

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA**

PROOF OF CLAIM

PROOF OF CLAIM


Your Claim is Scheduled As Follows:
Schedule/Claim ID: s15604
AMOUNT/CLASSIFICATION:
\$14,918.80 UNSECURED

Name of Debtor:
Cliffs Club & Hospitality Service Company, LLC

Case Number:
12-01237

NOTE: See reverse and attached for List of Debtors/Case Numbers/Important details. Other than claims under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for Administrative Expenses arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503(a).

Name of Creditor (the person or other entity to whom the debtor owes money or property) :

Name and address where notices should be sent:
 29347870010502
Fybon Industries Limited
202 Fairbank Avenue
Toronto, ON M6B 4C5
Canada

RECEIVED
'APR 25 2012
BMC GROUP

The amounts reflected above constitute your claim as scheduled by the Debtor or pursuant to a filed claim. If you agree with the amounts set forth herein, and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.

If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed except as provided in the accompanying bar date notice.

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

Creditor Telephone Number **416-787-0191** email: **btrunaga@fybon.com**

THIS SPACE IS FOR COURT USE ONLY

Name and address where payment should be sent (if different from above):

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number (if known):

Filed on: _____

Payment Telephone Number **(416-787-0191)** email: **btrunaga@fybon.com**

1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ 14,918.80

If all or part of your claim is secured, complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

2. BASIS FOR CLAIM: Goods Sold
(See instruction #2)

3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:

3a. Debtor may have scheduled account as:
(See instruction #3a)

3b. Uniform Claim Identifier (optional):
(See instruction #3b)

4. SECURED CLAIM: (See instruction #4)

Check the appropriate box if your claim is secured by a lien on property or a right of set off, attach required redacted documents, and provide the requested information.

Nature of property or right of setoff:
Describe:

Real Estate Motor Vehicle Other _____

Value of Property: \$ _____

Annual Interest Rate: _____ % Fixed or Variable
(when case was filed)

Amount of arrearage and other charges, as of time case filed, included in secured claim, if any: \$ _____

Basis for Perfection: _____

Amount of Secured Claim: \$ _____

Amount Unsecured: \$ 14,918.80

5. Amount of Claim Entitled to Administrative Expense status under 11 U.S.C. § 503(b)(9) or Priority under 11 U.S.C. § 507(a). If any part of the claim falls into one of the following categories, check the box specifying the administrative expense or priority and state the amount.

Amount entitled to priority: \$ _____

Amount entitled to administrative expense under 11 U.S.C. § 503(b)(9): \$ _____

You MUST specify the priority of the claim:

Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).

Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).

Wages, salaries, or commissions (up to \$11,725*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).

Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (_____).

Value of goods received by the debtor within 20 days before the date of the bankruptcy filing - 11 U.S.C. § 503(b)(9).

* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.



6. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)

7. DOCUMENTS: Attached are redacted copies of documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and definition of "redacted").
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES OR EMAIL NOT ACCEPTED) so that it is actually received on or before 4:00 pm prevailing Eastern Time on **May 31, 2012** for Non-Governmental Claimants OR on or before 4:00 pm prevailing Eastern Time on **August 27, 2012** for Governmental Claimants.

BY MAIL TO:
 BMC Group, Inc
 Attn: Cliffs Claims Processing
 PO Box 3020
 Chanhassen, MN 55317-3020

BY MESSENGER OR OVERNIGHT DELIVERY TO:
 BMC Group, Inc
 Attn: Cliffs Claims Processing
 18675 Lake Drive East
 Chanhassen, MN 55317

*

8. SIGNATURE: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. (Attach copy of power of attorney, if any.) I am the trustee, or the debtor, or their authorized agent. (See Bankruptcy Rule 3004.) I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)

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

Print Name: Bella Truong
 Title: Accounting Manager
 Company: FYBON INDUSTRIES LTD.

[Signature] April 23, 2012
 (Signature) (Date)

Address and telephone number (if different from notice address above):

Telephone number: _____ email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

LIST OF DEBTORS:

Case Name	Case Nbr
The Cliffs Club & Hospitality Group, Inc.	12-01220
CCHG Holdings, Inc.	12-01223
The Cliffs at Mountain Park Golf & Country Club, LLC	12-01225
The Cliffs at Keowee Vineyards Golf & Country Club, LLC	12-01226
The Cliffs at Walnut Cove Golf & Country Club, LLC	12-01227
The Cliffs at Keowee Falls Golf & Country Club, LLC	12-01229
The Cliffs at Keowee Springs Golf & Country Club, LLC	12-01230
The Cliffs at High Carolina Golf & Country Club, LLC	12-01231
The Cliffs at Glassy Golf & Country Club, LLC	12-01234
The Cliffs Valley Golf & Country Club, LLC	12-01236
Cliffs Club & Hospitality Service Company, LLC	12-01237



FYBON INDUSTRIES LIMITED
 202 Fairbank Avenue
 Toronto, ON M6B 4C5
 Tel: 416-787-0191 Fax: 416-787-2077
 Email: customerservice@fybon.com

