

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 Pending

**DEBTORS' MOTION FOR EMERGENCY HEARING ON DEBTORS' MOTION FOR AUTHORITY (I) TO PAY CERTAIN ACCRUED PRE-PETITION WAGES, EMPLOYEE BENEFITS, TAXES AND RELATED CLAIMS, AND (II) FOR FINANCIAL INSTITUTIONS TO HONOR AND PROCESS CHECKS AND TRANSFERS RELATED TO SUCH OBLIGATIONS**

PLEASE TAKE NOTICE THAT the undersigned, on behalf of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors in the above-captioned Chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), does hereby move before this Court for an order granting an emergency hearing on the Debtors' motion for entry of an order authorizing, but not directing, the Debtors to: (i) pay pre-petition wages, salaries, employee benefits and other compensation and costs, and (ii) for financial institutions to honor and process checks and transfers related to such obligations (the "Motion"), filed contemporaneously herewith. In support of this request for an emergency hearing, and pursuant to SC LBR 9013-1(d), the Debtors state as follows:

<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).

Pursuant to the Motion, the Debtors seek authority to pay, in their sole discretion, certain outstanding pre-petition employee compensation and benefit obligations, and certain costs and obligations related thereto, up to \$11,725 per employee. As described in more detail in the Motion, Cliffs Club & Hospitality Service Company, LLC, one of the Debtors, employs approximately 400 employees in connection with the operation of the Debtors' businesses, and the relief requested in the Motion is essential to ensure a seamless transition into Chapter 11 by maintaining employee morale and productivity as the Debtors pursue effective and expeditious reorganizations of their businesses. The Debtors' failure to timely pay their employees prepetition wage amounts owing would result in immediate and irreparable harm to their estates. Thus, the Debtors respectfully request that this matter be heard on an emergency basis, at the earliest possible time. Finally, counsel for the Debtors certifies that representatives of the Debtors have made substantial good faith efforts to resolve these matters with other parties in interest to this Motion, but such efforts have been unsuccessful.

WHEREFORE, the Debtors respectfully request that the Court enter an order granting their request for an emergency hearing on the Motion.

Dated: February 28, 2012

Respectfully submitted,

/s/ Däna Wilkinson

Däna Wilkinson  
District Court I.D. No. 4663  
LAW OFFICE OF DÄNA WILKINSON  
365-C East Blackstock Road  
Spartanburg, SC 29301  
864.574.7944 (Telephone)  
864.574.7531 (Facsimile)  
danawilkinson@danawilkinsonlaw.com

-and-

/s/ J. Michael Levengood

Gary W. Marsh  
Georgia Bar No. 471290  
J. Michael Levengood  
Georgia Bar No. 447934  
Bryan E. Bates  
Georgia Bar No. 140856  
MCKENNA LONG & ALDRIDGE LLP  
303 Peachtree Street, Suite 5300  
Atlanta, Georgia 30308  
404-527-4000 (phone)  
404-527-4198 (fax)  
gmarsh@mckennalong.com  
mlevengood@mckennalong.com  
bbates@mckennalong.com

*Proposed Attorneys for Debtors and Debtors in Possession*