

<b>UNITED STATES BANKRUPTCY COURT</b>		<b>District of South Carolina</b>		<b>PROOF OF CLAIM</b>	
Name of Debtor: <b>The Cliffs at High Carolina Golf &amp; Country Club, LLC</b>			Case Number: <b>12-01231</b>		
NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.					
Name of Creditor (the person or other entity to whom the debtor owes money or property): <b>William and Mary Gisel</b>					
Name and address where notices should be sent: <b>Phillips Lytle LLP 3400 HSBC Center, Buffalo, NY 14203 Attn: Angela Z. Miller</b>			<div style="border: 1px solid black; padding: 5px; display: inline-block;"> <b>RECEIVED</b>   <b>MAY 25 2012</b>   <b>BMC GROUP</b> </div>		
Telephone number: <b>(716) 847-7060</b> email: <b>amiller@phillipslytle.com</b>			<div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Check this box if this claim amends a previously filed claim.             Court Claim Number: _____            (If known)             Filed on: _____         </div> <div> <input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.         </div> </div>		
Name and address where payment should be sent (if different from above): <b>William and Mary Gisel 101 Beard Avenue Buffalo, NY 14214</b>					
Telephone number: _____ email: _____					
<b>1. Amount of Claim as of Date Case Filed:</b> \$ <u>See attached Schedule</u>  If all or part of the claim is secured, complete item 4.  If all or part of the claim is entitled to priority, complete item 5.  <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.					
<b>2. Basis for Claim:</b> <u>see attached Schedule</u> (See instruction #2)					
<b>3. Last four digits of any number by which creditor identifies debtor:</b> _____		<b>3a. Debtor may have scheduled account as:</b> _____ (See instruction #3a)		<b>3b. Uniform Claim Identifier (optional):</b> _____ (See instruction #3b)	
<b>4. Secured Claim (See instruction #4)</b> Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.					
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____			Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____		
Value of Property: \$ _____			Basis for perfection: _____		
Annual Interest Rate _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)			Amount of Secured Claim: \$ _____  Amount Unsecured: \$ _____		
<b>5. Amount of Claim Entitled to 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 priority and state the amount.</b>					
<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507 (a)(1)(A) or (a)(1)(B).		<input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. § 507 (a)(4).		<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).	
<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"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8).		<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).	
Amount entitled to priority:					\$ _____
*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.					
<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)					



7. Documents: Attached are 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. 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 the definition of "redacted".)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

8. Signature: (See instruction #8)

Check the appropriate box.

- ☒ I am the creditor.    ☐ I am the creditor's authorized agent.    ☐ I am the trustee, or the debtor, or their authorized agent.    ☐ I am a guarantor, surety, indorser, or other codebtor.
- (Attach copy of power of attorney, if any.)    (See Bankruptcy Rule 3004.)    (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: William Gisæl & Mary Gisæl  
 Title: \_\_\_\_\_  
 Company: \_\_\_\_\_  
 Address and telephone number (if different from notice address above): \_\_\_\_\_  
 \_\_\_\_\_  
 Telephone number: \_\_\_\_\_ email: \_\_\_\_\_

William Gisæl 5/24/12  
 (Signature) (Date)  
Mary M. Gisæl 5/24/12  
 (Signature) (Date)

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.

#### INSTRUCTIONS FOR PROOF OF CLAIM FORM

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.

Items to be completed in Proof of Claim form

#### Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

#### Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

#### 1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

#### 2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

#### 3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

#### 3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

#### 3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

#### 4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

#### 5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507 (a):

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

#### 6. Credits:

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.

#### 7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

#### 8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

## DEFINITIONS

## INFORMATION

**Debtor**

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

**Creditor**

A creditor is a person, corporation, or other entity to whom debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

**Claim**

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Proof of Claim**

A proof of claim is 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 the clerk of the same bankruptcy court in which the bankruptcy case was filed.

**Secured Claim Under 11 U.S.C. § 506 (a)**

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. 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 is a lien.

A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

**Unsecured Claim**

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

**Claim Entitled to Priority Under 11 U.S.C. § 507 (a)**

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

**Redacted**

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

**Evidence of Perfection**

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

**Acknowledgment of Filing of Claim**

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system ([www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)) for a small fee to view your filed proof of claim.

**Offers to Purchase a Claim**

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the 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 or the debtor. The creditor has no obligation to sell its claim.

However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

**Schedule  
to  
William and Mary Gisel  
Proof of Claim**

**In re The Cliffs at High Carolina Golf & Country Club, LLC ("Debtor")  
Case No. 12-01231**

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The basis of this Proof of Claim is amounts owed to William and Mary Gisel (collectively, the "Gisels") by the Debtor as indemnification for and/or subrogation to any amounts the Gisels are libel for as a result of the attached (i) Complaint for Breach of Contract, Enforcement of Claim of Lien and Unjust Enrichment dated March 30, 2012, currently pending against the Gisels and others in the amount of \$2,776,931.02 plus interest (Exhibit A), and (ii) Claim of Lien on Real Property dated March 9, 2012 in the amount of \$117,796.46 plus interest (Exhibit B).

The Gisels reserve the right to further amend and supplement this Proof of Claim, to specify (and quantify) interest, costs, fees, expenses or other charges or claims incurred by the Gisels, to file additional proofs of claim for additional claims, and to further amend this claim to classify some or all of Debtor's liability hereunder as a priority claim.

This Proof of Claim shall not be deemed a consent by the Gisels to having any matters relating to any disputed claims heard by the United States Bankruptcy Court for the District of South Carolina ("**Bankruptcy Court**"), including, without limitation, any dispute presently before any state court, or any administrative, regulatory or arbitral forums, or requiring consideration of laws or regulations other than the Bankruptcy Code; nor shall the Gisels' submission of this Proof of Claim waive any right of the Gisels to have final orders in non-core matters entered only after de novo review by a district judge, or to have the United States District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or any other rights, claims, actions, defenses, setoffs or recoupment (whether contingent, unliquidated or otherwise) to which the Gisels are or may be entitled under any agreements, in law or equity, all of which rights, claims, actions, defenses, setoffs and recoupment (whether contingent, unliquidated or otherwise) are expressly reserved.

## **EXHIBIT A**

STATE OF NORTH CAROLINA

COUNTY OF BUNCOMBE

JERRY T. WHITMIRE GRADING, INC., )  
 )  
Plaintiff, )  
 )

vs. )  
 )

THE CLIFFS COMMUNITIES, INC., )  
LONGVIEW LAND CO., LLC, )  
LONGVIEW LAND CO. II, LLC, THE )  
CLIFFS AT HIGH CAROLINA, LLC, )  
URBANA CLIFFS RE, LLC, CLIFFS AT )  
HIGH CAROLINA GOLF & COUNTRY )  
CLUB, LLC, MARK W. MOREIN, )  
KARAN C. MOREIN, JAMES W. )  
GEORGE, DIANA S. GEORGE, BARRY )  
GOODMAN, ALISON GOODMAN, DR. )  
QUINTEN BLACK, FRANCES L. )  
BARNHARDT-BLACK, MICHAEL J. )  
QUILLEN FAMILY LIMITED )  
PARTNERSHIP, DEBORAH H. )  
THOMAS, KIK INVESTMENTS, LLC, )  
SCOTT G. HUGHES, FRANCES B. )  
HUGHES, JEFFREY J. LEE, JR., KATE )  
M. LEE, COMMERCE PT., L.L.C., SGT )  
12, LLC, JOHN D. STITES, II, )  
ROSEMARY T. STITES, CHARLES )  
STEWART, HEIDI TURK STEWART, )  
MFP PROPERTIES I, LLC, RAJ )  
KULKARNI, BENU KULKARNI, )  
ROBERT W. BARTH, NANCY H. )  
GREEN, BRUCE JOHNSON, LINDA )  
JOHNSON, JOHN HARMON, LINDA )  
HUTCHINSON, DANIEL PATTERSON, )  
DIANNA PATTERSON, PAUL M. )  
ROBshaw, LINDA T. BENGE, )  
CATHERINE A. GOLDBERG, DR. JAY )  
B. LEVY, KATHRYN LEVY, PAUL C. )  
FUHS, JR., CHRISTINE FUHS, )  
WILLIAM G. GISEL, JR., MARY GISEL, )  
MAKILI PROPERTIES, LLC, ARTHUR )  
CHARLES KERN, III, KARIN D. KERN, )  
Trustees of the Arthur C. and Karin D. Kern )

IN THE GENERAL COURT OF JUSTICE  
SUPERIOR COURT DIVISION  
FILE NO.: 12CV 01544

4  
COMPLAINT  
BREACH OF CONTRACT  
ENFORCEMENT OF CLAIM OF LIEN  
UNJUST ENRICHMENT

RECEIVED  
JAN 23 11 16 AM '13



5. Upon information and belief, the Defendant, The Cliffs at High Carolina, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of South Carolina, and is authorized to transact business in the State of North Carolina. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.
6. Upon information and belief, the Defendant, Urbana Cliffs RE, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of Delaware, and is authorized to transact business in the State of North Carolina. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.
7. Upon information and belief, the Defendant, Cliffs at High Carolina Golf & Country Club, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of North Carolina. Additionally, said Defendant owns or claims to own certain real property in the County of Buncombe, State of North Carolina.
8. Upon information and belief, the Defendants, Mark W. Morein and Karan C. Morein, are citizens and residents of the County of Indian River, State of Florida. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.
9. Upon information and belief, the Defendants, James W. George and Diana S. George, are citizens and residents of the County of Beaufort, State of South Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.
10. Upon information and belief, the Defendants, Barry Goodman and Alison Goodman, are citizens and residents of the County of Nassau, State of New York. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.
11. Upon information and belief, the Defendants, Dr. Quinten Black and Frances L. Barnhardt-Black, are citizens and residents of the County of Buncombe, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.
12. Upon information and belief, the Defendant, Michael J. Quillen Family Limited Partnership, is a limited partnership organized and existing under and by virtue of the laws of the State of Virginia. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.
13. Upon information and belief, the Defendant, Deborah H. Thomas, is a citizen and resident of the County of Washington, State of Virginia. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.
14. Upon information and belief, the Defendant, KIK Investments, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of South



Carolina. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

15. Upon information and belief, the Defendants, Scott G. Hughes and Frances B. Hughes, are citizens and residents of the County of Pickens, State of South Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

16. Upon information and belief, the Defendants, Jeffrey J. Lee, Jr. and Kate M. Lee, are citizens and residents of the County of Mecklenburg, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

17. Upon information and belief, the Defendant, Commerce PT., L.L.C., is a limited liability company organized and existing under and by virtue of the laws of the State of Louisiana. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

18. Upon information and belief, the Defendant, SGT 12, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of North Carolina. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

19. Upon information and belief, the Defendants, John D. Stites, II and Rosemary T. Stites, are citizens and residents of the County of Putnam, State of Tennessee. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

20. Upon information and belief, the Defendants, Charles Stewart and Heidi Turk Stewart, are citizens and residents of the County of Indian River, State of Florida. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

21. Upon information and belief, the Defendant, MFP Properties I, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of Florida. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

22. Upon information and belief, the Defendants, Raj Kulkarni and Benu Kulkarni, are citizens and residents of the County of Montgomery, State of Ohio. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

23. Upon information and belief, the Defendants, Robert W. Barth and Nancy H. Green, are citizens and residents of the County of Palm Beach, State of Florida. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

24. Upon information and belief, the Defendants, Bruce Johnson and Linda Johnson, are citizens and residents of the County of Buncombe, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

25. Upon information and belief, the Defendants, John Harmon and Linda Hutchinson, are citizens and residents of the County of Mecklenburg, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

26. Upon information and belief, the Defendants, Daniel Patterson and Dianna Patterson, are citizens and residents of the County of Essex, State of Massachusetts. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

27. Upon information and belief, the Defendants, Paul M. Robshaw and Linda T. Benge, are citizens and residents of the County of Travis, State of Texas. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

28. Upon information and belief, the Defendant, Catherine A. Goldberg, is a citizen and resident of the County of Monmouth, State of New Jersey. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

29. Upon information and belief, the Defendants, Dr. Jay B. Levy and Kathryn Levy, are citizens and residents of the County of Mecklenburg, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

30. Upon information and belief, the Defendants, Paul C. Fuhs, Jr. and Christine Fuhs, are citizens and residents of the County of Atlantic, State of New Jersey. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

31. Upon information and belief, the Defendants, William G. Gisel, Jr. and Mary Gisel, are citizens and residents of the County of Erie, State of New York. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

32. Upon information and belief, the Defendant, Makili Properties, LLC, is a limited liability company organized and existing under and by virtue of the laws of the State of Virginia. Additionally, said Defendant owns certain real property in the County of Buncombe, State of North Carolina.

33. Upon information and belief, the Defendants, Arthur Charles Kern, III and Karin D. Kern, Trustees of the Arthur C. and Karin D. Kern Revocable Trust, are citizens and residents of the County of Pinellas, State of Florida. Additionally, said Defendants, as trustees, own certain real property in the County of Buncombe, State of North Carolina.

34. Upon information and belief, the Defendants, Steve B. Carlile and Penny F. Carlile, are citizens and residents of the County of Harrison, State of Texas. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

35. Upon information and belief, the Defendants, J. Peter Natale and Jennifer J. Natale, are citizens and residents of the County of Morris, State of New Jersey. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

36. Upon information and belief, the Defendants, Brad Carmichael and Mary Carmichael, are citizens and residents of the County of Harrison, State of West Virginia. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

37. Upon information and belief, the Defendants, Dr. James Guerrieri and Carla Guerrieri, are citizens and residents of the County of Lake, State of Ohio. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

38. Upon information and belief, the Defendants, Marvin Neuwirth and Sarah C. Neuwirth, are citizens and residents of the County of Brunswick, State of North Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

39. Upon information and belief, the Defendants, Jeffrey A. Thode and Kelly S. Thode, are citizens and residents of the County of Knox, State of Tennessee. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

40. Upon information and belief, the Defendants, Paul R. Blanchard and Dorothy J. Kelly, are citizens and residents of the County of Middlesex, State of Massachusetts. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

41. Upon information and belief, the Defendants, M. Stephen Brandon and Guilbert L. Brandon, Jr., are citizens and residents of the County of Shelby, State of Tennessee. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

42. Upon information and belief, the Defendants, Matthew Aguiar and Joyce F. Aguiar, are citizens and residents of the Country of Singapore. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

43. Upon information and belief, the Defendants, Gregory Hunt Wade and Mary Helen Wade, are citizens and residents of the County of Spartanburg, State of South Carolina. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

44. Upon information and belief, the Defendants, Matthew R. Price and Sharom M. Price, are citizens and residents of the County of Montgomery, State of Ohio. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

45. Upon information and belief, the Defendants, Christopher J. Bush and Tia L. Bush, are citizens and residents of San Juan, Puerto Rico. Additionally, said Defendants own certain real property in the County of Buncombe, State of North Carolina.

#### BACKGROUND FACTS:

46. The Plaintiff adopts and incorporates by reference the allegations contained in Paragraphs 1 through 45 of its Complaint as if set forth verbatim herein.

