

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

In re:	)	
	)	Chapter 11
	)	
VYAIRE MEDICAL, INC., <i>et al.</i> , ¹	)	Case No. 24-11217 (BLS)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	Re: Docket No. 241

**CERTIFICATION OF COUNSEL REGARDING
DEBTORS' APPLICATION FOR ENTRY OF AN ORDER
AUTHORIZING THE (I) RETENTION OF AP SERVICES, LLC,
(II) DESIGNATION OF CHARLES BRALEY AS CHIEF RESTRUCTURING OFFICER
EFFECTIVE AS OF THE PETITION DATE, AND (III) GRANTING RELATED RELIEF**

The undersigned proposed counsel to Vyaire 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 July 9, 2024, the *Debtors' Application for Entry of an Order Authorizing the (I) Retention of AP Services, LLC, (II) Designation of Charles Braley as Chief Restructuring Officer Effective as of the Petition Date, and (III) Granting Related Relief* [Docket No. 241] (the "Application") 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 Application (the "Proposed Order").

2. Pursuant to the *Notice of Debtors' Application for Entry of an Order Authorizing the (I) Retention of AP Services, LLC, (II) Designation of Charles Braley as Chief Restructuring*

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.

Officer Effective as of the Petition Date, and (III) Granting Related Relief, objections or responses to the Application and entry of the Proposed Order were to be filed and served on the undersigned proposed counsel by July 23, 2024, at 4:00 p.m. (prevailing Eastern Time) (the “Objection Deadline”), except for the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”), whose deadline was extended to July 26, 2024.

3. Prior to the U.S. Trustee’s extended Objection Deadline, the Debtors received informal comments to the Application and Proposed Order from the U.S. Trustee.

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

5. The Debtors filed a supplemental declaration in support of the Application to address the informal comments received from the U.S. Trustee, and the parties agreed to a revised Proposed Order, a copy of which is attached hereto as **Exhibit 1** (the “Revised Proposed Order”).

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

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

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Dated: July 26, 2024
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

Patrick J. Reilley, Esq. (No. 4451)
500 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: preilley@coleschotz.com

- and -

Michael D. Sirota, Esq. (admitted *pro hac vice*)
Warren A. Usatine, Esq. (admitted *pro hac vice*)
Court Plaza North, 25 Main Street
Hackensack, New Jersey 07601
Telephone: (201) 489-3000
Facsimile: (201) 489-1536
Email: msirota@coleschotz.com
wusatine@coleschotz.com

*Proposed Co-Counsel to the Debtors
and Debtors in Possession*

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
601 Lexington Ave
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com

- and -

Spencer A. Winters, P.C. (admitted *pro hac vice*)
Yusuf U. Salloum (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: spencer.winters@kirkland.com
yusuf.salloum@kirkland.com

*Proposed Co-Counsel to the Debtors
and Debtors in Possession*