

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WOODBRIIDGE GROUP OF COMPANIES,  
LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Docket Ref. No. 759

**CERTIFICATION OF COUNSEL REGARDING ORDER ESTABLISHING  
DEADLINES FOR FILING PROOFS OF CLAIM AND PROOFS OF INTEREST  
AND APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

The undersigned hereby certifies as follows:

1. On March 15, 2018, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Debtors’ Motion, Pursuant to Sections 501 and 502 of the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c)(3), and Local Rule 2002-1(e), for Order Establishing Deadlines for Filing Proofs of Claim and Proofs of Interest and Approving the Form and Manner of Notice Thereof* [Docket No. 759] (the “Motion”).<sup>2</sup> Attached as Exhibit A to the Motion was a proposed form of order (the “Proposed Order”).

2. Pursuant to the Notice of Motion, the deadline to file objections or responses to the Motion (the “Objection Deadline”) was March 29, 2018, at 4:00 p.m. (ET). Prior to the Objection Deadline, the Debtors received informal comments from the U.S. Trustee,

<sup>1</sup> 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](http://www.gardencitygroup.com/cases/WGC), or by contacting the undersigned counsel for the Debtors.

<sup>2</sup> Capitalized terms used herein, but not otherwise defined, have the meanings given to them in the Motion.

the Committee, and the Unitholder Group. Other than a response from the Noteholder Group raised in light of certain revisions made to the Proposed Order, no other objections or responses were received before or after the Objection Deadline.

3. In order to resolve the informal comments provided by the U.S. Trustee, the Committee, and the Unitholder Group, the Debtors revised the Proposed Order (the “Revised Proposed Order”) and added additional language requested by the Noteholder Group in response to certain of the other revisions. The Debtors also provided a copy of the Revised Proposed Order to the SEC for its review, which raised no objection thereto. For the convenience of the Court, attached hereto as Exhibit I is a copy of the Revised Proposed Order.<sup>3</sup>

4. The Debtors submit that the Revised Proposed Order is appropriate and consistent with the relief requested in the Motion and the Debtors’ discussions with the U.S. Trustee, the Committee, the Unitholder Group, and the Noteholder Group, and that entry of the Revised Proposed Order is in the best interests of the Debtors, their estates, and their creditors. In addition, the U.S. Trustee, the Committee, the Unitholder Group, the Noteholder Group, and the SEC have raised no objection to the entry of the Revised Proposed Order. Accordingly, the Debtors respectfully request that the Court enter the Revised Proposed Order at its earliest convenience without further notice or a hearing.

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<sup>3</sup> For ease of reference, attached hereto as Exhibit II is a copy of the Revised Proposed Order marked against the Proposed Order (the “Blackline”). Please note that the Blackline does not show the additions made to Exhibit I to the Bar Date Notice, namely the Government Bar Dates added for the Debtors that commenced Chapter 11 Cases subsequent to the filing of the Motion, or the revisions made to the Proof of Claim Form and the Proof of Interest Form, specifically the addition of a question on Debtor-related claims asserted against third parties and of the Government Bar Dates for the new Debtors.

Dated: April 4, 2018  
Wilmington, Delaware

*/s/ Ian J. Bambrick*

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**EXHIBIT I**

**Revised Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:

WOODBIDGE GROUP OF COMPANIES, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket Nos. 759 & \_\_\_\_\_

**ORDER ESTABLISHING DEADLINES FOR FILING PROOFS OF CLAIM AND  
PROOFS OF INTEREST AND  
APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the “Motion”)<sup>2</sup> filed by the above-captioned debtors and debtors in possession (the “Debtors”) in these jointly administered chapter 11 cases (the “Chapter 11 Cases”), for entry of an order, pursuant to sections 501 and 502 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), (i) establishing 5:00 p.m. (prevailing Eastern Time) on the date that is 60 days after the Bar Date Notice Mailing Date (the “General Bar Date”) as the deadline by which each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than governmental units, must file (x) a proof of claim (each, a “Proof of Claim”) based on claims against the Debtors that arose prior to the

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<sup>1</sup> 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 <http://cases.gardencitygroup.com/wgc>, or by contacting the undersigned counsel for the Debtors.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

applicable Petition Date, including requests for allowance and payment of claims under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by the Debtors in the 20 days prior to the applicable Petition Date and (y) a proof of interest (each, a “Proof of Interest”) based on ownership interests in the Debtors, (ii) establishing 5:00 p.m. (prevailing Eastern Time) on the dates listed with respect to each Debtor on Exhibit I to the Bar Date Notice, a copy of which is attached hereto as Exhibit 1, as the deadline by which any governmental unit (as such term is defined in section 101(27) of the Bankruptcy Code) must file Proofs of Claim against the Debtors (the “Government Bar Date”), (iii) approving the Bar Date Notice Procedures, (iv) approving the Supplemental Bar Date and Rejection Bar Date with respect to claims filed in response to amendments of the Schedules or for rejection damage claims, respectively; (v) approving the proposed form of Bar Date Notice, and (vi) approving the proposed manner of publication of the Bar Date Notice; and upon consideration of the record of these Chapter 11 Cases; and it appearing that the Court has jurisdiction to consider the Motion 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 Motion 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 Chapter 11 Cases and of the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that due and adequate notice of the Motion has been given under the circumstances, and that no other or further notice need be given; and it appearing that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and after due deliberation, and good and sufficient cause appearing therefor, it is hereby

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED as set forth herein.
2. Except as otherwise provided herein, (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 60 days after the Bar Date Notice Mailing Date is established as the General Bar Date and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is 180 days after such Debtor's respective Petition Date is established as the Government Bar Date. The Government Bar Dates are listed on **Exhibit I** to the Bar Date Notice and are posted on the Claims Agent's website, <https://cases.gardencitygroup.com/wgc>.
3. Each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust, or governmental unit) that asserts any claim (as defined in section 101(5) of the Bankruptcy Code) against a Debtor that arose prior to the applicable Petition Date, must file an original, written proof of such claim that substantially conforms to the proof of claim form (the "Proof of Claim Form"), attached as **Exhibit 2**, so as to be received on or before the applicable Bar Date by the Claims Agent.
4. If the Debtors file an amendment to or supplement their Schedules subsequent to the mailing of the Bar Date Notice and related information, they will provide notice of any such amendment or supplement to the holders of the claims affected thereby within 10 days of such filing. Holders of the claims affected by any such amendments must file any Proofs of Claim with respect to such claims on or before the later of (i) the General Bar Date or Government Bar Date, as applicable and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is 21 days after the date on which notice is served (the "Supplemental Bar Date").
5. Any counterparty or other party in interest asserting a claim or claims against the Debtors arising from the rejection of an executory contract or unexpired lease must file a Proof

of Claim based on such rejection on or before the later of: (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 30 days after the date the claimant is served with notice of entry of an order approving the rejection of the executory contract or unexpired lease and (ii) the General Bar Date (the “Rejection Bar Date”).

6. The following persons or entities are **not** required to file a Proof of Claim on or before the applicable Bar Date:

- a. any person or entity whose claim is listed on the Schedules and (i) whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” (ii) who does not dispute the amount or nature of the claim as set forth in the Schedules, and (iii) who does not dispute that the claim as listed in the Schedules is an obligation of the specific Debtor against which the claim is listed;
- b. any holder of a note against one or more Debtors (each, a “Noteholder”) whose claim is listed on the Schedules (Schedule F) and whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” is *not required* to file a Proof of Claim on or before the applicable Bar Date *unless* such Noteholder disputes (x) the amount of the claim as set forth in the Schedules or (y) the specific Debtor against which the claim as set forth in the Schedules is listed;
- c. any holder of a unit against the Debtors (each, a “Unitholder”) whose claim is listed on the Schedules (Schedule F) and is described therein as “disputed” is not required to file a Proof of Claim or Proof of Interest on or before the applicable Bar Date *unless* such Unitholder disputes (i) the amount of such claim as set forth in the Schedules or (ii) the specific Debtor against which such claim as set forth in the Schedules is listed. For the avoidance of doubt, (i) whether the manner in which the Debtors list Unitholders’ claims on their Schedules is as “disputed” or not, and (ii) whether a Unitholder files a proof of claim or interest or not, any Unitholder listed on the Schedules or who otherwise files a proof of claim or interest by the applicable Bar Date will be deemed to have asserted an unsecured claim, not subject to subordination under section 510(b) of the Bankruptcy Code or otherwise, with respect to the Units it holds against the Debtor entity in which the Units were purchased; provided, however, that any deemed assertion of claims by a Unitholder shall not be deemed to determine the ultimate classification or treatment of any such asserted claims for any purpose in the Chapter 11 Cases, whether under a plan or otherwise;



- d. any person or entity whose claim has been paid in full by the Debtors, pursuant to the relief granted by an order of the Bankruptcy Court or otherwise;
- e. any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estates, except for a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a Proof of Claim on or prior to the General Bar Date;
- f. any person or entity that holds a claim that has been allowed by a final order of this Court entered on or before the applicable Bar Date;
- g. any holder of a claim for which a separate deadline is fixed by this Court;
- h. any holder of a claim against the Debtors that has previously been properly filed with the Clerk of the Court or with the Claims Agent (utilizing a claim form that substantially conforms to the Proof of Claim Form);
- i. any Debtor holding a claim against another Debtor;
- j. any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- k. any current employee who has a claim for accrued prepetition paid time off ("PTO"), to the extent that an order of this Court previously authorized the Debtors to honor his or her claim in the ordinary course; *provided, however,* that a current employee must submit a Proof of Claim by the General Bar Date if his or her claim relates to (i) any wage or benefit other than PTO or (ii) damages arising from claims for wrongful termination, discrimination, and/or workers' compensation insurance;
- l. any current officer or director who has a claim for indemnification, contribution, or reimbursement; and
- m. the DIP Lender.

7. Each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust, or governmental unit) that asserts any ownership interest in a Debtor must file an original, written proof of such interest that substantially conforms to the proof of interest form (the "Proof of Interest Form"), attached as **Exhibit 3** hereto, so as to be received on or before the applicable Bar Date by the Claims Agent; *provided, however,* that the

sole exception to the foregoing is that no Debtor need file a Proof of Interest in respect of an ownership interest asserted in any other Debtor.

8. Claimants who wish to rely on the Schedules bear the sole responsibility for determining that their claims are accurately described therein.

9. The Claims Agent shall mail the Bar Date Package on a date that is on or after the Schedules Filing Date. Each party in interest that is entitled to receive notice hereunder will receive a Proof of Claim Form, and parties who are either known holders of interests or asserted holders of interests will also receive a Proof of Interest Form.

10. The Claims Agent shall prominently display the Bar Dates and post the Proof of Claim Form, Proof of Interest Form, and Bar Date Notice on its website at <http://cases.gardencitygroup.com/wgc>.

11. All Proofs of Claim filed against the Debtors must substantially conform to the Proof of Claim Form, and all Proofs of Interests filed in the Debtors must substantially conform to the Proof of Interest Form, and all **original** Proofs of Claim and Proofs of Interest must be received by the Claims Agent on or before the applicable Bar Date by first-class mail, overnight delivery service, or hand delivery as follows:

- a. If sent via first class mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P.O. Box 10545  
Dublin, Ohio, 43017-0208
- b. If hand deliver or sent via overnight mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P5151 Blazer Parkway, Suite A  
Dublin, Ohio, 43017;

Alternatively, any party can file a Proof of Claim electronically via the interface available on the case administration website maintained by the Claims Agent at <http://cases.gardencitygroup.com/wgc>. Any party that electronically files a Proof of Claim shall retain such Proof of Claim (and supporting documents) with an original signature for a period of not less than two (2) years from the date the Proof of Claim is electronically filed.

12. Proofs of Claim and Proofs of Interest will be deemed timely filed only if **actually received** by the Claims Agent on or before the applicable Bar Date.

13. Each Proof of Claim and Proof of Interest must:
- a. be written in the English language;
  - b. denominate the claim or interest in lawful currency of the United States as of the applicable Petition Date;
  - c. conform substantially with the Proof of Claim Form or Proof of Interest Form, as applicable;
  - d. be signed by the claimant or interest holder, or by an authorized agent of the claimant or interest holder;
  - e. indicate the particular Debtor against which the claim or interest is asserted;
  - f. include supporting documentation (or, if such documentation is voluminous, include a summary of such documentation) or an explanation as to why such documentation is not available; *provided, however*, that a Proof of Claim or Proof of Interest may be filed without supporting documentation upon the prior written consent of the Debtors;
  - g. set forth the legal and factual basis for the alleged claim or interest;
  - h. provide whether the claimant or interest holder has asserted any Debtor-related claims against any third party and, if so, identify where the claimant or interest holder asserted said claims against the third party in question; and

- i. with respect to any request for payment of a claim under section 503(b)(9) of the Bankruptcy Code, (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the applicable Petition Date, and (ii) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted and, if possible, identifying the date and time of delivery.

14. Notwithstanding anything to the contrary in this Order, failure to provide the information required by paragraph 13(h) above shall not, in itself, constitute grounds for disallowance of a claim or an interest.

15. Parties who wish to receive from the Claims Agent a proof of receipt of their proofs of claim or interest, must also include with their original Proof of Claim or Proof of Interest a copy of such claim or interest and a self-addressed and pre-stamped envelope. Parties will receive automatic confirmation of Proofs of Claims submitted electronically.

16. All entities asserting claims or interests against more than one Debtor shall be required to file a separate Proof of Claim or Proof of Interest with respect to each such Debtor.

17. All holders of claims under section 503(b)(9) of the Bankruptcy Code shall be required to file a Proof of Claim prior to the General Bar Date.

18. Unless otherwise ordered by the Court, any holder of a claim or interest against any of the Debtors who is required, but fails, to file proof of such claim or interest, as applicable, in accordance with the Bar Date Order on or before the applicable Bar Date may be forever barred, estopped, and enjoined from asserting such claim or interest against or in the Debtors, and shall not be treated as a creditor with respect to such claim or as an interest holder with respect to such interest for purposes of voting on and distributions under any chapter 11 plan filed in these Chapter 11 Cases, unless, with respect to claims, such holder's claim is set forth in the Schedules as non-contingent, liquidated, and undisputed.

19. Notice of the Bar Date Package shall be deemed good, adequate, and sufficient notice if it is served by deposit in the United States mail, first class postage prepaid, on a date that is on or after the Schedules Filing Date, upon the following Bar Date Notice Parties (provided, however, that a Proof of Interest Form need be served only on parties who are either known holders of interests or asserted holders of interests):

- a. the U.S. Trustee;
- b. counsel to the Committee, counsel to the Noteholder Group, and counsel to the Unitholder Group;
- c. all known holders of claims listed on the Schedules at the addresses stated therein (as amended or supplemented from time to time);
- d. all known holders of interests;
- e. all parties known to the Debtors as having potential claims against, or interests in, any of the Debtors' estates;
- f. all counterparties to the Debtors' executory contracts and unexpired leases listed on the Schedules at the addresses stated therein (as amended or supplemented from time to time);
- g. all parties to litigation with any of the Debtors (as of the date of the entry of the Bar Date Order);
- h. all parties who have requested notice pursuant to Bankruptcy Rule 2002;
- i. the Internal Revenue Service;
- j. all regulatory agencies that have jurisdiction over the Debtors, including, for the avoidance of doubt, the Securities Exchange Commission;
- k. all applicable state and local tax authorities;
- l. the Debtors' current officers, directors, and employees; and
- m. the Debtors' former officers, directors, sales agents, brokers, and employees (to the extent that contact information for such former officers, directors, brokers, sales agents, and employees is available in the Debtors' records) for the five years prior to the Petition Dates.

20. The Bar Date Notice, the Proof of Claim Form, and the Proof of Interest Form, each substantially in the form annexed hereto as Exhibit 1 and Exhibit 2 and Exhibit 3, respectively, are approved in all respects.

21. Pursuant to Bankruptcy Rule 2002(1), the Court finds that notice by mail to all potential creditors is impracticable and therefore the Debtors shall, on or near the Bar Date Notice Mailing Date, publish the Bar Date Notice with the same content set forth in Exhibit 1 hereto, with such changes as may be required for publication, once in the national edition of *USA Today*, once in the *Los Angeles Times*, and once in the *TCPalm/Treasure Coast News* or similar publication, which publication is hereby approved in all respects and which shall be deemed good, adequate, and sufficient publication notice of the Bar Dates.

22. The Debtors retain all rights to (i) object to any Proof of Claim or Proof of Interest on any grounds; (ii) dispute, or assert offsets or defenses to, any claim reflected on the Schedules, or any amendments thereto, as to amount, liability, classification, or otherwise; and (iii) subsequently designate any claim as disputed, contingent, unliquidated, or undetermined.

23. Notification of the relief granted in this Order as provided herein is fair and reasonable and is approved, and will provide good, sufficient, and proper notice to all creditors in connection with claims they may have against any of the Debtors in these Chapter 11 Cases.

24. Entry of this Order is without prejudice to the rights of the Debtors to seek a further order of this Court fixing the date by which holders of claims not subject to the Bar Dates established herein must file such claims against the Debtors.

25. The Debtors and the Claims Agent are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

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

Dated: April \_\_\_\_\_, 2018  
Wilmington, Delaware

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Kevin J. Carey  
United States Bankruptcy Judge

**EXHIBIT 1**

**Bar Date Notice**



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:

WOODBRIIDGE GROUP OF COMPANIES, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket No. \_\_\_\_\_

**NOTEHOLDERS AND UNITHOLDERS: YOU MAY NOT BE REQUIRED TO FILE A PROOF OF CLAIM. SEE SECTION 2 FOR SPECIAL PROVISIONS REGARDING NOTEHOLDERS AND UNITHOLDERS**

**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

**PLEASE TAKE NOTICE THAT:**

The United States Bankruptcy Court for the District of Delaware (the “Court”), having jurisdiction over the chapter 11 cases of Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”), has entered an order [Docket No. {•}](the “Bar Date Order”) establishing (i) [\_\_\_\_], **2018, at 5:00 p.m. (prevailing Eastern Time)** (the “General Bar Date”) as the deadline by which each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than governmental units, must file (x) a proof of claim (each, a “Proof of Claim”) based on claims against the Debtors that arose prior to the applicable Petition Date, including requests for allowance and payment of claims under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by the Debtors in the 20 days prior to the applicable Petition Date and (y) a proof of interest (each, a “Proof of Interest”) based on ownership interests in the Debtors, and (ii) **5:00 p.m. (prevailing Eastern Time) on the date that is 180 days from the applicable Debtor’s Petition Date** as the deadline by which any governmental unit (as such term is defined in section 101(27) of the Bankruptcy Code) must file Proofs of Claim against the Debtors (the “Government Bar Date” and together with the General Bar Date, the Rejection Bar Date (as defined below), and the Supplemental Bar Date (as defined below), the “Bar Dates”). The applicable Petition Dates and Government Bar Dates for all Debtors are listed on **Exhibit I** hereto and on the Claims Agent’s website, <http://cases.gardencitygroup.com/wgc>. **Please note,**

<sup>1</sup> 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 <http://cases.gardencitygroup.com/wgc>, or by contacting the undersigned counsel for the Debtors.

however, that given its size, **Exhibit I** has been excluded from this notice if the Debtors' records indicate you potentially hold a claim or an interest. The Bar Date Order, the Bar Dates, as applicable, and the procedures set forth below for the filing of Proofs of Claim and Proofs of Interest, apply to all claims against, and interests in, the Debtors that arose prior to December 4, 2017, February 9, 2018, or March 9, 2018, as applicable (the "Petition Dates"), on which dates the Debtors commenced chapter 11 cases under the Bankruptcy Code (the "Cases").

**1. WHO MUST FILE A PROOF OF CLAIM OR PROOF OF INTEREST**

You **MUST** file a Proof of Claim to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates **if you have a claim** (as defined in section 101(5) of the Bankruptcy Code) that arose prior to the applicable Petition Date and it is not one of the other types of claims described in sections 2 or 3 below. Acts or omissions of the Debtors that arose before the applicable Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated prior to the applicable Petition Date.

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

You **MUST** file a Proof of Interest to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates **if you assert an ownership interest** in any of the Debtors that arose prior to the applicable Petition Date, except that no Debtor need file a Proof of Interest to assert an ownership interest in any one or more other Debtors.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS. YOU SHOULD NOT FILE A PROOF OF INTEREST IF YOU DO NOT HAVE AN INTEREST IN ANY OF THE DEBTORS. CLAIMHOLDERS WHO WISH TO RELY ON THE SCHEDULES HAVE THE SOLE RESPONSIBILITY FOR DETERMINING THAT THEIR CLAIMS ARE ACCURATELY DESCRIBED THEREIN.**

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors, but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim against, or interest in, the Debtors or that the Debtors or the Court believe that you have such a claim or interest.

If the Debtors amend or supplement their Schedules subsequent to the mailing of this Bar Date Notice and related information, they will provide notice of any amendment or supplement of their Schedules to the holders of the claims affected thereby within 10 days of filing any such amendment or supplement. Holders of the claims affected thereby must file any Proofs of Claim with respect to such claims by the later of (i) the applicable Bar Date, and (ii) 5:00 p.m.

(prevailing Eastern Time) on the date that is 21 days from the date on which notice is served (the “Supplemental Bar Date”).

## 2. PROVISIONS REGARDING NOTEHOLDERS AND UNITHOLDERS

**NOTEHOLDERS:** ANY HOLDER OF THE DEBTORS’ NOTES (EACH, A “NOTEHOLDER”) WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) AND WHOSE CLAIM IS NOT DESCRIBED THEREIN AS “DISPUTED,” “CONTINGENT,” OR “UNLIQUIDATED,” IS **NOT REQUIRED TO FILE A PROOF OF CLAIM** ON OR BEFORE THE APPLICABLE BAR DATE *UNLESS* SUCH NOTEHOLDER DISPUTES (X) THE AMOUNT OF THE NOTE AS SET FORTH IN THE SCHEDULES OR (Y) THE SPECIFIC DEBTOR AGAINST WHICH THE CLAIM AS SET FORTH IN THE SCHEDULES IS LISTED; **FOR THE AVOIDANCE OF DOUBT, A NOTEHOLDER WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) IS NOT REQUIRED TO FILE A PROOF OF CLAIM TO DISPUTE THE NATURE OR SECURITY OF SUCH CLAIM.**

**UNITHOLDERS:** ANY HOLDER OF THE DEBTORS’ UNITS (EACH, A “UNITHOLDER”) WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) AND IS DESCRIBED THEREIN AS “DISPUTED” IS **NOT REQUIRED TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST** ON OR BEFORE THE APPLICABLE BAR DATE UNLESS YOU DISPUTE (I) THE AMOUNT OF SUCH UNIT AS SET FORTH IN THE SCHEDULES OR (II) THE SPECIFIC DEBTOR AGAINST WHICH SUCH UNIT AS SET FORTH IN THE SCHEDULES IS LISTED; **FOR THE AVOIDANCE OF DOUBT, A UNITHOLDER WHOSE ASSERTED CLAIM IS DESCRIBED IN THE SCHEDULES (SCHEDULE F) AS “DISPUTED” IS NOT REQUIRED TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST TO CHALLENGE THE DISPUTED STATUS OF SUCH CLAIM.**

## 3. PARTIES WHO NEED NOT FILE A PROOF OF CLAIM

You need not file a Proof of Claim if:

- a. your claim is listed on the schedules of assets and liabilities filed by a Debtor (collectively, the “Schedules”) and (i) your claim is not described therein as “disputed,” “contingent,” or “unliquidated,” (ii) you do not dispute the amount or nature of the claim as set forth in the Schedules, and (iii) you do not dispute that the claim as listed in the Schedules is an obligation of the specific Debtor against which the claim is listed;
- b. you are a Noteholder whose claim is listed on the Schedules (Schedule F) and whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” is *not required* to file a Proof of Claim on or before the applicable Bar Date *unless* such Noteholder disputes (i) the amount of the claim as set forth in the Schedules or (ii) the specific Debtor against which the claim as set forth in the Schedules is listed;

- c. you are a Unitholder whose claim is listed on the Schedules (Schedule F) and is described therein as “disputed” is not required to file a Proof of Claim or Proof of Interest on or before the applicable Bar Date *unless* such Unitholder disputes (i) the amount of such claim as set forth in the Schedules or (ii) the specific Debtor against which such claim as set forth in the Schedules is listed. For the avoidance of doubt, (i) whether the manner in which the Debtors list Unitholders’ claims on their Schedules is as “disputed” or not, and (ii) whether a Unitholder files a proof of claim or interest or not, any Unitholder listed on the Schedules or who otherwise files a proof of claim or interest by the applicable Bar Date will be deemed to have asserted an unsecured claim, not subject to subordination under section 510(b) of the Bankruptcy Code or otherwise, with respect to the Units it holds against the Debtor entity in which the Units were purchased; provided, however, that any deemed assertion of claims by a Unitholder shall not be deemed to determine the ultimate classification or treatment of any such asserted claims for any purpose in the Chapter 11 Cases, whether under a plan or otherwise;
- d. your claim has been paid in full by the Debtors, pursuant to the relief granted by an order of the Bankruptcy Court or otherwise;
- e. you hold a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors’ estates, unless you are a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a Proof of Claim on or prior to the General Bar Date;
- f. you hold a claim that has been allowed by a final order of this Court entered on or before the applicable Bar Date;
- g. you hold a claim for which a separate deadline is fixed by this Court;
- h. you hold a claim against the Debtors properly filed previously with the Clerk of the Court or with the Debtors’ claims and noticing agent, Garden City Group, LLC (the “Claims Agent”) (utilizing a claim form that substantially conforms to the Proof of Claim Form);
- i. you are a Debtor holding a claim against another Debtor;
- j. you hold a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- k. you are a current employee who has a claim for accrued prepetition paid time off (“PTO”), to the extent that an order of this Court previously authorized the Debtors to honor your claim in the ordinary course; *provided, however*, that you must submit a Proof of Claim by the General Bar Date if your claim relates to (i) any wage or benefit other than PTO or (ii) damages arising from claims for wrongful termination, discrimination, and/or workers’ compensation insurance;

- l. you are a current officer or director who has a claim for indemnification, contribution, or reimbursement; or
- m. you are the DIP Lender.

**4. PARTIES WHO NEED NOT FILE A PROOF OF INTEREST**

If you assert an ownership interest in any Debtor, you **must** file a Proof of Interest on or before the applicable Bar Date, unless you are a Debtor that asserts an ownership interest in another Debtor, in which case no Proof of Interest is required.

**5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you hold a claim arising from the rejection of an executory contract or unexpired lease you must file a Proof of Claim based on such rejection on or before the later of: (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 30 days after the date you are served with a notice of entry of an order approving the rejection of the executory contract or unexpired lease and (ii) the General Bar Date (the "Rejection Bar Date").

**6. WHEN AND WHERE TO FILE**

All original Proofs of Claim and Proofs of Interest must be filed so as to be received on or before the applicable Bar Date at 5:00 p.m. (prevailing Eastern Time) by first-class mail, overnight delivery service, or hand delivery to the Claims Agent as follows:

- a. If sent via first class mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P.O. Box 10545  
Dublin, Ohio, 43017-0208
- b. If hand deliver or sent via overnight mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P5151 Blazer Parkway, Suite A  
Dublin, Ohio, 43017

Alternatively, any party can file a Proof of Claim electronically via the interface available on the case administration website maintained by the Claims Agent at <http://cases.gardencitygroup.com/wgc>. After submitting a Proof of Claim electronically, a party will receive an email confirmation of its on-line submission. Submissions of Proofs of Claims electronically must be completed on or before the applicable Bar Date.

**PROOFS OF CLAIM AND PROOFS OF INTEREST WILL BE DEEMED TIMELY FILED ONLY IF ACTUALLY RECEIVED BY THE CLAIMS AGENT ON OR BEFORE THE APPLICABLE BAR DATE AT 5:00 P.M. (PREVAILING EASTERN TIME). PROOFS OF CLAIM AND PROOFS OF INTEREST MAY NOT BE DELIVERED BY FACSIMILE, TELECOPY, OR EMAIL.**

**7. WHAT TO FILE**

The Debtors are enclosing a proof of claim form (the “Proof of Claim Form”), and, if you are a known or asserted holder of an interest in a Debtor, are also enclosing a proof of interest form (the “Proof of Interest Form”). Holders of all claims or interests must use the Proof of Claim Form or Proof of Interest Form, as applicable, which forms may also be obtained from the Claims Agent website: <http://cases.gardencitygroup.com/wgc> or by calling the Claims Agent at (888) 735-7613. Proof of Claim Forms may also be obtained from the Court’s website: [www.deb.uscourts.gov](http://www.deb.uscourts.gov).

**IF YOU FILE A PROOF OF CLAIM OR PROOF OF INTEREST, YOUR FILED PROOF OF CLAIM OR PROOF OF INTEREST MUST (I) BE WRITTEN IN THE ENGLISH LANGUAGE; (II) DENOMINATE THE CLAIM OR INTEREST IN LAWFUL CURRENCY OF THE UNITED STATES AS OF THE PETITION DATE; (III) CONFORM SUBSTANTIALLY WITH THE PROOF OF CLAIM FORM OR PROOF OF INTEREST FORM, AS APPLICABLE; (IV) BE SIGNED BY THE CLAIMANT OR INTEREST HOLDER OR BY AN AUTHORIZED AGENT OF THE CLAIMANT OR INTEREST HOLDER; (V) INDICATE THE PARTICULAR DEBTOR AGAINST WHICH THE CLAIM OR INTEREST IS ASSERTED; (VI) SET FORTH THE LEGAL AND FACTUAL BASIS FOR THE ALLEGED CLAIM OR INTEREST; AND (VII) INCLUDE SUPPORTING DOCUMENTATION (OR, IF SUCH DOCUMENTATION IS VOLUMINOUS, INCLUDE A SUMMARY OF SUCH DOCUMENTATION) OR AN EXPLANATION AS TO WHY SUCH DOCUMENTATION IS NOT AVAILABLE; PROVIDED, HOWEVER, THAT A PROOF OF CLAIM OR PROOF OF INTEREST MAY BE FILED WITHOUT SUPPORTING DOCUMENTATION UPON THE PRIOR WRITTEN CONSENT OF THE DEBTORS.**

Vendors of goods may be entitled assert claims arising prior to the Petition Date under section 503(b)(9) of the Bankruptcy Code to the extent that they delivered goods to the Debtors within the 20-day period prior to the applicable Petition Date. The Court has deemed the filing of a proof of claim as satisfying the procedural requirements for asserting such a claim arising under section 503(b)(9) of the Bankruptcy Code. In addition to meeting all the other requirements of the immediately preceding paragraph above, any Proof of Claim asserting a section 503(b)(9) claim must (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date and (ii) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted and, if possible, identifying the date and time of delivery.

**8. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST BY THE APPLICABLE BAR DATE**

**UNLESS OTHERWISE ORDERED BY THE COURT, ANY HOLDER OF A CLAIM AGAINST, OR INTEREST IN, ANY OF THE DEBTORS WHO IS REQUIRED, BUT FAILS, TO FILE A PROOF OF SUCH CLAIM OR INTEREST IN ACCORDANCE WITH THE BAR DATE ORDER ON OR BEFORE THE APPLICABLE BAR DATE MAY BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM OR INTEREST AGAINST OR IN ANY OF THE DEBTORS AND SHALL NOT BE PERMITTED TO VOTE TO ACCEPT OR REJECT ANY CHAPTER 11 PLAN**

**FILED IN THESE CHAPTER 11 CASES OR PARTICIPATE IN ANY DISTRIBUTION  
IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM OR INTEREST.**

**9. THE SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against the Debtors in the Schedules. Electronic copies of the Schedules and the Bar Date Order may be viewed and downloaded **free of charge** at the Debtors' Claims Agent's website at <http://cases.gardencitygroup.com/wgc>. Additionally, copies of the Schedules and the Bar Date Order may be examined by interested parties on the Court's electronic docket for the Chapter 11 Cases, which is available at <http://www.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>). Copies of the Schedules may also be examined by interested parties between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules, and Bar Date Order are also available free of charge upon written request to the Debtors' undersigned counsel.

Dated: {●}, 2018  
Wilmington, Delaware

/s/ DRAFT  
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-and-

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*Counsel to the Debtors and Debtors in Possession*

**EXHIBIT I to Bar Date Notice**

**Government Bar Dates**



**DEBTORS AND GOVERNMENT BAR DATES****GROUP 1 PETITION DATE: December 4, 2017****GOVERNMENT BAR DATE: June 4, 2018**

<b>Debtor</b>	<b>Case No.</b>	<b>Government Bar Date</b>	<b>Debtor</b>	<b>Case No.</b>	<b>Government Bar Date</b>
			Carbondale Glen River Mesa, LLC	17-12820	6/4/2018
215 North 12th Street, LLC	17-12561	6/4/2018	Carbondale Glen Sundance Ponds, LLC	17-12822	6/4/2018
Addison Park Investments, LLC	17-12563	6/4/2018	Carbondale Glen Sweetgrass Vista, LLC	17-12564	6/4/2018
Anchorpoint Investments, LLC	17-12566	6/4/2018	Carbondale Spruce 101, LLC	17-12568	6/4/2018
Arborvitae Investments, LLC	17-12572	6/4/2018	Carbondale Sundance Lot 15, LLC	17-12569	6/4/2018
Archivolt Investments, LLC	17-12574	6/4/2018	Carbondale Sundance Lot 16, LLC	17-12570	6/4/2018
Arlington Ridge Investments, LLC	17-12576	6/4/2018	Castle Pines Investments, LLC	17-12581	6/4/2018
Arrowpoint Investments, LLC	17-12578	6/4/2018	Centershot Investments, LLC	17-12586	6/4/2018
Baleroy Investments, LLC	17-12580	6/4/2018	Chaplin Investments, LLC	17-12592	6/4/2018
Basswood Holding, LLC	17-12600	6/4/2018	Chestnut Investments, LLC	17-12603	6/4/2018
Bay Village Investments, LLC	17-12604	6/4/2018	Chestnut Ridge Investments, LLC	17-12614	6/4/2018
Bear Brook Investments, LLC	17-12610	6/4/2018	Clover Basin Investments, LLC	17-12621	6/4/2018
Beech Creek Investments, LLC	17-12616	6/4/2018	Coffee Creek Investments, LLC	17-12627	6/4/2018
Bishop White Investments, LLC	17-12623	6/4/2018	Craven Investments, LLC	17-12636	6/4/2018
Black Bass Investments, LLC	17-12641	6/4/2018	Crossbeam Investments, LLC	17-12650	6/4/2018
Black Locust Investments, LLC	17-12648	6/4/2018	Crowfield Investments, LLC	17-12660	6/4/2018
Bluff Point Investments, LLC	17-12722	6/4/2018	Crystal Valley Holdings, LLC	17-12666	6/4/2018
Bowman Investments, LLC	17-12753	6/4/2018	Crystal Woods Investments, LLC	17-12676	6/4/2018
Bramley Investments, LLC	17-12769	6/4/2018	Cuco Settlement, LLC	17-12679	6/4/2018
Brise Soleil Investments, LLC	17-12762	6/4/2018	Daleville Investments, LLC	17-12687	6/4/2018
Broadsands Investments, LLC	17-12777	6/4/2018	Derbyshire Investments, LLC	17-12696	6/4/2018
Brynderwen Investments, LLC	17-12793	6/4/2018	Diamond Cove Investments, LLC	17-12705	6/4/2018
Cablestay Investments, LLC	17-12798	6/4/2018	Dixville Notch Investments, LLC	17-12716	6/4/2018
Cannington Investments, LLC	17-12803	6/4/2018	Dogwood Valley Investments, LLC	17-12727	6/4/2018
Carbondale Doocy, LLC	17-12805	6/4/2018	Dollis Brook Investments, LLC	17-12735	6/4/2018
Carbondale Glen Lot A-5, LLC	17-12807	6/4/2018	Donnington Investments, LLC	17-12744	6/4/2018
Carbondale Glen Lot D-22, LLC	17-12809	6/4/2018	Doubleleaf Investments, LLC	17-12755	6/4/2018
Carbondale Glen Lot E-24, LLC	17-12811	6/4/2018	Drawspan Investments, LLC	17-12767	6/4/2018
Carbondale Glen Lot GV-13, LLC	17-12813	6/4/2018	Eldredge Investments, LLC	17-12775	6/4/2018
Carbondale Glen Lot SD-14, LLC	17-12817	6/4/2018	Elstar Investments, LLC	17-12782	6/4/2018
Carbondale Glen Lot SD-23, LLC	17-12815	6/4/2018	Emerald Lake Investments, LLC	17-12788	6/4/2018
Carbondale Glen Mesa Lot 19, LLC	17-12819	6/4/2018	Fieldpoint Investments, LLC	17-12794	6/4/2018

Debtor	Case No.	Government Bar Date	Debtor	Case No.	Government Bar Date
Franconia Notch Investments, LLC	17-12797	6/4/2018	H32 Arborvitae Holding Company, LLC	17-12567	6/4/2018
Gateshead Investments, LLC	17-12597-	6/4/2018	H35 Hornbeam Holding Company, LLC	17-12691	6/4/2018
Glenn Rich Investments, LLC	17-12602	6/4/2018	H36 Sturmer Pippin Holding Company, LLC	17-12625	6/4/2018
Goose Rocks Investments, LLC	17-12611	6/4/2018	H37 Idared Holding Company, LLC	17-12697	6/4/2018
Goosebrook Investments, LLC	17-12617	6/4/2018	H38 Mutsu Holding Company, LLC	17-12711	6/4/2018
Graeme Park Investments, LLC	17-12622	6/4/2018	H39 Haralson Holding Company, LLC	17-12661	6/4/2018
Grand Midway Investments, LLC	17-12628	6/4/2018	H4 Pawtuckaway Holding Company, LLC	17-12778	6/4/2018
Gravenstein Investments, LLC	17-12632	6/4/2018	H40 Bramley Holding Company, LLC	17-12766	6/4/2018
Green Gables Investments, LLC	17-12637	6/4/2018	H41 Grumblethorpe Holding Company, LLC	17-12646	6/4/2018
Grenadier Investments, LLC	17-12643	6/4/2018	H43 Lenni Heights Holding Company, LLC	17-12717	6/4/2018
Grumblethorpe Investments, LLC	17-12649	6/4/2018	H44 Green Gables Holding Company, LLC	17-12634	6/4/2018
H11 Silk City Holding Company, LLC	17-12833	6/4/2018	H46 Beech Creek Holding Company, LLC	17-12612	6/4/2018
H12 White Birch Holding Company, LLC	17-12699	6/4/2018	H47 Summit Cut Holding Company, LLC	17-12638	6/4/2018
H13 Bay Village Holding Company, LLC	17-12591	6/4/2018	H49 Bowman Holding Company, LLC	17-12725	6/4/2018
H14 Dixville Notch Holding Company, LLC	17-12712	6/4/2018	H5 Chestnut Ridge Holding, LLC	17-12608	6/4/2018
H15 Bear Brook Holding Company, LLC	17-12607	6/4/2018	H51 Old Carbon Holding Company, LLC	17-12738	6/4/2018
H16 Monadnock Holding Company, LLC	17-12678	6/4/2018	H52 Willow Grove Holding Company, LLC	17-12729	6/4/2018
H17 Pemigewasset Holding Company, LLC	17-12799	6/4/2018	H53 Black Bass Holding Company, LLC	17-12639	6/4/2018
H19 Emerald Lake Holding Company, LLC	17-12785	6/4/2018	H54 Seven Stars Holding Company, LLC	17-12831	6/4/2018
H2 Arlington Ridge Holding Company, LLC	17-12575	6/4/2018	H55 Old Maitland Holding Company, LLC	17-12747	6/4/2018
H20 Bluff Point Holding Company, LLC	17-12715	6/4/2018	H56 Craven Holding Company, LLC	17-12633	6/4/2018
H21 Summerfree Holding Company, LLC	17-12631	6/4/2018	H58 Baleroy Holding Company, LLC	17-12579	6/4/2018
H22 Papirovska Holding Company, LLC	17-12770	6/4/2018	H59 Rising Sun Holding Company, LLC	17-12827	6/4/2018
H23 Pinova Holding Company, LLC	17-12810	6/4/2018	H6 Lilac Meadow Holding Company, LLC	17-12724	6/4/2018
H24 Stayman Holding Company, LLC	17-12590	6/4/2018	H60 Moravian Holding Company, LLC	17-12686	6/4/2018
H25 Elstar Holding Company, LLC	17-12779	6/4/2018	H61 Grand Midway Holding Company, LLC	17-12626	6/4/2018
H26 Gravenstein Holding Company, LLC	17-12630	6/4/2018	H65 Thornbury Farm Holding Company, LLC	17-12644	6/4/2018
H27 Grenadier Holding Company, LLC	17-12642	6/4/2018	H66 Heilbron Manor Holding Company, LLC	17-12677	6/4/2018
H28 Black Locust Holding Company, LLC	17-12647	6/4/2018	H68 Graeme Park Holding Company, LLC	17-12620-	6/4/2018
H29 Zestar Holding Company, LLC	17-12789	6/4/2018	H7 Dogwood Valley Holding Company, LLC	17-12721	6/4/2018
H30 Silver Maple Holding Company, LLC	17-12835	6/4/2018	H70 Bishop White Holding Company, LLC	17-12619	6/4/2018
H31 Addison Park Holding Company, LLC	17-12562	6/4/2018	H74 Imperial Aly Holding Company, LLC	17-12704	6/4/2018

Debtor	Case No.	Government Bar Date	Debtor	Case No.	Government Bar Date
H76 Diamond Cove Holding Company, LLC	17-12700	6/4/2018	M28 Broadsands Holding Company, LLC	17-12773	6/4/2018
H8 Melody Lane Holding Company, LLC	17-12756	6/4/2018	M29 Brynderwen Holding Company, LLC	17-12781	6/4/2018
H9 Strawberry Fields Holding Company, LLC	17-12609	6/4/2018	M31 Cannington Holding Company, LLC	17-12801	6/4/2018
Hackmatack Investments, LLC	17-12653	6/4/2018	M32 Dollis Brook Holding Company, LLC	17-12731	6/4/2018
Haffenburg Investments, LLC	17-12659	6/4/2018	M33 Harringworth Holding Company, LLC	17-12667	6/4/2018
Haralson Investments, LLC	17-12663	6/4/2018	M34 Quarterpost Holding Company, LLC	17-12814	6/4/2018
Harringworth Investments, LLC	17-12669	6/4/2018	M36 Springline Holding Company, LLC	17-12584	6/4/2018
Hazelpoint Investments, LLC	17-12674	6/4/2018	M37 Topchord Holding Company, LLC	17-12662	6/4/2018
Heilbron Manor Investments, LLC	17-12681	6/4/2018	M38 Pemberley Holding Company, LLC	17-12787	6/4/2018
Hollyline Holdings, LLC	17-12684	6/4/2018	M39 Derbyshire Holding Company, LLC	17-12692	6/4/2018
Hollyline Owners, LLC	17-12688	6/4/2018	M40 Longbourn Holding Company, LLC	17-12742	6/4/2018
Hornbeam Investments, LLC	17-12694	6/4/2018	M41 Silverthorne Holding Company, LLC	17-12838	6/4/2018
Idared Investments, LLC	17-12701	6/4/2018	M43 White Dome Holding Company, LLC	17-12706	6/4/2018
Imperial Aly Investments, LLC	17-12708	6/4/2018	M44 Wilderrest Holding Company, LLC	17-12718	6/4/2018
Ironsides Investments, LLC	17-12714	6/4/2018	M45 Clover Basin Holding Company, LLC	17-12618	6/4/2018
Lenni Heights Investments, LLC	17-12720	6/4/2018	M46 Owl Ridge Holding Company, LLC	17-12759	6/4/2018
Lilac Meadow Investments, LLC	17-12728	6/4/2018	M48 Vallecito Holding Company, LLC	17-12670	6/4/2018
Lincolnshire Investments, LLC	17-12733	6/4/2018	M49 Squaretop Holding Company, LLC	17-12588	6/4/2018
Lonetree Investments, LLC	17-12740	6/4/2018	M5 Stepstone Holding Company, LLC	17-12601	6/4/2018
Longbourn Investments, LLC	17-12746	6/4/2018	M50 Wetterhorn Holding Company, LLC	17-12689	6/4/2018
M10 Gateshead Holding Company, LLC	17-12593	6/4/2018	M51 Coffee Creek Holding Company, LLC	17-12624	6/4/2018
M11 Anchorpoint Holding Company, LLC	17-12565	6/4/2018	M53 Castle Pines Holding Company, LLC	17-12571	6/4/2018
M13 Cablestay Holding Company, LLC	17-12795	6/4/2018	M54 Lonetree Holding Company, LLC	17-12737	6/4/2018
M14 Crossbeam Holding Company, LLC	17-12645	6/4/2018	M56 Haffenburg Holding Company, LLC	17-12656	6/4/2018
M15 Doubleleaf Holding Company, LLC	17-12749	6/4/2018	M57 Ridgecrest Holding Company, LLC	17-12818	6/4/2018
M17 Lincolnshire Holding Company, LLC	17-12730	6/4/2018	M60 Thunder Basin Holding Company, LLC	17-12654	6/4/2018
M19 Arrowpoint Holdings Company, LLC	17-12577	6/4/2018	M61 Mineola Holding Company, LLC	17-12668	6/4/2018
M22 Drawspan Holding Company, LLC	17-12764	6/4/2018	M62 Sagebrook Holding Company, LLC	17-12829	6/4/2018
M24 Fieldpoint Holding Company, LLC	17-12791	6/4/2018	M63 Crowfield Holding Company, LLC	17-12655	6/4/2018
M25 Centershot Holding Company, LLC	17-12583	6/4/2018	M67 Mountain Spring Holding Company, LLC	17-12695	6/4/2018
M26 Archivolt Holding Company, LLC	17-12573	6/4/2018	M68 Goosebrook Holding Company, LLC	17-12615	6/4/2018
M27 Brise Soleil Holding Company, LLC	17-12760	6/4/2018	M70 Pinney Holding Company, LLC	17-12806	6/4/2018

<b>Debtor</b>	<b>Case No.</b>	<b>Government Bar Date</b>	<b>Debtor</b>	<b>Case No.</b>	<b>Government Bar Date</b>
M71 Eldredge Holding Company, LLC	17-12771	6/4/2018	Old Carbon Investments, LLC	17-12743	6/4/2018
M72 Daleville Holding Company, LLC	17-12683	6/4/2018	Old Maitland Investments, LLC	17-12752	6/4/2018
M73 Mason Run Holding Company, LLC	17-12748	6/4/2018	Owl Ridge Investments, LLC	17-12763	6/4/2018
M74 Varga Holding Company, LLC	17-12680	6/4/2018	Papirovka Investments, LLC	17-12774	6/4/2018
M75 Riley Creek Holding Company, LLC	17-12825	6/4/2018	Pawtuckaway Investments, LLC	17-12783	6/4/2018
M76 Chaplin Holding Company, LLC	17-12587	6/4/2018	Pemberley Investments, LLC	17-12790	6/4/2018
M79 Chestnut Holding Company, LLC	17-12595	6/4/2018	Pemigewasset Investments, LLC	17-12800	6/4/2018
M80 Hazelpoint Holding Company, LLC	17-12672	6/4/2018	Pepperwood Investments, LLC	17-12804	6/4/2018
M83 Mt. Holly Holding Company, LLC	17-12703	6/4/2018	Pinney Investments, LLC	17-12808	6/4/2018
M85 Glenn Rich Holding Company, LLC	17-12599	6/4/2018	Pinova Investments, LLC	17-12812	6/4/2018
M86 Steele Hill Holding Company, LLC	17-12596	6/4/2018	Quarterpost Investments, LLC	17-12816	6/4/2018
M87 Hackmatack Hills Holding Company, LLC	17-12652	6/4/2018	Red Woods Investments, LLC	17-12824	6/4/2018
M88 Franconia Notch Holding Company, LLC	17-12796	6/4/2018	Ridgecrest Investments, LLC	17-12821	6/4/2018
M9 Donnington Holding Company, LLC	17-12741	6/4/2018	Riley Creek Investments, LLC	17-12826	6/4/2018
M90 Merrimack Valley Holding Company, LLC	17-12658	6/4/2018	Rising Sun Investments, LLC	17-12828	6/4/2018
M91 Newville Holding Company, LLC	17-12726	6/4/2018	Sagebrook Investments, LLC	17-12830	6/4/2018
M92 Crystal Woods Holding Company, LLC	17-12671	6/4/2018	Seven Stars Investments, LLC	17-12832	6/4/2018
M93 Goose Rocks Holding Company, LLC	17-12605	6/4/2018	Silk City Investments, LLC	17-12834	6/4/2018
M94 Winding Road Holding Company, LLC	17-12736	6/4/2018	Silver Maple Investments, LLC	17-12836	6/4/2018
M95 Pepperwood Holding Company, LLC	17-12802	6/4/2018	Silverleaf Funding, LLC	17-12837	6/4/2018
M97 Red Wood Holding Company, LLC	17-12823	6/4/2018	Silverthorne Investments, LLC	17-12582	6/4/2018
M99 Ironsides Holding Company, LLC	17-12710	6/4/2018	Springline Investments, LLC	17-12585	6/4/2018
Mason Run Investments, LLC	17-12751	6/4/2018	Squaretop Investments, LLC	17-12589	6/4/2018
Melody Lane Investments, LLC	17-12757	6/4/2018	Stayman Investments, LLC	17-12594	6/4/2018
Merrimack Valley Investments, LLC	17-12665	6/4/2018	Steele Hill Investments, LLC	17-12598	6/4/2018
Mineola Investments, LLC	17-12673	6/4/2018	Stepstone Investments, LLC	17-12606	6/4/2018
Monadnock Investments, LLC	17-12682	6/4/2018	Strawberry Fields Investments, LLC	17-12613	6/4/2018
Moravian Investments, LLC	17-12690	6/4/2018	Sturmer Pippin Investments, LLC	17-12629	6/4/2018
Mountain Spring Investments, LLC	17-12698	6/4/2018	Summerfree Investments, LLC	17-12635	6/4/2018
Mt. Holly Investments, LLC	17-12707	6/4/2018	Summit Cut Investments, LLC	17-12640	6/4/2018
Mutsu Investments, LLC	17-12719	6/4/2018	Thornbury Farm Investments, LLC	17-12651	6/4/2018
Newville Investments, LLC	17-12734	6/4/2018	Thunder Basin Investments, LLC	17-12657	6/4/2018

Debtor	Case No.	Government Bar Date
Topchord Investments, LLC	17-12664	6/4/2018
Vallecito Investments, LLC	17-12675	6/4/2018
Varga Investments, LLC	17-12685	6/4/2018
Wetterhorn Investments, LLC	17-12693	6/4/2018
White Birch Investments, LLC	17-12702	6/4/2018
White Dome Investments, LLC	17-12709	6/4/2018
Whiteacre Funding, LLC	17-12713	6/4/2018
Wilderness Investments, LLC	17-12723	6/4/2018
Willow Grove Investments, LLC	17-12732	6/4/2018
Winding Road Investments, LLC	17-12739	6/4/2018
WMF Management, LLC	17-12745	6/4/2018
Woodbridge Capital Investments, LLC	17-12750	6/4/2018
Woodbridge Commercial Bridge Loan Fund 1, LLC	17-12754	6/4/2018
Woodbridge Commercial Bridge Loan Fund 2, LLC	17-12758	6/4/2018
Woodbridge Group of Companies, LLC	17-12560	6/4/2018
Woodbridge Investments, LLC	17-12761	6/4/2018
Woodbridge Mezzanine Fund 1, LLC	17-12765	6/4/2018
Woodbridge Mortgage Investment Fund 1, LLC	17-12768	6/4/2018
Woodbridge Mortgage Investment Fund 2, LLC	17-12772	6/4/2018
Woodbridge Mortgage Investment Fund 3, LLC	17-12776	6/4/2018
Woodbridge Mortgage Investment Fund 3A, LLC	17-12780	6/4/2018
Woodbridge Mortgage Investment Fund 4, LLC	17-12784	6/4/2018
Woodbridge Structured Funding, LLC	17-12786	6/4/2018
Zestar Investments, LLC	17-12792	6/4/2018

**GROUP 2 PETITION DATE: February 9, 2018**  
**GOVERNMENT BAR DATE: August 8, 2018**

Debtor	Case No.	Government Bar Date
Carbondale Glen Lot L-2, LLC	18-10284	8/8/2018
Carbondale Peaks Lot L-1, LLC	18-10286	8/8/2018
H18 Massabesic Holding Company, LLC	18-10287	8/8/2018
H33 Hawthorne Holding Company, LLC	18-10288	8/8/2018
H50 Sachs Bridge Holding Company, LLC	18-10289	8/8/2018

H64 Pennhurst Holding Company, LLC	18-10290	8/8/2018
Hawthorne Investments, LLC	18-10291	8/8/2018
Lilac Valley Investments, LLC	18-10292	8/8/2018
M58 Springvale Holding Company, LLC	18-10294	8/8/2018
M96 Lilac Valley Holding Company, LLC	18-10295	8/8/2018
Massabesic Investments, LLC	18-10293	8/8/2018
Pennhurst Investments, LLC	18-10296	8/8/2018
Sachs Bridge Investments, LLC	18-10297	8/8/2018
Springvale Investments, LLC	18-10298	8/8/2018

**GROUP 3 PETITION DATE: March 9, 2018**  
**GOVERNMENT BAR DATE: September 5, 2018**

Debtor	Case No.	Government Bar Date
Bellflower Funding, LLC	18-10507	9/5/2018
Wall 123, LLC	18-10508	9/5/2018

**GROUP 4 PETITION DATE: March 23, 2018**  
**GOVERNMENT BAR DATE: September 19, 2018**

Debtor	Case No.	Government Bar Date
695 Buggy Circle, LLC	18-10670	9/19/18
Blazingstar Funding, LLC	18-10671	9/19/18
Buggy Circle Holdings, LLC	18-10672	9/19/18
Deerfield Park Investments, LLC	18-10673	9/19/18
H10 Deerfield Park Holdings Company, LLC	18-10674	9/19/18
Kirkstead Investments, LLC	18-10675	9/19/18
M16 Kirkstead Holding Company, LLC	18-10676	9/19/18

**GROUP 5 PETITION DATE: March 27, 2018**  
**GOVERNMENT BAR DATE: September 24, 2018**

Debtor	Case No.	Government Bar Date
Frog Rock Investments, LLC	18-10733	9/24/18
M77 Frog Rock Holding Company, LLC	18-10734	9/24/18
M89 Mount Washington Holding Company, LLC	18-10735	9/24/18
Mount Washington Investments, LLC	18-10736	9/24/18

**EXHIBIT 2**

**Proof of Claim Form**

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE  
 To select a debtor, please see attached Exhibit A.



**Your Claim is Scheduled As Follows:**

<<debtor>>  
 <<secured\_amt>>  
 <<priority\_amt>>  
 <<unsecured\_amt>>  
 <<cud\_fl>>



<<name\_addr\_1>>  
 <<name\_addr\_2>>  
 <<name\_addr\_3>>  
 <<name\_addr\_4>>  
 <<name\_addr\_5>>

If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. Please consult the Bar Date Notice for details regarding who is and is not required to file a proof of claim. If you assert an ownership interest, rather than a claim, in a Debtor, please do not use this form. Please instead use the form available at <http://cases.gardencitygroup.com/wgc>.

# Proof of Claim

## Official Form 410\*

Read the instructions before filling out this form. Do not use this form to make a request for payment of an administrative expense except for pursuant to Bankruptcy Code section 503(b)(9). Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

This chapter 11 case was commenced in the United States Bankruptcy Court for the District of Delaware, on December 4, 2017 (the "Petition Date.") Fill in all the information for the claim as of the Petition Date.

### Part 1: Identify the Claim

1.	<b>Who is the current creditor?</b>	_____ Name of the current creditor (the person or entity to be paid for this claim)  Other names the creditor used with the debtor _____			
2.	<b>Has this claim been acquired from someone else?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____			
3.	<b>Where should notices and payments to the creditor be sent?</b>	<b>Where should notices to the creditor be sent?</b>	<b>Where should payments to the creditor be sent? (if different)</b>		
	Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	_____ Name  _____ Number Street  _____ City State ZIP Code  _____ Contact phone  _____ Contact email	_____ Name  _____ Number Street  _____ City State ZIP Code  _____ Contact phone  _____ Contact email		
4.	<b>Does this claim amend one already filed?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM/DD/YYYY			
5.	<b>Do you know if anyone else has filed a proof of claim for this claim?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____			



**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

6.	<b>Do you have any number you use to identify the debtor?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ ____ ____ ____	
7.	<b>How much is the claim?</b>	\$ _____	<b>Does this amount include interest or other charges?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8.	<b>What is the basis of the claim?</b>	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.	
9.	<b>Is all or part of the claim secured?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.  <b>Nature of property:</b> <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____  <b>Basis for perfection:</b> _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)  <b>Value of property:</b> \$ _____ <b>Amount of the claim that is secured:</b> \$ _____ <b>Amount of the claim that is unsecured:</b> \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)  <b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____  <b>Annual Interest Rate</b> (when case was filed) _____% <input type="checkbox"/> Fixed <input type="checkbox"/> Variable	
10.	<b>Is this claim based on a lease?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <b>Amount necessary to cure any default as of the date of the petition.</b> \$ _____	
11.	<b>Is this claim subject to a right of setoff?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____	
12.	<b>Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <i>Check all that apply:</i>	<b>Amount entitled to priority</b>
A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.		<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
		<input type="checkbox"/> Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
		<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
		<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
		<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
		<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(__) that applies.	\$ _____
* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.			





13. **Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?**  No  Yes. Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ \_\_\_\_\_

14. **Has the claimant asserted any Debtor-related claims against any third party?**  No  Yes. Provide the details of where you asserted any Debtor-related claims against a third party. \_\_\_\_\_

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

*Check the appropriate box:*

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

I understand that an authorized signature on this Proof of Claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this Proof of Claim and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_  
Signature

**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

IF SUBMITTING A HARD COPY OF A PROOF OF CLAIM FORM, PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: **IF BY MAIL:** WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL. P.O. BOX 10545, DUBLIN, OHIO 43017-0208. **IF BY HAND OR OVERNIGHT COURIER:** WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL., C/O GCG, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.

THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS (**GEN BAR DATE** at :\_\_ P.M.) (PREVAILING \_\_\_\_\_ TIME)  
THE GOVERNMENT BAR DATE IS EITHER JUNE 4, 2018, AUGUST 8, 2018, SEPTEMBER 5, 2018 SEPTEMBER 19, 2018, OR SEPTEMBER 24, 2018, **DEPENDING ON WHICH DEBTOR YOUR CLAIM IS AGAINST**, AS SET FORTH ON EXHIBIT I TO THE BAR DATE ORDER, AVAILABLE AT <http://cases.gardencitygroup.com/wgc/>

# Instructions for Proof of Claim

United States Bankruptcy Court

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the Debtor, exceptions to these general rules may apply. The attorneys for the Debtors and their court-appointed claims agent, Garden City Group, LLC ("GCG"), are not authorized and are not providing you with any legal advice.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.  
18 U.S.C. §§ 152, 157 and 3571.

## How to fill out this form

- **Fill in all the information for the claim as of the Petition Date.**
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- **Attach any supporting documents to this form.**  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *Redaction* of information in the section below.)  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called "Bankruptcy Rule") 3001(c) and (d).
- **Do not attach original documents because attachments may be destroyed after scanning.**
- **If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**
- **A Proof of Claim form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.** See Bankruptcy Rule 9037.
- **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

## Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, enclose a stamped self-addressed envelope and a copy of this form. You will also receive an acknowledgment letter from GCG after your proof of claim form has been processed. You will also be able to view the details of your claim and your Proof of Claim form, including supporting documentation, on the claims register hosted on the case administration website, <http://cases.gardencitygroup.com/wgc/>.



## Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate. 11 U.S.C. § 503.

**Claim:** A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

**Debtor:** A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form used by the creditor to indicate the amount of the debt owed by the Debtor on the date of the bankruptcy filing. The creditor must file the form with GCG as described in the instructions above and in the Bar Date Notice.

**Redaction of information:** *Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to privacy on the Proof of Claim form and any attached documents.*

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Uniform claim identifier:** An optional 24-character identifier that some creditors use to facilitate electronic payment.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

**Display of Proof of Claim on Case Administration Website:** As the official claims agent, and in accordance with Federal Bankruptcy Rule 9037(g), GCG will display your proof of claim form, including supporting documentation, on the case administration website. Please be aware that any personal information not otherwise redacted on your proof of claim form will be displayed over the internet.

## Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

**Do not file these instructions with your form.**

Name of Debtor:	Case No.	Name of Debtor:	Case No.
<input type="checkbox"/> 215 North 12th Street, LLC	17-12561 (KJC)	<input type="checkbox"/> Grand Midway Investments, LLC	17-12628 (KJC)
<input type="checkbox"/> 695 Buggy Circle, LLC	18-10670 (KJC)	<input type="checkbox"/> Gravenstein Investments, LLC	17-12632 (KJC)
<input type="checkbox"/> Addison Park Investments, LLC	17-12563 (KJC)	<input type="checkbox"/> Green Gables Investments, LLC	17-12637 (KJC)
<input type="checkbox"/> Anchorpoint Investments, LLC	17-12566 (KJC)	<input type="checkbox"/> Grenadier Investments, LLC	17-12643 (KJC)
<input type="checkbox"/> Arborvitae Investments, LLC	17-12572 (KJC)	<input type="checkbox"/> Grumblethorpe Investments, LLC	17-12649 (KJC)
<input type="checkbox"/> Archivolt Investments, LLC	17-12574 (KJC)	<input type="checkbox"/> H10 Deerfield Park Holding Company, LLC	18-10674 (KJC)
<input type="checkbox"/> Arlington Ridge Investments, LLC	17-12576 (KJC)	<input type="checkbox"/> H11 Silk City Holding Company, LLC	17-12833 (KJC)
<input type="checkbox"/> Arrowpoint Investments, LLC	17-12578 (KJC)	<input type="checkbox"/> H12 White Birch Holding Company, LLC	17-12699 (KJC)
<input type="checkbox"/> Baleroy Investments, LLC	17-12580 (KJC)	<input type="checkbox"/> H13 Bay Village Holding Company, LLC	17-12591 (KJC)
<input type="checkbox"/> Basswood Holding, LLC	17-12600 (KJC)	<input type="checkbox"/> H14 Dixville Notch Holding Company, LLC	17-12712 (KJC)
<input type="checkbox"/> Bay Village Investments, LLC	17-12604 (KJC)	<input type="checkbox"/> H15 Bear Brook Holding Company, LLC	17-12607 (KJC)
<input type="checkbox"/> Bear Brook Investments, LLC	17-12610 (KJC)	<input type="checkbox"/> H16 Monadnock Holding Company, LLC	17-12678 (KJC)
<input type="checkbox"/> Beech Creek Investments, LLC	17-12616 (KJC)	<input type="checkbox"/> H17 Pemigewasset Holding Company, LLC	17-12799 (KJC)
<input type="checkbox"/> Bellflower Funding, LLC	18-10507 (KJC)	<input type="checkbox"/> H18 Massabesic Holding Company, LLC	18-10287 (KJC)
<input type="checkbox"/> Bishop White Investments, LLC	17-12623 (KJC)	<input type="checkbox"/> H19 Emerald Lake Holding Company, LLC	17-12785 (KJC)
<input type="checkbox"/> Black Bass Investments, LLC	17-12641 (KJC)	<input type="checkbox"/> H2 Arlington Ridge Holding Company, LLC	17-12575 (KJC)
<input type="checkbox"/> Black Locust Investments, LLC	17-12648 (KJC)	<input type="checkbox"/> H20 Bluff Point Holding Company, LLC	17-12715 (KJC)
<input type="checkbox"/> Blazingstar Funding, LLC	18-10671 (KJC)	<input type="checkbox"/> H21 Summerfree Holding Company, LLC	17-12631 (KJC)
<input type="checkbox"/> Bluff Point Investments, LLC	17-12722 (KJC)	<input type="checkbox"/> H22 Papirovka Holding Company, LLC	17-12770 (KJC)
<input type="checkbox"/> Bowman Investments, LLC	17-12753 (KJC)	<input type="checkbox"/> H23 Pinova Holding Company, LLC	17-12810 (KJC)
<input type="checkbox"/> Bramley Investments, LLC	17-12769 (KJC)	<input type="checkbox"/> H24 Stayman Holding Company, LLC	17-12590 (KJC)
<input type="checkbox"/> Brise Soleil Investments, LLC	17-12762 (KJC)	<input type="checkbox"/> H25 Elstar Holding Company, LLC	17-12779 (KJC)
<input type="checkbox"/> Broadsands Investments, LLC	17-12777 (KJC)	<input type="checkbox"/> H26 Gravenstein Holding Company, LLC	17-12630 (KJC)
<input type="checkbox"/> Brynderwen Investments, LLC	17-12793 (KJC)	<input type="checkbox"/> H27 Grenadier Holding Company, LLC	17-12642 (KJC)
<input type="checkbox"/> Buggy Circle Holdings, LLC	18-10672 (KJC)	<input type="checkbox"/> H28 Black Locust Holding Company, LLC	17-12647 (KJC)
<input type="checkbox"/> Cablestay Investments, LLC	17-12798 (KJC)	<input type="checkbox"/> H29 Zestar Holding Company, LLC	17-12789 (KJC)
<input type="checkbox"/> Cannington Investments, LLC	17-12803 (KJC)	<input type="checkbox"/> H30 Silver Maple Holding Company, LLC	17-12835 (KJC)
<input type="checkbox"/> Carbondale Doocy, LLC	17-12805 (KJC)	<input type="checkbox"/> H31 Addison Park Holding Company, LLC	17-12562 (KJC)
<input type="checkbox"/> Carbondale Glen Lot A-5, LLC	17-12807 (KJC)	<input type="checkbox"/> H32 Arborvitae Holding Company, LLC	17-12567 (KJC)
<input type="checkbox"/> Carbondale Glen Lot D-22, LLC	17-12809 (KJC)	<input type="checkbox"/> H33 Hawthorn Holding Company, LLC	18-10288 (KJC)
<input type="checkbox"/> Carbondale Glen Lot E-24, LLC	17-12811 (KJC)	<input type="checkbox"/> H35 Hornbeam Holding Company, LLC	17-12691 (KJC)
<input type="checkbox"/> Carbondale Glen Lot GV-13, LLC	17-12813 (KJC)	<input type="checkbox"/> H36 Sturmer Pippin Holding Company, LLC	17-12625 (KJC)
<input type="checkbox"/> Carbondale Glen Lot L-2, LLC	18-10284 (KJC)	<input type="checkbox"/> H37 Idared Holding Company, LLC	17-12697 (KJC)
<input type="checkbox"/> Carbondale Glen Lot SD-14, LLC	17-12817 (KJC)	<input type="checkbox"/> H38 Mutsu Holding Company, LLC	17-12711 (KJC)
<input type="checkbox"/> Carbondale Glen Lot SD-23, LLC	17-12815 (KJC)	<input type="checkbox"/> H39 Haralson Holding Company, LLC	17-12661 (KJC)
<input type="checkbox"/> Carbondale Glen Mesa Lot 19, LLC	17-12819 (KJC)	<input type="checkbox"/> H4 Pawtuckaway Holding Company, LLC	17-12778 (KJC)
<input type="checkbox"/> Carbondale Glen River Mesa, LLC	17-12820 (KJC)	<input type="checkbox"/> H40 Bramley Holding Company, LLC	17-12766 (KJC)
<input type="checkbox"/> Carbondale Glen Sundance Ponds, LLC	17-12822 (KJC)	<input type="checkbox"/> H41 Grumblethorpe Holding Company, LLC	17-12646 (KJC)
<input type="checkbox"/> Carbondale Glen Sweetgrass Vista, LLC	17-12564 (KJC)	<input type="checkbox"/> H43 Lenni Heights Holding Company, LLC	17-12717 (KJC)
<input type="checkbox"/> Carbondale Peaks Lot L-1, LLC	18-10286 (KJC)	<input type="checkbox"/> H44 Green Gables Holding Company, LLC	17-12634 (KJC)
<input type="checkbox"/> Carbondale Spruce 101, LLC	17-12568 (KJC)	<input type="checkbox"/> H46 Beech Creek Holding Company, LLC	17-12612 (KJC)
<input type="checkbox"/> Carbondale Sundance Lot 15, LLC	17-12569 (KJC)	<input type="checkbox"/> H47 Summit Cut Holding Company, LLC	17-12638 (KJC)
<input type="checkbox"/> Carbondale Sundance Lot 16, LLC	17-12570 (KJC)	<input type="checkbox"/> H49 Bowman Holding Company, LLC	17-12725 (KJC)
<input type="checkbox"/> Castle Pines Investments, LLC	17-12581 (KJC)	<input type="checkbox"/> H5 Chestnut Ridge Holding Company, LLC	17-12608 (KJC)
<input type="checkbox"/> Centershot Investments, LLC	17-12586 (KJC)	<input type="checkbox"/> H50 Sachs Bridge Holding Company, LLC	18-10289 (KJC)
<input type="checkbox"/> Chaplin Investments, LLC	17-12592 (KJC)	<input type="checkbox"/> H51 Old Carbon Holding Company, LLC	17-12738 (KJC)
<input type="checkbox"/> Chestnut Investments, LLC	17-12603 (KJC)	<input type="checkbox"/> H52 Willow Grove Holding Company, LLC	17-12729 (KJC)
<input type="checkbox"/> Chestnut Ridge Investments, LLC	17-12614 (KJC)	<input type="checkbox"/> H53 Black Bass Holding Company, LLC	17-12639 (KJC)
<input type="checkbox"/> Clover Basin Investments, LLC	17-12621 (KJC)	<input type="checkbox"/> H54 Seven Stars Holding Company, LLC	17-12831 (KJC)
<input type="checkbox"/> Coffee Creek Investments, LLC	17-12627 (KJC)	<input type="checkbox"/> H55 Old Maitland Holding Company, LLC	17-12747 (KJC)
<input type="checkbox"/> Craven Investments, LLC	17-12636 (KJC)	<input type="checkbox"/> H56 Craven Holding Company, LLC	17-12633 (KJC)
<input type="checkbox"/> Crossbeam Investments, LLC	17-12650 (KJC)	<input type="checkbox"/> H58 Baleroy Holding Company, LLC	17-12579 (KJC)
<input type="checkbox"/> Crowfield Investments, LLC	17-12660 (KJC)	<input type="checkbox"/> H59 Rising Sun Holding Company, LLC	17-12827 (KJC)
<input type="checkbox"/> Crystal Valley Holdings, LLC	17-12666 (KJC)	<input type="checkbox"/> H6 Lilac Meadow Holding Company, LLC	17-12724 (KJC)
<input type="checkbox"/> Crystal Woods Investments, LLC	17-12676 (KJC)	<input type="checkbox"/> H60 Moravian Holding Company, LLC	17-12686 (KJC)
<input type="checkbox"/> Cuco Settlement, LLC	17-12679 (KJC)	<input type="checkbox"/> H61 Grand Midway Holding Company, LLC	17-12626 (KJC)
<input type="checkbox"/> Daleville Investments, LLC	17-12687 (KJC)	<input type="checkbox"/> H64 Pennhurst Holding Company, LLC	18-10290 (KJC)
<input type="checkbox"/> Deerfield Park Investments, LLC	18-10673 (KJC)	<input type="checkbox"/> H65 Thornbury Farm Holding Company, LLC	17-12644 (KJC)
<input type="checkbox"/> Derbyshire Investments, LLC	17-12696 (KJC)	<input type="checkbox"/> H66 Heilbron Manor Holding Company, LLC	17-12677 (KJC)
<input type="checkbox"/> Diamond Cove Investments, LLC	17-12705 (KJC)	<input type="checkbox"/> H68 Graeme Park Holding Company, LLC	17-12620 (KJC)
<input type="checkbox"/> Dixville Notch Investments, LLC	17-12716 (KJC)	<input type="checkbox"/> H7 Dogwood Valley Holding Company, LLC	17-12721 (KJC)
<input type="checkbox"/> Dogwood Valley Investments, LLC	17-12727 (KJC)	<input type="checkbox"/> H70 Bishop White Holding Company, LLC	17-12619 (KJC)
<input type="checkbox"/> Dollis Brook Investments, LLC	17-12735 (KJC)	<input type="checkbox"/> H74 Imperial Aly Holding Company, LLC	17-12704 (KJC)
<input type="checkbox"/> Donnington Investments, LLC	17-12744 (KJC)	<input type="checkbox"/> H76 Diamond Cove Holding Company, LLC	17-12700 (KJC)
<input type="checkbox"/> Doubleleaf Investments, LLC	17-12755 (KJC)	<input type="checkbox"/> H8 Melody Lane Holding Company, LLC	17-12756 (KJC)
<input type="checkbox"/> Drawspan Investments, LLC	17-12767 (KJC)	<input type="checkbox"/> H9 Strawberry Fields Holding Company, LLC	17-12609 (KJC)
<input type="checkbox"/> Eldredge Investments, LLC	17-12775 (KJC)	<input type="checkbox"/> Hackmatack Investments, LLC	17-12653 (KJC)
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<input type="checkbox"/> Frog Rock Investments, LLC	18-10733 (KJC)	<input type="checkbox"/> Hazelpoint Investments, LLC	17-12674 (KJC)
<input type="checkbox"/> Gateshead Investments, LLC	17-12597 (KJC)	<input type="checkbox"/> Heilbron Manor Investments, LLC	17-12681 (KJC)
<input type="checkbox"/> Glenn Rich Investments, LLC	17-12602 (KJC)	<input type="checkbox"/> Hollyline Holdings, LLC	17-12684 (KJC)
<input type="checkbox"/> Goose Rocks Investments, LLC	17-12611 (KJC)	<input type="checkbox"/> Hollyline Owners, LLC	17-12688 (KJC)
<input type="checkbox"/> Goosebrook Investments, LLC	17-12617 (KJC)	<input type="checkbox"/> Hornbeam Investments, LLC	17-12694 (KJC)
<input type="checkbox"/> Graeme Park Investments, LLC	17-12622 (KJC)	<input type="checkbox"/> Idared Investments, LLC	17-12701 (KJC)



Name of Debtor:	Case No.	Name of Debtor:	Case No.
<input type="checkbox"/> Imperial Aly Investments, LLC	17-12708 (KJC)	<input type="checkbox"/> M96 Lilac Valley Holding Company, LLC	18-10295 (KJC)
<input type="checkbox"/> Ironsides Investments, LLC	17-12714 (KJC)	<input type="checkbox"/> M97 Red Wood Holding Company, LLC	17-12823 (KJC)
<input type="checkbox"/> Kirkstead Investments, LLC	18-10675 (KJC)	<input type="checkbox"/> M99 Ironsides Holding Company, LLC	17-12710 (KJC)
<input type="checkbox"/> Lenni Heights Investments, LLC	17-12720 (KJC)	<input type="checkbox"/> Mason Run Investments, LLC	17-12751 (KJC)
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<input type="checkbox"/> Lonetree Investments, LLC	17-12740 (KJC)	<input type="checkbox"/> Mineola Investments, LLC	17-12673 (KJC)
<input type="checkbox"/> Longbourn Investments, LLC	17-12746 (KJC)	<input type="checkbox"/> Monadnock Investments, LLC	17-12682 (KJC)
<input type="checkbox"/> M10 Gateshead Holding Company, LLC	17-12593 (KJC)	<input type="checkbox"/> Moravian Investments, LLC	17-12690 (KJC)
<input type="checkbox"/> M11 Anchorpoint Holding Company, LLC	17-12565 (KJC)	<input type="checkbox"/> Mount Washington Investments, LLC	18-10736 (KJC)
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<input type="checkbox"/> M14 Crossbeam Holding Company, LLC	17-12645 (KJC)	<input type="checkbox"/> Mt. Holly Investments, LLC	17-12707 (KJC)
<input type="checkbox"/> M15 Doubleleaf Holding Company, LLC	17-12749 (KJC)	<input type="checkbox"/> Mutsu Investments, LLC	17-12719 (KJC)
<input type="checkbox"/> M16 Kirkstead Holding Company, LLC	18-10676 (KJC)	<input type="checkbox"/> Newville Investments, LLC	17-12734 (KJC)
<input type="checkbox"/> M17 Lincolnshire Holding Company, LLC	17-12730 (KJC)	<input type="checkbox"/> Old Carbon Investments, LLC	17-12743 (KJC)
<input type="checkbox"/> M19 Arrowpoint Holding Company, LLC	17-12577 (KJC)	<input type="checkbox"/> Old Maitland Investments, LLC	17-12752 (KJC)
<input type="checkbox"/> M22 Drawspan Holding Company, LLC	17-12764 (KJC)	<input type="checkbox"/> Owl Ridge Investments, LLC	17-12763 (KJC)
<input type="checkbox"/> M24 Fieldpoint Holding Company, LLC	17-12791 (KJC)	<input type="checkbox"/> Papirovka Investments, LLC	17-12774 (KJC)
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<input type="checkbox"/> M32 Dollis Brook Holding Company, LLC	17-12731 (KJC)	<input type="checkbox"/> Pinova Investments, LLC	17-12812 (KJC)
<input type="checkbox"/> M33 Harringworth Holding Company, LLC	17-12667 (KJC)	<input type="checkbox"/> Quarterpost Investments, LLC	17-12816 (KJC)
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<input type="checkbox"/> M38 Pemberley Holding Company, LLC	17-12787 (KJC)	<input type="checkbox"/> Rising Sun Investments, LLC	17-12828 (KJC)
<input type="checkbox"/> M39 Derbyshire Holding Company, LLC	17-12692 (KJC)	<input type="checkbox"/> Sachs Bridge Investments, LLC	18-10297 (KJC)
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<input type="checkbox"/> M41 Silverthorne Holding Company, LLC	17-12838 (KJC)	<input type="checkbox"/> Seven Stars Investments, LLC	17-12832 (KJC)
<input type="checkbox"/> M43 White Dome Holding Company, LLC	17-12706 (KJC)	<input type="checkbox"/> Silk City Investments, LLC	17-12834 (KJC)
<input type="checkbox"/> M44 Wildernest Holding Company, LLC	17-12718 (KJC)	<input type="checkbox"/> Silver Maple Investments, LLC	17-12836 (KJC)
<input type="checkbox"/> M45 Clover Basin Holding Company, LLC	17-12618 (KJC)	<input type="checkbox"/> Silverleaf Funding, LLC	17-12837 (KJC)
<input type="checkbox"/> M46 Owl Ridge Holding Company, LLC	17-12759 (KJC)	<input type="checkbox"/> Silverthorne Investments, LLC	17-12582 (KJC)
<input type="checkbox"/> M48 Vallecito Holding Company, LLC	17-12670 (KJC)	<input type="checkbox"/> Springline Investments, LLC	17-12585 (KJC)
<input type="checkbox"/> M49 Squaretop Holding Company, LLC	17-12588 (KJC)	<input type="checkbox"/> Springvale Investments, LLC	18-10298 (KJC)
<input type="checkbox"/> M5 Stepstone Holding Company, LLC	17-12601 (KJC)	<input type="checkbox"/> Squaretop Investments, LLC	17-12589 (KJC)
<input type="checkbox"/> M50 Wetterhorn Holding Company, LLC	17-12689 (KJC)	<input type="checkbox"/> Stayman Investments, LLC	17-12594 (KJC)
<input type="checkbox"/> M51 Coffee Creek Holding Company, LLC	17-12624 (KJC)	<input type="checkbox"/> Steele Hill Investments, LLC	17-12598 (KJC)
<input type="checkbox"/> M53 Castle Pines Holding Company, LLC	17-12571 (KJC)	<input type="checkbox"/> Stepstone Investments, LLC	17-12606 (KJC)
<input type="checkbox"/> M54 Lonetree Holding Company, LLC	17-12737 (KJC)	<input type="checkbox"/> Strawberry Fields Investments, LLC	17-12613 (KJC)
<input type="checkbox"/> M56 Haffenburg Holding Company, LLC	17-12656 (KJC)	<input type="checkbox"/> Sturmer Pippin Investments, LLC	17-12629 (KJC)
<input type="checkbox"/> M57 Ridgecrest Holding Company, LLC	17-12818 (KJC)	<input type="checkbox"/> Summerfree Investments, LLC	17-12635 (KJC)
<input type="checkbox"/> M58 Springvale Holding Company, LLC	18-10294 (KJC)	<input type="checkbox"/> Summit Cut Investments, LLC	17-12640 (KJC)
<input type="checkbox"/> M60 Thunder Basin Holding Company, LLC	17-12654 (KJC)	<input type="checkbox"/> Thornbury Farm Investments, LLC	17-12651 (KJC)
<input type="checkbox"/> M61 Mineola Holding Company, LLC	17-12668 (KJC)	<input type="checkbox"/> Thunder Basin Investments, LLC	17-12657 (KJC)
<input type="checkbox"/> M62 Sagebrook Holding Company, LLC	17-12829 (KJC)	<input type="checkbox"/> Topchord Investments, LLC	17-12664 (KJC)
<input type="checkbox"/> M63 Crowfield Holding Company, LLC	17-12655 (KJC)	<input type="checkbox"/> Vallecito Investments, LLC	17-12675 (KJC)
<input type="checkbox"/> M67 Mountain Spring Holding Company, LLC	17-12695 (KJC)	<input type="checkbox"/> Varga Investments, LLC	17-12685 (KJC)
<input type="checkbox"/> M68 Goosebrook Holding Company, LLC	17-12615 (KJC)	<input type="checkbox"/> Wall 123, LLC	18-10508 (KJC)
<input type="checkbox"/> M70 Pinney Holding Company, LLC	17-12806 (KJC)	<input type="checkbox"/> Wetterhorn Investments, LLC	17-12693 (KJC)
<input type="checkbox"/> M71 Eldredge Holding Company, LLC	17-12771 (KJC)	<input type="checkbox"/> White Birch Investments, LLC	17-12702 (KJC)
<input type="checkbox"/> M72 Daleville Holding Company, LLC	17-12683 (KJC)	<input type="checkbox"/> White Dome Investments, LLC	17-12709 (KJC)
<input type="checkbox"/> M73 Mason Run Holding Company, LLC	17-12748 (KJC)	<input type="checkbox"/> Whiteacre Funding, LLC	17-12713 (KJC)
<input type="checkbox"/> M74 Varga Holding Company, LLC	17-12680 (KJC)	<input type="checkbox"/> Wildernest Investments, LLC	17-12723 (KJC)
<input type="checkbox"/> M75 Riley Creek Holding Company, LLC	17-12825 (KJC)	<input type="checkbox"/> Willow Grove Investments, LLC	17-12732 (KJC)
<input type="checkbox"/> M76 Chaplin Holding Company, LLC	17-12587 (KJC)	<input type="checkbox"/> Winding Road Investments, LLC	17-12739 (KJC)
<input type="checkbox"/> M77 Frog Rock Holding Company, LLC	18-10734 (KJC)	<input type="checkbox"/> WMF Management, LLC	17-12745 (KJC)
<input type="checkbox"/> M79 Chestnut Holding Company, LLC	17-12595 (KJC)	<input type="checkbox"/> Woodbridge Capital Investments, LLC	17-12750 (KJC)
<input type="checkbox"/> M80 Hazelpoint Holding Company, LLC	17-12672 (KJC)	<input type="checkbox"/> Woodbridge Commercial Bridge Loan Fund 1, LLC	17-12754 (KJC)
<input type="checkbox"/> M83 Mt. Holly Holding Company, LLC	17-12703 (KJC)	<input type="checkbox"/> Woodbridge Commercial Bridge Loan Fund 2, LLC	17-12758 (KJC)
<input type="checkbox"/> M85 Glenn Rich Holding Company, LLC	17-12599 (KJC)	<input type="checkbox"/> Woodbridge Commercial Bridge Loan Fund 2, LLC	17-12758 (KJC)
<input type="checkbox"/> M86 Steele Hill Holding Company, LLC	17-12596 (KJC)	<input type="checkbox"/> Woodbridge Group of Companies, LLC	17-12560 (KJC)
<input type="checkbox"/> M87 Hackmatack Hills Holding Company, LLC	17-12652 (KJC)	<input type="checkbox"/> Woodbridge Investments, LLC	17-12761 (KJC)
<input type="checkbox"/> M88 Franconia Notch Holding Company, LLC	17-12796 (KJC)	<input type="checkbox"/> Woodbridge Mezzanine Fund 1, LLC	17-12765 (KJC)
<input type="checkbox"/> M89 Mount Washington Holding Company, LLC	18-10735 (KJC)	<input type="checkbox"/> Woodbridge Mortgage Investment Fund 1, LLC	17-12768 (KJC)
<input type="checkbox"/> M9 Donnington Holding Company, LLC	17-12741 (KJC)	<input type="checkbox"/> Woodbridge Mortgage Investment Fund 2, LLC	17-12772 (KJC)
<input type="checkbox"/> M90 Merrimack Valley Holding Company, LLC	17-12658 (KJC)	<input type="checkbox"/> Woodbridge Mortgage Investment Fund 3, LLC	17-12776 (KJC)
<input type="checkbox"/> M91 Newville Holding Company, LLC	17-12726 (KJC)	<input type="checkbox"/> Woodbridge Mortgage Investment Fund 3A, LLC	17-12780 (KJC)
<input type="checkbox"/> M92 Crystal Woods Holding Company, LLC	17-12671 (KJC)	<input type="checkbox"/> Woodbridge Mortgage Investment Fund 4, LLC	17-12784 (KJC)
<input type="checkbox"/> M93 Goose Rocks Holding Company, LLC	17-12605 (KJC)	<input type="checkbox"/> Woodbridge Structured Funding, LLC	17-12786 (KJC)
<input type="checkbox"/> M94 Winding Road Holding Company, LLC	17-12736 (KJC)	<input type="checkbox"/> Zestar Investments, LLC	17-12792 (KJC)
<input type="checkbox"/> M95 Pepperwood Holding Company, LLC	17-12802 (KJC)		

**EXHIBIT 3**

**Proof of Interest Form**

**PROOF OF INTEREST**

Name of Debtor:

1. **Name of holder of the Equity Security Interest** (The person or entity holding an Equity Security Interest in the Debtor. Referred to hereinafter as the "Interest Holder"):

Name and address where notices should be sent:

Telephone Number:

**NOTE: This form SHOULD NOT be used to make a claim against the Debtor for money owed. A separate Proof of Claim form should be used for that purpose. This form should only be used to assert an Equity Security Interest in the Debtor. An Equity Security Interest is any right arising from any capital stock, membership interest, or equity security in any of the Debtors. An equity security is defined in the Bankruptcy Code as (a) a share in a corporation whether or not transferable or denominated stock or similar security, (b) interest of a limited partner in a limited partnership, or (c) warrant or right other than a right to convert, to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subparagraph (a) or (b) above.**

**THIS SPACE IS FOR COURT USE ONLY**

Account or other number by which Interest Holder identifies Debtor:

Check here if this claim:

- replaces a previously filed Proof of Interest dated:
- amends a previously filed Proof of Interest dated:

2. **Name and Address of any person or entity that is the record holder for the Equity Security Interest asserted in this Proof of Interest:**

3. **Date Equity Security Interest was acquired:**

Telephone Number:

4. **Total amount of member interest:**

5. **Certificate number(s):**

6. **Type of Equity Interest:**

Please indicate the type of Equity Interest you hold:

7. **Supporting Documents:** *Attach copies of supporting documents*, such as stock certificates, option agreements, warrants, etc. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain.

8. **Has the claimant asserted any Debtor-related claims against any third party?**

- No.**
- Yes.** Provide the details of where you asserted any Debtor-related claims against a third party. \_\_\_\_\_

9. **Signature:**

**THIS SPACE FOR COURT USE ONLY**

**I declare under penalty of perjury that the information provided in this proof of interest is true and correct to the best of my knowledge, information and reasonable belief.**

**DATE** **SIGN** and print the name and title, if any, of the Interest Holder or other person authorized to file this proof of interest (attach copy of power of attorney, if any):

IF SUBMITTING A HARD COPY OF A PROOF OF CLAIM FORM, PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS:  
**IF BY MAIL:** WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL. P.O. BOX 10545, DUBLIN, OHIO 43017-0208. **IF BY HAND OR OVERNIGHT COURIER:** WOODBRIDGE GROUP OF COMPANIES, LLC, ET AL., C/O GCG, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.  
 THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS (**GEN BAR DATE** at : P.M.) (PREVAILING TIME)  
 THE GOVERNMENT BAR DATE IS EITHER JUNE 4, 2018, AUGUST 8, 2018, SEPTEMBER 5, 2018, SEPTEMBER 19, 2018, OR SEPTEMBER 24, 2018  
**DEPENDENT ON WHICH DEBTOR YOUR CLAIM IS AGAINST**, AS SET FORTH ON EXHIBIT I TO THE BAR DATE ORDER, AVAILABLE AT <http://cases.gardencitygroup.com/wgc/>

**EXHIBIT II**

**Blackline**

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:

WOODBRIIDGE GROUP OF COMPANIES, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket ~~No~~Nos. 759 & \_\_\_\_\_

**ORDER ESTABLISHING DEADLINES FOR FILING PROOFS OF CLAIM AND  
PROOFS OF INTEREST AND  
APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the “Motion”)<sup>2</sup> filed by the above-captioned debtors and debtors in possession (the “Debtors”) in these jointly administered chapter 11 cases (the “Chapter 11 Cases”), for entry of an order, pursuant to sections 501 and 502 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), (i) establishing 5:00 p.m. (prevailing Eastern Time) on the date that is 60 days after the Bar Date Notice Mailing Date (the “General Bar Date”) as the deadline by which each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than governmental units, must file (x) a proof of claim (each, a “Proof of Claim”) based on claims against the Debtors that arose prior to the

<sup>1</sup> 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 <http://cases.gardencitygroup.com/wgc>, or by contacting the undersigned counsel for the Debtors.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.



applicable Petition Date, including requests for allowance and payment of claims under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by the Debtors in the 20 days prior to the applicable Petition Date and (y) a proof of interest (each, a “Proof of Interest”) based on ownership interests in the Debtors, (ii) establishing 5:00 p.m. (prevailing Eastern Time) on the dates listed with respect to each Debtor on **Exhibit I** to the Bar Date Notice, a copy of which is attached hereto as **Exhibit 1**, as the deadline by which any governmental unit (as such term is defined in section 101(27) of the Bankruptcy Code) must file Proofs of Claim against the Debtors (the “Government Bar Date”), (iii) approving the Bar Date Notice Procedures, (iv) approving the Supplemental Bar Date and Rejection Bar Date with respect to claims filed in response to amendments of the Schedules or for rejection damage claims, respectively; (v) approving the proposed form of Bar Date Notice, and (vi) approving the proposed manner of publication of the Bar Date Notice; and upon consideration of the record of these Chapter 11 Cases; and it appearing that the Court has jurisdiction to consider the Motion 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 Motion 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 Chapter 11 Cases and of the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that due and adequate notice of the Motion has been given under the circumstances, and that no other or further notice need be given; and it appearing that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and after due deliberation, and good and sufficient cause appearing therefor, it is hereby

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED as set forth herein.
2. Except as otherwise provided herein, (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 60 days after the Bar Date Notice Mailing Date is established as the General Bar Date and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is 180 days after such Debtor's respective Petition Date is established as the Government Bar Date. The Government Bar Dates are listed on **Exhibit I** to the Bar Date Notice and are posted on the Claims Agent's website, <https://cases.gardencitygroup.com/wgc>.
3. Each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust, or governmental unit) that asserts any claim (as defined in section 101(5) of the Bankruptcy Code) against a Debtor that arose prior to the applicable Petition Date, must file an original, written proof of such claim that substantially conforms to the proof of claim form (the "Proof of Claim Form"), attached as **Exhibit 2**, so as to be received on or before the applicable Bar Date by the Claims Agent.
4. If the Debtors file an amendment to or supplement their Schedules subsequent to the mailing of the Bar Date Notice and related information, they will provide notice of any such amendment or supplement to the holders of the claims affected thereby within 10 days of such filing. Holders of the claims affected by any such amendments must file any Proofs of Claim with respect to such claims on or before the later of (i) the General Bar Date or Government Bar Date, as applicable and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is 21 days after the date on which notice is served (the "Supplemental Bar Date").
5. Any counterparty or other party in interest asserting a claim or claims against the Debtors arising from the rejection of an executory contract or unexpired lease must file a Proof

of Claim based on such rejection on or before the later of: (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 30 days after the date the claimant is served with notice of entry of an order approving the rejection of the executory contract or unexpired lease and (ii) the General Bar Date (the “Rejection Bar Date”).

6. The following persons or entities are **not** required to file a Proof of Claim on or before the applicable Bar Date:

- a. any person or entity whose claim is listed on the Schedules and (i) whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” (ii) who does not dispute the amount or nature of the claim as set forth in the Schedules, and (iii) who does not dispute that the claim as listed in the Schedules is an obligation of the specific Debtor against which the claim is listed;
- b. any holder of a note against one or more Debtors (each, a “Noteholder”) whose claim is listed on the Schedules (Schedule F) and whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” is *not required* to file a Proof of Claim on or before the applicable Bar Date *unless* such Noteholder disputes (x) the amount of the claim as set forth in the Schedules or (y) the specific Debtor against which the claim as set forth in the Schedules is listed;
- c. any holder of a unit against the Debtors (each, a “Unitholder”) whose claim is listed on the Schedules (Schedule F) and is described therein as “disputed” is not required to file a Proof of Claim or Proof of Interest on or before the applicable Bar Date *unless* such Unitholder disputes (i) the amount of such claim as set forth in the Schedules or (ii) the specific Debtor against which such claim as set forth in the Schedules is listed. For the avoidance of doubt, (i) whether the manner in which the Debtors list Unitholders’ claims on their Schedules is as “disputed” or not, and (ii) whether a Unitholder files a proof of claim or interest or not, any Unitholder listed on the Schedules or who otherwise files a proof of claim or interest by the applicable Bar Date will be deemed to have asserted an unsecured claim, not subject to subordination under section 510(b) of the Bankruptcy Code or otherwise, with respect to the Units it holds against the Debtor entity in which the Units were purchased; provided, however, that any deemed assertion of claims by a Unitholder shall not be deemed to determine the ultimate classification or treatment of any such asserted claims for any purpose in the Chapter 11 Cases, whether under a plan or otherwise;

- d. any person or entity whose claim has been paid in full by the Debtors, pursuant to the relief granted by an order of the Bankruptcy Court or otherwise;
- e. any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estates, except for a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a Proof of Claim on or prior to the General Bar Date;
- f. any person or entity that holds a claim that has been allowed by a final order of this Court entered on or before the applicable Bar Date;
- g. any holder of a claim for which a separate deadline is fixed by this Court;
- h. any holder of a claim against the Debtors that has previously been properly filed with the Clerk of the Court or with the Claims Agent (utilizing a claim form that substantially conforms to the Proof of Claim Form);
- i. any Debtor holding a claim against another Debtor;
- j. any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- k. any current employee who has a claim for accrued prepetition paid time off ("PTO"), to the extent that an order of this Court previously authorized the Debtors to honor his or her claim in the ordinary course; *provided, however,* that a current employee must submit a Proof of Claim by the General Bar Date if his or her claim relates to (i) any wage or benefit other than PTO or (ii) damages arising from claims for wrongful termination, discrimination, and/or workers' compensation insurance;
- l. any current officer or director who has a claim for indemnification, contribution, or reimbursement; and
- m. the DIP Lender.

1. Each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust, or governmental unit) that asserts any ownership interest in a Debtor must file an original, written proof of such interest that substantially conforms to the proof of interest form (the "Proof of Interest Form"), attached as **Exhibit 3** hereto, so as to be received on or before the applicable Bar Date by the Claims Agent; *provided, however,* that the

sole exception to the foregoing is that no Debtor need file a Proof of Interest in respect of an ownership interest asserted in any other Debtor.

2. Claimants who wish to rely on the Schedules bear the sole responsibility for determining that their claims are accurately described therein.

3. The Claims Agent shall mail the Bar Date Package on a date that is on or after the Schedules Filing Date. Each party in interest that is entitled to receive notice hereunder will receive a Proof of Claim Form, and parties who are either known holders of interests or asserted holders of interests will also receive a Proof of Interest Form.

4. The Claims Agent shall prominently display the Bar Dates and post the Proof of Claim Form, Proof of Interest Form, and Bar Date Notice on its website at <http://cases.gardencitygroup.com/wgc>.

5. All Proofs of Claim filed against the Debtors must substantially conform to the Proof of Claim Form, and all Proofs of Interests filed in the Debtors must substantially conform to the Proof of Interest Form, and all **original** Proofs of Claim and Proofs of Interest must be received by the Claims Agent on or before the applicable Bar Date ~~either (i)~~ by first-class mail, overnight delivery service, or hand delivery as follows:

- a. If sent via first class mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P.O. Box 10545  
Dublin, Ohio, 43017-0208
- b. If hand deliver or sent via overnight mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P5151 Blazer Parkway, Suite A  
Dublin, Ohio, 43017;

~~or (ii) with respect to Proofs~~ Alternatively, any party can file a Proof of Claim, electronically via the interface available on the case administration website maintained by the Claims Agent at <http://cases.gardencitygroup.com/wgc>. Any party that electronically files a Proof of Claim shall retain such Proof of Claim (and supporting documents) with an original signature for a period of not less than two (2) years from the date the Proof of Claim is electronically filed.

6. Proofs of Claim and Proofs of Interest will be deemed timely filed only if **actually received** by the Claims Agent on or before the applicable Bar Date.

7. Each Proof of Claim and Proof of Interest must:
- a. be written in the English language;
  - b. denominate the claim or interest in lawful currency of the United States as of the applicable Petition Date;
  - c. conform substantially with the Proof of Claim Form or Proof of Interest Form, as applicable;
  - d. be signed by the claimant or interest holder, or by an authorized agent of the claimant or interest holder;
  - e. indicate the particular Debtor against which the claim or interest is asserted;
  - f. include supporting documentation (or, if such documentation is voluminous, include a summary of such documentation) or an explanation as to why such documentation is not available; *provided, however*, that a Proof of Claim or Proof of Interest may be filed without supporting documentation upon the prior written consent of the Debtors;
  - g. set forth the legal and factual basis for the alleged claim or interest;
  - h. provide whether the claimant or interest holder has asserted any Debtor-related claims against any third party and, if so, identify where the claimant or interest holder asserted said claims against the third party in question; and

i. ~~h.~~ with respect to any request for payment of a claim under section 503(b)(9) of the Bankruptcy Code, (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the applicable Petition Date, and (ii) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted and, if possible, identifying the date and time of delivery.

1. Notwithstanding anything to the contrary in this Order, failure to provide the information required by paragraph 13(h) above shall not, in itself, constitute grounds for disallowance of a claim or an interest.

2. ~~14.~~ Parties who wish to receive from the Claims Agent a proof of receipt of their proofs of claim or interest, must also include with their original Proof of Claim or Proof of Interest a copy of such claim or interest and a self-addressed and pre-stamped envelope. Parties will receive automatic confirmation of Proofs of Claims submitted electronically.

3. ~~15.~~ All entities asserting claims or interests against more than one Debtor shall be required to file a separate Proof of Claim or Proof of Interest with respect to each such Debtor.

4. ~~16.~~ All holders of claims under section 503(b)(9) of the Bankruptcy Code shall be required to file a Proof of Claim prior to the General Bar Date.

5. ~~17.~~ Unless otherwise ordered by the Court, any holder of a claim or interest against any of the Debtors who is required, but fails, to file proof of such claim or interest, as applicable, in accordance with the Bar Date Order on or before the applicable Bar Date ~~shall~~may be forever barred, estopped, and enjoined from asserting such claim or interest against or in the Debtors, and shall not be treated as a creditor with respect to such claim or as an interest holder with respect to such interest for purposes of voting on and distributions under any chapter 11 plan filed in these Chapter 11 Cases, unless, with respect to claims, such holder's claim is set forth in the Schedules as non-contingent, liquidated, and undisputed.

6. ~~18.~~ Notice of the Bar Date Package shall be deemed good, adequate, and sufficient notice if it is served by deposit in the United States mail, first class postage prepaid, on a date that is on or after the Schedules Filing Date, upon the following Bar Date Notice Parties (provided, however, that a Proof of Interest Form need be served only on parties who are either known holders of interests or asserted holders of interests):

- a. the U.S. Trustee;
- b. counsel to the Committee, counsel to the Noteholder Group, and counsel to the Unitholder Group;
- c. all known holders of claims listed on the Schedules at the addresses stated therein (as amended or supplemented from time to time);
- d. all known holders of interests;
- e. all parties known to the Debtors as having potential claims against, or interests in, any of the Debtors' estates;
- f. all counterparties to the Debtors' executory contracts and unexpired leases listed on the Schedules at the addresses stated therein (as amended or supplemented from time to time);
- g. all parties to litigation with any of the Debtors (as of the date of the entry of the Bar Date Order);
- h. all parties who have requested notice pursuant to Bankruptcy Rule 2002;
- i. the Internal Revenue Service;
- j. all regulatory agencies that have jurisdiction over the Debtors, including, for the avoidance of doubt, the Securities Exchange Commission;
- k. all applicable state and local tax authorities;
- l. the Debtors' current officers, directors, and employees; and
- m. the Debtors' former officers, directors, sales agents, brokers, and employees (to the extent that contact information for such former officers, directors, brokers, sales agents, and employees is available in the Debtors' records) for the five years prior to the Petition Dates.



1. ~~19.~~ The Bar Date Notice, the Proof of Claim Form, and the Proof of Interest Form, each substantially in the form annexed hereto as **Exhibit 1** and **Exhibit 2** and **Exhibit 3**, respectively, are approved in all respects.

2. ~~20.~~ Pursuant to Bankruptcy Rule 2002(1), the Court finds that notice by mail to all potential creditors is impracticable and therefore the Debtors shall, on or near the Bar Date Notice Mailing Date, publish the Bar Date Notice with the same content set forth in **Exhibit 1** hereto, with such changes as may be required for publication, once in the national edition of *USA Today*, ~~and~~ once in the *Los Angeles Times*, [and once in the TCPalm/Treasure Coast News or similar publication](#), which publication is hereby approved in all respects and which shall be deemed good, adequate, and sufficient publication notice of the Bar Dates.

3. ~~21.~~ The Debtors retain all rights to (i) object to any Proof of Claim or Proof of Interest on any grounds; (ii) dispute, or assert offsets or defenses to, any claim reflected on the Schedules, or any amendments thereto, as to amount, liability, classification, or otherwise; and (iii) subsequently designate any claim as disputed, contingent, unliquidated, or undetermined.

4. ~~22.~~ Notification of the relief granted in this Order as provided herein is fair and reasonable and is approved, and will provide good, sufficient, and proper notice to all creditors in connection with claims they may have against any of the Debtors in these Chapter 11 Cases.

5. ~~23.~~ Entry of this Order is without prejudice to the rights of the Debtors to seek a further order of this Court fixing the date by which holders of claims not subject to the Bar Dates established herein must file such claims against the Debtors.

