

UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

PROOF OF CLAIM

Name of Debtor:
The Cliffs at Keowee Falls Golf & Country Club, LLC

Case Number:
12-01229

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

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

Thomas W Morriss

RECEIVED

Name and address where notices should be sent:

29347867001236
Morriss, Thomas
227 Indian Wells Drive
Spartanburg, SC 29306

MAY 31 2012

BMC GROUP

864-431-8395 tom@morriss.net

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.
THIS SPACE IS FOR COURT USE ONLY

Creditor Telephone Number () email:

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

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

Check this box to indicate that this claim amends a previously filed claim.
Court Claim Number (if known):

Filed on:

Payment Telephone Number () email:

1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ 12,110.00

If all or part of your claim is secured, complete item 4.
If all or part of your claim is entitled to priority, complete item 5.

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

2. BASIS FOR CLAIM: (See instruction #2) Accrued credit due on "A" note prior to filing - see attached

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

M00525

3a. Debtor may have scheduled account as:

(See instruction #3a)

3b. Uniform Claim Identifier (optional): Note for clarification

(See instruction #3b)

4. SECURED CLAIM: (See instruction #4)

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

Nature of property or right of setoff:

Describe:

Real Estate Motor Vehicle Other

Value of Property: \$ Clubs secured

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

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

Basis for Perfection:

Amount of Secured Claim: \$ 12,110.00

Amount Unsecured: \$

4 pgs

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

Amount entitled to priority: \$

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

You MUST specify the priority of the claim:

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

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

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

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

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

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

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

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



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

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

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

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

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

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

8. SIGNATURE: (See instruction #8)

Check the appropriate box.

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

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

Print Name: Thomas W Morris
 Title: _____
 Company: _____

[Signature] 5/28/12
 (Signature) (Date)

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

Telephone number: 864-431-8395
 email: _____

tom@morriss.net

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

LIST OF DEBTORS:

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

Cliffs Proof of Claim Case Number 12-01229

Accrued Credit due on Class "A" Note

Note : Indenture Trustee has stated that they have filed Proof of Claim for A and B Notes as well as interest due on the notes. They stated that they will not file proofs of claim relating to dues credit.

In accordance with notes monthly credit is due in the amount of \$865.00 per month

At time of filing 14 months had accrued:

$14 \times \$865 = \$12,110$ due on "A" note

[Face of Note]

Series A Note due 2017

No. 221

\$100,000

THE CLIFFS CLUB & HOSPITALITY GROUP, INC.

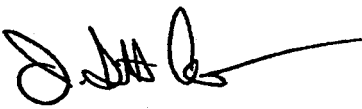
promises to pay to Thomas William Morriss and Diane Cristine Morriss JT WROS the principal sum of ONE HUNDRED THOUSAND DOLLARS (\$100,000.00) on April 30, 2017 plus any Bonus Payment then due (calculated as provided on the back of this Note).

Interest Payment Dates: January 15, beginning January 15, 2011

Record Date: December 31

[Signatures to follow]

THE CLIFFS CLUB & HOSPITALITY GROUP,
INC., a South Carolina corporation

By: 

Name: J. Scott Carlton

Title: President

This is one of the Notes referred to
in the within-mentioned Indenture:

WELLS FARGO BANK,
NATIONAL ASSOCIATION

By: 
Authorized Signatory

Dated: 4/30/2010

[Back of Note]
Series A Note due 2017

THE ISSUANCE OF THESE SENIOR NOTES HAS NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933 OR APPLICABLE STATE LAWS AND MAY NOT BE SOLD, TRANSFERRED, ASSIGNED, OFFERED, PLEDGED OR OTHERWISE DISTRIBUTED FOR VALUE UNLESS SUCH SALE, TRANSFER, ASSIGNMENT, OFFER, PLEDGE OR OTHER DISTRIBUTION FOR VALUE IS EXEMPT FROM THE REGISTRATION AND PROSPECTUS DELIVERY REQUIREMENTS OF SUCH ACT AND APPLICABLE STATE LAWS.

NEITHER THIS NOTE NOR ANY INTEREST HEREIN SHALL BE TRANSFERRED TO A "BENEFIT PLAN INVESTOR" OR TO ANY ENTITY IN WHICH A "BENEFIT PLAN INVESTOR" IS OR WILL INVEST. FOR THE AVOIDANCE OF DOUBT, THE TERM "BENEFIT PLAN INVESTOR" INCLUDES ALL EMPLOYEE BENEFIT PLANS SUBJECT TO PART 4, SUBTITLE B, TITLE I OF THE EMPLOYEE RETIREMENT INCOME SECURITY ACT OF 1974, AS AMENDED ("ERISA"), ANY PLAN TO WHICH SECTION 4975 OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, APPLIES AND ANY ENTITY, INCLUDING AN INSURANCE COMPANY GENERAL ACCOUNT, WHOSE UNDERLYING ASSETS INCLUDE "PLAN ASSETS," AS DEFINED UNDER 29 CFR SECTION 2510.3-101 AND SECTION 3(42) OF ERISA, BY REASON OF A PLAN'S INVESTMENT IN SUCH ENTITY.

