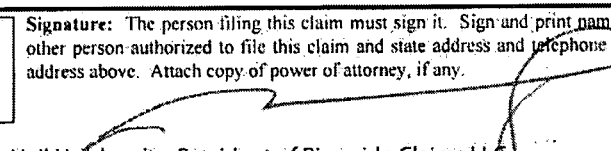



B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT District of South Carolina		PROOF OF CLAIM
Name of Debtor: The Cliffs Club & Hospitality Group, Inc. et al dba The Cliffs Golf & Country		Case Number: 12-01220
NOTE: This form should not be used to make a claim for an administrative expense 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.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Riverside Claims LLC as assignee for Heritage Charity Auctions & Awards, Inc.		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent: Riverside Claims LLC Telephone number: P.O. Box 626 Planetarium Station New York, NY 10024		Court Claim Number: _____ (if known) Filed on: _____
Name and address where payment should be sent (if different from above): Telephone number:		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
<p style="text-align: center;">RECEIVED MAY 30 2012 BMC GROUP</p>		
1. Amount of Claim as of Date Case Filed: \$ <u>3,741.44</u> If all or part of your claim is secured; complete item 4 below; however, if all of your claim is unsecured, do not 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.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a)(7)(A). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). Wages, salaries, or commissions (up to \$10,950*) 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"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,425* 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). Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(): _____ 11 USC §503(b)(9) Amount entitled to priority: \$ _____ *Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
2. Basis for Claim: (See instruction #2 on reverse side.) 3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.) 4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff 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: _____ Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____		
Date: 05/16/2012	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.  Neil Herskowitz, President of Riverside Claims LLC	FOR COURT USE ONLY Cliffs POC  01104



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1021
 Invoice Date: May 24, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs @ Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs @ Walnut Cove

Customer ID	Customer CO	Payment
Cliffs @ Walnut Cove		Net 30 Days
Sales Term	Shipping Method	Ship Date
Douglas	Airborne	6/23/11

Quantity	Description	Unit Price	Total Price
6.00	Crystal Vase	84.00	504.00
1.00	Golf FTD Pitcher	154.00	154.00

Subtotal	668.00
Sales Tax	
Freight	50.00
Total Invoice Amount	708.00
Payment/Credit Applied	
TOTAL	708.00

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1123
 Invoice Date: Jun 1, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7878

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Bill To	Ship Order PO	Payment Terms
---------	---------------	---------------

Cliffs @ Walnut Cove	8767W	Net 30 Days
----------------------	-------	-------------

Ship Method	Ship Date
-------------	-----------

Douglas	UPS Ground	7/1/11
---------	------------	--------

Qty	Description	Unit Price	Total Price
-----	-------------	------------	-------------

2.00	S-FL Sublimated Flag- Large 14 x 20	19.72	39.44
------	-------------------------------------	-------	-------

Subtotal	39.44
Sales Tax	
Freight	15.00
Total Invoice Amount	54.44
Payment/Credit Applied	
TOTAL	

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1297
 Invoice Date: Jun 16, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Walnut Cove Golf Shop
 41 Club Village Way
 Arden, NC 28704

Customer	Ship To	Payment Terms
Cliffs @ Walnut Cove	9387W	Net 30 Days
Ship From	Ship Via	Ship Date
Douglas	Airborne	7/16/11

Quantity	Description	Unit Price	Amount
2.00	Golf Bowl Trophies (for Women's Mtn Golf Assoc Event)	90.00	180.00

Subtotal	180.00
Sales Tax	
Freight	25.00
Total Invoice Amount	205.00
Payment/Credit Applied	
205.00	

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1443
 Invoice Date: Jun 23, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Customer ID	Customer PO	Payment Terms
Cliffs @ Walnut Cove	9676W	Net 30 Days
Sales Rep ID	Shipping Method	Ship Date
Douglas	Airborne	7/23/11

Quantity	Description	Unit Price	Amount
1.00	Cup Style Trophy (Walnut Cup, Cliffs Logo)	150.00	150.00

Subtotal	150.00
Sales Tax	
Freight	36.00
Total Invoice Amount	186.00
Payment/Credit Applied	
TOTAL	186.00

