

IN THE UNITED STATE BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

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

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Hearing Date: February 13, 2018 at 1:00 p.m. (EST)

Objection Deadline: February 8, 2018 by 4:00 p.m. (EST)

**MOTION OF FHR INC. TO CONDUCT EXAMINATION
OF DEBTORS PURSUANT TO BANKRUPTCY RULE 2004**

FHR Inc. (“FHR”), by and through its undersigned counsel, pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), hereby seeks an order authorizing FHR to serve a subpoena on the above-captioned debtors and debtors-in-possession (the “Debtors”). In support of this motion (the “Motion”), FHR respectfully states as follows:

JURISDICTION

1. The Court has jurisdiction over this Motion under 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of this proceeding and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409. The predicates for the relief requested herein are Bankruptcy Rule 2004 and Rule 2004-1 of the Local Rules of this Court (the “Local Rules”).

¹ The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3606. The mailing address is 14225 Ventura Blvd., Suite 100, Sherman Oaks, CA 91423. The complete list of debtors, the last four digits of their federal tax ID numbers, and their addresses may be obtained on the website of the noticing and claims agent at www.gardencitygroup.com/cases/WGC.

BACKGROUND

2. On December 4, 2017 (the “Petition Date”), the Debtors each filed voluntary petitions with this Court under chapter 11 of the Bankruptcy Code. Upon information and belief, the Debtors are operating their business and managing their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

3. Just prior to the Petition Date, in October and early November, 2017, FHR lent one of the Debtors, Woodbridge Mortgage Investment Fund 4, LLC (“Fund 4”), a total of \$700,000.00 (the “Funds”). On or about November 9, 2017, FHR entered into a Promissory Note and Loan Agreement with Fund 4 (collectively, the “Loan Documents”), and at some point thereafter, FHR sent Fund 4 a check for \$700,000.00, which, upon information and belief, was deposited in Fund 4’s bank account by November 15, 2017. Pursuant to the Loan Documents, Fund 4 was supposed to use the Funds as part of a larger loan for \$15,400,000.00 (the “Pledged Loan”) that Fund 4 was making to another one of the Debtors, Goose Rocks Investments, LLC (“Goose Rocks”). Pursuant to the Loan Documents, in exchange for the Funds, Fund 4 granted FHR a security interest in all of Fund 4’s interest in the Pledged Loan, including the security interest that Fund 4 had in certain real estate that served as collateral for the Pledged Loan, located at 9127 Thrasher Avenue, Los Angeles, CA 90069 (the “Collateral”). Pursuant to the Loan Documents, once the Pledged Loan closed, Fund 4 was required to deliver to FHR certain documents that would evidence that FHR would have a perfected security interest in the Collateral.

4. Needless to say, the Debtors filed their bankruptcy petitions shortly after FHR provided the Funds to Fund 4, and FHR has not received anything further from the Debtors regarding the status of the Funds, the Pledged Loan, or FHR's security interest in the Collateral. At this point and time, FHR is not sure whether the Pledged Loan ever occurred, nor does FHR have any idea as to where the Funds went or what they were used for by the Debtors. FHR is currently uncertain as to whether it has an unsecured claim against the Debtors, a secured claim, whether it can possibly impose a constructive trust regarding the Funds, whether it was the victim of fraud, and whether it will have grounds to object to any future releases or discharges potentially proposed by the Debtors in the future. It is essential for FHR to obtain information regarding what happened to the Funds and whether the Pledged Loan occurred so that it can figure out, among other things, its position in this case, the type of claim(s) it has against the Debtors, whether or not it can or should align its interests with one of the official committees that has been appointed in this case, and whether it should object to certain pleadings.

RELIEF REQUESTED AND BASIS THEREFOR

5. FHR seeks to obtain any and all information and documentation that Fund 4, Goose Rocks, or any of the other Debtors may have regarding, but not limited to, the Pledged Loan, the status of FHR's security interest in the Collateral, and what the Debtors used the Funds for and/or the current status of the Funds. Pursuant to Bankruptcy Rule 2004, FHR seeks entry of an order by this Court authorizing it to serve a subpoena on the Debtors to compel attendance for examination and production of documents in accordance with Bankruptcy Rule 2004. The form of the proposed Bankruptcy Rule 2004 Subpoena is attached hereto as Exhibit A. FHR reserves the right to seek further Court authority to request additional authority to issue Bankruptcy Rule 2004 subpoenas as it continues its investigation.

