

Keith Poston

From: Keith Poston
Sent: Friday, October 26, 2012 3:38 PM
To: 'CCHGLiquidationtrust@gmail.com'
Subject: Nelson Mullins Riley & Scarborough LLP: Invoices supporting proofs of claim
Attachments: 201210261405.pdf; 201210261526.pdf

Attached please find the supporting invoices for proof of claim # 580 (in the amount of \$27,815.25) and proof of claim #579 (in the amount of \$82,497.31), filed by Nelson Mullins Riley & Scarborough, LLP.

Please feel free to contact me if you have any further questions.

Keith

Nelson Mullins

Keith Poston
Attorney at Law
keith.poston@nelsonmullins.com

Nelson Mullins Riley & Scarborough LLP

Meridian, 17th Floor
1320 Main Street, Columbia, SC 29201
Tel: 803.255.9518 Fax: 803.255.9038

www.nelsonmullins.com
(View Bio)

EXHIBIT

B

B 10 (Official Form 10) (12/11)

UNITED STATES BANKRUPTCY COURT District of South Carolina		PROOF OF CLAIM
Name of Debtor: The Cliffs at Glassy Golf & Country Club, LLC	Case Number: 12-01234	
<small>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.</small>		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Nelson Mullins Riley & Scarborough, LLP		
Name and address where notices should be sent: Nelson Mullins Riley & Scarborough, LLP c/o B. Keith Poston P.O. Box 11070, Columbia SC 29211 Telephone number: 803-799-2000 email: keith.poston@nelsonmullins.com		<div style="text-align: center; font-weight: bold; font-size: small;">COURT USE ONLY</div> <div><input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____</div>
Name and address where payment should be sent (if different from above): <div style="text-align: center; font-weight: bold; font-size: x-large;">RECEIVED MAY 10 2012 BMC GROUP</div> Telephone number: email: _____		<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>
1. Amount of Claim as of Date Case Filed: \$ <u>27,815.25</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.		
2. Basis for Claim: <u>Legal Services Performed</u> (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 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: \$ _____
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.		
<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). Amount entitled to priority: \$ _____
<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)(____).
<small>*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.</small>		
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)		



B 10 (Official Form 10) (12/11)

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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, ☐ I am a guarantor, surety, indorser, or other codebtor.
(Attach copy of power of attorney, if any.) or their authorized agent. (See Bankruptcy Rule 3005.)
(See Bankruptcy Rule 3004.)

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: B. Keith Poston

Title: Attorney

Company: Nelson Mullins Riley & Scarborough, LLP

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

B. Keith Poston
(Signature)

5/4/12
(Date)

Telephone number: _____

email: _____

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.

In re: The Cliffs at Glassy Golf & Country Club, LLC
d/b/a The Cliffs Golf & Country Club

Case No.: 12-01234

Exhibit to Proof of Claim

Outstanding Accounts Receivable as of February 28, 2012:	\$27,815.25
Invoice Numbers: 911518, 915570, 921395, 931387, 1264686, 1283568	

WIP for Services Rendered through February 28, 2012:	\$0
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Less Amounts on Retainer:	\$0
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Total Outstanding:	\$27,815.25
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Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

December 15, 2008
Invoice 911518 Page 1

Our Matter # 05427/01501 For Services Through 11/30/08
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

11/06/08	Work on response to Sloan's Motion to Amend Complaint. R.S. STILWELL	0.70 hrs.	290.00/hr	\$203.00
11/06/08	Draft email to Ms. Kempe at the City of Greenville, attaching proposed order for review and requesting a conference to discuss a unified strategy to deal with Sloan's recently filed motion for leave to supplement the complaint. S.E. BUCKINGHAM	0.20 hrs.	200.00/hr	\$40.00
11/07/08	Call with Ms. Campbell on motion to amend complaint in response to survey or affidavit and work with Attorney Buckingham on same. R.S. STILWELL	0.70 hrs.	290.00/hr	\$203.00
11/10/08	Phone call with Attorney Kempe at City of Greenville regarding new Sloan matter; conference call to be held Wednesday; review email from Paul Foster regarding property boundary line on Corbin Mountain; discussion with Attorney Stilwell regarding strategy moving forward. S.E. BUCKINGHAM	0.40 hrs.	200.00/hr	\$80.00
11/11/08	Review proposed order as amended by the city; place phone call to city to arrange a teleconference soon. S.E. BUCKINGHAM	0.40 hrs.	200.00/hr	\$80.00
11/12/08	Work on response to motion to amend complaint and plaintiff's new survey report with Attorney Buckingham. R.S. STILWELL	0.70 hrs.	290.00/hr	\$203.00
11/12/08	Conference call with Kathleen Kempe regarding Sloan's new survey assessment and scheduling a time when we can meet with a surveyor to discuss the assessment in preparation for motion hearing on the 24th; procedural posture and strategy discussion with Attorney Stilwell. S.E. BUCKINGHAM	0.70 hrs.	200.00/hr	\$140.00
11/13/08	Revise opinion and order; draft letter to Judge Few advising him of our position regarding Sloan's motion for leave to supplement the complaint and regarding the motion is procedurally improper. S.E. BUCKINGHAM	1.00 hrs.	200.00/hr	\$200.00

Cliffs at Glassy, The

December 15, 2008
Invoice 911518 Page 2

11/14/08	Work on Sloan order and letter to court covering same regarding plaintiff's attempt to amend the complaint. R.S. STILWELL	1.10 hrs.	290.00/hr	\$319.00
11/14/08	Meet with City of Greenville Attorneys Ron McKinney and Kathleen Kempe and City surveyor regarding property boundary at Corbin Mountain; advise Attorney Stilwell regarding surveyor's opinion and action that needs to be taken in order to resolve boundary dispute. S.E. BUCKINGHAM	2.20 hrs.	200.00/hr	\$440.00
11/19/08	Call with Ms. Campbell on Sloan and follow-up with Attorney Buckingham and City Attorney Kempe on same; notes to Court responding to attempts by opposing counsel to set hearing on motion to amend. R.S. STILWELL	1.10 hrs.	290.00/hr	\$319.00
11/19/08	Place phone call to city to discuss property boundary agreement, left message; research property boundary agreements and how the City may execute such an agreements; locate examples of property boundary agreements to prepare for drafting, if necessary; [REDACTED] S.E. BUCKINGHAM	1.80 hrs.	200.00/hr	\$360.00
11/20/08	Review proposed third amended complaint and forward to Ms. Campbell and notes with her and work with Attorney Buckingham on response to same. R.S. STILWELL	0.80 hrs.	290.00/hr	\$232.00
11/20/08	Review third supplemental complaint submitted by Sloan; compare differences with second supplemental; contact Attorney Kempe at City of Greenville. S.E. BUCKINGHAM	6.30 hrs.	200.00/hr	\$1,260.00
11/21/08	Work on requested hearing date from court and call with plaintiff's counsel, city attorney, Ms. Campbell and note back to court on objections to hearing under Rule 15. R.S. STILWELL	1.20 hrs.	290.00/hr	\$348.00
11/21/08	Phone conference with Attorney Stilwell and Attorney Kempe; strategy and planning discussion with Attorney Stilwell; continue to examine historical property transfers around the properties in suit to determine the proper call of the Wiswall Line. S.E. BUCKINGHAM	3.40 hrs.	200.00/hr	\$680.00
11/24/08	Place phone call to Attorney Kempe to discuss property boundary agreement; draft property boundary agreements; search titles to properties surrounding property [REDACTED] [REDACTED]; begin preparing for hearing in December regarding motion for leave to supplement complaint. S.E. BUCKINGHAM	9.40 hrs.	200.00/hr	\$1,880.00
11/25/08	Brief from Attorney Buckingham on investigation of survey dispute and note from opposing counsel on hearing argument for motion to amend. R.S. STILWELL	1.20 hrs.	290.00/hr	\$348.00
11/25/08	Research property ownership and plat recordings in Henderson County, NC, regarding Corbin Mountain; brief Attorney Stilwell on factual posture of case following research; place call to Attorney Kempe to discuss boundary line agreements, message left; revise property boundary agreements; perform geometric comparison of Wiswall map with Freeland map. S.E. BUCKINGHAM	7.70 hrs.	200.00/hr	\$1,540.00
11/26/08	Meeting with Attorney Kempe regarding property boundary agreements and strategy coordination.			

Cliffs at Glassy, The

December 15, 2008
Invoice 911518 Page 3

S.E. BUCKINGHAM 1.00 hrs. 200.00/hr \$200.00

Total Fees for Legal Services \$9,075.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	7.50	290.00	2,175.00
S.E. BUCKINGHAM	34.50	200.00	6,900.00
TOTAL	42.00	\$216.07	\$9,075.00

Net current billing for this invoice \$9,075.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
894521	09/12/2008	\$186.00
899301	10/13/2008	\$4,287.77
904959	11/11/2008	\$5,576.00
	A/R BALANCE	\$10,049.77

GRAND TOTAL \$19,124.77

Cliffs at Glassy, The

December 15, 2008
Invoice 911518 Page 4

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000

For Services Through 11/30/08

Cliffs at Glassy, The
South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc. (The), et al.
Our Matter # 05427/01501

Fees for Professional Services	\$9,075.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice.....	\$9,075.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
894521	09/12/2008	\$186.00
899301	10/13/2008	\$4,287.77
904959	11/11/2008	\$5,576.00

Total Accounts Receivable..... **\$10,049.77**

GRAND TOTAL **\$19,124.77**

Terms of Payment: Balance due within thirty days of invoice date

DOMESTIC WIRING INSTRUCTIONS

Receiving Bank: Columbus Bank & Trust (CB&T)

ABA Number: 061100606

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

FOREIGN WIRING INSTRUCTIONS

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

ABA Number: 053200666

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

January 13, 2009
Invoice 915570 Page 1

Our Matter # 05427/01501 For Services Through 12/31/08
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

12/01/08	Prepare memorandum in opposition of the Plaintiffs' motion for leave to supplement, to continue; attempt to contact Lindsey & Associates; attempt to contact the Nature Conservancy. S.E. BUCKINGHAM	2.30 hrs.	200.00/hr	\$460.00
12/02/08	Continue to prepare memorandum in response to motion to supplement the complaint; contact Bill Lindsey at Lindsey & Associates; phone conversation with Attorney Kempe at City of Greenville; phone conversation with Attorney Guy at Nature Conservancy; REDACTED REDACTED S.E. BUCKINGHAM	8.30 hrs.	200.00/hr	\$1,660.00
12/03/08	Call with City Attorney on hearing preparations and work with Attorney Buckingham on same. R.S. STILWELL	1.50 hrs.	290.00/hr	\$435.00
12/03/08	Continue to draft memorandum in opposition to motion for leave to supplement the complaint. S.E. BUCKINGHAM	10.10 hrs.	200.00/hr	\$2,020.00
12/04/08	Review draft of motion for summary judgment from Attorney Buckingham and call with Ms. Campbell and City Attorney on same. R.S. STILWELL	1.10 hrs.	290.00/hr	\$319.00
12/05/08	Prepare briefing for Attorney Stilwell to explain the mathematics of our basis to oppose amending the pleadings on the basis of futility. S.E. BUCKINGHAM	2.20 hrs.	200.00/hr	\$440.00
12/08/08	Work with Attorney Buckingham on affidavit supporting memorandum in opposition to motion to amend complaint and call with Ms. Campbell on same. R.S. STILWELL	0.80 hrs.	290.00/hr	\$232.00
12/08/08	Meet with Attorney Stilwell to discuss our opposition to leave to amend; call Bill Lindsey; call Lynn Stovall at Water Department; revise memo in opposition to motion for leave to amend, to continue. S.E. BUCKINGHAM	6.20 hrs.	200.00/hr	\$1,240.00

Cliffs at Glassy, The

January 13, 2009
Invoice 915570 Page 2

12/09/08	Work on arguments opposing motion to amend complaint and call with Paul Foster on surveying testimony in support of same. R.S. STILWELL	1.20 hrs.	290.00/hr	\$348.00
12/11/08	Meeting with Mr. Lindsey and Ms. Campbell to prepare for hearing on Sloan's motion to amend complaint and follow up afterwards with Attorney Buckingham. R.S. STILWELL	1.80 hrs.	290.00/hr	\$522.00
12/11/08	Meeting with Attorney Stilwell, Mary Campbell, and Bill Lindsey; review Collins maps and communication; revise Lindsey affidavit; revise memo in opposition to motion for leave to amend. S.E. BUCKINGHAM	6.70 hrs.	200.00/hr	\$1,340.00
12/12/08	Work on memorandum in opposition to motion to amend complaint and documents supporting same. R.S. STILWELL	1.30 hrs.	290.00/hr	\$377.00
12/15/08	Finalize memorandum in opposition to Sloan's motion to amend; call with Mr. Lindsey on his opinion and attendance at hearing. R.S. STILWELL	1.80 hrs.	290.00/hr	\$522.00
12/15/08	Revise memo in opposition to motion for leave to amend; phone call to Lindsey and Associates; phone calls to City of Greenville. S.E. BUCKINGHAM	1.50 hrs.	200.00/hr	\$300.00
12/16/08	Work on hearing preparations with Attorney Buckingham and review City's proposed affidavit for same; prepare arguments and review and mark cited cases. R.S. STILWELL	2.10 hrs.	290.00/hr	\$609.00
12/16/08	Prepare materials, exhibits, and presentation for hearing on motion for leave to supplement. S.E. BUCKINGHAM	6.40 hrs.	200.00/hr	\$1,280.00
12/17/08	Final preparations for Sloan hearing and conduct same. R.S. STILWELL	4.20 hrs.	290.00/hr	\$1,218.00
12/17/08	Conduct additional research to prepare for hearing, attend hearing. S.E. BUCKINGHAM	3.50 hrs.	200.00/hr	\$700.00
12/30/08	Information from Attorney Buckingham on Sloan FOIA request to County regarding releases referenced in County ordinance and speak to him about response to same. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
12/30/08	Receive call from City Attorney advising that Sloan has filed a FOIA request for claim releases. S.E. BUCKINGHAM	0.10 hrs.	200.00/hr	\$20.00
12/31/08	Call from court reporter on hearing transcript and work on draft order with Attorney Buckingham. R.S. STILWELL	1.60 hrs.	290.00/hr	\$464.00
Courtesy Discount				\$-2,197.65
Total Fees for Legal Services				\$12,453.35

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	17.90	290.00	5,191.00

Cliffs at Glassy, The

January 13, 2009
Invoice 915570 Page 3

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
S.E. BUCKINGHAM	47.30	200.00	9,460.00
TOTAL	65.20	\$224.71	\$14,651.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

11/19/2008	Postage	1.17
12/01/2008	Telephone 1-803-254-9049	0.15
12/01/2008	Westlaw	11.68
12/02/2008	Telephone 1-919-484-7857	0.15
12/02/2008	Westlaw	96.32
12/03/2008	VENDOR: Greenville County; INVOICE#: 120208; DATE: 12/3/2008	1.10
	- Charge for requested records	
12/08/2008	Westlaw	142.39
12/15/2008	Postage	3.02
12/16/2008	Westlaw	135.34
Total Charges for Other Services Provided/Expenses Incurred.....		\$391.32

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
CopyOut	1.10
Postage	4.19
Telephone	0.30
Westlaw	385.73
TOTAL	\$391.32

Net current billing for this invoice..... **\$12,844.67**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00
A/R BALANCE		\$14,837.00

GRAND TOTAL **\$27,681.67**

Cliffs at Glassy, The

January 13, 2009
Invoice 915570 Page 4

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000

For Services Through 12/31/08

Cliffs at Glassy, The
South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc. (The), et al.
Our Matter # 05427/01501

Fees for Professional Services \$14,651.00
Less Courtesy Discount \$-2,197.65
Charges for Other Services Provided/Expenses Incurred \$391.32

Net current billing for this invoice..... \$12,844.67

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00

Total Accounts Receivable..... \$14,837.00

GRAND TOTAL \$27,681.67

Terms of Payment: Balance due within thirty days of invoice date

DOMESTIC WIRING INSTRUCTIONS

Receiving Bank: Columbus Bank & Trust (CB&T)

ABA Number: 061100606

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

FOREIGN WIRING INSTRUCTIONS

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

ABA Number: 053200666

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

February 13, 2009
Invoice 921395 Page 1

Our Matter # 05427/01501 For Services Through 01/31/09
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

01/05/09	Discuss acquisition of hearing transcript with court reporter; contact Mary Campbell to discuss releases; begin preparing order of dismissal. S.E. BUCKINGHAM	0.60 hrs.	200.00/hr	\$120.00
01/06/09	Work with Attorney Buckingham and Ms. Campbell on releases with City. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
01/06/09	Prepare revisions to summary judgment order. S.E. BUCKINGHAM	1.20 hrs.	200.00/hr	\$240.00
01/07/09	Revise opinion and order; revise property boundary agreement and quit claim. S.E. BUCKINGHAM	6.10 hrs.	200.00/hr	\$1,220.00
01/08/09	Phone conversation with City Attorney Kempe regarding language of boundary agreement and release; revise release. S.E. BUCKINGHAM	0.20 hrs.	200.00/hr	\$40.00
01/09/09	Receive transcript of December 17 hearing from court reporter; revise order granting summary judgment to include material from transcript; edit and revise. S.E. BUCKINGHAM	3.80 hrs.	200.00/hr	\$760.00
01/12/09	Circulate drafts of opinion and boundary agreement. S.E. BUCKINGHAM	0.20 hrs.	200.00/hr	\$40.00
01/14/09	Review and forward release/boundary agreement to Ms. Campbell. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
01/18/09	Exchange messages with City Attorney Kempe regarding approval and execution of boundary agreement and release. S.E. BUCKINGHAM	0.20 hrs.	200.00/hr	\$40.00
01/21/09	Review proposed order and follow up with Attorney Buckingham on filing same upon approval from City. R.S. STILWELL	0.60 hrs.	290.00/hr	\$174.00
01/21/09	Revise and prepare order for filing; coordinate filing. S.E. BUCKINGHAM	0.50 hrs.	200.00/hr	\$100.00

Cliffs at Glassy, The

February 13, 2009
Invoice 921395 Page 2

01/28/09	Review Sloan's comments on proposed order and forward to Ms. Campbell for review. R.S. STILWELL	0.30 hrs.	290.00/hr	\$87.00
01/28/09	Review letter from Attorney Carpenter to Judge Few regarding draft order and opinion. S.E. BUCKINGHAM	0.30 hrs.	200.00/hr	\$60.00
Total Fees for Legal Services				\$3,171.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	1.90	290.00	551.00
S.E. BUCKINGHAM	13.10	200.00	2,620.00
TOTAL	15.00	\$211.40	\$3,171.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/06/2009	PAYEE: Teresa B. Johnson; REQUEST#: 334030; DATE: 1/6/2009. - Transcripts	169.80
01/07/2009	VENDOR: Legal Eagle, Inc.; INVOICE#: 60295; DATE: 1/7/2009 - Copy Charges	9.33
01/07/2009	VENDOR: Legal Eagle, Inc.; INVOICE#: 60314; DATE: 1/7/2009 - Copy Charges	59.36
01/21/2009	Postage	1.34
01/21/2009	Postage	1.34
Total Charges for Other Services Provided/Expenses Incurred.....		\$241.17

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
CopyOut	68.69
Court Reporters	169.80
Postage	2.68
TOTAL	\$241.17

Net current billing for this invoice..... **\$3,412.17**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,844.67
A/R BALANCE		\$27,681.67

GRAND TOTAL **\$31,093.84**

Cliffs at Glassy, The

February 13, 2009
Invoice 921395 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000

For Services Through 01/31/09

Cliffs at Glassy, The
South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc. (The), et al.
Our Matter # 05427/01501

Fees for Professional Services \$3,171.00
Charges for Other Services Provided/Expenses Incurred \$241.17

Net current billing for this invoice..... \$3,412.17

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,844.67

Total Accounts Receivable..... \$27,681.67

GRAND TOTAL \$31,093.84

Terms of Payment: Balance due within thirty days of invoice date

DOMESTIC WIRING INSTRUCTIONS

Receiving Bank: Columbus Bank & Trust (CB&T)

