

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

Chapter 11 Case No. 12-01220 (Jointly Administered)

**ORDER APPROVING APPLICATION
FOR SETTLEMENT AND COMPROMISE**

The foregoing Application for Settlement and Compromise having been considered, the Court being duly advised in the premises, and good cause appearing therefore; the relief set forth on the following pages, for a total of 3 pages including this page,

IS HEREBY ORDERED.

**FILED BY THE COURT
07/11/2012**



Entered: 07/12/2012

John E. Waites

Chief US Bankruptcy Judge
District of South Carolina

**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 APPROVING APPLICATION
FOR SETTLEMENT AND COMPROMISE**

The matter before the Court is the Notice and Application of Settlement and Compromise (the "Application"). Pursuant to the Application, The Cliffs Club and Hospitality Group, Inc. and its affiliated debtors in the above-captioned cases, as debtors and debtors-in-possession (the "Debtors") and Wells Fargo Bank, National Association as Indenture Trustee (the "Indenture Trustee") seek Court approval to enter into the Stipulation Regarding Bar Date Motion annexed hereto.

WHEREAS, the Debtors have represented that (1) given the efficiencies involved in addressing the issues under the Stipulation, the Debtors and Indenture Trustee believe that the approval of the Stipulation as set forth therein and in the Application is in the best interest of the Debtors' estates and their beneficiaries, is reasonable, and should be approved in accordance with the Bankruptcy Code and Rules, including Rule 9019 of the Federal Rules of Bankruptcy Procedure; and (2) the Debtors have served the Application on all applicable parties requesting

¹ The Debtors, followed by the last four digits of their respective taxpayer identification numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. (6338); CCHG Holdings, Inc. (1356); The Cliffs at Mountain Park Golf & Country Club, LLC (2842); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898); The Cliffs at High Carolina Golf & Country Club, LLC (7576); The Cliffs at Glassy Golf & Country Club, LLC (6559); The Cliffs Valley Golf & Country Club, LLC (6486); and Cliffs Club & Hospitality Service Company, LLC (9665).

notices under Rule 2002 and other parties in interest; and

WHEREAS, any party wishing to object to the Application was given ample and reasonable opportunity to do so and an opportunity for a hearing, and notice was appropriate under the circumstances; and

WHEREAS, the Court, finding that the relief requested in the Application is in the best interest of the Debtors' estates, hereby overrules any objections that may have been filed or presented prior to or at any hearing on the matter, and it is hereby

ORDERED, ADJUDGED, and DECREED THAT:

A. The Stipulation Regarding Bar Date Motion (the "Stipulation") set forth in the Application is hereby approved in its entirety in accordance with the Bankruptcy Code and Rules, including Rule 9019 of the Federal Rules of Bankruptcy Procedure.

B. The Debtors are hereby authorized to enter into the Stipulation and may take any actions necessary or desirable to consummate the Stipulation and all such actions taken before the date hereof are ratified and approved hereby.

C. The Court shall retain jurisdiction to hear and determine all matters arising from and related to implementation of this Order.

AND IT IS SO ORDERED.