

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

**MOTION FOR EMERGENCY HEARING ON DEBTORS' MOTION FOR ENTRY OF INTERIM AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363, 364 AND 507(B) (I) APPROVING POST-PETITION FINANCING, (II) GRANTING LIENS AND PROVIDING SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS, (III) GRANTING ADEQUATE PROTECTION, (IV) MODIFYING THE AUTOMATIC STAY, AND (V) SCHEDULING A FINAL HEARING**

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 Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507(b) (I) Approving Post-Petition Financing, (II) Granting Liens and Providing Superpriority Administrative Expense Status, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, and (V) Scheduling a Final Hearing (the "Motion"), filed contemporaneously herewith. In support of this

<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).

request for an emergency hearing, and pursuant to SC LBR 9013-1(d), the Debtors state as follows:

Pursuant to the Motion, the Debtors seek entry of proposed interim and final orders authorizing the Debtors to, *inter alia*, obtain post-petition financing (the “DIP Facility”) consisting of a super priority non-amortizing revolving credit facility in an aggregate principal amount not to exceed \$7.5 million, of which up to \$3 million shall be available upon entry of the proposed interim order. As described in more detail in the Motion, the Debtors lack sufficient unencumbered funds with which to operate and maintain their businesses and assets during the pendency of these Chapter 11 cases. The Debtors immediately require the use of the DIP Facility proceeds to meet their postpetition operating obligations and other essential costs and expenses. The Debtors must pay many of these items on or immediately following the Petition Date, and the Debtors’ failure to timely pay such obligations 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.

*[signature follows]*

Dated: February 28, 2012

Respectfully submitted,

/s/ Dána Wilkinson

Dána Wilkinson  
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-and-

/s/ J. Michael Levensgood

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