

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

In re:

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

Remaining Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Hrg. Date: April 2, 2019 at 10:00 a.m. (ET)

Obj. Deadline: March 15, 2019 at 4:00 p.m. (ET)

**SIXTH (6TH) OMNIBUS (NON-SUBSTANTIVE) OBJECTION
TO CLAIMS PURSUANT TO SECTION 502 OF THE BANKRUPTCY
CODE, BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

**PARTIES RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES
AND THEIR DISPUTED CLAIMS IDENTIFIED ON EXHIBIT A
TO THE PROPOSED ORDER**

**BY THIS OBJECTION, THE TRUST IS NOT MODIFYING THE AMOUNT OF ANY
NET NOTE CLAIM OR NET UNIT CLAIM FOR ANY DISPUTED CLAIM
HEREUNDER FROM THE AMOUNTS PREVIOUSLY CALCULATED BY THE
DEBTORS AND SET FORTH ON THE APPLICABLE BALLOT, TO WHICH EACH
CLAIMANT SUBJECT TO THIS OBJECTION HAS NOT DISPUTED.**

Woodbridge Liquidation Trust (the “Trust”), formed pursuant to the confirmed and effective *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [D.I. 2397] (the “Plan”) in the jointly-administered chapter 11 bankruptcy cases (the “Chapter 11 Cases”) of Woodbridge Group of Companies, LLC and its affiliated debtors (the “Debtors”), hereby files this objection (this “Objection”), pursuant to section 502 of title 11 of the United States Code, 11 U.S.C. §§ 101–1531 (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and

¹ The Remaining Debtors and the last four digits of their respective federal tax identification numbers are as follows: Woodbridge Group of Companies, LLC (3603) and Woodbridge Mortgage Investment Fund 1, LLC (0172). The Remaining Debtors’ mailing address is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423.

Rules 3007-1 and 3007-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to each of the claims filed against the Debtors and their estates that are listed on Exhibit A (collectively, the “Disputed Claims”) to the proposed form of order attached hereto as Exhibit 2 (the “Proposed Order”), and request the entry of the Proposed Order modifying the Disputed Claims, as indicated in further detail below and on Exhibit A to the Proposed Order. In support of this Objection, the Trust relies on the declaration of Bradley D. Sharp (the “Sharp Declaration”), a copy of which is attached hereto as Exhibit 1. In further support of this Objection, the Trust respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334(b) and 157 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b) and, pursuant to Local Rule 9013-1(f), the Trust consents to the entry of a final order by the Court in connection with this Objection to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief requested herein are Bankruptcy Code section 502(b), Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2.²

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

GENERAL BACKGROUND

2. On December 4, 2017, 279 of the Debtors commenced voluntary cases under chapter 11 of the Bankruptcy Code, and on February 9, 2018, March 9, 2018, March 23, 2018, and March 27 2018, additional affiliated Debtors (27 in total) commenced voluntary cases under chapter 11 of the Bankruptcy Code (collectively, the “Petition Dates”). Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors managed their financial affairs as debtors in possession.

3. The Chapter 11 Cases were jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. No trustee or examiner was appointed in the Chapter 11 Cases.

4. Information about the Debtors’ business, capital structure and the events leading up to the commencement of these Chapter 11 Cases is set forth in the *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [D.I. 2398].

DEBTORS’ SCHEDULES; BAR DATE ORDER; AND PROOFS OF CLAIM

5. On December 5, 2017, the Court entered an order [D.I. 46] appointing Garden City Group, LLC (“GCG”) as claims and noticing agent in these Chapter 11 Cases. Among other things, GCG is authorized to (a) receive, maintain, and record and otherwise administer the proofs of claim filed in these Chapter 11 Cases and (b) maintain the official claims register for the Debtors.

6. On April 5, 2018, the Court entered an order [D.I. 911] (the “Bar Date Order”) establishing, *inter alia*, June 19, 2018 (the “Bar Date”) as the general bar date for the filing of proofs of claim against the Debtors. On April 20, 2018, the Debtors filed the *Notice of Deadlines for Filing of Proofs of Claim and Proofs of Interest* [D.I. 1599] (the “Bar Date Notice”), pursuant

to which the Debtors provided notice of, *inter alia*, the Bar Date. The Debtors served the Bar Date Notice in accordance with the procedures set forth in the Bar Date Order. *See* D.I. 1688 (Affidavit of Service).

7. On April 15 and 16, 2018, the Debtors filed their Schedules of Assets and Liabilities.

8. On August 3, 2018, the Debtors filed the *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors* [Docket No. 2284] (as subsequently revised, the “Disclosure Statement”). The Disclosure Statement included, as Schedule 3 thereto, a “Schedule of Principal Amounts and Prepetition Distributions,” which set forth the Debtors’ calculation of Net Note Claims³ and Net Unit Claims.⁴ With respect to a small number of claimants, the Debtors subsequently filed a revised Schedule of Principal Amounts and Prepetition Distributions. *See* Docket No. 2639.

9. On August 21, 2018, the Court entered the *Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Scheduling Plan Confirmation Hearing and Approving For and Manner of Related Notice and Objection Procedures, (IV) Approving Solicitation Packages and Procedures and Deadlines for Soliciting, Receiving, and Tabulating Votes on the Plan, and (V) Approving Forms of Ballots and Notice to Non-Voting Classes* [Docket No. 2396] (the “Solicitation Procedures Order”).

10. The Solicitation Procedures Order approved and attached, as Exhibit 2 thereto, forms of ballots, including ballots for Noteholders and Unitholders (each, a “Ballot”). Each Ballot mailed to a Noteholder or Unitholder (other than Excluded Parties, none of whom are the subject

³ The Outstanding Principal Amount of the Note Claims held by a particular Noteholder, minus the aggregate amount of all Prepetition Distributions received by such Noteholder.

⁴ The Outstanding Principal Amount of the Unit Claims held by a particular Unitholder, minus the aggregate amount of all Prepetition Distributions received by such Unitholder.

of this Objection) set forth the amount of such claimant's Net Note Claim and/or Net Unit Claim, as applicable, and explained in bold font that: **"Unless you check the box in this Item 3 indicating that you disagree with the Debtors' calculation, the Net [Note/Unit] Claim set forth in the Schedule of Principal Amounts and Prepetition Distributions will be the amount of your Net [Note/Unit] Claim for purposes of Distributions under the Plan."** Each Ballot provided the option for a claimant to check a box next to bold text stating that: **"The undersigned Claimant DISPUTES the Net [Note/Unit] Claim amounts set forth in the Schedule of Principal Amounts and Prepetition Distributions."**

11. No claimant holding a Disputed Claim subject to this Objection elected to opt out of the Debtors' calculation of such claimant's Net Note Claim and/or Net Unit Claim. Accordingly, pursuant to the Disclosure Statement Order, those amounts (rather than the amounts in the proofs of claim) are the amounts of the Net Note Claims and Net Unit Claims for purposes of distributions in respect of the Disputed Claims under the Plan.