6. The purposes for which FHR seeks authorization to obtain documents and conduct an examination of the Debtors fall squarely within the scope of Bankruptcy Rule 2004. Pursuant to Fed. R. Bankr. P. 2004(a), the Court may order the examination of any entity on the motion of any party in interest. The examination may relate to the acts, conduct, or property or to the liabilities and financial condition of a Debtor, or to any matter which may affect the administration of a Debtor's estate, or a Debtor's right to a discharge. Fed. R. Bankr. P. 2004(b).

7. The scope of an inquiry under Bankruptcy Rule 2004 is very broad. *In re Wilcher*, 56 B.R. 428, 433 (Bankr. N.D. Ill. 1985). "Great latitude of inquiry is ordinarily permitted." *In re Handy Andy Home Improvements Ctrs.*, 199 B.R. 376, 379 (Bankr. N.D. Ill. 1996). The standard for determining the propriety of an examination request under Bankruptcy Rule 2004 is "good cause." *In re Grabill Corp.*, 109 B.R. 329, 334 (Bankr. N.D. Ill. 1989).

8. The documents and information that FHR is seeking from the Debtors falls squarely within the scope of Bankruptcy Rule 2004 and good cause exists to grant FHR the relief it has requested herein. To summarize, FHR needs the requested documentation and information so that it can determine the types of claim(s) it has against the Debtors, and so that it can take steps to adequately protect those claims and FHR's interests in this case. FHR loaned the Funds to the Debtors for a specific purpose, and the Debtors took the Funds from FHR and may have used them for some other purpose. Upon information and belief, there is no other party other than the Debtors that will have the information requested and needed by FHR.

CERTIFICATION OF COMPLIANCE WITH LOCAL RULE 2004-1

9. The undersigned representative of FHR certifies that pursuant to Local Rule 2004-1(a), prior to the filing of this Motion, FHR conferred with counsel to the Debtors regarding an agreeable date, time, place, and scope of the proposed examination and production

requested herein. To date, no agreement has been reached, although FHR will continue to engage in such discussions.

NOTICE

10. Pursuant to Local Rule 2004-1(d), FHR has provided notice of this Motion to: (a) the Debtors and their counsel; (b) the Office of the United States Trustee for the District of Delaware; and (c) counsel to all of the official committees that have been appointed in these cases thus far. In light of the nature of the relief requested in this Motion, FHR respectfully submits that no further notice is necessary.

NO PRIOR REQUEST

11. No prior request for the relief sought in this Motion has been made to this or any other court in connection with these chapter 11 cases.

WHEREFORE, for all the foregoing reasons, FHR respectfully requests that this Court enter an order that grants FHR permission to serve the subpoena attached hereto as Exhibit A and that grants such other and further relief as is just and proper.

Dated: February 1, 2018

CONNOLLY GALLAGHER LLP

/s/ Karen C. Bifferato

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Attorneys for FHR Inc.

EXHIBIT A

UNITED STATES BANKRUPTCY COURT

District of Delaware

In re WOODBRIDGE GROUP OF COMPANIES, et al. Debtor

Case No. 17-12560 (KJC)

Chapter 11

SUBPOENA FOR RULE 2004 EXAMINATION

To: Woodbridge Mortgage Investment 4, LLC, Goose Rocks Investments, LLC and any other of the above-captioned Debtors who may have information or documents requested herein

(Name of person to whom the subpoena is directed)

Testimony: YOU ARE COMMANDED to appear at the time, date, and place set forth below to testify at an examination under Rule 2004, Federal Rules of Bankruptcy Procedure. A copy of the court order authorizing the examination is attached.

Table with 2 columns: PLACE (TBD) and DATE AND TIME (TBD)

The examination will be recorded by this method: Written Transcript

Production: You, or your representatives, must also provide the following documents, electronically stored information, or objects, and must permit inspection, copying, testing, or sampling of the material:

See attached Exhibit A. Documents responsive to this Subpoena should be provided to Karen C. Bifferato, Esq., Connolly Gallagher LLP, 1000 North West Street, Suite 1400, Wilmington, DE 19801 by no later than February 27, 2018.

The following provisions of Fed. R. Civ. P. 45, made applicable in bankruptcy cases by Fed. R. Bankr. P. 9016, are attached – Rule 45(c), relating to the place of compliance; Rule 45(d), relating to your protection as a person subject to a subpoena; and Rule 45(e) and 45(g), relating to your duty to respond to this subpoena and the potential consequences of not doing so.

