

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

Case No. 12-01220

**ORDER GRANTING DEBTORS' MOTION PURSUANT TO SECTION 1121(d) OF THE
BANKRUPTCY CODE FOR AN ORDER EXTENDING THEIR EXCLUSIVE PERIOD
TO SOLICIT ACCEPTANCES OF CHAPTER 11 PLAN**

The relief set forth on the following pages, for a total of 4 pages including this page, is hereby **ORDERED**.

**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

**ORDER GRANTING DEBTORS' MOTION PURSUANT TO SECTION 1121(d) OF THE
BANKRUPTCY CODE FOR AN ORDER EXTENDING THEIR EXCLUSIVE PERIOD
TO SOLICIT ACCEPTANCES OF CHAPTER 11 PLAN**

This matter came on for hearing on July 2, 2012 at 10:00 a.m. (Eastern) (the "Hearing") on the motion [Docket Entry No. 394] (the "Motion")² filed by 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") requesting entry of an order extending the Debtors' exclusive period to solicit acceptances of the Debtors' Chapter 11 Plan (the "Exclusive Solicitation Period") all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and due notice of the Motion having been given in accordance with the Order Establishing Certain Notice, Case Management and Administrative Procedures [Docket Entry No. 121]; and it

¹ The Debtors, followed by the last four digits of their respective taxpayer identification numbers and Chapter 11 case numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. (6338) (12-01220); CCHG Holdings, Inc. (1356) (12-01223); The Cliffs at Mountain Park Golf & Country Club, LLC (2842) (12-01225); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319) (12-01226); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879) (12-01227); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230) (12-01229); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898) (12-01230); The Cliffs at High Carolina Golf & Country Club, LLC (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC (9665) (12-01237).

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

appearing that no other or further notice need be provided; and the Court having determined that cause exists to extend the Exclusive Solicitation Period pursuant to 11 U.S.C. § 1121 and that the relief sought in the Motion is in the best interests of the Debtors, the Debtors' bankruptcy estates, and the Debtors' creditors and other parties in interest; and having considered the record; and after due deliberation; and good cause existing to grant the relief requested in the Motion,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. Pursuant to 11 U.S.C. § 1121(d), the Debtors' Exclusive Solicitation Period is extended to, through and including October 1, 2012.
3. This Order shall be without prejudice to the Debtors' right to seek additional extensions of the Exclusive Solicitation Period.
4. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation and implementation of this Order.

AND IT IS SO ORDERED

Prepared and presented by:

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

-and-

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

Attorneys for the Debtors and Debtors in Possession