ABA Number: 061100606

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

FOREIGN WIRING INSTRUCTIONS

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

ABA Number: 053200666

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

April 15, 2009
Invoice 931387 Page 1

Our Matter # 05427/01501 For Services Through 03/31/09
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

02/02/09	Review opinion and order; conference call with Attorney Kempe. S.E. BUCKINGHAM	0.30 hrs.	200.00/hr	\$60.00
02/04/09	Review release and boundary agreement and forward to Ms. Campbell and City Attorney for execution. R.S. STILWELL	0.60 hrs.	290.00/hr	\$174.00
02/04/09	Revise boundary line agreement. S.E. BUCKINGHAM	0.30 hrs.	200.00/hr	\$60.00
02/05/09	Call with client on release and follow up with Attorney Buckingham on changes to same. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
02/09/09	Revise boundary line agreement. S.E. BUCKINGHAM	1.00 hrs.	200.00/hr	\$200.00
02/12/09	Review Sloan Rule 59 Motion and update Ms. Campbell on same. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
02/13/09	Follow up with Attorney Buckingham on Rule 59 motion and completion and execution of boundary agreement. R.S. STILWELL	0.60 hrs.	290.00/hr	\$174.00
02/13/09	Review Plaintiff's Rule 59(e) motion to reconsider; place phone call to Mary Campbell; call City Manager to arrange for execution of property boundary agreement; go to City Manager's office to obtain signature. S.E. BUCKINGHAM	1.00 hrs.	200.00/hr	\$200.00
02/16/09	Work on response to Rule 59 Motion. R.S. STILWELL	0.60 hrs.	290.00/hr	\$174.00
02/16/09	Draft memorandum in response to Plaintiff's motion to reconsider; coordinate the filing of the property boundary agreement. S.E. BUCKINGHAM	2.00 hrs.	200.00/hr	\$400.00
02/18/09	Update client on memo filed in response to Sloan's Rule 59 Motion and Lierz matter. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00

Cliffs at Glassy, The

April 15, 2009
Invoice 931387 Page 2

02/25/09	Review supplemental Rule 59 Motion from Sloan and follow up with Attorney Buckingham on same. R.S. STILWELL	0.50 hrs.	290.00/hr	\$145.00
02/25/09	Review the Plaintiffs' reply in support of its motion for reconsideration. S.E. BUCKINGHAM	0.40 hrs.	200.00/hr	\$80.00
03/09/09	Review motion from Sloan's counsel regarding attorney's fees' award from City. R.S. STILWELL	0.30 hrs.	290.00/hr	\$87.00
03/10/09	Review Offer of Judgment against City of Greenville and forward to client with comment. R.S. STILWELL	0.30 hrs.	290.00/hr	\$87.00
03/26/09	Follow up with Attorney Buckingham on the City's response to Sloan's offer of judgment. R.S. STILWELL	0.30 hrs.	290.00/hr	\$87.00
Total Fees for Legal Services				\$2,363.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	4.70	290.00	1,363.00
S.E. BUCKINGHAM	5.00	200.00	1,000.00
TOTAL	9.70	\$243.61	\$2,363.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

02/16/2009	PAYEE: Greenville County RMC Office; REQUEST#: 338066; DATE: 2/16/2009. - Recording fee for Boundary Line Agreement, Quit Claim, and Release	10.00
Total Charges for Other Services Provided/Expenses Incurred.....		\$10.00

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Court Fees	10.00
TOTAL	\$10.00

Net current billing for this invoice \$2,373.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,844.67
921395	02/13/2009	\$3,412.17
A/R BALANCE		\$31,093.84

GRAND TOTAL \$33,466.84

Cliffs at Glassy, The

April 15, 2009
Invoice 931387 Page 3

Duplicate Copy

April 15, 2009
Invoice 931387 Page 4

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000

For Services Through 03/31/09

Cliffs at Glassy, The
South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc. (The), et al.
Our Matter # 05427/01501

Fees for Professional Services \$2,363.00
Charges for Other Services Provided/Expenses Incurred \$10.00

Net current billing for this invoice..... **\$2,373.00**

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
894521	09/12/2008	\$186.00
904959	11/11/2008	\$5,576.00
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,844.67
921395	02/13/2009	\$3,412.17

Total Accounts Receivable..... **\$31,093.84**

GRAND TOTAL \$33,466.84

Terms of Payment: Balance due within thirty days of invoice date

DOMESTIC WIRING INSTRUCTIONS

Receiving Bank: Columbus Bank & Trust (CB&T)

ABA Number: 061100606

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

FOREIGN WIRING INSTRUCTIONS

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

ABA Number: 053200666

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

ACH WIRING INSTRUCTIONS

Beneficiary Bank: National Bank of SC, PO Box 1798, Sumter SC 29151-1798

ABA Number: 053200666

Beneficiary Customer: Nelson Mullins Riley & Scarborough, LLP Operating Account

Beneficiary Account Number: 00322407701

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

June 10, 2011
Invoice 1264686 Page 1

Our Matter # 05427/01501 For Services Through 05/31/11
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

05/25/11 Review proposed order from client and follow-up with Attorney Russell with same.
R.S. STILWELL 0.40 hrs. 290.00/hr \$116.00
05/25/11 Office conference with Attorney Stilwell on Sloane matter.
H.E. RUSSELL 0.20 hrs. 350.00/hr \$70.00
Total Fees for Legal Services \$186.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	0.40	290.00	116.00
H.E. RUSSELL	0.20	350.00	70.00
TOTAL	0.60	\$310.00	\$186.00

Net current billing for this invoice \$186.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,843.57
921395	02/13/2009	\$3,173.68
931387	04/15/2009	\$2,363.00
	A/R BALANCE	\$27,455.25

GRAND TOTAL \$27,641.25

Cliffs at Glassy, The

June 10, 2011
Invoice 1264686 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 05427/01501 For Services Through 05/31/11
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

Fees for Professional Services	\$186.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice	\$186.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,843.57
921395	02/13/2009	\$3,173.68
931387	04/15/2009	\$2,363.00

Total Accounts Receivable..... \$27,455.25

GRAND TOTAL **\$27,641.25**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

**Domestic Wire
Transfer**

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

**Foreign Wire (USD)
Transfer**

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

**Automated Clearing House (ACH)
Transfer**

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs at Glassy, The

June 10, 2011
Invoice 1264686 Page 3

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

September 14, 2011
Invoice 1283568 Page 1

Our Matter # 05427/01501 For Services Through 08/31/11
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

06/17/11 Receive proposed consent order from plaintiff's counsel and speak to city attorney on same.
R.S. STILWELL 0.40 hrs. 290.00/hr \$116.00

07/22/11 Review Sloan's motion for costs against the City.
R.S. STILWELL 0.20 hrs. 290.00/hr \$58.00

Total Fees for Legal Services \$174.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.S. STILWELL	0.60	290.00	174.00
TOTAL	0.60	\$290.00	\$174.00

Net current billing for this invoice..... \$174.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,843.57
921395	02/13/2009	\$3,173.68
931387	04/15/2009	\$2,363.00
1264686	06/10/2011	\$186.00
A/R BALANCE		\$27,641.25

GRAND TOTAL \$27,815.25

Cliffs at Glassy, The

September 14, 2011
Invoice 1283568 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs at Glassy, The
ATTN: Mary Campbell
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 05427/01501 For Services Through 08/31/11
Name of Matter: South Carolina Public Interest Foundation, et al. v. Cliffs At Glassy, Inc.
(The), et al.

Fees for Professional Services	\$174.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice.....		\$174.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
911518	12/15/2008	\$9,075.00
915570	01/13/2009	\$12,843.57
921395	02/13/2009	\$3,173.68
931387	04/15/2009	\$2,363.00
1264686	06/10/2011	\$186.00

Total Accounts Receivable..... \$27,641.25

GRAND TOTAL \$27,815.25

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs at Glassy, The

September 14, 2011
Invoice 1283568 Page 3

Duplicate Copy

B 10 (Official Form 10) (12/11)

UNITED STATES BANKRUPTCY COURT		District of South Carolina	PROOF OF CLAIM
Name of Debtor: The Cliffs Club & Hospitality Group, Inc.		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): Nelson Mullins Riley & Scarborough, LLP			
Name and address where notices should be sent: Nelson Mullins Riley & Scarborough, LLP c/o B. Keith Poston P.O. Box 11070, Columbia SC 29211		Telephone number: 803-799-2000 email: keith.poston@nelsonmullins.com	COURT USE ONLY
Name and address where payment should be sent (if different from above):		<div style="border: 1px solid black; padding: 5px; margin: 0 auto; width: 150px;"> RECEIVED MAY 10 2012 BMC GROUP </div>	<input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____
Telephone number: _____ email: _____			<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.
1. Amount of Claim as of Date Case Filed: \$ <u>82,497.31</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.			
2. Basis for Claim: <u>Legal Services Performed</u> (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 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: _____ Value of Property: \$ _____ Annual Interest Rate _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)		Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____	
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.			
<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"/> 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"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).	
		<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)			



B 10 (Official Form 10) (12/11)

2

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: B. Keith Poston

Title: Attorney

Company: Nelson Mullins Riley & Scarborough, LLP

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

B. Keith Poston
(Signature)

5/4/12
(Date)

Telephone number: _____ email: _____

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.

In re: The Cliffs Club & Hospitality Group, Inc.
d/b/a The Cliffs Golf & Country Club

Case No.: 12-01220

Exhibit to Proof of Claim

Outstanding Accounts Receivable as of February 28, 2012:	\$81,714.31
Invoice Numbers: 1235106, 1240398, 1240408, 1246284, 1252490, 1252537, 1258617, 1264682, 1272431, 1273400, 1277324, 1283519, 1283576, 1288836, 1289022	
WIP for Services Rendered through February 28, 2012:	\$783.00
Less Amounts on Retainer:	\$0
Total Outstanding:	\$82,497.31

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

January 16, 2011
Invoice 1235106 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 12/31/10

12/01/10	Call with Mary Campbell; look over denial; message to Katherine Gutierrez; response from Katherine Gutierrez and message to Chuck Verdin. H.E. RUSSELL	0.40 hrs.	360.00/hr	\$144.00
12/01/10	Conference with Harris Robinson, Mary Campbell, and Marty Ritsch regarding selling ClubCo to a new entity. N.E. GRAYSON	1.40 hrs.	435.00/hr	\$609.00
12/02/10	Messages from Tim Cherry to Melinda Davis regarding ClubCo matter and Review Wyche fee letter. H.E. RUSSELL	0.20 hrs.	360.00/hr	\$72.00
12/04/10	Message from Tim Cherry about Wyche engagement letter; message to Neil Grayson regarding same. H.E. RUSSELL	0.30 hrs.	360.00/hr	\$108.00
12/06/10	Telephone conference with Bo Russell regarding Wyche engagement and NMRS limited role in potential transaction. J.M. JENNINGS	0.30 hrs.	360.00/hr	\$108.00
12/06/10	Pull materials from review of Wyche initial engagement letter; review messages to and from Melinda Davis and Wyche engagement proposal; office conference with Sonny Graves, Nikki Lee and Neil Grayson; archive materials from Davis-Lux and redlines; follow-up conference with Neil Grayson. H.E. RUSSELL	1.90 hrs.	360.00/hr	\$684.00
12/06/10	Conference with Attorneys Russell and Grayson; call to CapitalBank; review engagement letters. K.N. LEE	0.50 hrs.	265.00/hr	\$132.50
12/07/10	Messages to and from Sonny Graves; message from Melinda Lux; message from Mary Campbell all related to Humphrey/Tucker consideration of ClubCo transaction. H.E. RUSSELL	0.30 hrs.	360.00/hr	\$108.00
12/07/10	Locate copies of Bills of Sale for Glassy and Valley. K.N. LEE	0.30 hrs.	265.00/hr	\$79.50
12/08/10	Messages to and from Mary Campbell and Melinda Davis regarding ClubCo matter.			

Cliffs Club & Hospitality Group

January 16, 2011
Invoice 1235106 Page 2

	H.E. RUSSELL	0.40 hrs.	360.00/hr	\$144.00
12/09/10	Message from Melinda Davis about ClubCo collateral; call with Will Gaines and then office conference with Nikki Lee for response to Melinda Davis; call with Mary Campbell; respond to Melinda Davis; archive letter to CCI and response to Davis.			
	H.E. RUSSELL	0.90 hrs.	360.00/hr	\$324.00
12/09/10	Research which entity received CCHG Holdings Stock as collateral.			
	K.N. LEE	0.80 hrs.	265.00/hr	\$212.00
12/20/10	Meeting at The Cliffs to work on the proposed transaction with SunTx; prepare term sheet; conferences with Tim Cherry, Jim Anthony, and Harris Robinson.			
	N.E. GRAYSON	7.30 hrs.	435.00/hr	\$3,175.50
12/20/10	Review correspondence; follow-up with Mr. Grayson regarding precedent documents and issues lists in connection with minority ownership transaction / joint venture.			
	W.J. CHING	0.60 hrs.	425.00/hr	\$255.00
12/20/10	Call with, then messages to and from Neil Grayson then Billy Ching and Will Gaines regarding Cliffs/ClubCo/SunTx matter; search for representative term sheets as starting point; messages to and from Will Gaines.			
	H.E. RUSSELL	1.60 hrs.	360.00/hr	\$576.00
12/21/10	Continue to work on the proposed transaction with SunTx; review and revise the term sheet.			
	N.E. GRAYSON	1.10 hrs.	435.00/hr	\$478.50
12/21/10	Review letter of intent; discuss same with Mr. Grayson; forward correspondence regarding protective earnout provisions.			
	W.J. CHING	0.70 hrs.	425.00/hr	\$297.50
12/30/10	Review and revise Master Agreement.			
	K.N. LEE	9.50 hrs.	265.00/hr	\$2,517.50
12/31/10	Calls with Attorney Grayson regarding Master Agreement and other ancillary issues related thereto.			
	K.N. LEE	0.80 hrs.	265.00/hr	\$212.00
Total Fees for Legal Services				\$10,237.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	6.00	360.00	2,160.00
J.M. JENNINGS	0.30	360.00	108.00
N.E. GRAYSON	9.80	435.00	4,263.00
W.J. CHING	1.30	425.00	552.50
K.N. LEE	11.90	265.00	3,153.50
TOTAL	29.30	\$349.39	\$10,237.00

Net current billing for this invoice..... \$10,237.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1019971	09/10/2010	\$4,147.11

Cliffs Club & Hospitality Group

January 16, 2011
Invoice 1235106 Page 3

1222826	11/13/2010	\$684.00	
1228847	12/13/2010	\$2,960.50	
		A/R BALANCE	\$7,791.61

GRAND TOTAL **\$18,028.61**

Duplicate Copy

Cliffs Club & Hospitality Group

January 16, 2011
Invoice 1235106 Page 4

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 12/31/10

Fees for Professional Services	\$10,237.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$10,237.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1019971	09/10/2010	\$4,147.11
1222826	11/13/2010	\$684.00
1228847	12/13/2010	\$2,960.50

Total Accounts Receivable **\$7,791.61**

GRAND TOTAL **\$18,028.61**

Terms of Payment: Balance due within thirty days of invoice date

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
First Commercial Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
National Bank of SC
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

February 10, 2011
Invoice 1240398 Page 1

Our Matter # 36364/09001 For Services Through 01/31/11
Name of Matter: SunTx

12/22/10	Review term sheet and loan agreement related to SunTx loan from Synovus; phone conference with Mr. Grayson regarding same; review and comment on sale transaction term sheet. N.C. FULLER	2.80 hrs.	350.00/hr	\$980.00
12/22/10	Review the proposed loan agreement between Synovus and SunTx; work on the term sheet and SunTx. N.E. GRAYSON	0.60 hrs.	400.00/hr	\$240.00
12/23/10	Meeting with Tim Cherry, Jim Anthony, and Mark Cooter to discuss the SunTx transaction; revise and continue work on the term sheet. N.E. GRAYSON	4.90 hrs.	400.00/hr	\$1,960.00
12/30/10	Conferences with Tim Cherry; work on the master agreement with SunTx. N.E. GRAYSON	3.80 hrs.	400.00/hr	\$1,520.00
12/31/10	Conferences with Tim Cherry and Mary Campbell; continue work on the SunTx transaction. N.E. GRAYSON	3.20 hrs.	400.00/hr	\$1,280.00
01/03/11	Conferences with Tim Cherry and Jim Anthony regarding the SunTx transaction; review transaction documents and strategies. N.E. GRAYSON	4.00 hrs.	400.00/hr	\$1,600.00
01/03/11	Work on SunTx matter including call with Tim Cherry; message from Nikki Lee and office conference with Lee; review Master Agreement Checklist and Master Agreement. H.E. RUSSELL	2.40 hrs.	350.00/hr	\$840.00
01/03/11	Draft checklist for Master Agreement and separate checklist for alternative paths. K.N. LEE	3.80 hrs.	330.00/hr	\$1,254.00
01/04/11	Call with Nikki Lee and locate research materials. J.M. JENNINGS	0.40 hrs.	460.00/hr	\$184.00
01/04/11	Conference with Jim Anthony and Tim Cherry regarding next steps on the SunTx transaction N.E. GRAYSON	0.40 hrs.	400.00/hr	\$160.00
01/04/11	Revise checklist per client call; review corporate law regarding whistleblower protection whistleblower protection K.N. LEE	1.00 hrs.	330.00/hr	\$330.00

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240398 Page 2

01/05/11	Work on SunTx matter. N.E. GRAYSON	0.30 hrs.	400.00/hr	\$120.00
01/06/11	Messages to and from Neil Grayson and to and from Nikki Lee and look over mutual termination and release agreement. H.E. RUSSELL	0.70 hrs.	350.00/hr	\$245.00
01/07/11	Messages to and from Nikki Lee about mutual termination and release agreement. H.E. RUSSELL	0.20 hrs.	350.00/hr	\$70.00
01/07/11	Revise termination agreement per Attorney Russell's comments. K.N. LEE	0.50 hrs.	330.00/hr	\$165.00
01/26/11	Conferences with each of Tim Cherry and Bo Russell about negotiations with SunTx. N.E. GRAYSON	0.40 hrs.	400.00/hr	\$160.00
01/26/11	Work on SunTx matter with Neil Grayson and call with Neil and Tim. H.E. RUSSELL	0.20 hrs.	350.00/hr	\$70.00
Total Fees for Legal Services				\$11,178.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	3.50	350.00	1,225.00
J.M. JENNINGS	0.40	460.00	184.00
N.E. GRAYSON	17.60	400.00	7,040.00
N.C. FULLER	2.80	350.00	980.00
K.N. LEE	5.30	330.00	1,749.00
TOTAL	29.60	\$377.64	\$11,178.00

Net current billing for this invoice..... \$11,178.00

GRAND TOTAL \$11,178.00

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240398 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 01/31/11

Fees for Professional Services	\$11,178.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$11,178.00
GRAND TOTAL		<u>\$11,178.00</u>

Terms of Payment: Balance due within thirty days of invoice date

<u>Domestic Wire</u> <u>Transfer</u>	<u>Foreign Wire (USD)</u> <u>Transfer</u>	<u>Automated Clearing House (ACH)</u> <u>Transfer</u>
Receiving Bank: Columbus Bank & Trust (CB&T) 1148 Broadway Columbus, GA 31901 ABA Number: 061100606 Beneficiary Customer: Nelson Mullins Riley & Scarborough LLP Operating Account Beneficiary Account: 1002720611	Intermediary Bank: Standard Chartered Bank New York, NY SWIFT Code: SCBLUS33 Beneficiary Bank: Synovus Bank Birmingham, AL SWIFT Code: FICOUS44 Beneficiary Customer: Nelson Mullins Riley & Scarborough LLP Operating Account Beneficiary Account: 1002720611	Beneficiary Bank: NBSC a division of Synovus Bank PO Box 1798 Sumter, SC 29151-1798 ABA Number: 053200666 Beneficiary Customer: Nelson Mullins Riley & Scarborough LLP Operating Account Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

February 10, 2011
Invoice 1240408 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 01/31/11

