee application.
01/11/19	ALS	1.00	Review new subpoena from HD Vest in FINRA arbitration matter (.4); draft letter objecting to the subpoena (.3); telephone conference with Nick Trozak of DSI to discuss same (.2).
01/14/19	KPJ	0.20	Review notice of compliance.
01/14/19	ALS	0.20	Review Notice of Compliance filed by SEC in enforcement proceeding.

SEC Enforcement		Invoice# 972705		Page 2
01/14/19	ALS	0.40	Review 4th interim fee application.	
01/14/19	CJG	0.20	Confer with Adam Schwartz and Young Conaway regarding draft fourth interim fee application and Homer Bonner Jacobs supplement.	
01/14/19	CJG	0.90	Review and revise Homer Bonner Jacobs's draft supplement to the fourth interim fee application.	
01/14/19	CJG	0.30	Review draft fourth interim fee application prepared by Young Conaway.	
01/15/19	ALS	0.20	Telephone conference with Dan Stermer to discuss document collection and retention issues.	
01/16/19	ALS	0.20	Telephone conference with Dan Stermer to discuss data collection issues.	
01/18/19	KPJ	0.10	Review omnibus order approving third interim fee applications of the debtors' professionals.	
01/18/19	CJG	0.10	Review emails from Young Conaway regarding order on third interim fee application.	
01/23/19	ALS	0.30	Review and revise fee application.	
01/23/19	ALS	0.40	Draft letter to counsel for HD Vest regarding document production.	
01/23/19	CJG	0.20	Correspond with Young Conaway regarding filing of twelfth fee application.	
01/23/19	CJG	0.20	Confer with Adam Schwartz regarding December fee application.	
01/23/19	CJG	1.40	Draft December fee application and exhibits.	
01/25/19	ALS	1.20	Prepare summary and overview of status of state securities regulator investigations of debtor and provide to bankruptcy counsel.	
01/25/19	ALS	0.40	Telephone conference with government regulator regarding matter.	
01/25/19	ALS	0.40	Telephone conference with SEC regarding investigation and documents.	
01/25/19	CJG	0.10	Email to fee examiner regarding filed twelfth fee application and corresponding invoice in excel format.	
01/28/19	ALS	0.80	Review subpoena issued by HD Vest (.3); draft objections to same (.5).	
01/29/19	ALS	0.20	Correspond with DSI regarding SEC request for property-related data.	
01/29/19	ALS	0.80	Draft response to FINRA arbitration subpoena issued by HD Vest.	
01/29/19	ALS	0.90	Identify documents requested by the SEC and produce same (.7); telephone conference with SEC trial counsel to discuss property-related request (.2).	
01/30/19	ALS	0.20	Review CVs of DSI employees and provide same to government investigator.	
01/30/19	ALS	0.20	Correspond with SEC regarding request for property information.	
01/30/19	ALS	0.30	Correspond with government investigator regarding scheduling and providing other information.	
01/30/19	ALS	0.20	Follow-up telephone conference with Mike Tuchin to discuss requests from government investigator.	
01/30/19	ALS	1.00	Telephone conference with government investigator and Mike Tuchin to discuss matter.	
01/31/19	ALS	0.20	Provide documents to government investigator.	
01/31/19	ALS	0.30	Review summary chart provided by DSI in anticipation of follow-up call.	
			Total Fees	\$9,531.00

PLEASE INCLUDE INVOICE NO. 972705 WITH YOUR PAYMENT. THANK YOU.

