

2012 MAY 17 AM 11:40
 DISTRICT OF SOUTH CAROLINA

| | | |
|--|---|---|
| UNITED STATES BANKRUPTCY COURT | | PROOF OF CLAIM |
| Name of Debtor: THE CLIFFS CLUB & HOSPITALITY GROUP, ET AL | | Case Number: 12-01220 |
| 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): KINES UNLIMITED, INC. | | COURT USE ONLY |
| Name and address where notices should be sent: JAMES S. ERWIN III, ESQ. 413 GENTRY MEMORIAL HIGHWAY EASLEY, SC 29640 | | <input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____ |
| Telephone Number: 864-855-4595 email: erwinatlaw@aol.com | | |
| Name and address where payment should be sent (if different from above): | | <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. |
| Telephone Number: _____ email: _____ | | |
| 1. Amount of Claim as of Date Case Filed: \$94,209.95 | | RECEIVED |
| If all or part of your claim is secured, complete item 4. | | JUN 20 2012 |
| If all or part of your claim is entitled to priority, complete item 5. | | BMC GROUP |
| <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach a statement that itemizes interest or charges. | | |
| 2. Basis for Claim: WORK PERFORMED (See instruction #2) | | |
| 3. Last four digits of any number by which creditor identifies debtor: _____ | 3a. Debtor may have scheduled account as: _____ (See instruction #3a) | 3b. Uniform Claim Identifier (optional): _____ (See instruction #3b) |
| 4. Secured Claim (See instruction #4) Check the appropriate box if your claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information. | | Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ |
| Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ | | Basis for perfection: _____ |
| Value of Property: \$ _____ | | Amount of Secured Claim: \$ _____ |
| Annual Interest Rate: _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed) | | Amount Unsecured: \$ _____ |
| 5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls into one of the following categories, check the box specifying the priority and state the amount. | | |
| <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. | | |
| 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) | | |

Cliffs POC

 01340

B10 (Official Form 10) (12/11)

7. **Documents:** Attached are **redacted** copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or 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:

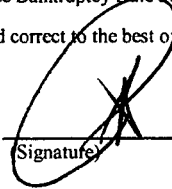
8. **Signature:** (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent (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: JAMES S. ERWIN III, ESQ.
Title: ATTORNEY FOR CREDITOR
Company: ERWIN LAW FIRM, P.A.
Address and telephone number (if different from notice address above): _____


(Signature)

5/14/12
(Date)

Penalty for presenting fraudulent claim: Fine of up to \$500,00 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

STATE OF SOUTH CAROLINA)
 : SETTLEMENT AND PAYMENT AGREEMENT
COUNTY OF GREENVILLE)

WHEREAS, Kines Unlimited, Inc. (hereinafter “Kines”) performed certain work on real property located in Buncombe County, North Carolina and owned by Longview Land Co., LLC and managed, operated or used by The Cliffs at High Carolinas and/or Cliffs Communities (all three parties hereinafter collectively “Cliffs”); and

WHEREAS, a dispute arose between the parties concerning the payment of Kines for the work performed; and

WHEREAS, the parties have reached an agreement concerning the payment of Kines for the work performed and resolving said dispute;

NOW, WHEREFORE, for and in consideration of the mutual promises and covenants herein contained, the payment of the sums herein stated and in further consideration of the resolution of this pending action, the receipt and sufficiency of which are hereby acknowledged by the parties, the parties hereby agree as follows:

A. Cliffs shall pay unto the Kines the sum of \$104,209.95 under the terms set forth herein.. Kines acknowledges receipt of the first payment in the amount of \$10,000.00. The remaining balance of \$94,209.95 shall be paid in periodic installments and shall be paid in full within six (6) months from May 16, 2011.

B. Kines shall cancel its lien on real property filed of record as Lien Number 10M1660 in Buncombe County, North Carolina.

C. Kines shall dismiss its Complaint for enforcement of the lien on real property in civil

action 11CVS1302 pending in Buncombe County, North Carolina.

D. The terms of this Settlement and Payment Agreement are contractual and not merely a recital.

E. This Settlement and Payment Agreement is the entire agreement between the parties with respect to the subject matter hereof and supersedes all other prior or contemporaneous agreements or understandings, whether written or oral, between the parties, or any of them.

F. This Settlement and Payment Agreement shall be binding upon and shall inure to the benefit of each of the parties hereto, their heirs, personal representatives, successors and assigns.

G. Neither this Settlement Payment Agreement nor any of the rights hereunder shall be assigned by any of the parties hereto without the prior written consent of all other parties.

H. In the event that any paragraph, section or subsection of this Settlement and Payment Agreement shall be declared to be illegal, unenforceable or otherwise surplusage, then, nevertheless, all remaining provisions of this Settlement and Payment Agreement shall remain in full force and effect.

I. This Settlement and Payment Agreement shall be enforceable in the Court of Common Pleas for Greenville County, South Carolina, with the prevailing party entitled to attorney's fees and costs for the enforcement of same.

[This space intentionally left blank]

Entered into this the 27 day of June, 2011.

Kines Unlimited, Inc.

By: _____
Its President

Kelly Edwards
Marty Petek

Longview Land Co., LLC

By: [Signature]
Its: MANAGING MEMBER

Kelly Edwards
Marty Petek

The Cliffs at High Carolinas

By: [Signature]
Its: PRESIDENT
LANDMARK DEVELOPMENT, INC
MANAGING MEMBER

Kelly Edwards
Marty Petek

Cliffs Communities

By: [Signature]
Its: PRESIDENT

STATE OF SOUTH CAROLINA)
)
COUNTY OF PICKENS)

PROBATE AS TO KINES

Personally appeared before me the undersigned witness who upon oath deposes and states that (s)he saw the within corporation, through its duly authorized managing member, sign, seal and as their act and deed deliver the within written instrument for the purposes herein stated, and that (s)he with the other witness witnessed the execution thereof.

SWORN TO BEFORE ME this _____
day of _____, 2011.

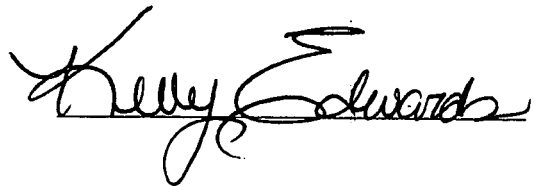
Notary Public for South Carolina
My Commission Expires: _____

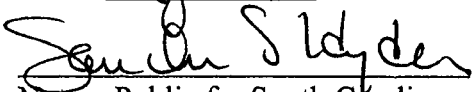
STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE AS TO LONGVIEW LAND CO., LLC

Personally appeared before me the undersigned witness who upon oath deposes and states that (s)he saw the within entity, through its duly authorized managing member, sign, seal and as their act and deed deliver the within written instrument for the purposes herein stated, and that (s)he with the other witness witnessed the execution thereof.

SWORN TO BEFORE ME this 27
day of June, 2011.





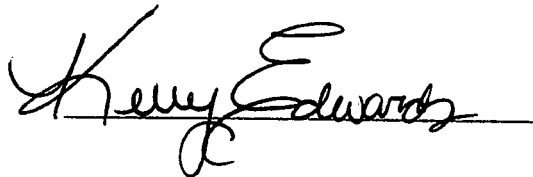
Notary Public for South Carolina
My Commission Expires: 8-31-14

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE AS TO THE CLIFFS AT HIGH
CAROLINAS

Personally appeared before me the undersigned witness who upon oath deposes and states that (s)he saw the within entity, through its duly authorized managing member, sign, seal and as their act and deed deliver the within written instrument for the purposes herein stated, and that (s)he with the other witness witnessed the execution thereof.

SWORN TO BEFORE ME this 27
day of June, 2011.



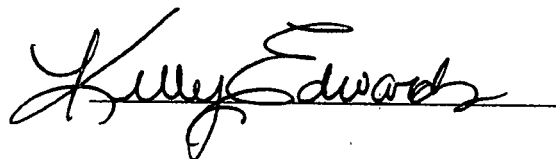
Santha S. Hyde
Notary Public for South Carolina
My Commission Expires: 8-31-19

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

PROBATE AS TO CLIFFS COMMUNITIES

Personally appeared before me the undersigned witness who upon oath deposes and states that (s)he saw the within entity, through its duly authorized managing member, sign, seal and as their act and deed deliver the within written instrument for the purposes herein stated, and that (s)he with the other witness witnessed the execution thereof.

SWORN TO BEFORE ME this 27
day of June, 2011.



Santha S. Hyde
Notary Public for South Carolina
My Commission Expires: 8-31-19

ERWIN LAW FIRM, P.A.

JAMES S. ERWIN, III
ATTORNEY AT LAW
413 GENTRY MEMORIAL HWY.
EASLEY, SOUTH CAROLINA 29640

RECEIVED
MAY 17 AM 11:37
SOUTH CAROLINA

LICENSED IN SOUTH CAROLINA
AND NORTH CAROLINA

TELEPHONE 864-855-4595
FACSIMILE 864-855-4551

May 16, 2012

VIA OVERNIGHT MAIL

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

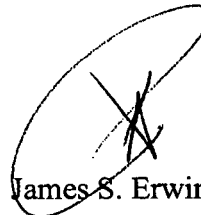
Re: My Client: Kines Unlimited, Inc.
Debtor: The Cliffs Club & Hospitality Group, Inc., et al.
Case Number: 12-01220, et al.

Dear Sir/Madam:

Enclosed for filing please find the Proof of Claim of my client in the above-styled matter together with attached documentation.