RELIEF REQUESTED

12. By this Objection, the Trust requests that the Court enter the Proposed Order, pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007 and Local Rules 3007-1 and 3007-2, modifying the Disputed Claims, as indicated in further detail below and on Exhibit A to the Proposed Order.

13. In accordance with Local Rule 3007-1(e)(i)(E), the Trust believes that this Objection complies in all material respects with Local Rule 3007-1.

OBJECTION TO DISPUTED CLAIMS

14. Each of the Disputed Claims listed on Exhibit A to the Proposed Order is a proof of claim in respect of Notes and/or Units filed by a claimant who did **not** elect to dispute the

amount of such claimant's Net Note Claim and/or Net Unit Claim in accordance with the Court's Disclosure Statement Order. However, because the Bar Date passed before claimants viewed the Disclosure Statement, many claimants filed claims, and included in such claims a claim amount that differed from the amount of the Net Note Claim or Net Unit Claim included in the Schedule of Principal Amounts and Prepetition Distributions. Because these claimants subsequently did not dispute the Debtors' calculation of their Net Claims, the amount set forth in the Disputed Claims have therefore been superseded. The Trust files this Objection simply to ensure that the claims register reflects the correct amount of each Disputed Claim—namely, the undisputed amount of each Net Note Claim or Net Unit Claim. The Disputed Claims on Exhibit A are Disputed Claims that contain an amount that differs from the undisputed Net Claim amount.

15. To conform the claims register to the Trust's books and records, the Plan, and the respective Ballots submitted by these claimants, the Trust therefore seeks to make modifications to the Disputed Claims, as more specifically set forth on Exhibit A to the Proposed Order with respect to each Disputed Claim, to indicate that each Disputed Claim is in the undisputed amount set forth on the applicable Ballot for the respective Claim.⁵

16. For the avoidance of doubt, pursuant to this Objection, **the Trust is not modifying the amount of any Net Note Claim or Net Unit Claim from the amounts previously calculated by the Debtors and set forth on the applicable Ballot, to which each claimant in respect of a Disputed Claim has not disputed.** Rather, the Trust is modifying the amounts set forth in the proofs of claim for the Disputed Claims to conform to the amounts of the undisputed Net Note

⁵ Certain of the Disputed Claims on Exhibit A are also subject to the Debtors' previously filed *Fourth (4th) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* [Docket No. 3380] or the *Fifth (5th) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* [Docket No. 3381], pursuant to which the Debtors sought to make ministerial changes to modify the creditor name and/or payment address for such claims to conform to the Debtors' books and records.

Claims and/or Net Unit Claims previously calculated by the Debtors and set forth on the applicable Ballot. Because no claimant in respect of a Disputed Claim elected to dispute the amount of such claimant's Net Note Claim and/or Net Unit Claim in accordance with the Court's Disclosure Statement Order, the amounts set forth in the Ballots (rather than the amounts in the proofs of claim) are the amounts of the Net Note Claims and Net Unit Claims for purposes of distributions in respect of the Disputed Claims.

RESPONSES TO THIS OBJECTION

17. Any responses to this Objection must be filed **on or before 4:00 p.m. (ET) on March 15, 2019**, in accordance with the procedures set forth in the notice of this Objection.

RESERVATION OF RIGHTS

18. The Trust reserves the right to adjourn the hearing on any Disputed Claim, and in the event that the Trust does so, the Trust will state the same in the agenda for the hearing on that Disputed Claim, which agenda will be served on the applicable claimant.

19. The Trust reserves any and all rights to amend, supplement, or otherwise modify this Objection, the Proposed Order, or Exhibit A thereto, and to file additional objections to any and all claims filed in these Chapter 11 Cases, including, without limitation, any and all of the Disputed Claims. The Trust also reserves any and all rights, claims and defenses with respect to any and all of the Disputed Claims, and nothing included in or omitted from this Objection, the Proposed Order, or Exhibit A thereto is intended or shall be deemed to impair, prejudice, waive, or otherwise affect any rights, claims, or defenses of the Trust with respect to the Disputed Claims.

REQUEST FOR WAIVER

20. Although the Trust does not believe this Objection is one "based on substantive grounds, other than incorrect classification of a claim," Del. Bankr. L.R. 3007-1(f)(iii), and

therefore does not believe that the Objection is required to “include all substantive objections to such claim,” *id.*, or is limited to 150 claims, Del. Bankr. L.R. 3007-1(f)(i), this Objection requests (out of an abundance of caution) a waiver of Local Rules 3007-1(f)(iii) and (f)(i) to the extent such rules might otherwise be construed to apply. Such a waiver is authorized by Local Rule 1001-1(c), which provides that “[t]he application of these Local Rules in any case or proceeding may be modified by the Court in the interest of justice,” Del. Bankr. L.R. 3007-1(f)(i), and is proper in this instance given that the modifications to the claims register requested by the Trust hereby are ministerial rather than substantive.

NOTICE

21. Notice of this Objection has been provided to the following parties: (i) the United States Trustee for the District of Delaware; (ii) the Trust and its counsel; (iii) any person whose rights are affected by this Objection; and (iv) any Person filing a specific request for notices and papers on and after the Effective Date. The Trust submits that, in light of the nature of the relief requested herein, no other or further notice need be given.

CONCLUSION

WHEREFORE, for the reasons set forth herein, the Trust respectfully requests that the Court (a) enter the Proposed Order, and (b) grant such other and further relief as may be just and proper.