SEC Enforcement

Invoice# 972705

Page 3

TIMEKEEPER SUMMARY

<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Grand, Cara J	4.30	\$225.00	\$967.50
Jacobs, Kevin P	0.40	\$495.00	\$198.00
Schwartz, Adam L	16.90	\$495.00	\$8,365.50

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/31/19	Photocopies	\$0.60
01/31/19	Long Distance Telephone	\$0.17
01/31/19	Postage	\$1.00

Total Disbursements **\$1.77**

BILLING SUMMARY

Total Legal Services:	\$9,531.00
Total Disbursements:	\$1.77

TOTAL CURRENT CHARGES FOR THIS MATTER: \$9,532.77

Plus Previous Balance Due:	\$10,736.59
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TOTAL BALANCE DUE: \$20,269.36

HOMER BONNER JACOBS

Working Analysis by Task Code

Report ID: AN1158 - 60648
 Thursday, February 21, 2019

Printed By CJ
 Page 1

01/01/2019 - 01/31/2019

Task Code	Client ID	Actual Amount
B001	SEC Subpoena Resp/Prod/Coord	
56024	Woodbridge Group	\$99.00
B002	SEC Enforcement Action Litigat	
56024	Woodbridge Group	\$1,485.00
B004	State Enforcement Investig/Act	
56024	Woodbridge Group	\$6,835.50
B008	Fee/Employment Applications	
56024	Woodbridge Group	\$1,111.50
Report Grand Totals		\$9,531.00

*** End Of Report ***

NOTE: Due to rounding factor required in calculating values the sum of the detail amounts displayed may not always equal the subtotal or report total amounts.

EXHIBIT B

SEC Enforcement

Invoice# 972705

Page 3

TIMEKEEPER SUMMARY

<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Grand, Cara J	4.30	\$225.00	\$967.50
Jacobs, Kevin P	0.40	\$495.00	\$198.00
Schwartz, Adam L	16.90	\$495.00	\$8,365.50

DISBURSEMENTS

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/31/19	Photocopies	\$0.60
01/31/19	Long Distance Telephone	\$0.17
01/31/19	Postage	\$1.00

Total Disbursements **\$1.77**

BILLING SUMMARY

Total Legal Services:	\$9,531.00
Total Disbursements:	\$1.77

TOTAL CURRENT CHARGES FOR THIS MATTER:	\$9,532.77
Plus Previous Balance Due:	\$10,736.59

TOTAL BALANCE DUE:	\$20,269.36

PLEASE INCLUDE INVOICE NO. 972705 WITH YOUR PAYMENT. THANK YOU.

Inquiry: Expenses - Unbilled Details
Client: 56024 - Woodbridge Group
Matter: 2 - SEC Enforcement

Expense Code: E101 Copying

User: CJ

Matter	Date	ExpCd	Amount	Narrative	Attachments
0002	01/23/2019	E101	0.10	Photocopies	0
0002	01/23/2019	E101	0.50	Photocopies	0

Inquiry: Expenses - Unbilled Details
Client: 56024 - Woodbridge Group
Matter: 2 - SEC Enforcement

Expense Code: E105 Telephone

User: CJ

Matter	Date	ExpCd	Amount	Narrative	Attachments
0002	01/11/2019	E105	0.17	Long Distance Telephone	0

Inquiry: Expenses - Unbilled Details
Client: 56024 - Woodbridge Group
Matter: 2 - SEC Enforcement

Expense Code: E108 Postage

User: CJ

Matter	Date	ExpCd	Amount	Narrative	Attachments
0002	01/29/2019	E108	0.50	Postage	0
0002	01/29/2019	E108	0.50	Postage	0

EXHIBIT C

PROFESSIONAL RATES

January

Adam L. Schwartz	\$495.00
Kevin. P. Jacobs	\$495.00
Cara J. Grand	\$225.00

BUDGETED LEGAL FEES

January

TOTAL BUDGETED LEGAL FEES	\$75,000
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Professional	Position of Professional, Number of Years in that Position, Year of Obtaining License to Practice, if Applicable
Adam L. Schwartz	Partner of the Homer Bonner Jacobs, P.A. firm since 2016. Joined firm as Counsel in 2013. Member of Florida Bar since 2013 and New York Bar since 2005. Mr. Schwartz previously served as Senior Trial Counsel for the U.S. Securities and Exchange Commission and Assistant U.S. Attorney for the Southern District of Florida.
Kevin P. Jacobs	Managing Partner of the Homer Bonner Jacobs, P.A. firm since 2013; AV Rated; admitted to the Florida Bar in 1999; extensive experience in commercial litigation matters in federal and state trial and appellate courts for over 18 years, primarily in Miami-Dade County, Florida and the Southern District of Florida.
Cara J. Grand	Joined firm as an Associate in 2016. Member of Florida Bar since 2016.

