

Exhibit “E”

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

In re:

CCHG Liquidation Co.,

Debtor.

CHAPTER 11

Case No. 12-01220

Substantively Consolidated

**STATEMENT OF ATTORNEY COMPENSATION PURSUANT TO
BANKRUPTCY RULE 2016(a)**

COMES NOW, McKenna Long & Aldridge LLP (“Applicant”), attorneys for The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors (the “Debtors”)¹ and, pursuant to Fed. R. Bankr. P. 2016(a), hereby states that:

1. The undersigned is legal counsel for the Debtors in their Chapter 11 bankruptcy cases.
2. The detailed statements setting forth the services rendered, the time expended and expenses incurred with respect to the representation of the Debtors in connection with their bankruptcy cases are set forth in Exhibits “B-1” through “B-6” to the Final Fee Application of

¹ The Debtors (now substantively consolidated as a single debtor), 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. n/k/a CCHG Liquidation Co. (6338) (12-01220); CCHG Holdings, Inc. (1356) (12-01223); The Cliffs at Mountain Park Golf & Country Club, LLC n/k/a CCHG Liquidation Co. II, LLC (2842) (12-01225); The Cliffs at Keowee Vineyards Golf & Country Club, LLC n/k/a CCHG Liquidation Co. III, LLC (5319) (12-01226); The Cliffs at Walnut Cove Golf & Country Club, LLC n/k/a CCHG Liquidation Co. IV, LLC (9879) (12-01227); The Cliffs at Keowee Falls Golf & Country Club, LLC n/k/a CCHG Liquidation Co. V, LLC (3230) (12-01229); The Cliffs at Keowee Springs Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VI, LLC (2898) (12-01230); The Cliffs at High Carolina Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VII, LLC (7576) (12-01231); The Cliffs at Glassy Golf & Country Club, LLC n/k/a CCHG Liquidation Co. VIII, LLC (6559) (12-01234); The Cliffs Valley Golf & Country Club, LLC n/k/a CCHG Liquidation Co. IX, LLC (6486) (12-01236); and Cliffs Club & Hospitality Service Company, LLC n/k/a CCHG Liquidation Co. X, LLC (9665) (12-01237).

McKenna Long & Aldridge LLP for Allowance of Compensation and Reimbursement of Expenses filed by Applicant (the "Application").

3. With respect to the attorneys' fees and expenses agreed to by the Debtors:

(a) The Debtors have agreed to Applicant's customary fees calculated at the applicable billable rate multiplied by the number of hours expended for legal services rendered or to be rendered in contemplation of or in connection with the Debtors' bankruptcy cases.

(b) By this Application, Applicant submits its invoices in the total amount of \$1,445,198.38 (\$1,411,483.00 in fees and \$33,715.38 in expenses) for services performed and expenses incurred during the Final Fee Application Period for which Applicant seeks approval as an administrative expense. In accordance with the Monthly Compensation Order, Applicant has received and applied \$1,322,676.38 in payments during the Final Fee Application Period, representing 80% of Applicant's fees and 100% of Applicant's expenses requested. As of the date of this Application, Applicant has an outstanding balance of \$122,522.00 in fees for the Final Fee Application Period. Applicant notes that, on September 27, 2012, the Debtors inadvertently paid Applicant 100% of the fees requested for Applicant's August 2012 invoice, instead of 80% of Applicant's fees in accordance with the Monthly Compensation Order, representing an inadvertent overpayment of \$39,963.70. For convenience, and by agreement, Applicant has retained possession of such overpayment, but Applicant has not applied it to any of Applicant's outstanding invoices. Applicant will apply such payment to its outstanding invoices only upon

entry of an order approving this Application, leaving a final payment due of \$82,558.30.

4. Applicant has received no transfer, assignment or pledge of property in these cases other than the payment of \$1,322,676.38 in fees and expenses in these cases, as authorized by prior Court Order.

5. Applicant has not shared or agreed to share with any other person any compensation paid or to be paid except pursuant to the partnership agreement of Applicant.

This 15th day of October, 2012.

MCKENNA LONG & ALDRIDGE LLP

s/ J. Michael Levengood

Gary W. Marsh

Georgia Bar No. 471290

J. Michael Levengood

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