

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

In re:

**The Cliffs Club & Hospitality Group, Inc., *d/b/a*
The Cliffs Golf & Country Club,**

Debtor.

CHAPTER 11

Case No. 12-01220

Jointly Administered¹

AMENDED SCHEDULES OF ASSETS AND LIABILITIES

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Debtor in Possession**

¹ The jointly administered 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); Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

**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

**GLOBAL NOTES TO DEBTORS' AMENDED SCHEDULES OF ASSETS AND
LIABILITIES AND AMENDED STATEMENTS OF FINANCIAL AFFAIRS**

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”), submit their Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “SOFAs”) pursuant to 11 U.S.C. § 521, Rule 1007 of the Federal Rules of Bankruptcy Procedure, and Order of this Court dated March 5, 2012 (Docket Entry No. 97).

1. These global notes (the “Global Notes”) regarding the Debtors’ Schedules and SOFAs comprise an integral part of the Schedules and SOFAs filed by the Debtors, and should be referenced in connection with any review of the Schedules and SOFAs.

2. The Schedules and SOFAs prepared by the Debtors are unaudited, and were prepared to reflect as near as possible the financial condition of the Debtors as of February 28, 2012, the date of commencement of the Debtors’ chapter 11 cases (the “Petition Date”). Although the Debtors’ management made every reasonable effort to ensure that the Schedules and SOFAs are accurate and complete based on information that was available to them at the time of preparation, inadvertent errors or omissions may

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exist, and subsequent information or discovery may result in material changes to the Schedules and SOFAs, including, but not limited to, the discovery of prepetition invoices that were not available (or that the Debtors had not yet received) at the time the Schedules and SOFAs were prepared. Accordingly, the Schedules and SOFAs remain subject to further review and verification by the Debtors, and the Debtors reserve the right to amend the Schedules and SOFAs from time-to-time as may be necessary or appropriate. Nothing contained in the Schedules and SOFAs shall constitute, or be deemed, a waiver of any rights, claims or defenses of the Debtors against any third party, or with respect to any aspect of these chapter 11 cases or any related litigation or arbitration. Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court, nothing contained in the Schedules and SOFAs is intended or should be construed as an admission or stipulation of the validity of any claim against the Debtors, or as a waiver of the Debtors' rights to dispute any claim or assert any cause of action or defense against any party, and the Debtors reserve all rights to dispute or challenge the characterization of the structure of any transaction or any document or instrument related to a creditor's claim.

3. The Schedules and SOFAs do not purport to represent financial statements prepared in accordance with U.S. Generally Accepted Accounting Principles. The preparation of the Schedules and SOFAs required the Debtors to make estimates and assumptions with respect to the reported amounts of assets and liabilities, as well as the amount of contingent assets and contingent liabilities. Actual results could differ from the Debtors' estimates.

4. Any failure to designate a claim on the Debtors' Schedules and/or SOFAs as "disputed," "contingent" or "unliquidated" does not constitute an admission by the Debtors that such claim is not "disputed," "contingent" or "unliquidated." The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules and SOFAs as to amount, liability, priority, secured or unsecured status, or classification, or to otherwise designate any claim as "disputed," "contingent" or "unliquidated" by filing and serving an appropriate amendment. The Debtors reserve the right to amend their Schedules and/or SOFAs as necessary and/or appropriate.

5. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, net book values as of the Petition Date are reflected on the Schedules and SOFAs. For this reason, amounts ultimately realized may vary from net book value, and such variances may be material. In addition, the amounts shown for total liabilities exclude any items identified as "unknown" or "undetermined" and, thus, ultimate liabilities may differ materially from those stated in the Schedules and SOFAs. The Debtors reserve the right to amend or adjust the value of any asset or liability set forth in the Debtors' Schedules and SOFAs.

6. Despite reasonable efforts, the Debtors may not have identified and/or set forth all causes of action against third parties in their Schedules and SOFAs. The Debtors reserve any and all rights with respect to any causes of action they may have, and neither

these Global Notes nor the Schedules and SOFAs shall be deemed a waiver of any such causes of action, nor may they be used in any litigation in these, or related to these, chapter 11 cases.

7. Information requested by the Schedules and SOFAs requires the Debtors to make judgments regarding the appropriate category in which information should be presented or how certain parties, claims or other data should be labeled. The Debtors' decisions regarding the category or label to use is based on the best information available as of the filing of these Schedules and SOFAs within the time constraints imposed by the Bankruptcy Code, Bankruptcy Rules and order of the Bankruptcy Court. The Debtors may have excluded certain immaterial assets and liabilities. The Debtors reserve the right to modify, change or delete any information in the Schedules and SOFAs by amendment, including to the extent some information currently presented should be moved to a different category or labeled in a different way.

8. These Global Notes are in addition to any specific notes set forth in the Schedules, SOFAs and/or herein. The fact that the Debtors may have prepared a specific note with respect to any of the Schedules and SOFAs and not to others should not be interpreted in any way, and specifically should not be interpreted as a decision by the Debtors to exclude the applicability of any Global Note to any of the Debtors' Schedules and SOFAs.

9. All totals that are included in the Schedules and SOFAs represent totals of the liquidated amounts for the individual schedule and/or SOFA entry for which they are listed. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total. The description of an amount as "unknown," "TBD," or "undetermined" is not intended to reflect upon the materiality of such amount.

10. Potential deferred and/or unaccrued taxes have not been included in the Schedules and SOFAs to the extent the Debtors did not have sufficient information to include at the time of preparation of the Schedules and SOFAs.

11. The Debtors have reported the value of their inventory on a book basis. Where applicable, inventory is presented without consideration for any potential warehousemen's or similar liens.

12. Although the Debtors may have scheduled claims of various creditors as secured claims on Schedule D, except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court, the Debtors reserve the right to dispute or challenge the secured nature or the validity of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim. The descriptions provided in Schedule D are intended only to be a summary. Without limiting the foregoing, the inclusion on Schedule D of creditors that have asserted liens of any nature is not intended to be an acknowledgement of the validity, extent, or priority of any such liens, and the Debtors reserve their rights to challenge such liens and the underlying claims on any ground

whatsoever, except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court. Reference to the applicable agreements and other related relevant documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Schedules and SOFAs shall be deemed a modification or interpretation of the terms of any such agreements.

13. The Debtors reserve the right to dispute or challenge whether creditors listed on Schedule E are entitled to priority claims. Schedule E does not include (a) priority employee claims that were paid pursuant to the *Order Authorizing, but not Directing, the Debtors to: (i) Pay Prepetition 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* dated March 5, 2012 [Docket Entry No. 90]; or (b) claims of taxing authorities that were paid pursuant to the *Order Authorizing the Payment of Prepetition Trust Fund Taxes in the Ordinary Course of Business* dated March 5, 2012 [Docket Entry No. 92]. Also, the Debtors have omitted from their responses to SOFA question #3b payments made to employees within 90 days of the Petition Date.

14. The liabilities identified in Schedule F are derived from the Debtors' books and records. The Debtors have made a reasonable attempt to set forth their unsecured obligations, although the actual amount of claims against the Debtors may vary from those liabilities represented on Schedule F. The listed liabilities may not reflect the correct amount of any unsecured creditor's allowed claim or the correct amount of all unsecured claims. Parties in interest should not anticipate that the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules and SOFAs will reflect their ultimate recoveries in these cases. Parties in interest should consult their own professionals and/or advisors with respect to pursuing a claim. Although the Debtors and their professionals have generated financials that the Debtors believe to be reasonable, actual liabilities and assets may deviate from the Schedules and SOFAs due to certain events that occur throughout the duration of these chapter 11 cases and upon the potential discovery of additional information.

15. The claims listed on Schedule F arose or were incurred on various dates. The Debtors do not list a date for each claim listed on Schedule F because such efforts would be unduly burdensome or cost prohibitive.

16. In certain instances, the Debtors may be co-obligors with respect to scheduled claims or contracts, and no claims or contracts set forth on Schedules D, E, F or G are intended to acknowledge claims or contracts of creditors that are otherwise satisfied or discharged by other entities.

17. The descriptions provided in Schedules D, E, F or G are intended only to be a summary. Nothing in the Global Notes or the Schedules and SOFAs shall be deemed to be a modification or interpretation of the terms of any such agreements. The claims of individual creditors for, among other things, merchandise, goods, or services

are listed at the amounts listed on the Debtors' books and records and may not reflect credits or allowances due from such creditor. The Debtors reserve all of their rights respecting such credits or allowances.

18. Certain prepetition fixed, liquidated and undisputed unsecured claims owing as of the Petition Date were paid in accordance with certain first-day orders before the date of the filing of the Schedules and SOFAs. As such, certain Schedules may exclude amounts that were payable as of the Petition Date or liabilities that have been or are expected to be paid pursuant to Court order.

19. For a very small group of potential general unsecured claimants, the Debtors' books and records contain incomplete information regarding the identification and addresses of certain claimants that may be listed in Schedule F. The information in the Debtors' books and records, though incomplete, is listed on Exhibit A hereto. The Debtors will continue in their reasonable efforts to locate the missing information and thereafter determine if it is appropriate to supplement their Schedules and/or SOFAs.

20. The dollar amounts listed in Schedule F may be exclusive of contingent and unliquidated amounts. All parties to executory contracts and unexpired leases, including those listed on Schedule G, are holders of contingent and unliquidated unsecured claims arising from (i) obligations under those executory contracts and unexpired leases and/or (ii) rejection damages in the event that any such executory contracts and unexpired leases are rejected. Not all such claims are included on Schedule F.

21. The Debtors' businesses are complex. While commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding the Debtors' executory contracts and unexpired leases, inadvertent errors, omissions, or over-inclusions may have occurred. Listing a contract, lease or agreement on Schedule G does not constitute an admission that such contract, lease or agreement is an executory contract or unexpired lease or that such contract, lease or agreement was in effect on the Petition Date or is valid or enforceable. The Debtors reserve all of their rights to dispute the validity, effectiveness, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G (including, but not limited to, whether any lease is a true lease or financing arrangement) and to amend or supplement Schedule G as necessary.

22. The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters or other documents, instruments, and agreements which may not be listed therein. Where the Debtors may be party to an agreement that has expired by its terms, but where all parties thereto continue to operate under the agreement, out of an abundance of caution the Debtors may have listed such agreement on Schedule G. The Debtors' inclusion of such contracts or agreements on Schedule G is not an admission that any such contract or agreement is an executory contract or unexpired lease.

23. The Debtors are in possession of certain property and equipment necessary for the continued operations of the Debtors' businesses, which property and equipment may be the subject of leases, contracts or agreements entered into by non-debtor affiliates of the Debtors. Accordingly, such leases, contracts or agreements may not be listed on Schedule G, but they are reflected on Exhibit B hereto. Exhibit B further reflects certain agreements that are important to the Debtors' operations, which agreements may have been entered into by non-debtor affiliates of the Debtors. Omission of any such lease, contract or agreement from Schedule G does not constitute an admission that the Debtors do not have any interest in any such omitted lease, contract or agreement, or in the property or equipment that is the subject thereof.

24. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations may not be set forth separately on Schedule G. Nothing in Schedule G shall operate as a bar to the Debtors' right to treat such agreements as severable. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their businesses, such as easements, rights of way, subordination agreements, nondisturbance agreements, supplemental agreements, amendments, letter agreements, title agreements, and confidentiality agreements. Such documents may not be set forth on Schedule G. Schedule G may not include certain stand alone purchase orders for goods or equipment or nondisclosure agreements.

25. Omission of a contract, lease or agreement from Schedule G does not constitute an admission that such omitted contract, lease or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by any such omission.

26. Schedule G includes the membership agreements entered into between the Debtors and the members of the Debtors' clubs. Schedule G for each particular Debtor reflects the members who have designated that particular Debtor as the member's "home club;" however, any such member may have entered into additional membership agreements with one or more of the affiliated Debtors, which additional membership agreements may not be separately identified.

27. For a very small group of resigned members of the Debtors' clubs, the Debtors' books and records contain incomplete information regarding the identification and addresses of such resigned members who may be listed in Schedule G. The information in the Debtors' books and records, though incomplete, is listed on Exhibit A hereto. The Debtors will continue in their reasonable efforts to locate the missing information and thereafter determine if it is appropriate to supplement their Schedules and/or SOFAs.

28. Schedule A for The Cliffs at High Carolina Golf & Country Club, LLC reflects the net book value of that Debtor's interest in real property, as shown in the Debtor's books and records; however, the Debtors note that the subject real property is

owned by a third party. By agreement dated November 4, 2011, The Cliffs at High Carolina Golf & Country Club, LLC holds the right and option to purchase the subject real property. Moreover, on November 22, 2011, The Cliffs at High Carolina Golf & Country Club, LLC filed a claim of lien on the subject real property for unpaid costs and expenses in an amount not less than \$5,478,443.21 incurred by The Cliffs at High Carolina Golf & Country Club, LLC in the development of such property. Accordingly, The Cliffs at High Carolina Golf & Country Club, LLC asserts an interest in the scheduled real property.

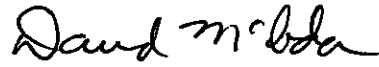
29. The responses to SOFA questions #17a, 17b, and 17c were made to the best of each Debtor's knowledge and by reviewing documents contained in each Debtor's files. Each Debtor's answers to these questions do not take into account or reflect, as to that particular Debtor's facilities and assets, information from any time period before that Debtor's acquisition of such facilities and assets.

30. Except as may be otherwise indicated in the SOFAs or the Schedules, the Debtors have included payments made during the one-year period preceding the Petition Date to persons deemed an "insider," as that term is defined in section 101(31) of the Bankruptcy Code. The Debtors do not take any position with respect to (a) any such person's influence over the control of the Debtors, (b) the management responsibilities or functions of any such person, (c) the decision-making or corporate authority of any such person, or (d) whether any such person could successfully argue that he or she is not an "insider" under applicable law.

31. The Debtors specifically reserve the right to amend, modify, supplement, correct, change, or alter any part of their Schedules, SOFAs and Global Notes as and to the extent necessary and as they deem appropriate.

[signature follows]

This ____th day of June, 2012.



David McAda, Controller

and

/s/ Däna Wilkinson

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Counsel for the Debtors and Debtors in Possession

EXHIBIT A

Debtor	Last Name	First Name	Address	Schedule	Claim
The Cliffs at Keowee Falls Golf & Country Club, LLC	Armstrong	[No First name Listed]	[Address Not Available]	F	\$50,000.00
The Cliffs at Keowee Falls Golf & Country Club, LLC	Bohannon - Builder		[Address Not Available]	F	\$500.00
The Cliffs at Glassy Golf & Country Club, LLC	Chen See	Anne Marie	[Address Not Available]	F	Unknown
The Cliffs Club & Hospitality Group, Inc.	Crain	Kritain	[Address Not Available]	F	Unknown
The Cliffs Club & Hospitality Group, Inc.	David Cox and Regina Cox		[Address Not Available]	G	N/A
The Cliffs at Walnut Cove Golf & Country Club, LLC	DCS2		[Address Not Available]	F	\$10,000.00
The Cliffs at Glassy Golf & Country Club, LLC	Eberly	Arthur	[Address Not Available]	F	\$6.75
The Cliffs at Keowee Falls Golf & Country Club, LLC	Fish-RE		[Address Not Available]	F	\$500.00
The Cliffs at Keowee Vineyards Golf & Country Club, LLC	Flandry	Robert	[Address Not Available]	G	N/A
The Cliffs Club & Hospitality Group, Inc.	Goldsmith	Mason	[Address Not Available]	F	\$1,000.00
The Cliffs Club & Hospitality Group, Inc.	Hallman	Diane	[Address Not Available]	F	Unknown
The Cliffs at Glassy Golf & Country Club, LLC	Johnson	[No First name Listed]	[Address Not Available]	F	\$35,000.00
The Cliffs at Keowee Springs Golf & Country Club, LLC	Johnson	[No First name Listed]	[Address Not Available]	F	\$80,000.00
The Cliffs at Keowee Springs Golf & Country Club, LLC	Johnson	[No First name Listed]	[Address Not Available]	G	N/A
The Cliffs at Glassy Golf & Country Club, LLC	Keuper	Penelope	[Address Not Available]	F	\$14,000.00
The Cliffs at Walnut Cove Golf & Country Club, LLC	Land of WNC, LLC		[Address Not Available]	F	Unknown

The Cliffs Valley Golf & Country Club, LLC	Logan	Anne	[Address Not Available]	F	\$10,000.00
The Cliffs at Keowee Vineyards Golf & Country Club, LLC	Lutot	Wendy	[Address Not Available]	F	\$10,000.00
The Cliffs at Glassy Golf & Country Club, LLC	Mainous	Carolyn	[Address Not Available]	G	N/A
The Cliffs at Walnut Cove Golf & Country Club, LLC	Mayfair Prop (Tyner)		[Address Not Available]	F	\$500.00
The Cliffs at Walnut Cove Golf & Country Club, LLC	McDonald – Builder		[Address Not Available]	F	\$500.00
The Cliffs at Glassy Golf & Country Club, LLC	McLain	Mark	[Address Not Available]	F	Unknown
The Cliffs Club & Hospitality Group, Inc.	McLain	Mary	[Address Not Available]	F	Unknown
The Cliffs at Walnut Cove Golf & Country Club, LLC	Meadow Development		[Address Not Available]	F	\$25,000.00
The Cliffs at Walnut Cove Golf & Country Club, LLC	Mtn Properties		[Address Not Available]	F	\$10,000.00
The Cliffs at Keowee Springs Golf & Country Club, LLC	O'Brian & Robinson		[Address Not Available]	F	\$35,000.00
Cliffs Club & Hospitality Service Company, LLC	Progress Energy Carolinas, Inc		[Address Not Available]	F	\$3,951.91
The Cliffs at Keowee Springs Golf & Country Club, LLC	Robertson	[No First name Listed]	[Address Not Available]	F	\$35,000.00
The Cliffs at Keowee Springs Golf & Country Club, LLC	Rogers	[No First name Listed]	[Address Not Available]	F	\$35,000.00
The Cliffs at Glassy Golf & Country Club, LLC	Sanders	Jim	[Address Not Available]	F	\$15,000.00
The Cliffs at Walnut Cove Golf & Country Club, LLC	SFT LLC		[Address Not Available]	F	\$10,000.00
The Cliffs Valley Golf & Country Club, LLC	Stall	Elizabeth	[Address Not Available]	F	\$12,500.00
The Cliffs at Keowee Vineyards Golf & Country Club, LLC	Steele	Jim	[Address Not Available]	F	\$75,000.00

The Cliffs at Glassy Golf & Country Club, LLC	Talley	Michael	[Address Not Available]	F	\$27,500.00
The Cliffs Valley Golf & Country Club, LLC	Talley	Michael	[Address Not Available]	F	\$17,000.00
The Cliffs Valley Golf & Country Club, LLC	Vassoc		[Address Not Available]	F	\$15,000.00
The Cliffs at Keowee Vineyards Golf & Country Club, LLC	Wenger	William	Address not Available	F	\$35,000.00

EXHIBIT B

Vendor	Acct Number	Description
Agricredit Acceptance, LLC	101-0343652-000	Glassy Fleet
Agricredit Acceptance, LLC	101-0348102-000	Lease of Beverage Car
Agricredit Acceptance, LLC	101-0363435-000	Valley Golf Cart Fleet
Agricredit Acceptance, LLC	101-0366530-000	Falls Golf Cart Fleet
Billtrust	CLIFFSCOMMUNITIES	Billing Contract
CWI Benefits	n/a	Health Insurance
Ecolab Inc.	16014623	Glassy Dishwasher
Ecolab Inc.	18040283, 18040853	Keowee Vineyards Dishwasher
Fazio Golf Designers, Inc.	n/a	Design Agreement
Fidelity_401K	Plan Number 28403	401K / Insurance
Freeman Gas	various	Propane Pricing Agreement
Gary Player Inc. (Design)	n/a	Design Agreement
Gary Player Inc. Tournament	n/a	Tournament Agreement
IRFS-Club Car	111-0230463-012	Springs Golf Cart Fleet
IRFS-Club Car	111-0230463-010	Springs Utility Cart
IRFS-Club Car	111-0230463-011	Walnut Cove Golf Fleet
IRFS-Club Car	111-0230463-009	Vineyards Golf Fleet
Nicklaus Design, LLC	n/a	Design Agreement
PNC National City Golf Finance	122225000	Vineyards and Glassy Golf Maintenance Equipment
PNC_National City Golf Finance	123037000	Vineyards and Glassy Golf Maintenance Equipment
Schindler Elevator Corporation	5000145626 (for Corp I)	Valley Elevator
Smith Turf & Irrigation Co.	44582	Toro Equipment
Tiger Woods Design, Inc.	n/a	Design Agreement

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA

In re **The Cliffs Club & Hospitality Group, Inc.**

Debtor

Case No. **12-01220**Chapter **11****AMENDED SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts from all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

AMOUNTS SCHEDULED					
NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1			
B - Personal Property	Yes	6	\$0.00 PLUS UNKNOWN		
C - Property Claimed As Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	2		\$75,627,358.63 UNKNOWN	
E - Creditors Holding Unsecured Priority Claims	Yes	3		\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	2		\$3,000.00 UNKNOWN	
G - Executory Contracts and Unexpired Leases	Yes	5			
H - Codebtors	Yes	4			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
Total Number of Sheets In ALL Schedules		24			
Total Assets			\$0.00 UNKNOWN		
Total Liabilities				\$75,630,358.63 PLUS UNKNOWN	

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an 'H', 'W', 'J', or 'C' in the column labeled 'Husband, Wife, Joint or Community.' If the debtor holds no interest in real property, write 'None' under 'Description and Location of Property.'

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G- Executory Contracts and Unexpired Leases.

If any entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write 'None' in the column labeled 'Amount of Secured Claim.'

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
None				

Sheet no. 1 of 1 sheets attached to Schedule of
Real Property

(Use only on the last page of the completed Schedule A)

Total
(Report total also on Summary of Schedules)

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None". If additional space is needed in any category attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community". If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
01 CASH ON HAND.	<input checked="" type="checkbox"/>			
02 CHECKING, SAVINGS OR OTHER FINANCIAL ACCOUNTS, CERTIFICATES OF DEPOSIT, OR SHARES IN BANKS, SAVINGS AND LOAN, THRIFT, BUILDING AND LOAN, AND HOMESTEAD ASSOCIATIONS, OR CREDIT UNIONS, BROKERAGE HOUSES, OR COOPERATIVES.	<input checked="" type="checkbox"/>			
03 SECURITY DEPOSITS WITH PUBLIC UTILITIES, TELEPHONE COMPANIES, LANDLORDS, AND OTHERS.	<input checked="" type="checkbox"/>			
04 HOUSEHOLD GOODS AND FURNISHINGS, INCLUDING AUDIO, VIDEO, AND COMPUTER EQUIPMENT.	<input checked="" type="checkbox"/>			

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	<div>NONE</div> <div>DESCRIPTION AND LOCATION OF PROPERTY</div>	<div>HUSBAND, WIFE, JOINT OR COMMUNITY</div> <div>CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION</div>
05 BOOKS, PICTURES AND OTHER ART OBJECTS, ANTIQUES, STAMP, COIN, RECORD, TAPE, COMPACT DISC, AND OTHER COLLECTIONS OR COLLECTIBLES.	<input checked="" type="checkbox"/>	
06 WEARING APPAREL.	<input checked="" type="checkbox"/>	
07 FURS AND JEWELRY.	<input checked="" type="checkbox"/>	
08 FIREARMS AND SPORTS, PHOTOGRAPHIC, AND OTHER HOBBY EQUIPMENT.	<input checked="" type="checkbox"/>	
09 INTERESTS IN INSURANCE POLICIES. NAME INSURANCE COMPANY OF EACH POLICY AND ITEMIZE SURRENDER OR REFUND VALUE OF EACH.	<input checked="" type="checkbox"/>	
10 ANNUITIES. ITEMIZE AND NAME EACH INSURER.	<input checked="" type="checkbox"/>	
11 INTERESTS IN AN EDUCATION IRA AS DEFINED IN 26 U.S.C. § 530(B)(1) OR UNDER A QUALIFIED STATE TUITION PLAN AS DEFINED IN 26 U.S.C. § 529(B)(1). GIVE PARTICULARS. (FILE SEPARATELY THE RECORD(S) OF ANY SUCH INTEREST(S). 11 U.S.C. § 521(C).)	<input checked="" type="checkbox"/>	

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	<div>NONE</div> <div>DESCRIPTION AND LOCATION OF PROPERTY</div>	<div>HUSBAND, WIFE, JOINT OR COMMUNITY</div> <div>CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION</div>
12 INTERESTS IN IRA, ERISA, KEOGH, OR OTHER PENSION OR PROFIT SHARING PLANS. ITEMIZE.	<input checked="" type="checkbox"/>	
13 STOCK AND INTERESTS IN INCORPORATED BUSINESSES. ITEMIZE.	<input type="checkbox"/> 100% EQUITY HOLDER / SOLE MEMBER OF THE CLIFFS AT MOUNTAIN PARK GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT KEOWEE VINEYARDS GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT WALNUT COVE GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT KEOWEE FALLS GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT KEOWEE SPRINGS GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT HIGH CAROLINA GOLF & COUNTRY CLUB, LLC; THE CLIFFS AT GLASSY GOLF & COUNTRY CLUB, LLC; THE CLIFFS VALLEY GOLF & COUNTRY CLUB, LLC; AND CLIFFS CLUB & HOSPITALITY SERVICE COMPANY, LLC.	UNKNOWN
14 INTERESTS IN PARTNERSHIPS OR JOINT VENTURES. ITEMIZE.	<input checked="" type="checkbox"/>	
15 GOVERNMENT AND CORPORATE BONDS AND OTHER NEGOTIABLE AND NON-NEGOTIABLE INSTRUMENTS.	<input checked="" type="checkbox"/>	
16 ACCOUNTS RECEIVABLE.	<input checked="" type="checkbox"/>	
17 ALIMONY, MAINTENANCE, SUPPORT, AND PROPERTY SETTLEMENTS TO WHICH THE DEBTOR IS OR MAY BE ENTITLED. GIVE PARTICULARS.	<input checked="" type="checkbox"/>	

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	<div style="text-align: center;">NONE</div> <div style="text-align: center;">DESCRIPTION AND LOCATION OF PROPERTY</div>	<div style="text-align: center;">HUSBAND, WIFE, JOINT OR COMMUNITY</div> <div style="text-align: center;">CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION</div>
18 OTHER LIQUIDATED DEBTS OWING DEBTOR INCLUDE TAX REFUNDS. GIVE PARTICULARS.	<input checked="" type="checkbox"/>	
19 EQUITABLE OR FUTURE INTERESTS, LIFE ESTATES, AND RIGHTS OR POWERS EXERCISABLE FOR THE BENEFIT OF THE DEBTOR OTHER THAN THOSE LISTED IN SCHEDULE OF REAL PROPERTY.	<input checked="" type="checkbox"/>	
20 CONTINGENT AND NON-CONTINGENT INTERESTS IN ESTATE OF A DECEDENT, DEATH BENEFIT PLAN, LIFE INSURANCE POLICY, OR TRUST.	<input checked="" type="checkbox"/>	
21 OTHER CONTINGENT AND UNLIQUIDATED CLAIMS OF EVERY NATURE, INCLUDING TAX REFUNDS, COUNTERCLAIMS OF THE DEBTOR, AND RIGHTS TO SETOFF CLAIMS. GIVE ESTIMATED VALUE OF EACH.	<input checked="" type="checkbox"/>	
22 PATENTS, COPYRIGHTS, AND OTHER INTELLECTUAL PROPERTY. GIVE PARTICULARS.	<input checked="" type="checkbox"/>	

