

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

_____)	
In re:)	Chapter 11
)	
CCHG Liquidation Co.,)	Case No. 12-01220-JW
)	
Debtor.)	Substantively Consolidated
_____)	

**ORDER GRANTING SECOND AND FINAL APPLICATION FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES OF BINGHAM MCCUTCHEN LLP AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

This matter comes before the Court on the second and final fee application (the “**Application**”)¹ of Bingham McCutchen LLP (“**Bingham**”) for professional services rendered and expenses incurred by Bingham during the period of March 7, 2012 to October 15, 2012. The deadline to object to the Application was November 5, 2012. No objections to the Application were filed prior to the objection deadline.

The bankruptcy cases of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors (the “Debtors”) were complex Chapter 11 cases involving numerous parties holding significant secured and unsecured claims against the Debtors. Bingham served as counsel for the Official Committee of Unsecured Creditors (the “Committee”) throughout these cases, and the efforts of Bingham on behalf of the Committee during the six-month administrative period of these cases played a significant role in the successful reorganization of the Debtors pursuant

¹ Capitalized terms used herein and not defined shall have the meanings set forth in the Application.

to that certain First Amended and Restated Joint Chapter 11 Plan dated June 30, 2012, as amended (the “Plan”), which Plan was confirmed by Order of this Court entered on August 17, 2012. Pursuant to the confirmed Plan, substantial sums of secured and unsecured claims against the Debtors have been or will be paid, and the Debtors’ golf and country clubs remain in operation under new ownership, thereby: (i) preserving hundreds of jobs of club employees; (ii) ensuring that preeminent golf, social and wellness services continue to be provided to over two thousand members of the clubs; and (iii) preserving significant real estate asset values in and around the Debtor’s clubs.

Based on the Application and the record in this case, it is hereby

ORDERED, that pursuant to 11 U.S.C. §§ 330 and 331 and in respect of the Application, the Court hereby grants to Bingham with respect to the Current Interim Period final allowance and approval of compensation in the amount of \$190,706.50 and reimbursement of actual and necessary expenses in the amount of \$5,568.59; and it is further

ORDERED that pursuant to 11 U.S.C. §§ 330 and 331 and in respect of the Application, the Court hereby grants to Bingham with respect to the Prior Interim Period final allowance and approval of compensation in the amount of \$244,882.50 and reimbursement of actual and necessary expenses in the amount of \$7,376.34; and it is further

ORDERED that pursuant to 11 U.S.C. §§ 330 and 331 and in respect of the Application, the Court hereby grants to Bingham with respect to the Final Application Period an aggregate final allowance of compensation in the amount of \$435,589.00 and reimbursement of actual and necessary expenses in the amount of \$12,944.93 for combined total fees and expenses of \$448,533.93; and it is further

ORDERED that Bingham is hereby authorized to retain and apply to the foregoing award the amount of payments received in respect of the Final Application Period; and it is further

ORDERED that the Debtor is authorized and directed immediately to pay to Bingham the unpaid balance of amounts awarded in respect of the Final Application Period.

**FILED BY THE COURT
11/19/2012**



Entered: 11/19/2012

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

Chief US Bankruptcy Judge
District of South Carolina