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

Voice: 770-888-7787
 Fax: 770-888-7878

INVOICE

Invoice Number: 2011-1526
 Invoice Date: Jul 12, 2011
 Page: 1

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Customer ID	Customer Ref	Payment Terms
Cliffs @ Walnut Cove	9675W	Net 30 Days
Bill to City/State	Shipping Method	Ship Date
Douglas	UPS Ground	8/11/11

Quantity	Item	Unit Price	Amount
4.00	Large Round Optic Trophies	50.00	200.00

Subtotal	200.00
Sales Tax	
Freight	39.00
Total Invoice Amount	239.00
Payment/Credit Applied	
TOTAL	

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1572
 Invoice Date: Jul 15, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs at Walnut Cove
 Attn: Paul
 41 Club Village Way
 Arden, NC 28704

Cliffs @ Walnut Cove	10010w	Net 30 Days
Douglas	Airborne	8/14/11

Quantity	Item	Unit Price	Amount
5.00	Logo Shadowbox w/ Plaque	110.00	550.00

Subtotal	550.00
Sales Tax	
Freight	110.00
Total Invoice Amount	660.00
Payment/Credit Applied	
TOTAL	660.00

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1716
 Invoice Date: Aug 1, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Customer ID		Terms	
Cliffs @ Walnut Cove	10010W	Net 30 Days	
Shipping Method		Ship Date	
Douglas	UPS Ground	8/31/11	

Quantity	Description	Unit Price	Total Price
2.00	Handled Trophy	175.00	350.00

Subtotal	350.00
Sales Tax	
Freight	26.00
Total Invoice Amount	376.00
Payment/Credit Applied	
TOTAL	376.00

Check/Credit Memo No:



Heritage Charity Auctions & Awards Inc.

125 Enterprise Drive, Suite F
 Cumming, GA 30040

INVOICE

Invoice Number: 2011-1008
 Invoice Date: May 3, 2011
 Page: 1

Voice: 770-888-7787
 Fax: 770-888-7876

Bill To:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

Ship to:

Cliffs at Walnut Cove
 41 Club Village Way
 Arden, NC 28704

System/ID	Customer ID	Payment Term
Cliffs @ Walnut Cove	8326W	Net 30 Days
Ship To	Ship From	Ship Date
Douglas	Airborne	6/2/11

Quantity	Unit	Description	Unit Price	Total
16.00		12x12 Sublimated Tiles	50.00	800.00
12.00		8x8 Sublimated Tiles	24.00	288.00
12.00		6x6 Sublimated Tiles	10.00	120.00
40.00		Easels	1.50	60.00

Subtotal	1,268.00
Sales Tax	
Freight	45.00
Total Invoice Amount	1,313.00
Payment/Credit Applied	
TOTAL	

Check/Credit Memo No:

District of South Carolina Claims Register

12-01220-jw The Cliffs Club & Hospitality Group, Inc.

Chief Judge: John E. Waites **Chapter:** 11
Office: Spartanburg **Last Date to file claims:**
Trustee: **Last Date to file (Govt):** 08/27/2012

Creditor: (541993632) Riverside Claims LLC P.O. Box 626 Planetarium Station New York, NY 10024	Claim No: 15 <i>Original Filed</i> Date: 05/22/2012 <i>Original Entered</i> Date: 05/22/2012	Status: <i>Filed by:</i> CR <i>Entered by:</i> ReGen Capital <i>Modified:</i>
---	---	---

Amount claimed: \$3741.44

History:

Details 15-1 05/22/2012 Claim #15 filed by Riverside Claims LLC, Amount claimed: \$3741.44
(ReGen Capital)

Description: (15-1) Riverside Claims LLC as assignee for Heritage Charity Auctions & Awards, Inc.

Remarks:

Claims Register Summary

Case Name: The Cliffs Club & Hospitality Group, Inc.
Case Number: 12-01220-jw
Chapter: 11
Date Filed: 02/28/2012
Total Number Of Claims: 1

Total Amount Claimed*	\$3741.44
Total Amount Allowed*	

*Includes general unsecured claims

The values are reflective of the data entered. Always refer to claim documents for actual amounts.

	Claimed	Allowed
Secured		
Priority		
Administrative		