

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

Case No. 12-01220

**FINAL ORDER AUTHORIZING THE DEBTORS TO HONOR PREPETITION
OBLIGATIONS TO CUSTOMERS AND OTHERWISE CONTINUE CUSTOMER
PROGRAMS IN THE ORDINARY COURSE OF BUSINESS**

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

**FILED BY THE COURT
03/16/2012**



Entered: 03/16/2012

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.,¹ d/b/a The Cliffs Golf & Country Club,**

Debtors.

CHAPTER 11

Case No. 12-01220

Jointly Administered

**FINAL ORDER AUTHORIZING THE DEBTORS TO HONOR PREPETITION
OBLIGATIONS TO CUSTOMERS AND OTHERWISE CONTINUE CUSTOMER
PROGRAMS IN THE ORDINARY COURSE OF BUSINESS**

Upon the motion [Docket Entry No. 30] (the "Motion")² of the Debtors for an order authorizing the Debtors, in their discretion, to honor certain prepetition obligations to customers, and otherwise continue customer programs in the ordinary course of business, 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

¹ The Debtors, 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. (6338) (12-01220); CCHG Holdings, Inc. (1356) (12-01223); The Cliffs at Mountain Park Golf & Country Club, LLC (2842) (12-01225); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319) (12-01226); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879) (12-01227); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230) (12-01229); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898) (12-01230); The Cliffs at High Carolina Golf & Country Club, LLC (4293) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC (6486) (12-01236); Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.
2. The Debtors, in their business judgment, are authorized, but not directed, to honor prepetition obligations relating to the Customer Programs, as they deem appropriate, in the ordinary course of business, in the same manner and on the same basis as the Debtors honored such obligations prior to commencement of these Chapter 11 cases, subject to terms of the DIP Budget; provided, however, that the relief granted herein shall not constitute an approval, assumption, or rejection of any Customer Program or related agreement or policy pursuant to section 365 of the Bankruptcy Code.
3. Specifically, the Debtors are authorized, but not directed, to honor:
 - (a) gift cards redeemable for merchandise sold by the Debtors (and food and entertainment);
 - (b) prepaid golf passes redeemable for golf play at the Debtors' golf facilities (excluding ancillary charges such as golf cart rentals, range balls or other merchandise, goods or services);
 - (c) event deposits for events scheduled to be conducted at the Debtors' facilities; and
 - (d) credit books reflecting credits earned through tournament play or similar prizes redeemable for merchandise sold by the Debtors.
4. Unless otherwise specifically set forth above in this Order or subsequently ordered by this Court, the Debtors, including any and all employees, associates and agents of the Debtors, **shall not** be authorized to honor any club credits or dues credits of any kind held by any person or entity.

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

5. The Debtors, in their business judgment, are authorized, but not directed, to continue, renew, replace, implement, modify, and/or terminate the Customer Programs approved hereby, as they deem appropriate, in the ordinary course of business and without further application to the Court.

6. Nothing herein shall be construed to limit, or in any way affect, the Debtors' ability to dispute any claim by a customer with respect to any Customer Program.

7. The requirements of Bankruptcy Rule 6004(a) are waived.

8. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

9. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion.

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

11. 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

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-and-

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