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Objection Deadline: March 14, 2019, at 4:00 p.m. (ET)

NOTICE OF APPLICATION

TO: (I) THE DEBTORS; (II) COUNSEL FOR THE DIP LENDER, (III) COUNSEL FOR THE COMMITTEE, (IV) COUNSEL FOR THE AD HOC NOTEHOLDER GROUP; (V) COUNSEL FOR THE AD HOC UNITHOLDER GROUP; (VI) THE SECURITIES AND EXCHANGE COMMISSION, (VI) THE FEE EXAMINER, (VIII) OFFICE OF THE UNITED STATES TRUSTEE; AND (IX) ALL PARTIES REQUESTING NOTICE PURSUANT TO BANKRUPTCY RULE 2002

The **Thirteenth Monthly Application of Homer Bonner Jacobs, P.A. for Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Debtors and Debtors in Possession for the Period from January 1, 2019 through January 31, 2019** (the "Application") has been filed with the Bankruptcy Court. The Application seeks allowance of monthly fees in the amount of \$9,531.00 and monthly expenses in the amount of \$1.77.

Objections to the Application, if any, are required to be filed on or before **March 14, 2019, at 4:00 p.m. (ET)** (the "Objection Deadline") with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801.

At the same time, you must also serve a copy of the objection so as to be received by the following on or before the Objection Deadline: (i) the Debtors, 14140 Ventura Boulevard #302, Sherman Oaks, California 91423, Attn: Bradley D. Sharp; (ii) counsel for the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, California 90067, Attn: Jonathan Weiss, Esq., and Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, Delaware 19801, Attn: Sean M. Beach, Esq.;

¹ The last four digits of Woodbridge Group of Companies, LLC's federal tax identification number are 3603. The mailing address for Woodbridge Group of Companies, LLC is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors' noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the undersigned counsel for the Debtors.

(iii) counsel for the DIP Lender, Buchalter, 1000 Wilshire Boulevard, Suite 1500, Los Angeles, CA 90017, Attn: William Brody, Esq.; (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, DE 19081, Attn: Bradford J. Sandler, Esq. and Colin R. Robinson, Esq.; (v) counsel to the Ad Hoc Noteholder Group, Drinker Biddle & Reath LLP, 222 Delaware Avenue, Suite 1410, Wilmington, Delaware 19801, Attn: Steven K. Kortanek, Esq.; (vi) counsel for the Ad Hoc Unitholder Group, Venable LLP, 1201 N. Market Street, Suite 1400, Wilmington, Delaware 19801, Attn: Jamie L. Edmonson, Esq. and 1270 Avenue of the Americas, New York, New York 10020, Attn: Jeffrey S. Sabin, Esq.; (vii) counsel for the Securities and Exchange Commission, 950 East Paces Ferry Road, N.E., Suite 900, Atlanta, Georgia 30326, Attn: David Baddley, Esq.; (viii) the Fee Examiner, Frejka PLLC, 205 E. 42nd Street, New York, New York 10017, Attn: Elise Frejka; (ix) any other party that has requested to be a Notice Party; and (x) the United States Trustee for the District of Delaware (the “U.S. Trustee”), J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. and Timothy J. Fox, Esq.

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

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Dated: February 22, 2019
Wilmington, Delaware

/s/ Betsy L. Feldman

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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-and-

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