47. Beginning in or around September, 2006, through the end of 2009, or first part of 2010, the Defendant, Longview Land Co., LLC, began purchasing and acquiring numerous pieces, parcels, tracts and lots of real property lying and being in the Fairview, Swannanoa and Black Mountain Townships of Buncombe County, North Carolina, for the creation of a real property development to be known as The Cliffs at High Carolina® (hereinafter "The Cliffs at High Carolina Development"). A list of itemizing numerous pieces, parcels, tracts and lots of real property is attached hereto as "Exhibit 1" and incorporated herein by reference.

48. The Cliffs at High Carolina Development was to be part of The Cliffs Communities® which is a group of "... premier, private golf, master planned communities, extending between Asheville, North Carolina and Greenville, South Carolina at the leading edge of the Blue Ridge Mountains." "... The Cliffs Communities® offer luxury homes and home sites in a variety of awe-inspiring landscapes...." (Quoted from the Cliffs Communities® Website)

49. By three separate Deeds, and for no consideration, the Defendant, Longview Land Co., LLC, conveyed to the Defendant, Longview Land Co. II, LLC, certain of the aforementioned pieces, parcels, tracts and lots of real property. A list itemizing said pieces, parcels, tracts and lots of real property is attached hereto as "Exhibit 2" and incorporated herein by reference.

50. Upon information and belief, the pieces, parcels, tracts and lots of real property listed in "Exhibit 2" were intended to be, and are included as, a part of The Cliffs at High Carolina Development.

51. By three separate Deeds, the Defendant, Longview Land Co., LLC, conveyed to the Defendant, The Cliffs at High Carolina LLC, certain of the aforementioned pieces, parcels, tracts and lots of real property. A list itemizing said pieces, parcels, tracts and lots of real property is attached hereto as "Exhibit 3" and incorporated herein by reference.

52. Upon information and belief, the pieces, parcels, tracts and lots of real property listed in "Exhibit 3" were intended to be, and are included as, a part of The Cliffs at High Carolina Development.

53. Upon information and belief, at all times relevant hereto, James B. Anthony was the sole shareholder or majority shareholder, the President, and the Director of the Defendant,

The Cliffs Communities, Inc. Additionally, James B. Anthony directed and controlled the actions and conduct of said Defendant.

54. Upon information and belief, at all times relevant hereto, James B. Anthony was the sole Member or majority owner and sole Manager of the Defendants, Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC. Additionally, James B. Anthony directed and controlled the actions and conduct of said Defendants.

55. Upon information and belief, the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, are under common control and/or are engaged in an association, a partnership or a joint venture relationship with regard to the creation of The Cliffs at High Carolina Development.

56. Alternatively, upon information and belief, the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, are all affiliates of each other, and/or the Defendant, The Cliffs Communities, Inc. is the controlling entity.

57. Alternatively, the Defendant, The Cliffs Communities, Inc., at all times relevant hereto, was acting as the agent, within the course and scope of such agency, for and on behalf of the Defendants, Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC.

58. Prior to the 7<sup>th</sup> day of July, 2008, the Plaintiff entered into an agreement with James B. Anthony as agent of, and on behalf of, the Defendants, The Cliffs Communities, Inc., and Longview Land Co., LLC, to furnish supervision, labor, equipment, and general building and construction materials (including, but not limited to, ABC stone, rip rap, course aggregate, ballast, geogrid, and drainage) related to laying out roadways, clearing, grading, hauling and spreading stone, installing drainage, constructing roadways, constructing driveways, installing erosion control, and providing maintenance throughout The Cliffs at High Carolina Development (hereinafter the "Work").

59. The aforementioned agreement subsequently included the Defendants, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, upon their acquisition of the real property included in Exhibit 2 and Exhibit 3, respectively.

60. Pursuant to the aforementioned agreement, the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, agreed to pay to the Plaintiff, through the Defendant, The Cliffs Communities, Inc., its usual and customary time and material charges for performing/providing the Work.

61. On the 7<sup>th</sup> day of July, 2008, pursuant to the aforementioned agreement, the Plaintiff commenced performing/providing the Work.

62. The Plaintiff continued to perform/provide the Work through and until the 4<sup>th</sup> day of October, 2011.

63. At all times while performing/providing the Work, the Plaintiff possessed an Unlimited Highway License issued by the North Carolina Licensing Board for General Contractors and was acting as the General Contractor for the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and/or The Cliffs at High Carolina, LLC.

64. All of the Work performed/provided by the Plaintiff was completed in accordance with the plans, specifications, and/or directions provided by James B. Anthony as agent of, and on behalf of the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and/or The Cliffs at High Carolina, LLC.

65. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, have not made any objections to the quality or quantity of any portion of the Work performed/provided by the Plaintiff.

66. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC, approved and accepted all of Work performed/provided by the Plaintiff.

67. Beginning in the latter part of 2008, the Defendant, The Cliffs at High Carolina, LLC, began selling and conveying to unrelated third parties pieces, parcels, tracts and lots of real property in The Cliffs at High Carolina Development. A list itemizing said pieces, parcels, tracts and lots of real property is attached hereto as "Exhibit 4" and incorporated herein by reference.

68. The pieces, parcels, tracts and lots of real property itemized in Exhibit 4 were sold and conveyed by the Defendant, The Cliffs at High Carolina, LLC, after the Plaintiff began performing/providing the Work.

#### **FIRST CLAIM FOR RELIEF:**

69. The Plaintiff adopts and incorporates by reference the allegations contained in Paragraphs 1 through 68 of its Complaint as if set forth verbatim herein.

70. During the course of performing/providing the Work, pursuant to the agreement, the Plaintiff submitted monthly Invoices to the Defendant, The Cliffs Communities, Inc., for payment on behalf of the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and/or The Cliffs at High Carolina, LLC.

71. During the course of performing/providing the Work, the Defendant, The Cliffs Communities, Inc., made numerous periodic payments to the Plaintiff on behalf of the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and/or The Cliffs at High Carolina, LLC.

72. Despite making the aforementioned payments, the Defendant, The Cliffs Communities, Inc., failed to make numerous periodic payments to the Plaintiff on behalf of the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and/or The Cliffs at High Carolina, LLC.

73. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., have breached their agreement with the Plaintiff.

74. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., owe to the Plaintiff the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, plus interest as it continues to accrue from said date at the rate of one and one-half percent (1½ %) per month, and costs.

75. As a direct and proximate result of the breach of the agreement by the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., the Plaintiff has been substantially damaged and is entitled to have and recover of said Defendants, jointly and severally, the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, plus interest as it continues to accrue from said date at the rate of one and one-half percent (1½ %) per month, and costs.

#### SECOND CLAIM FOR RELIEF:

76. The Plaintiff adopts and incorporates by reference the allegations contained in Paragraphs 1 through 75 of its Complaint as if set forth verbatim herein.

77. At all times relevant hereto, the Plaintiff performed/provided the Work to improve, as defined in North Carolina General Statutes Section 44A-7(1), the real property comprising, or intended to comprise, The Cliffs at High Carolina Development.

78. At all times relevant hereto, the Plaintiff performed/provided the Work for the "owner", as defined in North Carolina General Statutes Section 44A-7(3).

79. Pursuant to North Carolina General Statutes Section 44A-8, the Plaintiff possessed the right to file a Claim of Lien on Real Property on the real property comprising, or intended to comprise, The Cliffs at High Carolina Development to secure payment of all debts owing for the Work performed/provided by the Plaintiff.

80. As of the 22<sup>nd</sup> day of December, 2011, the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., owed to the Plaintiff the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20, interest as it continues to accrue from said date at the rate of one and one-half percent (1½ %) per month, and costs.

81. On the 22<sup>nd</sup> day of December, 2011, pursuant to North Carolina General Statutes Section 44A-12, the Plaintiff filed a Claim of Lien on Real Property in the Office of the Clerk of Superior Court of Buncombe County, North Carolina. A true copy of the Claim of Lien on Real Property is attached hereto as "Exhibit 5" and incorporated herein by reference.

82. The Plaintiff has perfected a lien upon the real property comprising, or intended to comprise, The Cliffs at High Carolina Development, said real property being particularly described in the Claim of Lien on Real Property, attached hereto as Exhibit 5, in the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, interest continuing to accrue from said date at the rate of one and one-half percent (1½ %) per month, costs and attorney's fees pursuant to North Carolina General Statutes Section 44A-35.

83. Pursuant to North Carolina General Statutes Section 44A-10, the Plaintiff's lien upon the real property comprising, or intended to comprise, The Cliffs at High Carolina Development, is perfected effective the 7<sup>th</sup> day of July, 2008.

84. All of the real property described in Paragraph 3 of the Plaintiff's Claim of Lien on Real Property, attached hereto as Exhibit 5, is subject to the Plaintiff's lien.

85. The Plaintiff instituted this Action within 180 days of the last date that labor and/or materials were performed/provided upon the real property comprising, or intended to comprise, The Cliffs at High Carolina Development, in accordance with North Carolina General Statutes Section 44A-13.

86. Pursuant to North Carolina General Statutes Section 44A-13, the Plaintiff is entitled to have the real property described in Paragraph 3 of the Plaintiff's Claim of Lien on Real Property, attached hereto as Exhibit 5, sold to satisfy the Plaintiff's lien in the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, interest continuing to accrue from said date at the rate of one and one-half percent (1½ %) per month, costs and attorney's fees pursuant to North Carolina General Statutes Section 44A-35.

### **THIRD CLAIM FOR RELIEF:**

87. The Plaintiff adopts and incorporates by reference the allegations contained in Paragraphs 1 through 86 of its Complaint as if set forth verbatim herein.

88. The Plaintiff rendered a valuable service to the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., by performing/providing the Work for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development.

89. The Work performed/provided by the Plaintiff for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development had significant value to the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC,



Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., and materially increased the value thereof.

90. At the times the Plaintiff performed/provided the Work for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development, the Plaintiff expected to receive payment therefore.

91. The Plaintiff's expectation of payment was reasonable.

92. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., received and accepted the Work performed/provided by the Plaintiff for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development knowing or having reason to know that the Plaintiff expected to be paid for therefore.

93. The Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., voluntarily accepted and benefited from the Work performed/provided by the Plaintiff for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development and such was not provided gratuitously.

94. Alternatively, the Plaintiff is entitled to recover damages from the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., jointly and severally, on an implied contract based upon *Quantum Meruit* for the Work performed/provided by the Plaintiff for the improvement of the real property comprising, or intended to comprise, The Cliffs at High Carolina Development in the principal amount of \$1,568,646.82, plus interest at the legal rate and costs.

WHEREFORE, the Plaintiff respectfully prays Judgment of the Court as follows:

1. That the Plaintiff have and recover of the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., jointly and severally, the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, plus interest as it continues to accrue from said date at the rate of one and one-half percent (1½ %) per month, and costs, pursuant to its First Claim for Relief;

2. That the Plaintiff be given a lien upon the real property described in Paragraph 3 of the Plaintiff's Claim of Lien on Real Property in the principal amount of \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, plus interest as it continues to accrue from said date at the rate of one and one-half percent (1½ %) per month, costs and attorney's fees, and that said real property be sold in accordance with Chapter 44A of the North Carolina General Statutes to satisfy the Plaintiff's lien, pursuant to its Second Claim for Relief;

3. In the alternative, that the Plaintiff have and recover from the Defendants, The Cliffs Communities, Inc., Longview Land Co., LLC, Longview Land Co. II, LLC and The Cliffs at High Carolina, LLC., jointly and severally, the sum of \$1,568,646.82, plus interest at the legal rate and costs on an implied contract based upon *Quantum Meruit*, pursuant to the Plaintiff's Third Claim for Relief; and

4. For such other and further relief as to the Court seems just and proper.

THIS, the 30<sup>th</sup> day of March, 2012.

JOHNSON LAW FIRM, P.A.

BY: 

GENE B. JOHNSON

State Bar No.: 15917

Attorneys for Plaintiff

P.O. Box 1288

Arden, NC 28704

828-650-0859 (Telephone)

828-650-0913 (Facsimile)

## EXHIBIT 1

### Longview Land Co., LLC Real Property:

1. Being all of that real property described in Deed Book 4280, Pages 314 – 315, of the Buncombe County Register of Deeds Office;
2. Being all of that real property described in Deed Book 4290, Pages 1936 – 1937, of the Buncombe County Register of Deeds Office;
3. Being all of that real property described in Deed Book 4291, Pages 750 – 751, of the Buncombe County Register of Deeds Office;
4. Being all of that real property described in Deed Book 4294, Pages 1611 – 1612, of the Buncombe County Register of Deeds Office;
5. Being all of that real property described in Deed Book 4322, Pages 829 – 831, of the Buncombe County Register of Deeds Office;
6. Being all of that real property described in Deed Book 4323, Pages 844 – 846, of the Buncombe County Register of Deeds Office;
7. Being all of that real property described in Deed Book 4330, Pages 390 – 392, of the Buncombe County Register of Deeds Office;
8. Being all of that real property described in Deed Book 4333, Pages 994 – 996, of the Buncombe County Register of Deeds Office;
9. Being all of that real property described in Deed Book 4338, Pages 1316 – 1317, of the Buncombe County Register of Deeds Office;
10. Being all of that real property described in Deed Book 4338, Pages 1318 – 1319, of the Buncombe County Register of Deeds Office;
11. Being all of that real property described in Deed Book 4338, Pages 1320 – 1321, of the Buncombe County Register of Deeds Office;
12. Being all of that real property described in Deed Book 4338, Pages 1322 – 1325, of the Buncombe County Register of Deeds Office;
13. Being all of that real property described in Deed Book 4338, Pages 1326 – 1327, of the Buncombe County Register of Deeds Office;
14. Being all of that real property described in Deed Book 4338, Pages 1328 – 1330, of the Buncombe County Register of Deeds Office;
15. Being all of that real property described in Deed Book 4338, Pages 1331 – 1332, of the Buncombe County Register of Deeds Office;
16. Being all of that real property described in Deed Book 4342, Pages 447 – 449, of the Buncombe County Register of Deeds Office;
17. Being all of that real property described in Deed Book 4343, Pages 1488 – 1490, of the Buncombe County Register of Deeds Office;
18. Being all of that real property described in Deed Book 4344, Pages 483 – 485, of the Buncombe County Register of Deeds Office;
19. Being all of that real property described in Deed Book 4348, Pages 1142 – 1145, of the Buncombe County Register of Deeds Office;
20. Being all of that real property described in Deed Book 4350, Pages 1916 – 1917, of the Buncombe County Register of Deeds Office;
21. Being all of that real property described in Deed Book 4355, Pages 965 – 967, of the Buncombe County Register of Deeds Office;

22. Being all of that real property described in Deed Book 4356, Pages 1018 – 1019, of the Buncombe County Register of Deeds Office;
23. Being all of that real property described in Deed Book 4359, Pages 178 – 179, of the Buncombe County Register of Deeds Office;
24. Being all of that real property described in Deed Book 4361, Pages 1836 – 1837, of the Buncombe County Register of Deeds Office;
25. Being all of that real property described in Deed Book 4363, Pages 1196 – 1297, of the Buncombe County Register of Deeds Office;
26. Being all of that real property described in Deed Book 4365, Pages 102 – 104, of the Buncombe County Register of Deeds Office;
27. Being all of that real property described in Deed Book 4365, Pages 1590 – 1591, of the Buncombe County Register of Deeds Office;
28. Being all of that real property described in Deed Book 4370, Pages 1362 – 1364, of the Buncombe County Register of Deeds Office;
29. Being all of that real property described in Deed Book 4373, Pages 10 – 11, of the Buncombe County Register of Deeds Office;
30. Being all of that real property described in Deed Book 4383, Pages 1764 – 1766, of the Buncombe County Register of Deeds Office;
31. Being all of that real property described in Deed Book 4388, Pages 916 – 919, of the Buncombe County Register of Deeds Office;
32. Being all of that real property described in Deed Book 4402, Pages 545 – 546, of the Buncombe County Register of Deeds Office;
33. Being all of that real property described in Deed Book 4427, Pages 682 – 684, of the Buncombe County Register of Deeds Office;
34. Being all of that real property described in Deed Book 4427, Pages 685 – 686, of the Buncombe County Register of Deeds Office;
35. Being all of that real property described in Deed Book 4429, Pages 256 – 257, of the Buncombe County Register of Deeds Office;
36. Being all of that real property described in Deed Book 4435, Pages 1288 – 1292, of the Buncombe County Register of Deeds Office;
37. Being all of that real property described in Deed Book 4445, Pages 990 – 991, of the Buncombe County Register of Deeds Office;
38. Being all of that real property described in Deed Book 4469, Pages 1909 – 1914, of the Buncombe County Register of Deeds Office;
39. Being all of that real property described in Deed Book 4469, Pages 1952 – 1954, of the Buncombe County Register of Deeds Office;
40. Being all of that real property described in Deed Book 4469, Pages 1957 – 1959, of the Buncombe County Register of Deeds Office;
41. Being all of that real property described in Deed Book 4469, Pages 1960 – 1963, of the Buncombe County Register of Deeds Office;
42. Being all of that real property described in Deed Book 4469, Pages 1964 – 1966, of the Buncombe County Register of Deeds Office;
43. Being all of that real property described in Deed Book 4473, Pages 292 – 294, of the Buncombe County Register of Deeds Office;
44. Being all of that real property described in Deed Book 4521, Pages 154 – 155, of the Buncombe County Register of Deeds Office;

45. Being all of that real property described in Deed Book 4554, Pages 1518 – 1521, of the Buncombe County Register of Deeds Office;
46. Being all of that real property described in Deed Book 4582, Pages 331 – 333, of the Buncombe County Register of Deeds Office;
47. Being all of that real property described in Deed Book 4582, Pages 336 – 339, of the Buncombe County Register of Deeds Office;
48. Being all of that real property described in Deed Book 4607, Pages 1485 – 1487, of the Buncombe County Register of Deeds Office;
49. Being all of that real property described in Deed Book 4749, Pages 322 – 324, of the Buncombe County Register of Deeds Office; and
50. Being all of that real property described in Deed Book 4765, Pages 336 – 337, of the Buncombe County Register of Deeds Office.

## **EXHIBIT 2**

### **Longview Land Co. II, LLC Real Property:**

1. Being all of that real property described in Deed Book 4742, Pages 1601 – 1603, of the Buncombe County Register of Deeds Office;
2. Being all of that real property described in Deed Book 4742, Pages 1604 – 1609, of the Buncombe County Register of Deeds Office; and
3. Being all of that real property described in Deed Book 4832, Pages 1641 – 1645, of the Buncombe County Register of Deeds Office.

### **EXHIBIT 3**

#### **The Cliffs at High Carolina, LLC Real Property:**

1. Being all of that real property described in Deed Book 4601, Pages 666 – 668, of the Buncombe County Register of Deeds Office;
2. Being all of that real property described in Deed Book 4765, Pages 334 – 335, of the Buncombe County Register of Deeds Office; and
3. Being all of that real property described in Deed Book 4821, Pages 1411 – 1412, of the Buncombe County Register of Deeds Office.

## **EXHIBIT 4**

### **I. Urbana Cliffs RE, LLC Real Property:**

1. The following pieces, parcels or tracts of land described in Deed Book 4890, Pages 1306 – 1338, of the Buncombe County Register of Deeds Office:
  - a. Exhibit A, Section IV, "Longview Land Co., LLC Property, High Carolina";
  - b. Exhibit A, Section V, "Lying and Being in Buncombe County, North Carolina, and Being the Following Platted Lots Located Within The Cliffs at High Carolina";
  - c. Exhibit A, Section VI, "Tracts Located at High Carolina"; and
  - d. Exhibit A, Section X, "Tracts Located Cliffs at High Carolina".
2. Being all of that real property described in Deed Book Deed Book 4936, Pages 1400 – 1402, of the Buncombe County Register of Deeds Office.

### **II. Cliffs at High Carolina Golf & Country Club, LLC Real Property:**

Any interest the Cliffs at High Carolina Golf & Country Club, LLC may have in the Amenities Parcel (Plat Book 126, Page 58, and consisting of 269.32 acres) as stated in that Irrevocable Easement recorded in Deed Book 4781, beginning at Page 1295, and subsequently modified as reflected in Deed Book 4827, beginning at Page 834, and Deed Book 4845, beginning at Page 1043, of the Buncombe County Register of Deeds Office.

### **III. Lot Purchasers Real Property:**

1. Mark W. Morein and Karan C. Morein: Being all of that real property described in Deed Book 4625, Pages 411 – 412, of the Buncombe County Register of Deeds Office;
2. James W. George and Diana S. George: Being all of that real property described in Deed Book 4626, Pages 629 – 630, of the Buncombe County Register of Deeds Office;
3. Barry Goodman and Alison Goodman: Being all of that real property described in Deed Book 4627, Pages 742 – 743, of the Buncombe County Register of Deeds Office;
4. Dr. Quinten Black and Frances L. Barnhardt-Black: Being all of that real property described in Deed Book 4629, Pages 652 – 653, of the Buncombe County Register of Deeds Office;
5. Michael J. Quillen Family Limited Partnership (50% undivided interest) and Deborah H. Thomas (50% undivided interest): Being all of that real property described in Deed Book 4629, Pages 737 – 738, of the Buncombe County Register of Deeds Office;



6. KIK Investments, LLC: Being all of that real property described in Deed Book 4629, Pages 781 - 782, of the Buncombe County Register of Deeds Office;
7. Scott G. Hughes and Frances B. Hughes: Being all of that real property described in Deed Book 4629, Pages 1356 - 1357, of the Buncombe County Register of Deeds Office;
8. Jeffrey J. Lee, Jr. and Kate M. Lee: Being all of that real property described in Deed Book 4629, Pages 1358 - 1359, of the Buncombe County Register of Deeds Office;
9. Commerce PT., L.L.C.: Being all of that real property described in Deed Book 4629, Pages 1360 - 1361, of the Buncombe County Register of Deeds Office;
10. SGT 12, LLC: Being all of that real property described in Deed Book 4630, Pages 869 - 870, of the Buncombe County Register of Deeds Office;
11. John D. Stites II and Rosemary T. Stites: Being all of that real property described in Deed Book 4631, Pages 1895 - 1896, of the Buncombe County Register of Deeds Office;
12. Charles Stewart and Heidi Turk Stewart: Being all of that real property described in Deed Book 4635, Pages 362 - 363, of the Buncombe County Register of Deeds Office;
13. MFP Properties I, LLC: Being all of that real property described in Deed Book 4642, Pages 199 - 200, of the Buncombe County Register of Deeds Office;
14. Raj Kulkarni and Benu Kulkarni: Being all of that real property described in Deed Book 4643, Pages 1364 - 1365, of the Buncombe County Register of Deeds Office;
15. Robert W. Barth: Being all of that real property described in Deed Book 4648, Pages 330 - 331, of the Buncombe County Register of Deeds Office;
16. Bruce Johnson and Linda Johnson (50% undivided interest), and John Harmon and Linda Hutchinson (50% undivided interest): Being all of that real property described in Deed Book 4655, Pages 257 - 258, of the Buncombe County Register of Deeds Office;
17. Bruce Johnson and Linda Johnson (50% undivided interest), and John Harmon and Linda Hutchinson (50% undivided interest): Being all of that real property described in Deed Book 4667, Pages 596 - 597, of the Buncombe County Register of Deeds Office;
18. Daniel Patterson and Dianna Patterson: Being all of that real property described in Deed Book 4682, Pages 1506 - 1507, of the Buncombe County Register of Deeds Office;
19. Paul M. Robshaw and Linda T. Bengé: Being all of that real property described in Deed Book 4696, Pages 504 - 505, of the Buncombe County Register of Deeds Office;

20. Catherine A. Goldberg: Being all of that real property described in Deed Book 4716, Pages 963 - 964, of the Buncombe County Register of Deeds Office;
21. MFP Properties I, LLC: Being all of that real property described in Deed Book 4721, Pages 1669 - 1670, of the Buncombe County Register of Deeds Office;
22. Dr. Jay B. Levy and Kathryn Levy: Being all of that real property described in Deed Book 4740, Pages 38 - 39, of the Buncombe County Register of Deeds Office;
23. Paul C. Fuhs, Jr. and Christine Fuhs: Being all of that real property described in Deed Book 4741, Pages 941 - 942, of the Buncombe County Register of Deeds Office;
24. William G. Gisel, Jr. and Mary Gisel: Being all of that real property described in Deed Book 4746, Pages 1617 - 1618, of the Buncombe County Register of Deeds Office;
25. Makili Properties, LLC: Being all of that real property described in Deed Book 4749, Pages 469 - 470, of the Buncombe County Register of Deeds Office;
26. Arthur Charles Kern, III and Karin D. Kern, Trustees of the Arthur C. and Karin D. Kern Revocable Trust: Being all of that real property described in Deed Book 4751, Pages 1701 - 1702, of the Buncombe County Register of Deeds Office;
27. Steve B. Carlile and Penney F. Carlile: Being all of that real property described in Deed Book 4755, Pages 470 - 471, of the Buncombe County Register of Deeds Office;
28. J. Peter Natale and Jennifer J. Natale: Being all of that real property described in Deed Book 4761, Pages 1993 - 1994, of the Buncombe County Register of Deeds Office;
29. Dr. Jay B. Levy and Kathryn Levy: Being all of that real property described in Deed Book 4765, Pages 344 - 345, of the Buncombe County Register of Deeds Office;
30. Brad Carmichael and Mary Carmichael: Being all of that real property described in Deed Book 4770, Pages 1291 - 1292, of the Buncombe County Register of Deeds Office;
31. Dr. James Guerrieri and Carla Guerrieri: Being all of that real property described in Deed Book 4775, Pages 194 - 195, of the Buncombe County Register of Deeds Office;
32. Marvin Neuwirth and Sarah C. Neuwirth: Being all of that real property described in Deed Book 4780, Pages 949 - 950, of the Buncombe County Register of Deeds Office;
33. Jeffrey A. Thode and Kelly S. Thode: Being all of that real property described in Deed Book 4784, Pages 1507 - 1508, of the Buncombe County Register of Deeds Office;
34. Paul R. Blanchard and Dorothy J. Kelly: Being all of that real property described in Deed Book 4786, Pages 1854 - 1855, of the Buncombe County Register of Deeds Office;

35. M. Stephen Brandon (50% undivided interest) and Guilbert L. Brandon, Jr. (50% undivided interest): Being all of that real property described in Deed Book 4810, Pages 324 – 325, of the Buncombe County Register of Deeds Office;
36. Matthew Aguiar and Joyce F. Aguiar: Being all of that real property described in Deed Book 4811, Pages 1835 – 1836, of the Buncombe County Register of Deeds Office;
37. Gregory Hunt Wade and Mary Helen Wade: Being all of that real property described in Deed Book 4813, Pages 31 – 32, of the Buncombe County Register of Deeds Office;
38. Matthew Aguiar and Joyce F. Aguiar: Being all of that real property described in Deed Book 4816, Pages 425 – 426, of the Buncombe County Register of Deeds Office;
39. Matthew R. Price and Sharom M. Price: Being all of that real property described in Deed Book 4822, Pages 1389 – 1390, of the Buncombe County Register of Deeds Office; and
40. Christopher J. Bush and Tia L. Bush: Being all of that real property described in Deed Book 4849, Pages 372 – 373, of the Buncombe County Register of Deeds Office.

Exhibit 5

STATE OF NORTH CAROLINA

COUNTY OF BUNCOMBE

FILE NO.: 11 M 1450

REC 22 F 2 45

**CLAIM OF LIEN ON REAL PROPERTY**

PLEASE TAKE NOTICE that the undersigned Lien-Claimant files this Claim of Lien on Real Property, pursuant to N.C.G.S. 44A-12, and claims a lien on the real property described herein.

1. The name and address of the person claiming the Claim of Lien on Real Property is:

Jerry T. Whitmire Grading, Inc.  
757 Cathey's Creek Church Road  
Brevard, NC 28712

2. The name and address of the record owner of the real property claimed to be subject to the Claim of Lien on Real Property at the time the Claim of Lien on Real Property is filed is:

Longview Land Co., LLC  
c/o James B. Anthony, Manager  
3598 Highway 11  
Travelers Rest, SC 29690

Longview Land Co. II, LLC  
c/o James B. Anthony, Manager  
3598 Highway 11  
Travelers Rest, SC 29690

The Cliffs at High Carolina, LLC  
c/o James B. Anthony, Manager  
3598 Highway 11  
Travelers Rest, SC 29690

Urbana Cliffs RE, LLC  
Attn: Barrett N. Bruce, Esq.  
Two Lincoln Centre, Suite 1000  
5420 LBJ Freeway  
Dallas, TX 75240

Cliffs at High Carolina Golf & Country Club, LLC  
c/o Lucas T. Anthony, Reg. Agent  
41 Club Village Way  
Arden, NC 28704

Mark W. Morein and Karan C. Morein  
657 Lake Drive  
Vero Beach, FL 32963

James W. George and Diana S. George  
12 Lancaster Blvd.  
Bluffton, Sc 29909

Barry Goodman and Alison Goodman  
7 Rolling Hill Road  
Old Westbury, NY 11568

Dr. Quinten Black and Frances L. Barnhardt-Black  
816 Quill Gordon Court  
Candler, NC 28715

Michael J. Quillen Family Limited Partnership  
Deborah H. Thomas  
22969 Virginia Trail  
Bristol, VA 24202

KIK Investments, LLC  
c/o H. M. King, Jr., Reg. Agent  
1201 Crestview Rd.  
Anderson, SC 29621

Scott G. Hughes and Frances B. Hughes  
103 A Harbor View Circle  
Sunset, SC 29685

Jeffrey J. Lee, Jr. and Kate M. Lee  
12514 Three Lakes Drive  
Charlotte, NC 28277

Commerce PT., L.L.C.  
c/o Frederick H. Myers, Reg. Agent  
520 Commerce Point  
Jefferson, LA 70123

SGT 12, LLC  
c/o Donald P. Megison, Manager  
1010 E. Third St.  
Chattanooga, TN 37403

John D. Stites II and Rosemary T. Stites  
6750 Walnut Trace  
Cookeville, TN 38501

Charles Stewart and Heidi Turk Stewart  
1000 Crescent Beach Road  
Vero Beach, FL 32963

MFP Properties I, LLC  
Corporate Creations Network, Inc., Reg. Agent  
11380 Prosperity Farms Rd., #221E  
Palm Beach Gardens, FL 33410

