

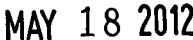




<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF SOUTH CAROLINA</b>		<b>PROOF OF CLAIM</b>	
Name of Debtor: <b>The Cliffs at Keowee Falls Golf &amp; Country Club, LLC</b>		Case Number: <b>12-01229</b>	<b>Your Claim is Scheduled As Follows:</b> Schedule/Claim ID: s3871 <b>AMOUNT/CLASSIFICATION:</b> \$16,061.00 SECURED  UNKNOWN UNSECURED
<small>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).</small>			
Name of Creditor (the person or other entity to whom the debtor owes money or property) : <b>Golf Agronomics Sand &amp; Hauling, Inc.</b>		    	
Name and address where notices should be sent:  29347866900670 <b>Golf Agronomics Sand &amp; Hauling</b> Koger Bradford Holcombe Bomar PA PO Box 1897 Spartanburg, SC 29304			
Creditor Telephone Number ( 864-594-5300 email:			
Name and address where payment should be sent (if different from above): <b>Golf Agronomics Sand &amp; Hauling, Inc.</b> 2165 - 17th Street Sarasota, FL 34234 Attn: Sharen Frawley		<input type="checkbox"/> 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.	
Payment Telephone Number ( 800-626-1359 email:		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. <b>Court Claim Number (if known):</b> Filed on: _____	
<b>1. AMOUNT OF CLAIM AS OF DATE CASE FILED</b> \$ <u>16,061.00</u> <small>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. <input type="checkbox"/> 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.</small>			
<b>2. BASIS FOR CLAIM:</b> <u>Construction services and materials</u> <small>(See instruction #2)</small>			
<b>3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:</b>		<b>3a. Debtor may have scheduled account as:</b> _____ <small>(See instruction #3a)</small>	<b>3b. Uniform Claim Identifier (optional):</b> _____ <small>(See instruction #3b)</small>
<b>4. SECURED CLAIM:</b> (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. <b>Nature of property or right of setoff:</b> Describe: <input checked="" type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Property: \$ _____ Annual Interest Rate: _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed) <b>Amount of arrearage and other charges, as of time case filed, included in secured claim, if any:</b> \$ _____ <b>Basis for Perfection:</b> _____ <b>Amount of Secured Claim:</b> \$ <u>16,061.00</u> <b>Amount Unsecured:</b> \$ _____			
<b>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.</b> Amount entitled to priority: \$ _____ Amount entitled to administrative expense under 11 U.S.C. § 503(b)(9): \$ _____ <b>You MUST specify the priority of the claim:</b> <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> 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). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> 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). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) ( _____ ). <input type="checkbox"/> Value of goods received by the debtor within 20 days before the date of the bankruptcy filing - 11 U.S.C. § 503(b)(9). <small>* 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.</small>			
<b>6. CREDITS:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)			

Cliffs POC  
  
00772

**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

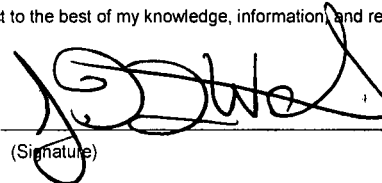
**8. SIGNATURE:** (See instruction #8)

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: J. Hayes Walsh & A. Todd Darwin  
 Title: Attorneys  
 Company: Holcombe Bomar, PA



May 15, 2012

Address and telephone number (if different from notice address above):  
PO Box 1897  
Spartanburg, SC 29304-1897

(Signature)

(Date)

Telephone number:      email:  
864-594-5300      tdarwin@holcombebomar.com

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

STATE OF SOUTH CAROLINA )  
COUNTY OF OCONEE )

IN THE COURT OF COMMON PLEAS

Golf Agronomics Sand & Hauling Inc., )  
Plaintiff, )

**NOTICE AND CERTIFICATE  
OF MECHANIC'S LIEN**

vs. )

ML Filing Number.: \_\_\_\_\_

Cliffs at Keowee Falls Golf & Country Club, LLC; Waterfall Investment Group, LLC; The Cliffs at Keowee Falls South Golf & Country Club, LLC; The Cliffs Golf Course Holding Company, LLC; and Wells Fargo Bank, National Association, )  
Defendants. )

Recorded this 8 day of Dec 20 11  
Vol. # 7 Pg. 59  
and Certified  
Register of Deeds, Oconee County

2011 DEC - 8 P 3:11

FILED FOR RECORD  
OCONEE COUNTY, S.C.  
REGISTER OF DEEDS

1300

005985

**NOTICE IS HEREBY GIVEN:**

That the undersigned does hereby file a Mechanic's Lien on behalf of the Plaintiff above-named against the real estate described below for construction goods, materials, equipment, services, products and labor furnished in the amount of Sixteen Thousand Sixty-One and 00/100 (\$16,061.00) Dollars, for a reasonable attorney's fee, and for the costs of this action. Said lien for construction goods, materials, equipment, services, products and labor furnished by Plaintiff and actually used in the improvements located on the real estate described herein which The Cliffs at Keowee Falls Golf & Country Club, LLC, Waterfall Investment Group, LLC, The Cliffs at Kewoee Falls South Golf & Country Club, LLC, The Cliffs Golf Course Holding Company, LLC, and Wells Fargo Bank, National Association, (collectively "Defendants"), may now have and claim an interest in. Notice of this mechanic's lien is hereby given to said Defendants to the extent of their interests, whether fee simple or leasehold, in the subject real estate at times relevant hereto.

Ret:  
Holcombe  
PO Bx 1897  
Spartanburg, SC  
29304

A verified statement of account is attached as Exhibit "A". Said materials, equipment, and/or labor were actually used in the construction and improvement of the real estate described in the attached Exhibit "B", by virtue of an agreement with, or by consent of the Defendants, or a person or persons authorized by, or rightfully acting for said companies, or by virtue of, upon information and belief, the authorization of said companies. The first item of labor or service or materials were actually furnished on June 17, 2011, and the last item of labor or service or materials was actually furnished on September 16, 2011. Less than ninety (90) days have elapsed since the date that the last materials and/or labor were furnished.

The Plaintiff is authorized and qualified to do business in the State of South Carolina and is a materialman supplier rather than a contractor.

Plaintiff has and claims a mechanic's lien upon and against any interest of the Defendants in the real property described herein, specifically including all improvements thereon, together with the interest of any and all other persons or entities having actual or record notice hereof, to the full extent permitted by law.


The legal description of the property subject to this mechanic's lien is attached as Exhibit "B" hereto and incorporated herein by reference.

**See Exhibit "B" attached hereto.**

**Address: 430 Shallow Ford Rd., Salem, South Carolina 29676  
Tax Map No. 066-00-01-021**

**{END OF DOCUMENT. SIGNATURE AND NOTARY ON NEXT PAGE.}**


HOLCOMBE BOMAR, P.A.

By:   
Roger M. Bradford (SC Bar No. 844)  
J. Hayes Walsh (SC Bar No. 70261)  
Attorneys for Plaintiff  
Post Office Drawer 1897  
Spartanburg, SC 29304  
(864) 594-5300

December 8, 2011

Spartanburg, South Carolina

**SWORN TO** and subscribed before me  
this 8<sup>th</sup> day of December, 2011.

  
Notary Public for State of South Carolina  
My commission expires: 12/15/2013  
{Affix Seal}

# EXHIBIT A

FILED FOR RECORD  
OCONEE COUNTY, S.C.  
REGISTER OF DEEDS

2011 DEC - 8 P 3:11

STATEMENT

**Golf Agronomics Sand & Hauling**  
 2165 17th Street  
 Sarasota, FL 34234  
 800-542-9531 Toll Free  
 941-955-4690 Fax

Statement Date: 11/18/11  
 Salesperson: Robert Hamrick

THE CLIFFS -FALLS SOUTH  
 P.O. BOX 1549  
 TRAVELERS REST, SC 29690

Customer No.: CLIFFFA

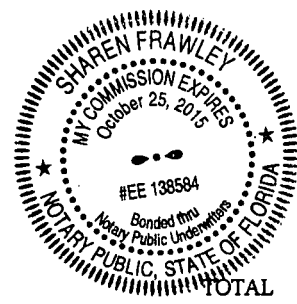
DATE	REFERENCE	DESCRIPTION	CHARGE	CREDIT	BALANCE
06/21/11	0051597-IN		2,802.27		2,802.27
06/22/11	0051662-IN		3,563.08		3,563.08
08/17/11	0052589-IN		1,261.83		1,261.83
09/19/11	0053132-IN		1,455.91		1,455.91
09/19/11	0053146-IN		6,240.01		6,240.01
09/21/11	0053179-IN		737.90		737.90

I verify that the balance stated is a true and accurate accounting for that which is presently due and owing Golf Agronomics Sand & Hauling, Inc. by The Cliffs-Falls South, and futher, that no portion thereof has been paid.

Golf Agronomics Sand & Hauling, Inc.

By: [Signature]  
 Name: Richard G Colyer  
 Title: President

SWORN to before me this 18<sup>th</sup> day of November 2011  
Sharen Frawley  
 Notary Public for Florida  
 My Commission Expires: 10/25/2015



CURRENT	30 DAYS	60 DAYS	90 DAYS	120 DAYS	TOTAL	BALANCE DUE
0.00	737.90	7,695.92	1,261.83	6,365.35	16,061.00	16,061.00

# EXHIBIT B

FILED FOR RECORD  
OCONEE COUNTY, S.C.  
REGISTER OF DEEDS

2011 DEC - 8 P 3: 11



### Golf Course and Improvements

All that certain piece, parcel or tract of land situate, lying and being in the State of South Carolina, County of Oconee, being known and designated as 212.849 acres, more or less, as shown on a plat thereof entitled "Survey for The Cliffs Golf Course Holding Company, LLC, Overall Golf Course Boundary & Maintenance Area" dated December 5, 2007, prepared by Neal O'Connor, Jr. and recorded on December 27, 2007 in Plat Book B243, at Pages 1- 4, Register of deeds Office for Oconee County, South Carolina and having the metes and bounds, courses and distances as upon said plat appear.

All the buildings and improvements on the above described property including the golf course and related facilities and improvements, including but not limited to, all restrooms, cart storage, and maintenance facilities, equipment storage, chemical storage and all infrastructure, landscaping, service areas, cart paths, cart bridges, cart tunnels, utilities and utility lines, drainage channels, storm and waste water drainage and systems, culverts, spillways, irrigation systems and pump stations, water features, reservoirs, ponds, golf course tees, traps, fairways, greens, bunkers and other features and properties of any kind located or to be located on the above described property.

Tax Map Numbers: 066-00-01-021 (207.984 acres) and 077-00-01-009 (4.865 acres – Golf Maintenance)

### CLUBHOUSE

ALL that certain piece, parcel or tract of land, situate, lying and being in the State of South Carolina, County of Oconee, being known and designated as 8.387 acres, more or less, as shown on a plat thereof entitled "Survey for Cliffs at Keowee Falls Golf & Country Club, LLC" dated April 19, 2007 and recorded in the Office of the Register of Deeds for Oconee County in Plat Book B209 at page 4, and having the metes and bounds, courses and distances as upon said plat appear.

Derivation: Deed from Keowee Falls Investment Group, LLC dated May 22, 2007 and recorded in Deed Book 1587 at page 306, Office of the Register of Deeds for Oconee County; and Corrective Deed from Keowee Falls Investment Group, LLC recorded in Deed Book 1603 at page 140, aforesaid Records; and further Corrective Deed from Keowee Falls Investment Group, LLC recorded on November 14, 2008 in Deed Book 1691 at page 338, aforesaid Records.

