

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

In re:)	Chapter 11
)	
WOODBIDGE GROUP OF)	Case No. 17-12560 (BLS)
COMPANIES, LLC, <i>et al.</i> , ¹)	
)	(Jointly Administered)
Remaining Debtors.)	
)	Ref. Docket Nos. 2787, 3188, 3306, 3307, 3308, 3375,
)	3590, 3599

**OMNIBUS ORDER GRANTING FOURTH INTERIM/QUARTERLY
FEE APPLICATIONS OF PROFESSIONALS**

Upon consideration of the interim/quarterly fee applications (collectively, the “Applications”) for the professionals retained in the above-captioned chapter 11 cases (collectively, the “Professionals”) referenced on Exhibit A attached hereto, and the consolidated final reports for such applications (the “Final Report”) filed by Elise S. Frejka, as the fee examiner for this case (the “Fee Examiner”), and the Court having reviewed the Applications and the Final Report, pursuant to sections 105(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Fed. R. Bankr. P. 2016, and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 525] entered on February 8, 2018 (the “Fee Order”)² and the Court having jurisdiction to consider the Applications, the relief requested therein, and the recommendations of the Fee Examiner in the Final Report in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); 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.

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

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

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

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

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

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

Dated: April 29, 2019



THE HONORABLE BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A TO ORDER

PROFESSIONAL	PERIOD COVERED/ APPLICATION	FEES REQUESTED	EXPENSES REQUESTED	TOTAL REQUESTED	AMOUNTS RECOMMENDED FOR APPROVAL BY FEE EXAMINER
Klee, Tuchin, Bogdanoff & Stern LLP (Lead Counsel to the Debtors)	9/1/18-11/30/18 Docket No. 3307	\$1,881,357.50 ³	\$34,460.57	\$1,915,818.07	Fees: \$1,881,357.50 Expenses: \$34,460.57 Total: \$1,915,818.07 <i>See Fee Examiner Report Filed at Docket No. 3599</i>
Young Conaway Stargatt & Taylor, LLP (Co-Counsel to the Debtors)	9/1/18-11/30/18 Docket No. 3307	\$405,679.00	\$21,061.25	\$426,740.25	Fees: \$404,402.00 Expenses: \$21,061.25 Total: \$425,463.25 <i>See Fee Examiner Report Filed at Docket No. 3599</i>
Homer Bonner Jacobs, P.A. (Special Litigation Counsel to the Debtors)	9/1/18-11/30/18 Docket No. 3307	\$41,067.00	\$31,669.85	\$72,736.85	Fees: \$41,067.00 Expenses: \$31,669.85 Total: \$72,736.85 <i>See Fee Examiner Report Filed at Docket No. 3599</i>
Province, Inc. (Financial Advisors to the Debtors)	9/1/18-11/30/18 Docket No. 3307	\$600,000.00	\$248.89	\$600,248.89	Fees: \$600,000.00 Expenses: \$248.89 Total: \$600,248.89 <i>See Fee Examiner Report Filed at Docket No. 3599</i>
Garden City Group, LLC (Administrative Advisor to the Debtors)	9/1/18-10/31/18 Docket No. 3307	\$212,756.50	\$0.00	\$212,756.50	Fees: \$211,564.00 Expenses: \$0.00 Total: \$211,564.00 <i>See Fee Examiner Report Filed at Docket No. 3599</i>

³ As explained in detail in KTB&S's monthly fee applications, KTB&S has agreed to accept, as calculated for the entirety of the cases (as opposed to on a month-by month basis), the lesser of (x) its actual billed hourly rates and (y) a blended rate of \$850 per hour for attorney time. As of the date hereof, KTB&S's actual attorney rates over the entirety of the cases has exceeded \$850 per hour; accordingly, although the uncapped rates are set forth in the Application for reference, KTB&S presently seeks payment on account of its capped rates set forth herein.

PROFESSIONAL	PERIOD COVERED/ APPLICATION	FEES REQUESTED	EXPENSES REQUESTED	TOTAL REQUESTED	AMOUNTS RECOMMENDED FOR APPROVAL BY FEE EXAMINER
Berkeley Research Group, LLC (Tax Advisors to the Debtors)	9/1/18-11/30/18 Docket No. 3307	\$313,166.00	\$2,883.00	\$316,049.00	Fees: \$313,166.00 Expenses: \$2,883.00 Total: \$316,049.00 See Fee Examiner Report Filed at Docket No. 3599
Glaser Weil Fink Howard Avchen & Shapiro LLP ⁴ (Special Real Estate and Land Use Counsel to the Debtors)	3/22/18-8/31/18 Docket Nos. 2787, 3188 9/1/18-11/30/18 Docket No. 3307	\$684,250.00	\$2,100.74	\$686,350.74	Fees: \$664,250.00 Expenses: \$1,965.74 Total: \$666,215.74 See Fee Examiner Report Filed at Docket No. 3599
Pachulski Stang Ziehl & Jones LLP (Counsel to the Official Committee of Unsecured Creditors)	9/1/18-11/30/18 Docket No. 3308	\$494,108.50	\$14,868.43	\$508,976.93	Fees: \$494,108.50 Expenses: \$14,868.43 Total: \$508,976.93 See Fee Examiner Report Filed at Docket No. 3599
FTI Consulting, Inc. (Financial Advisor to the Official Committee of Unsecured Creditors)	9/1/18-11/30/18 Docket No. 3375	\$160,346.50	\$159.76	\$160,506.26	Fees: \$159,524.50 Expenses: \$54.76 Total: \$159,579.26 See Fee Examiner Report Filed at Docket No. 3599
Berger Singerman LLP (Special Counsel to the Official Committee of Unsecured Creditors)	9/1/18-11/30/18 Docket No. 3306	\$15,877.50	\$180.30	\$16,057.80	Fees: \$15,877.50 Expenses: \$180.30 Total: \$16,057.80 See Fee Examiner Report Filed at Docket No. 3599
TOTALS		\$4,808,416.00	\$107,632.79	\$4,916,048.79	Fees: \$4,785,317.00 Expenses: \$107,392.79 Total Approval: \$4,892,709.79

⁴ This order also includes Glaser's 1st interim fee application for which approval was previously deferred by agreement with the Fee Examiner.