

U.S. BANKRUPTCY COURT  
District of South Carolina

Case Number:12-01220-W

Order Granting Final Compensation to Attorney

The relief set forth on the following pages, for a total of 3 pages including this page, is hereby **ORDERED**.

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**FILED BY THE COURT**  
**11/13/2012**



Entered: 11/13/2012

A handwritten signature in cursive script that reads "John E. Waite". The signature is written in black ink and is positioned above a horizontal line.

Chief US Bankruptcy Judge  
District of South Carolina

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

In re ) Case No. 12-01220-W  
CCHG Liquidation Co. ) Jointly Administered  
)  
) Chapter 11  
) Order Allowing Final  
Debtor(s) ) 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, seeking the allowance of final 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 John B Butler III, be allowed for the Application Period beginning March 7, 2012, and ending October 15, 2012, final compensation in the total amount of \$57,320.00 and expenses in the total amount of \$1,485.96. This sum includes \$847.25 in fees and costs incurred since August 23, 2012, in the course of responding to Member inquiries regarding the status of the case and preparing and filing the Final Fee Applications of Applicant and Bingham McCutchen and for which no separate Fee Application was filed. Debtors are hereby authorized and directed to immediately pay Applicant the unpaid balance of amounts awarded and due.

Certificate of Notice Page 4 of 5  
United States Bankruptcy Court  
District of South Carolina

In re:  
CCHG Liquidation Co.  
Debtor

Case No. 12-01220-jw  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0420-7

User: brooks  
Form ID: pdf01

Page 1 of 2  
Total Noticed: 2

Date Rcvd: Nov 13, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Nov 15, 2012.

db +CCHG Liquidation Co., 3598 Highway 11, Travelers Rest, SC 29690-3598  
aty +Gary W Marsh, McKenna Long & Aldridge LLP, 303 Peachtree Street NE, Suite 5300,  
Atlanta, GA 30308-3265

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

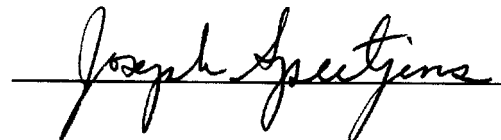
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Nov 15, 2012

Signature:



District/off: 0420-7

User: brooks  
Form ID: pdf01

Page 2 of 2  
Total Noticed: 2

Date Rcvd: Nov 13, 2012

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on November 13, 2012 at the address(es) listed below:

A. Todd Darwin on behalf of Creditor Georgia Bridge & Dock, Inc. tdarwin@holcombebomar.com, rmitchell@holcombebomar.com  
B. Lindsay Crawford on behalf of Creditor Rodolfo Stern and Tania Stern wayne@crawfordvk.com, lindsay@crawfordvk.com  
BMC Group, Inc. bmc-cliffs@bmcgroup.com  
Barbara George Barton on behalf of Creditor Daniel & Catherine Goldberg bbarton@bartonlawsc.com, cbrimm@bartonlawsc.com;afloyd@bartonlawsc.com;khandrook@bartonlawsc.com;phunt@bartonlawsc.com  
Bryan E. Bates on behalf of Debtor CCHG Liquidation Co. bbates@mckennalong.com, krohling@mckennalong.com  
Charles W Azano on behalf of Creditor Wells Fargo Bank, National Association cwazano@mintz.com  
Dana Elizabeth Wilkinson on behalf of Debtor CCHG Holdings, Inc. danawilkinson@charter.net, dweceffmail@gmail.com  
Daniel S Bleck on behalf of Creditor Wells Fargo Bank, National Association dsbleck@mintz.com  
Elizabeth J. Philp on behalf of Creditor Wells Fargo Bank, National Association lphilp@mcnair.net, rmobleymcncnair.net  
Fair Harbor Capital, LLC vknox.fh@verizon.net  
George L. Clauer on behalf of Creditor Ellis McCracken gc\_clauerlaw@bellsouth.net  
J. Ronald Jones on behalf of Creditor Mitel Leasing, Inc. rjones@clawsonandstaubes.com, bessex@clawsonandstaubes.com  
James E. Sterling on behalf of Attorney Daniel McCollum sterling@smithjordan.com  
James W. Sheedy on behalf of Creditor GE Capital jimsheedy@driscollsheedy.com, sdriscoll@driscollsheedy.com  
Jane H. Downey on behalf of Creditor William & Flonnie Shaw jane@mttlaw.com, jessica@mttlaw.com;corey@mttlaw.com  
John B. Butler on behalf of Creditor Cliffs Members AD Hoc Group, Inc. jbbiii@bellsouth.net  
John M. Levengood on behalf of Debtor CCHG Liquidation Co. mlevengood@mckennalong.com, sbrooks@mckennalong.com;gmarsh@mckennalong.com;bbates@mckennalong.com  
Jonathan B Alter on behalf of Interested Party Unsecured Creditors Committee jonathan.alter@bingham.com, linda.miller@bingham.com  
Joseph F. Buzhardt on behalf of U.S. Trustee US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov, robert.b.doyle@usdoj.gov  
Julio E. Mendoza on behalf of Interested Party Carlile Development Company, LLC rmendoza@nexsenpruet.com, ecf@nexsenpruet.com  
Linda Barr on behalf of U.S. Trustee US Trustee's Office linda.k.barr@usdoj.gov  
Louise M. Johnson on behalf of Creditor William and Elaine Clear cjohnson@hsblawfirm.com, chaffer@hsblawfirm.com  
Malinda McAleer Pennington on behalf of Creditor Hawkins Nursery nef@mcaleerpennington.com  
Michael Kevin McCarrell on behalf of Creditor Helena Chemical Company kevin.mccarrell@smithmoorelaw.com, betty.ward@smithmoorelaw.com;kim.harmstad@smithmoorelaw.com  
Michael M. Beal on behalf of Creditor Wells Fargo Bank, National Association mbeal@mcnair.net, astokes@mcnair.net  
Nancy E. Johnson on behalf of Creditor NewLife Turf, Inc. nej@njohnson-bankruptcy.com, notices4nej@njohnson-bankruptcy.com  
R. Geoffrey Levy on behalf of Interested Party Keowee Falls Investment Group, LLC, A Corporation llfecf@levylawfirm.org, levylawecf@gmail.com,whitney@levylawfirm.org  
Randy A. Skinner on behalf of Interested Party James Anthony main@skinnerlawfirm.com, amy@skinnerlawfirm.com;candis@skinnerlawfirm.com;karen@skinnerlawfirm.com  
Ricoh Americas Corporation jennifer.orenstein@ricoh-usa.com  
Robert A. Kerr on behalf of Creditor Deere Credit Inc robertkerr@mvalaw.com, melissaaltman@mvalaw.com  
Rory D. Whelehan on behalf of Creditor Keowee Investment Properties, LLC rwhelehan@wcsr.com, kpedersoli@wcsr.com  
Tara E. Nauful on behalf of Creditor US Foods, Inc. tnauful@hsblawfirm.com, ccarter@hsblawfirm.com  
Thomas L. Ogburn on behalf of Creditor TCF Equipment Finance, Inc. togburn@poynerspruill.com, dfurr@poynerspruill.com  
Tobias G. Ward on behalf of Creditor Worthington Hyde Partners-II, L.P. tw@tobywardlaw.com  
Townes B. Johnson on behalf of Creditor Morgan Concrete Co. johnson@conlaw.com, moser@conlaw.com;townesjohnson@gmail.com  
US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov  
William L Rothschild on behalf of Interested Party Carlile Development Company, LLC br@orrem.com

TOTAL: 37