

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

**IN RE:**

**CCHG Liquidation Co.,**

**Debtor**

**CHAPTER 11**

**Case No. 12-01220**

**Substantively Consolidated**

**CCHG Liquidation Co.,**

**Movant,**

**v.**

**Contested Matter**

**Agricredit Acceptance LLC, - Claim Nos. 842,  
843, 844 and 845**

**Respondent**

**DEBTOR'S OBJECTION TO THE ALLOWANCE OF CLAIM NOS. 842, 843, 844 AND  
845 FILED BY AGRICREDIT ACCEPTANCE LLC**

COMES NOW CCHG Liquidation Co., the above-captioned substantively consolidated debtor (the "Debtor"), and hereby objects (this "Objection") to the allowance of claims filed by Agricredit Acceptance LLC ("Agricredit") in the chapter 11 cases of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors.<sup>1</sup> In support of this Objection, the Debtor shows the Court as follows:

<sup>1</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-

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### **I. Relief Requested**

1. By this Objection, the Debtor respectfully requests the entry of an order, pursuant to Section 502 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 3007, disallowing claims filed by Agricredit.

### **II. Jurisdiction**

2. This Court has jurisdiction over this Objection under 28 U.S.C. § 1334. Venue of this proceeding is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

### **III. Background**

3. On February 28, 2012 (the “Petition Date”), The Cliffs Club & Hospitality Group, Inc. and its above-shown affiliated debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

4. On March 12, 2012, the United States Trustee appointed the Official Committee of Unsecured Creditors (the “Committee”) pursuant to that certain Fourth Amended Appointment of Committee of Unsecured Creditors [Docket Entry No. 141]. No trustee or examiner has been appointed.

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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).

5. On April 10, 2012, the Court established May 31, 2012 (the “Claims Bar Date”) as the deadline for non-governmental-entity creditors wishing to assert pre-petition claims against the debtors to file their proofs of claim with BMC Group, Inc., the claims and noticing agent (the “Claims Agent”) [Docket Entry No. 278].

6. On or about May 23, 2012, Agricredit filed an unsecured non-priority claim against the debtors in the amount of \$200,471.72. The claim was assigned as claim number 842 by the Claims Agent. On or about May 23, 2012, Agricredit filed another unsecured non-priority claim against the debtors in the amount of \$9,090.92. The claim was assigned as claim number 843 by the Claims Agent. On or about May 23, 2012, Agricredit filed another unsecured non-priority claim against the debtors in the amount of \$196,479.45. The claim was assigned as claim number 844 by the Claims Agent. On or about May 23, 2012, Agricredit filed another unsecured non-priority claim against the debtors in the amount of \$222,878.47. The claim was assigned as claim number 845 by the Claims Agent (together, claims numbered 842, 843, 844 and 845 are hereinafter referred to as the “Agricredit Claims”).

7. On July 2, 2012, the debtors filed their 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] (the “Plan”) and the First Amended and Restated Disclosure Statement to Accompany the First Amended and Restated Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor [Docket Entry No. 480] (the “Disclosure Statement”).

8. On August 17, 2012, this Court entered that certain Order Confirming First Amended and Restated Joint Chapter 11 Plan filed by the Debtors and the Plan Sponsor (the “Confirmation Order”).

9. On August 31, 2012, the Debtors filed that certain Notice of Occurrence of Effective Date of Chapter 11 Plan; Limitation of Notice; and Related Matters, reflecting that the Effective Date of the Plan occurred on August 23, 2012.

10. On October 1, 2012, this Court entered that certain Order Pursuant To Confirmed Plan Amending Case Dockets To Reflect Amended Corporate Names Of Debtors And Closing Substantively Consolidated Cases.

11. The Debtor has the authority to pursue claims litigation with respect to claims filed in the debtors' bankruptcy cases. The Debtor has reviewed proofs of claim filed in the debtors' bankruptcy cases. This Objection is the result of the Debtor's review.

#### **IV. Basis for Relief Requested**

12. Claims numbered 842 and 845 assert claims relating to executory contracts between Agricredit and one of the debtors. Pursuant to the Plan, the debtors assumed their executory contracts with Agricredit, cured any amounts owing under such contracts, and assigned such contracts to the Plan Sponsor. Accordingly, the debtors have no further obligations to Agricredit with respect to those contracts, and claims numbered 842 and 845 should therefore be disallowed.

13. Claims numbered 843 and 844 assert claims relating to executory contracts between Agricredit and a third party non-debtor entity. The documents and materials submitted with claims numbered 843 and 844 reflect that none of the debtors is liable to the claimant with respect to those claims. The debtors could not have assumed and assigned such third party contracts under the Plan. The debtors have no obligations to Agricredit with respect to those non-debtor contracts; accordingly, claims numbered 843 and 844 should be disallowed.

14. Unless the Agricredit Claims are disallowed, Agricredit will receive a larger recovery than that to which it is entitled.

**V. Reservation of Rights**

15. The Debtor reserves the right to supplement this Objection and to subsequently object to the Agricredit Claims on any other appropriate ground, whether or not stated herein. In addition, the Debtor reserves the right to object to any and all other claims filed in the debtors' cases, and any other claims asserted by Agricredit.

**VI. Notice**

16. Notice of this Objection has been provided to Agricredit and each other party entitled to notice, as listed in the certificate of service filed in connection herewith. In light of the nature of the relief requested, the Debtor submits that no other or further notice is necessary.

**WHEREFORE**, the Debtor respectfully requests that this Court:

1. enter the proposed order attached hereto as Exhibit "A";
2. disallow the Agricredit Claims; and
3. grant the Debtor such other and further relief as is just and proper.

*[signature follows]*

This 29th day of March, 2013.

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**EXHIBIT "A"**

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

Case No. 12-01220

**ORDER APPROVING DEBTOR'S OBJECTION  
TO THE ALLOWANCE OF CLAIM NOS. 842, 843, 844 AND 845 FILED BY  
AGRICREDIT ACCEPTANCE LLC**

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**

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**Respondent**

**ORDER APPROVING DEBTOR'S OBJECTION  
TO THE ALLOWANCE OF CLAIM NOS. 842, 843, 844 AND 845 FILED BY  
AGRICREDIT ACCEPTANCE LLC**

Upon the Objection [Docket Entry # \_\_\_\_] (the "Objection") of CCHG Liquidation Co., the above-captioned substantively consolidated debtor (the "Debtor"), requesting the entry of an order disallowing claims filed by Agricredit Acceptance LLC in the chapter 11 cases of The Cliffs Club & Hospitality Group, Inc. and its affiliated debtors;<sup>1</sup> the Court having

<sup>1</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-

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jurisdiction to consider the Objection and the relief requested therein; a hearing having been held on \_\_\_\_\_, 2013 to consider the Objection; due notice of the Objection and hearing having been given to all parties entitled thereto, as listed in the certificate of service attached to the Objection and filed with the Court; it appearing that no other or further notice need be provided; no objections having been filed or asserted; the Court having determined that the relief sought in the Objection is in the best interests of the Debtor's 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.
2. Claim number 842 filed by Agricredit Acceptance LLC in the debtors' bankruptcy cases is disallowed.
3. Claim number 843 filed by Agricredit Acceptance LLC in the debtors' bankruptcy cases is disallowed.
4. Claim number 844 filed by Agricredit Acceptance LLC in the debtors' bankruptcy cases is disallowed.
5. Claim number 845 filed by Agricredit Acceptance LLC in the debtors' bankruptcy cases is disallowed.
6. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

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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).

AND IT IS SO ORDERED.

**PREPARED AND PRESENTED BY:**

/s/ Däna Wilkinson  
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