

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re

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

Debtors.

Chapter 11

Case No.: 17-12560 (KJC)

(Jointly Administered)

Ref. Docket No. 657 752

**ORDER, PURSUANT TO SECTION 327(a) OF THE BANKRUPTCY CODE,
RULE 2014 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE,
AND LOCAL RULE 2014-1, AUTHORIZING EMPLOYMENT AND RETENTION OF
KLEE, TUCHIN, BOGDANOFF & STERN LLP AS COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION *NUNC PRO TUNC* TO FEBRUARY 14, 2018**

Upon the Debtors' Application, Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2014-1, for Entry of an Order Authorizing Employment and Retention of Klee, Tuchin, Bogdanoff & Stern LLP as Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to February 14, 2018 (the "Application")² of the above-captioned debtors and debtors in possession (the "Debtors"), seeking authorization to employ and retain Klee, Tuchin, Bogdanoff & Stern LLP ("KTBS") or the "Firm") as counsel for the Debtors; and upon (i) the declarations of Kenneth N. Klee and Bradley D. Sharp (the "Declarations") submitted concurrently with the Application and (ii) the other declarations and exhibits filed in these Cases; and the Court being satisfied, based on the

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 counsel for the Debtors.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to those terms in the Application.

representations made in the Application and the Declarations, that KTB&S does not represent or hold any interest adverse to the Debtors or the Debtors' estates with respect to the matters upon which it is to be engaged, and is disinterested as that term is defined under section 101(14) of the Bankruptcy Code, and as modified by section 1107(b) of the Bankruptcy Code, and that the employment of KTB&S is necessary and in the best interests of the Debtors and the Debtors' estates; and it appearing that the Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 1334 and 157, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012; and it appearing that the Application is a core matter pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue of these Cases and of the Application is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that due and adequate notice of the Application has been given under the circumstances, and that no other or further notice need be given; and this Court having reviewed the Application; and after due deliberation and good and sufficient cause appearing; it is hereby:

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED as set forth herein.
2. Pursuant to section 327(a) of the Bankruptcy Code, the Debtors are authorized to employ and retain KTB&S as counsel, effective *nunc pro tunc* to February 14, 2018, on the terms set forth in the Application and the Engagement Agreement, and KTB&S is hereby authorized to perform any and all such necessary and appropriate professional services for the Debtors in these Cases.
3. KTB&S shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' Cases in compliance with

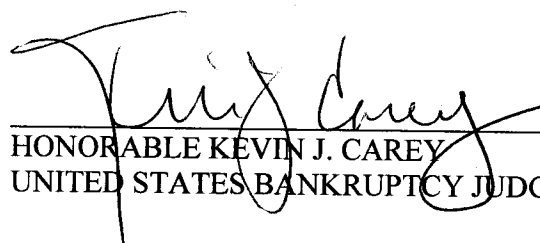
sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court.

4. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application and the Declarations.

5. Notice of the Application shall be deemed good and sufficient notice of such motion, and the requirements of the Local Rules are satisfied by the contents of the Application.

6. This Court retains jurisdiction and power with respect to all matters arising from or related to the implementation of this Order.

Dated: March 16, 2018
Wilmington, Delaware


HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE