

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA**

In re:

**The Cliffs Club & Hospitality Group, Inc., et
al.,¹ d/b/a The Cliffs Golf & Country Club,**

Debtors.

CHAPTER 11

Case No. 12-01220

Jointly Administered

**NOTICE OF (A) ENTRY OF ORDER APPROVING DISCLOSURE STATEMENT AND
SOLICITATION PROCEDURES; (B) DEADLINE FOR CASTING VOTES TO ACCEPT
OR REJECT CHAPTER 11 PLAN; (C) HEARING TO CONSIDER CONFIRMATION
OF CHAPTER 11 PLAN; AND (D) RELATED MATTERS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

Pursuant to an order dated July 2, 2012 (the “Approval Order”) [Docket Entry No. 478], the United States Bankruptcy Court for the District of South Carolina (the “Bankruptcy Court”) has (a) approved the First Amended and Restated Disclosure Statement to Accompany the Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor (the “Disclosure Statement”) [Docket Entry No. 480] filed by The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors in the above-captioned Chapter 11 cases, as debtors and debtors-in-possession (collectively, the “Debtors”), and (b) authorized the Debtors to solicit votes to accept or reject the First Amended and Restated Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor dated June 30, 2012 (the “Plan”) ² [Docket Entry No. 479].

Pursuant to the Approval Order, July 2, 2012 is the voting record date for determining the holders of prepetition claims and interests entitled to vote to accept or reject the Plan, and **August 1, 2012** is the voting deadline for submission of ballots to accept or reject the Plan. Creditors, equity security holders and all other parties as directed by Bankruptcy Rule 3017 will receive the following materials: (i) the Plan; (ii) the Disclosure Statement; (iii) the

¹ The Debtors, followed by the last four digits of their respective taxpayer identification numbers and Chapter 11 case numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. (6338) (12-01220); CCHG Holdings, Inc. (1356) (12-01223); The Cliffs at Mountain Park Golf & Country Club, LLC (2842) (12-01225); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319) (12-01226); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879) (12-01227); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230) (12-01229); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898) (12-01230); The Cliffs at High Carolina Golf & Country Club, LLC (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Plan.

Approval Order (without exhibits); (iv) any additional opinion of the Court approving the Disclosure Statement; (v) this notice; (vi) any letter from the Official Committee of Unsecured Creditors and/or any other member or noteholder group in support of the Plan; and (vii) a ballot to be used to vote to accept or reject the Plan (parties not entitled to vote will not receive a ballot). Please note that, with the exception of the ballot, such documents may be copied onto compact discs and served in that format in lieu of paper copies. If you reasonably require paper copies of such documents, please contact counsel to the Debtors via mail: McKenna Long & Aldridge, LLP, Attn: Bryan E. Bates, Esq., 303 Peachtree St. NE, Suite 5300, Atlanta, GA 30308; via email: bbates@mckennalong.com; or via phone: 404-527-4073.

If the Debtors have determined that you are not entitled to vote to accept or reject the Plan, but you believe that you should be entitled to vote to accept or reject the Plan, then you must file with the Bankruptcy Court a motion for an order pursuant to Bankruptcy Rule 3018(a), and in accordance with the terms of the Approval Order, temporarily allowing such claim in a specified amount for purposes of voting to accept or reject the Plan. Any such motion must be served upon the Debtors, counsel for the Debtors and in accordance with the Order Establishing Certain Notice, Case Management and Administrative Procedures [Docket Entry No. 121].

YOUR RIGHTS MAY BE AFFECTED. YOU SHOULD READ THE DISCLOSURE STATEMENT, PLAN AND ALL OTHER DOCUMENTS ASSOCIATED THEREWITH CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.

August 1, 2012 is fixed as the last day for filing and serving pursuant to Fed. R. Bankr. P. 3020(b)(1) written objections to confirmation of the Plan. All objections to confirmation of the Plan must be in writing, must state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party, must state with particularity the basis and nature of any objection to the Plan, must be filed with the Clerk of the United States Bankruptcy Court for the District of South Carolina, and must be served upon counsel for the Debtors and in accordance with the Order Establishing Certain Notice, Case Management and Administrative Procedures [Docket Entry No. 121] so as to be actually received by August 1, 2012.

A hearing to consider confirmation of the Plan will be held on **August 6, 2012 at 10:00 a.m.** at: **J. Bratton Davis United States Bankruptcy Courthouse, 1100 Laurel Street, Columbia, South Carolina 29201-2423.**

THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION AND EXCULPATION PROVISIONS. THESE PROVISIONS ARE SET FORTH IN THE PLAN AND DESCRIBED IN THE DISCLOSURE STATEMENT.

ANY PARTY TO AN EXECUTORY CONTRACT OR UNEXPIRED LEASE TO BE ASSUMED SHALL HAVE TWENTY ONE (21) DAYS AFTER SERVICE OF THE SCHEDULE OF ASSUMED CONTRACTS WITHIN WHICH TO FILE WITH

THE BANKRUPTCY COURT AN OBJECTION TO THE CURE AMOUNT LISTED BY THE DEBTORS, AN OBJECTION TO THE ADEQUACY OF ASSURANCE OF FUTURE PERFORMANCE, OR ANY OTHER OBJECTION TO THE ASSUMPTION OF SUCH EXECUTORY CONTRACT OR UNEXPIRED LEASE. ANY SUCH OBJECTION SHALL BE RESOLVED BY THE BANKRUPTCY COURT AT THE CONFIRMATION HEARING OR, IF THE COURT DOES NOT HEAR SUCH OBJECTION AT THE CONFIRMATION HEARING, AT SUCH OTHER TIME AS AGREED TO BY THE AFFECTED PARTIES. IF THE BANKRUPTCY COURT DETERMINES THAT THE CURE AMOUNT WITH RESPECT TO AN EXECUTORY CONTRACT OR UNEXPIRED LEASE IS GREATER THAN THE AMOUNT LISTED BY THE DEBTORS, THEN THE DEBTORS MAY ELECT TO REJECT THE EXECUTORY CONTRACT OR LEASE AT ISSUE.

Copies of the Disclosure Statement and Plan may be inspected in the offices of the Clerk of the Bankruptcy Court during normal business hours or downloaded from the Bankruptcy Court's website at <http://www.scb.uscourts.gov>. Please note that prior registration with the PACER Service Center and payment of a fee may be required to access such documents. Additionally, copies of the Disclosure Statement and Plan are available for free download via an unofficial version of the case docket accessible through the Debtors' claims, notice and balloting agent, BMC Group, Inc., at <http://www.bmcgroup.com/cliffs>. Requests for copies of the Disclosure Statement and Plan may also be made to counsel for the Debtors at the contact information shown below.

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Dated: July 3, 2012

BY ORDER OF THE COURT

/s/ Däna Wilkinson

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Attorneys for the Debtors and Debtors in Possession