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May 4, 2012

VIA EMAIL (Sarah Kistler@scb.uscourts.gov)

United States Bankruptcy Court for the District of South Carolina
ATTN: Chambers, c/o Sarah Kistler, Law Clerk for the Honorable John E. Waites
J. Bratton Davis United States Bankruptcy Courthouse
1100 Laurel Street
Columbia, SC 29201-2423

Re: *The Cliffs Club & Hospitality Group, Inc., et al.*,¹ Debtors; United States
Bankruptcy Court for the District of South Carolina; Chapter 11 Case No. 12-
01220 (jointly administered)

Dear Chambers:

This firm represents The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors in the above-referenced Chapter 11 cases, as debtors and debtors-in-possession (collectively, the "Debtors"). Enclosed herewith please find a form of agenda that the Debtors intend to file today with respect to the omnibus hearing set in the above-referenced cases on May 8, 2012 at 9:00 a.m. at J. Bratton Davis United States Bankruptcy Courthouse, 1100 Laurel Street, Columbia, South Carolina 29201-2423. In light of the anticipated lack of contested matters set for hearing, and in order to save costs and reduce the administrative burden on these estates, undersigned counsel respectfully requests that the Court permit counsel for the Debtors to appear telephonically at the May 8, 2012 hearing.

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 (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

GRANTED

John E. Waites

JOHN E. WAITES, JUDGE
UNITED STATES BANKRUPTCY COURT

→ 5/4/12

May 4, 2012
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Undersigned counsel understands that counsel for other parties in interest in these cases may similarly request to appear telephonically at the May 8, 2012 hearing, and that all counsel so requesting may do so by submitting an email request to Chambers, and if the Court grants such requests, counsel should contact the Courtroom Deputy, Ms. Agnes Babb, at 803-765-5024 to arrange the telephonic connection.

Please do not hesitate to contact me with questions.

Respectfully,



Bryan E. Bates

Enclosure

cc: Dana Wilkinson, Esq. (danawilkinson@danawilkinsonlaw.com)
Linda K. Barr, Esq. (linda.k.barr@usdoj.gov)
Jonathan B. Alter, Esq. (jonathan.alter@bingham.com)
Daniel S. Bleck, Esq. (dbleck@mintz.com)
William L. Rothschild (br@eorrlaw.com)

ATLANTA:5384859.1

**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

AGENDA FOR MAY 8, 2012 OMNIBUS HEARING

Date and

Time of Hearing:

May 8, 2012 at 9:00 A.M. (Prevailing Eastern Time).

Location of Hearing:

**J. Bratton Davis United States Bankruptcy Courthouse
1100 Laurel Street
Columbia, South Carolina 29201-2423**

Copies of Motions:

Copies of the motions and papers referenced herein may be inspected in the offices of the Clerk of the Bankruptcy Court during normal business hours or downloaded from the Bankruptcy Court's website at <http://www.scb.uscourts.gov>. Please note that prior registration with the PACER Service Center and payment of a fee may be required to access such documents. Additionally, copies of the motions and papers are available for free download via an unofficial version of the case docket accessible through the Debtors' claims, notice and balloting agent, BMC Group, Inc., at <http://www.bmcgroup.com/cliffs>. Requests for copies of the motions and papers may also be made to counsel for the Debtors at the contact information shown below.

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 (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

Suggested order of consideration:

I. UNCONTESTED MATTER:

- A. Debtors' Motion for an Order Extending the Time to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Section 365(d)(4) of the Bankruptcy Code [**Docket No. 315**]

Status: Going forward on an uncontested basis.

II. STATUS REPORT:

- A. Debtors' Status Report on Bidding Process [**Docket No. 316**]

Related Documents:

1. Keowee Falls Investment Group, LLC's Response to Debtors' Status Report on Bidding Process [**Docket No. 333**]

Status: Going forward with status report.

[signature follows]

This 4th day of May, 2012.

Respectfully submitted,

/s/ Däna Wilkinson

Däna Wilkinson
District Court I.D. No. 4663
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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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Attorneys for the 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: brooks
Form ID: pdf01

Page 1 of 2
Total Noticed: 2

Date Rcvd: May 04, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on May 06, 2012.

db +The Cliffs Club & Hospitality Group, Inc., 3598 Highway 11, Travelers Rest, SC 29690-3598
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: May 06, 2012

Signature:



District/off: 0420-7

User: brooks
Form ID: pdf01

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Total Noticed: 2

Date Rcvd: May 04, 2012

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on May 4, 2012 at the address(es) listed below:

BMC Group, Inc. bmc-cliffs@bmcgroup.com
Bryan E. Bates on behalf of Debtor The Cliffs Club & Hospitality Group, Inc.
bbates@mckennalong.com, krohling@mckennalong.com
Charles W Azano on behalf of Creditor Wells Fargo Bank, National Association cwazano@mintz.com
Dana Elizabeth Wilkinson on behalf of Debtor CCHG Holdings, Inc. danawilkinson@charter.net,
dwecefm@gmail.com
Daniel S Bleck on behalf of Creditor Wells Fargo Bank, National Association dsbleck@mintz.com
Elizabeth J. Philp on behalf of Creditor Wells Fargo Bank, National Association
lphilp@mcnair.net, rmobley@mcnair.net
Fair Harbor Capital, LLC vknox.fh@verizon.net
George L. Clauer on behalf of Creditor Ellis McCracken gc_clauerlaw@bellsouth.net
Jane H. Downey on behalf of Creditor William & Flonnie Shaw jane@mttlaw.com,
jessica@mttlaw.com; corey@mttlaw.com
John B. Butler on behalf of Creditor Cliffs Members AD Hoc Group, Inc. jbbiii@bellsouth.net
John M. Levengood on behalf of Debtor The Cliffs Club & Hospitality Group, Inc.
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sbrooks@mckennalong.com; gmarsh@mckennalong.com; bbates@mckennalong.com
Jonathan B Alter on behalf of Interested Party Unsecured Creditors Committee
jonathan.alter@bingham.com, linda.miller@bingham.com
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
Louise M. Johnson on behalf of Creditor William and Elaine Clear cjohnson@hsblawfirm.com,
cshaffer@hsblawfirm.com
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
Nancy E. Johnson on behalf of Creditor NewLife Turf, Inc. nej@njohnson-bankruptcy.com,
notices4nej@njohnson-bankruptcy.com
R. Geoffrey Levy on behalf of Interested Party Keowee Falls Investment Group, LLC, A
Corporation llfecf@levylawfirm.org, levylawecf@gmail.com
Ricoh Americas Corporation jennifer.orenstein@ricoh-usa.com
Robert A. Kerr on behalf of Creditor Deere Credit Inc robertkerr@mvalaw.com,
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Townes B. Johnson 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
br@orrem.com

TOTAL: 28