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	<div style="text-align: center;">NONE</div> <div style="text-align: center;">DESCRIPTION AND LOCATION OF PROPERTY</div>	<div style="text-align: center;">HUSBAND, WIFE, JOINT OR COMMUNITY</div> <div style="text-align: center;">CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION</div>
23 LICENSES, FRANCHISES, AND OTHER GENERAL INTANGIBLES. GIVE PARTICULARS.	<input checked="" type="checkbox"/>	
24 CUSTOMER LISTS OR OTHER COMPILATIONS CONTAINING PERSONALLY IDENTIFIABLE INFORMATION (AS DEFINED IN 11 U.S.C. § 101(41A)) PROVIDED TO THE DEBTOR BY INDIVIDUALS IN CONNECTION WITH OBTAINING A PRODUCT OR SERVICE FROM THE DEBTOR PRIMARILY FOR PERSONAL, FAMILY, OR HOUSEHOLD PURPOSES.	<input checked="" type="checkbox"/>	
25 AUTOMOBILES, TRUCKS, TRAILERS, AND OTHER VEHICLES AND ACCESSORIES.	<input checked="" type="checkbox"/>	
26 BOATS, MOTORS, AND ACCESSORIES.	<input checked="" type="checkbox"/>	
27 AIRCRAFT AND ACCESSORIES.	<input checked="" type="checkbox"/>	
28 OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES.	<input checked="" type="checkbox"/>	
29 MACHINERY, FIXTURES, EQUIPMENT AND SUPPLIES USED IN BUSINESS.	<input checked="" type="checkbox"/>	

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
30 INVENTORY.	<input checked="" type="checkbox"/>			
31 ANIMALS.	<input checked="" type="checkbox"/>			
32 CROPS - GROWING OR HARVESTED. GIVE PARTICULARS.	<input checked="" type="checkbox"/>			
33 FARMING EQUIPMENT AND IMPLEMENTS.	<input checked="" type="checkbox"/>			
34 FARM SUPPLIES, CHEMICALS, AND FEED.	<input checked="" type="checkbox"/>			
35 OTHER PERSONAL PROPERTY OF ANY KIND NOT ALREADY LISTED. ITEMIZE.	<input type="checkbox"/>	SEE ATTACHED RIDER B.35., WHICH INCLUDES INTERCOMPANY RECEIVABLES		UNKNOWN

Sheet no. 6 of 6 sheets attached to Schedule of
Personal Property

(Use only on the last page of the completed Schedule B)

<p>\$0.00 PLUS UNKNOWN</p>

(Report total also on Summary of Schedules)

In re The Cliffs Club & Hospitality Group, Inc.

Case No. 12-01220

SCHEDULE B -PERSONAL PROPERTY
Rider B.35 - Other personal property of any kind

PROPERTY TYPE	DESCRIPTION	BOOK VALUE (FACE AMOUNT)
Intercompany	The Cliffs at Glassy Golf & Country Club, LLC	\$11,648,364.45
Intercompany	The Cliffs Valley Golf & Country Club, LLC	\$14,490,379.79
Intercompany	The Cliffs at Keowee Vineyards Golf & Country Club, LLC	\$12,378,410.11
Intercompany	The Cliffs at Keowee Falls Golf & Country Club, LLC	\$20,210,694.20
Intercompany	The Cliffs at Keowee Springs Golf & Country Club, LLC	\$11,050,353.54
Intercompany	The Cliffs at Walnut Cove Golf & Country Club, LLC	\$16,285,494.15
Intercompany	The Cliffs at Mountain Park Golf & Country Club, LLC	\$15,858,128.93
Intercompany	The Cliffs at High Carolina Golf & Country Club, LLC	\$2,746,427.80
Intercompany	Keowee Marina Group	\$895,097.76
Intercompany	Property Management Group	\$817.76
Intercompany	LaBastide Management Group	\$219,852.33
TOTAL		\$105,784,020.82

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- ☐ 11 U.S.C. 522(b)(2)
☐ 11 U.S.C. 522(b)(3)
☐ Check if debtor claims a homestead exemption that exceeds \$146,450.

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
Not Applicable	Not Applicable		

In re **The Cliffs Club & Hospitality Group, Inc.**

Case No. **12-01220**

Debtor

(If known)

AMENDED SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests. List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", including the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband,

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER (See instructions Above)	CODEBTOR		CONTINGENT			UNSECURED PORTION, IF ANY	
	HUSBAND, WIFE, JOINT OR COMMUNITY	UNLIQUIDATED					
		DATE CLAIM WAS INCURRED, NATURE OF LIEN , AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL			
Vendor No: s3899		MECHANICS LIEN		X	\$37,743.94	UNKNOWN	
HELENA CHEMICAL CO PO BOX 198153 ATLANTA, GA 30384-8153							Value: Unknown
Vendor No: s15821							
TCF EQUIPMENT FINANCE, INC. PO BOX 77077 MINNEAPOLIS, MN 55480-7777		SECURED LEASE			\$58,109.69	UNKNOWN	
Value: Unknown							
Vendor No: s15826							
VGM FINANCIAL SERVICES 1111 W. SAN MARNAN DRIVE WATERLOO, IA 50701		SECURED LEASE			UNKNOWN	UNKNOWN	
Value: Unknown							

In re **The Cliffs Club & Hospitality Group, Inc.**
Debtor

Case No. **12-01220**
(If known)

AMENDED SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			UNSECURED PORTION, IF ANY	
	X	HUSBAND, WIFE, JOINT OR COMMUNITY	UNLIQUIDATED				
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL			
Vendor No: s15164	X						
WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111			SECURED DEBT SECURED NOTES APRIL 30, 2010 (EXCLUSIVE OF FEES)			\$73,531,505.00	UNKNOWN
		Value: Unknown					
Vendor No: s15180	X						
WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111			SECURED DEBT BRIDGE LOAN FEBRUARY 21, 2012			\$2,000,000.00	UNKNOWN
		Value: Unknown					
Vendor No: s15841							
WORTHINGTON HYDE BAKER DONELSON 100 MED TECH PARKWAY SUITE 200 JOHNSON CITY, TN 37604			FORECLOSURE	X	X	X	UNKNOWN
		Value: Unknown					
Vendor No: s15842							
WP LAW, INC. 217 WHITSETT ST GREENVILLE, SC 29603			FORECLOSURE MECHANICS LIEN	X	X	X	UNKNOWN
		Value: Unknown					

Sheet no. 2 of 2 sheets attached to Schedule of
Creditors Holding Secured Claims

Total Unsecured

UNKNOWN

Total Secured

\$75,627,358.63
PLUS UNKNOWN

(Use only on the last page of the completed Schedule D)

(Report total also on Summary of Schedules)

Schedule D Rider

Co-Note Holder / Note # A	Co-Note Holder / Note # B	Desc	Amount for Series A	Amount for Series B
Note Holder	Trustees	Last Name	First Name	
Gary L. Abernathy	Christine Abernathy	1A	1B	Abernathy Gary \$100,000 \$50,000
John T. Affeldt	Kathleen J. Affeldt	2A		Affeldt John \$100,000 \$0
Jeffrey H. Agee	Jean R. Agee	3A		Agee Jeffrey \$100,000 \$0
Matthew Aguiar	n/a		230B	Aguiar Matthew \$0 \$100,000
David T. Aldridge	Christine M.	5A		Aldridge David \$100,000 \$0
Susan K. Aldworth	n/a	6A	2B	Aldworth Susan \$100,000 \$100,000
Enis J. Alexander	n/a	7A	3B	Alexander Enis \$100,000 \$100,000
Janet A. Allison	Ronald L. Allison		231B	Allison Janet \$0 \$100,000
Countybank Custodian for Steven J. Anderson S/D IRA	n/a		4B	Anderson Steven \$0 \$100,000
Dennis Antilla IRA, FCC as Custodian	n/a		150B	Antilla Dennis \$0 \$100,000
Countybank Custodian for Jeffrey D. Armstrong IRA	n/a		72B	Armstrong Jeff \$0 \$50,000
Jeffrey D. Armstrong	n/a		71B	Armstrong Jeff \$0 \$50,000
Countybank Custodian for Susan L. Campana Arroyo S/D IRA	n/a		5B	Arroyo Susan \$0 \$100,000
Countybank Custodian for William C. Atherton Self-directed IRA	n/a		73B	Atherton William \$0 \$100,000
William Atkins	Marion G. Atkins	9A		Atkins William \$100,000 \$0
Brian Austin	n/a	10A	6B	Austin Brian \$100,000 \$100,000
Cecil Avery	Carol Avery	11A		Avery Cecil \$100,000 \$0
Countybank Custodian for Cecil Avery Self-directed IRA	n/a		7B	Avery Cecil \$0 \$50,000
David T. Bailey	n/a	170A		Bailey Dave \$100,000 \$0
Bruce R. Baker	Elizabeth A. Baker	12A	8B	Baker Bruce \$100,000 \$50,000
Baker Family Trust DTD 11-16-93	Richard E. and	350A		Baker Richard \$100,000 \$0
Countybank Custodian for Richard E. Baker S/D IRA	n/a		151B	Baker Richard \$0 \$100,000
Michael J. Balchunas	Vickie L. Balchunas	13A		Balchunas Michael \$100,000 \$0
Bruce A. Bales	Sherry L. Bales	14A		Bales Bruce \$100,000 \$0
Cynthia M. Baniak-Warth Trust UAD 12/28/2000	Philip R. Warth /	330A		Baniak-Warth Cynthia \$100,000 \$0
Cynthia M. Baniak-Warth Trust UAD 12/28/2000	Philip R. Warth /		142B	Baniak-Warth Cynthia M. \$0 \$100,000
Barbee Family LLLP	Thomas C. Barbee	351A		Barbee Thomas \$100,000 \$0
Robert L. Barch	n/a		9B	Barch Robert \$0 \$100,000
Howard W. Barker, Jr.	n/a	15A	10B	Barker Howard \$100,000 \$50,000
Michael Howard Barker	Robin Carter		11B	Barker Michael \$0 \$100,000
Michael Howard Barker	Robin Carter	16A		Barker Michael \$100,000 \$0
David C. Barr	Susan K. Barr	17A	12B	Barr David \$100,000 \$100,000

Mark S. Barre	Mark S. Barre	18A		Barre	Mark	\$100,000	\$0
Joseph R. Barrera	Ellyce A. Brenner	18A		Barrera	Joseph	\$100,000	\$0
Countybank Custodian FBO Richard T. Barry S/D IRA	n/a		187B	Barry	Richard	\$0	\$100,000
Capital One Bank Custodian FBO Clifford A. Bartlett, Jr., IRA	n/a		221B	Bartlett	Clifford	\$0	\$100,000
Richard D. Barton	Nancy D. Barton	19A		Barton	Richard	\$100,000	\$0
Alice Ann Battle	n/a	20A		Battle	Alice Ann	\$100,000	\$0
Rod Bazzani	n/a	21A		Bazzani	Rod	\$100,000	\$0
John H. Bearden	n/a	22A		Bearden	John	\$100,000	\$0
Denis Beaulieu	n/a		13B	Beaulieu	Denis	\$0	\$100,000
Joseph M. Beckwith	n/a		14B	Beckwith	Joseph	\$0	\$100,000
Countybank Custodian FBO Self-directed IRA Steven T. Benz	n/a		207B	Benz	Steven	\$0	\$200,000
Eggert Benzon	n/a		15B	Benzon	Eggert	\$0	\$100,000
Richard Howard Berkowitz	L. Danielle Rogers-	382A		Berkowitz	Richard	\$100,000	\$0
James R. Berrett Trust U/A DTD 9/24/84 Reinstated 5/17/98	James R Berrett,	23A		Berrett	James	\$100,000	\$0
Lars Besselka	n/a	24A		Besselka	Lars	\$100,000	\$0
Kris Bierbaum	Linda J. Bierbaum	25A		Bierbaum	Kris	\$100,000	\$0
Countybank Custodian for Self-directed IRA for Charles F. Biladeau	n/a		16B	Biladeau	Charles	\$0	\$100,000
R. P. Billings	Ruth R. Billings		17B	Billings	Ronald	\$0	\$100,000
Donald L. Bireley	Latain A. Bireley	26A		Bireley	Donald	\$100,000	\$0
Daniel L. Birkhauser	Catharine Birkhause	27A		Birkhauser	Daniel	\$100,000	\$0
Richard L. Biseli	n/a	28A		Biseli	Richard	\$100,000	\$0
Charles R. Bland	Sydney Bland	29A		Bland	Charles	\$100,000	\$0
James P. Bobich	Joyce M. Bobich	352A		Bobich	James	\$100,000	\$0
Alan L. Boeckmann	n/a		19B	Boeckmann	Alan	\$0	\$200,000
Alan L. Boeckmann	n/a	30A	18B	Boeckmann	Alan	\$100,000	\$100,000
MLPF&S Custodian FBO James L. Bosiljevac IRA	n/a		202B	Bosiljevac	James	\$0	\$100,000
Michael E. Bragg	n/a	31A		Bragg	Michael	\$100,000	\$0
Charles Bray	June Bray	371A		Bray	Charles	\$100,000	\$0
Charles W. Bray IRA, Merrill Lynch as Custodian	n/a		171B	Bray	Charlie	\$0	\$50,000
June K. Bray IRA, Merrill Lynch as Custodian	n/a		236B	Bray	June	\$0	\$100,000
June K. Bray IRA, Merrill Lynch as Custodian	n/a		172B	Bray	June	\$0	\$100,000
Robert J. Bridell	Audrey N. Bridell	353A		Bridell	Robert	\$100,000	\$0
Oppenheimer and Company, Inc. as Custodian for Billi L. Bromer IRA	n/a		152B	Bromer	Billi	\$0	\$50,000
Oppenheimer and Company, Inc. as Custodian for Richard H. Bromer IRA	n/a		153B	Bromer	Richard	\$0	\$50,000

Richard Bromer	n/a			Bromer	Richard	\$100,000	\$0
Gary Brothers	n/a		20B	Brothers	Gary	\$0	\$50,000
Gary Brothers	n/a	32A		Brothers	Gary	\$100,000	\$0
Craig D. Brown	n/a	33A		Brown	Craig	\$100,000	\$0
Donald C. Brown	n/a	389A		Brown	Donald	\$100,000	\$0
Edward C. Bruns	Caroline S. Bruns	34A	21B	Bruns	Edward	\$100,000	\$100,000
Charles M. Buchas	n/a	35A		Buchas	Charles	\$100,000	\$0
Paul F. Buchik	Brenda T. Buchik	171A		Buchik	Paul	\$100,000	\$0
Louis E. Buck	Nancy K. Buck	36A		Buck	Louis	\$100,000	\$0
Countybank Custodian for James A. Burgner S/D IRA	n/a		203B	Burgner	James	\$0	\$100,000
Jeffrey A. Burkett	Glenda R. Burkett	37A		Burkett	Jeffrey	\$100,000	\$0
Robert E. Burton	Beverly J. Burton	38A		Burton	Robert	\$100,000	\$0
Christopher Bush	n/a		154B	Bush	Christopher	\$0	\$100,000
David Buvinghausen	n/a	355A		Buvinghausen	David	\$100,000	\$0
Steven D. Caldwell	Gail M. Caldwell	39A		Caldwell	Steven	\$100,000	\$0
Thomas E. Campbell	Janice G. McMaster	40A		Campbell	Thomas	\$100,000	\$0
William Canata	Martha Canata	41A		Canata	William	\$100,000	\$0
Steve B. Carlile	Penny Carlile	172A	74B	Carlile	Steve	\$100,000	\$200,000
John Carlson	n/a		75B	Carlson	John	\$0	\$50,000
Countybank Custodian FBO Mary M. Carlson S/D IRA	n/a		201B	Carlson	Mary	\$0	\$100,000
JPMorgan Chase Custodian for Nick Carter Traditional IRA	n/a		22B	Carter	Nick	\$0	\$50,000
Nick Carter	Mary Carolyn	42A		Carter	Nick	\$100,000	\$0
Thomas R. Cashman	n/a		23B	Cashman	Thomas	\$0	\$100,000
Countybank Custodian for Self-directed IRA Marietta Castellano	n/a		77B	Castellano	Marietta	\$0	\$50,000
Robert P. Cellura	Patricia B. Cellura	43A		Cellura	Robert	\$100,000	\$0
Ray Chaput	n/a	44A		Chaput	Ray	\$100,000	\$0
James Cheek	n/a	45A		Cheek	James	\$100,000	\$0
Sheila Cherry	n/a		212B	Cherry	Sheila	\$0	\$100,000
Gary L. Christensen	Kathy Christens	47A		Christensen	Gary L.	\$100,000	\$0
Gary M. Christensen	Anne I. Christens	46A		Christensen	Gary M.	\$100,000	\$0
Vincent Cialdella	Joan Cialdella	48A		Cialdella	Vincent	\$100,000	\$0
Countybank Custodian for Edward Claggett S/D IRA	n/a		24B	Claggett	Edward	\$0	\$100,000
J. Philip Clark	Deborah K. Clark		25B	Clark	J. Philip	\$0	\$100,000
GST Trust U/A Philip R. Clarke Jr. Trust DTD 5-3-02	Philip R. Clarke, III	49A		Clarke	Philip R.	\$100,000	\$0

Jeffrey L. Clemens	n/a	55A		Clemens	Jeffrey	\$100,000	\$0
Bryan P. Collins	Theresa Oviedo	243A		Collins	Bryan	\$100,000	\$0
Gregory C. Collins	n/a	50A		Collins	Gregory	\$100,000	\$0
Larry D. Collins	n/a	402A		Collins	Larry	\$100,000	\$0
Brian C. Colona	Shirley J. Colona	51A		Colona	Brian	\$100,000	\$0
Donald R. Compton	n/a	52A		Compton	Donald	\$100,000	\$0
Michael J. Connor	n/a	397A		Connor	Michael	\$100,000	\$0
Countybank Custodian for Thomas Ashley Cooper Self-directed IRA	n/a		176B	Cooper	Ashley	\$0	\$250,000
David J. Corby	Susan A. Corby		26B	Corby	David	\$0	\$100,000
Robert M. Coseo	n/a	53A		Coseo	Robert	\$100,000	\$0
Thomas S. Crampton	n/a	54A		Crampton	Thomas	\$100,000	\$0
Leslie A. Crescimano	n/a		27B	Crescimano	Leslie	\$0	\$100,000
Countybank Custodian for Self/Directed IRA Mary F. Crise	n/a		64B	Crise	Mary	\$0	\$100,000
Countybank Custodian for Robert T. Crowley S/D IRA	n/a		29B	Crowley	Robert	\$0	\$50,000
Robert T. Crowley	n/a	55A	28B	Crowley	Robert	\$100,000	\$50,000
Countybank Custodian for S/D IRA Bruce K. Crowther	n/a		188B	Crowther	Bruce	\$0	\$100,000
Kevin S. Crutchfield	n/a		177B	Crutchfield	Kevin	\$0	\$100,000
Countybank Custodian for Michael E. Cuckler Self-Directed IRA	n/a		147B	Cuckler	Michael	\$0	\$100,000
William R. Curran	n/a		30B	Curran	William	\$0	\$100,000
Countybank Custodian FBO Self Directed IRA Ross A. Currie	n/a		155B	Currie	Ross	\$0	\$100,000
William H. Dabdoub	Teresa D. Dabdoub	56A		Dabdoub	William	\$100,000	\$0
Graeme D. Dalziel	Anna Lydia	57A		Dalziel	Graeme	\$100,000	\$0
Robert W. Davies	Ann P. Davies	58A		Davies	Robert	\$100,000	\$0
Barbara Davis	n/a	59A		Davis	Barbara	\$100,000	\$0
Michael Davis	n/a	173A		Davis	Mike	\$100,000	\$0
Trayton M. Davis	n/a		31B	Davis	Trayton	\$0	\$100,000
Michael F. DeCarlo	Sheryl B. DeCarlo	60A		DeCarlo	Michael	\$100,000	\$0
Joseph M. Deehan Living Trust U/T/A DTD 02/11/2009	Joseph M. Deehan,	375A		Deehan	Joseph	\$100,000	\$0
Warren Deibler	n/a	61A		Deibler	Warren	\$100,000	\$0
Charles M. Delph	Nancy L. Delph	62A		Delph	Charles	\$100,000	\$0
Drew Demakis	Venita Olson	174A		Demakis	Drew	\$100,000	\$0
Tad Deneszcuk	Loreen Finn	63A		Deneszcuk	Tad	\$100,000	\$0
Robert J. DiBella	Carol V. Savage	392A		DiBella	Robert	\$100,000	\$0
Doug Dickerson	Birgit M. Dickerson	64A		Dickerson	Doug	\$100,000	\$0

Gary G. Dillon	Beverly K. Dillon			Dillon	Gary	\$100,000	\$0
James T. Dillon	K. Dillon	66A		Dillon	James	\$100,000	\$0
Steven J. Dixon	Deborah K. Dixon	67A		Dixon	Steven	\$100,000	\$0
John T. Donnell	n/a	68A		Donnell	John	\$100,000	\$0
Richard G. Donohoo	Kathleen A.	69A		Donohoo	Richard	\$100,000	\$0
Stuart L. Donovan	Lynn M. Rogers	70A		Donovan	Stuart	\$100,000	\$0
John Doster	Sydel Doster	71A		Doster	John	\$100,000	\$0
Embree Alan Dowling	n/a	72A		Dowling	Alan	\$100,000	\$0
Countybank Custodian for Barry J. Downs	n/a		32B	Downs	Barry	\$0	\$100,000
Anthony P. Doye	n/a		33B	Doye	Anthony	\$0	\$100,000
Robert G. Drothler	Sue M. Drothler	73A		Drothler	Robert	\$100,000	\$0
Dollie Anne Dry Trustee for James R. Dry, Jr. Revocable Trust	Dollie Anne Dry,		227B	Dry	Dollie	\$0	\$100,000
Thomas J. Duex	n/a	74A		Duex	Thomas	\$100,000	\$0
James W. Dugan	n/a	75A		Dugan	James	\$100,000	\$0
Patrick J. Dunlavy	Daryl A. Dunlavy	76A		Dunlavy	Patrick	\$100,000	\$0
Countybank FBO John Dunlop S/D IRA	n/a		156B	Dunlop	John	\$0	\$100,000
Robert Durava	Kathleen Durava	77A		Durava	Robert	\$100,000	\$0
John M. Dyer	n/a	78A		Dyer	John	\$100,000	\$0
James David Eads	Shelia Hamrick	383A		Eads	James	\$100,000	\$0
Wells Fargo Custodian FBO James Eads IRA	n/a		219B	Eads	James	\$0	\$50,000
John Eager	Barbara Eager	79A		Eager	John	\$100,000	\$0
Christopher J. East	Angela M. East	80A		East	Christopher	\$100,000	\$0
Lawrence S. Eggleston	n/a		189B	Eggleston	Lawrence	\$0	\$50,000
Lawrence S. Eggleston	n/a	379A		Eggleston	Lawrence	\$100,000	\$0
Andrew Elash	Marietta Castellano	175A		Elash	Andrew	\$100,000	\$0
Charles R. Elder Living Trust U/A DTD 3/7/2007	Charles R. Elder,	81A		Elder	Charles	\$100,000	\$0
James N. Eligator	Collette C. Eligator	82A	34B	Eligator	James	\$100,000	\$100,000
Robert A. Ellis, Jr.	Karen K. Ellis	403A		Ellis	Robert	\$100,000	\$0
Countybank Custodian for S/D IRA E. Bruce Elliston	n/a		190B	Elliston	Bruce	\$0	\$100,000
Countybank Custodian for Charles D. Emel S/D IRA	n/a		35B	Emel	Charles	\$0	\$100,000
Joe Endry	n/a	83A		Endry	Joseph	\$100,000	\$0
James K. Engstrom	n/a	356A		Engstrom	James	\$100,000	\$0
James K. Engstrom IRA, FCC as Custodian	n/a		213B	Engstrom	James	\$0	\$200,000
Calvin R. Evans	n/a	84A		Evans	Calvin	\$100,000	\$0

Russell L. Everatt	G. Everatt	18A		Everatt	Russell	\$100,000	\$0
Alan D. Feinberg	Barbara A. Feinberg	85A		Feinberg	Alan	\$100,000	\$0
Countybank Custodian for Richard L. Few S/D IRA	n/a		36B	Few	Richard	\$0	\$100,000
Bruce H. Fields	n/a	86A		Fields	Bruce	\$100,000	\$0
Jon Cary Findlay	Konstance J. Findlay	87A	37B	Findlay	Cary	\$100,000	\$200,000
Thomas M. Fisher	n/a	88A		Fisher	Thomas	\$100,000	\$0
Curtis M. Fitzgerald	Christine S.		38B	Fitzgerald	Curtis	\$0	\$100,000
D. R. Flackett	n/a	380A		Flackett	Dale	\$100,000	\$0
Randy G. Fletchall	n/a	89A		Fletchall	Randy	\$100,000	\$0
Donald H. Fletcher IRA, Wells Fargo as Custodian	n/a		191B	Fletcher	Donald	\$0	\$100,000
J. Kent Flummerfelt	n/a	405A		Flummerfelt	Kent	\$100,000	\$0
Countybank Custodian for Gerald P. Fontecchio S/D IRA	n/a		78B	Fontecchio	Gerald	\$0	\$100,000
Richard T. Ford	n/a	90A		Ford	Richard	\$100,000	\$0
Paul R. Fournier	Berit I. Fournier	91A		Fournier	Paul	\$100,000	\$0
John P. Fox	n/a	92A		Fox	John	\$100,000	\$0
Countybank Custodian FBO Martha R. Franklin S/D IRA	n/a		40B	Franklin	Martha	\$0	\$100,000
Douglas K. Freeman	n/a	93A	41B	Freeman	Douglas	\$100,000	\$100,000
James W. Freeman IRA, FCC as Custodian	n/a		42B	Freeman	James	\$0	\$150,000
J. Al Friday	Willia Friday	94A		Friday	Al	\$100,000	\$0
Eugene M. Fritz	Darleen J. Fritz	384A		Fritz	Eugene	\$100,000	\$0
Michael J. Fry IRA, FCC As Custodian	n/a		192B	Fry	Michael	\$0	\$100,000
John E. Futcher	Patricia A. Futcher	357A	157B	Futcher	John	\$100,000	\$200,000
Martha R. Gaddy	n/a	95A		Gaddy	Martha	\$100,000	\$0
Gerald Gaige	n/a	177A	79B	Gaige	Gerald	\$100,000	\$100,000
Dennis C. Garceau	n/a	96A		Garceau	Dennis	\$100,000	\$0
Countybank Custodian FBO Michael G. Garneau S/D IRA	n/a		223B	Garneau	Mike	\$0	\$100,000
Countybank Custodian for Claudia A. Geagan Self-directed IRA	n/a		43B	Geagan	Claudia	\$0	\$100,000
Countybank Custodian for S/D IRA Tracey Gearhart	n/a		195B	Gearhart	Tracey	\$0	\$100,000
James W. George	Diana S. George	97A	44B	George	James	\$100,000	\$50,000
Daniel F. Gerner	n/a	178A		Gerner	Daniel	\$100,000	\$0
Gregory L. Gibson	Patricia Gibson	98A		Gibson	Greg	\$100,000	\$0
John W. Gilpin	n/a	179A		Gilpin	John	\$100,000	\$0
Kenneth E. Glass	n/a	99A		Glass	Kenneth	\$100,000	\$0

Ronald P. Goldberg	Lena G. Goldberg	100A	45B	Goldberg	Ronald	\$100,000	\$100,000
Richard A. Goldman	Lisa Goldman	101A		Goldman	Richard	\$100,000	\$0
Susan E. Goldy	n/a	295A		Goldy	Susan	\$100,000	\$0
Frederick D. Goosen	Judith L. Goosen		46B	Goosen	Frederick	\$0	\$100,000
Michael A. Gorman	Ruth M. Gorman		47B	Gorman	Michael	\$0	\$250,000
The Govreau Trust U/A DTD 3/2/2000	Tom Govreau,	102A		Govreau	Tom	\$100,000	\$0
James R. Grandinetti	n/a	103A		Grandinetti	James	\$100,000	\$0
Charles L. Grant	n/a	391A		Grant	Charles	\$100,000	\$0
Cheryl E. Grant	n/a	104A		Grant	Cheryl	\$100,000	\$0
Stephen P. Grayson	n/a		158B	Grayson	Stephen	\$0	\$100,000
Edward H. Green	Louise G. Green	106A		Green	Edward	\$100,000	\$0
Robert Green	Mary Ann Green	105A	48B	Green	Robert	\$100,000	\$150,000
Michael J. Greene	n/a	107A		Greene	Michael	\$100,000	\$0
Thomas G. Greene	Emilie C. Greene	108A		Greene	Thomas	\$100,000	\$0
Raymond B. Greenwell, Jr.	n/a	168A		Greenwell	Raymond	\$100,000	\$0
Ernest K. Gum	Mary L. Gum	180A		Gum	Ernest	\$100,000	\$0
Richard A. Guthy	Denise Guthy	181A		Guthy	Richard	\$100,000	\$0
Earl W. Hacker	Nell F. Hacker	109A		Hacker	Earl	\$100,000	\$0
Robert D. Hall, Jr.	Janet M. Hall	169A		Hall	Robert	\$100,000	\$0
Prudence R. Hallarman	Peter S. Hallarman	110A		Hallarman	Prudence	\$100,000	\$0
David A. Halloran	n/a	111A		Halloran	David	\$100,000	\$0
Hammack, William Sr. Directed IRA, Wells Fargo as Custodian	n/a		49B	Hammack	William	\$0	\$100,000
William B. Hammack	n/a	112A		Hammack	William	\$100,000	\$0
1999 Varea and Hammond Revocable Trust U/T/D DTD 06/03/1999	George Hammond	182A		Hammond	George	\$100,000	\$0
Gary Harbour	Leslie J. Harbour	113A		Harbour	Gary	\$100,000	\$0
Judy Harhai	Michael C. Harhai	114A		Harhai	Judy	\$100,000	\$0
Herbert R. Harjes	n/a		50B	Harjes	Herbert	\$0	\$100,000
Herbert R. Harjes	n/a	115A		Harjes	Herbert	\$100,000	\$0
Russell Harker	Diane Harker	116A		Harker	Russell	\$100,000	\$0
Jack R. Harrell, Jr.	Tina W. Harrell	117A		Harrell	Jack	\$100,000	\$0
Frank Harris	n/a		51B	Harris	Frank	\$0	\$100,000
C.M. Hartz	Joy J. Hartz	118A	52B	Hartz	Chuck	\$100,000	\$150,000
Timothy C. Harvey	Mindy C. Harvey	358A		Harvey	Timothy	\$100,000	\$0
Isaac Hassid	Nancy L. Hassid	385A		Hassid	Isaac	\$100,000	\$0

James A. Hatcher	n/a	119A		Hatcher	James	\$100,000	\$0
Jimmy W. Hayes	n/a	120A		Hayes	Jimmy	\$100,000	\$0
G. Barrie Heinzenknecht	Donna T. Heinzenkn	121A		Heinzenknecht	Barrie	\$100,000	\$0
William E. Heitz	Leslie A. Brown	122A		Heitz	William	\$100,000	\$0
Mary Sue Helfrich	n/a	123A		Helfrich	Mary Sue	\$100,000	\$0
Heinz Heller	n/a	124A		Heller	Heinz	\$100,000	\$0
Ken Hemphill			208B	Hemphill	Ken	\$0	\$50,000
Hal G. Henderson	Sandra Y. Henderso	125A		Henderson	Hal	\$100,000	\$0
Thomas C. Henderson	Kathleen Henderso	359A		Henderson	Thomas	\$100,000	\$0
Thomas W. Hepfer	Christine H. Hepfer	401A		Hepfer	Thomas	\$100,000	\$0
Pershing LLC as Custodian for Robert W. Hepler IRA	n/a		226B	Hepler	Robert	\$0	\$100,000
Douglas C. Heppe	n/a	126A		Heppe	Douglas	\$100,000	\$0
Countybank Custodian FBO Charles K. Heritage S/D IRA	n/a		53B	Heritage	Kirby	\$0	\$200,000
James E. Herring	n/a	127A	54B	Herring	James	\$100,000	\$100,000
Brian E. Hersey	Regina G. Hersey	128A		Hersey	Brian	\$100,000	\$0
Alan W. Higgins	n/a	129A		Higgins	Alan	\$100,000	\$0
Countybank Custodian for Glen Higgins Jr. S/D IRA	n/a		193B	Higgins	Glen	\$0	\$100,000
Donna M. Hinkes	n/a	130A		Hinkes	Donna	\$100,000	\$0
Christopher T. Hjelm	n/a	131A		Hjelm	Chris	\$100,000	\$0
J. Curt Hockemeier	n/a	132A		Hockemeier	Curt	\$100,000	\$0
James Hodge	Carole Artman-	400A		Hodge	James	\$100,000	\$0
L. Lee Hodges	n/a	133A		Hodges	Lee	\$100,000	\$0
David E. Hoffman	Marlene M.	134A		Hoffman	David	\$100,000	\$0
Countybank Custodian for Neil Hoffman Self-directed IRA	n/a		55B	Hoffman	Neil	\$0	\$100,000
Neil Hoffman	n/a	135A		Hoffman	Neil	\$100,000	\$0
Diarmuid M. Hogan	n/a		56B	Hogan	Diarmuid	\$0	\$200,000
Mark P. Holland	n/a	360A		Holland	Mark	\$100,000	\$0
Edwin J. Holman	Brenda S. Holman	136A	57B	Holman	Edwin	\$100,000	\$100,000
Countybank Custodian for Keith Holmberg Self-directed IRA	n/a		58B	Holmberg	Keith	\$0	\$100,000
Keith E. Holmberg Revocable Trust Reinstated 10/6/09	Keith E. Holmberg,	137A		Holmberg	Keith	\$100,000	\$0
Countybank Custodian for S/D IRA David Hoover	n/a		59B	Hoover	David	\$0	\$100,000
David Hoover	A. Jean Hoover	138A		Hoover	David	\$100,000	\$0
Douglas M. Horner Trust U/A DTD 6-1-06	Douglas M. Horner,	139A		Horner	Douglas	\$100,000	\$0
John Hosmer	Pat Hosmer	140A		Hosmer	John	\$100,000	\$0

Countybank Custodian for Jerry L. Howe IRA Self-directed IRA	n/a		60B	Howe	Jerry	\$0	\$100,000
US Bank Custodian FBO Walter R. Howe IRA	n/a		228B	Howe	Robin	\$0	\$100,000
Stephen M. Humphrey	n/a		62B	Humphrey	Stephen	\$0	\$100,000
Stephen M. Humphrey	n/a	141A	63B	Humphrey	Stephen	\$100,000	\$100,000
Ron L. Hurd	n/a	376A		Hurd	Ron	\$100,000	\$0
Chuck Hutchison	n/a	143A		Hutchison	Chuck	\$100,000	\$0
Joseph F. Hutchison	n/a	142A		Hutchison	Joseph	\$100,000	\$0
Leslie C. Illes	Suzanne Illes	144A		Illes	Leslie	\$100,000	\$0
Joseph V. Ippolito	Hilda D. Leveto	145A		Ippolito	Joseph	\$100,000	\$0
James G. Jackson	Claudia R. Jackson	146A		Jackson	James	\$100,000	\$0
Bruce Jacobson IRA, FCC as Custodian	n/a		173B	Jacobson	Bruce	\$0	\$50,000
Jonathon R. Jameson	Janice R. Jameson	147A		Jameson	Jonathon	\$100,000	\$0
Steven Todd Jensen	Anne Jensen	148A		Jensen	Steven	\$100,000	\$0
Carl A. Jentzen	n/a	149A		Jentzen	Carl	\$100,000	\$0
Foster M. Johns III	Judy B. Johns	150A		Johns	Foster	\$100,000	\$0
David B. Johnson	Katharine K.	151A		Johnson	David	\$100,000	\$0
Wachovia Bank C/F Laura Johnson Traditional IRA	n/a		159B	Johnson	Laura	\$0	\$100,000
Mitchell Jolley	Suzanne Kovacs	152A		Jolley	Mitchell	\$100,000	\$0
William B. Jones	Ann O. Jones	395A		Jones	William	\$100,000	\$0
Robert B. Jordan	n/a	153A	65B	Jordan	Robert	\$100,000	\$200,000
Countybank Custodian FBO S/D IRA Jon M. Julian	n/a		205B	Julian	Jon	\$0	\$100,000
Countybank Custodian FBO S/D IRA Karen S. Julian	n/a		204B	Julian	Karen	\$0	\$50,000
Anthony R. Kaduk	Linda M. Kaduk	154A		Kaduk	Anthony	\$100,000	\$0
Paul D. Kamin IRA, FCC As Custodian	n/a		66B	Kamin	Paul	\$0	\$100,000
Ronald J. Karpinsky	Marilyn V. Karpinsky	155A		Karpinsky	Ronald	\$100,000	\$0
Ronald Kaufman	Kathy S. Kaufman	156A		Kaufman	Ronald	\$100,000	\$0
James M. Keelor	Darlene K. Keelor	157A		Keelor	James	\$100,000	\$0
John E. Keith	n/a	158A		Keith	John	\$100,000	\$0
Terry Kelaher	Linda Kelaher		67B	Kelaher	Terry	\$0	\$300,000
Burnett S. Kelly	Beverly J. Kelly	183A		Kelly	Burnett	\$100,000	\$0
William W. Kelly	Claudia M. Kelly		68B	Kelly	William	\$0	\$100,000
Gary R. Kerchner	Pamela W.	159A		Kerchner	Gary	\$100,000	\$0
Billy G. Kilpatrick	Georgia L. Kilpatrick	160A		Kilpatrick	Billy	\$100,000	\$0
Ian Kilpatrick	n/a	361A		Kilpatrick	Ian	\$100,000	\$0

Equity Trust Co Custodian FBO Thomas J. Kilroe IRA	n/a	160B	Kilroe	Tom	\$0	\$50,000
Thomas J. Kilroe	Taffy B. Kilroe	362A	Kilroe	Tom	\$100,000	\$0
Gilman R. King	n/a	161A	King	Gilman	\$100,000	\$0
John Mack Kingsmore	n/a	162A	Kingsmore	John	\$100,000	\$0
Countybank Custodian for Self-directed IRA David G. Klaber	n/a	215B	Klaber	David	\$0	\$50,000
Countybank Custodian for Self-directed IRA David G. Klaber	n/a	69B	Klaber	David	\$0	\$100,000
David G. Klaber	n/a	163A	Klaber	David	\$100,000	\$0
Gary B. Klinger	Susan Klinger	164A	Klinger	Gary	\$100,000	\$0
Albert Koch	Margareta Koch	165A	Koch	Albert	\$100,000	\$0
Charles W. Koehler	Mary Anne	166A	Koehler	Charles	\$100,000	\$0
Countybank Custodian for Self-directed IRA Charles W. Koehler	n/a	70B	Koehler	Charles	\$0	\$200,000
Sandra M. Krug	n/a	167A	Krug	Sandra	\$100,000	\$0
Craig L. Kuhlman	Vicki M. Schroeder	184A	Kuhlman	Craig	\$100,000	\$0
Robert W. Kurek	Paulette A. Kurek	185A	Kurek	Robert	\$100,000	\$0
Michael Lancellot	Joan Lancellot	186A	Lancellot	Michael	\$100,000	\$0
Tony R. Lancelot	Francis Lancelot	187A	Lancelot	Tony	\$100,000	\$0
Ronald J. Landin	Linda M. Landin	188A	Landin	Ronald	\$100,000	\$0
Peter Larder	Linda Larder	225B	Larder	Peter	\$0	\$100,000
Jerry K. Larson	Cynthia M. Larson	80B	Larson	Jerry	\$0	\$100,000
John W. Lauver	n/a	81B	Lauver	John	\$0	\$100,000
Countybank Custodian FBO S/D IRA Steven K. Lawton	n/a	222B	Lawton	Steven	\$0	\$100,000
Michael Lay	n/a	189A	Lay	Michael	\$100,000	\$0
Richard R. Lazard	n/a	190A	Lazard	Richard	\$100,000	\$0
Harold J. LeDuc	Elizabeth F. LeDuc	191A	LeDuc	Harold	\$100,000	\$0
John M. Lee	Laura A. Lee	192A	Lee	John	\$100,000	\$0
Bruce A. Leech, Jr.	Beverly S. Leech	193A	Leech	Bruce	\$100,000	\$0
Robert H. Leeper	n/a	194A	Leeper	Robert	\$100,000	\$0
J. W. Leibold	n/a	195A	Leibold	J.W.	\$100,000	\$0
Countybank Custodian FBO S/D IRA John Lestage	n/a	161B	Lestage	John	\$0	\$100,000
W. O. Leszinske	Carol O. Leszinske	196A	Leszinske	William	\$100,000	\$0
Countybank Custodian for Self-Directed IRA for Robert A. Lett	n/a	82B	Lett	Robert	\$0	\$100,000
Harvey S. Levenson	n/a	197A	Levenson	Harvey	\$100,000	\$0
Countybank Custodian for Bonnie B. Lipomi Self-Directed IRA	n/a	83B	Lipomi	Bonnie	\$0	\$100,000
John S. Loeber	LuAnn Loeber	198A	Loeber	John	\$100,000	\$0

KL Logan Properties, LLC	n/a		84B	Logan	Scott	\$0	\$100,000
George W. Lohr, Jr.	n/a		232B	Lohr	George	\$0	\$100,000
Countybank Custodian FBO Robert D. Love S/D IRA	n/a		211B	Love	Robert	\$0	\$50,000
Countybank Custodian for Self Directed IRA Robert D. Love	n/a		162B	Love	Robert	\$0	\$100,000
Charles B. Lowe, Jr.	n/a	200A		Lowe	Charles	\$100,000	\$0
William G. Lowrie	n/a	201A		Lowrie	William	\$100,000	\$0
Countybank Custodian FBO S/D IRA Jeffrey A. Ludrof	n/a		206B	Ludrof	Jeffrey	\$0	\$100,000
Garron Lukas MD	n/a	202A		Lukas	Garron	\$100,000	\$0
Timothy C. Lyon	n/a	203A		Lyon	Timothy	\$100,000	\$0
Countybank Custodian for Champ J. Madigan Self-Directed IRA	n/a		198B	Madigan	Champ	\$0	\$100,000
Charles A. Markel	Linda E. Markel	204A		Markel	Charles	\$100,000	\$0
Thomas M. Markley	Joanne B. Markley	205A		Markley	Thomas	\$100,000	\$0
Fred A. Martin, III	n/a	207A		Martin	Fred	\$100,000	\$0
J. Lamar Martin	Nancy Martin	206A		Martin	Lamar	\$100,000	\$0
Richard E. Marzec	Ann S. Marzec	208A		Marzec	Richard	\$100,000	\$0
Richard E. Marzec IRA, FCC as Custodian	n/a		85B	Marzec	Richard	\$0	\$100,000
Leo Masciulli, MD	n/a		86B	Masciulli	Leo	\$0	\$100,000
Ralph Massullo, Jr., MD	Patricia L. Massullo	209A		Massullo	Ralph	\$100,000	\$0
John W. Maxwell	Jane R. Maxwell	210A		Maxwell	John	\$100,000	\$0
Terry R. Mayhew	Ann L. Mayhew		87B	Mayhew	Terry	\$0	\$100,000
Andrea E. McCreanor Revocable Trust U/A DTD 11/15/90	Andrea E. McCreanor	211A		McCreanor	Andrea	\$100,000	\$0
Judith S. McIver Revocable Trust DTD 10/13/98	Judith S. & Donald	212A		McIver	Judith	\$100,000	\$0
John William McMahon	n/a	363A		McMahon	William	\$100,000	\$0
Countybank Custodian for Scott McRill Self-Directed IRA	n/a		88B	McRill	Scott	\$0	\$50,000
Scott McRill	n/a	213A		McRill	Scott	\$100,000	\$0
James K. McWhinnie	Louise McWhinni	214A		McWhinnie	James	\$100,000	\$0
Phil Megison	n/a		89B	Megison	Phil	\$0	\$100,000
Countybank Trust Services FBO Beverly J. Melenzyer	n/a		220B	Melenzyer	Beverly	\$0	\$50,000
Countybank Custodian for S/D IRA Keith Melenzyer	n/a		209B	Melenzyer	Keith	\$0	\$50,000
Steven Mendenhall	n/a	215A		Mendenhall	Steven	\$100,000	\$0
Larry Mercer	n/a	216A		Mercer	Larry	\$100,000	\$0
Vernon Evans Merchant, Jr.	n/a	396A		Merchant	Vernon	\$100,000	\$0
David M. Metzger	n/a	217A		Metzger	David	\$100,000	\$0

Millennium Trust Company Custodian for Robert H. Meyer IRA	n/a	220B		Meyer	Robert	\$0	\$50,000
Robert H. Meyer	n/a	377A		Meyer	Robert	\$100,000	\$0
Countybank Custodian for Self-directed IRA John Mikula	n/a		90B	Mikula	John	\$0	\$100,000
Raymond Milewski	n/a	218A		Milewski	Raymond	\$100,000	\$0
I. Barry Miller	Jill S. Miller		91B	Miller	Barry	\$0	\$100,000
Charles E. Miller	Rebecca A. Miller	219A		Miller	Charles	\$100,000	\$0
Ronald W. Miller	n/a	220A		Miller	Ronald	\$100,000	\$0
Paul Mischinski	Eileen H. Mischinski	221A		Mischinski	Paul	\$100,000	\$0
Virginia G. Mitchell	William H. Mitchell	222A		Mitchell	Virginia	\$100,000	\$0
Michael A. Moffitt	Theo B. Moffitt	223A		Moffitt	Michael	\$100,000	\$0
Edward T. Molnar IRA, FCC as Custodian	n/a		163B	Molnar	E.T.	\$0	\$100,000
Charles Moniotte	Jeani Moniotte	224A		Moniotte	Charles	\$100,000	\$0
Robert K. Moore	Karen A. Moore	225A		Moore	Robert	\$100,000	\$0
Margaret L. Moreland	n/a		92B	Moreland	Margaret	\$0	\$150,000
Charles Raymond Morrison	n/a	226A	93B	Morrison	Raymond	\$100,000	\$150,000
Countybank Custodian for Thomas W. Morriss Self-Directed IRA	n/a		164B	Morriss	Thomas	\$0	\$200,000
Thomas William Morriss	Diane Christine	227A		Morriss	Thomas	\$100,000	\$0
Jeff C. Moser	n/a		179B	Moser	Jeff	\$0	\$100,000
Jeff C. Moser	n/a	372A	178B	Moser	Jeff	\$100,000	\$300,000
Raymond G. Mullady Jr. IRA, FCC as Custodian	n/a		94B	Mullady	Raymond	\$0	\$100,000
David E. Murphy	Pamela A. Murphy	229A		Murphy	David	\$100,000	\$0
Kevin M. Murphy	Arlene O. Murphy	228A		Murphy	Kevin	\$100,000	\$0
Riley Murphy	n/a	230A		Murphy	Riley	\$100,000	\$0
Countybank Custodian for Self-Directed IRA Michael N. Musci Jr.	n/a		180B	Musci	Michael	\$0	\$100,000
Fred H. Myers	Suzanne K. Myers	231A		Myers	Fred	\$100,000	\$0
Richard L. Myers	Elizabeth K. Myers		95B	Myers	Richard	\$0	\$100,000
Edmund Nagem	Catharine Nagem	232A		Nagem	Edmund	\$100,000	\$0
John Nash	Elizabeth L. Nash	233A		Nash	John	\$100,000	\$0
Raymond P. Newsom	Carol C. Newsom	234A		Newsom	Raymond	\$100,000	\$0
Galen F. Nicklaw, Jr.	Eva D. Nicklaw	235A		Nicklaw	Galen	\$100,000	\$0
William D. Norton	Nancy H. Norton	236A		Norton	William	\$100,000	\$0
James L. Nugent	Teresa Nugent	237A	96B	Nugent	James	\$100,000	\$100,000
Robert M. O'Brien	Cathy Grant	238A	97B	O'Brien	Robert	\$100,000	\$100,000
Stanley A. Oliver	n/a	239A		Oliver	Stanley	\$100,000	\$0

James O'Neill	O'Neill	194B		James	James	\$0	\$100,000
Howard Openo	Lou Ann Openo	240A		Openo	Howard	\$100,000	\$0
Michael R. Ortiz Jr.	Mary T. Ortiz		233B	Ortiz	Michael	\$0	\$100,000
Countybank Custodian for Self-directed IRA Stephen A. Orum	n/a		98B	Orum	Stephen	\$0	\$100,000
Paul R. Ostuni	Carol S. Frese	242A		Ostuni	Paul	\$100,000	\$0
James A. Parke	n/a	244A	99B	Parke	James	\$100,000	\$400,000
Joan M. Parsons	David J. Parsons	399A		Parsons	Joan	\$100,000	\$0
Richard D. Payne	Patti J. Payne	245A		Payne	Richard	\$100,000	\$0
Nicholas A. Peck	n/a	246A		Peck	Nicholas	\$100,000	\$0
William F. Pendergast Traditional IRA WBNA Custodian	n/a		181B	Pendergast	William	\$0	\$100,000
Stephen J. Perkins	Carolyn J. Perkins	247A		Perkins	Stephen	\$100,000	\$0
Countybank Custodian for Self-directed IRA Diane F. Perlmutter	n/a		100B	Perlmutter	Diane	\$0	\$100,000
Stephen Clayton Perry Trust DTD 7/13/89	Stephen C. Perry,	248A		Perry	Stephen	\$100,000	\$0
Thomas B. Peter	Karen Eaken	249A		Peter	Thomas	\$100,000	\$0
Donald L. Piazza	Dian M. Piazza	250A		Piazza	Donald	\$100,000	\$0
Robert L. Pinson	Cheryl S. Pinson	251A		Pinson	Robert	\$100,000	\$0
Brian Pool	Tricia Pool		200B	Pool	Brian	\$0	\$100,000
Anca Pop	n/a		101B	Pop	Anca	\$0	\$100,000
H. Robert Powell	n/a	252A		Powell	Robert	\$100,000	\$0
Foster Price	n/a	253A	102B	Price	Foster	\$100,000	\$50,000
Burvin E. Pugh	Donna M. Pugh	254A	103B	Pugh	Burvin	\$100,000	\$150,000
Jerome A. Purcell	Pamela J. Purcell	255A		Purcell	Jerry	\$100,000	\$0
Thomas Jeffrey Putman	Natalie Townsend	256A		Putman	Thomas	\$100,000	\$0
Kathy A. Quay	Andrew P. Quay		104B	Quay	Kathy	\$0	\$100,000
Michael J. Quillen Family Limited Partnership	Michael J. Quillen,		105B	Quillen	Michael	\$0	\$500,000
Bradley E. Ragan, Jr.	n/a	257A		Ragan	Bradley	\$100,000	\$0
Countybank Custodian for Thomas G. Ranney Self Directed IRA	n/a		165B	Ranney	Thomas	\$0	\$100,000
Edward J. Rapp	n/a	258A		Rapp	Edward	\$100,000	\$0
David K. Rathgeber	n/a	259A		Rathgeber	David	\$100,000	\$0
Countybank Custodian for S/D IRA Susan Recknagel	n/a		224B	Recknagel	Susan	\$0	\$100,000
Ross N. Reeves, III	June D. Reeves	260A		Reeves	Ross	\$100,000	\$0
Donald L. Reichert	n/a	398A		Reichert	Donald	\$100,000	\$0
James G. Reichert	Stacy K. Reichert	261A		Reichert	James	\$100,000	\$0
Carl R./Carolyn S. Renfro Revocable Living Trust DTD 6/10/97	Carl & Carolyn	262A		Renfro	Carl	\$100,000	\$0

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Morgan Stanley FBO John E. Renner IRA	n/a		210B	Renner	John	\$0	\$100,000
David L. Resnick	Catharine M. Klema	263A	107B	Resnick	David	\$100,000	\$400,000
Amy Sue Rex	n/a	264A		Rex	Amy	\$100,000	\$0
Calvin J. Reynolds	Eileen F. Reynolds	265A		Reynolds	Calvin	\$100,000	\$0
Gerald K. Rhoads	June B. Rhoads	266A		Rhoads	Gerald	\$100,000	\$0
Jeff Rhodenbaugh	n/a	267A		Rhodenbaugh	Jeff	\$100,000	\$0
Duane E. Richard IRA, FCC as Custodian	n/a		166B	Richard	Duane	\$0	\$100,000
Charles William Rietz, MD	Carolyn Schwer	268A	108B	Rietz	Charles	\$100,000	\$100,000
Gerald P. Ring	n/a	269A		Ring	Gerald	\$100,000	\$0
Thad C. Roberts	Sandra M. Roberts	270A		Roberts	Thad	\$100,000	\$0
Michael Robinson	Rebecca Robinson	271A		Robinson	Michael	\$100,000	\$0
Robshaw Investment Trust DTD 12/28/07	Paul M. Robshaw		109B	Robshaw	Paul	\$0	\$100,000
Peter J. Rodgers, JTWROS	Barbara R.	272A		Rodgers	Peter	\$100,000	\$0
Michael K. Roemer	Diane P. Roemer	273A		Roemer	Michael	\$100,000	\$0
Victor O. Roof	n/a		110B	Roof	Victor	\$0	\$100,000
Countybank Custodian for Patricia Rose Self-Directed IRA	n/a		111B	Rose	Patricia	\$0	\$100,000
Mark D. Ross	Mary E. Ross	274A		Ross	Mark	\$100,000	\$0
Louis G. Rubino	Dawn P. Rubino	275A		Rubino	Louis	\$100,000	\$0
Edmund Ruppman	Ruth Ruppman	276A		Ruppman	Edmund	\$100,000	\$0
Countybank Custodian for Self-directed IRA Ronald D. Sandefur	n/a		112B	Sandefur	Ronald	\$0	\$100,000
David W. Sargent	Sally J. Sargent	404A		Sargent	David	\$100,000	\$0
Michael Saxton	Bonnie L. Saxton	364A		Saxton	Michael	\$100,000	\$0
Janice Z. Sayatovic	n/a	277A		Sayatovic	Janice	\$100,000	\$0
Paul L. Schaefer	n/a	386A		Schaefer	Paul	\$100,000	\$0
Paul L. Schaefer IRA, MSSB as Custodian	n/a		217B	Schaefer	Paul	\$0	\$100,000
Linda R. Schaub Living Trust DTD 4/2/09	Linda R. Schaub,	278A		Schaub	Linda	\$100,000	\$0
Lawrence K. Scheidler	n/a	279A		Scheidler	Larry	\$100,000	\$0
Robert T. Scherer	Dianne E. Scherer	280A		Scherer	Robert	\$100,000	\$0
Countybank Custodian for Thomas P. Schimmel S/D IRA	n/a		114B	Schimmel	Thomas	\$0	\$100,000
Donald L. Schwartz Trust Dated 3-1-1990	Donald L. Schwartz	281A		Schwartz	Donald	\$100,000	\$0
Milton R. Seim	Justine M. Seim	282A		Seim	Milton	\$100,000	\$0
Richard M. Serbin	n/a		148B	Serbin	Richard	\$0	\$50,000
Richard M. Serbin	n/a	283A		Serbin	Richard	\$100,000	\$0
Kenneth W. Serck	n/a	284A	115B	Serck	Kenneth	\$100,000	\$50,000

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Billy E. Sheffield Revocable Trust dated August 15, 1996	Billy E. and Sally Sheffield				Billy	\$100,000	\$0
Sally Sheffield Revocable Trust Dated August 15, 1996	Billy E. and Sally		216B	Sheffield	Sally	\$0	\$100,000
Thomas E. Shoemaker	Sandra Shoemak		116B	Shoemaker	Thomas	\$0	\$50,000
The Lorraine T. Shuba Living Trust DTD 12/22/04	Lorraine T. Shuba,	388A		Shuba	Lorraine	\$100,000	\$0
A. Frank Sidoti	Sheryl Sidoti		117B	Sidoti	Frank	\$0	\$50,000
Steven R. Sim	Sue Sim	286A		Sim	Steven	\$100,000	\$0
Wallace N. Sipos	Robin J. Sipos	287A	118B	Sipos	Wallace	\$100,000	\$100,000
Donnie M. Skidmore	n/a	288A		Skidmore	Donnie	\$100,000	\$0
Mark Slaven	Janet Slaven	289A		Slaven	Mark	\$100,000	\$0
Lincoln Trust Company FBO Todd Y. Sluder	n/a		196B	Sluder	Todd	\$0	\$100,000
David P. Smith	n/a	291A		Smith	David	\$100,000	\$0
Patrick F. Smith	Fifi Smith	290A		Smith	Patrick	\$100,000	\$0
James L. Solberg	n/a	292A	119B	Solberg	James	\$100,000	\$50,000
Creative Carolina, LLC	Blane Sommer,	365A		Sommer	Blane	\$100,000	\$0
Stephen M. Sparks	Karol K. Sparks	293A		Sparks	Stephen	\$100,000	\$0
Dale H. Spiess	Carol M.G.	294A	120B	Spiess	Dale	\$100,000	\$50,000
Edward H. Sproat	Sandra M. Sproat	296A		Sproat	Edward	\$100,000	\$0
Wayne Staley	Wendy Staley	366A		Staley	Wayne	\$100,000	\$0
Robert and Joen Stanberry Trust DTD April 17, 2002	Joan & Robert	297A		Stanberry	Robert	\$100,000	\$0
Ramon Steck	LuAnne Steck		234B	Steck	Ramon	\$0	\$100,000
Stephen M. Steele	Mary E. Steele	299A		Steele	Stephen	\$100,000	\$0
James A. Steever	Patricia Flynn	300A		Steever	James	\$100,000	\$0
James E. Stehlik	n/a	301A		Stehlik	James	\$100,000	\$0
Mark P. Stejbach	Louise P. Stejbach	302A		Stejbach	Mark	\$100,000	\$0
Rodolfo Stern	Tania Stern	303A		Stern	Rodolfo	\$100,000	\$0
Patrick R. Sterrett	Jeanette E. Sterrett	304A	122B	Sterrett	Patrick	\$100,000	\$50,000
Philip Still	n/a	305A		Still	Philip	\$100,000	\$0
Carol L. Storz IRA, FCC as Custodian	n/a		186B	Storz	Carol	\$0	\$150,000
Sara A. Strang Living Trust DTD 6/18/08	Sara A. Strang,		121B	Strang	Sara	\$0	\$100,000
Countybank Custodian for Self-directed IRA Jeffrey Stroble	n/a		167B	Stroble	Jeffrey	\$0	\$150,000
Jeffery H. Stroman	n/a	306A		Stroman	Jeff	\$100,000	\$0
The R&C S Living Trust Dated 3/19/01	Charles R. Stubler,	307A	123B	Stubler	Charles	\$100,000	\$100,000
Leo H. Suggs	n/a	367A		Suggs	Leo	\$100,000	\$0
Leo H. Suggs IRA, FCC as Custodian	n/a		168B	Suggs	Leo	\$0	\$100,000

Michael P. Sullivan	Michael P. Sullivan	308A		Sullivan	Michael	\$100,000	\$0
Sullivan Real Estate Holding Co.	Michael & Christine		124B	Sullivan	Michael	\$0	\$100,000
William W. Sutcliffe	n/a		125B	Sutcliffe	William	\$0	\$100,000
Howard Sutter	Marie Sutter	381A	197B	Sutter	Howard	\$100,000	\$100,000
Stephen F. Sutter	Melinda D. Sutter	309A		Sutter	Stephen	\$100,000	\$0
Jeffrey A. Svoboda	Linda M. Svoboda		126B	Svoboda	Jeffrey	\$0	\$100,000
David A. Swanson	Carene S. Swanson	310A		Swanson	David	\$100,000	\$0
Carlo R. Taddei IRA, FCC as Custodian	n/a		169B	Taddei	Carlo	\$0	\$100,000
Larry L. Taylor	n/a	315A		Taylor	Larry	\$100,000	\$0
Lois R. Taylor	Susan C. Cahn	313A	127B	Taylor	Lois	\$100,000	\$50,000
Mary Ann Taylor	Stephen F. Taylor	312A		Taylor	Mary Ann	\$100,000	\$0
Raymond Taylor	Lisa Taylor	311A		Taylor	Raymond	\$100,000	\$0
Richard T. Taylor	Juliette W. Taylor	314A	128B	Taylor	Richard	\$100,000	\$100,000
Donna L. Terry Revocable Trust DTD 11/25/98	Donna L. Terry,		129B	Terry	Donna	\$0	\$100,000
The M. Randall Thaman Investment Trust DTD 5/21/05	M. Randall Thaman,	316A	130B	Thaman	Randall	\$100,000	\$200,000
Donald E. Therien	Nathalie A. Therien	317A		Therien	Donald	\$100,000	\$0
George C. Thomas	n/a	318A		Thomas	George	\$100,000	\$0
Countybank Custodian for Marvin A. Thomason Self-directed IRA	n/a		182B	Thomason	Marvin	\$0	\$100,000
Mark S. Towe	n/a	319A		Towe	Mark	\$100,000	\$0
Dudley O. Tower	Christine L. Tower	320A		Tower	Dudley	\$100,000	\$0
Countybank Custodian for Self-directed IRA for Melba Tracy	n/a		149B	Tracy	Melba	\$0	\$50,000
The Tracy Family Trust DTD 10-20-04	Michael S. Tracy and	321A		Tracy	Michael	\$100,000	\$0
Michael A. Tranovich	Donna J. Salsburey		131B	Tranovich	Michael	\$0	\$100,000
Keith Trent	n/a		132B	Trent	Keith	\$0	\$50,000
Kim C. Trinder Revocable Trust Dated 2/18/08	Kim C. Trinder		183B	Trinder	Kim	\$0	\$250,000
Paul T. Trinder Revocable Trust Dated 2/18/08	Paul T. Trinder	373A	184B	Trinder	Paul	\$100,000	\$150,000
James W. Trunk	Marybeth Trunk	322A		Trunk	James	\$100,000	\$0
Donald F. Tucker	Leslie Tucker	323A		Tucker	Donald	\$100,000	\$0
Robert Turner IRA, FCC as Custodian	n/a		218B	Turner	Robert	\$0	\$100,000
Rolf W. Turnquist Revocable Trust DTD 3/2/90	Rolf W. Turnquist	324A		Turnquist	Rolf	\$100,000	\$0
John Darrell Tyler	n/a		133B	Tyler	John	\$0	\$100,000
Agnes E. Vandeputte	David L. Vandeputt	325A		Vandeputte	Agnes	\$100,000	\$0
Robert J. Vander Zanden	Barbara A. Vander	326A		Vander Zanden	Robert	\$100,000	\$0
Countybank Custodian for Self-directed IRA David R. Vaughn	n/a		134B	Vaughn	David	\$0	\$100,000

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Countybank Custodian for Floyd F. Vaughn S/D IRA	n/a		136B	Vaughn	Floyd	\$0	\$100,000
Countybank Custodian for Self-directed IRA Ronald Vayo	n/a		136B	Vayo	Ronald	\$0	\$200,000
Robert Vruggink	n/a	390A		Vruggink	Robert	\$100,000	\$0
The Thomas A. Vyrostek Living Trust DTD 11/27/00	Thomas A.		137B	Vyrostek	Thomas	\$0	\$100,000
Anthony Waggoner	Elizabeth Waggoner		138B	Waggoner	Anthony	\$0	\$200,000
John A. Wallace	Leslie M. Wallace	327A		Wallace	John	\$100,000	\$0
Sally Aurene Miller Wallace Trust U/W Carol Aurene Miller	Sally M. Wallace,		139B	Wallace	Sally	\$0	\$100,000
Tim A. Wallace	Sally M. Wallace		140B	Wallace	Tim	\$0	\$100,000
Michael C. Wallach Trust U/A Dated 1/17/2006	Michael C. Wallach,	328A		Wallach	Michael	\$100,000	\$0
Douglas L. Walton	Sue H. Walton	329A		Walton	Douglas	\$100,000	\$0
Robert D. Waring JT TEN WROS	Elaine M. Waring,		141B	Waring	Robert	\$0	\$100,000
Richard D. Waters, Jr.	n/a	331A	143B	Waters	Richard	\$100,000	\$100,000
Christopher Mark Watke	n/a	332A		Watke	Christopher	\$100,000	\$0
Peter J. Webster	Judith A. Curry	387A		Webster	Peter	\$100,000	\$0
Allen M. Weintraub Trust DTD 1-4-1993	Allen M. Weintraub	333A		Weintraub	Allen	\$100,000	\$0
Jeffrey T. Weisner	n/a		144B	Weisner	Jeffrey	\$0	\$50,000
Jeffrey T. Weisner	n/a	334A		Weisner	Jeffrey	\$100,000	\$0
Entrust IRA Administration Inc. FBO Marilyn Welbourn	n/a		175B	Welbourn	Marilyn	\$0	\$100,000
Clover Ann Weller	n/a	335A		Weller	Clover	\$100,000	\$0
Charles E. Welsh	Susan M. Welsh	336A		Welsh	Chuck	\$100,000	\$0
Stig Wennerstrom	Britt-Marie Wennerstr	337A		Wennerstrom	Stig	\$100,000	\$0
Thomas A. Wessels	Linda C. Wessels	338A		Wessels	Thomas	\$100,000	\$0
James Allen Whitaker	Pamela P. Whitaker	339A		Whitaker	James A.	\$100,000	\$0
Jerry R. Whitaker	Mary F. Whitaker	368A		Whitaker	Jerry	\$100,000	\$0
Dale A. Whitney	Barbara J. Whitney	340A		Whitney	Dale	\$100,000	\$0
Richard A. Wickett	Kathryn L. Wickett	341A		Wickett	Richard	\$100,000	\$0
Quentin W. Wiest II	n/a	342A		Wiest	Quinten	\$100,000	\$0
Gregory Wilson	Laura Wilson	343A		Wilson	Gregory	\$100,000	\$0
W. Terrell Wingfield, Jr.	Fran S. Wingfield	369A		Wingfield	Terrell	\$100,000	\$0
Dennis R. Winkleman	Judith A. Winklema	344A		Winkleman	Dennis	\$100,000	\$0
James J. Wolf	n/a	370A		Wolf	James	\$100,000	\$0
Robert R. Wolfe	n/a	345A		Wolfe	Robert	\$100,000	\$0
David M. Woodrow	n/a		145B	Woodrow	David	\$0	\$50,000
David M. Woodrow	n/a	346A		Woodrow	David	\$100,000	\$0

Carlton O. Woody, Jr. IRA, Wells Fargo as Custodian	n/a	14659	Woody	Carlton	\$0	\$100,000
Countybank Custodian for S/D IRA Joonok Yang	n/a	199B	Yang	Joonok	\$0	\$100,000
Robert A. Young Trust DTD 12/14/00	Robert A. Young,	347A	Young	Robert	\$100,000	\$0
Lee A. Zoeller	n/a	348A	Zoeller	Lee	\$100,000	\$0
James A. Zwahlen	Beverly D. Zwahlen	349A	Zwahlen	James	\$100,000	\$0

\$39,800,000 \$24,250,000

TOTAL: \$64,050,000

In re **The Cliffs Club & Hospitality Group, Inc.**

Case No. **12-01220**

Debtor

(If known)

AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed.R.Bankr.P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditor, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J" or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotal" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. If applicable, also report this total on the Means Test form.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPE OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order of relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

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☐ **Certain Farmers and Fishermen**

Claims of certain farmers and fishermen, up to a maximum of \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Other Certain Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9)

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

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AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER (See instructions Above)	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT			AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
		HUSBAND, WIFE, JOINT OR COMMUNITY			UNLIQUIDATED	DISPUTED		
ACCOUNT NO.								

Total

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AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", including the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primary consumer debts filing a case under chapter 7, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER (See instructions Above)			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY		UNLIQUIDATED				
					DISPUTED			AMOUNT OF CLAIM	
DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE									
Vendor No.		s3902							
CHEN SEE, ANNE MARIE [ADDRESS NOT AVAILABLE]					LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
Vendor No.		s15126							
CLIFFS MANAGEMENT SERVICES 3598 HIGHWAY 11 TRAVELERS REST, SC 29690					INTERCOMPANY (FACE AMOUNT = \$38,916,334.53)			X	UNKNOWN
Vendor No.		s3905							
CRAIN, KRITAIN [ADDRESS NOT AVAILABLE]					LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
Vendor No.		s15128							
ENVIRONMENTAL LEASING 3598 HIGHWAY 11 TRAVELERS REST, SC 29690					INTERCOMPANY (FACE AMOUNT = \$778.31)			X	UNKNOWN
Vendor No.		s3903							
GLAVIN, CONNIE 289 FOGGY CUT LANE LANDRUM, SC 29356					LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN

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AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE			CODEBTOR		CONTINGENT				
			HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	UNLIQUIDATED			AMOUNT OF CLAIM	
					DISPUTED				
Vendor No.		s15021			MEMBER MEMBER INITIATION DEPOSIT	X			\$1,000.00
GOLDSMITH, MASON [ADDRESS NOT AVAILABLE]									
Vendor No.		s15018			MEMBER MEMBER INITIATION DEPOSIT	X			\$2,000.00
GOLDSMITH, PAUL PO BOX 1827 GREENVILLE, SC 29602									
Vendor No.		s3906			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
HALLMAN, DAN 4 PARK GREEN WAY LANDRUM, SC 29356									
Vendor No.		s3907			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
HALLMAN, DIANE [ADDRESS NOT AVAILABLE]									
Vendor No.		s3901			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
HERB, LEONARD 52 NORTH WINDWARD COURT TAYLORS, SC 29687									
Vendor No.		s3900			LITIGATION NOTICE OF WORK	X	X	X	UNKNOWN
HERTZ EQUIPMENT RENTAL INC. PO BOX 650280 DALLAS, TX 75265-0280									
Vendor No.		s3908			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
MCLAIN, MARK [ADDRESS NOT AVAILABLE]									
Vendor No.		s3909			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
MCLAIN, MARY [ADDRESS NOT AVAILABLE]									
Vendor No.		s3904			LITIGATION COMMERCIAL SUIT	X	X	X	UNKNOWN
THOMAS AND KRISTEN CRAIN 66 WILD GINGER ROAD LANDRUM, SC 29356									

In re **The Cliffs Club & Hospitality Group, Inc.**

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AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any time share interests.

State nature of debtor's interest in contract, i.e. "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of the lease.

Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed.R. Bankr. P. 1007(m).

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

☐ Check this box if debtor has no executory contracts or unexpired leases.

	NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
5714	AMERICAN BANKERS INSURANCE COMPANY OF FLORIDA 222 S 15TH ST. OMAHA, NE 68102	INSURANCE AGREEMENT EQUESTRIAN CENTERS
1794	AUTHUR FAMILY TRUST CECIL ARTHUR 275 BALLGAP ROAD ARDEN, NC 28704	AGREEMENT
1798	BRAD BYLENGA 728 NORTH PLEASANTBURG DRIVE GREENCILLE, SC 29607	AGREEMENT
1736	CARL R.RENFRO OR CAROLYN S. RENFRO TRUSTEES AND/OR TRUSTEES OF CARL R. RENFRO AND CAROL S. RENFRO RE 3100 CADET PONCA CITY, OK 74604	AGREEMENT
1763	CCHRB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1777	CKS 55, LLC 501 SPAULDING LAKE DRIVE GREENVILLE, SC 29615	AGREEMENT
1768	CKS1 S. BEVILLE 501 SPAULDING LAKE DRIVE GREENVILLE, SC 29615	AGREEMENT
1737	CLIFFS INVESTMENT GROUP 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1740	COX, GEORGE D & BETTY H 151 BANKS ROAD EASLEY, SC 29640	AGREEMENT

In re **The Cliffs Club & Hospitality Group, Inc.**

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AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

	NAME AND MAILING ADDRESS, INCLUDING ZIP CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
1769	DAVID COX AND REGINA COX [ADDRESS NOT AVAILABLE]	AGREEMENT
1739	DAVID COX OR JUDY COX 1651 EARLS BRIDGE ROAD EASLEY, SC 29640	AGREEMENT
1774	DAVIS & FLLOYD, INC. P.O. BOX 428 GREENWOOD, SC 29648	AGREEMENT
1770	EAST PARKINS MILL LLC 480 EAST PARKINS MILL ROAD GREENVILLE, SC 29607	AGREEMENT
5717	FEDERAL INSURANCE COMPANY 15 MOUNTAIN VIEW ROAD WARREN, NJ 07059	INSURANCE AGREEMENT CRIME
5723	FIDELITY INVESTMENTS PO BOX 73307 CHICAGO, IL 60673-7307	INSURANCE AGREEMENT 401K ADMINISTRATION
5711	FIREMAN'S FUND INSURANCE COMPANY PO BOX 777 NOVATO, CA 94998	INSURANCE AGREEMENT EXCESS UMBRELLA - \$10 MM
5003	GLOVER, LUCAS 105 ANNA'S PLACE SIMPSONVILLE, SC 29681	AGREEMENT MEMBERSHIP CONTRACT
5005	GOLDSMITH, MASON [ADDRESS NOT AVAILABLE]	AGREEMENT MEMBERSHIP CONTRACT
5002	GOLDSMITH, PAUL PO BOX 1827 GREENVILLE, SC 29602	AGREEMENT MEMBERSHIP CONTRACT
1801	GREG SAAD 183 FARIS CIRCLE GREENCILLE, SC 29605	AGREEMENT
1795	GURLEY PROPERTIES, LLC 380 HOLLY HILL DRIVE MARION, NC 28752	AGREEMENT
5773	KEOWEE INVESTMENT PROPERTIES, LLC 183 FARIS CIRCLE GREENVILLE,, SC 29605	AGREEMENT
1797	KEOWEE INVESTMENT PROPERTIES, LLC 183 FARIS CIRCLE GREENVILLE,, SC 29605	AGREEMENT
5709	LIBERTY MUTUAL INSURANCE 175 BERKELEY STREET BOSTON, MA 02117	INSURANCE AGREEMENT WORKERS COMP

In re **The Cliffs Club & Hospitality Group, Inc.**

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AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
5774 LONGVIEW LAND COMPANY, LLC C/O JAMES B. ANTHONY 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
5764 LONGVIEW LAND COMPANY, LLC C/O JAMES B. ANTHONY 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1789 LSSC, LLC 1414 EAST WASHINGTON STREET GREENVILLE, SC 29607	AGREEMENT
1773 MCKISSICK CAPITAL 208 EAST 1ST AVENUE EASLEY, SC 29640	AGREEMENT
5001 MILLS, JENNIFER 5107 TIMBERVIEW TERRACE ORLANDO, FL 32819	AGREEMENT MEMBERSHIP CONTRACT
5760 NATIONAL BANK OF SOUTH CAROLINA ATTN: ROBYN TAYLOR/BECKY BELL 201 EAST MCBEE AVENUE GREENVILLE, SC 29601	AGREEMENT
5716 NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA 175 WATER STREET, 18TH FLOOR NEW YORK, NY 10038	INSURANCE AGREEMENT D&O LIABILITY
5712 NEW HAMPSHIRE INSURANCE COMPANY 175 WATER STREET, 18TH FLOOR NEW YORK, NY 10038	INSURANCE AGREEMENT MARINA
5710 PHILADELPHIA INDEMNITY INSURANCE COMPANY ONE BALA PLAZA, SUITE 100 BALA CYNWYD, PA 19004	INSURANCE AGREEMENT UMBRELLA - \$10 MM
5705 PHILADELPHIA INDEMNITY INSURANCE COMPANY ONE BALA PLAZA, SUITE 100 BALA CYNWYD, PA 19004	INSURANCE AGREEMENT PROPERTY / EQUIPMENT
5706 PHILADELPHIA INDEMNITY INSURANCE COMPANY ONE BALA PLAZA, SUITE 100 BALA CYNWYD, PA 19004	INSURANCE AGREEMENT EQUIPMENT FLOATER
5707 PHILADELPHIA INDEMNITY INSURANCE COMPANY ONE BALA PLAZA, SUITE 100 BALA CYNWYD, PA 19004	INSURANCE AGREEMENT GENERAL LIABILITY
5708 PHILADELPHIA INDEMNITY INSURANCE COMPANY ONE BALA PLAZA, SUITE 100 BALA CYNWYD, PA 19004	INSURANCE AGREEMENT AUTOMOBILE

In re **The Cliffs Club & Hospitality Group, Inc.**

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(If known)

AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

	NAME AND MAILING ADDRESS, INCLUDING ZIP CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
5724	PREMIUM FUNDING ASSOCIATES INC 1001 WINSTEAD DRIVE SUITE 500 CARY, NC 27513	INSURANCE AGREEMENT PREMIUM FINANCING AGREEMENT
1743	RICHARD HUBBLE & MARTIN RITSCH 6598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1766	ROBINSON FAMILY PARTNERSHIP 20 WEST WILLOW OAK HILTON HEAD, SC 29928	AGREEMENT
5715	RSUI INDEMNITY COMPANY 945 EAST PACES FERRY, SUITE 1800 ATLANTA, GA 30326-1160	INSURANCE AGREEMENT EXCESS D&O LIABILITY
1776	SEP PROPERTIES 183 FARIS CIRCLE GREENVILLE,, SC 29605	AGREEMENT
5007	SEWELL, DAN 17 THORNBRIAR COURT TRAVELERS REST, SC 29690	AGREEMENT MEMBERSHIP CONTRACT
5006	SPINKS, WHITNEY PO BOX 8624 GREENVILLE, SC 29604	AGREEMENT MEMBERSHIP CONTRACT
1761	SRJ TIMBERLANDS 2, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1764	SRJ TIMBERLANDS 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	AGREEMENT
1744	STEVE OWNINGS 135 S. MAIN STREET GREENVILLE,, SC 29601	AGREEMENT
5721	THE BENEFIT GROUP 11550 I STREET SUITE 201 OMAHA, NE 68137	INSURANCE AGREEMENT COBRA ADMINISTRATION
5671	THE CLIFFS COMMUNITIES, INC. 3598 HWY 11, TSC, 29690 TRAVELERS REST, SC 29690	AGREEMENT LICENSE FOR TRADE MARKS
5775	THE CLIFFS COMMUNITIES, INC. CORPORATE HEADQUARTERS TRAVELERS REST, SC 29690	AGREEMENT
5758	THE CLIFFS COMMUNITIES, INC. CORPORATE HEADQUARTERS TRAVELERS REST, SC 29690	AGREEMENT

In re **The Cliffs Club & Hospitality Group, Inc.**

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AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

	NAME AND MAILING ADDRESS, INCLUDING ZIP CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
5763	THE CLIFFS COMMUNITIES, INC. CORPORATE HEADQUARTERS TRAVELERS REST, SC 29690	AGREEMENT
5759	THE CLIFFS COMMUNITIES, INC. CORPORATE HEADQUARTERS TRAVELERS REST, SC 29690	AGREEMENT
1754	TIMBERLANDS, LP PO BOX 1805 GREENVILLE, SC 29602	AGREEMENT
1741	VICTORIA A. ANTHONY-DAVID COX 3101 TABLE ROCK ROAD PICKENS, SC 29671	AGREEMENT
1742	VICTORIA A. ANTHONY-GEORGE COX 3101 TABLE ROCK ROAD PICKENS, SC 29671	AGREEMENT
5004	WARREN, KELLY 19 STEADMAN WAY GREER, SC 29650	AGREEMENT MEMBERSHIP CONTRACT
5765	WATERFALL INVESTMENT GROUP, LLC 3598 HWY 11, TSC, 29690 TRAVELERS REST, SC 29690	AGREEMENT
1767	WORTHINGTON HYDE 3930 EAST JONES BRIDGE ROAD SUITE 145 NORCROSS, GA 30092	AGREEMENT

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Debtor

(If known)

AMENDED SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
CCHG HOLDINGS, INC. 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
CCHG HOLDINGS, INC. 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
CLIFFS CLUB & HOSPITALITY SERVICE COMPANY, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
CLIFFS CLUB & HOSPITALITY SERVICE COMPANY, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
JAMES B. ANTHONY, AS GUARANTOR 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
JAMES B. ANTHONY, AS GUARANTOR 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111

In re **The Cliffs Club & Hospitality Group, Inc.**

Case No. **12-01220**

Debtor

(If known)

AMENDED SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
THE CLIFFS AT GLASSY GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT GLASSY GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT HIGH CAROLINA GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT HIGH CAROLINA GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT KEOWEE FALLS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT KEOWEE FALLS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111

In re **The Cliffs Club & Hospitality Group, Inc.**

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(If known)

AMENDED SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
THE CLIFFS AT KEOWEE SPRINGS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT KEOWEE SPRINGS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT KEOWEE VINEYARDS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT KEOWEE VINEYARDS GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT MOUNTAIN PARK GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT MOUNTAIN PARK GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111

In re **The Cliffs Club & Hospitality Group, Inc.**

Case No. **12-01220**

Debtor

(If known)

AMENDED SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
THE CLIFFS AT WALNUT COVE GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS AT WALNUT COVE GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS VALLEY GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111
THE CLIFFS VALLEY GOLF & COUNTRY CLUB, LLC 3598 HIGHWAY 11 TRAVELERS REST, SC 29690	WELLS FARGO BANK, NA AS INDENTURE TRUSTEE FOR NOTEHOLDERS C/O DANIEL S. BLECK. ESQ. MINTZ, LEVIN, COHN, FERRIS, GLOVSKY & POPEO, PC ONE FINANCIAL CENTER BOSTON, MA 02111

In re The Cliffs Club & Hospitality Group, Inc.

Case No. 12-01220

Debtor

DECLARATION CONCERNING DEBTOR'S AMENDED SCHEDULES

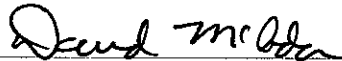
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION

I, David McAda, the Controller of The Cliffs Club & Hospitality Group, Inc., named as the debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 25 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date June 27, 2012

Signature



David McAda

(print name of individual signing on behalf of debtor)

Controller

(Indicate position or relationship to debtor)