

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

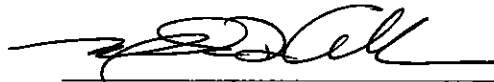
In re:)	
)	Chapter 11
GRACEWAY PHARMACEUTICALS, LLC, <i>et al.</i> , ¹)	Case No. 11-13036 (PJW)
)	
Debtors.)	Jointly Administered
)	

MOTION AND ORDER FOR ADMISSION *PRO HAC VICE* OF MICHAEL F. WALSH

1. Mark D. Collins, a member in good standing in the Bar of the State of Delaware, admitted to practice before the United States District Court for the District of Delaware, moves, pursuant to Local Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the admission *pro hac vice* of Michael F. Walsh (the “Admittee”) of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, to represent Medicis Pharmaceuticals Corporation in the above-captioned case.

2. The Admittee is a member in good standing of the Bars of the State of New York and the State of California, and is admitted to practice law in the United States District Courts for the Southern District of New York, the Eastern District of New York and the Southern District of California and the United States Courts of Appeals for the Second Circuit and the Fifth Circuit.

Dated: November 22, 2011
Wilmington, Delaware



Mark D. Collins (No. 2981)
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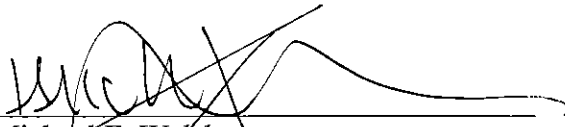
¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Graceway Pharma Holding Corp., a Delaware corporation (9175), Case No. 11-13037 (PJW); Graceway Holdings, LLC, a Delaware limited liability company (2502), Case No. 11-13038 (PJW); Graceway Pharmaceuticals, LLC, a Delaware limited liability company (5385), Case No. 11-13036 (PJW); Chester Valley Holdings, LLC, a Delaware limited liability company (9457), Case No. 11-13039 (PJW); Chester Valey Pharmaceuticals, LLC, a Delaware limited liability company (3713), Case No. 11-13041 (PJW); Graceway Canada Holdings, Inc., a Delaware corporation (6663), Case No. 11-13042 (PJW); and Graceway International, Inc., a Delaware corporation (2399), Case No. 11-13042 (PJW). The mailing address for Graceway Pharmaceuticals, LLC is 340 Martin Luther King Jr. Blvd., Suite 500, Bristol, TN 37629 (Attn: John Bellamy). On October 4, 2011, Graceway Canada Company filed an application in the Ontario Superior Court of Justice (Commercial List) pursuant to the *Courts of Justice Act*, R.S.O. 1990, c.C. 43.

*Attorneys for Medicis Pharmaceutical
Corporation*

CERTIFICATION BY COUNSEL TO BE ADMITTED *PRO HAC VICE*

3. Pursuant to Local Rule 9010-1, the Admittee certifies that he is eligible for admission to this Court, is admitted to practice and in good standing in the jurisdictions shown in paragraph 2 above, submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, these cases as provided in Local Rule 9010-1, and has access to, or has acquired, a copy of the Local Rules and is generally familiar with them. In accordance with Standing Order for the District Court Fund effective January 1, 2005, the Admittee further certifies that the annual fee of \$25.00 has been paid to the Clerk's Office of the District Court prior to the filing of this motion.

Dated: November 22, 2011
New York, New York



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ORDER GRANTING MOTION

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

Date: _____

United States Bankruptcy Judge