With kindest regards, I remain

Yours truly,



James S. Erwin, III

Encl.

cc: Clerk of the United States Bankruptcy Court (via overnight mail w/ encl.)
J. Bratton Davis U.S. Bankruptcy Courthouse
1100 Laurel Street
Columbia, SC 29201-2423

PLEASE PRESS FIRMLY

Print postage online - Go to usps.com/postageonline

PLEASE P1



MAY 16 2004
AMOUNT

\$18.95
00058380-04



UNITED STATES POSTAL SERVICE

Flat Rate Mailing Envelope
For Domestic and International Use
Visit us at usps.com



EM599193475US

Addressee Copy
Label 11-F, April 2004



UNITED STATES POSTAL SERVICE

Post Office To Addressee

EM599193475US

ORIGINATOR USE ONLY

PO ZIP Code: 02100

Date Accepted: 5/11/04

Time Accepted: 10:50 AM

Flat Rate, or Weight

Day of Delivery: Next 2nd 3rd Del. Day

Scheduled Date of Delivery: 5/11/04

Scheduled Time of Delivery: 11:00 AM

Postage: \$18.95

Return Receipt Fee: \$

COD Fee: \$

Insurance Fee: \$

Total Postage & Fees: \$18.95

Acceptance Emp. Initials: [Signature]

DELIVERY (POSTAL USE ONLY)

Delivery Attempt: AM PM

Employee Signature: [Signature]

Delivery Date: 5/11/04

Time: 11:00 AM

Employee Signature: [Signature]

Delivery Date: 5/11/04

Time: 11:00 AM

Employee Signature: [Signature]

NO DELIVERY Weekend Holiday

Customer Signature: [Signature]

FROM: (PLEASE PRINT)

PHONE: 503-415-1115

FROM: [Handwritten: Edwin Louis Firmman, 413 Century North Hwy, Easley, SC 29640]

TO: (PLEASE PRINT)

PHONE: [Blank]

TO: [Handwritten: Dept of the United States, Cradlepoint, 500 Laurel Street, Columbia, SC 29201-2423]

FOR PICKUP OR TRACKING: Visit www.usps.com

or Call 1-800-222-1811



USPS packaging products have been awarded Cradle to Cradle Certificate for their ecologically-intelligent design. For more information go to mbdc.com/usps

Please recycle.



EP13F

01/20/12 04:18 10665

OFFICE OF THE CLERK

UNITED STATES BANKRUPTCY COURT

Tammi M. Hellwig
Clerk of Court

DISTRICT OF SOUTH CAROLINA
J. BRATTON DAVIS UNITED STATES BANKRUPTCY COURTHOUSE
1100 LAUREL STREET
COLUMBIA, SOUTH CAROLINA 29201-2423

TELEPHONE (803)765-5436
www.scb.uscourts.gov

June 18, 2012

Julia Osborne
The Cliffs Club & Hospitality, Inc.
Claims Processing/BMC Group, Inc.
18675 East Lake Drive
Chanhassen MN 55317

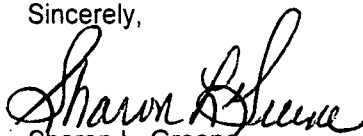
Re: The Cliffs Club & Hospitality Group, Inc.
C/A No.12-01220-jw

Dear Ms. Osborne,

On March 6, 2012, BMC Group, Inc., was appointed as the claims and noticing agent in the above captioned bankruptcy case pending in the District of South Carolina. Please find enclosed 7 proofs of claim and 1 withdrawal of claim which have been submitted for filing.

If you have any questions, please do not hesitate to contact me at (803) 765-5038.

Sincerely,



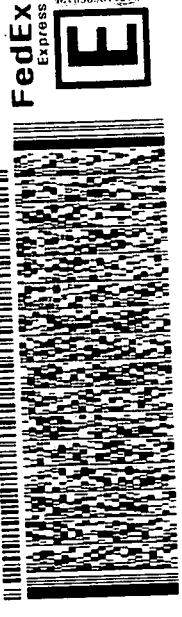
Sharon L. Greene
Public Services Supervisor/Pro Se Coordinator

SHIP DATE: 12APR12
ACT# 462272/CFE2511
CAD: 462272/CFE2511
BILL SENDER

ORIGIN ID: LGBA (310) 321-5555
SHARON GREENE, CLERK OF COURT
J. BRATTON DAVIS, UNITED STATES
BANKRUPTCY COURTHOUSE
1100 LAUREL STREET
COLUMBIA, SC 29201
UNITED STATES US

TO THE CLIFFS CLUB & HOSPITALITY, INC.
CLAIMS PROCESSING/ BMC GROUP, INC.
18675 EAST LAKE DRIVE
RECEIVED

CHANNASSEN MN 55317
(310) 321-5555
REF: CLIFFS CLAIMS
JUN 20 2012
BMC GROUP

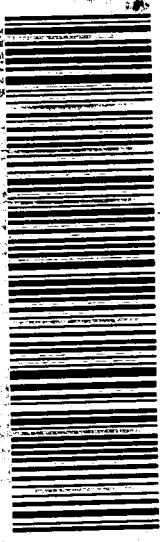


RETURNS MON - FRI
WED - 20 JUN '12
STANDARD OVERNIGHT

FedEx
0221 5113 0600 7080

55317
MN-US
MSP

XH FBLA



Emp# 216128 18JUN12 USCA 511C1/793A/278

RT 65 6 B
7080
06.20
FZ

The World On Time.

Armon Pak