

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

|                                       |   |                                                |
|---------------------------------------|---|------------------------------------------------|
| In re:                                | ) | <b>Chapter 11</b>                              |
|                                       | ) |                                                |
| <b>VYAIRE MEDICAL, INC., et. al.,</b> | ) | <b>Case No. 24-11217 (BLS)</b>                 |
|                                       | ) |                                                |
| Debtors.                              | ) | <b>(Jointly Administered)</b>                  |
|                                       | ) |                                                |
|                                       | ) | <b>Hearing Date:</b> 1/29/25 @ 10:30 a.m. EST  |
|                                       | ) | <b>Objection Date:</b> 1/13/25 @ 5:00 p.m. EST |
|                                       | ) |                                                |
|                                       | ) | <b>Related Docket Nos.:</b> 810                |

**NOTICE OF HEARING ON ORACLE AMERICA INC.'S APPLICATION FOR THE  
ALLOWANCE AND PAYMENT OF CHAPTER 11 ADMINISTRATIVE EXPENSES**

**TO ALL PARTIES ON THE ATTACHED SERVICE LIST:**

**PLEASE TAKE NOTICE** that on December 27, 2024, Oracle America, Inc., successor in interest to PeopleSoft, Inc., JD Edwards, and BigMachine (jointly, "Oracle"), by and through its undersigned counsel, filed *Oracle America, Inc.'s Application for the Allowance and Payment of Chapter 11 Administrative Expenses* ("Application").

You are required to file a response to the Application, if any, on or before **January 13, 2025 at 5:00 P.M. EST**. At the same time, you must also serve a copy of the response upon the following:

James E. Huggett, Esq.  
**MARGOLIS EDELSTEIN, LLP**  
300 Delaware Avenue, Suite 800  
Wilmington, Delaware 19801

-AND-

Shawn M. Christianson, Esq.  
**BUCHALTER, A Professional Corporation**  
55 Second Street, 17th Floor  
San Francisco, CA 94105

**PLEASE TAKE FURTHER NOTICE** that a hearing on the Application will be held on **January 29, 2025 at 10:30 a.m. EST** before The Honorable Brendan L. Shannon, United States

Bankruptcy Court for the District of Delaware, 824 N. Market Street, 6<sup>th</sup> Floor, Courtroom 1,  
Wilmington, Delaware 19801.

**IF YOU FAIL TO TIMELY FILE AN OBJECTION OR RESPONSE TO THE  
APPLICATION AS SET FORTH ABOVE, THE COURT MAY ENTER AN ORDER ON  
IT WITHOUT NEED FOR A HEARING.**

Dated: December 27, 2024  
Wilmington, Delaware

**MARGOLIS EDELSTEIN**

By: /s/ James E. Huggett  
James E. Huggett, Esq. (#3956)  
300 Delaware Avenue, Suite 800  
Wilmington, Delaware 19801  
Telephone: (302) 888-1112  
E-mail: [jhuggett@margolisedelstein.com](mailto:jhuggett@margolisedelstein.com)

Amish R. Doshi, Esq.  
**DOSHI LEGAL GROUP, P.C.**  
1979 Marcus Avenue, Suite 210E  
Lake Success, NY 11042  
Tel: (516) 622-2335  
E-Mail: [amish@doshilegal.com](mailto:amish@doshilegal.com)

Shawn M. Christianson, Esq.  
**BUCHALTER, A Professional Corporation**  
55 Second Street, 17th Floor  
San Francisco, CA 94105  
Tel : (415) -227-0900

Peggy Bruggman, Esq.  
Benjamin Wheeler, Esq.  
**ORACLE AMERICA, INC.**  
500 Oracle Parkway  
Redwood Shores, CA 94065

**Attorneys for Oracle**

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

|                                      |   |                                               |
|--------------------------------------|---|-----------------------------------------------|
| In re:                               | ) | <b>Chapter 11</b>                             |
|                                      | ) |                                               |
| <b>VYAIR MEDICAL, INC., et. al.,</b> | ) | <b>Case No. 24-11217 (BLS)</b>                |
|                                      | ) |                                               |
| <b>Debtors.</b>                      | ) | <b>(Jointly Administered)</b>                 |
|                                      | ) |                                               |
|                                      | ) | <b>Hearing Date: 1/29/25 @ 10:30 a.m. EST</b> |
|                                      | ) | <b>Objection Date: 1/13/25 @ 5 p.m. EST</b>   |
|                                      | ) |                                               |
|                                      | ) | <b>Related Docket Nos. 810</b>                |

**ORACLE AMERICA, INC.'S APPLICATION FOR THE ALLOWANCE  
AND PAYMENT OF CHAPTER 11 ADMINISTRATIVE EXPENSES**

Oracle America, Inc., successor in interest to PeopleSoft, Inc., JD Edwards, and BigMachine (jointly, “Oracle”), a creditor and contract counter-party in the above-captioned, jointly administered Chapter 11 cases, hereby requests allowance and payment of \$168,379.27 as an administrative expense, pursuant to sections 503(a) and (b) of the Bankruptcy Code (“Administrative Request”), for value provided to the estate, post-petition, by Oracle to Vyair Medical, Inc., et al. (the “Debtors”).

