

**U.S. BANKRUPTCY COURT  
District of South Carolina**

Case Number:12-01220-W

Order Granting Interim Compensation to Attorney

The relief set forth on the following pages, for a total of 2 pages including this page, is hereby **ORDERED**.

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IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF SOUTH CAROLINA

In re ) Case No. 12-01220-W  
The Cliffs Club & Hospitality ) Jointly Administered  
Group, Inc. et al )  
dba The Cliffs Golf & Country Club ) Chapter 11  
Debtor(s) ) Order Allowing Interim  
Compensation For Attorney

Before the Court is the application of John B Butler III, ("Applicant") as Local Counsel for Unsecured Creditors Committee. Applicant, having been employed by Order of March 26, 2012, seeks the allowance of interim compensation and costs.

Pursuant to the terms of the Compensation Procedures Order dated March 26, 2012, if no objection to a duly appointed Professional's monthly statement is filed within fourteen (14) days of the date of serving such monthly statement, then the Debtors are to promptly pay such Professional eighty percent (80%) of the fees and one hundred percent (100%) of expenses set forth in the applicable monthly statement. The Professional is also to apply for approval of interim compensation every three or four months or as otherwise directed by the Court.

It appears Applicant has been duly appointed as Local Counsel for the Unsecured Creditors Committee, and said appointment contemplates the payment of a hourly rate, and it further appears that notice of said fee application has been given to all required creditors and parties in interest. On June 20, 2012, Wells Fargo Bank, N.A., as Indenture Trustee for certain Noteholders ("Indenture Trustee") filed a Reservation of Rights which stated: "The Indenture Trustee does not object to the relief requested on an interim basis; however, the Indenture Trustee reserves all of its rights with respect to the Interim Application, including the right to raise any objection to any subsequent interim application or the final fee application and whether any fees and costs requested in the Interim Application were appropriate and should have been paid by the estate." No other party filed a response or objection.

It is therefore, ORDERED, ADJUDGED AND DECREED that subject to the Indenture Trustee's Reservation of Rights, John B Butler III, be allowed for the Application Period beginning March 7, 2012, and ending May 31, 2012, interim compensation in the total amount of \$32,640.00 and expenses in the total amount of \$1,172.82; Debtors are hereby authorized and directed to immediately pay Applicant the unpaid balance of amounts awarded and due.