

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

In re:	) Chapter 11
	)
VYAIR MEDICAL, INC., <i>et al.</i> , ¹	) Case No. 24-11217 (BLS)
	)
Debtors.	) (Jointly Administered)
	)
	) Related to Docket Nos. 242, 243
	)

**CERTIFICATION OF COUNSEL REGARDING APPLICATION FOR
ENTRY OF AN ORDER AUTHORIZING THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO RETAIN AND EMPLOY BERKELEY RESEARCH
GROUP, LLC, AS FINANCIAL ADVISOR EFFECTIVE AS OF JUNE 28, 2024**

The undersigned, proposed counsel to the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned chapter 11 cases of Vyair Medical, Inc., *et al.* (collectively, the “Debtors”), hereby certifies as follows:

1. On July 10, 2024, the Committee filed the *Application for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to Retain and Employ Berkeley Research Group, LLC, as Financial Advisor Effective as of June 28, 2024* [Docket Nos. 242, 243] (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. Pursuant to the Notice of Application, objections to the Application were required to have been filed with the Court and served so as to be received no later than 4:00 p.m. (ET) on July 24, 2024 (the “Objection Deadline”).

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.

3. The Objection Deadline has passed, and no objections to the Application appear on the docket or were served upon undersigned counsel. However, the U.S. Trustee informally raised concerns regarding the Application (the “Informal Objections”).

4. The Committee and the U.S. Trustee have negotiated in good faith to resolve the Informal Objections, and the Committee has amended the proposed form of order approving the Application to reflect the agreement of the parties (the “Revised Order”). Counsel to the U.S. Trustee has reviewed the Revised Order, and does not object to the entry of the Revised Order, which is attached hereto as Exhibit A. A redline version of the Revised Order reflecting all changes from the form of order submitted with the Application is attached hereto as Exhibit B.

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5. Accordingly, the Committee respectfully requests that the Court enter the Revised Order attached hereto as Exhibit A at the convenience of the Court.

Dated: Wilmington, Delaware
July 25, 2024

MCDERMOTT WILL & EMERY LLP

/s/ David R. Hurst

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