

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

Case No. 12-01220
Case No. 12-01223
Case No. 12-01225
Case No. 12-01226
Case No. 12-01227
Case No. 12-01229
Case No. 12-01230
Case No. 12-01231
Case No. 12-01234
Case No. 12-01236
Case No. 12-01237

**ORDER DIRECTING THE JOINT ADMINISTRATION
OF THE DEBTORS' CHAPTER 11 CASES**

The relief set forth on the following pages, for a total of 9 pages including this page, is hereby **ORDERED**.

**FILED BY THE COURT
03/05/2012**



Entered: 03/05/2012

Chief US Bankruptcy Judge
District of South Carolina

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

In re:

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

Debtor.

CHAPTER 11

Case No. 12-01220

In re:

**CCHG Holdings, Inc. *d/b/a* The Cliffs Golf &
Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01223

In re:

**The Cliffs at Mountain Park Golf & Country Club,
LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01225

In re:

**The Cliffs at Keowee Vineyards Golf & Country
Club, LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01226

In re:

**The Cliffs at Walnut Cove Golf & Country Club,
LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01227

In re:

**The Cliffs at Keowee Falls Golf & Country Club,
LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01229

In re:

**The Cliffs at Keowee Springs Golf & Country Club,
LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01230

In re:

**The Cliffs at High Carolina Golf & Country Club,
LLC *d/b/a* The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01231

In re:

**The Cliffs at Glassy Golf & Country Club, LLC
d/b/a The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01234

In re:

**The Cliffs Valley Golf & Country Club, LLC d/b/a
The Cliffs Golf & Country Club,**

Debtor

CHAPTER 11

Case No. 12-01236

In re:

**Cliffs Club & Hospitality Service Company,
LLC d/b/a The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01237

**ORDER PURSUANT TO
BANKRUPTCY RULE 1015(b) DIRECTING JOINT
ADMINISTRATION OF CHAPTER 11 CASES**

This matter coming before the Court on the *Motion of Debtors for Order Pursuant to Bankruptcy Rule 1015(b) Directing Joint Administration of Chapter 11 Cases* [Docket Entry No. 3] (the "Motion")¹ filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors") requesting joint administration of the Debtors' Chapter 11 cases for procedural purposes only pursuant to Rule 1015(b) of the Bankruptcy Rules, all as more fully set forth in the Motion, the Court having held a hearing on the Motion on March 5, 2012 (the "Hearing"), and

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

concluding that: (a) it has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334, and that this is a core proceeding pursuant to 28 U.S.C. § 157(b); (b) Debtors have provided sufficient notice of the Motion and Hearing to the Office of the United States Trustee for this District; (c) the relief requested in the Motion is in the best interests of Debtors' estates, creditors and all parties in interest for ease of administration; and (d) sufficient cause supports the relief sought in the Motion; it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.
2. The above-captioned Chapter 11 cases shall be jointly administered by the Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the above-captioned Chapter 11 cases.
4. One file and one docket be maintained for all of the above-captioned Chapter 11 cases, which file and docket should be the file and docket established for the case of the corporation, In re: The Cliffs Club & Hospitality Group, Inc., et al.
5. Parties in interest are directed to use the consolidated caption annexed hereto as Exhibit 1 when filing papers with the Court in these Chapter 11 cases. The consolidated caption satisfies the requirements of section 342(c) of the Bankruptcy Code in all respects.
6. A docket entry shall be made in each of the Debtors' Chapter 11 cases substantially as follows:

An Order has been entered in this case directing the joint administration of the chapter 11 cases of The Cliffs Club & Hospitality Group, Inc.; CCHG Holdings, Inc.; The Cliffs at Mountain Park Golf & Country Club, LLC; The Cliffs at Keowee Vineyards Golf & Country Club, LLC; The Cliffs at Walnut Cove Golf & Country Club, LLC; The Cliffs at Keowee Falls Golf & Country Club, LLC; The Cliffs at Keowee Springs Golf & Country

Club, LLC; The Cliffs at High Carolina Golf & Country Club, LLC; The Cliffs at Glassy Golf & Country Club LLC; The Cliffs Valley Golf & Country Club, LLC; and Cliffs Club & Hospitality Service Company, LLC. The docket in **Case No. 12-01220** should be consulted for all matters affecting this case.

