Exhibit 1

Form of Declaration of Disinterestedness

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
VYAIRE MEDICAL, INC., *et al.*,[1]	)	Case No. 24-11217 (BLS)
Debtors.	)	(Jointly Administered) **Re: Docket No. 119**

DECLARATION OF DISINTERESTEDNESS
OF [ENTITY] PURSUANT TO THE ORDER
AUTHORIZING THE DEBTORS TO RETAIN AND COMPENSATE
PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS

I, [NAME], declare under penalty of perjury:

1. I am a [POSITION] of [ENTITY], located at [STREET, CITY, STATE, ZIP CODE] (the "Firm").

2. Vyaire Medical, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the "Debtors"), have requested that the Firm provide [SPECIFIC DESCRIPTION] services to the Debtors, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to these chapter 11 cases for persons that are parties in interest in the Debtors' chapter 11 cases. The Firm does not, however, perform services for any such person relating to these chapter 11 cases, or have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates.

[1] The last four digits of Debtor Vyaire 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/Vyaire. The location of Debtor Vyaire 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.

4. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

6. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

7. [The Debtors owe the Firm $[●] for prepetition services, the payment of which is subject to the limitations contained in title 11 of the United States Code, 11 U.S.C. §§ 101–1532.] The Firm has waived, or will waive, any prepetition claims against the Debtors' estates.

8. [As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm was retained to provide professional services to the Debtors. // The Firm was retained on [●].]

9. As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm [was/was not] party to an agreement for indemnification with certain of the Debtors. [A copy of such agreement is attached as **Exhibit 1** to this Declaration.]

10. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date: ____________, 2024

____
[**DECLARANT'S NAME**]

Schedule 1

Tier 1 OCP List

Name	Address	Service
Morgan Lewis & Bockius LLP	600 Anton Blvd., Suite 1800 Costa Mesa, CA 92626	Legal

Schedule 2

Tier 2 OCP List

Name	Address	Service
Baker McKenzie LLP	300 E. Randolph St., Suite 5000 Chicago, IL 60601	Legal
Covington & Burling LLP	850 10th St. NW Washington, DC 20001	Legal
Ernst & Young US LLP	200 Plaza Dr., Suite 2222 Seacaucus, NJ 07094	Audit Services
Fox Rothschild LLP	2000 Market St. Philadelphia, PA 19103	Legal
Hogan Lovells US LLP	Columbia Square 555 Thirteenth Street, NW Washington, DC 20004	Legal
Hyman Phelps & McNamara PC	700 13th St. NW, Ste 1200 Washington, DC 20005	Legal
Irwin Fritchie Urquhart & Moore LLC	400 Poydras St., Ste 2700 New Orleans, LA 70130	Legal
Linklaters LLP	Taunusanlage 8 Frankfurt Am Main, 60329 Germany	Legal
Porzio Bromberg & Newman PC	100 Southgate Pkwy Morristown, NJ	Legal

Schedule 3

Tier 3 OCP List

Name	Address	Service
Fragomen, Del Rey, Bernsen & Loewy	11238 El Camino Real, Ste 100 San Diego, CA 92130	Legal
Gordon Rees Scully Mansukhani LLP	1111 Broadway, Ste 1700 Oakland, CA 94607	Legal
Littler Mendelson PC	2301 McGee St., Ste 800 Kansas City, MO 64108	Legal
Polsinelli PC	900 W 48th Pl., Ste 900 Kansas City, MO 64112	Legal
Winston Strawn	Level 33, 100 Bishopgate London EC2N 4AG, United Kingdom	Legal