

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

Case No. 12-01220

**ORDER AUTHORIZING THE DEBTORS TO (A) PREPARE A CONSOLIDATED LIST  
OF CREDITORS AND EQUITY SECURITY HOLDERS IN LIEU OF A MAILING  
MATRIX, (B) FILE A CONSOLIDATED LIST OF THE DEBTORS' FIFTY LARGEST  
UNSECURED CREDITORS, AND (C) MAIL INITIAL NOTICES**

The relief set forth on the following pages, for a total of 5 pages including this page, is hereby  
**ORDERED.**

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



Entered: 03/05/2012

A handwritten signature in cursive script that reads "John E. Waites". The signature is written in black ink and is positioned above a horizontal line.

Chief US Bankruptcy Judge  
District of South Carolina

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

**In re:**

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

**Debtors.**

**CHAPTER 11**

**Case No. 12-01220**

**Joint Administration**

**ORDER AUTHORIZING THE DEBTORS TO (A) PREPARE A CONSOLIDATED LIST  
OF CREDITORS AND EQUITY SECURITY HOLDERS IN LIEU OF A MAILING  
MATRIX, (B) FILE A CONSOLIDATED LIST OF THE DEBTORS' FIFTY LARGEST  
UNSECURED CREDITORS, AND (C) MAIL INITIAL NOTICES**

Upon the motion [Docket Entry No. 10] (the "Motion")<sup>2</sup> of the Debtors for an order authorizing the Debtors to (a) prepare a consolidated list of creditors and equity security holders in lieu of a mailing matrix, (b) file a consolidated list of the debtors' fifty largest unsecured creditors, and (c) mail initial notices, and upon the Cherry Declaration; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and after due deliberation thereon; and sufficient cause appearing therefor, it is hereby

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<sup>1</sup> 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).

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED.
2. Notwithstanding Bankruptcy Rule 1007(d) and Local Rule 1007-1, the Debtors are authorized to prepare a consolidated list of creditors and a list of equity security holders in a computer readable format that is acceptable to the Clerk of the Court and to make such list available only upon request, provided that: (i) upon the occurrence, if ever, of the conversion of one or more of the above-captioned bankruptcy cases to a case or cases under chapter 7 of the Bankruptcy Code, the Debtors, with the assistance of BMC Group, Inc. (upon this Court's authorization to engage BMC Group, Inc. as the Debtors' claims, noticing and balloting agent, the "Claims and Noticing Agent"), shall file the consolidated list of creditors and a list of equity security holders with the Clerk of the Court in a computer readable format that is acceptable to the Clerk of the Court; and (ii) upon the reasonable request of any party in interest in the above-captioned bankruptcy cases, the Debtors, with the assistance of the Claims and Noticing Agent, shall provide the consolidated list of creditors and a list of equity security holders to such party in interest.
3. The Debtors are authorized to file a consolidated list of their fifty (50) largest general unsecured creditors on a consolidated basis.
4. The Debtors, with the assistance of the Claims and Noticing Agent, are authorized, but not directed, to mail initial notices, such as: (a) a notice of filing of the Chapter 11 cases; (b) a notice of a meeting of creditors under § 341 of the Bankruptcy Code; and (c) any correspondence the Debtors may wish to send to creditors and equity security holders as part of the Debtors' communication efforts to keep their creditors and equity security holders informed with respect to the status of the Chapter 11 cases.

5. The Debtors, with the assistance of the Claims and Noticing Agent, are authorized, but not directed, to undertake all mailings directed by the Court, the U.S. Trustee or as required by the Bankruptcy Code, including the notice of commencement and any other correspondence that the Debtors may wish to send to creditors and equity security holders.

6. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

8. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

9. The Debtors shall, within three (3) business days hereof, serve a copy of this Order on all parties that received notice of the Motion, as well as all parties that have appeared in these Chapter 11 cases and requested notice since the Debtors filed the Motion, and file a certificate of service evidencing such service.

**AND IT IS SO ORDERED.**

**Prepared and presented by:**

/s/ Däna Wilkinson  
Däna Wilkinson  
District Court I.D. No. 4663  
LAW OFFICE OF DÄNA  
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-and-

/s/ J. Michael Levensgood  
Gary W. Marsh  
Georgia Bar No. 471290  
J. Michael Levensgood  
Georgia Bar No. 447934  
Bryan E. Bates  
Georgia Bar No. 140856  
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*Proposed Attorneys for Debtors and  
Debtors in Possession*

Certificate of Notice Page 6 of 7  
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

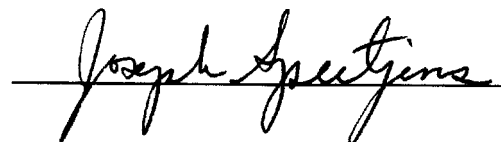
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

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