

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

In re: ULTIMATE ESCAPES HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 10-12915 (BLS) Ref. Docket No. 11
In re: ULTIMATE RESORT, LLC, Debtor.	Chapter 11 Case No. 10-12916 (BLS)
In re: ULTIMATE OPERATIONS, LLC, Debtor.	Chapter 11 Case No. 10-12917 (BLS)
In re: ULTIMATE RESORT HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 10-12918 (BLS)
In re: ULTIMATE ESCAPES INC., (f/k/a Secure America Acquisition Corporation) Debtor.	Chapter 11 Case No. 10-12919 (BLS)
In re: P&J PARTNERS, LLC, Debtor.	Chapter 11 Case No. 10-12920 (BLS)

In re:

UE HOLDCO, LLC,

Debtor.

Chapter 11

Case No. 10-12921 (BLS)

In re:

UE MEMBER, LLC,

Debtor.

Chapter 11

Case No. 10-12922 (BLS)

In re:

ULTIMATE ESCAPES CLUBS, LLC,

Debtor.

Chapter 11

Case No. 10-12923 (BLS)

In re:

ULTIMATE ESCAPES ELITE CLUB, LLC,

Debtor.

Chapter 11

Case No. 10-12925 (BLS)

In re:

ULTIMATE ESCAPES SIGNATURE CLUB,
LLC,

Debtor.

Chapter 11

Case No. 10-12926 (BLS)

In re:

ULTIMATE ESCAPES PREMIERE CLUB,
LLC,

Debtor.

Chapter 11

Case No. 10-12927(BLS)

In re:

ULTIMATE SCOTTSDALE, LLC,

Debtor.

Chapter 11

Case No. 10-12928 (BLS)

In re:

ULTIMATE LAKE TAHOE, LLC,
Debtor.

Chapter 11

Case No. 10-12929 (BLS)

In re:

ULTIMATE COLORADO, LLC,
Debtor.

Chapter 11

Case No. 10-12931 (BLS)

In re:

ULTIMATE TELLURIDE MOUNTAIN
VILLAGE, LLC,
Debtor.

Chapter 11

Case No. 10-12932 (BLS)

In re:

ULTIMATE NAPLES STRADA BELLA, LLC,
Debtor.

Chapter 11

Case No. 10-12933 (BLS)

In re:

ULTIMATE NAPLES MONTEVERDE, LLC,
Debtor.

Chapter 11

Case No. 10-12934 (BLS)

In re:

ULTIMATE PALM BEACH OCEAN, LLC,
Debtor.

Chapter 11

Case No. 10-12936 (BLS)

In re:

ULTIMATE MAUI WAILEA BEACH, LLC,
Debtor.

Chapter 11

Case No. 10-12938 (BLS)

In re:

ULTIMATE SUN VALLEY MACKENZIE,
LLC,

Debtor.

Chapter 11

Case No. 10-12939 (BLS)

In re:

ULTIMATE SUN VALLEY PLAZA
TOWNHOUSE, LLC,

Debtor.

Chapter 11

Case No. 10-12940 (BLS)

In re:

ULTIMATE NEW YORK TRP
INTERNATIONAL, LLC,

Debtor.

Chapter 11

Case No. 10-12941 (BLS)

In re:

ULTIMATE KIAWAH TURTLE BEACH, LLC,

Debtor.

Chapter 11

Case No. 10-12942 (BLS)

In re:

ULTIMATE PARK CITY SILVERLAKE, LLC,

Debtor.

Chapter 11

Case No. 10-12943 (BLS)

In re:

ULTIMATE JACKSON HOLE SNAKE RIVER,
LLC,

Debtor.

Chapter 11

Case No. 10-12944 (BLS)

In re:

BAHAMAS INVESTMENTS I, LLC,

Debtor.

Chapter 11

Case No. 10-12945 (BLS)

In re:
BAHAMAS INVESTMENTS II, LLC,
Debtor.

Chapter 11
Case No. 10-12946 (BLS)

In re:
BAHAMAS INVESTMENTS III, LLC,
Debtor.

Chapter 11
Case No. 10-12947 (BLS)

In re:
BAHAMAS INVESTMENTS IV, LLC,
Debtor.

Chapter 11
Case No. 10-12948 (BLS)

In re:
CABO CASA TORTUGA, LLC,
Debtor.

Chapter 11
Case No. 10-12949 (BLS)

In re:
CABO ESPERANZA #1501, LLC,
Debtor.

Chapter 11
Case No. 10-12950 (BLS)

In re:
CABO ESPERANZA #1502, LLC,
Debtor.

Chapter 11
Case No. 10-12951 (BLS)

In re:
CABO ESPERANZA #1503, LLC,
Debtor.

Chapter 11
Case No. 10-12952 (BLS)

In re: CABO ESPERANZA #1601, LLC, Debtor.	Chapter 11 Case No. 10-12953 (BLS)
In re: CABO ESPERANZA #1602, LLC, Debtor.	Chapter 11 Case No. 10-12954 (BLS)
In re: CABO ESPERANZA #1603, LLC, Debtor.	Chapter 11 Case No. 10-12955 (BLS)
In re: CABO VILLA DEL SOL, LLC, Debtor.	Chapter 11 Case No. 10-12956 (BLS)
In re: CABO VILLA ETERNIDAD, LLC, Debtor.	Chapter 11 Case No. 10-12957 (BLS)
In re: CABO SAN LUCAS VILLA PARAISO, LLC, Debtor.	Chapter 11 Case No. 10-12958 (BLS)
In re: ULTIMATE NEVIS INVESTMENTS, LLC, Debtor.	Chapter 11 Case No. 10-12959 (BLS)

