

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

Case No. 12-01220

**ORDER APPROVING DEBTOR'S OMNIBUS OBJECTION TO THE ALLOWANCE  
OF CLUB MEMBER AND NOTE HOLDER CLAIMS FILED AS SECURED,  
PRIORITY, AND/OR ADMINISTRATIVE CLAIMS, WHICH CLAIMS ARE SUBJECT  
TO TREATMENT AND SATISFACTION UNDER CLASS 1 AND/OR CLASS 7 UNDER  
THE CONFIRMED PLAN**

The relief set forth on the following pages, for a total of 4 pages including this page, is hereby ORDERED.

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

**IN RE:**

**CCHG Liquidation Co.,**

**Debtor**

**CHAPTER 11**

**Case No. 12-01220**

**Substantively Consolidated**

**ORDER APPROVING DEBTOR'S OMNIBUS OBJECTION TO THE ALLOWANCE  
OF CLUB MEMBER AND NOTE HOLDER CLAIMS FILED AS SECURED,  
PRIORITY, AND/OR ADMINISTRATIVE CLAIMS, WHICH CLAIMS ARE SUBJECT  
TO TREATMENT AND SATISFACTION UNDER CLASS 1 AND/OR CLASS 7 UNDER  
THE CONFIRMED PLAN**

Upon the Objection [Docket Entry # 782] (the "Objection")<sup>1</sup> of CCHG Liquidation Co., the above-captioned substantively consolidated debtor (the "Debtor"), requesting the entry of an order disallowing the claims listed on Exhibit A of the Objection as filed in the chapter 11 cases of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors;<sup>2</sup> the Court having jurisdiction to consider the Objection and the relief requested therein; due notice of the Objection and opportunity for a hearing thereon having been given to all parties entitled thereto, as listed in the certificate of service filed in connection with the Objection and notice of hearing thereon; it

<sup>1</sup> Capitalized terms not defined herein shall have the meaning ascribed thereto in the Objection.

<sup>2</sup> The debtors (now substantively consolidated as the 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).

appearing that no other or further notice need be provided; the deadline to respond to the Objection having passed, and no objections having been filed or asserted, excepting only that claimant Richard Headley filed an objection to the Debtor's objection to his claim number 1328; the Court having determined that the relief sought in the Objection is in the best interests of the Debtors' now substantively consolidated bankruptcy estate, its creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED as follows:

1. The Objection is GRANTED, as follows.
2. The claims listed on Exhibit A of the Objection, excepting only claim number 1328 filed by Richard Headley, are disallowed as filed. The claims listed on Exhibit A of the Objection, excepting only claim number 1328 filed by Richard Headley, are subject to the provisions of the confirmed First Amended and Restated Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor dated June 30, 2012, as amended [Docket Entry No. 616, Ex. A] governing the treatment and satisfaction of Class 1 claims (applicable to Note Holder Claims) and Class 7 claims (applicable to Club Member Claims), and are otherwise satisfied pursuant to such treatment.
3. The ultimate approval or denial of the Debtor's objection to claim number 1328 filed by Richard Headley shall be governed by separate Order of this Court.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

AND IT IS SO ORDERED.

**PREPARED AND PRESENTED BY:**

/s/ Däna Wilkinson  
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District Court I.D. No. 4663  
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