7. Monthly operating reports required by the United States Trustee should be prepared separately for each debtor entity but may be submitted together in one filing with the Court.

8. This Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and / or enforcement of this Order.

AND IT IS SO ORDERED.

Prepared and presented by:

/s/ Däna Wilkinson
Däna Wilkinson
District Court I.D. No. 4663
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-and-

/s/ J. Michael Levensgood
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Georgia Bar No. 471290
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*Proposed Attorneys for Debtors and
Debtors in Possession*

EXHIBIT 1

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

In re:

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

Debtors.

CHAPTER 11

Case No. 12-01220

Jointly Administered

¹ The Debtors, followed by the last four digits of their respective taxpayer identification numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. (6338); CCHG Holdings, Inc. (1356); The Cliffs at Mountain Park Golf & Country Club, LLC (2842); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898); The Cliffs at High Carolina Golf & Country Club, LLC (4293); The Cliffs at Glassy Golf & Country Club, LLC (6559); The Cliffs Valley Golf & Country Club, LLC (6486); Cliffs Club & Hospitality Service Company, LLC (9665).

Certificate of Notice Page 10 of 11

United States Bankruptcy Court
District of South Carolina

In re:
The Cliffs Club & Hospitality Group, Inc
Debtor

Case No. 12-01220-jw
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0420-7

User: porth
Form ID: pdf01

Page 1 of 2
Total Noticed: 4

Date Rcvd: Mar 05, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 07, 2012.

db	+The Cliffs Club & Hospitality Group, Inc.,	3598 Highway 11,	Travelers Rest, SC 29690-3598
aty	+William L Rothschild,	Ogier Rothschild Rosenfield & Ellis-Mono,	170 Mitchell Street SW,
		Atlanta, GA 30303-3441	
cr	Cliffs Members AD Hoc Group, Inc.,	c/o Jonathan Alter,	One State St.,
	Hartford, CT 06103-3178		
cr	+Helena Chemical Company,	c/o M. Kevin McCarrell,	Smith Moore Leatherwood LLP,
	300 East McBee Avenue,	Suite 500,	Greenville, SC 29601-2882

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

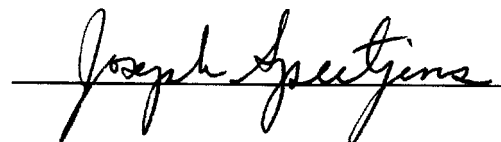
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 07, 2012

Signature:



District/off: 0420-7

User: porth
Form ID: pdf01

Page 2 of 2
Total Noticed: 4

Date Rcvd: Mar 05, 2012

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 5, 2012 at the address(es) listed below:

BMC Group, Inc. bmc-cliffs@bmcgroup.com
Dana Elizabeth Wilkinson on behalf of Debtor The Cliffs Club & Hospitality Group, Inc.
danawilkinson@charter.net, dwecfmail@gmail.com
Elizabeth J. Philp on behalf of Creditor Wells Fargo Bank, National Association
lphilp@mcnair.net, rmobley@mcnair.net
John B. Butler on behalf of Creditor Cliffs Members AD Hoc Group, Inc. jbbiii@bellsouth.net
Joseph F. Buzhardt on behalf of U.S. Trustee US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov,
robert.b.doyle@usdoj.gov
Julio E. Mendoza on behalf of Interested Party Carlile Development Company, LLC
rmendoza@nexsenpruet.com, ecf@nexsenpruet.com
Linda Barr on behalf of U.S. Trustee US Trustee's Office linda.k.barr@usdoj.gov
Michael Kevin McCarrell on behalf of Creditor Helena Chemical Company
kevin.mccarrell@smithmoorelaw.com, betty.ward@smithmoorelaw.com;kim.harmstad@smithmoorelaw.com
Michael M. Beal on behalf of Creditor Wells Fargo Bank, National Association mbeal@mcnair.net,
astokes@mcnair.net
US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov

TOTAL: 10