

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

Case No. 12-01220

**ORDER APPROVING DEBTOR'S OMNIBUS OBJECTION TO THE ALLOWANCE
OF CLAIMS TO PROPERLY CHARACTERIZE CLAIMS AS CLASS 7 CLAIMS
UNDER THE CONFIRMED PLAN**

The relief set forth on the following pages, for a total of 4 pages including this page, is hereby ORDERED.

**FILED BY THE COURT
08/26/2013**



Entered: 08/27/2013

US Bankruptcy Judge
District of South Carolina

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

IN RE:

CCHG Liquidation Co.,

Debtor

CHAPTER 11

Case No. 12-01220

Substantively Consolidated

**ORDER APPROVING DEBTOR'S OMNIBUS OBJECTION TO THE ALLOWANCE
OF CLAIMS TO PROPERLY CHARACTERIZE CLAIMS AS CLASS 7 CLAIMS
UNDER THE CONFIRMED PLAN**

Upon the Objection [Docket Entry # 1323] (the "Objection")¹ of CCHG Liquidation Co., the above-captioned substantively consolidated debtor (the "Debtor"), requesting the entry of an order characterizing certain claims filed in the chapter 11 cases of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors² as Class 7 claims under the confirmed First Amended and Restated Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor dated June 30, 2012, as amended [Docket Entry No. 616, Ex. A] (the "Plan"); the Court having jurisdiction to consider the Objection and the relief requested therein; due notice of the Objection and opportunity for a hearing thereon having been given to all parties entitled

¹ Capitalized terms not defined herein shall have the meaning ascribed thereto in the Objection.

² The debtors (now substantively consolidated as the single Debtor), followed by the last four digits of their respective taxpayer identification numbers and chapter 11 case numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. n/k/a CCHG Liquidation Co. (6338) (12-01220); CCHG Holdings, Inc. (1356) (12-01223); The Cliffs at Mountain Park Golf & Country Club, LLC n/k/a CCHG Liquidation Co. II, LLC (2842) (12-01225); The Cliffs at Keowee Vineyards Golf & Country Club, LLC n/k/a CCHG Liquidation Co. III, LLC (5319) (12-01226); The Cliffs at Walnut Cove Golf & Country Club, LLC n/k/a CCHG Liquidation Co. IV, LLC (9879) (12-01227); The Cliffs at Keowee Falls Golf & Country Club, LLC n/k/a CCHG Liquidation Co. V, LLC (3230) (12-01229); The Cliffs at Keowee Springs Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VI, LLC (2898) (12-01230); The Cliffs at High Carolina Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VII, LLC (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VIII, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC n/k/a CCHG Liquidation Co. IX, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC n/k/a CCHG Liquidation Co. X, LLC (9665) (12-01237).

thereto, as listed in the certificate of service filed in connection with the Objection; it appearing that no other or further notice need be provided; no objections to the Objection having been filed or asserted, excepting only that claimant Palmer Freeman filed an objection to the Debtor's objection to his claim number 893; the Court having determined that the relief set forth below is in the best interests of the Debtor's substantively consolidated bankruptcy estate, its creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED as follows:

1. The Objection is GRANTED, as set forth below.
2. The claims listed on Exhibit A of the Objection, excepting only claim number 893 filed by Palmer Freeman, are hereby characterized as Class 7 claims under the Plan, and such claims, excepting only claim number 893 filed by Palmer Freeman, are subject to the specific Plan provisions governing the treatment and satisfaction of Class 7 claims.
3. The ultimate approval or denial of the Debtor's objection to claim number 893 filed by Palmer Freeman shall be governed by separate Order of this Court.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation 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/ Gary W. Marsh
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J. Michael Levengood
Georgia Bar No. 447934
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Counsel for the Debtor

In re:
CCHG Liquidation Co.
Debtor

Case No. 12-01220-jw
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0420-7

User: lee
Form ID: pdf01

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Total Noticed: 2

Date Rcvd: Aug 27, 2013

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 29, 2013.

db +CCHG Liquidation Co., 5883 Glenridge Drive NE, Suite #160, Atlanta, GA 30328-5571
aty +Gary W Marsh, McKenna Long & Aldridge LLP, 303 Peachtree Street NE, Suite 5300,
Atlanta, GA 30308-3265

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

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

NONE. TOTAL: 0

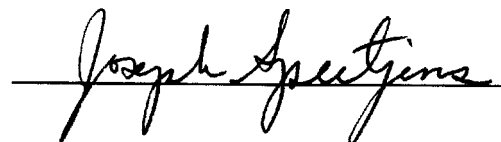
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

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: Aug 29, 2013

Signature:



District/off: 0420-7

User: lee
Form ID: pdf01

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Total Noticed: 2

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 27, 2013 at the address(es) listed below:

A. Todd Darwin on behalf of Creditor Georgia Bridge & Dock, Inc. tdarwin@holcombebomar.com, rmitchell@holcombebomar.com
B. Lindsay Crawford, III on behalf of Creditor Regions Bank wayne@crawfordvk.com, lindsay@crawfordvk.com
BMC Group, Inc. bmc-cliffs@bmcgroup.com
Barbara George Barton on behalf of Creditor Daniel & Catherine Goldberg
bbarton@bartonlawsc.com,
cbrimm@bartonlawsc.com;afloyd@bartonlawsc.com;khandrock@bartonlawsc.com;phunt@bartonlawsc.com
Bryan E. Bates on behalf of Debtor CCHG Liquidation Co. bbates@mckennalong.com,
krohling@mckennalong.com
Charles W Azano on behalf of Creditor Wells Fargo Bank, National Association cwazano@mintz.com
Constance L. Young on behalf of Creditor Wetland and Natural Resource Consultants, Inc.
cyoung@jahlaw.com, cmorrow@jahlaw.com;dpetrauskas@jahlaw.com
Dana Elizabeth Wilkinson on behalf of Debtor CCHG Holdings, Inc. danawilkinson@charter.net,
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Elizabeth J. Philp on behalf of Creditor Wells Fargo Bank, National Association
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Eugene B. McLeod, III on behalf of Creditor South Carolina Department of Employment and
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Fair Harbor Capital, LLC vknox.fh@verizon.net
George Barry Cauthen on behalf of Creditor Nelson Mullins Riley & Scarborough LLP
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joan.kishline@nelsonmullins.com;linnea.hann@nelsonmullins.com;Paul.Collins@nelsonmullins.com
George L. Clauer, III on behalf of Creditor Ellis W. McCracken gc_clauerlaw@bellsouth.net
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bessex@clawsonandstaubes.com
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jessica@mttlaw.com;corey@mttlaw.com
John B. Butler, III on behalf of Creditor Cliffs Members AD Hoc Group, Inc.
jbbiii@bellsouth.net
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Jonathan B Alter on behalf of Interested Party Unsecured Creditors Committee
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Julio E. Mendoza, Jr. on behalf of Interested Party Carlile Development Company, LLC
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Kristin D Ogburn on behalf of Creditor Also kogburn@horacktalley.com, tking@horacktalley.com
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Louise M. Johnson on behalf of Creditor William and Elaine Clear cjohanson@hsblawfirm.com,
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Nancy E. Johnson on behalf of Creditor NewLife Turf, Inc. nej@njohnson-bankruptcy.com,
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R. Geoffrey Levy on behalf of Interested Party Keowee Falls Investment Group, LLC, A
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Thomas L. Ogburn, III on behalf of Creditor TCF Equipment Finance, Inc.
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Total Noticed: 2

Date Rcvd: Aug 27, 2013

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Tobias G. Ward, Jr. on behalf of Creditor Worthington Hyde Partners-II, L.P.
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Townes B. Johnson, III on behalf of Creditor Morgan Concrete Co. johnson@conlaw.com,
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US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov
William L Rothschild on behalf of Interested Party Carlile Development Company, LLC
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TOTAL: 47