1. The Debtors filed voluntary Chapter 11 bankruptcy petitions on October 9, 2024 (“Petition Date”).
2. Oracle is a licensor of computer software and provides software-related products, technical support, maintenance, educational materials, and programs, as well as cloud-based and point of sale services, which Oracle often customizes for the customer’s specific needs. Prior to the Petition Date, the Debtors and Oracle were parties to several such license agreements (“Oracle Agreements”).
3. On October 18, 2024, the Debtors filed their *Plan Supplement* [Dkt. No. 689] (“Supplement”).

4. The Supplement identified those contracts subject to the Transition Services Agreements and included certain Oracle agreements described in the Supplement as follows:

| Contract Counterparty | Debtor Entity        | Contract Description                          |
|-----------------------|----------------------|-----------------------------------------------|
| Oracle America, Inc.  | Vyaire Medical, Inc. | Oracle CPQ Renewal Contract CFT-2021-001      |
| Oracle America, Inc.  | Vyaire Medical, Inc. | Oracle Tech Support Renewal Contract 5144264  |
| Oracle America, Inc.  | Vyaire Medical, Inc. | General Terms and Conditions US-OMA-1474330   |
| Oracle America, Inc.  | Vyaire Medical, Inc. | Oracle 2017-08-01 IT Master Service & Amend 1 |
| Oracle America, Inc.  | Vyaire Medical, Inc. | Oracle 2017-08-04 IT Quote                    |

5. On November 11, 2024, the Debtors filed their *Second Amended Joint Chapter 11 Plan of Reorganization of Vyaire Medical, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Dkt. No. 719] (“Plan”). On November 14, 2024, the Court entered an Order confirming the Plan [Dkt. No. 745].

6. On November 22, 2024, the Debtors filed the *Notice of Filing of TSA Contracts Pursuant to Second Amended Plan* [Dkt No 789] (“TSA Notice”). Attached as Exhibit 2 to the TSA Notice is the Transition Services Agreement between the Debtors and ZOLL Medical Corporation (“ZOLL TSA”).

7. The ZOLL TSA became effective on October 11, 2024 (“TSA Effective Date”). Schedule A to the ZOLL TSA identifies the transitional services to be provided and includes the Oracle Agreements (See, Service Identifier Tech-2 and Tech-6). The proposed termination date for these transitional services is six (6) months from the TSA Effective Date (i.e., April 2025).

8. On November 27, 2024, the Debtors filed their *Second Amended Plan Supplement* [Dkt. No. 809] which modified the list of contracts subject to the Transition Services Agreements. There were no changes with respect to the Oracle Agreements.

9. On November 27, 2024, the Debtors filed their *Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Related Bar Dates* [Dkt. No. 810] (“Notice of Effective Date”).

10. Oracle submits this Administrative Request pursuant to the Notice of Effective Date.

11. Oracle is owed \$168,379.27 for services Oracle provided to the Debtors after the Petition Date. Oracle continues to provide its services pursuant to the ZOLL TSA. These post-petition services are evidenced by true and correct **redacted** copies of the invoices attached hereto as Exhibit A.

12. Oracle asserts that it has provided tangible value to the Debtors’ estate as Debtors have used Oracle’s services throughout this Chapter 11 case. In addition, Oracle is continuing to provide services pursuant to the ZOLL TSA.

**WHEREFORE**, Oracle respectfully requests allowance and payment of an administrative expense to Oracle in an amount of not less than \$168,379.27, and reserves its right to supplement this Administrative Request if additional unpaid administrative amounts accrue.

Dated: December 27, 2024  
Wilmington, Delaware

**MARGOLIS EDELSTEIN**

By: /s/ James E. Huggett  
James E. Huggett, Esq. (#3956)  
300 Delaware Avenue, Suite 800  
Wilmington, Delaware 19801  
Telephone: (302) 888-1112  
E-mail: [jhuggett@margolisedelstein.com](mailto:jhuggett@margolisedelstein.com)

Amish R. Doshi, Esq.  
**DOSHI LEGAL GROUP, P.C.**  
1979 Marcus Avenue, Suite 210E  
Lake Success, NY 11042  
Tel: (516) 622-2335  
E-Mail: [amish@doshilegal.com](mailto:amish@doshilegal.com)

Shawn M. Christianson, Esq.  
**BUCHALTER, A PROFESSIONAL CORPORATION**  
425 Market Street, Suite 2900  
San Francisco, California 94105-2491  
Tel: (415) 227-0900

Peggy Bruggman, Esq.  
Benjamin Miller, Esq.  
**ORACLE AMERICA, INC.**  
500 Oracle Parkway  
Redwood City, California 94065

**Attorneys for Oracle America, Inc.**

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

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| In re:                                | ) | <b>Chapter 11</b>              |
|                                       | ) |                                |
| <b>VYAIRE MEDICAL, INC., et. al.,</b> | ) | <b>Case No. 24-11217 (BLS)</b> |
|                                       | ) |                                |
| Debtors.                              | ) | <b>(Jointly Administered)</b>  |
|                                       | ) |                                |
|                                       | ) | <b>Docket Nos. 810</b>         |

**PROPOSED ORDER**

Upon consideration of the *Application* of Oracle America, Inc., successor in interest to PeopleSoft, Inc., JD Edwards, and BigMachine (jointly, “Oracle”) *for the Allowance and Payment of Chapter 11 Administrative Expenses* (the “Application”); and it appearing that this Court has jurisdiction over the Application, and this matter being a core proceeding pursuant to sections 503(a) and (b) of the Bankruptcy Code; and it appearing that appropriate notice of the Application was provided to parties in interest, and that said notice was sufficient under the circumstances; and the Court further determining that the legal and factual basis set forth in the Application establish just cause for the relief granted herein;

IT IS HEREBY ORDERED, as follows:

1. The Application is GRANTED.
2. Oracle shall have an allowed chapter 11 administrative expense claim in the amount of than \$168,379.27, against Debtors and/or Reorganized Debtors (collectively, the “Debtors”), jointly and severally, for post-petition services provided by Oracle through the Effective Date.
3. The Debtors are directed to pay Oracle the sum of no less than \$168,379.27, in good funds, within three (3) business days of the entry of this Order.

4. All parties' rights are reserved for additional amounts due after the filing date of the Application.

5. The Court retains jurisdiction with respect to all matters relating to this Order.

6. The Order is binding on the Parties and any successors.

Dated: \_\_\_\_\_, 2024

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HON. BRENDAN L. SHANNON  
UNITED STATES BANKRUPTCY JUDGE  
DISTRICT OF DELAWARE

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

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|---------------------------------------|---|--------------------------------|
| _____                                 | ) | <b>Chapter 11</b>              |
| In re:                                | ) |                                |
|                                       | ) | <b>Case No. 24-11217 (BLS)</b> |
| <b>VYAIRE MEDICAL, INC., et. al.,</b> | ) |                                |
|                                       | ) | <b>(Jointly Administered)</b>  |
| Debtors.                              | ) |                                |
|                                       | ) |                                |
| _____                                 | ) |                                |

**CERTIFICATE OF SERVICE**

I, James E. Huggett, hereby certify that on December 27, 2024, I served a copy of *Oracle America, Inc.'s Application For the Allowance And Payment Of Chapter 11 Administrative Expenses, Notice of Motion, and Proposed Order* on the parties listed on the attached Service List via electronic mail, where available.

/s/ James E. Huggett  
James E. Huggett (#3956)

**SERVICE LIST**

**BY ECF**

|                                                                                                                                                                           |                                                                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| Patrick J. Reilley, Esq.<br>Michael E. Fitzpatrick, Esq.<br>Jack M. Dougherty, Esq.<br>COLE SCHOTZ, P.C.<br>500 Delaware Avenue, Suite 1410<br>Wilmington, Delaware 19801 | Benjamin A. Hackman, Esq.<br>UNITED STATES TRUSTEE<br>844 King Street, Suite 2207, Lockbox 35,<br>Wilmington, Delaware 19801 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|

**BY REGULAR MAIL**

|                                                                                                                                                              |                                                                                                                   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| Joshua A. Sussberg, Esq.<br>Chris Ceresa, Esq.<br>KIRKLAND & ELLIS, LLP<br>601 Lexington Ave<br>New York, New York 10022                                     | Michael D. Sirota, Esq.<br>COLE SCHOTZ, P.C.<br>Court Plaza North, 25 Main Street<br>Hackensack, New Jersey 07601 |
| Spencer A. Winters, Esq.<br>Yusuf U. Salloum, Esq.<br>Rebecca Marston, Esq.<br>KIRKLAND & ELLIS, LLP<br>333 West Wolf Point Plaza<br>Chicago, Illinois 60654 |                                                                                                                   |