Raj Kulkarni and Benu Kulkarni  
5779 Stone Lake Drive  
Dayton, OH 45429

Robert W. Barth  
Nancy H. Green  
416 Mariner Drive  
Jupiter, FL 33477

Bruce Johnson and Linda Johnson  
66 Forest Road  
Asheville, NC 38803

John Harmon and Linda Hutchinson  
2426 Cornell Avenue  
Charlotte, NC 28211

Daniel Patterson and Dianna Patterson  
24 Topsfield Road  
Boxford, MA 01921

Paul M. Robshaw and Linda T. Bengt  
301 Congress Avenue  
Austin, TX 78701

Catherine A. Goldberg  
7 Oyster Bay Drive  
Rumson, NJ 07760

Dr. Jay B. Levy and Kathryn Levy  
6328 Mitchell Hollow Road  
Charlotte, NC 28277

Paul C. Fuhs, Jr. and Christine Fuhs  
6037 Danenhauer Lane  
Mays Landing, NJ 08330

William G. Gisel, Jr. and Mary Gisel  
101 Beard Avenue  
Buffalo, NY 14214

Makili Properties, LLC  
c/o Wade W. Massie  
208 E. Main St.  
Abingdon, VA 24210

Arthur Charles Kern, III and Karin D. Kern,  
Trustees of the Arthur C. and Karin D. Kern Revocable Trust  
15 Sunset Bay Drive  
Belleair, FL 33756

Steve B. Carlile and Penney F. Carlile  
1595 Garden Oaks Drive  
Marshall, TX 75672

J. Peter Natale and Jennifer J. Natale  
16 Alize Drive  
Kinnelton, NJ 07405

Brad Carmichael and Mary Carmichael  
2 Stratford Court  
Bridgeport, WV 26330

Dr. James Guerrieri and Carla Guerrieri  
33730 Rosewood Trail  
Willoughby Hills, OH 44094

Marvin Neuwirth and Sarah C. Neuwirth  
P. O. Box 3178  
Bald Head Island, SC 28461

Jeffrey A. Thode and Kelly S. Thode  
303 Dominick Point  
Knoxville, TN 27934

Paul R. Blanchard and Dorothy J. Kelly  
39 White Pine Road  
Newton, MA 02464

M. Stephen Brandon  
Guilbert L. Brandon, Jr.  
6148 Chapelle Circle West  
Memphis, TN 38120

Matthew Aguiar and Joyce F. Aguiar  
11 Ardmore Park #27-01  
Singapore, 259957

Gregory Hunt Wade and Mary Helen Wade  
18 Four Mile Branch Lane  
Spartanburg, SC 29302

Matthew R. Price and Sharom M. Price  
3525 Blossom Heath Road  
Dayton, OH 45419

Christopher J. Bush and Tia L. Bush  
1052 Avenue Ashford, #5A  
San Juan, PR 00907

3. A description of the real property upon which the Lien on Real Property is claimed is:

All of those certain pieces, parcels, tracts or lots of real property lying and being in the Fairview, Swannanoa and/or Black Mountain Townships, Buncombe County, North Carolina, comprising or intended to comprise the Cliffs at High Carolina Subdivision and more particularly described as follows:

**I. Longview Land Co., LLC Real Property:**

1. Being all of that real property described in Deed Book 4280, Pages 314 – 315, of the Buncombe County Register of Deeds Office;
2. Being all of that real property described in Deed Book 4290, Pages 1936 – 1937, of the Buncombe County Register of Deeds Office;
3. Being all of that real property described in Deed Book 4291, Pages 750 – 751, of the Buncombe County Register of Deeds Office;
4. Being all of that real property described in Deed Book 4294, Pages 1611 – 1612, of the Buncombe County Register of Deeds Office;
5. Being all of that real property described in Deed Book 4322, Pages 829 – 831, of the Buncombe County Register of Deeds Office;



40. Being all of that real property described in Deed Book 4849, Pages 372 – 373, of the Buncombe County Register of Deeds Office;
41. Those certain pieces, parcels, tracts or lots of real property described above and included in Deed Book 4890, Pages 1306 – 1338, of the Buncombe County Register of Deeds Office (See Section IV below); and
42. Being all of that real property described in Deed Book 4936, Pages 1400 – 1402, of the Buncombe County Register of Deeds Office.

**IV. Urbana Cliffs RE, LLC Real Property:**

1. The following pieces, parcels or tracts of land described in Deed Book 4890, Pages 1306 – 1338, of the Buncombe County Register of Deeds Office:
  - a. Exhibit A, Section IV, "Longview Land Co., LLC Property, High Carolina";
  - b. Exhibit A, Section V, "Lying and Being in Buncombe County, North Carolina, and Being the Following Platted Lots Located Within The Cliffs at High Carolina";
  - c. Exhibit A, Section VI, "Tracts Located at High Carolina"; and
  - d. Exhibit A, Section X, "Tracts Located Cliffs at High Carolina".
2. Being all of that real property described in Deed Book Deed Book 4936, Pages 1400 – 1402, of the Buncombe County Register of Deeds Office.

**V. Cliffs at High Carolina Golf & Country Club, LLC Real Property:**

Any interest the Cliffs at High Carolina Golf & Country Club, LLC may have in the Amenities Parcel (Plat Book 126, Page 58, and consisting of 269.32 acres) as stated in that Irrevocable Easement recorded in Deed Book 4781, beginning at Page 1295, and subsequently modified as reflected in Deed Book 4827, beginning at Page 834, and Deed Book 4845, beginning at Page 1043, of the Buncombe County Register of Deeds Office.

**VI. Lot Purchasers Real Property:**

1. Mark W. Morein and Karan C. Morein: Being all of that real property described in Deed Book 4625, Pages 411 – 412, of the Buncombe County Register of Deeds Office;
2. James W. George and Diana S. George: Being all of that real property described in Deed Book 4626, Pages 629 – 630, of the Buncombe County Register of Deeds Office;
3. Barry Goodman and Alison Goodman: Being all of that real property described in Deed Book 4627, Pages 742 – 743, of the Buncombe County Register of Deeds Office;

4. Dr. Quinten Black and Frances L. Barnhardt-Black: Being all of that real property described in Deed Book 4629, Pages 652 – 653, of the Buncombe County Register of Deeds Office;
5. Michael J. Quillen Family Limited Partnership (50% undivided interest) and Deborah H. Thomas (50% undivided interest): Being all of that real property described in Deed Book 4629, Pages 737 – 738, of the Buncombe County Register of Deeds Office;
6. KIK Investments, LLC: Being all of that real property described in Deed Book 4629, Pages 781 – 782, of the Buncombe County Register of Deeds Office;
7. Scott G. Hughes and Frances B. Hughes: Being all of that real property described in Deed Book 4629, Pages 1356 – 1357, of the Buncombe County Register of Deeds Office;
8. Jeffrey J. Lee, Jr. and Kate M. Lee: Being all of that real property described in Deed Book 4629, Pages 1358 – 1359, of the Buncombe County Register of Deeds Office;
9. Commerce PT., L.L.C.: Being all of that real property described in Deed Book 4629, Pages 1360 – 1361, of the Buncombe County Register of Deeds Office;
10. SGT 12, LLC: Being all of that real property described in Deed Book 4630, Pages 869 – 870, of the Buncombe County Register of Deeds Office;
11. John D. Stites II and Rosemary T. Stites: Being all of that real property described in Deed Book 4631, Pages 1895 – 1896, of the Buncombe County Register of Deeds Office;
12. Charles Stewart and Heidi Turk Stewart: Being all of that real property described in Deed Book 4635, Pages 362 – 363, of the Buncombe County Register of Deeds Office;
13. MFP Properties I, LLC: Being all of that real property described in Deed Book 4642, Pages 199 – 200, of the Buncombe County Register of Deeds Office;
14. Raj Kulkarni and Benu Kulkarni: Being all of that real property described in Deed Book 4643, Pages 1364 – 1365, of the Buncombe County Register of Deeds Office;
15. Robert W. Barth: Being all of that real property described in Deed Book 4648, Pages 330 – 331, of the Buncombe County Register of Deeds Office;
16. Bruce Johnson and Linda Johnson (50% undivided interest), and John Harmon and Linda Hutchinson (50% undivided interest): Being all of that real property described in Deed Book 4655, Pages 257 – 258, of the Buncombe County Register of Deeds Office;
17. Bruce Johnson and Linda Johnson (50% undivided interest), and John Harmon and Linda Hutchinson (50% undivided interest): Being all of that real property described in Deed Book 4667, Pages 596 – 597, of the Buncombe County Register of Deeds Office;