01/04/11	Call with Tim Cherry about SunTX and SCRS issue; call with George Wolfe and message to Cherry about same; messages to and from Neil Grayson and Nikki Lee. H.E. RUSSELL	0.40 hrs.	380.00/hr	\$152.00
01/04/11	Brief telephone conference with Attorney Verdin; review client documents. K.C. GUTIERREZ	0.20 hrs.	240.00/hr	\$48.00
01/05/11	Attention to SCDOR notices; with Katherine Gutierrez; with Stephen; call Mary; call Jeanne; conference call with Tim Cherry and Mary. C.S. VERDIN	3.30 hrs.	320.00/hr	\$1,056.00
01/05/11	Conference with Attorney Verdin regarding [REDACTED]; telephone conference with Cliffs' employee regarding accounting for non-profit entities; continue review of client documents. K.C. GUTIERREZ	1.60 hrs.	240.00/hr	\$384.00
01/06/11	Conference with Attorney Mahnke regarding strategy for [REDACTED]. C.S. VERDIN	0.40 hrs.	320.00/hr	\$128.00
01/06/11	Review loan and security documents and draft termination and release agreement. K.N. LEE	1.80 hrs.	300.00/hr	\$540.00
01/07/11	Telephone conference with Attorney Verdin concerning [REDACTED]. G.B. WOLFE	0.20 hrs.	450.00/hr	\$90.00
01/07/11	Telephone conference with Attorneys Guest, Wolfe and von Lehe regarding best strategy and person to approach [REDACTED] and how to proceed; telephoned and email to Mr. Harrison regarding matter. C.S. VERDIN	1.30 hrs.	320.00/hr	\$416.00
01/10/11	Cliffs/SunTx Conference with Tim Cherry, Mary Campbell, Marty Ritch, and Bo Russell regarding various loan matters. N.E. GRAYSON	0.60 hrs.	455.00/hr	\$273.00
01/10/11	Messages to and from Nathan Fuller and Brad Rustin regarding loan matters including [REDACTED]. H.E. RUSSELL	0.40 hrs.	380.00/hr	\$152.00

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240408 Page 2

01/10/11	Multiple messages to and from Mary Campbell and to and from Neil Grayson; conference call with Mary, Marty, Tim and Neil regarding SunTX and lender matters; messages to and from Nathan Fuller and Brad Rustin regarding loan matters. H.E. RUSSELL	1.40 hrs.	380.00/hr	\$532.00
01/12/11	Telephone conference with Mr. Harrison regarding license; telephone conferences with Attorney Guest and also with Ms. Campbell. C.S. VERDIN	1.00 hrs.	320.00/hr	\$320.00
01/16/11	Continue to review membership plan and other documents in connection with preparation of draft of protest/appeal letters. C.S. VERDIN	0.50 hrs.	320.00/hr	\$160.00
01/18/11	Conference with Nikki Lee regarding approval matters. J.M. JENNINGS	0.10 hrs.	380.00/hr	\$38.00
01/18/11	Continue to work on protest letters. C.S. VERDIN	1.00 hrs.	320.00/hr	\$320.00
01/18/11	Sale/Leaseback Transaction: Review corporate structure and applicable operating agreements of LLC entities with respect to sale/leaseback transactions; review side letter agreements to determine [REDACTED] K.N. LEE	2.50 hrs.	300.00/hr	\$750.00
01/18/11	Draft resolution for disbursement of funds regarding [REDACTED] K.N. LEE	0.80 hrs.	300.00/hr	\$240.00
01/19/11	Continue to draft form of protest letter relating to [REDACTED], email correspondences with Ms. Campbell and Mr. Edworthy and Attorney Guest and Mr. Jim Harrison regarding review of draft of letter and enclosures; attention to three (3) 2848's/POAs. C.S. VERDIN	5.30 hrs.	320.00/hr	\$1,696.00
01/19/11	Messages to and from and call with Charles Verdin regarding [REDACTED] H.E. RUSSELL	0.20 hrs.	380.00/hr	\$76.00
01/19/11	Sale/Leaseback Transaction: Review Indenture and Collateral Trust Agreement to determine [REDACTED]; conference with Attorney Gaines regarding same; conference with Graves regarding same. K.N. LEE	2.50 hrs.	300.00/hr	\$750.00
01/19/11	Review letter to SCDOR and provide comments to Attorney Verdin. K.C. GUTIERREZ	0.20 hrs.	240.00/hr	\$48.00
01/19/11	Draft three Form SC2848 regarding Keowee Falls Country Club, Inc., Keowee Vineyards Country Club, Inc. and The Cliffs at Keowee Springs Country Club, Inc. A. KRYSTON	1.10 hrs.	115.00/hr	\$126.50
01/20/11	Telephone conference with Mrs. Campbell regarding status of matter. C.S. VERDIN	0.30 hrs.	320.00/hr	\$96.00
01/20/11	Sale/Leaseback Transaction: Review SC LLC law to determine dissolution of LLC; draft resolutions for sale/leaseback transactions; draft wind-up plan for Class B members LLC; draft redemption agreement and termination agreement for sale/leaseback transactions; conference with Mary Campbell of Cliffs; conference with Russell regarding same. K.N. LEE	4.00 hrs.	300.00/hr	\$1,200.00

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240408 Page 3

01/21/11	Work on sale leaseback matter with Nikki Lee and Sonny Graves including calls with Sonny; office conference with Nikki, message from Marty Ritsch and review and revise closing docs. H.E. RUSSELL	3.40 hrs.	380.00/hr	\$1,292.00
01/21/11	Sale/Leaseback Transaction: Draft amendments to mortgages; conference with Graves regarding closing of transactions. K.N. LEE	3.30 hrs.	300.00/hr	\$990.00
01/22/11	Messages to and from Rustin on [REDACTED] matter. H.E. RUSSELL	0.30 hrs.	380.00/hr	\$114.00
01/24/11	Work on Sale Lease. H.E. RUSSELL	2.60 hrs.	380.00/hr	\$988.00
01/24/11	Telephone conferences with Mr. Harrison and Ms. Campbell. C.S. VERDIN	0.50 hrs.	320.00/hr	\$160.00
01/25/11	Prepare Document Retention Policy per request from Ms. Lee; provide with comments for review. K. SNIPES	1.30 hrs.	170.00/hr	\$221.00
01/26/11	Revisions to SCDOR protest letter [REDACTED]; prepare protest letters for Falls and Vineyards. C.S. VERDIN	3.10 hrs.	320.00/hr	\$992.00
01/27/11	Further review and revisions to three (3) protest letters; email correspondence regarding same to Ms. Campbell and Mr. Harrison and how to proceed. C.S. VERDIN	1.80 hrs.	320.00/hr	\$576.00
01/28/11	Emails from/to Ms. Campbell and Mr. Harrison; review and attention to executed ABL forms and 2848's/POAs and make final revisions to three (3) protest letters and assemble protest letter packages for delivery to Mr. Harrison. C.S. VERDIN	1.60 hrs.	320.00/hr	\$512.00
01/31/11	Various telephone conferences with Mr. Harrsion and also with Ms. Campbell and Mr. Edworthy; attention to contracts for services and email contracts to Mr. Harrison; conference call with Mr. Harrison and Mr. Edworthy regarding same and further revisions to profit and loss statements and receipt and attention to incoming email from Mr. Edworthy regarding same. C.S. VERDIN	2.00 hrs.	320.00/hr	\$640.00

Total Fees for Legal Services \$16,076.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
G.B. WOLFE	0.20	450.00	90.00
C.S. VERDIN	22.10	320.00	7,072.00
H.E. RUSSELL	8.70	380.00	3,306.00
J.M. JENNINGS	0.10	380.00	38.00
N.E. GRAYSON	0.60	455.00	273.00
K.N. LEE	14.90	300.00	4,470.00
K.C. GUTIERREZ	2.00	240.00	480.00
K. SNIPES	1.30	170.00	221.00
A. KRYSTON	1.10	115.00	126.50
TOTAL	51.00	\$315.23	\$16,076.50

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240408 Page 4

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/28/2011	Copies 221 Page(s)	11.05
01/31/2011	Copies 36 Page(s)	1.80
01/03/2011	VENDOR: United Parcel Service; INVOICE#: 0000X29326490; DATE: 1/3/2011 - Shipping charge on 12/01	10.03
01/28/2011	Postage	2.24
Total Charges for Other Services Provided/Expenses Incurred.....		\$25.12

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	12.85
Outside Services	10.03
Postage	2.24
TOTAL	\$25.12

Net current billing for this invoice..... \$16,101.62

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1228847	12/13/2010	\$2,960.50
1235106	01/16/2011	\$10,237.00
A/R BALANCE		\$13,197.50

GRAND TOTAL \$29,299.12

Cliffs Club & Hospitality Group

February 10, 2011
Invoice 1240408 Page 5

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 01/31/11

Fees for Professional Services	\$16,076.50	
Charges for Other Services Provided/Expenses Incurred	\$25.12	
Net current billing for this invoice		\$16,101.62

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1228847	12/13/2010	\$2,960.50
1235106	01/16/2011	\$10,237.00

Total Accounts Receivable **\$13,197.50**

GRAND TOTAL **\$29,299.12**

Terms of Payment: Balance due within thirty days of invoice date

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

March 10, 2011
Invoice 1246284 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 02/28/11