Capitalized terms used herein have the meanings assigned to them in the Indenture referred to below unless otherwise indicated.

(1) **Interest and Bonus Payment.** The Cliffs Club & Hospitality Group, Inc., a South Carolina corporation (the "Issuer"), promises to pay or cause to be paid interest on the principal amount of this Note at 3.18% per annum, plus an amount equal to the annual Dues Payment, on each Interest Payment Date (as defined below), from January 15, 2011 until April 30, 2017 (the "Maturity Date"). The Issuer will pay interest annually in cash in arrears on January 15 of each year, or if any such day is not a Business Day, on the next succeeding Business Day (each, an "Interest Payment Date"). Notwithstanding the foregoing, the Dues Payment shall not be paid to any Series A Holder, but shall be applied to the membership obligation of such Holder for the year in which the Dues Payment is payable. For Holders of Series A Notes with Club memberships of lesser value than the Individual Golf Membership, the Dues portion of any payment shall be applied first to such Holder's membership obligation with any remainder payable to the Holder in cash.

Interest on the Notes will accrue from the most recent date to which interest has been paid or, if no interest has been paid, from the date of issuance; *provided* if this Note is authenticated between a record date referred to on the face hereof and the next succeeding Interest Payment Date, interest shall accrue from such next succeeding Interest Payment Date; *provided further* that the first Interest Payment Date shall be January 15, 2011. The Issuer will pay interest (including post-petition interest in any proceeding under any Bankruptcy Law) on overdue principal at a rate that is 1% higher than the then applicable interest rate on the Notes to the extent lawful; it will pay interest (including post-petition interest in any proceeding under any Bankruptcy Law) on overdue installments of interest (without regard to any applicable grace periods) from time to time on demand at the same rate to the extent lawful. Interest will be computed on the basis of a 365/366 day year.

In addition, on the Maturity Date, the Issuer promises to pay or cause to be paid an additional payment on the Notes in an amount equal to the Bonus Payment, if any, that would have been required to be paid with respect to the Notes if the Notes had been redeemed pursuant to an optional redemption on the Maturity Date.

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

May 29, 2012

To whom it may concern,

Attached are the followings claims as they pertain to the Cliffs Club and Hospitality Group Inc bankruptcy.

- A) Membership Dues- While it appears that a claim may have been made it does not appear on the Keowee Falls Schedule in my name. Also in accordance with the Indenture agreement the Membership agreement was to secured by the Cliffs property. Claim is for \$125,000.00 secured.
- B) Accrued Credit on Class "a" note - Per Indenture Trustee they will file for Notes and interest but not credit. Claim is for \$12,110.00.
- C) Guest Golf passes purchased in March 2011 unused portion was 7 . These were terminated at filing. Claim is for \$393.75

Also enclosed is a self addressed stamped envelope for and a copy of each claim.

Please let me know if there are any questions

Regards,



Thomas W Morriss
227 Indian Wells Drive
Spartanburg, SC 29306
864-431-8395

Express

Align top of FedEx Express® Shipping Label here.

ORIGIN ID: RNDR (864) 854-1717
SHIP DATE: 30MAY12
SHIP WT: 1 LB
SHIP CNO: 181773281/MSX12250
BILL SENDER
THOMAS MORRIS
PAK MAIL CENTER
1085 OLD CLEMSON HWY STE E
SENECA, SC 29672
UNITED STATES US

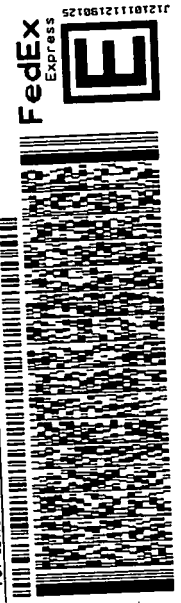
12503/6194/R278
to ATTN: CLIFFS CLAIM PROCESSING
BMC GROUP INC.
18675 LAKE DRIVE EAST

RECEIVED

MAY 31 2012

CHANHASSEN MN 55317
REF: 864310395
INV: 2470
PO: 3470
DEPT:

BMC GROUP



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THU - 31 MAY AI
PRIORITY OVERNIGHT

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MN-US MSP

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