18. Daniel Patterson and Dianna Patterson: Being all of that real property described in Deed Book 4682, Pages 1506 - 1507, of the Buncombe County Register of Deeds Office;
19. Paul M. Robshaw and Linda T. Benge: Being all of that real property described in Deed Book 4696, Pages 504 - 505, of the Buncombe County Register of Deeds Office;
20. Catherine A. Goldberg: Being all of that real property described in Deed Book 4716, Pages 963 - 964, of the Buncombe County Register of Deeds Office;
21. MFP Properties I, LLC: Being all of that real property described in Deed Book 4721, Pages 1669 - 1670, of the Buncombe County Register of Deeds Office;
22. Dr. Jay B. Levy and Kathryn Levy: Being all of that real property described in Deed Book 4740, Pages 38 - 39, of the Buncombe County Register of Deeds Office;
23. Paul C. Fuhs, Jr. and Christine Fuhs: Being all of that real property described in Deed Book 4741, Pages 941 - 942, of the Buncombe County Register of Deeds Office;
24. William G. Gisel, Jr. and Mary Gisel: Being all of that real property described in Deed Book 4746, Pages 1617 - 1618, of the Buncombe County Register of Deeds Office;
25. Makili Properties, LLC: Being all of that real property described in Deed Book 4749, Pages 469 - 470, of the Buncombe County Register of Deeds Office;
26. Arthur Charles Kern, III and Karin D. Kern, Trustees of the Arthur C. and Karin D. Kern Revocable Trust: Being all of that real property described in Deed Book 4751, Pages 1701 - 1702, of the Buncombe County Register of Deeds Office;
27. Steve B. Carlile and Penney F. Carlile: Being all of that real property described in Deed Book 4755, Pages 470 - 471, of the Buncombe County Register of Deeds Office;
28. J. Peter Natale and Jennifer J. Natale: Being all of that real property described in Deed Book 4761, Pages 1993 - 1994, of the Buncombe County Register of Deeds Office;
29. Dr. Jay B. Levy and Kathryn Levy: Being all of that real property described in Deed Book 4765, Pages 344 - 345, of the Buncombe County Register of Deeds Office;
30. Brad Carmichael and Mary Carmichael: Being all of that real property described in Deed Book 4770, Pages 1291 - 1292, of the Buncombe County Register of Deeds Office;
31. Dr. James Guerrieri and Carla Guerrieri: Being all of that real property described in Deed Book 4775, Pages 194 - 195, of the Buncombe County Register of Deeds Office;
32. Marvin Neuwirth and Sarah C. Neuwirth: Being all of that real property described in Deed Book 4780, Pages 949 - 950, of the Buncombe County Register of Deeds Office;

33. Jeffrey A. Thode and Kelly S. Thode: Being all of that real property described in Deed Book 4784, Pages 1507 - 1508, of the Buncombe County Register of Deeds Office;
34. Paul R. Blanchard and Dorothy J. Kelly: Being all of that real property described in Deed Book 4786, Pages 1854 - 1855, of the Buncombe County Register of Deeds Office;
35. M. Stephen Brandon (50% undivided interest) and Guilbert L. Brandon, Jr. (50% undivided interest): Being all of that real property described in Deed Book 4810, Pages 324 - 325, of the Buncombe County Register of Deeds Office;
36. Matthew Aguiar and Joyce F. Aguiar: Being all of that real property described in Deed Book 4811, Pages 1835 - 1836, of the Buncombe County Register of Deeds Office;
37. Gregory Hunt Wade and Mary Helen Wade: Being all of that real property described in Deed Book 4813, Pages 31 - 32, of the Buncombe County Register of Deeds Office;
38. Matthew Aguiar and Joyce F. Aguiar: Being all of that real property described in Deed Book 4816, Pages 425 - 426, of the Buncombe County Register of Deeds Office;
39. Matthew R. Price and Sharom M. Price: Being all of that real property described in Deed Book 4822, Pages 1389 - 1390, of the Buncombe County Register of Deeds Office; and
40. Christopher J. Bush and Tia L. Bush: Being all of that real property described in Deed Book 4849, Pages 372 - 373, of the Buncombe County Register of Deeds Office.

4. The name and address of the person with whom the Lien-Claimant contracted for the furnishing of labor or materials is:

James B. Anthony, President/Manager  
Cliffs Communities, Inc.  
Longview Land Co., LLC  
Longview Land Co. II, LLC  
The Cliffs at High Carolina, LLC  
3598 Highway 11  
Travelers Rest, SC 29690

5. The date upon which labor or materials were first furnished upon said real property by the Lien-Claimant:

July 7, 2008

6. The date upon which labor or materials were last furnished upon said real property by the Lien-Claimant:

October 4, 2011

7. A general description of the labor performed or materials furnished and the amount claimed therefore is:

The Lien-Claimant furnished supervision, labor, equipment and general building and construction materials (including, but not limited to, ABC stone, rip rap, course aggregate, ballast, geogrid, and drainage) related to laying out roadways, clearing, grading, hauling and spreading stone, installing drainage, constructing roadways, constructing driveways, installing erosion control, and providing maintenance on the aforementioned real property.

The principal amount claimed therefore is \$1,568,646.82, plus accrued interest in the sum of \$1,208,284.20 as of the 22<sup>nd</sup> day of December, 2011, plus interest continuing to accrue from said date at the rate of one and one-half percent (1½ %) per month, costs and attorney's fees, if allowable by law.

The Lien-Claimant hereby notifies all persons and entities named herein that it will attempt to recover its reasonable attorneys' fees pursuant to N.C.G.S. 44A-35.

THIS, the 22<sup>nd</sup> day of December, 2011.

FILED, this the \_\_\_\_ day of December, 2011.

\_\_\_\_\_  
Clerk of Superior Court  
Buncombe County, North Carolina

JOHNSON LAW FIRM, P.A.

BY: 

GENE B. JOHNSON

Bar No.: 15917

Attorney for Lien-Claimant

P.O. Box 1288

Arden, NC 28704

Phone: 828-650-0859

Fax: 828-650-0913



**Phillips Lytle LLP**

Via UPS Overnight Courier

May 24, 2012

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

Re: In re The Cliffs Club & Hospitality Group, Inc., et al.  
Case No. 12-01220-JW (Jointly Administered) ("Case")

Dear Sir/Madam:

Please file the enclosed Proof of Claim of William and Mary Gisel in case number 12-01231-JW ("Claim").

I am also enclosing a copy of the Claim to be file stamped and returned by UPS Second Day Air in the enclosed envelope.

If you have any questions, please call me at (716) 847-7060. Thank you.

Very truly yours,

Phillips Lytle LLP

By 

Angela Z. Miller

AZMhj  
Enclosures  
Doc # 01-2578635.1

ATTORNEYS AT LAW

ANGELA Z. MILLER, PARTNER DIRECT 716 847 7060 AMILLER@PHILLIPSLYTLE.COM

3400 HSBC CENTER BUFFALO, NY 14203-2887 PHONE 716 847 8400 FAX 716 852 6100  
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