6. ~~24.~~ The Debtors and the Claims Agent are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

7. ~~25.~~ The Court retains jurisdiction and power with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: April \_\_\_\_\_, 2018  
Wilmington, Delaware

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Kevin J. Carey  
United States Bankruptcy Judge

**EXHIBIT 1**

**Bar Date Notice**

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:

WOODBRIIDGE GROUP OF COMPANIES, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12560 (KJC)

(Jointly Administered)

Ref. Docket No. \_\_\_\_\_

**NOTEHOLDERS AND UNITHOLDERS: YOU MAY NOT BE REQUIRED TO FILE A PROOF OF CLAIM. SEE SECTION 2 FOR SPECIAL PROVISIONS REGARDING NOTEHOLDERS AND UNITHOLDERS**

**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

**PLEASE TAKE NOTICE THAT:**

The United States Bankruptcy Court for the District of Delaware (the “Court”), having jurisdiction over the chapter 11 cases of Woodbridge Group of Companies, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”), has entered an order [\[Docket No. 17-12560-11\]](#) (the “Bar Date Order”) establishing (i) [\_\_\_\_\_], 2018, at 5:00 p.m. (prevailing Eastern Time) (the “General Bar Date”) as the deadline by which each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than governmental units, must file (x) a proof of claim (each, a “Proof of Claim”) based on claims against the Debtors that arose prior to the applicable Petition Date, including requests for allowance and payment of claims under section 503(b)(9) of the Bankruptcy Code for goods delivered and received by the Debtors in the 20 days prior to the applicable Petition Date and (y) a proof of interest (each, a “Proof of Interest”) based on ownership interests in the Debtors, and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is 180 days from the applicable Debtor’s Petition Date as the deadline by which any governmental unit (as such term is defined in section 101(27) of the Bankruptcy Code) must file Proofs of Claim against the Debtors (the “Government Bar Date” and together with the General Bar Date, the Rejection Bar Date (as defined below), and the Supplemental Bar Date (as defined below), the “Bar Dates”). The applicable Petition Dates and Government Bar Dates for all Debtors are listed on **Exhibit I** hereto and on the Claims Agent’s website, <http://cases.gardencitygroup.com/wgc>. **Please note,**

<sup>1</sup> 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 <http://cases.gardencitygroup.com/wgc>, or by contacting the undersigned counsel for the Debtors.

however, that given its size, **Exhibit I** has been excluded from this notice if the Debtors' records indicate you potentially hold a claim or an interest. The Bar Date Order, the Bar Dates, as applicable, and the procedures set forth below for the filing of Proofs of Claim and Proofs of Interest, apply to all claims against, and interests in, the Debtors that arose prior to December 4, 2017, February 9, 2018, or March 9, 2018, as applicable (the "Petition Dates"), on which dates the Debtors commenced chapter 11 cases under the Bankruptcy Code (the "Cases").

**1. WHO MUST FILE A PROOF OF CLAIM OR PROOF OF INTEREST**

You **MUST** file a Proof of Claim to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates **if you have a claim** (as defined in section 101(5) of the Bankruptcy Code) that arose prior to the applicable Petition Date and it is not one of the other types of claims described in sections 2 or 3 below. Acts or omissions of the Debtors that arose before the applicable Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated prior to the applicable Petition Date.

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

You **MUST** file a Proof of Interest to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates **if you assert an ownership interest** in any of the Debtors that arose prior to the applicable Petition Date, except that no Debtor need file a Proof of Interest to assert an ownership interest in any one or more other Debtors.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS. YOU SHOULD NOT FILE A PROOF OF INTEREST IF YOU DO NOT HAVE AN INTEREST IN ANY OF THE DEBTORS. CLAIMHOLDERS WHO WISH TO RELY ON THE SCHEDULES HAVE THE SOLE RESPONSIBILITY FOR DETERMINING THAT THEIR CLAIMS ARE ACCURATELY DESCRIBED THEREIN.**

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors, but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim against, or interest in, the Debtors or that the Debtors or the Court believe that you have such a claim or interest.

If the Debtors amend or supplement their Schedules subsequent to the mailing of this Bar Date Notice and related information, they will provide notice of any amendment or supplement of their Schedules to the holders of the claims affected thereby within 10 days of filing any such amendment or supplement. Holders of the claims affected thereby must file any Proofs of Claim with respect to such claims by the later of (i) the applicable Bar Date, and (ii) 5:00 p.m.

(prevailing Eastern Time) on the date that is 21 days from the date on which notice is served (the “Supplemental Bar Date”).

**2. PROVISIONS REGARDING NOTEHOLDERS AND UNITHOLDERS**

**NOTEHOLDERS:** ANY HOLDER OF THE DEBTORS’ NOTES (EACH, A “NOTEHOLDER”) WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) AND WHOSE CLAIM IS NOT DESCRIBED THEREIN AS “DISPUTED,” “CONTINGENT,” OR “UNLIQUIDATED,” IS **NOT REQUIRED TO FILE A PROOF OF CLAIM** ON OR BEFORE THE APPLICABLE BAR DATE *UNLESS* SUCH NOTEHOLDER DISPUTES (X) THE AMOUNT OF THE NOTE AS SET FORTH IN THE SCHEDULES OR (Y) THE SPECIFIC DEBTOR AGAINST WHICH THE CLAIM AS SET FORTH IN THE SCHEDULES IS LISTED; **FOR THE AVOIDANCE OF DOUBT, A NOTEHOLDER WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) IS NOT REQUIRED TO FILE A PROOF OF CLAIM TO DISPUTE THE NATURE OR SECURITY OF SUCH CLAIM.**

**UNITHOLDERS:** ANY HOLDER OF THE DEBTORS’ UNITS (EACH, A “UNITHOLDER”) WHOSE CLAIM IS LISTED ON THE SCHEDULES (SCHEDULE F) AND IS DESCRIBED THEREIN AS “DISPUTED” IS **NOT REQUIRED TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST** ON OR BEFORE THE APPLICABLE BAR DATE UNLESS YOU DISPUTE (I) THE AMOUNT OF SUCH UNIT AS SET FORTH IN THE SCHEDULES OR (II) THE SPECIFIC DEBTOR AGAINST WHICH SUCH UNIT AS SET FORTH IN THE SCHEDULES IS LISTED; **FOR THE AVOIDANCE OF DOUBT, A UNITHOLDER WHOSE ASSERTED CLAIM IS DESCRIBED IN THE SCHEDULES (SCHEDULE F) AS “DISPUTED” IS NOT REQUIRED TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST TO CHALLENGE THE DISPUTED STATUS OF SUCH CLAIM.**

**3. PARTIES WHO NEED NOT FILE A PROOF OF CLAIM**

You need not file a Proof of Claim if:

- a. your claim is listed on the schedules of assets and liabilities filed by a Debtor (collectively, the “Schedules”) and (i) your claim is not described therein as “disputed,” “contingent,” or “unliquidated,” (ii) you do not dispute the amount or nature of the claim as set forth in the Schedules, and (iii) you do not dispute that the claim as listed in the Schedules is an obligation of the specific Debtor against which the claim is listed;
- b. you are a Noteholder whose claim is listed on the Schedules (Schedule F) and whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” is *not required* to file a Proof of Claim on or before the applicable Bar Date *unless* such Noteholder disputes (i) the amount of the claim as set forth in the Schedules or (ii) the specific Debtor against which the claim as set forth in the Schedules is listed;

- c. you are a Unitholder whose claim is listed on the Schedules (Schedule F) and is described therein as “disputed” is not required to file a Proof of Claim or Proof of Interest on or before the applicable Bar Date *unless* such Unitholder disputes (i) the amount of such claim as set forth in the Schedules or (ii) the specific Debtor against which such claim as set forth in the Schedules is listed. For the avoidance of doubt, (i) whether the manner in which the Debtors list Unitholders’ claims on their Schedules is as “disputed” or not, and (ii) whether a Unitholder files a proof of claim or interest or not, any Unitholder listed on the Schedules or who otherwise files a proof of claim or interest by the applicable Bar Date will be deemed to have asserted an unsecured claim, not subject to subordination under section 510(b) of the Bankruptcy Code or otherwise, with respect to the Units it holds against the Debtor entity in which the Units were purchased; provided, however, that any deemed assertion of claims by a Unitholder shall not be deemed to determine the ultimate classification or treatment of any such asserted claims for any purpose in the Chapter 11 Cases, whether under a plan or otherwise;
- d. your claim has been paid in full by the Debtors, pursuant to the relief granted by an order of the Bankruptcy Court or otherwise;
- e. you hold a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors’ estates, unless you are a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a Proof of Claim on or prior to the General Bar Date;
- f. you hold a claim that has been allowed by a final order of this Court entered on or before the applicable Bar Date;
- g. you hold a claim for which a separate deadline is fixed by this Court;
- h. you hold a claim against the Debtors properly filed previously with the Clerk of the Court or with the Debtors’ claims and noticing agent, Garden City Group, LLC (the “Claims Agent”) (utilizing a claim form that substantially conforms to the Proof of Claim Form);
- i. you are a Debtor holding a claim against another Debtor;
- j. you hold a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- k. you are a current employee who has a claim for accrued prepetition paid time off (“PTO”), to the extent that an order of this Court previously authorized the Debtors to honor your claim in the ordinary course; *provided, however,* that you must submit a Proof of Claim by the General Bar Date if your claim relates to (i) any wage or benefit other than PTO or (ii) damages arising from claims for wrongful termination, discrimination, and/or workers’ compensation insurance;

- l. you are a current officer or director who has a claim for indemnification, contribution, or reimbursement; or
- m. you are the DIP Lender.

4. **PARTIES WHO NEED NOT FILE A PROOF OF INTEREST**

If you assert an ownership interest in any Debtor, you **must** file a Proof of Interest on or before the applicable Bar Date, unless you are a Debtor that asserts an ownership interest in another Debtor, in which case no Proof of Interest is required.

5. **EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you hold a claim arising from the rejection of an executory contract or unexpired lease you must file a Proof of Claim based on such rejection on or before the later of: (i) 5:00 p.m. (prevailing Eastern Time) on the date that is 30 days after the date you are served with a notice of entry of an order approving the rejection of the executory contract or unexpired lease and (ii) the General Bar Date (the "Rejection Bar Date").

6. **WHEN AND WHERE TO FILE**

All original Proofs of Claim and Proofs of Interest must be filed so as to be received on or before the applicable Bar Date at 5:00 p.m. (prevailing Eastern Time) by first-class mail, overnight delivery service, or hand delivery to the Claims Agent as follows:

- a. If sent via first class mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P.O. Box 10545  
Dublin, Ohio, 43017-0208
- b. If hand deliver or sent via overnight mail:  
Woodbridge Group of Companies, LLC  
c/o GCG  
P5151 Blazer Parkway, Suite A  
Dublin, Ohio, 43017

Alternatively, any party can file a Proof of Claim electronically via the interface available on the case administration website maintained by the Claims Agent at <http://cases.gardencitygroup.com/wgc>. After submitting a Proof of Claim electronically, a party will receive an email confirmation of its on-line submission. Submissions of Proofs of Claims electronically must be completed on or before the applicable Bar Date.

**PROOFS OF CLAIM AND PROOFS OF INTEREST WILL BE DEEMED TIMELY FILED ONLY IF ACTUALLY RECEIVED BY THE CLAIMS AGENT ON OR BEFORE THE APPLICABLE BAR DATE AT 5:00 P.M. (PREVAILING EASTERN TIME). PROOFS OF CLAIM AND PROOFS OF INTEREST MAY NOT BE DELIVERED BY FACSIMILE, TELECOPY, OR EMAIL.**



7. **WHAT TO FILE**

The Debtors are enclosing a proof of claim form (the “Proof of Claim Form”), and, if you are a known or asserted holder of an interest in a Debtor, are also enclosing a proof of interest form (the “Proof of Interest Form”). Holders of all claims or interests must use the Proof of Claim Form or Proof of Interest Form, as applicable, which forms may also be obtained from the Claims Agent website: <http://cases.gardencitygroup.com/wgc> or by calling the Claims Agent at (888) 735-7613. Proof of Claim Forms may also be obtained from the Court’s website: [www.deb.uscourts.gov](http://www.deb.uscourts.gov).

**IF YOU FILE A PROOF OF CLAIM OR PROOF OF INTEREST, YOUR FILED PROOF OF CLAIM OR PROOF OF INTEREST MUST (I) BE WRITTEN IN THE ENGLISH LANGUAGE; (II) DENOMINATE THE CLAIM OR INTEREST IN LAWFUL CURRENCY OF THE UNITED STATES AS OF THE PETITION DATE; (III) CONFORM SUBSTANTIALLY WITH THE PROOF OF CLAIM FORM OR PROOF OF INTEREST FORM, AS APPLICABLE; (IV) BE SIGNED BY THE CLAIMANT OR INTEREST HOLDER OR BY AN AUTHORIZED AGENT OF THE CLAIMANT OR INTEREST HOLDER; (V) INDICATE THE PARTICULAR DEBTOR AGAINST WHICH THE CLAIM OR INTEREST IS ASSERTED; (VI) SET FORTH THE LEGAL AND FACTUAL BASIS FOR THE ALLEGED CLAIM OR INTEREST; AND (VII) INCLUDE SUPPORTING DOCUMENTATION (OR, IF SUCH DOCUMENTATION IS VOLUMINOUS, INCLUDE A SUMMARY OF SUCH DOCUMENTATION) OR AN EXPLANATION AS TO WHY SUCH DOCUMENTATION IS NOT AVAILABLE; PROVIDED, HOWEVER, THAT A PROOF OF CLAIM OR PROOF OF INTEREST MAY BE FILED WITHOUT SUPPORTING DOCUMENTATION UPON THE PRIOR WRITTEN CONSENT OF THE DEBTORS.**

Vendors of goods may be entitled assert claims arising prior to the Petition Date under section 503(b)(9) of the Bankruptcy Code to the extent that they delivered goods to the Debtors within the 20-day period prior to the applicable Petition Date. The Court has deemed the filing of a proof of claim as satisfying the procedural requirements for asserting such a claim arising under section 503(b)(9) of the Bankruptcy Code. In addition to meeting all the other requirements of the immediately preceding paragraph above, any Proof of Claim asserting a section 503(b)(9) claim must (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date and (ii) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted and, if possible, identifying the date and time of delivery.

8. **CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM OR PROOF OF INTEREST BY THE APPLICABLE BAR DATE**

**UNLESS OTHERWISE ORDERED BY THE COURT, ANY HOLDER OF A CLAIM AGAINST, OR INTEREST IN, ANY OF THE DEBTORS WHO IS REQUIRED, BUT FAILS, TO FILE A PROOF OF SUCH CLAIM OR INTEREST IN ACCORDANCE WITH THE BAR DATE ORDER ON OR BEFORE THE APPLICABLE BAR DATE ~~SHALL~~MAY BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM OR INTEREST AGAINST OR IN ANY OF THE DEBTORS AND SHALL NOT BE PERMITTED TO VOTE TO ACCEPT OR REJECT ANY CHAPTER 11 PLAN FILED IN THESE CHAPTER 11 CASES OR PARTICIPATE IN**

**ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM OR INTEREST.**

**9. THE SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against the Debtors in the Schedules. ~~Copies~~ Electronic copies of the Schedules and the Bar Date Order may be viewed and downloaded free of charge at the Debtors' Claims Agent's website at <http://cases.gardencitygroup.com/wgc>. Additionally, copies of the Schedules and the Bar Date Order may be examined by interested parties on the Court's electronic docket for the Chapter 11 Cases, which is available at <http://www.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>). ~~Additionally, electronic copies of the Schedules and the Bar Date Order may be viewed at the Debtors' Claims Agent's website at <http://cases.gardencitygroup.com/wgc>.~~ Copies of the Schedules may also be examined by interested parties between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules, and Bar Date Order are also available free of charge upon written request to the Debtors' undersigned counsel.

Dated: , 2018  
Wilmington, Delaware

/s/ DRAFT  
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-and-

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*Counsel to the Debtors and Debtors in Possession*