Invoice Number 00-124153
Packlist Number S124911
Order Number 117962

INVOICE

Sold To:

THE CLIFFS COMMUNITIES
 THE CLIFFS CLUB & HOSPITALITY SERVICE COMPANY, LLC
 PO BOX 1279
 TRAVELERS REST, SC 29690
 USA

Ship To:

CLIFFS COMMUNITIES
 280 RIVER ROAD
 MARIETTA, SC 29661
 864- 371-1000
 USA

Customer ID CLIFFS	Purchase Order 30851	Order Date 4/26/2011	Shipped Date 5/2/2011	Invoice Date 05/02/2011 12.00.00 A
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Ship Via TRANSPORT	F.O.B. Freight: Prepaid	Terms Net 30	Salesman 09
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Product Code / Description	Unit	Ordered	Shipped	B/O	Price	Total
WBXX063B604171XX SANDMAT 6.3 oz/sy 116.0" x 41.7y	SF	78520.0	78520.0	0.0	0.1900	\$14,918.80
	PK	65	65			

Please refer to invoice number 00-124153 on your payment cheque

Delivery Charge	\$0.00	Subtotal	\$14,918.80	GST/HST (R#101911634)	\$0.00	PST	\$0.00	Amount Due	\$14,918.80	USD
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ISO 9001:2008

Thank you for choosing Fybon.

We accept VISA. The option of paying your bill is also available online through most financial institutions.

The product above has been made to your specifications. Fybon assumes no responsibility for, and makes no representation or warranty as to, how the product is ultimately used or whether it is fit, or merchantable, for any particular purpose or use. Fybon shall only be responsible for the replacement of the product as a result of any defects and not for any consequential or indirect loss from the use of the product or the product into which it is incorporated. The laws of Ontario, Canada shall apply to this order.

Unless otherwise indicated, products are not NAFTA eligible.

Claims must be made within 15 days of receipt of goods and before goods are used

Interest at 18% per year charged on overdue accounts

We will not receive goods returned without our consent

#30 38

Bill of Lading B001184

DATE: 02/05/2011

3397995

Order#117962

Shipper: FYBON INDUSTRIES LIMITED 202 FAIRBANK AVENUE TORONTO, ON M6B 4C5	Consignee: CLIFFS COMMUNITIES 280 RIVER ROAD MARIETTA, SC 29661 USA
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Load Info:

Pieces	Type	Description	WEIGHT	
65	PACKS	NON-WOVEN BONDED TEXTILE	3.438	LBS
MUST DELIVER ON THIS BILL				

Carrier: _____

A&B COURIER
31 ALEXANDER ROAD
NEWMARKET, ON L3Y 3J2

PHONE: 905-623-9061

Received at the point of origin on the date specified, from the consignor mentioned herein the property herein described, in apparent good order, except as noted (contents and conditions of contents of package unknown) marked consigned and delivered as indicated, which the carrier agrees to carry and to deliver to the consignee at the said destination, if on its own sufficient route or otherwise in case to be carried by another carrier on the route to said destination, subject to the rates and classification in effect on the date of shipment.

It is mutually agreed as to each carrier of all or any of the goods over all or any portion of the route to destination, and as to each party of any time interested in all or any of the goods, that every service to be performed hereunder shall be subject to all the conditions not prohibited by law, whether printed or written, including conditions stated by RIG TRANSPORT in its terms & conditions, which are agreed to by the shipper and excepted for himself and for his assigns.

Jason Harris

Kashie Randoe

Shipper Signature

[Signature]

Carrier Signature

[Signature]

Consignee Signature

May 2/11

Date

5/2/11

Date

5/2/11

Date

FYBON INDUSTRIES LIMITED

202 Fairbank Avenue

Toronto, On M6B 4C5

Tel: 416-787-0191 Fax: 416-787-2077

PACKLIST NUMBER S124911

ORDER NUMBER 117962

PACKING LIST

Sold To:

CLIFFS COMMUNITIES
PO BOX 1549
TRAVELERS REST SC 29690

Ship To:

CLIFFS COMMUNITIES
280 RIVER ROAD
MARIETTA SC 29661
864-371-1000

TEL: 1-864-371-1000

Customer ID CLIFFS	PO Number 30651	Order Date Apr-26-11	Desired Date May-2-11	Shipped Date May-2-11
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Ship Via TRANSPORT	FOB	Terms	Salesrep 09
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Product Code / Description (Customer Part ID)	U/M	Ordered Qty	Shipped Qty	EO Qty
WBXX063B60417LXX	PK	65.00	65	0.00
()	SF	78,520.00	78,520.00	0.00
SAND MAT BONDED 6.3 oz/sy 116.0" x 41.7y			3,438.5 LB	
Bag No	Work Order	Seq	Weight	

Total No Packs: 65

Received By: _____

No Packs Received: _____

ouras

tfist@sandmat.com
Tuesday, April 26, 2011 12:04 PM
Jason Harris; Mary Koutsouras
Steve Seman
Re: PO coming from The Cliffs

you Jason. Mary-See below. this is PO#30851. Freight is included in the cost of
\$2 of SM200 on this order.

