

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Re: Docket No. 350

**MOTION FOR AN ORDER PURSUANT TO DEL. L.R. 9006-1(e)
SHORTENING THE TIME FOR NOTICE OF THE HEARING TO CONSIDER THE
COMMITTEE'S EMERGENCY MOTION (A) AUTHORIZING THE DEBTORS TO
MAKE ADDITIONAL CRITICAL VENDOR PAYMENTS, (B) APPROVING CERTAIN
PAYMENTS PREVIOUSLY MADE, AND (C) AUTHORIZING THE BANK TO HONOR
AND PROCESS CHECKS AND ELECTRONIC TRANSFER REQUESTS RELATED TO
THE FOREGOING**

On December 4, 2017, Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of an Interim and Final Order, Pursuant to Sections 105(a), 363(b), 503(b)(9), 1107(a), and 1108 of the Bankruptcy Code, Authorizing the Debtors to Pay Prepetition Claims of Critical Vendors; and Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing* [D.I. 6]. On December 5, 2017, the Court entered the *Interim Order Pursuant to Sections 105(a), 363(b), 503(b)(9), 1107(a), and 1108 of the Bankruptcy Code, Authorizing the Debtors to Pay Prepetition Claims of Critical Vendors, and Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing* [D.I. 48]. On January 16, 2018, the Court entered the *Second Interim*

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 14225 Ventura Boulevard #100, Sherman Oaks, California 91423. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ noticing and claims agent at www.gardencitygroup.com/cases/WGC, or by contacting the proposed undersigned counsel for the Debtors.

Order Pursuant to Sections 105(a), 363(b), 503(b)(9), 1107(a), and 1108 of the Bankruptcy Code, Authorizing the Debtors to Pay Prepetition Claims of Critical Vendors, and Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing [D.I. 295]. The Official Committee of Unsecured Creditors (the “Committee”), hereby move this Court (the “Motion to Shorten”), pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9006-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), for an order shortening the time for notice for the *Committee’s Emergency Motion (A) Authorizing the Debtors to Make Additional Critical Vendor Payments, (B) Approving Certain Payments Previously Made; and (C) Authorizing the Debtors’ Bank to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing* (the “Emergency Motion”)². By the Emergency Motion, the Committee is seeking authority for the Debtors to increase the Critical Vendor Cap to make the Additional Critical Vendor Payments in accordance with the Critical Vendor Motion. In support of this Motion to Shorten, the Committee respectfully states as follows:

1. Bankruptcy Rule 2002(a) requires twenty-one (21) days’ notice prior to the hearing date for motions filed in chapter 11 cases involving the relief requested in the Emergency Motion. Fed. R. Bankr. P. 2002(a). Pursuant to Local Rule 9006-1(e), however, such period may be shortened by order of the court upon written motion specifying the exigencies supporting shortened notice. Del. Bankr. L.R. 9006-1(e). Moreover, according to Bankruptcy Rule 9006(c), “the court for cause shown may in its discretion with or without motion or notice order the period reduced.” Fed. R. Bankr. P. 9006(c)(1). In exercising such

² Capitalized terms used herein, but not otherwise defined, have the meanings given to them in the Emergency Motion.

discretion, the court should “consider the prejudice to parties entitled to notice and weigh this against the reasons for hearing the motion on an expedited basis.” *In re Philadelphia Newspapers, LLC*, 690 F.3d 161, 172 (3d Cir. 2012) (noting the commonness of such motions “given the accelerated time frame of bankruptcy proceedings”). The Committee submits that there is sufficient cause to justify shortening the notice period for the hearing on the Emergency Motion.

2. As set forth more fully in the Emergency Motion, the Debtors rely on materials and services provided by Contractors that are vital to the Debtors’ continuing business operations, in particular, the ongoing real estate development projects that compose the core of the Debtors’ business and represent the future source of recoveries for the Debtors’ creditors and parties with a financial interest in the Debtors. Moreover, based on communications with the Contractors, the Committee believes there is significant confusion and concern regarding the application of the December Payments and January Payments. Under these circumstances, the Committee believes that it is essential that the Additional Critical Vendor Payments be authorized under the Critical Vendor Motion to ensure that the materials and services continue to be supplied without any interruption on a postpetition basis. The refusal (or inability based on their own financial circumstances) of the Contractors to work with the Debtors and the Committee during the chapter 11 cases has the potential to impede the Debtors’ successful reorganization and immediately disrupt the business operations of the Debtors.

3. Based on the foregoing, the Committee submits that cause exists to shorten the notice period for the hearing on the Emergency Motion. Accordingly, the Committee requests that a hearing on the relief requested in the Emergency Motion be scheduled for **January 23, 2018 at 10:00 a.m. (ET)**, with objections due **at the time of the Hearing**.

4. To compensate for the reduced notice period, the Committee will serve the Emergency Motion via Federal Express, overnight delivery, fax, or email, on (i) the U.S. Trustee; (ii) the DIP lender and counsel thereto; (iii) the Bank; and (iv) any party that has requested notice pursuant to Bankruptcy Rule 2002.

5. Based on the foregoing, the Committee submits (i) that cause exists to justify shortening the notice period for the hearing on approval of the relief requested in the Emergency Motion, and (ii) that notice to the parties identified in the preceding paragraph will be adequate and sufficient. Accordingly, the Committee requests that a hearing on the relief requested in the Emergency Motion be scheduled for **January 23, 2018 at 10:00 a.m. (ET)**, with objections due **at the time of the Hearing**.

[Remainder of page intentionally left blank]

WHEREFORE, the Committee respectfully requests the entry of an order, attached hereto as Exhibit A, approving the shortened notice for the Emergency Motion as set forth herein and approving the form, manner, and sufficiency of notice.

Dated: January 22, 2018

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/s/ Colin R. Robinson

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EXHIBIT A

PROPOSED ORDER

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

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket No.: ____

**ORDER ORDER PURSUANT TO DEL. L.R. 9006-1(e)
SHORTENING THE TIME FOR NOTICE OF THE HEARING TO CONSIDER THE
COMMITTEE'S EMERGENCY MOTION (A) AUTHORIZING THE DEBTORS TO
MAKE ADDITIONAL CRITICAL VENDOR PAYMENTS, (B) APPROVING CERTAIN
PAYMENTS PREVIOUSLY MADE, AND (C) AUTHORIZING THE BANK TO HONOR
AND PROCESS CHECKS AND ELECTRONIC TRANSFER REQUESTS RELATED TO
THE FOREGOING**

Upon the *Motion for an Order Pursuant to Del. L.R. 9006-1(e) Shortening the Time for Notice of the Hearing to Consider Committee's Emergency Motion (A) Authorizing the Debtors to Make Additional Critical Vendor Payments, (B) Approving Certain Payments Previously Made; and (C) Authorizing the Debtors' Bank to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing* (the "Motion to Shorten")² filed by the Committee; and this Court having found that it 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; and this Court having found that venue of these cases and the Emergency Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this matter is a core proceeding

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² Capitalized terms used herein, but not otherwise defined, have the meanings given to them in the Motion to Shorten.

pursuant to 28 U.S.C. § 157(b); and this Court having determined that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that notice of the Motion to Shorten has been given as set forth in the Motion to Shorten and that such notice is adequate under the circumstances and no other or further notice need be given; and this Court having found and determined that the relief sought in the Motion to Shorten is in the best interests of the Debtors, their estates, their creditors and all other parties in interest; and that the legal and factual bases set forth in the Motion to Shorten establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion to Shorten is hereby GRANTED as set forth herein.
2. The hearing to consider the Emergency Motion will be held on January 23, 2018 at 10:00 a.m. (ET), and any response to such relief requested must be filed and served on counsel to the Debtors and the Committee so as to be received at the time of the Hearing.
3. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation and/or implementation of this Order.

Dated: _____, 2018
Wilmington, Delaware

KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE