

The Depository Trust Company

IMPORTANT

B#: 0424

DATE: August 04, 2000

TO: All Participants

CATEGORY: Reorganization

FROM: DTC Proxy Department

ATTENTION: Proxy/Reorganization Manager

SUBJECT: Golf Communities of America, Inc.
Common Stock
CUSIP #381632 10 8

Golf Communities of America, Inc. is soliciting acceptances of its Fourth Amended Joint Plan of Reorganization, dated July 20, 2000 (the "Plan"). Holders of Golf Communities of America, Inc. Common Stock of record on July 20, 2000, are eligible to vote by ballot to accept or reject the Plan.

Accompanying the Fourth Amended Disclosure Statement dated July 20, 2000 and other materials for voting on the Plan is the attached Order, which refers to a hearing on confirmation of the Plan, which is scheduled to be held on August 28, 2000. DTC also received the attached Ballot. Participants may obtain copies of the materials for voting on the Plan by contacting:

Denise Dell, Esq.
Ackerman, Senterfitt & Eidson, PA
Phone: 407-843-7860

DTC will provide Golf Communities of America, Inc. with a listing of the Participants which had Golf Communities of America, Inc. Common Stock on deposit with DTC at the close of business on July 20, 2000, so that Participants may vote on the Plan.

Participants are referred to the Fourth Amended Joint Disclosure Statement dated July 20, 2000, for a statement of the terms of the Plan.

Participants are advised that acceptances or rejections of the Plan must be received by the Bankruptcy Court no later than August 18, 2000. Executed ballots should be returned to:

Clerk, U.S. Bankruptcy Court
135 W. Central Boulevard
Orlando, Florida 32801

Golf Communities of America, Inc. will remain eligible at DTC during the solicitation.

Participants are referred to RIPS Envelope 93 and LENP for details of the Plan.

Karl Baker

Manager

Attachments

PLEASE RANK each Plan accepted in order of preference (number 1 being first choice, number 2 being second choice, etc.) Do not rank Plans that you rejected. This step need only be completed if you vote to accept BOTH Plans.

PREFERENCE

Golf Communities of America Inc. _____
(Debtor's Plan)

Official Unsecured Creditors' _____
Committee's and Credit Suisse First
Boston Mortgage Capital, LLC's Plan

THIS BALLOT MUST BE SIGNED AND DATED

Dated: _____

Name of Creditor: _____

Creditor's Signature: _____

By: _____
(Print Name)

As: _____
(Title or Capacity of Person Signing on Behalf of Creditor)

StreetAddress: _____

Telephone Number: (____) _____

Social Security or Federal Tax I.D. No. _____

THIS BALLOT MUST BE RECEIVED BY THE CLERK OF THE BANKRUPTCY COURT AT THE ADDRESS BELOW BY 4:30 P.M. ON AUGUST 18, 2000.

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Mail to:

***** For Ballot Tabulation Only *****

Clerk
U.S. Bankruptcy Court
135 W. Central Boulevard
Orlando, FL 32801
U.S.A.

Ballot No. _____	Creditor Class _____
Claim No. _____	Claim \$ _____
Claim Amount Per Schedule \$ _____	

With a Copy to:

Denise D. Dell, Esquire
Akerman, Senterfitt & Eidson, P.A.
P. O. Box 231
Orlando, FL 32802-0231
U.S.A.

And to:

Charles M. Tattelbaum
Cummings & Lockwood
3001 Tamiami Trail North FL 4
Naples, Florida 34103-2715
U.S.A.

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION

FILED
JUL 20 2000

In re:)
)
GOLF COMMUNITIES OF AMERICA,)
INC.,)
)
Debtor.)
_____)

CLERK, U.S. BANKRUPTCY
ORLANDO DIVISION
Case No. 99-05878-6B1
through 99-05898-6B1
JOINTLY
ADMINISTERED

**ORDER SCHEDULING HEARING ON MOTION FOR VALUATION and
ORDER APPROVING DISCLOSURE STATEMENTS,
SCHEDULING CONFIRMATION HEARING, ESTABLISHING
CONFIRMATION, COMPENSATION, AND ADMINISTRATIVE CLAIMS
HEARING PROCEDURES, AND FIXING TIME FOR FILING
ACCEPTANCES OR REJECTIONS OF PLANS**

This case came on for hearing on June 29, 2000, to consider approval of the disclosure statements filed by the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston on June 27, 2000 (Document Nos. 441 and 443). At the hearing, the Court determined that the disclosure statements contain adequate information within the meaning of Section 1125 of the Bankruptcy Code. It is, therefore,

ORDERED and NOTICE is hereby given that:

1. Motion for Valuation. The Court will conduct a hearing on the Debtor's Motion to Value on **August 17, 2000, at 9:30 a.m.**, in Courtroom A, Fifth Floor, 135 West Central Boulevard, Orlando, Florida 32801.
2. Approval of Disclosure Statements. The disclosure statements filed on June 27, 2000, by Golf Communities of America, Inc. and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston (and the addendum if filed) are approved.
3. Confirmation Hearing. The Court will conduct a confirmation hearing, including hearing objections to confirmation, Section 1129(b) motions, applications of professionals for compensation, and applications for allowance of administrative claims, which will begin on **August 28, 2000, at 9:30 a.m.**, in Courtroom A, Fifth Floor, 135 West Central Boulevard, Orlando, Florida 32801 (the "Confirmation Hearing"). The hearing may be adjourned from time to time by announcement made in open court without further notice. If the plan of reorganization is not confirmed, the Court will also consider dismissal or conversion of the case.

4/6/01

4. Date for Accepting or Rejecting Plan. Creditors and other parties in interest shall file with the clerk their written acceptances or rejections of the plans (ballots) no later than **August 18, 2000**.

5. Objections to Confirmation. Any party desiring to object to confirmation shall file its objection no later **August 18, 2000**. Such an objecting party shall serve a copy of the objection at the same time it is filed on the debtor, counsel for the Debtor, the trustee (if any), counsel for each official committee (if any), and the United States Trustee.

6. Ballot Tabulation. In accordance with Local Rule 3018-1(a), the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston shall file a ballot tabulation no later than **August 24, 2000**.

7. Service of Solicitation Package. No later than **July 24, 2000**, the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston shall at their expense cause the Disclosure Statements and all documents referred to in this paragraph to be served by mail to all of the scheduled holders of a claim under the Plan of Reorganization and to those entities that have filed proofs of claim to which an objection to claim has not been sustained (a) a copy of the Plans of Reorganization; (b) a copy of the approved Disclosure Statements; (c) ballots for accepting or rejecting the Plans. Ballots substantially the same as those attached hereto shall be good and sufficient; and (d) the solicitation letters of the Debtor, the Official Committee of Unsecured Creditors and Credit Suisse/First Boston, The Strand's, and Miltex Industries, Ltd. Any and all persons or entities asserting claims against or interests in the estate of the Debtor, that do not receive the materials referred in this order, may obtain same by contacting the office of the attorney for the debtor.

8. Administrative Claim Bar Date. All creditors and parties in interest that assert a claim against the Debtor which arose after the filing of this case, including all attorneys, accountants, auctioneers, appraisers, and other professionals for compensation from the estate of the debtor pursuant to 11 U.S.C. §330, must file applications for the allowance of such claims with the Court no later than **August 9, 2000** (the "Administrative Claims Bar Date"). The requirement to file applications for administrative claims shall not apply to claims that arise after the date of this Order. Any applications filed may be heard at the Confirmation Hearing if properly scheduled and noticed by the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston. Any application not heard at the Confirmation Hearing will be scheduled for hearing in the normal course.

9. Confirmation Affidavit. On or before **August 24, 2000**, the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston shall each file a confirmation affidavit which shall contain the factual basis upon which the Debtor and the Official Committee of Unsecured Creditors and Credit Suisse/First Boston relies in establishing each of the requirements of Section 1129 of the Bankruptcy Code are met. The confirmation affidavits should be prepared that the Court can easily gain an understanding of the significant terms of the plans of reorganization and facts of the case.

Dated at Orlando, Florida, this 20th day of July, 2000.


ARTHUR B. BRISKMAN
United States Bankruptcy Judge

I HEREBY CERTIFY and true and correct copy was sent to the following parties by first class U.S. Mail this 20th day of July, 2000:

By: ABanilla
Deputy Clerk

Golf Communities of America, Inc., Debtor, 255 South Orange Avenue, Suite 1515, Orlando, Florida 32801

Charles M. Tatelbaum, Esquire, Attorney for Debtor, Post Office Box 413032, Naples, Florida 34101-3032

Denise Dell, Attorney for the Official Committee of Unsecured Creditors, Post Office Box 231, Orlando, Florida 32802-0231

Oscar Cantu, Esquire, Attorney for Credit Suisse/First Boston, 701 Brickell Avenue, Suite 2100, Miami, Florida 33131-2860

Edmond M. Koester, Esquire, Attorney for The Strand's, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060

Roy Kobert, Esquire, Attorney for Miltex Industries, Ltd., Post Office Box 4961, Orlando, Florida 32802-4961

Robert L. Young, Esquire, Post Office Box 1171, Orlando, Florida 32802-1171

United States Trustee, 135 West Central Boulevard, Suite 600, Orlando, Florida 32801

Andrew M. Brumby, Esquire, 20 North Orange Avenue, Suite 1000, Orlando, Florida 32801-4626