

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

<b>In re:</b>	)	
	)	<b>CHAPTER 11</b>
<b>The Cliffs Club &amp; Hospitality Group, Inc.,</b>	)	
<i>et al.</i> <sup>1</sup> <b>d/b/a The Cliffs Golf &amp; Country</b>	)	<b>Case No. 12-01220</b>
<b>Club,</b>	)	
	)	<b>Jointly Administered</b>
<b>Debtors.</b>	)	

---

**CERTIFICATE OF SERVICE RE:**

Docket No. 415 NOTICE OF FILING OF INTERIM APPLICATION FOR PROFESSIONAL FEES AND OPPORTUNITY FOR HEARING [Re: John B Butler III]

APPLICATION FOR INTERIM COMPENSATION

[PROPOSED] ORDER ALLOWING INTERIM COMPENSATION FOR ATTORNEY

Docket No. 416 FIRST INTERIM APPLICATION FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM McCUTCHEN LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD MARCH 7, 2012 THROUGH MAY 31, 2012 [summary]

FIRST INTERIM APPLICATION FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM McCUTCHEN LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD MARCH 7, 2012 THROUGH MAY 31, 2012

[PROPOSED] ORDER GRANTING FIRST INTERIM APPLICATION FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM McCUTCHEN LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD MARCH 7, 2012 THROUGH MAY 31, 2012

1 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 (7576); The Cliffs at Glassy Golf & Country Club, LLC (6559); The Cliffs Valley Golf & Country Club, LLC (6486); Cliffs Club & Hospitality Service Company, LLC (9665).

Docket [PROPOSED] ORDER GRANTING COMPENSATION TO  
No. 417 ATTORNEY [Re: Docket No. 416]

Docket [PROPOSED] ORDER GRANTING COMPENSATION TO  
No. 418 ATTORNEY [Re: Docket No. 415]

I, James H. Myers, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o BMC Group, Inc., 300 N. Continental Boulevard, Ste. 570, El Segundo, California 90245.

2. On June 18, 2012, at the direction of McKenna Long & Aldridge LLP, counsel for the above-captioned Debtors and Debtors-in-Possession, the above referenced documents were served on the parties listed in Exhibit A via the modes of service indicated thereon:

Exhibit A Those parties who have requested special notice, the Creditors Committee and the Core Group Address List regarding Docket Nos. 415 through 418

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on the 18<sup>th</sup> day of June 2012 at Paramount, California.



James H. Myers

**EXHIBIT A**

**Cliffs**

Total number of parties: 68

**Exhibit A - Cliffs**

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
48564	DANA WILKINSON, (RE: LOCAL COUNSEL TO DEBTORS), DANAWILKINSON@DANAWILKINSONLAW.COM	E-mail
48564	DANA WILKINSON, (RE: LOCAL COUNSEL TO DEBTORS), DANAWILKINSON@CHARTER.NET	E-mail
48564	H MICHAEL KRIMBILL, (RE: UNSECURED CREDITORS COMMITTEE), MKRIMBILL@COX.NET	E-mail
48564	JANET D HILLIGOSS, (RE: UNSECURED CREDITORS COMMITTEE), JANETHILLIGOSS@USA.NET	E-mail
48564	JOHN B BUTLER III LOCAL COUNSEL, (RE: COUNSEL TO UNSECURED CREDITORS COMM), JBBIII@BELLSOUTH.NET	E-mail
48564	JOHN MACK, (RE: UNSECURED CREDITORS COMMITTEE), JOHNPMACK@AOL.COM	E-mail
48564	JOHN W SAGER, (RE: UNSECURED CREDITORS COMMITTEE), SAGERS0263@BELLSOUTH.NET	E-mail
48564	RAYMOND O GIBSON, (RE: UNSECURED CREDITORS COMMITTEE), ROGSC@BELLSOUTH.NET	E-mail
48564	BINGHAM MCCUTCHEN LLP, JONATHAN B ALTER LEAD COUNSEL, (RE: COUNSEL TO UNSECURED CREDITORS COMM), JONATHAN.ALTER@BINGHAM.COM	E-mail
48564	BUCHALTER NEMER, PC, SHAWN M CHRISTIANSON ESQ, (RE: ORACLE AMERICA INC), SCHRIANSON@BUCHALTER.COM	E-mail
48564	CLAUER LAW FIRM LLC, GEORGE L CLAUER III, (RE: ELLIS W & JACQUELINE MCCracken), GC_CLAUERLAW@BELLSOUTH.NET	E-mail
48564	CLIFFS CLUB & HOSPITALITY GROUP,, TIMOTHY P. CHERRY, TCHERRY@CLIFFSCOMMUNITIES.COM	E-mail
48564	CLIFFS CLUB & HOSPITALITY GROUP, MARY CAMPBELL, MCAMPBELL@CLIFFSCOMMUNITIES.COM	E-mail
48564	COLE SCHOTZ MEISEL FORMAN & LEONARD, GARY H LEIBOWITZ ESQ, (RE: US FOODS INC), GLEIBOWITZ@COLESCHOTZ.COM	E-mail
48565	CRAWFORD & VON KELLER LLC, B. LINDSAY CRAWFORD III ESQ, (RE: RODOLFO & TANIA STERN), PO BOX 4216, COLUMBIA, SC, 29240	US Mail (1st Class)
48564	DRISCOLL SHEEDY PA, JAMES W SHEEDY / SUSAN E DRISCOLL, (RE: GE CAPITAL), JIMSHEEDY@DRISCOLLSHEEDY.COM	E-mail
48564	DRISCOLL SHEEDY PA, JAMES W SHEEDY / SUSAN E DRISCOLL, (RE: GE CAPITAL), SDRISCOLL@DRISCOLLSHEEDY.COM	E-mail
48564	FTI CONSULTING, INC., JIM GUGLIELMO, (RE: FA FOR WELLS FARGO), JIM.GUGLIELMO@FTiconsulting.com	E-mail
48564	FTI CONSULTING, INC., TIMOTHY DRAGELIN, (RE: FA FOR WELLS FARGO), TIMOTHY.DRAGELIN@FTiconsulting.com	E-mail
48564	GGG PARTNERS, LLC, JOE PEGNIA, (RE: CRO, FINANCIAL ADVISOR TO DEBTORS), JPEGNIA@GGGMGT.COM	E-mail
48564	GGG PARTNERS, LLC, KATIE S. GOODMAN, (RE: CRO, FINANCIAL ADVISOR TO DEBTORS), KGOODMAN@GGGMGT.COM	E-mail
48564	GGG PARTNERS, LLC, KATIE S. GOODMAN, (RE: CRO, FINANCIAL ADVISOR TO DEBTORS), KTGOODMAN@MINDSPRING.COM	E-mail
48565	HARRELL`S LLC, BILL SCHOPPMAN, (RE: UNSECURED CREDITORS COMMITTEE), 720 KRAFT ROAD, LAKELAND, FL, 33815	US Mail (1st Class)
48564	HAYNSWORTH SINKLER BOYD PA, LOUISE M JOHNSON ESQ, (RE: WILLIAM & ELAINE CLEAR), CJOHNSON@HSBLAWFIRM.COM	E-mail
48564	HAYNSWORTH SINKLER BOYD, P.A., TARA E NAUFUL, (RE: US FOODS INC), TNAUFUL@HSBLAWFIRM.COM	E-mail
48564	HIERSCHE HAYWARD DRAKELEY ET AL, RUSSELL W MILLS / NICOLE L HAY, (RE: MITEL LEASING INC), NHAY@HHDULAW.COM	E-mail
48564	HIERSCHE HAYWARD DRAKELEY ET AL, RUSSELL W MILLS / NICOLE L HAY, (RE: MITEL LEASING INC), RMILLS@HHDULAW.COM	E-mail
48564	HOLCOMBE BOMAR PA, A TODD DARWIN, (RE: MEDALIST GOLF INC), TDARWIN@HOLCOMBEBOMAR.COM	E-mail
48564	HOLCOMBE BOMAR PA, A TODD DARWIN, (RE: GEORGIA BRIDGE & DOCK), TDARWIN@HOLCOMBEBOMAR.COM	E-mail
48564	HOLCOMBE BOMAR PA, A TODD DARWIN, (RE: GOLF AGRONOMICS SAND & HAULING INC), TDARWIN@HOLCOMBEBOMAR.COM	E-mail
48565	IKON OFFICE SOLUTIONS, SEPRINA-RENEE THOMAS, RECOVERY & BANKRUPTCY GROUP, 3920 ARKWRIGHT RD; STE 400, MACON, GA, 31210	US Mail (1st Class)

Svc Lst	Name and Address of Served Party	Mode of Service
48565	INTERNAL REVENUE SERVICE, CENTRALIZED INSOLVENCY OPERATION, 11601 ROOSEVELT BLVD. MDP N781, PHILADELPHIA, PA, 19154	US Mail (1st Class)
48565	INTERNAL REVENUE SERVICE, CENTRALIZED INSOLVENCY OPERATION, PO BOX 7346, PHILADELPHIA, PA, 19101-7346	US Mail (1st Class)
48565	KENISON DUDLEY & CRAWFORD LLC, KEVEN KENISON, TOWNES B JOHNSON III, (RE: MORGAN CONCRETE CO), 704 E MCBEE ST, GREENVILLE, SC, 29601	US Mail (1st Class)
48565	KENISON DUDLEY & CRAWFORD LLC, KEVEN KENISON, TOWNES B JOHNSON III, (RE: WALL TO WALL GOLF LLC ET AL), 704 E MCBEE ST, GREENVILLE, SC, 29601	US Mail (1st Class)
48565	KENISON DUDLEY & CRAWFORD LLC, T E DUDLEY III, T B JOHNSON III, (RE: KEVIN & COURTNEY MCCARTHY), 704 E MCBEE ST, GREENVILLE, SC, 29601	US Mail (1st Class)
48565	KENISON DUDLEY & CRAWFORD LLC, T E DUDLEY III, T B JOHNSON III, (RE: RSL OF GREENVILLE LLC), 704 E MCBEE ST, GREENVILLE, SC, 29601	US Mail (1st Class)
48564	LAW OFFICE OF NANCY E JOHNSON LLC, NANCY E JOHNSON, (RE: NEWLIFE TURF INC), NEJ@NJOHNSON-BANKRUPTCY.COM	E-mail
48564	LEVY LAW FIRM LLC, R GEOFFREY LEVY, (RE: KEOWEE FALLS INVESTMENT GROUP LLC), GLEVY@LEVYLAWFIRM.ORG	E-mail
48565	MCALEER PENNINGTON LAW FIRM LLC, MALINDA MCALEER PENNINGTON, (RE: HAWKINS NURSERY INC), 7 ALTAMONT CT, GREENVILLE, SC, 29609	US Mail (1st Class)
48564	MCKENNA LONG & ALDRIDGE LLP, BRYAN E. BATES, (RE: COUNSEL TO DEBTORS), BBATES@MCKENNALONG.COM	E-mail
48564	MCKENNA LONG & ALDRIDGE LLP, GARY W. MARSH, (RE: COUNSEL TO DEBTORS), GMARSH@MCKENNALONG.COM	E-mail
48564	MCKENNA LONG & ALDRIDGE LLP, J. MICHAEL LEVENGOOD, (RE: COUNSEL TO DEBTORS), MLEVENGOOD@MCKENNALONG.COM	E-mail
48564	MCNAIR LAW FIRM PA, ELIZABETH (LISA) J PHILP, (RE: WELLS FARGO BANK NA), LPHILP@MCNAIR.NET	E-mail
48564	MCNAIR LAW FIRM PA, MICHAEL M BEAL, (RE: WELLS FARGO BANK NA), MBEAL@MCNAIR.NET	E-mail
48564	MINTZ LEVIN COHN ET AL, DANIEL S BLECK / CHARLES W AZANO, (RE: WELLS FARGO BANK NA), DSBLECK@MINTZ.COM	E-mail
48564	MINTZ LEVIN COHN ET AL, DANIEL S BLECK / CHARLES W AZANO, (RE: WELLS FARGO BANK NA), CWAZANO@MINTZ.COM	E-mail
48564	MINTZ LEVIN COHN ET AL, JACKIE CANNATA, (RE: WELLS FARGO BANK NA), JACANNATA@MINTZ.COM	E-mail
48564	MOORE & VAN ALLEN PLLC, ROBERT A KERR JR ESQ, (RE: DEERE CREDIT INC), ROBERTKERR@MVALAW.COM	E-mail
48564	MOORE TAYLOR & THOMAS PA, JANE H DOWNEY, (RE: WILLIAM A & FLONNIE B SHAW), JANE@MTTLAW.COM	E-mail
48564	NEXSEN PRUET LLC, JULIO E MENDOZA JR ESQ, (RE: CARLILE DEV CO / SP 50 INVESTMENTS), RMENDOZA@NEXSENPRUET.COM	E-mail
48564	NEXSEN PRUET, ED MENZIE, (RE: COUNSEL FOR THE DIP LENDER), EMENZIE@NEXSENPRUET.COM	E-mail
48564	OFFICE OF THE UNITED STATES TRUSTEE, LINDA BARR, LINDA.K.BARR@USDOJ.GOV	E-mail
48564	OGIER, ROTHSCHILD, ROSENFELD &, WILLIAM L. ROTHSCHILD, (RE: COUNSEL FOR THE DIP LENDER), BR@ORREM.COM	E-mail
48564	PLATZER SWERGOLD KARLIN LEVIN ET AL, RALPH R HOCHBERG ESQ, (RE: JUNG YOON), RHOCHBERG@PLATZERLAW.COM	E-mail
48564	POYNER SPRUILL LLP, DIANE P FURR / TATE L OGBURN, (RE: TCF EQUIPMENT FINANCE INC), DFURR@POYNER.COM	E-mail
48564	REED SMITH LLP, RIZWAN A QURESHI ESQ, (RE: GE CAPITAL), RQURESHI@REEDSMITH.COM	E-mail
48565	RICOH AMERICAS CORPORATION, JENNIFER ORENSTEIN, ATTN: BANKRUPTCY, 3920 ARKWRIGHT RD; SUITE 400, MACON, GA, 31210	US Mail (1st Class)
48565	SECURITIES AND EXCHANGE COMMISSION, OFFICE OF REORGANIZATION, 950 EAST PACES FERRY ROAD #900, ATLANTA, GA, 30326-1382	US Mail (1st Class)
48565	SECURITIES AND EXCHANGE COMMISSION, 100 F STREET, NE, WASHINGTON, DC, 20549	US Mail (1st Class)
48565	SECURITIES AND EXCHANGE COMMISSION, 233 BROADWAY, NEW YORK, NY, 10279	US Mail (1st Class)
48565	SECURITIES AND EXCHANGE COMMISSION, 15TH & PENNSYLVANIA AVE., NW, WASHINGTON, DC, 20020	US Mail (1st Class)
48564	SMITH JORDAN LAVERY & LEE PA, JES STERLING, (RE: DR DANIEL MCCOLLUM), STERLING@SMITHJORDAN.COM	E-mail
48564	SMITH MOORE LEATHERWOOD LLP, M KEVIN MCCARRELL, (RE: HELENA CHEMICAL COMPANY), KEVIN.MCCARRELL@SMITHMOORELAW.COM	E-mail

<b>Svc Lst</b>	<b>Name and Address of Served Party</b>	<b>Mode of Service</b>
48565	TJF GOLF INC, DANIEL E HITCHCOCK ESQ, (RE: UNSECURED CREDITORS COMMITTEE), ADAMS HERNDON CARSON ET AL, PO BOX 2714, ASHEVILLE, NC, 28802	<b>US Mail (1st Class)</b>
48564	TOBIAS G WARD JR PA, TOBIAS G WARD JR, (RE: WORTHINGTON HYDE PARTNERS-II LP), TW@TOBYWARDLAW.COM	<b>E-mail</b>
48565	UNITED STATES ATTORNEY'S OFFICE, DISTRICT OF SOUTH CAROLINA, 1441 MAIN ST. #500, COLUMBIA, SC, 29201	<b>US Mail (1st Class)</b>
48564	WELLS FARGO CORPORATE TRUST SERVICE, MICHAEL G SLADE, (RE: WELLS FARGO, N.A. AS INDENTURE TTEE), MICHAEL.G.SLADE@WELLSFARGO.COM	<b>E-mail</b>

**Subtotal for this group: 68**