

United States Bankruptcy Court
District of Delaware

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
CORDILLERA GOLF CLUB, LLC

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):
DBA The Club at Cordillera

All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)
27-0331317

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)

Street Address of Debtor (No. and Street, City, and State):
97 Main Street
Suite E202
Edwards, CO
ZIP Code: 81632

Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code

County of Residence or of the Principal Place of Business:
Eagle

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):
ZIP Code

Mailing Address of Joint Debtor (if different from street address):
ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor (Form of Organization) (Check one box)
Individual (includes Joint Debtors)
Corporation (includes LLC and LLP)
Partnership
Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business (Check one box)
Health Care Business
Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)
Railroad
Stockbroker
Commodity Broker
Clearing Bank
Other

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)
Chapter 7
Chapter 9
Chapter 11
Chapter 12
Chapter 13
Chapter 15 Petition for Recognition of a Foreign Main Proceeding
Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Chapter 15 Debtors
Country of debtor's center of main interests:
Each country in which a foreign proceeding by, regarding, or against debtor is pending:

Tax-Exempt Entity (Check box, if applicable)
Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Nature of Debts (Check one box)
Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."
Debts are primarily business debts.

Filing Fee (Check one box)
Full Filing Fee attached
Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.
Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

Chapter 11 Debtors
Check one box:
Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
Check if:
Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).
Check all applicable boxes:
A plan is being filed with this petition.
Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information
Debtor estimates that funds will be available for distribution to unsecured creditors.
Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors
1-49, 50-99, 100-199, 200-999, 1,000-5,000, 5,001-10,000, 10,001-25,000, 25,001-50,000, 50,001-100,000, OVER 100,000

Estimated Assets
\$0 to \$50,000, \$50,001 to \$100,000, \$100,001 to \$500,000, \$500,001 to \$1 million, \$1,000,001 to \$10 million, \$10,000,001 to \$50 million, \$50,000,001 to \$100 million, \$100,000,001 to \$500 million, \$500,000,001 to \$1 billion, More than \$1 billion

Estimated Liabilities
\$0 to \$50,000, \$50,001 to \$100,000, \$100,001 to \$500,000, \$500,001 to \$1 million, \$1,000,001 to \$10 million, \$10,000,001 to \$50 million, \$50,000,001 to \$100 million, \$100,000,001 to \$500 million, \$500,000,001 to \$1 billion, More than \$1 billion

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>		<p>Name of Debtor(s): CORDILLERA GOLF CLUB, LLC</p>	
<p>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</p>			
<p>Location Where Filed: - None -</p>	<p>Case Number:</p>	<p>Date Filed:</p>	
<p>Location Where Filed:</p>	<p>Case Number:</p>	<p>Date Filed:</p>	
<p>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</p>			
<p>Name of Debtor: - None -</p>	<p>Case Number:</p>	<p>Date Filed:</p>	
<p>District:</p>	<p>Relationship:</p>	<p>Judge:</p>	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
<p>Exhibit C</p>			
<p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No.</p>			
<p>Exhibit D</p>			
<p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p>			
<p>Information Regarding the Debtor - Venue (Check any applicable box)</p>			
<p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>			
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)</p>			
<p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="margin-left: 40px;">_____ (Name of landlord that obtained judgment)</p> <p style="margin-left: 40px;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(i)).</p>			

Voluntary Petition
(This page must be completed and filed in every case)

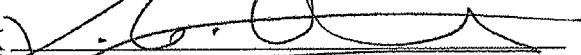
Name of Debtor(s):
CORDILLERA GOLF CLUB, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X 
Signature of Attorney for Debtor(s)

Joseph M. Barry, SBN 4221
Printed Name of Attorney for Debtor(s)

Young Conaway Stargatt & Taylor, LLP
Firm Name
1000 N. King Street
Wilmington, DE 19801

Address

Email: jbarry@ycst.com

302-571-6600 Fax: 302-571-1253

Telephone Number

6/26/12
Date

Date

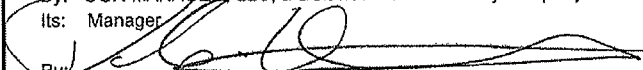
*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X **CORDILLERA GOLF CLUB, LLC**
By: **CGH MANAGER, LLC, a Delaware limited liability company**
Its: **Manager**


By: _____
David A. Wilhelm
Its: **Manager**

June 26, 2012
Date

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

WRITTEN CONSENT OF THE SOLE MEMBER AND MANAGER

OF

CORDILLERA GOLF CLUB, LLC

June 21, 2012

CORDILLERA GOLF HOLDINGS, LLC, being the sole member (the "Member") of CORDILLERA GOLF CLUB, LLC a Delaware limited liability company (the "Company"), and CGH MANAGER, LLC, being the sole manager (the "Manager") of the Company, hereby make and consent to the following resolutions and waive the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member and the Manager, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, have determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member and the Manager, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that each of the Manager; David A. Wilhelm, as the sole manager and as the Chief Executive Officer and President of the Manager, on behalf of the Manager, and as Chairman of the Company, on behalf of the Company; and Dan L. Fitchett, Jr., as the Chief Executive Officer of the Company, on behalf of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons"), are each hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code ("Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Foley & Lardner LLP be and is hereby engaged as attorneys for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the Company, and each Authorized Person, on behalf of the Company, and such other officers of the Company as the Manager shall from time to time designate, and any employees or agents (including counsel) designated by or directed by the Manager, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to the terms negotiated, or to be negotiated, by the Manager and/or such other officers of the Company, including under debtor in possession credit facilities or relating to the use of cash collateral; (ii) to enter into any guarantees and to pledge and grant liens on the Company's assets as may be contemplated by or required under the terms of such post-petition financing or cash collateral agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that the Company, and each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, and any employees or agents (including counsel) designated by or directed by the Manager, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he, she or it deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that the Company, and each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, appraisers, chief restructuring officers, and other professionals in connection with the Chapter 11 Case;

RESOLVED, that the Company, and each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, and any employees or agents (including counsel) designated by or directed by the Manager, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other

action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, the Company, and each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that the Company, and each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as the Authorized Persons or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as the Authorized Persons or such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as the Authorized Persons or such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of the Authorized Persons or such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other actions as may be required or as the Authorized Persons or such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Manager shall from time to time designate, be, and hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as the Manager has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

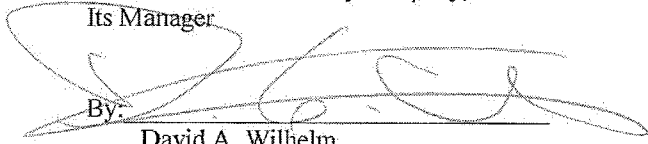
RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.

IN WITNESS WHEREOF, this Written Consent shall be effective as of June 21, 2012.

MEMBER:

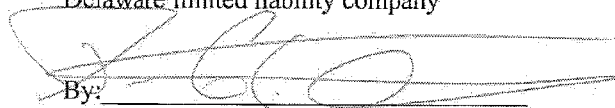
CORDILLERA GOLF HOLDINGS, LLC, a
Delaware limited liability company

By: CGH MANAGER, LLC, a
Delaware limited liability company,
Its Manager

By: 
David A. Wilhelm
Its: Manager

MANAGER:

CGH MANAGER, LLC, a
Delaware limited liability company

By: 
David A. Wilhelm
Its: Manager

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

CORDILLERA GOLF CLUB, LLC¹
dba The Club at Cordillera,

Debtor.

Chapter 11

Case No _____

LIST OF CREDITORS HOLDING TWENTY LARGEST UNSECURED CLAIMS

CORDILLERA GOLF CLUB, LLC dba The Club at Cordillera, the debtor and debtor-in-possession herein (the "Debtor"), filed a voluntary petition in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code"). This list of creditors holding the twenty (20) largest unsecured claims (the "Top 20 List") has been prepared from the Debtor's books and records as of June 26, 2012. 2010.

The Top 20 List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtor's chapter 11 case. The Top 20 List does not include: (1) persons who come within the definition of an "insider" set forth in section 101(31) of the Bankruptcy Code; or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest unsecured claims.

The information presented in the Top 20 List shall not constitute an admission by, nor is it binding on, the Debtor. The information presented herein, including, without limitation (a) the failure of the Debtor to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured does not constitute an admission by the Debtor that any secured creditors listed hold any deficiency claims, nor does it constitute a waiver of the Debtor's rights to contest the validity, priority, nature, characterization and/or amount of any claim.

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
1. THE RUSH FAMILY TRUST UTD MAY 8, 1985 JEFFREY L. RUSH 12348 HIGH BLUFF DRIVE, SUITE 100 SAN DIEGO, CA 92130	JEFFREY L. RUSH, TRUSTEE OF THE RUSH FAMILY TRUST UTD MAY 8, 1985 Attn: Evan Stone, Esq. 12348 HIGH BLUFF DRIVE, SUITE 100 San Diego, CA 92130 PH: 858-350-1950 FAX: 858-794-1910	Guaranty	Contingent Unliquidated Disputed	\$2,500,000.00
2. EAGLE COUNTY TREASURER P.O. BOX 479 EAGLE, CO 81631	EAGLE COUNTY TREASURER ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. BOX 479 EAGLE, CO 81631 PH 970-328-8640 FAX: 970-328-8679	Personal Property Taxes	Contingent Unliquidated Disputed	\$66,249.12
3. THOMAS GENSHAFT 39 BOOMERANG ROAD SUITE 8130 ASPEN, CO 81611	THOMAS GENSHAFT 39 BOOMERANG ROAD ASPEN, CO 81611 PH: 970-544-5900 FAX: 970-544-4849	Legal Services	Contingent Unliquidated Disputed	\$64,344.27
4. COX, CASTLE & NICHOLSON LLP 2049 CENTURY PARK EAST, 28TH FLOOR LOS ANGELES, CA 90007- 3284	COX, CASTLE & NICHOLSON LLP ATTN: PRESIDENT, OFFICER OR MANAGING AGENT 2049 CENTURY PARK EAST, 28TH FLOOR LOS ANGELES, CA 90007-3284 PH: 310-284-2200 FAX: 310-284-2100	Legal Services	Contingent Unliquidated Disputed	\$55,988.23
5. GREENBERG TRAURIG 5100 TOWN CENTER CIRCLE SUITE 400 BOCA RATON, FL 33486	GREENBERG TRAURIG ATTN: PRESIDENT, OFFICER OR MANAGING AGENT 5100 TOWN CENTER CIRCLE SUITE 400 BOCA RATON, FL 33486 PH: 561-955-7660 FAX: 561-362-8803	Legal Services	Contingent Unliquidated Disputed	\$49,631.31
6. CERES DESIGN & ARBORSCAPE LLC dba LAND DESIGNS BY ELLISON P.O. Box 2134 EAGLE, CO 81631-2134	CERES DESIGN & ARBORSCAPE LLC dba LAND DESIGNS BY ELLISON ATTN: PRESIDENT, OFFICER OR MANAGING AGENT EAGLE, CO 81631-2134 PH: 970-328-6080 FAX: 970-328-6084	Vendor	Contingent Unliquidated Disputed	\$29,262.00
7. COLLETT ENTERPRISES, INC. P.O. Box 439 GYPSUM, CO 81637	COLLETT ENTERPRISES, INC. ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. Box 439 GYPSUM, CO 81637 PH: 970-524-7777 FAX: 970-524-7775	Utility - Fuel	Contingent Unliquidated Disputed	\$27,622.19

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
8. HOLY CROSS ELECTRIC ASSOC, INC P O DRAWER 2150 GLENWOOD SPRINGS, CO 81602-2150	HOLY CROSS ELECTRIC ASSOC, INC ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P O DRAWER 2150 GLENWOOD SPRINGS, CO 81602- 2150 PH: 970-945-5491 FAX: 970-945-4081	Utility	Contingent Unliquidated Disputed	\$23,340.81
9. WINFIELD SOLUTIONS, LLC P.O. BOX 847278 DALLAS, TX 75284-7278	WINFIELD SOLUTIONS, LLC ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. BOX 847278 DALLAS, TX 75284-7278 PH: 303-371-5915 FAX: 970-535-4467	Vendor	Contingent Unliquidated Disputed	\$19,805.07
10. CVC PROPERTY OWNERS ASSN DIANE P.O. Box 2787 EDWARDS, CO 81632	CVC PROPERTY OWNERS ASSN Attn: DIANE P.O. Box 2787 EDWARDS, CO 81632 PH: 970-926-6060 FAX: 970-926-6040	Home Owners' Association	Contingent Unliquidated Disputed	\$18,721.00
11. LL JOHNSON DISTRIB. CO. John Knott 4700 HOLLY STREET DENVER, CO 80216	LL JOHNSON DISTRIB. CO. Attn: JOHN KNOTT 4700 HOLLY STREET DENVER, CO 80216 PH: 303-320-1270 FAX: 303-355-8250	Vendor	Contingent Unliquidated Disputed	\$18,696.59
12. CENTURYLINK, INC. P.O. Box 4300 CAROL STREAM, IL 60197- 4300	CENTURYLINK, INC. ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. Box 4300 CAROL STREAM, IL 60197-4300 PH: 800-201-4102 FAX: 318-362-1252	Utility - Telephone	Contingent Unliquidated Disputed	\$13,336.62
13. RIVER CENTRE DEVELOPMENT, LLC DAN SIEFERS 27 MAIN STREET EDWARDS, CO 81632	RIVER CENTRE DEVELOPMENT, LLC ATTN: DAN SIEFERS 27 MAIN STREET EDWARDS, CO 81632 PH: 970-926-0606 FAX: 970- 926-0616	Landlord	Contingent Unliquidated Disputed	\$11,098.45
14. US DEPT OF THE INTERIOR BUREAU OF RECLAMATION GREAT PLAINS P.O. BOX 301506 LOS ANGELES, CA 90030- 1506	US DEPT OF THE INTERIOR BUREAU OF RECLAMATION GREAT PLAINS ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. BOX 301506 LOS ANGELES, CA 90030-1506 PH: 406-247-7689 FAX: 970-663-3212	Utility - Water	Contingent Unliquidated Disputed	\$7,781.50

