

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

In re:

VYAIRE MEDICAL, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11217 (BLS)

(Jointly Administered)

Re: Docket No. 117

**CERTIFICATION OF COUNSEL
REGARDING MOTION OF DEBTORS FOR ENTRY OF AN ORDER
(I) AUTHORIZING AND APPROVING PROCEDURES TO REJECT EXECUTORY
CONTRACTS AND UNEXPIRED LEASES AND (II) GRANTING RELATED RELIEF**

The undersigned proposed counsel to Vyair Medical, Inc. and certain of its affiliates, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), hereby certifies as follows:

1. On June 25, 2024, the *Motion of Debtors for Entry of an Order (I) Authorizing and Approving Procedures to Reject Executory Contracts and Unexpired Leases and (II) Granting Related Relief* [Docket No. 117] (the “Motion”) was filed with the United States Bankruptcy Court for the District of Delaware (the “Court”). Attached thereto as Exhibit A was a proposed form of order granting the relief requested in the Motion (the “Proposed Order”).

2. Pursuant to the *Notice of Motion of Debtors for Entry of an Order (I) Authorizing and Approving Procedures to Reject Executory Contracts and Unexpired Leases and (II) Granting Related Relief*, objections or responses to the Motion and entry of the Proposed Order were to be filed and served on the undersigned proposed counsel by July 2, 2024, at 4:00 p.m.

¹ The last four digits of Debtor Vyair Medical, Inc.'s federal tax identification number are 6495. A complete list of each of the Debtors in these chapter 11 cases and each such Debtor's federal tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://omniagentsolutions.com/Vyair>. The location of Debtor Vyair Medical, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 26125 North Riverwoods Boulevard, Mettawa, Illinois, USA 60045.

(prevailing Eastern Time) (the “Objection Deadline”), except for the Official Committee of Unsecured Creditors (the “Committee”), whose deadline was extended to July 7, 2024.

3. Prior to the Objection Deadline, the Debtors received informal comments to the Motion and Proposed Order from counsel to the 1L Ad Hoc Group.

4. Prior to the Committee’s extended Objection Deadline, the Debtors received informal comments to the Motion and Proposed Order from counsel to the Committee.

5. The Debtors have not received any objections or other informal comments to the Motion and Proposed Order.

6. The Debtors revised the Proposed Order to address the informal comments received from counsel to the 1L Ad Hoc Group and counsel to the Committee and the parties agreed to a revised Proposed Order, a copy of which is attached hereto as **Exhibit 1** (the “Revised Proposed Order”).

7. A blackline comparing the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit 2**.

8. The Debtors respectfully request that the Court enter the Revised Proposed Order at its earliest convenience.

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Dated: July 9, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

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