02/01/11	Work on SunTx matter including office conference with Nikki Lee; call with Mary Campbell; message to and from Sonny Graves. H.E. RUSSELL	1.40 hrs.	350.00/hr	\$490.00
02/02/11	Conference with Tim Cherry. N.E. GRAYSON	0.90 hrs.	400.00/hr	\$360.00
02/04/11	Messages to and from Brad Rustin then from Lane Davis; call from Jamie Bruce then message to Jamie Bruce of Parker Poe, Urbana's lawyer; call with Nikki Lee; call with Marty Ritsch. H.E. RUSSELL	0.80 hrs.	350.00/hr	\$280.00
02/09/11	Work on SunTx matter in light of declarant rights issue and document execution questions; calls to and from and messages to and from Jamie Bruce of Parker Poe, Urbana's lawyer; call to Marty Ritsch. H.E. RUSSELL	2.10 hrs.	350.00/hr	\$735.00
02/10/11	Conference with Tim Cherry and Jim Anthony regarding Urbana and related matters; review and analyze strategies and issues. N.E. GRAYSON	2.10 hrs.	400.00/hr	\$840.00
02/10/11	Office conference with Neil Grayson; messages from Grayson; messages to and from and then call with Marty Ritsch; call to Jamie Bruce of Parker Poe, Urbana's lawyer; messages to and from Tim Cherry. H.E. RUSSELL	2.50 hrs.	350.00/hr	\$875.00
02/11/11	Analyze issues relating to next steps on the SunTx transaction; review the escrow agreement and review issues that could be raised. N.E. GRAYSON	1.50 hrs.	400.00/hr	\$600.00
02/14/11	Review materials sent by Tim Cherry; prepare for meeting with Jim Anthony and Tim Cherry N.E. GRAYSON	0.40 hrs.	400.00/hr	\$160.00
02/14/11	Call with Allen Gillespie then message to Gillespie and message to Tim Cherry; messages to and from Nathan Fuller; message from Marty with Deeds and message from Marty with information about documents executed by JBA on 12/30/2010; review mortgage information and declarants rights information; call to Mary Campbell. H.E. RUSSELL	2.30 hrs.	350.00/hr	\$805.00

Cliffs Club & Hospitality Group

March 10, 2011
Invoice 1246284 Page 2

02/15/11	Conference call with Jim Anthony and Tim Cherry. N.E. GRAYSON	2.40 hrs.	400.00/hr	\$960.00
02/16/11	Follow-up to questions from Tim Cherry regarding the Master Agreement. N.E. GRAYSON	0.60 hrs.	400.00/hr	\$240.00
02/17/11	Review request for the legal opinions for the SunTx transfers and commence outlining the steps involved. N.E. GRAYSON	0.30 hrs.	400.00/hr	\$120.00
02/17/11	Discussion with Attorney Nikki Lee regarding legal opinion on entity authorizations. S. GRAVES	0.20 hrs.	390.00/hr	\$78.00
02/18/11	Conferences with Tim Cherry; review of the SunTx Master Agreement; analyze open issues; analyze the C2 and related strategies. N.E. GRAYSON	2.20 hrs.	400.00/hr	\$880.00
02/21/11	Review restructuring agreement to determine [REDACTED] K.N. LEE	1.10 hrs.	330.00/hr	\$363.00
02/22/11	Contact Bruce Barrett to review next steps under the Master Agreement. N.E. GRAYSON	0.40 hrs.	400.00/hr	\$160.00
02/23/11	Conference with Lane Davis regarding the [REDACTED]; coordinate meeting with Barrett Bruce. N.E. GRAYSON	0.90 hrs.	400.00/hr	\$360.00
02/23/11	Work on SunTX matter with Nikki Lee and messages throughout day on information from SunTx; discuss opinion letter. H.E. RUSSELL	2.40 hrs.	350.00/hr	\$840.00
02/23/11	Perform due diligence for opinion letter. K.N. LEE	1.70 hrs.	330.00/hr	\$561.00
02/24/11	Discussion with Attorney Nikki Lee regarding opinion letter for resolutions. S. GRAVES	0.20 hrs.	390.00/hr	\$78.00
02/24/11	Work on the legal opinion and related documents for the property transfers to SunTX. N.E. GRAYSON	0.80 hrs.	400.00/hr	\$320.00
02/24/11	Due diligence for legal opinion; draft legal opinion. K.N. LEE	3.10 hrs.	330.00/hr	\$1,023.00
02/28/11	Prepare for and participate in the call with Barrett Bruce regarding next steps on the Urbana transaction; conference call with Tim Cherry; conference with Attorney Lee. N.E. GRAYSON	1.30 hrs.	400.00/hr	\$520.00
02/28/11	Call with Barrett Bruce regarding Master Agreement checklist; conference with Attorney Grayson; revise termination agreement. K.N. LEE	1.90 hrs.	330.00/hr	\$627.00
Total Fees for Legal Services				\$12,275.00

Cliffs Club & Hospitality Group

March 10, 2011
Invoice 1246284 Page 3

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	11.50	350.00	4,025.00
N.E. GRAYSON	13.80	400.00	5,520.00
S. GRAVES	0.40	390.00	156.00
K.N. LEE	7.80	330.00	2,574.00
TOTAL	33.50	\$366.42	\$12,275.00

Net current billing for this invoice \$12,275.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
	A/R BALANCE	\$11,178.00

GRAND TOTAL \$23,453.00

Cliffs Club & Hospitality Group

March 10, 2011
Invoice 1246284 Page 4

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 02/28/11

Fees for Professional Services	\$12,275.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice.....		\$12,275.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	Invoice Amount	A/R Balance
1240398	02/10/2011	\$11,178.00	\$11,178.00

Total Accounts Receivable..... \$11,178.00

GRAND TOTAL \$23,453.00

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

April 12, 2011
Invoice 1252490 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 03/31/11

03/01/11	Work on preparation of additional agreements under the Master Agreement; summarize conference call with Barrett Bruce. N.E. GRAYSON	0.60 hrs.	400.00/hr	\$240.00
03/03/11	Draft resolutions approving the conveyance instruments and revise legal opinion. K.N. LEE	1.60 hrs.	330.00/hr	\$528.00
03/09/11	Meet with Grayson and Gutierrez to discuss drafting of Marketing Agreement. K.N. LEE	0.20 hrs.	330.00/hr	\$66.00
03/09/11	Conference with Attorneys Grayson and Lee regarding preparation of Sales, Marketing & Development Agreement; begin review of documents and gathering sample language for agreement. K.C. GUTIERREZ	1.10 hrs.	260.00/hr	\$286.00
03/10/11	Review sample language for Sales, Marketing, and Development Agreement in preparation of drafting same. K.C. GUTIERREZ	1.30 hrs.	260.00/hr	\$338.00
03/11/11	Messages to and from Neil Grayson regarding communications from Barret Bruce of Urbana; office conference with Katherine Gutierrez about marketing agreement. H.E. RUSSELL	0.30 hrs.	350.00/hr	\$105.00
03/13/11	Begin drafting Marketing, Sales, and Development Agreement. K.C. GUTIERREZ	0.70 hrs.	260.00/hr	\$182.00
03/14/11	Continue drafting Marketing, Sales, and Development Agreement. K.C. GUTIERREZ	1.80 hrs.	260.00/hr	\$468.00
03/15/11	Review draft of Marketing Agreement and provide revisions. H.E. RUSSELL	0.80 hrs.	350.00/hr	\$280.00
03/15/11	Continue drafting Sales, Marketing, and Development Agreement. K.C. GUTIERREZ	1.30 hrs.	260.00/hr	\$338.00
Total Fees for Legal Services				\$2,831.00

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252490 Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	1.10	350.00	385.00
N.E. GRAYSON	0.60	400.00	240.00
K.N. LEE	1.80	330.00	594.00
K.C. GUTIERREZ	6.20	260.00	1,612.00
TOTAL	9.70	\$291.86	\$2,831.00

Net current billing for this invoice..... \$2,831.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
	A/R BALANCE	\$23,453.00

GRAND TOTAL **\$26,284.00**

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252490 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 03/31/11

Fees for Professional Services	\$2,831.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice.....		\$2,831.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00

Total Accounts Receivable..... \$23,453.00

GRAND TOTAL \$26,284.00

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252490 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

April 12, 2011
Invoice 1252537 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 03/31/11

02/03/11	Work on Urbana matter; calls with J. Bruce of Parker Poe; office conference with Mary Campbell. H.E. RUSSELL	1.20 hrs.	380.00/hr	\$456.00
02/04/11	Call with Marty Ritsch regarding Urbana transaction. K.N. LEE	0.50 hrs.	300.00/hr	\$150.00
02/08/11	Draft release agreement for Cornish Cay sale. K.N. LEE	0.20 hrs.	300.00/hr	\$60.00
02/09/11	Draft Release Agreement for Caulder. K.N. LEE	1.50 hrs.	300.00/hr	\$450.00
02/15/11	Archive materials and message to Miriam Williamson. H.E. RUSSELL	0.20 hrs.	380.00/hr	\$76.00
02/24/11	Work on Urbana matter including messages to and from and office conference with Nikki Lee on matter for Darryl Holland. H.E. RUSSELL	1.30 hrs.	380.00/hr	\$494.00
03/01/11	Message from Neil about call with Barrett Bruce and discuss same with Nikki Lee. H.E. RUSSELL	0.30 hrs.	380.00/hr	\$114.00
03/11/11	Review Kines lien and related correspondence from Mr. Hooper; correspondence to Mr. Ritsch regarding same. N.C. FULLER	0.50 hrs.	375.00/hr	\$187.50

Total Fees for Legal Services \$1,987.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	3.00	380.00	1,140.00
N.C. FULLER	0.50	375.00	187.50
K.N. LEE	2.20	300.00	660.00
TOTAL	5.70	\$348.68	\$1,987.50

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252537 Page 2

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

01/28/2011	Federal Express charge	13.58
02/14/2011	Federal Express charge	10.22
03/07/2011	Postage	1.39
Total Charges for Other Services Provided/Expenses Incurred.....		\$25.19

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Fed Ex	23.80
Postage	1.39
TOTAL	\$25.19

Net current billing for this invoice..... \$2,012.69

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1228847	12/13/2010	\$2,960.50
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
A/R BALANCE		\$29,299.12

GRAND TOTAL \$31,311.81

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252537 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 03/31/11

Fees for Professional Services	\$1,987.50	
Charges for Other Services Provided/Expenses Incurred	\$25.19	
Net current billing for this invoice.....		\$2,012.69

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1228847	12/13/2010	\$2,960.50
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62

Total Accounts Receivable..... \$29,299.12

GRAND TOTAL \$31,311.81

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

April 12, 2011
Invoice 1252537 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

May 11, 2011
Invoice 1258617 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 04/30/11

04/01/11	Conference with Jim Anthony and Tim Cherry regarding Urbana and Edmondson. N.E. GRAYSON	1.10 hrs.	450.00/hr	\$495.00
04/04/11	Work on SunTx matter including messages with Neil Grayson and Nikki Lee; message to Katherine Gutierrez. H.E. RUSSELL	1.90 hrs.	375.00/hr	\$712.50
04/04/11	Correspondence with Attorneys Lee and Russell regarding management agreement. K.C. GUTIERREZ	0.10 hrs.	260.00/hr	\$26.00
04/06/11	Conference with Tim Cherry regarding Urbana. N.E. GRAYSON	0.40 hrs.	450.00/hr	\$180.00
04/07/11	Look over SunTx materials regarding option issues as requested by Tim Cherry; voice message from then call to Tim Cherry; office conference with Brad Rustin; call with Tim Cherry about Edmondson matter. H.E. RUSSELL	1.20 hrs.	375.00/hr	\$450.00
04/13/11	Commence review of the drafts of agreements prepared by Urbana to implement the Master Agreement. N.E. GRAYSON	0.90 hrs.	450.00/hr	\$405.00
04/26/11	Conference with Tim Cherry regarding Urbana and other matters. N.E. GRAYSON	1.10 hrs.	450.00/hr	\$495.00
04/27/11	Prepare for meeting with Tim Cherry to discuss the master agreement and strategies. N.E. GRAYSON	0.50 hrs.	450.00/hr	\$225.00
04/28/11	Follow up on matters from discussion with Tim Cherry relating to next steps on the SunTx transaction. N.E. GRAYSON	0.40 hrs.	450.00/hr	\$180.00
04/29/11	Meeting with Tim Cherry relating to next steps on the SunTx transaction. N.E. GRAYSON	4.40 hrs.	450.00/hr	\$1,980.00
Total Fees for Legal Services				\$5,148.50

Cliffs Club & Hospitality Group

May 11, 2011
Invoice 1258617 Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	3.10	375.00	1,162.50
N.E. GRAYSON	8.80	450.00	3,960.00
K.C. GUTIERREZ	0.10	260.00	26.00
TOTAL	12.00	\$429.04	\$5,148.50

Net current billing for this invoice..... \$5,148.50

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
	A/R BALANCE	\$26,284.00

GRAND TOTAL **\$31,432.50**

Cliffs Club & Hospitality Group

May 11, 2011
Invoice 1258617 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 04/30/11

Fees for Professional Services	\$5,148.50	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$5,148.50

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00

Total Accounts Receivable **\$26,284.00**

GRAND TOTAL **\$31,432.50**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

May 11, 2011
Invoice 1258617 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

June 9, 2011
Invoice 1264682 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 05/31/11

05/04/11	Address Clubco issues with Neil Grayson, Nikki Lee and Sonny Graves with respect to current loan matters activities; call with Mary Campbell. H.E. RUSSELL	0.80 hrs.	350.00/hr	\$280.00
05/16/11	Messages to Marty Ritsch and Mary Campbell. H.E. RUSSELL	0.20 hrs.	350.00/hr	\$70.00
05/19/11	Messages to Mary and Marty. H.E. RUSSELL	0.20 hrs.	350.00/hr	\$70.00
Total Fees for Legal Services				\$420.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	1.20	350.00	420.00
TOTAL	1.20	\$350.00	\$420.00

Net current billing for this invoice..... \$420.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
A/R BALANCE		\$31,432.50

GRAND TOTAL **\$31,852.50**

Cliffs Club & Hospitality Group

June 9, 2011
Invoice 1264682 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 05/31/11

Fees for Professional Services	\$420.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$420.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50

Total Accounts Receivable **\$31,432.50**

GRAND TOTAL **\$31,852.50**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

June 9, 2011
Invoice 1264682 Page 3

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

July 15, 2011
Invoice 1272431 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 06/30/11

06/08/11	Message from Tim Cherry Regarding Master Agreement and sections of Restructuring Agreement; review excerpts and then discuss with Neil Grayson. H.E. RUSSELL	0.70 hrs.	375.00/hr	\$262.50
06/09/11	Call with Neil Grayson then call with Mary Campbell; messages to and from Neil Grayson, Tim Cherry and Mary Campbell; review materials related to matter discussed with Neil and Tim and included in SharePoint site from Mary. H.E. RUSSELL	2.30 hrs.	375.00/hr	\$862.50
06/10/11	Messages to and from Mary Campbell; call with Neil Grayson. H.E. RUSSELL	0.40 hrs.	375.00/hr	\$150.00
06/11/11	Messages to and from Mary Campbell and short call with Mary regarding SunTx matter; messages to and from Mary and Neil Grayson regarding same. H.E. RUSSELL	0.40 hrs.	375.00/hr	\$150.00
06/12/11	Call with Neil Grayson regarding Cliffs complaint and preparation for call of 6/13/11. H.E. RUSSELL	0.30 hrs.	375.00/hr	\$112.50
06/13/11	Review complaint; review MSA; call with Neil; call with Mary; conference call with Neil, Mary and Tim. H.E. RUSSELL	1.20 hrs.	375.00/hr	\$450.00
Total Fees for Legal Services				\$1,987.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	5.30	375.00	1,987.50
TOTAL	5.30	\$375.00	\$1,987.50

Net current billing for this invoice..... \$1,987.50

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
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Cliffs Club & Hospitality Group

July 15, 2011
Invoice 1272431 Page 2

1240398	02/10/2011	\$11,178.00	
1246284	03/10/2011	\$12,275.00	
1252490	04/12/2011	\$2,831.00	
1258617	05/11/2011	\$5,148.50	
1264682	06/09/2011	\$420.00	
		A/R BALANCE	\$31,852.50

GRAND TOTAL \$33,840.00

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Cliffs Club & Hospitality Group

July 15, 2011
Invoice 1272431 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 06/30/11

Fees for Professional Services	\$1,987.50	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$1,987.50

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
1264682	06/09/2011	\$420.00

Total Accounts Receivable **\$31,852.50**

GRAND TOTAL **\$33,840.00**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

July 15, 2011
Invoice 1272431 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

July 21, 2011
Invoice 1273400 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 06/30/11

06/24/11	Review Indenture relating to financial statement delivery and default; draft correspondence regarding same; call with Bo Russell. W.R. GAINES, JR.	1.90 hrs.	425.00/hr	\$807.50
06/24/11	Message from Mary in advance of ClubCo meeting regarding issue of delayed audit and Board vote; call to Will Gaines; look over indenture regarding event of default issues. H.E. RUSSELL	1.90 hrs.	380.00/hr	\$722.00
06/27/11	Call regarding delivery of financial statements and Indenture. W.R. GAINES, JR.	0.40 hrs.	425.00/hr	\$170.00
06/27/11	Call with Will Gaines and Mary Campbell regarding ClubCo audit and issue of notification to Trustee. H.E. RUSSELL	0.40 hrs.	380.00/hr	\$152.00

Total Fees for Legal Services \$1,851.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	2.30	380.00	874.00
W.R. GAINES, JR.	2.30	425.00	977.50
TOTAL	4.60	\$402.50	\$1,851.50

Net current billing for this invoice \$1,851.50

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
A/R BALANCE		\$28,351.31

GRAND TOTAL \$30,202.81

Cliffs Club & Hospitality Group

July 21, 2011
Invoice 1273400 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 06/30/11

Fees for Professional Services	\$1,851.50	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$1,851.50

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69

Total Accounts Receivable **\$28,351.31**

GRAND TOTAL **\$30,202.81**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

July 21, 2011
Invoice 1273400 Page 3

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

August 10, 2011
Invoice 1277324 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 07/31/11

07/05/11	Assist with analysis of indenture issues and restructuring issues. W.J. CHING	4.10 hrs.	425.00/hr	\$1,742.50
07/06/11	Discuss investment structure with Mr. Russell and analysis of same. W.J. CHING	5.20 hrs.	425.00/hr	\$2,210.00
07/07/11	Messages to and from Nathan Fuller and to and from Mary Campbell regarding ClubCo matters; indenture issues and restructuring. H.E. RUSSELL	0.30 hrs.	380.00/hr	\$114.00
07/09/11	Further analysis regarding approach. W.J. CHING	5.10 hrs.	425.00/hr	\$2,167.50
07/12/11	Work on trust account issues. W.J. CHING	5.70 hrs.	425.00/hr	\$2,422.50
07/12/11	Call with Bo Russell; review Indenture; call with Tim Cherry and Bo Russell regarding same. W.R. GAINES, JR.	2.70 hrs.	425.00/hr	\$1,147.50
07/12/11	Call with Mary Campbell regarding garnishment issue and trust account matter; call to Will Gaines; office conferences with Sonny Graves and Katherine Gutierrez on account issue; call from Marty Ritsch; call with Will Gaines; messages to and from Tim Cherry; another call with Gaines; 4:00 conference call with Mary and Tim. H.E. RUSSELL	2.10 hrs.	380.00/hr	\$798.00
07/12/11	Conference with Attorney Russell regarding trust accounting research; conduct research regarding trust accounting. K.C. GUTIERREZ	1.20 hrs.	240.00/hr	\$288.00
07/15/11	Further review and consideration of trust account issues. W.J. CHING	1.30 hrs.	425.00/hr	\$552.50
07/18/11	Call from Mary Campbell; office conference with Neil Grayson; message to Mary Campbell regarding referral issue. H.E. RUSSELL	0.40 hrs.	380.00/hr	\$152.00
07/20/11	Review notes from call with Tim Cherry; call with Brad Rustin. H.E. RUSSELL	0.20 hrs.	380.00/hr	\$76.00

Cliffs Club & Hospitality Group

August 10, 2011
Invoice 1277324 Page 2

07/26/11	Messages to and from Sonny Graves and then call with Will Gaines; call with Mary Campbell, all related to ClubCo issues; messages to and from Sonny Graves. H.E. RUSSELL	1.00 hrs.	380.00/hr	\$380.00
07/27/11	Messages to and from Nikki Lee regarding ClubCo issue. H.E. RUSSELL	0.20 hrs.	380.00/hr	\$76.00
07/28/11	Messages to and from Mary Campbell then to and from Will Gaines and Nikki Lee regarding Indenture issues and Wyche inquiry regarding docs; archive clubco docs sent to campbell. H.E. RUSSELL	0.50 hrs.	380.00/hr	\$190.00
07/29/11	Compile complete sets of certain documents at the request of Independent Directors' legal counsel. K.N. LEE	1.00 hrs.	300.00/hr	\$300.00
Total Fees for Legal Services				\$12,616.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	4.70	380.00	1,786.00
W.R. GAINES, JR.	2.70	425.00	1,147.50
W.J. CHING	21.40	425.00	9,095.00
K.N. LEE	1.00	300.00	300.00
K.C. GUTIERREZ	1.20	240.00	288.00
TOTAL	31.00	\$406.98	\$12,616.50

