

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

WESTWIND MANOR RESORT
ASSOCIATION, INC., *et al.*,¹

Debtors.

)
) Chapter 11

)
) Case No. 19-50026 (DRJ)

)
) Jointly Administered

**NOTICE OF BID DEADLINE, AUCTION AND SALE HEARING IN CONNECTION
WITH THE SALE OF CERTAIN OF THE DEBTORS' REEMS CREEK GOLF CLUB
FREE AND CLEAR OF LIENS, CLAIMS, AND ENCUMBRANCES**

PLEASE TAKE NOTICE OF THE FOLLOWING:

The above-referenced debtors and debtors-in-possession (the “Debtors”) seek to sell the assets relating to the Reems Creek Golf Club (“Reems Creek”) free and clear of any and all liens, claims, and encumbrances.

On November 14, 2019, the Bankruptcy Court for the Southern District of Texas entered an Order (A) Approving “Stalking Horse” Agreement; (B) Approving Procedures in Connection with the Sale of the Reems Creek Golf Club; (C) Scheduling the Related Auction and Hearing to Consider Approval of Sale; (D) Approving the Form and Manner of Notice Thereof; (E) Approving Breakup Fee; and (F) Granting Related Relief (the “Bidding Procedures Order”).

All interested parties are invited to make offers to purchase Reems Creek in accordance with the Bidding Procedures and the Bidding Procedures Order. Copies of the Bidding Procedures and Bidding Procedures Order may be obtained by written request to the Debtors’ counsel, Cole Schotz P.C., Michael Warner, Esq., mwarner@coleschotz.com. All interested parties should carefully read the Bidding Procedures.

The deadline to submit offers to purchase Reems Creek is December 3, 2019 at 5:00 p.m. (Central Time) (the “Bid Deadline”). Pursuant to the Bidding Procedures and the Bidding Procedures Order, if two or more Qualified Bids (as defined in the Bidding Procedures) are received on or before the Bid Deadline, the Debtors shall conduct the Auction by video

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Westwind Manor Resort Association, Inc. (7533); Warrior ATV Golf, LLC (3420); Warrior Acquisitions, LLC (9919); Warrior Golf Development, LLC (5741); Warrior Golf Management, LLC (7882); Warrior Golf Assets, LLC (1639); Warrior Golf Venture, LLC (7752); Warrior Premium Properties, LLC (0220); Warrior Golf, LLC (4207); Warrior Custom Golf, Inc. (2941); Warrior Golf Equities, LLC (9803); Warrior Golf Capital, LLC (5713); Warrior Golf Resources, LLC (6619); Warrior Golf Legends, LLC (3099); Warrior Golf Holdings, LLC (2892); and Warrior Capital Management, LLC (8233). The address of the Debtors’ corporate headquarters is 15 Mason, Suite A, Irvine, California 92618.

conference or other means acceptable to the parties commencing on December 5, 2019 at 10:00 a.m. (Central Time), to determine the highest and otherwise best bid for Reems Creek. The Auction may be adjourned or rescheduled without further notice by an announcement of the adjourned date at the Auction. The Debtors reserve the right to cancel the Auction if two or more Qualified Bids (the Stalking Horse is deemed a Qualified Bid) are not received as of the Bid Deadline.

The sale of Reems Creek to the Successful Bidder shall be presented for authorization and approval by the Court at the Sale Hearing, which is scheduled to be held on December 10, 2019 at 9:00 a.m. (Central Time) at the United States Bankruptcy Court for the Southern District of Texas, 515 Rusk Avenue, Houston, Texas 77002. The Sale Hearing may be adjourned or rescheduled without further notice by an announcement of the adjourned date at the Sale Hearing.

Objections, if any, to approval of the sale of Reems Creek to the Successful Bidder, must (i) be in writing, (ii) comply with the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas, (iii) set forth the name of the objector, (iv) state with particularity the legal and factual bases for such objection, and (v) be filed with the Clerk of the Court, United States Bankruptcy Court for the Southern District of Texas, together with proof of service thereof, and served on the following parties so as to be actually received by December 9, 2019 at 12:00 p.m. (Central Time) (the “Objection Deadline”): (i) i) Cole Schotz P.C., 301 Commerce Street, Suite 1700, Fort Worth, Texas 76102 (Attn: Michael D. Warner, Esq.) (mwarner@coleschotz.com) and (ii) counsel for the Official Committee of Unsecured Creditors Cozen O’Connor, 1201 North Market Street, Suite 1001, Wilmington, Delaware 19801 (Attn: Thomas J. Francella, Jr., Esq.) (tfrancella@cozen.com), (iii) counsel for the DIP Lender, , Arent Fox LLP, 1301 Avenue of the Americas, 42nd Floor, New York, New York 10019-6040 (beth.brownstein@arentfox.com) and (iv) any persons who have filed a request for notice in the above-captioned chapter 11 cases on or before the Objection Deadline.

Failure of any entity to file an objection on or before the Objection Deadline shall be deemed to constitute consent to the sale of Reems Creek to the Successful Bidder and other relief requested in the sale motion, and be a bar to the assertion, at the Sale Hearing or thereafter, of any objection to the Sale Motion, the Auction, the sale of Reems Creek, or the Debtors’ consummation and performance of the terms of the asset purchase agreement entered into with the Successful Bidder, if authorized by the Court.

This notice is subject to the full terms and conditions of the Bidding Procedures and the Bidding Procedures Order, and the Debtors encourage any interested parties to review such documents in their entirety. To the extent that this notice is inconsistent with the Bidding Procedures Order, the terms of the Bidding Procedures Order shall govern.

Dated: November 14, 2019

Respectfully submitted,

By: /s/ Michael D. Warner

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