

**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 (BLS)

(Jointly Administered)

Hrg. Date: May 27, 2020 at 10:30 a.m. (ET)
Ref. Docket No. 4410

REPLY IN SUPPORT OF TWENTY-FIFTH (25TH) 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

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 reply (i) to the response [Docket No. 4419] (the “Response”) filed by Karen Anne Newman, as Trustee of the John Medeiros Trust (the “Claimant”) in respect of Claim Nos. 1098, 8867, 8868 & 8869 (the “Claims”) and (ii) in further support of the Trust’s 25th omnibus objection [Docket No. 4410] (the “Objection”).² By the Response, Claimant requests that the Court “not grant this change in status (from secured to general unsecured).” As set forth below, Claimant misapprehends the nature of, and what is at issue in, the Objection.

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 defined herein shall have the meaning set forth in the Objection.

I. REPLY

1. Claimant invested funds in Woodbridge as a noteholder and filed the Claims, designating them as secured claims, on account of those note investments. That Claimant filed the Claims as secured is unsurprising to the Trust—noteholders, including Claimant, were told by the prepetition Debtors that they would hold claims secured by liens in specific parcels of valuable property, and were given paperwork purporting to evidence the same. However, as both the Court and the public know well by now, the Debtors' prepetition enterprise was actually operated as a Ponzi scheme, and no noteholder actually held validly perfected liens on account of their note claims.

2. Although the foregoing is regrettable, it is not new ground. The Debtors, in their disclosure statement [Docket No. 2398], explained why noteholders did not hold valid security interests to secure their note claims. The Plan provides that "Standard Note Claims [which are what Claimant indisputably held] are not defined, classified, or treated as Secured Claims under the Plan as a result of the comprehensive settlement and compromise to be effected under the Plan." Moreover, in setting forth the treatment for Class 3 Standard Note Claims, the Plan provides that in full satisfaction of such Class 3 claims, holders would receive only interests in the Trust.

3. In addition, the Plan provides that investors' claims are to be netted, such that the amount of each claim is the net amount of the investor's principal investment, less any prepetition distributions received by the investor. *See* Plan §§ 1.89, 1.90, 3.4 & 3.6. Thus, here, although Claimant invested \$300,000 in the Debtors, because Claimant received \$83,033.80 in prepetition distributions, the "net" amount of Claimant's Claims is \$216,966.20. Once again, this is well-trodden ground. In accordance with the Solicitation Procedures Order, the Claimant

was mailed a Ballot. That Ballot set forth the amount of Claimant's outstanding principal amount, total prepetition distributions, and net claims, as follows:

under the Plan. As set forth in the Schedule of Principal Amounts and Prepetition Distributions, the Debtors have calculated the amount of your Net Note Claim as follows:

	Outstanding Principal Amount:	<u>\$300,000.00</u>
<i>Minus</i>	Total Prepetition Distributions:	<u>\$83,033.80</u>
<i>Equals</i>	Net Note Claim:	<u>\$216,966.20</u>

4. The Ballot also 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 Claim set forth in the Schedule of Principal Amounts and Prepetition Distributions will be the amount of your Net Note Claim for purposes of Distributions under the Plan.**” The Ballot provided the option for Claimant to check a box next to bold text stating that: “**The undersigned Claimant DISPUTES the Net Note Claim amounts set forth in the Schedule of Principal Amounts and Prepetition Distributions.**”

5. A copy of Claimant's completed and executed Ballot is attached hereto as **Exhibit A**. Claimant *did not* check the box on its Ballot to dispute its Claims and opt out of the Debtors' proposed calculation of the Claims. Claimant also did not object to or otherwise oppose confirmation of the Plan, and in fact voted to accept the Plan. Pursuant to the Solicitation Procedures Order and the confirmed Plan, the amount and classification of the Claims set forth on the Ballot (rather than the amounts and classification asserted in the proofs of claim) are therefore the amounts of the Claims for purposes of distributions in respect of the Claims under the Plan.