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
15. ACUSHNET COMPANY P.O. Box 88111 CHICAGO, IL 60695-1111	ACUSHNET COMPANY ATTN: PRESIDENT, OFFICER OR MANAGING AGENT P.O. Box 88111 CHICAGO, IL 60695-1111 PH: 800-225-8500 FAX: 508-797-3913	Vendor	Contingent Unliquidated Disputed	\$7,282.39
16. CALLAWAY GOLF, INC. ATTN: JOYCE P.O. Box 9002 CARLSBAD, CA 92018-9002	CALLAWAY GOLF, INC. ATTN: JOYCE P.O. Box 9002 CARLSBAD, CA 92018-9002 PH: 800-228-2767 FAX: 760-930-5048	Vendor	Contingent Unliquidated Disputed	\$7,162.63
17. ARAPAHOE PUMPING SYSTEMS ATT: JAY FOLK DIV OF JAY B. FOLK P.O. BOX 3482 LITTLETON, CO 80161	ARAPAHOE PUMPING SYSTEMS ATTN: JAY FOLK DIV OF JAY B. FOLK P.O. BOX 3482 LITTLETON, CO 80161 PH: 303-794-8344 FAX: 303-797-2086	Vendor	Contingent Unliquidated Disputed	\$6,038.15
18. DICKINSON, PRUD'HOMME, ADAMS & INGRAM, LLP 730 17TH ST, SUITE 730 DENVER, CO 80202-3504	DICKINSON, PRUD'HOMME, ADAMS & INGRAM, LLP ATTN: PRESIDENT, OFFICER OR MANAGING AGENT 730 17TH ST, SUITE 730 DENVER, CO 80202-3504 PH: 303-571-4428 FAX: 303-571-1604	Legal Services	Contingent Unliquidated Disputed	\$5,557.89
19. TAYLOR MADE, INC. TAYLOR MADE, ADIDAS GOLF CO., I FILE 56431 LOS ANGELES, CA 90074- 6431	TAYLOR MADE, INC. TAYLOR MADE, ADIDAS GOLF CO., ATTN: PRESIDENT, OFFICER OR MANAGING AGENT 5545 FERMI COURT CARLSBAD, CA 92008-7324 PH: 800-888-2582 FAX: 800-381-6848	Vendor	Contingent Unliquidated Disputed	\$5,288.62
20. COLORADO MOTOR PARTS **11678** ATTN: Susan P O BOX 186 FRISCO, CO 80443	COLORADO MOTOR PARTS **11678** ATTN: SUSAN P O BOX 186 FRISCO, CO 80443 PH: 970-668-8673 FAX: 970-668-8147	Vendor	Contingent Unliquidated Disputed	\$4,805.06

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)
)
CORDILLERA GOLF CLUB, LLC¹ dba The) Case No _____
Club at Cordillera,)
)

Debtor.)

**DECLARATION REGARDING LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

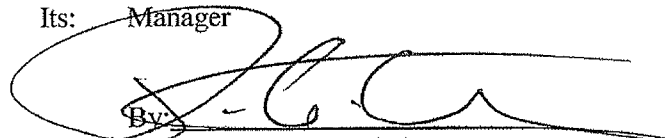
I, the undersigned authorized officer of Cordillera Golf Club, LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 20 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 26, 2012
Edwards, Colorado

CORDILLERA GOLF CLUB, LLC

By: CGH MANAGER, LLC, a
Delaware limited liability company

Its: Manager



By: David A. Wilhelm

Its: Manager

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)
)
 CORDILLERA GOLF CLUB, LLC¹ dba The) Case No _____
 Club at Cordillera,)
)
 _____ Debtor.)

LIST OF EQUITY SECURITY HOLDERS

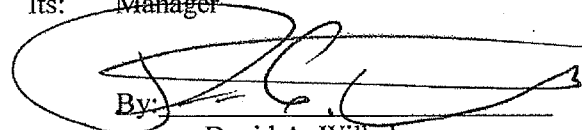
The following lists the equity security holders of Cordillera Golf Club, LLC, named as the debtor in this case, as of the date hereof. This list is being filed pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

<u>Equity Security Holder</u>	<u>Address</u>	<u>Number & Kind of Interest</u>
Cordillera Golf Holdings, LLC	97 Main Street, Suite E-202 Edwards, Colorado 81632	100% Membership Interest

Dated: June 25, 2012
Edwards, Colorado

CORDILLERA GOLF CLUB, LLC

By: CGH MANAGER, LLC, a
Delaware limited liability company
Its: Manager

By: 
David A. Wilhelm
Its: Manager

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)
)
CORDILLERA GOLF CLUB, LLC¹ dba The) Case No _____
Club at Cordillera,)
)
)
)
Debtor.)

DECLARATION CONCERNING LIST OF EQUITY SECURITY HOLDERS

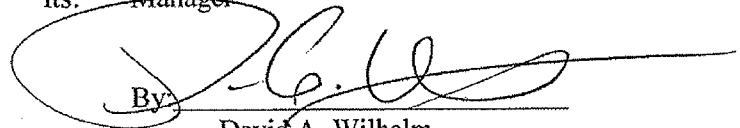
I, the undersigned authorized officer of Cordillera Golf Club, LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Equity Security Holders of Cordillera Golf Club, LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 26, 2012
Edwards, Colorado

CORDILLERA GOLF CLUB, LLC

By: CGH MANAGER, LLC, a
Delaware limited liability company

Its: Manager



By: David A. Wilhelm

Its: Manager

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)
)
CORDILLERA GOLF CLUB, LLC¹ dba The) Case No _____
Club at Cordillera,)
)
)
)
Debtor.)

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and to enable the Judges to evaluate possible disqualification or recusal, on behalf of Cordillera Golf Club, LLC ("CGC"), the undersigned certifies that the following entities directly or indirectly own 10% or more of any class of CGC's equity interests:

Cordillera Golf Holdings, LLC

Dated: June 26, 2012
Edwards, Colorado

CORDILLERA GOLF CLUB, LLC

By: CGH MANAGER, LLC, a
Delaware limited liability company

Its: Manager

By: 

David A. Wilhelm

Its: Manager

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)
)
CORDILLERA GOLF CLUB, LLC¹ dba The) Case No _____
Club at Cordillera,)
)

Debtor.)

DECLARATION CONCERNING CORPORATE OWNERSHIP STATEMENT

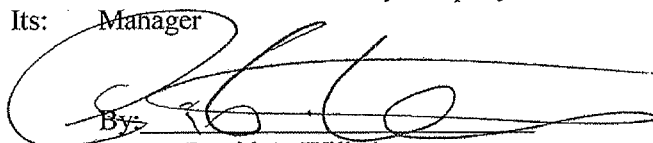
I, the undersigned authorized officer of Cordillera Golf Club, LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the Corporate Ownership Statement of Cordillera Golf Club, LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 26, 2012
Edwards, Colorado

CORDILLERA GOLF CLUB, LLC

By: CGH MANAGER, LLC, a
Delaware limited liability company

Its: Manager


By: _____
David A. Wilhelm
Its: Manager

¹ The Debtor in this chapter 11 case, employer tax identification number, is 27-0331317. The corporate headquarters address for the Debtor is 97 Main Street, Suite E202, Edwards, Colorado 81632.