[Signature Page Follows]

Dated: March 1, 2019
Wilmington, Delaware

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Richard M. Pachulski (CA Bar No. 90073)

Andrew W. Caine (CA Bar No. 110345)

Bradford J. Sandler (DE Bar No. 4142)

Colin R. Robinson (DE Bar No. 5524)

919 North Market Street, 17th Floor

P.O. Box 8705

Wilmington, DE 19899 (Courier 19801)

Telephone: 302-652-4100

Fax: 302-652-4400

Email: rpachulski@pszjlaw.com

acaine@pszjlaw.com

bsandler@pszjlaw.com

crobinson@pszjlaw.com

-and-

KLEE, TUCHIN, BOGDANOFF & STERN LLP

Kenneth N. Klee (*pro hac vice*)

Michael L. Tuchin (*pro hac vice*)

David A. Fidler (*pro hac vice*)

Jonathan M. Weiss (*pro hac vice*)

1999 Avenue of the Stars, 39th Floor

Los Angeles, CA 90067

Tel: (310) 407-4000

Fax: (310) 407-9090

Counsel to the Liquidation Trust

EXHIBIT 1

Declaration of Bradley D. Sharp

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

In re:

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

Remaining Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

**DECLARATION OF BRADLEY D. SHARP IN SUPPORT OF
SIXTH (6TH) OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS
PURSUANT TO SECTION 502 OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

I, Bradley D. Sharp, pursuant to 28 U.S.C. § 1746, declare:

1. I am President and CEO of Development Specialists, Inc. (“DSI”), located at 333 S. Grand Avenue Suite 4070, Los Angeles, California 90071. Following the “Effective Date” of the *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors* (the “Plan”), DSI has been engaged to provide forensic accounting and financial advisory services to the Woodbridge Wind-Down Entity LLC (the “Wind-Down Entity”) and the Woodbridge Liquidation Trust (the “Trust”).

2. Prior to the “Effective Date” of the Plan, I was the Chief Restructuring Officer (“CRO”) of WGC Independent Manager LLC, a Delaware limited liability company (“WGC Independent Manager”), which was the sole manager of debtor Woodbridge Group of Companies, LLC, a Delaware limited liability company and an affiliate of each of the entities that were debtors and debtors in possession (each, a “Debtor” and collectively, the “Debtors”) in the above-captioned

¹ The Remaining Debtors and the last four digits of their respective federal tax identification numbers are as follows: Woodbridge Group of Companies, LLC (3603) and Woodbridge Mortgage Investment Fund 1, LLC (0172). The Remaining Debtors’ mailing address is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423.

jointly administered chapter 11 cases (the “Chapter 11 Cases”). I also was Chief Restructuring Officer of each of the Debtors.

3. On February 13, 2018, the Court entered an order authorizing the Debtors to retain and employ DSI as their restructuring advisor and to designate me as CRO, *nunc pro tunc* to January 26, 2018. In such capacity, I became familiar with the day-to-day operations and financial affairs of the Debtors. I was one of the individuals responsible for devising and implementing the Debtors’ wind-down and liquidation strategies and overseeing the Debtors’ financial and operational affairs. I have been consistently involved in or am familiar with the Debtors’ wind-down activities and development of the Plan.

4. I submit this declaration in support of the *Sixth (6th) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the “Objection”).²

5. I am one of the persons responsible for overseeing the claims reconciliation and objection process in these Chapter 11 Cases. Considerable resources and time have been expended in reviewing and reconciling the proofs of claim filed or pending against the Debtors and their estates in the Chapter 11 Cases. The Disputed Claims were carefully reviewed and analyzed in good faith utilizing due diligence by the appropriate personnel and representatives of the Debtors, the Trust, and the Wind-Down Entity. These efforts resulted in the identification of the Disputed Claims.

6. The information contained in Exhibit A to the Proposed Order is true and correct to the best of my knowledge, information, and belief.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

7. Through a review of the claims register, in these Chapter 11 Cases, the Ballots, and the Trust's books and records, the Trust has determined that each of the Disputed Claims listed on Exhibit A to the Proposed Order is a claim in respect of Notes and/or Units filed by a claimant who did not elect to dispute the amount of such claimant's Net Note Claim and/or Net Unit Claim in accordance with the Court's Disclosure Statement Order. Nevertheless, the Disputed Claims set forth a claim amount that is different from the Debtors' calculation of the amount of the respective Net Note Claim and/or Net Unit Claim as set forth on the applicable Ballot. To conform the claims register to the Trust's books and records, the Plan, and the respective Ballots submitted by these claimants, the Objection seeks to make modifications to the Disputed Claims to indicate that each Disputed Claim is in the amount set forth on the applicable Ballot for the respective Net Note Claim and/or Net Unit Claim.

8. I declare under penalty of perjury that the foregoing information is true and correct to the best of my knowledge, information and belief.

Executed on March 1, 2019

/s/ Bradley D. Sharp
Bradley D. Sharp

EXHIBIT 2

Proposed Order

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

In re:

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

Remaining Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket No. ____

**ORDER SUSTAINING SIXTH (6TH) OMNIBUS (NON-SUBSTANTIVE) OBJECTION
TO CLAIMS PURSUANT TO SECTION 502 OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 3007, AND LOCAL RULES 3007-1 AND 3007-2**

Upon consideration of the *Sixth (6th) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the “Objection”)² and the Sharp Declaration; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing that venue of these Chapter 11 Cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Trust, its beneficiaries, and other parties in interest; and it appearing that notice of the Objection was good and sufficient upon the particular circumstances and that no other or further notice need be given; and upon the record

¹ The Remaining Debtors and the last four digits of their respective federal tax identification numbers are as follows: Woodbridge Group of Companies, LLC (3603) and Woodbridge Mortgage Investment Fund 1, LLC (0172). The Remaining Debtors’ mailing address is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

of these Chapter 11 Cases; and after due deliberation thereon and good and sufficient cause appearing therefor; it is hereby **ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Objection is SUSTAINED, as set forth herein.
2. The Disputed Claims identified on Exhibit A to this Order are hereby modified as set forth on Exhibit A with respect to each such Disputed Claim.
3. The Trust's objection to each Disputed Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each claim. Any stay of this Order pending appeal by any of the claimants subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters covered hereby.
4. Garden City Group, Inc. is directed to modify the official claims register it maintains to comport with the relief granted by this Order.
5. To the extent applicable to the Objection, Local Rules 3007-1(f)(i) and (iii) are hereby waived.
6. Any and all rights of the Trust to amend, supplement, or otherwise modify the Objection and to file additional objections to any and all claims filed in these Chapter 11 Cases, including, without limitation, any and all of the Disputed Claims, shall be reserved. Any and all rights, claims, and defenses of the Trust with respect to any and all of the Disputed Claims shall be reserved, and nothing included in or omitted from the Objection is intended or shall be deemed to impair, prejudice, waive, or otherwise affect any rights, claims, or defenses of the Trust with respect to the Disputed Claims.

7. This Court shall retain jurisdiction and power over any and all affected parties with respect to any and all matters, claims, or rights arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2019
Wilmington, Delaware

The Honorable Kevin J. Carey
United States Bankruptcy Judge

EXHIBIT A¹

Disputed Claims

¹ Capitalized terms used but not otherwise defined on Exhibit A shall have the meanings ascribed to such terms in the Objection.

