

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

In re:

GRACEWAY PHARMACEUTICALS, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 11-13036 (MFW)

Jointly Administered

Docket Ref. Nos. 12, 16, 17, 18, 19, 20, 21, 26,
27, 28, 46, 48, 49, 51 & 52

AMENDED² OMNIBUS NOTICE OF PLEADINGS AND HEARING THEREON

PLEASE TAKE NOTICE that on September 29, 2011, Graceway Pharmaceuticals, LLC, *et al.* (collectively, the “Debtors”), the debtors and debtors in possession in the above captioned cases, filed the following pleadings with this Court (collectively, the “First Day Pleadings”):

1. Debtors’ Motion for the Entry of an Order (A) Authorizing, but Not Directing, the Debtors to Remit and Pay Certain Taxes and Fees and (B) Authorizing and Directing Banks and Other Financial Institutions to Honor Related Checks and Electronic Payment Requests [D.I. 8; 9/29/11].
2. Motion of the Debtors for Entry of Interim and Final Orders Pursuant to U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Providers from Discontinuing, Altering or Refusing Utility Services, (II) Deeming Utility Providers Adequately Assured of Future Performance and (III) Establishing Procedures for Determining Adequate Assurance of Payment [D.I. 10; 9/29/11].
3. Debtors’ Motion for Interim and Final Orders (I) Authorizing, but Not Directing, the Debtors to (A) Pay Prepetition Employee Obligations, (B) Continue Employee Benefit Plans and Programs Postpetition, and (C)

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Graceway Pharma Holding Corp., a Delaware corporation (9175), Case No. 11-13037 (MFW); Graceway Holdings, LLC, a Delaware limited liability company (2502), Case No. 11-13038 (MFW); Graceway Pharmaceuticals, LLC, a Delaware limited liability company (5385), Case No. 11-13036 (MFW); Chester Valley Holdings, LLC, a Delaware limited liability company (9457), Case No. 11-13039 (MFW); Chester Valley Pharmaceuticals, LLC, a Delaware limited liability company (3713), Case No. 11-13041 (MFW); Graceway Canada Holdings, Inc., a Delaware corporation (6663), Case No. 11-13042 (MFW); and Graceway International, Inc., a Delaware corporation (2399), Case No. 11-13043 (MFW). The mailing address for Graceway Pharmaceuticals, LLC is 340 Martin Luther King Jr. Blvd., Suite 500, Bristol, TN 37620 (Attn: John Bellamy).

² This notice has been amended to include a notice paragraph regarding the objection deadline for final approval of First Day Pleadings.

Honor Workers' Compensation Obligations; (II) Confirming that Debtors Are Able to Pay Withholding and Payroll-Related Taxes and; (III) Directing All Banks to Honor Prepetition Checks for Payment of Employee Obligations [D.I. 11; 9/29/11].

4. Debtors' Motion for Interim and Final Orders under 11 U.S.C. § 105(a) and 363 Authorizing the Debtors to Honor Certain Prepetition Obligations to Customers and to Continue Other Customer Programs [D.I. 14; 9/29/11].
5. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362 and 363; (III) Authorizing Debtors to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 364 and (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(B) [D.I. 15; 9/29/11].

PLEASE TAKE FURTHER NOTICE that on September 29, 2011, the Debtors also filed the following pleadings (collectively, the "Second Day Pleadings," and together with the First Day Pleadings, the "Pleadings"):

1. Debtors' Motion for Entry of (I) An Order Approving and Authorizing (A) Bidding Procedures in Connection with the Sale of Certain Assets of the Debtors, (B) Stalking Horse Bid Protections, (C) The Form and Manner of Notice of the Sale Hearing and (D) Other Related Relief; and (II) An Order Authorizing (A) The Sale of Certain Assets of the Debtors Free and Clear of All Claims, Liens, Liabilities, Rights, Interests and Encumbrances (B) The Debtors to Enter Into and Perform Their Obligations Under the Asset Purchase Agreement (C) The Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases and (D) Granting Related Relief [D.I.12; 9/29/11].
2. Motion for Entry of an Order Establishing Exclusive Procedures for the Assertion, Resolution, and Satisfaction of Claims Asserted Pursuant to Bankruptcy Code § 503(b)(9) [D.I. 16; 9/29/2011].
3. Motion of the Debtors for Entry of an Order Authorizing Additional Time to File Schedules and Statements of Financial Affairs [D.I. 17; 9/29/11].
4. Motion of the Debtors for Authority to Retain and Compensate Professionals Used in the Ordinary Course of Business [D.I. 18; 9/29/11].
5. Motion of the Debtors for an Order Establishing Bar Dates for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [D.I. 19; 9/29/11].

6. Motion of the Debtors for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [D.I. 20; 9/29/11].
7. Debtors' Application for an Order Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code Authorizing the Debtors to Retain and Employ Latham & Watkins LLP as Attorneys for the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 21; 9/29/11].
8. Debtors' Application for an Order Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code Authorizing the Debtors to Retain and Employ Alvarez & Marsal North America, LLC as Restructuring Advisors for the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 26; 9/29/11].
9. Debtors' Application for an Order Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code Authorizing the Debtors to Retain and Employ Lazard Freres & Co. LLC as Investment Banker for the Debtors *Nunc Pro Tunc* to the Petition Date [D.I. 27; 9/29/11].
10. Application of the Debtors to Retain and Employ PricewaterhouseCoopers LLP as Tax Consultant *Nunc Pro Tunc* to the Petition Date [D.I. 28; 9/29/11].

PLEASE TAKE FURTHER NOTICE that a hearing on the First Day Pleadings was held on September 30, 2011, at which time the Court approved the First Day Pleadings on an interim basis [Docket Nos. 46, 48, 49, 51 and 52].

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Second Day Pleadings and final approval of the First Day Pleadings is scheduled for **October 17, 2011 at 4:00 p.m. (ET)** at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 before The Honorable Mary F. Walrath, United States Bankruptcy Judge for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Second Day Pleadings must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned proposed counsel for the Debtors on or before **October 10, 2011 at 4:00 p.m. (ET)**.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the final approval of the First Day Pleadings must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned proposed counsel for the Debtors on or before **October 13, 2011 at 12:00 p.m. (ET)**.

IF NO OBJECTIONS TO ANY OF THE PLEADINGS ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN CONNECTION WITH SUCH PLEADINGS WITHOUT FURTHER NOTICE OR HEARING.

Dated: October 3, 2011
Wilmington, Delaware

Respectfully Submitted,



Michael R. Nestor (No. 3526)
Kara Hammond Coyle (No. 4410)
YOUNG CONAWAY STARGATT & TAYLOR, LLP
1000 West Street, 17th Floor
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253

-and-

David S. Heller
Josef S. Athanas
LATHAM & WATKINS LLP
Suite 5800
233 South Wacker Drive
Chicago, IL 60606
Telephone: (312) 876 -7700
Facsimile: (312) 993-9767

PROPOSED ATTORNEYS FOR DEBTORS AND
DEBTORS-IN-POSSESSION