In re: SNOWFLAKE INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12960 (BLS)
In re: SUNNY ISLES INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12961 (BLS)
In re: TAHOE INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12962 (BLS)
In re: CABO INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12963 (BLS)
In re: MAHOGANY RUN INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12964 (BLS)
In re: CANDLEWOOD INVESTMENTS I, LLC, Debtor.	Chapter 11 Case No. 10-12965 (BLS)
In re: ULTIMATE SCOTTSDALE ROCKS, LLC, Debtor.	Chapter 11 Case No. 10-12966 (BLS)

<p>In re: ULTIMATE BEAVER CREEK, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12967 (BLS)</p>
<p>In re: ULTIMATE INDIAN ROCKS BEACH, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12968 (BLS)</p>
<p>In re: ULTIMATE KEY WEST, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12969 (BLS)</p>
<p>In re: ULTIMATE LAKE LAS VEGAS, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12970 (BLS)</p>
<p>In re: ULTIMATE NEWPORT AMERICAS, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12971 (BLS)</p>
<p>In re: PRIVATE ESCAPES OF LA QUINTA PLATINUM, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12972 (BLS)</p>
<p>In re: PRIVATE ESCAPES LA QUINTA I, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12973 (BLS)</p>

<p>In re:</p> <p>PRIVATE ESCAPES LA QUINTA II, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12974 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM OF COPPER MOUNTAIN, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12975 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM TELLURIDE, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12976 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF STEAMBOAT, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12977 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF LAKE OCONEE, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12978 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF WAIKOLOA, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12979 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF WAIKOLOA II, LLC,</p> <p style="padding-left: 100px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12980 (BLS)</p>

<p>In re:</p> <p>PRIVATE ESCAPES OF CHICAGO, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12981 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF CURRITUCK, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12982 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM CURRITUCK, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12983 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF TAHOE, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12984 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM LAKE GEORGE, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12985 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF ONE CENTRAL PARK WEST, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12986 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES 1600 BROADWAY, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12987 (BLS)</p>

<p>In re:</p> <p>PRIVATE ESCAPES LINK, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12988 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM ONE CENTRAL PARK WEST, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12989 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF KIAWAH, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12990 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM KIAWAH, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12991 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES OF JACKSON HOLE, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12992 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES VILLA 304, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12993 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM CABO, LLC,</p> <p style="padding-left: 40px;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-12994 (BLS)</p>

<p>In re: PRIVATE ESCAPES LA PLAYA, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12995 (BLS)</p>
<p>In re: PRIVATE ESCAPES OF CABO, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12996 (BLS)</p>
<p>In re: PRIVATE ESCAPES PLATINUM TCI, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12997 (BLS)</p>
<p>In re: PRIVATE ESCAPES PLATINUM CHICAGO, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12998 (BLS)</p>
<p>In re: PRIVATE ESCAPES OF FOX ACRES, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-12999 (BLS)</p>
<p>In re: PRIVATE ESCAPES OF STOWE, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-13000 (BLS)</p>
<p>In re: PRIVATE ESCAPES LA COSTA, LLC, Debtor.</p>	<p>Chapter 11 Case No. 10-13001 (BLS)</p>

<p>In re:</p> <p>PRIVATE ESCAPES PLATINUM LA COSTA, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-13077 (BLS)</p>
<p>In re:</p> <p>PRIVATE ESCAPES BORGIO DI VAGLI, LLC,</p> <p style="text-align: center;">Debtor.</p>	<p>Chapter 11</p> <p>Case No. 10-13003 (BLS)</p>

**ORDER AUTHORIZING JOINT
ADMINISTRATION OF CHAPTER 11 CASES**

Upon the motion (the “**Motion**”)¹ filed by the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) seeking entry of an order (a) authorizing and directing the joint administration of the Debtors’ related chapter 11 cases for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and (b) providing any additional relief required in order to effectuate the foregoing; the Court, having reviewed the Motion and having heard the statements of counsel in support of the relief requested in the Motion at the hearing before the Court (the “**Hearing**”), finds that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, this is a core matter pursuant to 28 U.S.C. § 157(b)(2), notice of the Motion and the Hearing were sufficient under the circumstances and that no further notice need be given, and the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein,

THEREFORE, IT IS HEREBY ORDERED THAT:

¹ Capitalized terms not defined herein have meanings ascribed to them in the Motion.

1. The Motion is GRANTED.
2. Pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1, the above-captioned chapter 11 cases are hereby consolidated for procedural purposes only and shall be jointly administered by this Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the above-captioned cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

4. The caption of the Debtors' jointly administered cases shall read as follows:

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

In re:

ULTIMATE ESCAPES HOLDINGS,
LLC, *et al.*,

Debtors.

Chapter 11

Case No. 10-12915 (BLS)

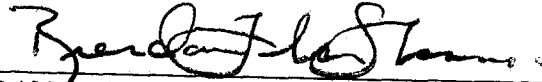
(Jointly Administered)

5. A docket entry shall be made in each of the Debtors' cases substantially as follows:

An Order has been entered in this case directing the joint administration of the chapter 11 cases listed below under Case No. 10-12915. The docket in Case No. 10-12915 should be consulted for all matters affecting this case. The following chapter 11 cases are jointly administered pursuant to such Order: Case No. 10-12915 through Case No. 10-13003 and Case No. 10-13077, inclusive.

6. The Court shall retain jurisdiction to hear and determine all matters arising from or relating to the interpretation or implementation of this Order.

Dated: September 22, 2010



BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE