

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

In re: VYAIRE MEDICAL, INC., <i>et al.</i> Debtors	Chapter 11 Case No. 24-11217(BLS) (Jointly Administered) Related Docket Nos. 250, 575
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**CERTIFICATION OF DAVID UDDEN IN SUPPORT OF
LIMITED OBJECTION OF QUAD DBC HOLDINGS, LLC TO FIRST
NOTICE OF REJECTION OF CERTAIN EXECUTORY CONTRACTS**

I, David Udden, of full age and sound mind hereby certify as follows. I am making these statements based upon my own personal knowledge.

1. I am a Senior Manager of Operations for Quad Holdings, LLC's parent company, the Irvine Company. My job responsibilities include the operations and maintenance of the Property.¹

2. Vyair Medical, Inc. is a tenant under a commercial lease for 510 and 520 Technology Drive in Irvine, CA. Vyair did not complete construction to the 520 building, as it was obligated to do so, but the 510 building has, and remains, partially occupied with Vyair's business operations.

3. Vyair operates a laboratory in the 510 building for research and development related to ventilator systems. Other portions of the 510 building are subleased to a third party.

4. I understand that Vyair has not paid all its rental obligations, include operations expenses, since it filed for bankruptcy.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the *Limited Objection of Quad DBC Holdings, LLC to First Notice of Rejection of Certain Executory Contracts*.

5. I am aware that on September 27, 2024, Vyaire noticed its intention to reject the Lease pursuant to Section 365 of the Bankruptcy Code as part of its bankruptcy case, and such rejection was set to be effective on September 30, 2024 (the “Rejection”).

6. Immediately upon hearing of the Rejection, I contacted Vyaire’s operators to attempt to gain access to Vyaire’s part of the 510 building. I was informed that I would receive access codes and key fobs on October 4, 2024. I never received such access codes or key fobs. I have been promised throughout this week that I would receive the key fobs and access codes, but I have not received them.

7. The Irvine Company does not have access to Vyaire’s space after business hours. This creates a safety risk for the Irvine Company, Vyaire, its employees, and the subtenant and its employees.

8. Vyaire is still utilizing the Property for business operations. It appears that the business operations at the Property have gone unchanged throughout this bankruptcy. I know that Vyaire’s equipment remains on the Property and I see individuals entering and exiting the Property frequently.

9. I believe that Vyaire intends to allow Zoll to take over the Property when the Zoll Sale closes. In the last week, I observed that Zoll and/or Vyaire have begun to place signage on the Property, as shown from this photograph depicting a wall outside of Vyaire’s suite:



10. I am aware that the Landlord / Irvine Company has been negotiating a new lease with Zoll, but that lease can only be effective when the Court orders the rejection of the current Lease and the sale to Zol closes.

11. I am aware that the Zoll Sale has not yet closed and based upon filings made in the bankruptcy case, the closing date has been delayed.

12. I declare under penalty of perjury that the foregoing is true and correct.

Dated: October 11, 2024

/s/ David Udden
