

**IN THE UNITED STATES 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: N/A

Objection Date: N/A

**DEBTORS' MOTION FOR AN ORDER PURSUANT TO LOCAL RULE 9006-1(e)
SHORTENING THE TIME FOR NOTICE OF THE HEARING TO CONSIDER THE
DEBTORS' MOTION FOR AN ORDER, PURSUANT TO SECTIONS 105(a) AND 363(b)
OF THE BANKRUPTCY CODE, AUTHORIZING THE DEBTORS TO (I) (A) RETAIN
DEVELOPMENT SPECIALISTS, INC. AS THEIR RESTRUCTURING ADVISOR,
(B) DESIGNATE BRADLEY D. SHARP AS CHIEF RESTRUCTURING OFFICER,
NUNC PRO TUNC TO JANUARY 26, 2018, AND (C) TO UTILIZE
ADDITIONAL DSI PERSONNEL; AND (II) APPROVING
THE AGREEMENT RELATED THERETO**

Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), having contemporaneously filed herewith the *Debtors' Motion for an Order, Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Authorizing the Debtors to (I) (A) Retain Development Specialists, Inc. as Their Restructuring Advisor, (B) Designate Bradley D. Sharp as Chief Restructuring Officer, Nunc Pro Tunc to January 26, 2018, and (C) to Utilize Additional DSI Personnel; and (II) Approving the Agreement Related Thereto* (the "Motion"),² hereby submit this motion (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

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 Blvd #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 terms not otherwise defined herein shall be given the meanings ascribed to them in the Motion.

Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), requesting that the Court enter an order shortening the time for notice of the hearing to consider approval of the Motion so that the matter may be heard at the omnibus hearing in these chapter 11 cases (the “Chapter 11 Cases”) scheduled for February 13, 2018 at 1:00 p.m. (ET) (the “February Hearing”); and (b) setting a deadline of 12:00 p.m. (ET) on February 12, 2018 (the “Proposed Objection Deadline”) for objections or responses to the Motion. In support of this Motion to Shorten, the Debtors respectfully state 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 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 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 Debtors submit that there is sufficient cause to justify shortening the notice period for the hearing on the Motion.

2. Pursuant to the Motion, the Debtors seek entry of an order (i) authorizing the Debtors to (a) retain and employ DSI as their restructuring advisor, (b) designate Bradley D. Sharp as their CRO in connection with the Chapter 11 Cases, *nunc pro tunc* to January 26, 2018

(the “Retention Date”), and (c) utilize additional DSI personnel; and (ii) approving the Agreement related thereto.

3. On January 23, 2018, the Court entered an Order [Docket No. 367] authorizing the retention of SierraConstellation Partners LLC (“Sierra”) as restructuring advisor to the Debtors. However, the Order provided that, “[u]pon the completion of transition services necessary to effectuate a smooth transition [for the New Board . . . and a replacement management team, including a new chief restructuring officer], Sierra shall discontinue providing services to the Debtors.” *Id.* at ¶ 10.

4. In its business judgment, the New Board has selected DSI to act as the Debtors’ restructuring advisor and Bradley D. Sharp to act as the Debtors’ CRO throughout the remainder of the Chapter 11 Cases—filling roles that were initially occupied by Sierra. In accordance with the Joint Resolution, the New Board has reviewed the Agreement, and has authorized the retention of DSI, the designation of Bradley D. Sharp, and the filing of the Motion. In light of the significant turmoil that has existed during the initial months of these Chapter 11 Cases, the Debtors submit that prompt consideration of the Motion is critical if they are to regain some sense of stability and normalcy in carrying out their business affairs and fulfilling their chapter 11 obligations. The Debtors have consulted with the Committee, the Noteholder Group, and the Unitholder Group (the “Parties in Interest”) regarding this Motion to Shorten, and the Parties in Interest have indicated they do not object to the relief requested hereby.

5. Based on the foregoing, the Debtors submit that cause exists to shorten the notice period for the hearing on the Motion. The Debtors propose to give any party objecting to the Motion until the Proposed Objection Deadline to file and serve any objections upon the undersigned counsel for the Debtors.

6. To compensate for the reduced notice period, the Debtors served the Motion **on Tuesday, February 6, 2018**, via Federal Express, overnight delivery, fax, or email, on (i) the U.S. Trustee; (ii) the DIP lender and counsel thereto; (iii) counsel for the Committee; (iv) counsel for the Noteholder Group; (v) counsel for the Unitholder Group; (vi) counsel to the SEC; and (vii) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors previously provided the Parties in Interest with a draft of the Motion on February 2, 2018, which further compensates for the reduced notice to those parties.

7. Based on the foregoing, the Debtors submit (i) that cause exists to justify shortening the notice period for the hearing on approval of the relief requested in the Motion, and (ii) that notice to the parties identified in the preceding paragraph will be adequate and sufficient. Accordingly, the Debtors request that a hearing on the relief requested in the Motion be scheduled for the February Hearing, with objections due on or before the Proposed Objection Deadline.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtors respectfully request the entry of an order, substantially in the form attached hereto as Exhibit A, granting the relief requested herein and such other and further relief as may be just and proper under the circumstances.

Dated: February 7, 2018
Wilmington, Delaware

/s/ Ian J. Bambrick

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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 PURSUANT TO LOCAL RULE 9006-1(e) SHORTENING
THE TIME FOR NOTICE OF THE HEARING TO CONSIDER THE DEBTORS'
MOTION FOR AN ORDER, PURSUANT TO SECTIONS 105(a) AND 363(b) OF THE
BANKRUPTCY CODE, AUTHORIZING THE DEBTORS TO (I) (A) RETAIN
DEVELOPMENT SPECIALISTS, INC. AS THEIR RESTRUCTURING ADVISOR,
(B) DESIGNATE BRADLEY D. SHARP AS CHIEF RESTRUCTURING
OFFICER, *NUNC PRO TUNC* TO JANUARY 26, 2018, AND (C) TO UTILIZE
ADDITIONAL DSI PERSONNEL; AND (II) APPROVING
THE AGREEMENT RELATED THERETO**

Upon the *Debtors' Motion for an Order Pursuant to Local Rule 9006-1(e) Shortening the Time for Notice of the Hearing to Consider the Debtors' Motion for an Order, Pursuant to Sections 105(a) And 363(b) of the Bankruptcy Code, Authorizing the Debtors to (I) (A) Retain Development Specialists, Inc. as Their Restructuring Advisor, (B) Designate Bradley D. Sharp as Chief Restructuring Officer, Nunc Pro Tunc to January 26, 2018, and (C) to Utilize Additional DSI Personnel; and (II) Approving the Agreement Related Thereto* (the "Motion to Shorten");² 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

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

found that venue of these cases and the 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 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 Motion will be held on February 13, 2018 at 1:00 p.m. (ET). Objections to the relief requested in the Motion shall be filed and served upon proposed counsel to the Debtors no later than February 12, 2018 at 12:00 p.m. (ET).
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