

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

Case No. 12-01220

**ORDER GRANTING MOTION OF THE LIQUIDATION TRUSTEE  
FOR ENTRY OF AN ORDER APPROVING ENTRY INTO TOLLING AGREEMENT**

The relief set forth on the following pages, for a total of 3 pages including this page, is hereby ORDERED.

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

**In re:**

**CCHG Liquidation Co.,**

**Debtor.**

**CHAPTER 11**

**Case No. 12-01220**

**Substantively Consolidated**

**ORDER GRANTING MOTION OF THE LIQUIDATION TRUSTEE  
FOR ENTRY OF AN ORDER APPROVING ENTRY INTO TOLLING AGREEMENT**

Upon the motion [Docket Entry # 1352] (the “Motion”)<sup>1</sup> of Katie S. Goodman, solely in her capacity as the Liquidation Trustee for CCHG Liquidation Co.<sup>2</sup> (the “Liquidation Trustee”), requesting the entry of an order approving and authorizing the Liquidation Trustee to enter into a tolling agreement between the Liquidation Trustee and Mr. James B. Anthony, substantially in the form attached to the Motion as Exhibit B, as may be amended or extended from time to time (the “Tolling Agreement”); the Court having jurisdiction to consider the Motion and the relief requested therein; a hearing having been held on February \_\_\_\_, 2014 to consider the Motion; due

<sup>1</sup> All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

<sup>2</sup> The debtors (now substantively consolidated as a 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).

notice of the Motion and hearing having been given to all parties entitled thereto, as listed in the certificate of service attached to the Motion and filed with the Court; it appearing that no other or further notice need be provided; no objections having been filed or asserted; the Court having determined that the relief sought in the Motion 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 Motion is GRANTED.
2. The Liquidation Trustee is authorized to enter into the Tolling Agreement, and to perform all obligations thereunder without further order of this Court.
3. To the extent that the Liquidation Trustee has already entered into the Tolling Agreement, such entry is approved and the Liquidation Trustee is authorized to perform all obligations thereunder without further order of the Court.
4. The Liquidation Trustee is authorized to amend the Tolling Agreement, with the consent of Mr. Anthony, without further order of this Court.
5. The Liquidation Trustee is authorized to extend the term of the Tolling Agreement, with the consent of Mr. Anthony, without further order of this Court.
6. The Liquidation Trustee is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.
7. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

AND IT IS SO ORDERED.