6. Accordingly, with or without the relief sought by the Trust in the Objection, under the Plan, Claimant is entitled to receive—and, in fact, has been granted—the number of Class A

Liquidation Trust Interests corresponding to its \$216,922.20 Net Note Claim. That is precisely what Claimant—like the several thousand other holders of notes and units treated under the Plan—is entitled to receive. The Objection is merely one in a series of non-substantive omnibus objections filed by the Trust in order to conform the amount and status of investor claims, as filed—*i.e.*, as secured claims and without deducting prepetition distributions—to the amount and status of such claims as modified by the confirmed Plan—*i.e.*, as unsecured claims and with deducting prepetition distributions.³

7. Despite this, in the Response, Claimant requests that the Court “not grant this change in status (from secured to general unsecured).”⁴ But whether Claimant’s Claims are or are not secured, or whether prepetition distributions should or should not be deducted, are not at issue in the Objection (or anywhere else), as both the priority and amount of Claimant’s Claims (and as noted the treatment of such Claims) was resolved over 18 months ago.⁵ The Plan clearly provides that Claimant’s Claims are unsecured, and that they must be calculated by deducting prepetition distributions. Claimant had the opportunity to dispute or otherwise object to this treatment of its Claims under the Plan, and elected not to do so. The Court confirmed the Plan, and the Plan was thereafter effectuated. Nothing in the Objection puts any of the foregoing back at issue.

³ The Trust understands why claimants (including Claimant) filed their claims in that manner. Indeed, nearly all claims were filed prior to the filing, let alone confirmation, of the Plan, and thus the claimants were not yet aware of how the Plan would treat investor claims. However, in light of the confirmation and effectiveness of the Plan, the amounts and status of those claims are no longer consistent with the treatment afforded to such claims under the Plan, and the Trust therefore has filed the Objection to correct that discrepancy.

⁴ It is unclear whether the Response only addresses the *status* of the Claim, or whether it addresses the *amount* as well.

⁵ See Docket No. 2903 (confirmation order).

II. CONCLUSION

WHEREFORE, for the reasons set forth herein and in the Objection, the Trust respectfully requests that the Court enter the Proposed Order in the form attached to the Objection and grant such other and further relief as is just and proper.

Dated: May 21, 2020
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-

KTBS LAW LLP (*f/k/a 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, California 90067

Tel: (310) 407-4000

Fax: (310) 407-9090

Counsel to Woodbridge Liquidation Trust

EXHIBIT A

Ballot

BALLOT #50

01009283



Item 2. Vote on Plan. CHECK ONE BOX ONLY:



ACCEPTS (votes FOR) the Plan.



REJECTS (votes AGAINST) the Plan.

09-14-18 P12:21 IN

Item 3. Calculation of Net Note Claim Amounts and Election to Become Disputing Claimant.

Under the Plan, Distributions to Holders of Class 3 Standard Note Claims will be based on, among other things, the amount of such Holder's Net Note Claim. The term "Net Note Claim" is based on the Outstanding Principal Amount of your Note Claim, minus the aggregate amount of all Prepetition Distributions received by you (i.e., all amounts you were paid on account of Notes before the bankruptcy filing, other than the return or repayment of principal). Based on their books and records, the Debtors have prepared a "Schedule of Principal Amounts and Prepetition Distributions" (the amounts calculated for your Net Note Claim are set forth below and a copy of the full schedule is attached to the Disclosure Statement) that lists the Debtors' calculation of the Net Note Claim associated with your Claim and all other Note Claims. **Unless you check the box in this Item 3 indicating that you disagree with the Debtors' calculation, the Net Note Claim set forth in the Schedule of Principal Amounts and Prepetition Distributions will be the amount of your Net Note Claim for purposes of Distributions under the Plan.** As set forth in the Schedule of Principal Amounts and Prepetition Distributions, the Debtors have calculated the amount of your Net Note Claim as follows:

	Outstanding Principal Amount:	<u>\$300,000.00</u>
Minus	Total Prepetition Distributions:	<u>\$83,033.80</u>
Equals	Net Note Claim:	<u>\$216,966.20</u>

If you agree with the Net Note Claim amounts set forth above, then you do not need to take any action with respect to this Item 3, and Distributions to you under the Plan will be calculated based on such Net Note Claim amounts.