This property being a portion of the property conveyed unto Keowee Falls Investment Group, LLC by Special Warranty Deed from Crescent Resources, LLC dated December 16, 2002 and recorded December 18, 2002 in Deed Book 1256 at Page 257; AND ALSO a portion of the property conveyed by deed from Miles M. Adair dated March 7, 2003 and recorded on March 19, 2003 in Deed Book 1270, page 250 in the Register of Deeds Office for Oconee County, State of South Carolina.



## Holcombe Bomar, P.A.

100 Dunbar Street, Suite 200  
Spartanburg, SC 29306  
P.O. Box 1897  
Spartanburg, SC 29304

phone (864) 594-5300  
fax (864) 585-3844

[www.holcombebomar.com](http://www.holcombebomar.com)

William U. Gunn  
Koger M. Bradford  
Perry D. Boulier  
William B. Darwin, Jr.  
Robert M. Barrett  
Ginger D. Goforth  
W. McElhane White  
A. Todd Darwin  
J. Hayes Walsh  
Nathaniel P. Mark  
Joshua T. Thompson  
Kyle T. Clelland

Neville Holcombe, 1902-1983  
Horace L. Bomar, 1912-1994

May 15, 2012

**Via Federal Express 952-404-5700**

BMC Group, Inc.  
Attention: Cliffs Claims Processing  
18675 Lake Drive East  
Chanhassen, MN 55317

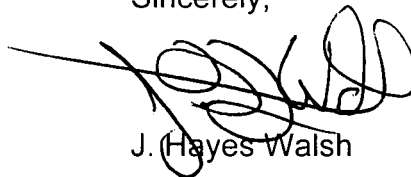
Re: Golf Agronomics Sand & Hauling, Inc., Creditor  
The Cliffs at Keowee Falls Golf & Country Club, LLC, Debtor  
Case No. 12-01229  
Our File No. 12033

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Proof of Claim to be filed on behalf of Golf Agronomics Sand & Hauling, Inc. as Creditor in Bankruptcy Case No. 12-01229. Please also find enclosed a return envelope for your use in returning a clocked copy as acknowledgment of this filing.

Thank you.

Sincerely,



J. Hayes Walsh

/rsm

Enclosures

cc: Golf Agronomics Sand & Hauling, Inc.

From: (864) 594-5313  
Rhonda Mitchell  
HOLCOMBE BOMAR, P.A.  
100 DUNBAR STREET  
SPARTANBURG, SC 29306

Origin ID: SPAA



J12101112190225

Ship Date: 17MAY12  
ActWgt: 3.0 LB  
CAD: 1424755/INET3250

Delivery Address Bar Code



SHIP TO: (952) 404-5700  
Attention: Cliffs Claims Processing  
BMC GROUP, INC.  
18675 LAKE DR E

BILL SENDER

CHANHASSEN, MN 55317

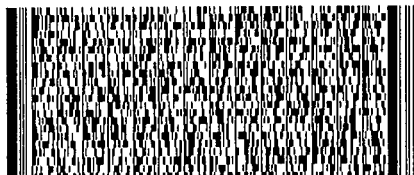
Ref # GASH 12033  
Invoice #  
PO #  
Dept #

FRI - 18 MAY A1  
PRIORITY OVERNIGHT

TRK# 7935 7739 3706  
0201

NA FBLA

55317  
MN-US  
MSP



512G361A4A278

RECEIVED  
MAY 18 2012  
BMC GROUP

After printing this label:

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.
2. Fold the printed page along the horizontal line.
3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

Warning: Use only the printed original label for shipping. Using a photocopy of this label for shipping purposes is fraudulent and could result in additional billing charges, along with the cancellation of your FedEx account number.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g. jewelry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits, see current FedEx Service Guide.