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
4Z LLC		7275	52,027.38	47,058.33	See Footnote 4
800 SOUTH FILLMORE PARTNERSHIP		2045	30,000.00	29,480.83	See Footnote 4
ABRAHAM ABRAMCZYK & JULIE ABRAMCZYK		7483 7484	36,000.00 25,000.00	58,386.70	See Footnote 4
NELL I ABSTON		1695	250,000.00	227,881.99	See Footnote 4
CAROLYN M ADAMS	PROV. TR GP-FBO CAROLYN M ADAMS IRA	4060	48,000.00	44,415.00	See Footnote 4
CORNELIA C ADAMS		5951 5952	35,000.00 25,000.00	54,895.91	See Footnote 4
EDWIN L & EVELYN L ADAMS		3230 3231	50,000.00 213,000.00	207,692.02	See Footnote 4
THOMAS M ADAMS	PROV. TR GP-FBO THOMAS M ADAMS ROTH IRA	5950	50,000.00	44,104.16	See Footnote 4
VINCENT & ELAINE ADCAGNA		4786	30,000.00	28,817.36	See Footnote 4
ELEANOR AGUILAR	MAINSTAR-FBO ELEANOR AGUILAR	4736	173,708.00	163,271.04	See Footnote 4
ANN-MARIE AGUIRE ROTH IRA	PROV. TR GP-FBO ANN-MARIE AGUIRE ROTH IRA	3289	40,000.00	35,503.23	See Footnote 4
JOSEPH A & ANN-MARIE AGUIRE		3295	185,000.00	160,397.95	See Footnote 4
PROV. TR GP-FBO JOSEPH A AGUIRE ROTH IRA		3288	33,500.00	30,471.87	See Footnote 4
ADRIAN & DREANA AIU		6500 6501	50,000.00 100,000.00	147,758.33	See Footnote 4
RACHELLE ALBANESE	PROV. TR GP-FBO RACHELLE ALBANESE ROTH IRA	9532	25,000.00	23,000.00	See Footnote 4
JACQUELINE ALDER		1995	50,000.00	48,151.36	See Footnote 4
ROSEMARY ALDER		1634	100,000.00	74,078.23	See Footnote 4

¹ Pursuant to the Trust's books and records, the Disputed Claim is held in a manner other than as it was filed (i.e., through a legal custodian, jointly by two claimants). The Debtors (pre-Effective Date) objected to such Disputed Claim on that basis (in the Fourth and Fifth Omnibus Objections). For clarity, this Exhibit sets forth both the name of the applicable creditor as filed (the "Filed Creditor Name" column) as well as the name to which the Debtors' previous objections sought to modify the Disputed Claim (the "Modified Creditor Name" column).

² This number reflects the amount in which the applicable Disputed Claim was filed.

³ This number reflects the amount to which the Trust proposes to modify each Disputed Claim.

⁴ In accordance with the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and its Affiliated Debtors (the "Plan"), the claim amounts set forth for the Disputed Claims in the "Modified Amount" column represent the Debtors' calculation of the Net Note Claim or Net Unit Claim (as such terms are defined in the Plan) applicable to such Disputed Claim. No claimant in respect of a Disputed Claim herein elected in such claimant's ballot to dispute the amount of such claimant's Net Note Claim or Net Unit Claim. Accordingly, the Trust believes that each such Disputed Claim should be modified to reflect the amount of each undisputed Net Note Claim or Net Unit Claim.

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
DARRALYN ALEXANDER		7281	50,000.00	41,113.79	See Footnote 4
THE ALEXANDER TRUST		3207 3208 3209 3210	80,143.00 100,000.00 150,000.00 150,000.00	458,601.55	See Footnote 4
KENNETH D ALLEN REVOCABLE TRUST		2721	50,000.00	49,533.33	See Footnote 4
PERRY E ALMEIDA	MAINSTAR-FBO PERRY E ALMEIDA	598	27,600.00	26,101.17	See Footnote 4
VICKI A ALMEIDA		597	46,000.00	45,425.00	See Footnote 4
PROV. TR GP-FBO WILLIAM M AMARO IRA		7672	100,000.00	85,777.85	See Footnote 4
WILLIAM & PATRICIA AMARO	WILLIAM M & PATRICIA A AMARO RT	7673	50,000.00	45,611.08	See Footnote 4
WILLIAM & PATRICIA AMARO		8019	50,000.00	45,825.00	See Footnote 4
DENNIS L AMBROSE		6508	50,500.00	49,308.33	See Footnote 4
AMERICAN LEGION POST 397		7788	31,750.00	27,527.16	See Footnote 4
GOLDSTAR TR CO-FBO ROBERTO ANAYA JR IRA		4327 8239	200,000.00 200,000.00	168,166.60	See Footnote 4
SHELAGH S ANCIL		7078	108,000.00	107,244.00	See Footnote 4
DONNA L ANDERSON		3632 3634	25,000.00 25,000.00	44,300.75	See Footnote 4
EDWARD & DEBRA ANDERSON		987	100,000.00	100,000.00	See Footnote 4
PROVIDENT TRUST GP FBO JOHN D ANDERSON IRA		2939 9671	150,000.00 150,000.00	105,100.00	See Footnote 4
MARTIN F & JUDY A ANDREWS		111	100,000.00	89,519.50	See Footnote 4
PROV. TR GP-FBO SUZANNAH ANTINK IRA		9042	199,750.00	183,033.53	See Footnote 4
KATHY J & WAYNE B APPEL		7441	50,000.00	49,523.61	See Footnote 4
THE APPEL FAMILY TRUST DATED JANUARY 25TH 1996		1393	50,687.51	44,755.56	See Footnote 4
THE MARILYN L APPEGATE SPECIAL NEEDS TRUST		8382 8383 8384 8385	50,000.00 50,000.00 50,000.00 50,000.00	120,096.50	See Footnote 4
PETER J ARANDA	PROV. TR GP-FBO PETER J ARANDA IRA	8159	25,000.00	24,479.86	See Footnote 4
SANDRA M ARANDA	PROV. TR GP-FBO SANDRA M ARANDA IRA	9672	50,000.00	48,959.72	See Footnote 4
SAFDAR H ARASTU		9205	50,000.00	47,513.93	See Footnote 4
BERTA ARNOLD IRA	EQUITY TRUST-FBO BERTA ARNOLD IRA	1593	125,000.00	49,866.40	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
LOUIS & MAUREEN ARTALONA		3865	100,000.00	99,277.77	See Footnote 4
WAYNE N ASAMOTO & HYUN S ASAMOTO		5307 5312	40,283.33 80,604.44	103,806.78	See Footnote 4
LARRY E & REBECCA R ASH		3819	100,833.00	76,666.76	See Footnote 4
LARRY E ASH		3823	50,416.00	39,999.92	See Footnote 4
LIBERTY TRUST COMPANY FBO LARRY ASH IRA		3821 3822 3824	50,416.00 50,416.00 50,416.00	103,985.69	See Footnote 4
REBECCA R ASH		3820	50,416.00	29,208.14	See Footnote 4
BARBARA ANN ASHMORE		3303	70,000.00	64,485.55	See Footnote 4
PROVIDENT TRUST GROUP LLC FBO PAUL E ASHMORE IRA		3304 5233	200,000.00 200,000.00	177,433.33	See Footnote 4
JOHN H AUGER		2330 2331 2332	100,000.00 100,000.00 300,000.00	402,622.16	See Footnote 4
JAMES & JO ARLENE AUSK		4244 4246	50,000.00 100,000.00	93,763.96	See Footnote 4
PROV. TR GP-FBO JO ARLENE AUSK IRA		4245	147,000.00	128,085.95	See Footnote 4
PROVIDENT TRUST GROUP LLC FBO JOARLENE AUSK IRA		4243	72,000.00	56,680.00	See Footnote 4
CURTIS HAVEN & SHARON LEIGH AYRES		3678 3679	80,000.00 80,000.00	155,566.64	See Footnote 4
NABIL J AZAR AND RANA AZAR		1248	150,000.00	140,343.75	See Footnote 4
B MAYFIELD HOLDINGS LLC		7252 7253	85,470.36 129,066.67	164,570.76	See Footnote 4
TRUST FSBO AUDREY J. BABCOCK		3947	27,725.00	25,249.19	See Footnote 4
IRA SVCS TR CO-CFBO LINDA K BACKUS IRA		5984 5985 5986	66,191.68 227,437.50 25,208.34	280,573.48	See Footnote 4
IRA SVCS TR CO-CFBO TIMOTHY D BACKUS IRA		5975 5976 5977 5978 5979 5980 5981 5982 5983	27,800.52 40,938.76 75,812.50 127,083.32 42,385.00 32,293.34 72,624.05 26,867.11 203,333.34	529,343.62	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
JAMES & PAULINE BAILEY		3716 3791	25,000.00 25,000.00	44,171.40	See Footnote 4
JIMMY E BAILEY		1263	50,000.00	49,208.34	See Footnote 4
PROV. TR GP-FBO KIMBERLY A BAILEY IRA		8985	79,853.95	61,925.31	See Footnote 4
BAKER FT DTD 09/26/01		5303	75,000.00	69,502.08	See Footnote 4
LAWRENCE BAKER		1131	100,000.00	77,728.00	See Footnote 4
PATRICIA BAKER		2853	25,000.00	24,927.78	See Footnote 4
PROVIDENT TR GP LLC FBO BARRY BAKER IRA		971	25,273.50	21,376.65	See Footnote 4
ROBERT D BAKER	PROV. TR GP-FBO ROBERT D BAKER IRA	940	300,000.00	296,097.22	See Footnote 4
SANDRA C BAKER		5256	25,000.00	23,785.45	See Footnote 4
KIM BALCAZAR		3704	50,000.00	49,741.67	See Footnote 4
PETER A BALDASSARO		1319	100,000.00	98,500.00	See Footnote 4
MICHAEL BALES		2978 2979 2980	52,333.36 26,833.28 26,916.64	94,940.28	See Footnote 4
CAREY BALZER		2566	338,400.00	218,400.00	See Footnote 4
EILEEN R BANCROFT	PROV. TR GP-FBO EILEEN R BANCROFT IRA	2729	53,048.89	43,349.94	See Footnote 4
CHESTER BANDES REVOCABLE TRUST		8322 8948	25,000.00 25,000.00	46,615.07	See Footnote 4
THOMAS E & JOYCE E BARCHIE		8992	25,091.47	22,739.63	See Footnote 4
JAMES A & CAROLYN L BARDEN		3485	100,000.00	94,966.67	See Footnote 4
SANDRA L BARGER		5059	100,000.00	90,955.51	See Footnote 4
DWIGHT L BARKLEY		9168	82,000.00	71,850.01	See Footnote 4
MARY K BARNES		5946	120,000.00	120,000.00	See Footnote 4
SHIRLEY M BARNES		726	150,650.01	137,381.91	See Footnote 4
BRUCE & SHARI BARNICH		3870	50,000.00	49,041.68	See Footnote 4
PROV. TR GP-FBO DOROTHY F BAROCH IRA		9523	25,000.00	22,729.17	See Footnote 4
BARRON HOLDINGS LLC		7234	200,000.00	147,559.67	See Footnote 4
DENNIS BARROWS		3714	200,000.00	191,081.91	See Footnote 4
JAMES L BARRY JR		2413	30,000.00	27,480.00	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
DONALD A BARSNESS		4954 4955 5054	50,000.00 50,000.00 50,000.00	138,356.93	See Footnote 4
JAMES A BARSNESS		5050	50,000.00	47,445.17	See Footnote 4
SANDRA & IRA D BASSEN		4689 4690	100,000.00 50,000.00	148,716.67	See Footnote 4
KENNETH W. BAUER AND LINDA A. BAUER		7264	200,000.00	191,208.33	See Footnote 4
MICHAEL I BAUERLE	PROV. TR GP-FBO MICHAEL I BAUERLE IRA	6105	201,414.58	155,527.57	See Footnote 4
WILLIAM L BAUERLE AND MARCIA D BAUERLE		5776	100,000.00	88,505.52	See Footnote 4
ARLO & JEAN BAUMGARN		3264	25,729.19	24,534.71	See Footnote 4
LARRY D BAXTER		2633	300,000.00	292,083.33	See Footnote 4
RACHEL L BAXTER		2632	300,000.00	292,541.67	See Footnote 4
MICHELE BEACH		5107 5108	105,833.31 158,750.00	176,431.61	See Footnote 4
BYRON BRUCE BEALL		6735 6736 9432	150,000.00 200,000.00 200,000.00	333,950.00	See Footnote 4
STEVEN E BEASLEY	MAINSTAR-FBO STEVEN E BEASLEY	879 880	44,827.87 59,595.96	102,699.16	See Footnote 4
GUSTAVE J BECK		8861	100,000.00	115,237.77	See Footnote 4
DUANE BECKMANN LIVING TRUST DTD 12/12/07		6405 6413	403,333.33 252,083.83	474,978.71	See Footnote 4
