

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

PROOF OF CLAIM

Your Claim is Scheduled As Follows:
Schedule/Claim ID: s15509
AMOUNT/CLASSIFICATION:
\$243.44 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):
Factor Systems Inc. dba Billtrust

Name and address where notices should be sent:
29347866010178
Factor Systems Inc.
DBA Billtrust
1095 Cranbury S River Rd Ste 3
Jamesburg, NJ 08831 3411
100 American Motor Blvd, Ste 150
Hamilton NJ 08619

Creditor Telephone Number **609 235 1010** email: **accounting@billtrust.com**

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.

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.

THIS SPACE IS FOR COURT USE ONLY

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

Court Claim Number (if known):

Filed on:

Payment Telephone Number () email:

1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ **715.97**

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: **Services for online bill presentment and payment**
(See instruction #2)

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

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: \$ _____

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): \$ **539.88**

You MUST specify the priority of the claim:

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

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).

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).

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

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

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.

Cliffs POC
00349

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) **# 53.03**

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: Anthony V. Zorito
 Title: CFO
 Company: Factor Systems Inc.


 (Signature)

4/23/2012
 (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



100 American Metro Boulevard, Suite 150
Hamilton, NJ 08619-2319

Phone: (609) 235-1010 Fax: (609) 235-1011

INVOICE

ACCOUNT NUMBER	INVOICE NUMBER
CLIFFSCOMMUNITIES	55896
INVOICE DATE	PAYMENT TERMS
3/2/2012	Due upon receipt
TOTAL DUE	REFERENCE
769.00	2012-02-01 to 2012-02-29
CURRENCY	P.O. NUMBER
USD	

Please Remit All Payments To:

CLIFFS COMMUNITIES
ACCOUNTS PAYABLE
3598 HWY. 11
TRAVELERS REST SC 29690

BILLTRUST
100 AMERICAN METRO BOULEVARD, SUITE 150
HAMILTON, NJ 08619-2319

Detach here and return above portion with your payment.

ACCOUNT NUMBER	INVOICE NUMBER	INVOICE DATE	PAYMENT TERMS	REFERENCE	
CLIFFSCOMMUNITIES	55896	3/2/2012	Due upon receipt	2012-02-01 to 2012-02-29	
PAPER BILLS	EMAIL BILLS	FAX BILLS	EBILLS	PULLS	TOTAL BILLS
0	0	0	2,262	199	2,461
LINE	DESCRIPTION	QUANTITY	RATE	AMOUNT	
Service Fees					
1	Maintenance Fee - Online Billing	1.00	275.0000	275.00	
2	EBills Hosted	92.00	0.0000	0.00	
3	ACH Payments	491.00	0.5000	245.50	
4	ACH Returns	4.00	25.0000	100.00	
5	ACH Notification of Change	2.00	0.0000	0.00	
6	Credit Card Payments(Real Time)	297.00	0.5000	148.50	

The merger between Mark Altman & Associates and Billtrust is now final. Please use this address for remitting payments:



Billtrust
100 American Metro Boulevard Suite #150
Hamilton, New Jersey 08619-2319

SERVICE FEES	POSTAGE	TAXES	INVOICE TOTAL
769.00	0.00		769.00

TO VIEW AND PAY ONLINE GO TO: <http://factorsystems.billtrust.com> USE THIS ENROLLMENT CODE: KKH LBK KVK



Please email accounting@billtrust.com or call (888) 580-BILL x116 for all billing related inquiries.

Thank you for your business!



IMPROVING YOUR BILLING
IMPROVING YOUR BUSINESS

100 American Metro Blvd., Suite 150
Hamilton, NJ 08619-2319



TELEPHONE PARC NJ 08611
TUE 21 APR 2012 PM

RECEIVED
APR 27 2012
BMC GROUP

BMC Group INC

ATTN: CLIFFS CLAIMS PROCESSING

PO BOX 3020

CHANHASSEN MN 55317-3020