If you disagree with the Net Note Claim amounts set forth in the Schedule of Principal Amounts and Prepetition Distributions, then you have the option to check the box below and dispute such amount. **If you check the box below in this Item 3 and disagree with the Net Note Claim amounts set forth above, this will significantly delay the timing of Distributions (if any) to you, and other Holders of Class 3 Claims that have not elected to become Disputing Claimants will receive Distributions before you. The Debtors reserve all rights to object to the validity, amount, or any other aspect of any Claim held by a Disputing Claimant who disputes the Net Note Claim amounts set forth above. In addition, the Debtors reserve any Liquidation Trust Actions that may exist regarding the particular Disputing Claimant, all of which the Liquidation Trust may determine to pursue against the particular Disputing Claimant as part of post-Confirmation litigation relating to the correct Net Note Claim amounts and related matters.**



The undersigned Claimant DISPUTES the Net Note Claim amounts set forth in the Schedule of Principal Amounts and Prepetition Distributions.

Item 4. Contributed Claim Election. You may own Contributed Claims, which are defined in the Plan as "all Causes of Action that a Noteholder or Unitholder has against any Person that is not a Released Party and that are related in any way to the Debtors, their predecessors, their respective affiliates, or any Excluded Parties." The Plan provides that you may agree to contribute your Contributed Claims, if any, to the Liquidation Trust. By electing such option, you agree that, subject to the occurrence of the Effective Date and the formation of the Liquidation Trust, you will be deemed to have, among other



things, contributed your Contributed Claims to the Liquidation Trust. In such case, you will no longer be permitted to pursue your Contributed Claims on your own behalf (including if you are a member of any class action lawsuit), and any recovery received on account of such Contributed Claims will be Liquidation Trust Assets to be distributed to all Liquidation Trust Beneficiaries in accordance with the Plan. If you check the box below, then your relative share of Liquidation Trust recoveries will be enhanced by having the amount that otherwise would be your Net Note Claim increased by the Contributing Claimants Enhancement Multiplier (*i.e.*, 105%). You also may choose to make such election because aggregating all Contributed Claims and similar Liquidation Trust Actions may enable the pursuit and settlement of such litigation claims in a more efficient and effective manner. If you do not elect to contribute your Contributed Claims, you will remain able to pursue such claims (at your own cost and expense) in an appropriate forum; your success or failure on any such claims that you retain may affect your rights against other parties. The Debtors encourage anyone not contributing their Contributed Claims to consult with their own counsel about any such claims and related matters.

By checking the box below, you agree to contribute your Contributed Claims, if any, to the Liquidation Trust. Checking the box below means that you will receive the benefit of the Contributing Claimants Enhancement Multiplier, which will result in you receiving a larger proportional recovery than other Holders of Class 3 Claims who do not make this election.

- The undersigned Claimant elects to (OPTS IN to) contribute its Contributed Claims to the Liquidation Trust.**

By checking the foregoing box, the undersigned Claimant represents and warrants that its Contributed Claims are free and clear of any pledge, lien, security interest, charge, claim, equity, option, proxy, voting restriction, right of first refusal, or other limitation on disposition or encumbrance of any kind that would adversely affect in any way such Claimant's ability to contribute such Contributed Claims to the Liquidation Trust.

IMPORTANT INFORMATION REGARDING THE RELEASES

Following confirmation, subject to Article IX of the Plan, the Plan will be substantially consummated on the Effective Date. Among other things, certain release, injunction, exculpation, and discharge provisions set forth in Sections 11.10, 11.11, 11.12, and 11.13 of the Plan will become effective. In determining how to cast your vote on the Plan, it is important to read these provisions of the Plan carefully so that you understand how confirmation and substantial consummation of the Plan — which effectuates such provisions — will affect you.

Specifically, the releases in Section 11.11 of the Plan bind the “Releasing Parties,” which the Plan defines as “Collectively, (a) the Debtors, (b) the Estates, and (c) any Person exercising or seeking to exercise any rights of the Estates (but solely in that capacity), including each of the Committees (but not their individual members), the Wind-Down CEO, the Liquidation Trustee, the Remaining Debtors Manager, and any other successor to the Debtors or any other estate representative that is or could be appointed or selected pursuant to Bankruptcy Code section 1123(b)(3) or otherwise.” The releases provide for, among other things, the following:

Releases and Related Matters.

(a) On the Effective Date, for good and valuable consideration, each of the Releasing Parties shall be deemed to have forever released, waived, and discharged each of the Released Parties from any and all claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, and liabilities whatsoever, whether known or unknown, whether foreseen or



unforeseen, whether liquidated or unliquidated, whether fixed or contingent, whether matured or unmatured, existing or hereafter arising, at law, in equity, or otherwise, that are based in whole or in part on any act, omission, transaction, event, or other occurrence taking place on or prior to the Effective Date in any way relating to the Debtors, the conduct of the Debtors' business, the Chapter 11 Cases, or the Plan, except for acts or omissions that are determined in a Final Order to have constituted actual fraud or willful misconduct; provided, however, that nothing in Section 11.11 of the Plan shall release or otherwise affect any Person's rights under the Plan or the Confirmation Order.

(b) Entry of the Confirmation Order shall constitute (i) the Bankruptcy Court's approval, pursuant to Bankruptcy Rule 9019, of the releases set forth in Section 11.11 of the Plan; and (ii) the Bankruptcy Court's findings that such releases are (1) in exchange for good and valuable consideration provided by the Released Parties (including performance of the terms of the Plan), and a good-faith settlement and compromise of the released claims, (2) in the best interests of the Debtors, the Estates, and any Holders of Claims that are Releasing Parties, (3) fair, equitable, and reasonable, (4) given and made after due notice and opportunity for hearing, and (5) a bar to any of the Releasing Parties asserting any released claim against any of the Released Parties.

Item 5. Certification. By signing this Ballot, the Claimant certifies that: (i) on the Voting Record Date, it was the Holder of the Class 3 Standard Note Claim to which this Ballot pertains or an authorized signatory for such Holder; (ii) it has full power and authority to (x) vote to accept or reject the Plan, (y) determine whether to dispute the Net Note Claim amounts set forth in the Schedule of Principal Amounts and Prepetition Distributions and make the Contributed Claims election, and (z) execute and return the Ballot; and (iii) it has reviewed the Voting Instructions set forth below and received a copy of the Disclosure Statement, the Plan, and other solicitation materials. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Plan or indicates both acceptance and rejection of the Plan will not be counted. The undersigned also certifies that its vote on the Plan is subject to all the terms and conditions set forth in the Plan and the Disclosure Statement.

JOHN MEDEIROS TR DTD 05/05/16
4300 MELALEUCA TRL
WEST PALM BEACH, FL 33406

Name of Claimant: John Medeiros TR DTD 5/5/16

Signature: [Handwritten Signature]

Name (if different from Claimant): MOREN ANNE NEWMAN

Title: TRUSTEE

Address: 4300 MELALEUCA TRAIL
WEST PALM BEACH, FL 33406

Dated: SEPTEMBER 10, 2018

Please make sure you have provided all information requested in this Ballot. Please read and follow the instructions set forth in the attached Voting Instructions carefully. Please complete, sign, and date this Ballot and return it by mail, hand delivery, or overnight courier so that it is received by the Voting Agent by the Voting Deadline on October 8, 2018 at 4:00 p.m. (prevailing Eastern Time).



VOTING INSTRUCTIONS

1. In order for your vote to count, you must:
 - (i) In the boxes provided in Item 2 of the Ballot, indicate either acceptance or rejection of the Plan by checking the appropriate box; and
 - (ii) Review and sign the certifications in Item 5 of the Ballot. Please be sure to sign and date your Ballot. Your signature is required for your vote to be counted. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. If the Standard Note Claim is held by an entity, your Ballot must be executed in the name of an authorized signatory. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.
2. Review the Calculation of Net Note Claim Amounts and Election to Become Disputing Claimant disclosure in Item 3, and determine whether to check the box in Item 3.
3. Review the Contributed Claims election disclosure in Item 4, and determine whether to check the box in Item 4.
4. **To have your vote counted and for any elections made in this Ballot to be effective, you must complete, sign, and return this Ballot so that it is actually received by the Voting Agent not later than 4:00 p.m. (prevailing Eastern Time) on October 8, 2018.**
5. Return the completed Ballot to the Voting Agent in the pre-addressed, postage *pre-paid* return envelope enclosed with this Ballot or return it to:

If by First Class Mail:

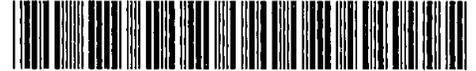
Woodbridge Group of Companies, LLC
c/o Garden City Group, LLC
P.O. Box 10545
Dublin, Ohio 43017-0208

If by Overnight Mail or Hand Delivery:

Woodbridge Group of Companies, LLC
c/o Garden City Group, LLC
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

DO NOT SUBMIT YOUR BALLOT BY FAX, EMAIL, OR ELECTRONIC TRANSMISSION. A Ballot submitted by fax, email, or electronic transmission will not be counted, unless approved by the Debtors or otherwise ordered by the Court.

6. A Ballot that either indicates both acceptance and rejection of the Plan or fails to indicate either an acceptance or a rejection of the Plan will not be counted.
7. You must vote all your Claims within a single Class under the Plan either to accept or to reject the Plan. A Ballot that partially rejects and partially accepts the Plan will not be counted.
8. **If you have previously delivered a valid Ballot for the acceptance or rejection of the Plan, you may revoke such Ballot and change your vote or any attendant election or preference by delivering to the Voting Agent prior to the Voting Deadline a subsequent properly completed Ballot for acceptance or rejection of the Plan. If you cast more than one Ballot voting the same Claim prior to the Voting Deadline, the last timely received, properly executed Ballot will be deemed to reflect your intent and shall supersede and revoke any earlier received Ballot. If you cast multiple Ballots on account of the same Claim, which are**



received by the Voting Agent on the same day and at the same time, but which are voted inconsistently, such Ballots shall not be counted.

9. Any Ballot that is illegible or that contains insufficient information to permit the identification of the Claimant will not be counted.
10. This Ballot does not constitute, and shall not be deemed to be, a proof of claim against any of the Debtors or an assertion or admission of a Claim by any of the Debtors.
11. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class who vote on the Plan and if the Plan otherwise satisfies the applicable requirements of section 1129(a) of title 11 of the United States Code (the "Bankruptcy Code"). If the requisite acceptances are not obtained, the Court nonetheless may confirm the Plan if it finds that the Plan: (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes voting to reject the Plan; and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. To confirm a plan over the objection of a dissenting Class, the Court also must find that at least one Impaired Class has accepted the plan, with such acceptance being determined without including the acceptance of any "insider" in such Class.
12. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER SOLICITATION MATERIALS APPROVED BY THE COURT, INCLUDING, WITHOUT LIMITATION, THE DISCLOSURE STATEMENT.
13. PLEASE RETURN YOUR BALLOT PROMPTLY.

IF YOU HAVE ANY QUESTIONS REGARDING THE BALLOT OR THESE VOTING INSTRUCTIONS, OR IF YOU NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT BY CALLING (888)-735-7613 OR EMAILING WGCInfo@choosegcg.com.

PLEASE NOTE THAT THE VOTING AGENT IS NOT PERMITTED TO PROVIDE LEGAL ADVICE.

WGC0232623558 01009283



JOHN MEDEIROS TR DTD 05/05/16
4300 MELALEUCA TRL
WEST PALM BEACH, FL 33406

[Redacted text]

[Redacted text]

[Redacted text]

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)

**BALLOT FOR HOLDERS OF CLASS 3 STANDARD NOTE CLAIMS FOR ACCEPTING
OR REJECTING THE FIRST AMENDED JOINT CHAPTER 11 PLAN OF LIQUIDATION OF
WOODBRIIDGE GROUP OF COMPANIES, LLC AND ITS AFFILIATED DEBTORS**

**TO BE COUNTED, YOUR VOTE MUST BE ACTUALLY RECEIVED BY GARDEN CITY GROUP,
LLC BY OCTOBER 8, 2018 AT 4:00 P.M. (PREVAILING EASTERN TIME).**

This ballot (the “Ballot”) is being provided to you by the above-captioned debtors and debtors in possession (the “Debtors”) to solicit your vote to accept or reject the *First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors* [Docket No. 2397] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “Plan”)² proposed by the Debtors and described in the related *Disclosure Statement for the First Amended Joint Chapter 11 Plan of Liquidation of Woodbridge Group of Companies, LLC and Its Affiliated Debtors* [Docket No. 2398] (as it may be amended, supplemented, or modified from time to time, the “Disclosure Statement”) that was approved by an order [Docket No. 2396] of the United States Bankruptcy Court for the District of Delaware (the “Court”). The Disclosure Statement describes the Plan and provides information to assist you in deciding how to vote your Ballot. Court approval of the Disclosure Statement does not indicate Court approval of the Plan. If you do not have a Disclosure Statement or Plan, you may obtain a copy free of charge at the Debtors’ restructuring website maintained by Garden City Group, LLC (the “Voting Agent”) at <http://cases.gardencitygroup.com/wgc/>. Copies of the Disclosure Statement and Plan are also available: (i) for a fee, on the Court’s website, www.deb.uscourts.gov (a PACER account is required); (ii) upon written request to the Voting Agent at Woodbridge Group of Companies, LLC, c/o Garden City Group, LLC, P.O. Box 10545, Dublin, Ohio 43017-0208; or (iii) by contacting the Voting Agent via email to WGCInfo@choosegcg.com with “Woodbridge Solicitation” referenced in the subject line or via telephone at 1-888-735-7613.

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.

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Plan.



IMPORTANT

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 3 – Standard Note Claims under the Plan.

If your Ballot is not actually received by the Voting Agent on or before October 8, 2018 at 4:00 p.m. (prevailing Eastern Time) (the “Voting Deadline”), and such deadline is not extended by the Debtors or order of the Court, your vote will not count as either an acceptance or a rejection of the Plan. If the Plan is confirmed by the Court, it will be binding on you whether or not you vote and regardless of how you vote.

You may return your Ballot in the return envelope provided in your package or send it to:

If by First Class Mail:

Woodbridge Group of Companies, LLC
c/o Garden City Group, LLC
P.O. Box 10545
Dublin, Ohio 43017-0208

or

If by Overnight Mail or Hand Delivery:

Woodbridge Group of Companies, LLC
c/o Garden City Group, LLC
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

ACCEPTANCE OR REJECTION OF THE PLAN

Item 1. Applicable Debtor(s). For purposes of voting to accept or reject the Plan, as of December 4, 2017 (the “Voting Record Date”), the undersigned (the “Claimant”) was a Holder of a Class 3 Standard Note Claim against the Debtor(s) set forth below in the Outstanding Principal Amount(s) set forth below.

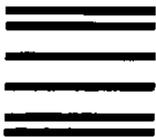
Debtor	Outstanding Principal Amount
Woodbridge Mortgage Investment Fund 1, LLC	\$0.00
Woodbridge Mortgage Investment Fund 2, LLC	\$0.00
Woodbridge Mortgage Investment Fund 3, LLC	\$100,000.00
Woodbridge Mortgage Investment Fund 3a, LLC	\$0.00
Woodbridge Mortgage Investment Fund 4, LLC	\$200,000.00
Woodbridge Commercial Bridge Loan Fund 1, LLC	\$0.00
Woodbridge Commercial Bridge Loan Fund 2, LLC	\$0.00

JOHN MEDEIROS TRUST
C/O KAREN ANNE NEWMAN, TRUSTEE
4300 MELALEUCA TRAIL
WEST PALM BEACH FL 33406

BUSINESS REPLY MAIL
FIRST-CLASS MAIL PERMIT NO. 84 DUBLIN, OH

POSTAGE WILL BE PAID BY ADDRESSEE
WOODBRIDGE GROUP OF COMPANIES LLC
C/O GCC
PO BOX 10545
DUBLIN OH 43017-9781

W PALM BCH
FL 334
10 SEP 2018
PM 4 1



NO POSTAGE
NECESSARY
IF MAILED
IN THE
UNITED STATES