SUNWEST TR JOANN MARIE BECVAR IRA		8788	25,000.00	24,270.85	See Footnote 4
MARK S BEGGS		3335	240,000.00	229,110.00	See Footnote 4
ANDREW BELLACE		2987	200,000.00	174,233.30	See Footnote 4
DAVID & CAROLYN BELMORE LIVING TRUST		1481	100,000.00	73,916.17	See Footnote 4
CURTIS L BENJAMIN	PROV. TR GP-FBO CURTIS L BENJAMIN IRA	2507	469,215.00	444,197.67	See Footnote 4
BRUCE H BENSON		3567 3568	50,000.00 50,000.00	90,550.00	See Footnote 4
JOYCE BENTON		6360	25,000.00	24,109.50	See Footnote 4
LESTER K BERGER SCHEDULE ID 1010977	MAINSTAR-FBO LESTER K BERGER	3106	20,000.00	19,505.56	See Footnote 4
PROVIDENT TRUST GROUP FBO THOMAS BERKEN IRA		8461	300,000.00	257,166.67	See Footnote 4
ARNOLD R BERMAN AND HELEN G BERMAN		8332	25,000.00	22,708.40	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
ARTHUR L BERRY		3536	25,000.00	23,845.83	See Footnote 4
DENNIS PAUL AND SUSAN M BERRY		4848	40,000.00	38,527.25	See Footnote 4
JOHN BERRY		3027 3032	30,000.00 25,000.00	50,336.05	See Footnote 4
ARTHUR L BERRY & CYNTHIA G COINER		3535	50,000.00	48,616.67	See Footnote 4
ESTATE OF MARY Z. BEST		7796	25,000.00	-	See Footnote 4
PROV. TR GP-FBO LOYAL A BEST IRA		4942	29,923.75	29,778.29	See Footnote 4
KENNETH J BEYKE		3962	25,000.00	23,200.00	See Footnote 4
CHARLES & MARY ANNE BEZZINA		5663	50,000.00	48,366.67	See Footnote 4
CHRISTOPHER M BEZZINA		5664	60,000.00	51,233.29	See Footnote 4
DONALD L BIERER	MAINSTAR-FBO DONALD L BIERER	6067	110,000.00	106,620.56	See Footnote 4
THOMAS E & MARGARET N BIERER		9569	50,000.00	44,433.33	See Footnote 4
DIANE BILBO		8952	30,000.00	28,802.92	See Footnote 4
MAINSTAR TRUST CUSTODIAN FBO CYNTHIA B BILHEIMER ROTH IRA		5597	23,000.00	21,528.00	See Footnote 4
PROVIDENT TRUST GP - FBO RANDY BILLS IRA		4548	68,000.00	57,407.11	See Footnote 4
KATHLEEN D BINGAMAN		8920	455.68	28,000.00	See Footnote 4
JACK BIRCHFIELD	MAINSTAR-FBO JACK BIRCHFIELD	8054 8058	300,000.00 100,000.00	382,577.77	See Footnote 4
PIERRE & NATHALIE PERRIER BIREBENT		6498 6499	225,000.00 172,000.00	358,049.52	See Footnote 4
ANTOINETTE BIRNBRICH		5997	25,000.00	24,520.83	See Footnote 4
THE ANTOINETTE BIRNBRICH RT DTD 08/29/16		5998	28,000.00	26,526.07	See Footnote 4
WADE C. BISHOP	PROV. TR GP-FBO WADE BISHOP IRA	7707	293,000.00	207,906.57	See Footnote 4
JILL R BIXBY		6481	100,000.00	97,999.99	See Footnote 4
MAINSTAR TRUST CFBO JILL R BIXBY IRA		6479	60,000.00	56,266.67	See Footnote 4
RAYMOND C BLACKBURN MD & CYDNEI K BLACKBURN	MAINSTAR-FBO RAYMOND C BLACKBURN	2960	4,300,000.00	1,015,000.00	See Footnote 4
RAYMOND C BLACKBURN MD & CYDNEI K BLACKBURN		2960	4,300,000.00	2,510,916.75	See Footnote 4
RICHARD AND SHERI BLACKFORD		3308	302,500.00	266,949.95	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
JAMES C BLACKWELL IRA	PROV. TR GP-FBO JAMES C BLACKWELL IRA	3071 3196	69,000.00 82,000.00	148,482.98	See Footnote 4
NANCY BLACKWELL		3077	50,000.00	48,741.67	See Footnote 4
TMICO-FBO RICKY BLACKWELL TR IRA		5717	100,000.00	60,388.54	See Footnote 4
RANDY S BLAKEMAN		8549	50,000.00	41,672.29	See Footnote 4
SHERMAN BLENCH TR		4916	30,000.00	27,980.00	See Footnote 4
JEFFREY I BLOOM RT		8084	35,000.00	31,145.16	See Footnote 4
LINDA & STEVEN BLOOM		4924	100,000.00	94,018.72	See Footnote 4
MAINSTAR TRUST FBO MARY JO BLOOM		2196	62,810.08	61,021.02	See Footnote 4
MARY JO BLOOM		2197	50,000.00	49,259.73	See Footnote 4
SUSAN S BLYTHE		3383	100,000.00	95,783.33	See Footnote 4
ROSLYN BOBENCHIK		1549 1550 1551	251,458.33 251,250.00 100,541.66	574,902.80	See Footnote 4
IRA SVCS TR CO-CFBO BRUCE E BOCHNAK IRA		3971 3972 3973	110,000.00 100,000.00 100,000.00	280,550.68	See Footnote 4
FRANZ BOCTOR		5253	25,000.00	23,510.37	See Footnote 4
PROV. TR GP-FBO JACQUELINE M BODELIN IRA		3474	108,440.00	106,379.64	See Footnote 4
ROBERT & JACQUELINE M BODELIN		3473	50,000.00	49,041.67	See Footnote 4
NICHOLAS P BODIN	MAINSTAR-FBO NICHOLAS BODIN	3140	85,000.00	70,006.97	See Footnote 4
NICHOLAS P BODIN	PROV. TR GP-FBO NICHOLAS BODIN IRA	3142	70,000.00	49,696.02	See Footnote 4
NICHOLAS P BODIN		3141	100,000.00	66,277.88	See Footnote 4
THE GEORGE DEWITT & LORRAINE R BOICE LIVING TRUST		2859	100,000.00	84,361.17	See Footnote 4
ANN M BOLDUC		5596	60,000.00	57,817.50	See Footnote 4
PROVIDENT TRUST GROUP LLC FBO KEVIN BONAS IRA		8969	67,000.00	65,204.03	See Footnote 4
CATHERINE E BONNELL IRREVOCABLE TRUST		2931	200,000.00	191,133.33	See Footnote 4
CAROLE J BOOR		4803	25,000.00	23,796.91	See Footnote 4
MARK A BOOR		4800 4801 4802	25,000.00 100,000.00 110,000.00	225,520.85	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
THE BOOTH TRUST		2546	100,000.00	97,499.98	See Footnote 4
CLAY BOOTHE		5878	27,000.00	26,649.00	See Footnote 4
DANIEL F & JOANN T BORYS		7070	100,000.00	252,865.67	See Footnote 4
PROV. TR GP-FBO MICHAEL C BOSICK IRA		4701 4702	232,912.00 106,771.60	282,330.67	See Footnote 4
TIMOTHY J BOST	PROV. TR GP-FBO TIMOTHY J BOST IRA	4804	50,000.00	116,219.83	See Footnote 4
TIMOTHY J BOST		4804	50,000.00	38,764.40	See Footnote 4
ROBERT & SIMONE BOUCHER		1183	25,000.00	23,426.73	See Footnote 4
WILLIAM BOWEN		1093	60,000.00	58,500.00	See Footnote 4
SCOT AND ANDREA BOWLES		9125	100,000.00	86,805.61	See Footnote 4
GERALD BOXSTEIN		7711	25,000.00	22,784.20	See Footnote 4
DORIS H BOYETT		933	72,818.51	70,812.73	See Footnote 4
LEO J BRAND II		340	25,000.00	23,654.17	See Footnote 4
ARLIN D BRAUN	TMICO-FBO ARLIN D BRAUN TRAD IRA	4835 4838	200,000.00 200,000.00	309,110.96	See Footnote 4
SARA BRAUN	TMICO-FBO SARA L BRAUN IRA	4834 4837	50,000.00 50,000.00	79,927.64	See Footnote 4
PROVIDENT TR GROUP LLC FBO LAWRENCE E BRENSDAL IRA		5466	69,600.00	47,908.04	See Footnote 4
GAYLE M & JOSEPH F BREWER		1770	40,000.00	37,705.59	See Footnote 4
PROV TR GP-FBO JEFFREY M BRIEL IRA	PROV. TR GP-FBO JEFFREY M BRIEL IRA	1669 9787	220,000.00 200,000.00	168,072.30	See Footnote 4
PAUL R BRINDLE & JANE ANN BRINDLE REVOCABLE TRUST		2347	50,000.00	49,387.49	See Footnote 4
MAAME BROAD	GOLDSTAR TR CO-FBO MAAME B BROAD IRA	4329 7355	100,000.00 100,000.00	86,152.78	See Footnote 4
MARY M BROOKS FAMILY TRUST		3547	100,000.00	99,766.67	See Footnote 4
GERARD J & ROSE LEE BROUWER RLT 09/30/98		4946	30,000.00	28,300.00	See Footnote 4
ROY G. BROWER	PROV. TR GP-FBO ROY BROWER IRA	6446	158,650.00	130,981.94	See Footnote 4
ROY G. BROWER	PROV. TR GP-FBO ROY BROWER SEP IRA	6445	109,171.24	87,216.47	See Footnote 4
CHARLOTTE A BROWN		5334	25,000.00	23,645.79	See Footnote 4
CHARLOTTE A BROWN	MAINSTAR-FBO CHARLOTTE A BROWN	5333	32,734.00	31,115.30	See Footnote 4

Exhibit A

Filed Creditor Name	Modified Creditor Name (if applicable) (See Footnote 1)	Claim Number	Filed Amount (See Footnote 2)	Modified Amount (See Footnote 3)	Reason for Modification
HARLEY CLYDE & ELOISE DEROUEN BROWN		117	25,000.00	24,951.39	See Footnote 4
JAN DARRELL BROWN & ANDREA V BROWN		1585	200,000.00	172,499.95	See Footnote 4
JOHN J BROWN		6085	50,000.00	48,941.67	See Footnote 4
CONNIE M BROWN & RONALD DOMINGUEZ JR		5111	25,000.00	23,465.23	See Footnote 4
IRA SVCS TR CO-CFBO HOWARD W BRUCE IRA		4544	400,000.00	364,111.14	See Footnote 4
GREG BRUEGGEN		333	526.04	49,535.59	See Footnote 4
BRUNK FAMILY TRUST		1596	20,000.00	16,393.33	See Footnote 4
PROV. TR GP-FBO MICHAEL L BRUNSON SEP IRA		9521	36,000.00	33,825.55	See Footnote 4
WENDY BRUNSON/PROV. TR GP-FBO WENDY BRUNSON IRA	PROV. TR GP-FBO WENDY BRUNSON IRA	9522	30,000.00	27,920.00	See Footnote 4
DEAN BRUNSWICK		3443	25,000.00	22,187.50	See Footnote 4
SHIRLEY A BRYAN		4764	50,000.00	40,291.65	See Footnote 4
THE BTJ TRUST DATED 10/13/15		7117	252,083.33	201,736.19	See Footnote 4
DEBI A BUCCI	PROV. TR GP-FBO DEBI BUCCI IRA	310	74,000.00	70,528.39	See Footnote 4
JOSEPH J BUCCI	PROV. TR GP-FBO JOSEPH J BUCCI IRA	311	49,077.00	46,709.03	See Footnote 4
LEE W & CONNIE R BUCHANAN		4672	200,000.00	177,722.18	See Footnote 4
JAY BUCK		7043	120,000.00	105,580.00	See Footnote 4
BETTY & BERNARD BUFFORD		5942	30,000.00	29,170.83	See Footnote 4
WILLIAM H BUFORD	WILLIAM H & SARAH N BUFORD	1983	200,000.00	113,652.62	See Footnote 4
KEVIN & LORI BUNDY		4823	100,000.00	100,000.00	See Footnote 4
MARILYN BUREAU		4746	55,297.15	44,016.67	See Footnote 4
PROVIDENT TRUST GROUP FBO DAVID M BURGESS IRA		1592	38,082.02	33,789.60	See Footnote 4
KAREN BURKE		1206	84,000.00	66,931.63	See Footnote 4
ROBERT N BURKETT		4743	200,000.00	196,027.79	See Footnote 4
PROV. TR GP-FBO HELEN BURNEY IRA		9258 9259 9260	251,250.00 25,125.00 50,291.67	316,290.28	See Footnote 4
BUSH FT DTD 06/13/07		6874	50,000.00	47,064.66	See Footnote 4
ASTA BUTLER	PROV. TR GP-FBO ASTA BUTLER ROTH IRA	9517	33,000.00	31,400.43	See Footnote 4
WILLIAM H BYE		2626	50,000.00	47,375.04	See Footnote 4