-Ill advise on delivery date asap. Probably delivering Monday-Tuesday of next week I
ll
ks again.

W from my Verizon Wireless BlackBerry

-----Original Message-----

From: Jason Harris <jharris@cliffscommunities.com>
Date: Tue, 26 Apr 2011 11:55:09
To: 'tfist@sandmat.com' <tfist@sandmat.com>
Cc: Steve Seman <sseman@cliffscommunities.com>
Subject: RE: PO coming from The Cliffs

Ted,

I would like to place an order of 65 rolls of your sandmat 200. at .19/squ ft.

Thanks,
Jason

-----Original Message-----

From: tfist@sandmat.com [mailto:tfist@sandmat.com]
Sent: Tuesday, April 26, 2011 10:34 AM
To: Jason Harris
Subject: Re: PO coming from The Cliffs

Jason. Please respond to me requesting to order 65 rolls of sm200 at .19/ft2 with that po.
That's all I need. Well do the rest but I need you to say that in the email. Thx.
Sent from my Verizon Wireless BlackBerry

-----Original Message-----

From: Jason Harris <jharris@cliffscommunities.com>
Date: Tue, 26 Apr 2011 10:30:35
To: 'tfist@sandmat.com' <tfist@sandmat.com>
Subject: RE: PO coming from The Cliffs

Please use po#30851

-----Original Message-----

From: tfist@sandmat.com [mailto:tfist@sandmat.com]
Sent: Tuesday, April 26, 2011 10:28 AM
To: Jason Harris
Subject: Fw: PO coming from The Cliffs

Jason,
Please see attached. Its the invoice from last fall. \$.19 delivered as agreed. Please
simply place another po and email it to me or faz to 416-788-2077. 65 rolls SM200 at .19.
Ill advise on delivery date asap. Thank you.
Ted.

Sent from my Verizon Wireless BlackBerry



The Cliffs Club & Hospitality Group, Inc.
P.O. Box 1279
Travelers Rest, SC 29690
Tel: 864-371-1000 Fax: 864-371-1468

Bill to:

The Cliffs Club & Hospitality Service Company, LLC.
PO Box 1279
Travelers Rest, SC 29690
864-371-1000
864-371-1600 fax

Ship to:

The Cliffs at Keowee Vineyards
824 Clubhouse Dr.
Sunset, SC 29685
864-868-4444
864-371-1454 fax

Cliffs Valley
250 Knightsridge Rd.
Travelers Rest, SC 29690
864-836-4653
864-371-1786 fax

The Cliffs at Glassy Mountain
200 Fire Pink Way
Landrum, SC 29356
864-895-8104
864-371-1480 fax

The Cliffs at Walnut Cove
41 Club Village Road
Arden, NC 28704
828-687-7965
864-371-1694 fax

The Cliffs at Keowee Falls
770 South Cherry Laurel Way
Salem, SC 29676
864-944-2010
864-371-1623 fax

The Cliffs at Keowee Springs
141 Spring Cove Way
Six Mile, SC 29682
864-868-0422
864-371-1864 fax

Bank: Sales tax # 02356046-0

National Bank of South Carolina
Physical Address
201 East McBee Avenue
Greenville SC 29602

Contact - Karen Speedling
Tel - (864) 241-7926
Fax - (864) 241-1791
Account #2538498701

Company Officers:

J. Scott Carlton-President
Geoff Carey-Executive Vice President
Brett Kist-Vice President

References:

Aldridge Produce, 1354 Rutherford Road, Greenville SC 29609 / Account # Cliffs
Phone 864-979-8316 / Fax 864-244-2333

Imagin Graphics, 150 Herbert Drive, Salem, SC 29676 / Account # Cliffs
Phone 864-944-5303 / Fax 919-465-0255

Embroidery Specialties, 14 Cooper Street, Travelers Rest, SC 29690 / Account # Cliffs
Phone 864-834-9471 / Fax 864-834-9471

864-944-5537

ECONOMY SELECT

ESI



DHL EXPRESS
ALL TERMS AND CONDITIONS OF CARRIAGE APPLY ("Terms and Conditions")

WAL 12-1104

From: FYBON INDUSTRIES LTD

Carina Derynas
202 FAIRBANK AVE
YORK ON M6B 4C5

Ph: 4167870191

Origin:
YHM

Canada

To: BMC GROUP INC
CLIFFS CLAIMS PROCESSING
18675 LAKE DRIVE EAST

Ph: 9524045
700

55317 CHANHASSEN MN
United States Of America

US-STP-STP

Day Time

C

Ref: Piece Weight: **1.00 lbs**

Date: 23-Apr-2012

Pieces: **1/1**

Contents:
DOCUMENTS



WAYBILL 64 6113 9742



(2L) USS5317+57000001



(J)JD01 1936 4084 1000 9981

RECEIVED

APR 25 2012

BMC GROUP

For the DHL Express Terms and Conditions of Carriage, please visit www.dhl.com.

Recipient's Copy Piece 1 of 1