Date:

CLERK OF COURT

OR

Signature of Clerk or Deputy Clerk

Attorney's signature

The name, address, email address, and telephone number of the attorney representing FHR Inc who issues or requests this subpoena, is:

Karen C. Bifferato, Esq., Connolly Gallagher LLP, 1000 North West Street, Wilmington, DE 19801

Notice to the person who issues or requests this subpoena

If this subpoena commands the production of documents, electronically stored information, or tangible things, or the inspection of premises before trial, a notice and a copy of this subpoena must be served on each party before it is served on the person to whom it is directed. Fed. R. Civ. P. 45(a)(4).

PROOF OF SERVICE

(This section should not be filed with the court unless required by Fed. R. Civ. P. 45.)

I received this subpoena for *(name of individual and title, if any)*: _____
on *(date)*_____.

I served the subpoena by delivering a copy to the named person as follows: _____
_____ on *(date)*_____; or

I returned the subpoena unexecuted because: _____

Unless the subpoena was issued on behalf of the United States, or one of its officers or agents, I have also tendered to the witness the fees for one day's attendance, and the mileage allowed by law, in the amount of \$_____.

My fees are \$_____ for travel and \$_____ for services, for a total of \$_____.

I declare under penalty of perjury that this information is true and correct.

Date: _____

Server's signature

Printed name and title

Server's address

Additional information concerning attempted service, etc.:

Federal Rule of Civil Procedure 45(c), (d), (e), and (g) (Effective 12/1/13)
(made applicable in bankruptcy cases by Rule 9016, Federal Rules of Bankruptcy Procedure)

(c) Place of compliance.

(1) *For a Trial, Hearing, or Deposition.* A subpoena may command a person to attend a trial, hearing, or deposition only as follows:

- (A) within 100 miles of where the person resides, is employed, or regularly transacts business in person; or
- (B) within the state where the person resides, is employed, or regularly transacts business in person, if the person
 - (i) is a party or a party's officer; or
 - (ii) is commanded to attend a trial and would not incur substantial expense.

(2) *For Other Discovery.* A subpoena may command:

- (A) production of documents, or electronically stored information, or things at a place within 100 miles of where the person resides, is employed, or regularly transacts business in person; and
- (B) inspection of premises, at the premises to be inspected.

(d) Protecting a Person Subject to a Subpoena; Enforcement.

(1) *Avoiding Undue Burden or Expense; Sanctions.* A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The court for the district where compliance is required must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) *Command to Produce Materials or Permit Inspection.*

(A) *Appearance Not Required.* A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) *Objections.* A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

- (i) At any time, on notice to the commanded person, the serving party may move the court for the district where compliance is required for an order compelling production or inspection.
- (ii) These acts may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) *Quashing or Modifying a Subpoena.*

(A) *When Required.* On timely motion, the court for the district where compliance is required must quash or modify a subpoena that:

- (i) fails to allow a reasonable time to comply;
- (ii) requires a person to comply beyond the geographical limits specified in Rule 45(c);
- (iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) *When Permitted.* To protect a person subject to or affected by a subpoena, the court for the district where compliance is required may, on motion, quash or modify the subpoena if it requires:

- (i) disclosing a trade secret or other confidential research, development, or commercial information; or

(ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party.

(C) *Specifying Conditions as an Alternative.* In the circumstances described in Rule 45(d)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

- (i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and
- (ii) ensures that the subpoenaed person will be reasonably compensated.

(e) Duties in Responding to a Subpoena.

(1) *Producing Documents or Electronically Stored Information.* These procedures apply to producing documents or electronically stored information:

(A) *Documents.* A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) *Form for Producing Electronically Stored Information Not Specified.* If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) *Electronically Stored Information Produced in Only One Form.* The person responding need not produce the same electronically stored information in more than one form.

(D) *Inaccessible Electronically Stored Information.* The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) *Claiming Privilege or Protection.*

(A) *Information Withheld.* A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

- (i) expressly make the claim; and
- (ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) *Information Produced.* If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party disclosed it before being notified; and may promptly present the information under seal to the court for the district where compliance is required for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

...

(g) *Contempt.* The court for the district where compliance is required — and also, after a motion is transferred, the issuing court — may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena or an order related to it.

EXHIBIT A

Definitions and Instructions:

1. The term “Affiliates” shall have the meaning ascribed to such term in section 101(2) of the Bankruptcy Code.
2. The term “all documents” shall mean every document or group of documents as above defined that are known to you or that can be located or discovered by reasonably diligent efforts.
3. The term “Bankruptcy Code” shall mean sections 101, et al., of title 11 of the United States Code.
4. The term “Collateral” means that certain real property located at 9127 Thrasher Avenue, Los Angeles, CA 90069 and owned by Goose Rocks.
5. “Communication” means any oral, written, electronic, or other transfer or information, ideas, opinions or thoughts by any means, from or to any person or thing.
6. “Concerning” means comprising, mentioning or describing, containing, enumerating, involving or in any way related to, pertaining or referring to, being connected with, reflecting upon or resulting from, in whole or in part, directly or indirectly, the stated subject matter.
7. The term “Debtors” shall mean all of the debtors referenced in the caption of this subpoena and whose cases are being jointly administered under Case No. 17-12560 (KJC) before the United States Bankruptcy Court of the District of Delaware.
8. The terms “document” and “documents” mean and include any written or graphic matter or other means of preserving thought or expression and all tangible things from which information can be processed or transcribed, including the originals and all non-identical copies, whether different from the original by reason of any notation made on such copy or otherwise, including, but not limited to, correspondence, memoranda, notes, messages, letters, electronic mail, telegrams, teletype, telefax, bulletins, meetings or other communications, interoffice and intraoffice telephone calls, diaries, chronological data, minutes, books reports, studies, summaries, pamphlets, bulletins, printed matter, charts, ledgers, invoices, worksheets, receipts, returns, computer printouts, prospectuses, financial statements, schedules, affidavits, contracts, cancelled checks, statements, transcripts, statistics, surveys, magazine or newspaper articles, releases (and any and all drafts, alterations and modifications, changes and amendments of any of the foregoing), graphic or oral records or representations of any kind (including without limitation photographs, microfiche, microfilm, videotape, records and motion pictures) and electronic, mechanical or electric records or representations of any kind (including without limitation, tapes, cassettes, discs and records and information stored on computers such as system backups).
9. The term “FHR” means FHR Inc.

10. The term “Fund 4” means Woodbridge Mortgage Investment Fund 4, LLC.
11. The term “Funds” means the \$700,000.00 that FHR loaned to Fund 4 on or after November 9, 2017, which was deposited in Fund 4’s bank account on or about November 15, 2017.
12. The term “Goose Rocks” means Goose Rocks Investments, LLC.
13. The term “Loan Documents” means collectively that certain Promissory Note in the amount of \$700,000.00, dated November 9, 2017, by Fund 4 in favor of FHR, and that certain Loan Agreement, dated November 9, 2017, between Fund 4, as borrower, and FHR, as lender.
14. The term “person” and “entity” mean any natural person, individual, proprietorship, partnership, corporation, association, organization, joint venture, firm, other business enterprise, governmental body, group of natural persons or other entities and includes any other person or entity acting on their behalf.
15. The term “Petition Date” shall mean December 4, 2017.
16. The term “Pledged Loan” means the loan for approximately \$15,400,000.00 that Fund 4 was supposed to make to Goose Rocks, which would be secured by the Collateral.
17. The terms “referring to” and “relating to” mean to make a statement about, discuss, describe, reflect, constitute, identify, deal with, consist of, establish, comprise, list, evidence, substantiate or in any way pertain, in whole or in part, to the subject.
18. In construing these requests, the plural shall include the singular, the singular shall include the plural, and a masculine, feminine, or neutral term shall include all other genders.
19. The words “and” and “or” mean “and/or” and should be read both ways so as to encompass both constructions and call for answers to be provided to both constructions. The word “each” includes the word “every”, and the word “every” includes the word “each.” The word “any” includes the word “all,” and the word “all” includes the word “any.”
20. If you choose to withhold any documents from production for inspection and copying (on the basis of privilege or otherwise), identify each document withheld and provide its date, number of pages, author, recipient(s), a brief description of its subject matter, and your basis for withholding the document from production.
21. Notwithstanding a claim that a document is protected from disclosure, any documents so withheld must be produced with the portion claimed to be protected excised.
22. In responding to these requests, you must make a diligent search of your records and of other papers and materials in your possession, custody or control, or available to you or your representatives.
23. This request for documents is a continuing one; if, after producing documents or responding to this request, you obtain or become aware of other documents or information, you are under a duty to supplement your production or correct your response

in accordance with Rule 26(e) of the Federal Rules of Civil Procedure and Rule 7026 of the Federal Rules of Bankruptcy Procedure.

24. If any document, paper or note herein requested was formerly in your possession, custody or control and has been lost or destroyed, you are requested to submit in lieu of each document a written statement which: (1) describes in detail the nature of the document and its contents; (2) identifies the person who prepared or authored the document and, if applicable, the person to whom the document was sent; (3) specifies the date on which the document was prepared or transmitted or both; (4) specifies, if possible, the date on which the document was lost or destroyed, and if destroyed, the conditions or reasons for such destruction and persons requesting and performing the destruction.
25. If the party upon whom this request is propounded does not have in its possession, custody, or control, any documents responsive to any of the following requests, the responding party must indicate that no documents exist that are responsive to the particular request.

Documents and Information Requested:

1. All Documents and information related to the Funds, including, but not limited to, the Debtors' use of the Funds and/or current status and/or location of the Funds.
2. All Documents and information related to the Pledged Loan, including, but not limited to, whether the Pledged Loan closed and/or whether the Debtors intend to close the Pledged Loan.
3. All Documents and information related to the Collateral, including, but not limited to, any all security interests granted by the Debtors in the Collateral.
4. All Documents and information related to FHR and/or the Loan Documents.
5. All Documents and information regarding Debtors' directors', officers', managers', and/or employees' beliefs that there were problems or issues with Debtors' fundraising efforts made by Debtors or their agents with respect to the Pledged Loan, and any efforts by the Debtors to stop or change any and all fundraising efforts made by Debtors or their agents with respect to the Pledged Loan.
6. All Documents and information between the Debtors and any agents or representatives concerning the Pledged Loan and the Loan Documents.

IN THE UNITED STATE 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)

Related to Docket No. _____

**ORDER GRANTING MOTION OF FHR INC. TO CONDUCT EXAMINATION
OF DEBTORS PURSUANT TO BANKRUPTCY RULE 2004**

Upon consideration of the motion of FHR for entry of an order pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure authorizing FHR to serve a subpoena upon the Debtors (the “Motion”)²; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and adequate notice of the Motion having been given under the circumstances; and after due deliberation and hearing thereon, and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.

¹ The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3606. The mailing address is 14225 Ventura Blvd., Suite 100, Sherman Oaks, CA 91423. The complete list of debtors, the last four digits of their federal tax ID numbers, and their addresses may be obtained on the website of the noticing and claims agent at www.gardencitygroup.com/cases/WGC.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

2. FHR is hereby granted permission to serve the subpoena attached as Exhibit A to the Motion upon the Debtors, and the Debtors shall respond in accordance therewith.

Dated: _____, 2018

United States Bankruptcy Judge

IN THE UNITED STATE 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)

Hearing Date: February 13, 2018 at 1:00 p.m. (EST)

Objection Deadline: February 8, 2018 by 4:00 p.m. (EST)

**NOTICE OF MOTION OF FHR INC. TO CONDUCT EXAMINATION
OF DEBTORS PURSUANT TO BANKRUPTCY RULE 2004**

PLEASE TAKE NOTICE that today FHR Inc. (“FHR”) filed the attached *Motion of FHR Inc. to Conduct Examination of Debtors Pursuant to Bankruptcy Rule 2004* (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be filed in writing with the Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned counsel for FHR on or before February 8, 2018 by 4:00 p.m. (EST).

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Motion will be held on February 13, 2018 at 1:00 p.m. (EST) before The Honorable Kevin J. Carey at the Court, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.

¹ The last four digits of Woodbridge Group of Companies, LLC’s federal tax identification number are 3606. The mailing address is 14225 Ventura Blvd., Suite 100, Sherman Oaks, CA 91423. The complete list of debtors, the last four digits of their federal tax ID numbers, and their addresses may be obtained on the website of the noticing and claims agent at www.gardencitygroup.com/cases/WGC.

Dated: February 1, 2018

CONNOLLY GALLAGHER LLP

/s/ Karen C. Bifferato

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Email: kconlan@connollygallagher.com

Attorneys for FHR Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 1st day of February, 2018, a copy of the foregoing was served upon the parties set forth below by email and by first class mail, postage prepaid.

Dated: February 1, 2018

/s/ Karen C. Bifferato
Karen C. Bifferato (DE 3279)

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