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

In re:

WOODBRIIDGE GROUP OF COMPANIES, LLC,
et al.,¹

Remaining Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Hrg. Date: April 2, 2019 at 10:00 a.m. (ET)

Obj. Deadline: March 15, 2019 at 4:00 p.m. (ET)

**NOTICE OF SIXTH (6TH) OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS PURSUANT TO SECTION 502 OF THE
BANKRUPTCY CODE, BANKRUPTCY RULE 3007,
AND LOCAL RULES 3007-1 AND 3007-2**

**PARTIES RECEIVING THIS NOTICE SHOULD LOCATE
THEIR NAMES AND THEIR DISPUTED CLAIMS IDENTIFIED
ON EXHIBIT A TO THE PROPOSED ORDER**

**BY THIS OBJECTION, THE TRUST IS NOT MODIFYING THE AMOUNT OF ANY
NET NOTE CLAIM OR NET UNIT CLAIM FOR ANY DISPUTED CLAIM
HEREUNDER FROM THE AMOUNTS PREVIOUSLY CALCULATED BY THE
DEBTORS AND SET FORTH ON THE APPLICABLE BALLOT, TO WHICH EACH
CLAIMANT SUBJECT TO THIS OBJECTION HAS NOT DISPUTED.**

TO: (I) THE UNITED STATES TRUSTEE FOR THE DISTRICT OF DELAWARE; (II) THE TRUST AND ITS COUNSEL; (III) ANY PERSON FILING A SPECIFIC REQUEST FOR NOTICES AND PAPERS ON AND AFTER THE EFFECTIVE DATE; AND (IV) CLAIMANTS WHOSE DISPUTED CLAIMS ARE SUBJECT TO THE OBJECTION²

PLEASE TAKE NOTICE that the Woodbridge Liquidation Trust (the “Trust”) has filed the attached *Sixth (6th) Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rules 3007-1 and 3007-2* (the “Objection”).³

PLEASE TAKE FURTHER NOTICE that any responses (each, a “Response”) to the relief requested in the Objection must be filed on or before **March 15, 2019, at 4:00 p.m.**

¹ The Remaining Debtors and the last four digits of their respective federal tax identification numbers are as follows: Woodbridge Group of Companies, LLC (3603) and Woodbridge Mortgage Investment Fund 1, LLC (0172). The Remaining Debtors’ mailing address is 14140 Ventura Boulevard #302, Sherman Oaks, California 91423.

² In accordance with Local Rule 3007-2, the Trust has served the parties that, as of the filing of this Notice, have requested notices on and after the Effective Date, with this Notice and the Exhibits to the Objection.

³ Capitalized terms used but not otherwise defined in this Notice shall have the meanings ascribed to such terms in the Objection.

(ET) (the “Response Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, any party submitting a Response (each, a “Respondent”) must serve a copy of its Response upon the undersigned counsel to the Trust so as to be received on or before the Response Deadline.

PLEASE TAKE FURTHER NOTICE that any Response must contain, at a minimum, the following:

- a. a caption setting forth the name of the Court, the above-referenced case number and the title of the Objection to which the Response is directed;
- b. the name of the Respondent and a description of the basis for the amount and classification asserted in the Disputed Claim, if applicable;
- c. a concise statement setting forth the reasons why the particular Disputed Claim should not be disallowed, reclassified or otherwise modified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the claimant will rely in opposing the Objection at any hearing thereon;
- d. all documentation or other evidence of the particular Disputed Claim or asserted amount and classification thereof, to the extent not already included with the proof of claim previously filed, upon which the Respondent will rely in opposing the Objection at any hearing thereon; and
- e. the name, address, telephone number and email address of the person(s) (who may be the Respondent or a legal representative thereof) (i) possessing ultimate authority to reconcile, settle or otherwise resolve the Disputed Claim on behalf of the Respondent and (ii) to whom the Debtors should serve any reply to the Response.

PLEASE TAKE FURTHER NOTICE THAT A HEARING (THE “HEARING”) ON THE OBJECTION WILL BE HELD ON APRIL 2, 2019, AT 10:00 A.M. (ET) BEFORE THE HONORABLE KEVIN J. CAREY, UNITED STATES BANKRUPTCY JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5TH FLOOR, COURTROOM NO. 5, WILMINGTON, DE 19801.

PLEASE TAKE FURTHER NOTICE THAT IF YOU ARE A CLAIMANT AND FAIL TO TIMELY FILE AND SERVE A RESPONSE IN ACCORDANCE WITH THE ABOVE REQUIREMENTS, YOU WILL BE DEEMED TO HAVE CONCURRED WITH AND CONSENTED TO THE OBJECTION AND THE RELIEF REQUESTED THEREIN, AND THE TRUST WILL PRESENT TO THE COURT, WITHOUT FURTHER NOTICE TO YOU, THE PROPOSED ORDER SUSTAINING THE OBJECTION.

PLEASE TAKE FURTHER NOTICE THAT QUESTIONS CONCERNING THE OBJECTION SHOULD BE DIRECTED TO THE UNDERSIGNED COUNSEL FOR THE TRUST, TO THE ATTENTION OF JONATHAN M. WEISS. CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE COURT TO DISCUSS THE MERITS OF THEIR DISPUTED CLAIMS OR THE OBJECTION.

Dated: March 1, 2019
Wilmington, Delaware

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Richard M. Pachulski (CA Bar No. 90073)

Andrew W. Caine (CA Bar No. 110345)

Bradford J. Sandler (DE Bar No. 4142)

Colin R. Robinson (DE Bar No. 5524)

919 North Market Street, 17th Floor

P.O. Box 8705

Wilmington, DE 19899 (Courier 19801)

Telephone: 302-652-4100

Fax: 302-652-4400

Email: rpachulski@pszjlaw.com

acaine@pszjlaw.com

bsandler@pszjlaw.com

crobison@pszjlaw.com

-and-

KLEE, TUCHIN, BOGDANOFF & STERN LLP

Kenneth N. Klee (*pro hac vice*)

Michael L. Tuchin (*pro hac vice*)

David A. Fidler (*pro hac vice*)

Jonathan M. Weiss (*pro hac vice*)

1999 Avenue of the Stars, 39th Floor

Los Angeles, CA 90067

Tel: (310) 407-4000

Fax: (310) 407-9090

Counsel to the Liquidation Trust