

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. Doc. No. 753 § 78

**ORDER SETTING EXPEDITED PROCEDURES FOR
THE APPROVAL OF CERTAIN CONSENT ORDERS**

Upon the Debtors' Motion for Entry of an Order Setting Expedited Procedures for the Approval of Certain Consent Orders (the "Motion")² filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); and this Court having found that it has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having 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 it appearing that notice of the Motion has been given as set forth in the Motion and that such notice is adequate and no other or further notice need be given; and this Court having found and determined that the relief sought in the Motion is in the best interest

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 this 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 Capitalized terms used, but not otherwise defined herein, have the meaning given to them in the Motion.

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 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 is GRANTED as set forth herein.
2. To seek approval of Consent Orders that meet the Required Parameters,³ the

Debtors are authorized but not directed to implement the following Approval Procedures:

- (a) After the Debtors, the Agencies, and the Constituencies have agreed to a Consent Order, the Debtors shall file such Consent Order under a notice and serve: (i) the relevant state Agency, (ii) the U.S. Trustee; (iii) counsel to the Committee; (iv) counsel for the Ad Hoc Noteholders Committee; (v) counsel for the Ad Hoc Unit Holders Committee; (vi) the Securities and Exchange Commission; and (vii) all parties on the Rule 2002 list maintained by the Debtors.
- (b) If the Debtors receive no written objection within five (5) business days following service of the Consent Order, the Debtors will be authorized to submit an order to the Court under certification of counsel approving the Debtors' entry into the applicable Consent Order.
- (c) If the Debtors receive a written objection within such five (5) business day period and such objection cannot be consensually resolved, the Debtors'

³ That is, (i) the Consent Orders shall not provide for monetary penalties, disgorgement, or restitution, but may reserve an Agency's right to seek such relief in the future; (ii) the Consent Orders will provide that the Debtors neither admit nor deny the allegations (both factual and legal) made by the Agency (and the Debtors may agree not to make any statement to the effect that they do not admit the allegations without also stating that they do not deny the allegations, and may further agree not to contend that any allegation in the Consent Order is without factual basis); and (iii) The Consent Orders will not impair the Debtors' rights under Bankruptcy Code section 1145.

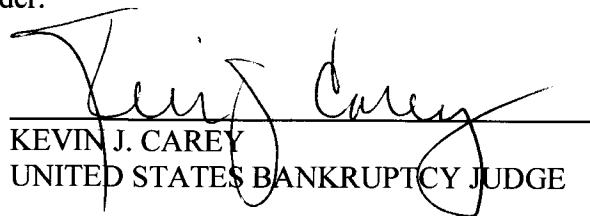
request to enter into the relevant Consent Order shall be heard at the next scheduled omnibus hearing (or such other hearing as the Debtors and objecting party agree).

3. Each order approving a Consent Order that is submitted pursuant to the Approval Procedures will provide that neither the Consent Order nor the Court's approval thereof: (i) affects the Debtors' testimonial obligations or right to take differing legal or factual positions in litigation or other legal proceedings; or (ii) shall be, or deemed to be, an admission or a declaration against interest by the Debtors or used in any way by the Debtors or any party to the Debtors' Chapter 11 Cases to prejudice any rights or claims made by any party in the Chapter 11 Cases, including but not limited to the Debtors, the Ad Hoc Unit Holders Committee, the Ad Hoc Noteholders Committee or the Creditors Committee, all of which rights are expressly preserved.

4. The fourteen (14) day stay of effectiveness imposed by Bankruptcy Rule 6004(h) is hereby waived and the relief granted herein shall take effect immediately upon the entry of this Order.

5. The Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

Dated: April 3, 2018
Wilmington, Delaware



KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE