

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

Case No. 12-01220

**ORDER AUTHORIZING THE PAYMENT OF PREPETITION TRUST FUND TAXES  
IN THE ORDINARY COURSE OF BUSINESS**

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

**FILED BY THE COURT  
03/05/2012**



Entered: 03/05/2012

Chief US Bankruptcy Judge  
District of South Carolina

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

**In re:**

**The Cliffs Club & Hospitality Group, Inc., et  
al.,<sup>1</sup> d/b/a The Cliffs Golf & Country Club,**

**Debtors.**

**CHAPTER 11**

**Case No. 12-01220**

**Joint Administration**

**ORDER AUTHORIZING THE PAYMENT OF PREPETITION TRUST FUND TAXES  
IN THE ORDINARY COURSE OF BUSINESS**

This matter coming before the Court on the Motion for Entry of an Order Authorizing the Payment of Prepetition Trust Fund Taxes in the Ordinary Course of Business [Docket Entry No. 26] (the “Motion”),<sup>2</sup> filed by the above-captioned debtors and debtors in possession (the “Debtors”); and the Court having reviewed the Motion and the Cherry Declaration and having considered the statements of counsel and the evidence adduced with respect to the Motion at a hearing before the Court (the “Hearing”); and the Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. §§1408 and 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b) and (iv) notice of the Motion and the Hearing was sufficient under the circumstances; and after due deliberation the Court having determined that the relief requested in

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<sup>1</sup> The Debtors, followed by the last four digits of their respective taxpayer identification numbers, are as follows: The Cliffs Club & Hospitality Group, Inc. (6338); CCHG Holdings, Inc. (1356); The Cliffs at Mountain Park Golf & Country Club, LLC (2842); The Cliffs at Keowee Vineyards Golf & Country Club, LLC (5319); The Cliffs at Walnut Cove Golf & Country Club, LLC (9879); The Cliffs at Keowee Falls Golf & Country Club, LLC (3230); The Cliffs at Keowee Springs Golf & Country Club, LLC (2898); The Cliffs at High Carolina Golf & Country Club, LLC (4293); The Cliffs at Glassy Golf & Country Club, LLC (6559); The Cliffs Valley Golf & Country Club, LLC (6486); Cliffs Club & Hospitality Service Company, LLC (9665).

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

the Motion is necessary and essential for the Debtors' reorganization and such relief is in the best interests of the Debtors, their estates and their creditors; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Debtors are authorized, but not directed, to pay all Trust Fund Taxes, including, but not limited to, prepetition sales, use and other trust fund type taxes (however denominated) due and owing to all federal, state and local Taxing Authorities; provided, however, that payments authorized to be made pursuant to this Order shall not exceed \$200,000.
3. Notwithstanding anything to the contrary contained herein, any payment to be made, or authorization contained, hereunder shall be subject to the requirements imposed on the Debtors under any approved debtor in possession financing facility, any budget in connection therewith, and any order regarding the use of cash collateral.
4. Nothing in this Order or the Motion shall be construed as prejudicing any rights the Debtors may have to contest the amount or validity of any Trust Fund Tax or other trust fund-type tax obligations allegedly due to any Taxing Authority.
5. Notwithstanding the possible applicability of Rules 6003 and 6004(h) of the Federal Rules of Bankruptcy Procedure or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
6. This Court shall, and hereby does, retain jurisdiction with respect to all matters arising from or related to the implementation and interpretation of this Order.

AND IT IS SO ORDERED.

**Prepared and presented by:**

/s/ Däna Wilkinson

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/s/ J. Michael Levensgood

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