Net current billing for this invoice..... \$12,616.50

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50
A/R BALANCE		\$30,202.81

GRAND TOTAL \$42,819.31

Cliffs Club & Hospitality Group

August 10, 2011
Invoice 1277324 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 07/31/11

Fees for Professional Services	\$12,616.50	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$12,616.50

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50

Total Accounts Receivable..... **\$30,202.81**

GRAND TOTAL \$42,819.31

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

August 10, 2011
Invoice 1277324 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

September 14, 2011
Invoice 1283519 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 08/31/11

08/01/11	Call to Brad Rustin and then calls to and from Bill McCarthy. H.E. RUSSELL	0.50 hrs.	380.00/hr	\$190.00
08/08/11	Multiple calls with Mary Campbell then messages about transition issues; meet with Lane Davis about issues discussed with Campbell. H.E. RUSSELL	1.80 hrs.	380.00/hr	\$684.00
08/15/11	Review message from Tim Cherry; review message from Neil Grayson; pull CIG operating Agreement from archives; review provisions relevant for notification issues; office conference with Neil Grayson and finish drafting message to Mr. Cherry. H.E. RUSSELL	1.80 hrs.	380.00/hr	\$684.00
08/19/11	Messages to and from Sonny Graves and to and from Mary Campbell regarding ClubCo matters. H.E. RUSSELL	0.40 hrs.	380.00/hr	\$152.00
08/19/11	Conference with Attorneys Graves, Russell and Grayson regarding ClubCo; review transaction documents. K.N. LEE	1.00 hrs.	300.00/hr	\$300.00
08/22/11	Call with Nikki Lee regarding pledge agreement. W.R. GAINES, JR.	0.60 hrs.	425.00/hr	\$255.00
08/22/11	Calls over weekend on Friday night and Saturday with Mary Campbell and Nikki Lee regarding ClubCo matters and items from independent directors. H.E. RUSSELL	0.80 hrs.	380.00/hr	\$304.00
08/22/11	Calls with Steve Park, Will Gaines and Nate Fuller regarding Pledge and Security Agreement. K.N. LEE	2.20 hrs.	300.00/hr	\$660.00
08/24/11	Respond to Wyche regarding Exhibit C. K.N. LEE	0.50 hrs.	300.00/hr	\$150.00
Total Fees for Legal Services				\$3,379.00

Cliffs Club & Hospitality Group

September 14, 2011
Invoice 1283519 Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	5.30	380.00	2,014.00
W.R. GAINES, JR.	0.60	425.00	255.00
K.N. LEE	3.70	300.00	1,110.00
TOTAL	9.60	\$351.98	\$3,379.00

Net current billing for this invoice..... \$3,379.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50
1277324	08/10/2011	\$12,616.50
	A/R BALANCE	\$42,819.31

GRAND TOTAL **\$46,198.31**

Cliffs Club & Hospitality Group

September 14, 2011
Invoice 1283519 Page 3

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 08/31/11

Fees for Professional Services	\$3,379.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$3,379.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50
1277324	08/10/2011	\$12,616.50

Total Accounts Receivable..... \$42,819.31

GRAND TOTAL \$46,198.31

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Wire Reference Field: Note the NMRS Invoice and Matter Number

Cliffs Club & Hospitality Group

September 14, 2011
Invoice 1283519 Page 4

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

September 14, 2011
Invoice 1283576 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 08/31/11

08/17/11	Conference with Brad Rustin and Bo Russell regarding open issues. N.E. GRAYSON	0.30 hrs.	450.00/hr	\$135.00
08/19/11	Work on Cliffs ClubCo matters. N.E. GRAYSON	0.70 hrs.	450.00/hr	\$315.00
Total Fees for Legal Services				\$450.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
N.E. GRAYSON	1.00	450.00	450.00
TOTAL	1.00	\$450.00	\$450.00

Net current billing for this invoice \$450.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
1264682	06/09/2011	\$420.00
1272431	07/15/2011	\$1,987.50
A/R BALANCE		\$33,840.00

GRAND TOTAL \$34,290.00

Cliffs Club & Hospitality Group

September 14, 2011
Invoice 1283576 Page 2

REMITTANCE COPY

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ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

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c/o Corporate Office
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3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 08/31/11

Fees for Professional Services	\$450.00	
Charges for Other Services Provided/Expenses Incurred	\$0.00	
Net current billing for this invoice		\$450.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
1264682	06/09/2011	\$420.00
1272431	07/15/2011	\$1,987.50

Total Accounts Receivable **\$33,840.00**

GRAND TOTAL **\$34,290.00**

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Cliffs Club & Hospitality Group

September 14, 2011
Invoice 1283576 Page 3

Wire Reference Field: Note the NMRS Invoice and Matter Number

Duplicate Copy

Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

October 10, 2011
Invoice 1288836 Page 1

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 09/30/11

09/13/11 . Messages from Neil related to ClubCo matters; call with Neil and Tim Cherry.
H.E. RUSSELL 0.70 hrs. 380.00/hr \$266.00

Total Fees for Legal Services **\$266.00**

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	0.70	380.00	266.00
TOTAL	0.70	\$380.00	\$266.00

Net current billing for this invoice \$266.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50
1277324	08/10/2011	\$12,616.50
1283519	09/14/2011	\$3,379.00
A/R BALANCE		\$46,198.31

GRAND TOTAL **\$46,464.31**

Cliffs Club & Hospitality Group

October 10, 2011
Invoice 1288836 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09000
Name of Matter: General Corporate

For Services Through 09/30/11

Fees for Professional Services	\$266.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice.....	\$266.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1235106	01/16/2011	\$10,237.00
1240408	02/10/2011	\$16,101.62
1252537	04/12/2011	\$2,012.69
1273400	07/21/2011	\$1,851.50
1277324	08/10/2011	\$12,616.50
1283519	09/14/2011	\$3,379.00

Total Accounts Receivable..... \$46,198.31

GRAND TOTAL \$46,464.31

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
Standard Chartered Bank
New York, NY
SWIFT Code: SCBLUS33
Beneficiary Bank:
Synovus Bank
Birmingham, AL
SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Automated Clearing House (ACH)
Transfer

Beneficiary Bank:
NBSC a division of Synovus Bank
PO Box 1798
Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Cliffs Club & Hospitality Group

October 10, 2011
Invoice 1288836 Page 3

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Nelson Mullins

Nelson Mullins Riley & Scarborough LLP

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070 / Columbia, South Carolina 29211

Tel: 803.799.2000

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690

October 10, 2011
Invoice 1289022 Page 1

Our Matter # 36364/09001
Name of Matter: SunTx

For Services Through 09/30/11

09/30/11	Review materials; call with Neil, Nikki and Mike Tighe. H.E. RUSSELL	0.80 hrs.	375.00/hr	\$300.00
09/30/11	Review letter from attorney; conference with Attorneys Grayson and Russell; review checklist from master agreement. K.N. LEE	2.00 hrs.	330.00/hr	\$660.00
Total Fees for Legal Services				\$960.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H.E. RUSSELL	0.80	375.00	300.00
K.N. LEE	2.00	330.00	660.00
TOTAL	2.80	\$342.86	\$960.00

Net current billing for this invoice \$960.00

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>A/R Amt</u>
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
1264682	06/09/2011	\$420.00
1272431	07/15/2011	\$1,987.50
1283576	09/14/2011	\$450.00
A/R BALANCE		\$34,290.00

GRAND TOTAL \$35,250.00

Cliffs Club & Hospitality Group

October 10, 2011
Invoice 1289022 Page 2

REMITTANCE COPY

Please Return With Your Payment To:

ATTN: Accounts Receivable
Nelson Mullins Riley & Scarborough LLP
Post Office Drawer 11009
Columbia, South Carolina 29211
Telephone (803) 799-2000
accounts.receivable@nelsonmullins.com

Cliffs Club & Hospitality Group
ATTN: Tim Cherry
c/o Corporate Office
The Cliffs Communities, Inc.
3598 Highway 11
Travelers Rest, SC 29690
United States of America

Our Matter # 36364/09001
Name of Matter: SunTX

For Services Through 09/30/11

Fees for Professional Services	\$960.00
Charges for Other Services Provided/Expenses Incurred	\$0.00
Net current billing for this invoice.....	\$960.00

ACCOUNTS RECEIVABLE RECAP

Invoice Number	Invoice Date	A/R Balance
1240398	02/10/2011	\$11,178.00
1246284	03/10/2011	\$12,275.00
1252490	04/12/2011	\$2,831.00
1258617	05/11/2011	\$5,148.50
1264682	06/09/2011	\$420.00
1272431	07/15/2011	\$1,987.50
1283576	09/14/2011	\$450.00

Total Accounts Receivable..... \$34,290.00

GRAND TOTAL \$35,250.00

Terms of Payment: Balance due within thirty days of invoice date

ELECTRONIC PAYMENT INSTRUCTIONS

Domestic Wire
Transfer

Receiving Bank:
Columbus Bank & Trust (CB&T)
1148 Broadway
Columbus, GA 31901
ABA Number: 061100606
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Foreign Wire (USD)
Transfer

Intermediary Bank:
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SWIFT Code: SCBLUS33
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SWIFT Code: FICOUS44
Beneficiary Customer:
Nelson Mullins Riley &
Scarborough LLP
Operating Account

Automated Clearing House (ACH)
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Sumter, SC 29151-1798
ABA Number: 053200666
Beneficiary Customer:
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Scarborough LLP
Operating Account
Beneficiary Account: 1002720611

Cliffs Club & Hospitality Group

October 10, 2011
Invoice 1289022 Page 3

Beneficiary Account: 1002720611

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