

**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 (PJW)

Jointly Administered

Re: Docket No. 399

Objection Deadline: 1/11/2012 @ 4:00 PM

**CERTIFICATE OF NO OBJECTION REGARDING
FIRST AND FINAL APPLICATION OF STIKEMAN ELLIOTT LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS SPECIAL CANADIAN COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD NOVEMBER 6, 2011 THROUGH NOVEMBER 30, 2011**

The undersigned counsel hereby certifies that, as of the date hereof:

1. She has received no answer, objection, or other responsive pleading to the First and Final Application of Stikeman Elliott LLP for Compensation for Services Rendered and Reimbursement of Expenses as Special Canadian Counsel for the Official Committee of Unsecured Creditors, for the Period November 6, 2011 through November 30, 2011 (the "Application") (Docket No. 399) filed on December 22, 2011.

2. Pursuant to the Notice of Application, objections to the Application were to be filed and served by January 11, 2012 ("Objection Deadline"). The undersigned further certifies that she has reviewed the Court's docket in this case and no answer,

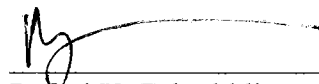
¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Graceway Pharma Holding Corp., a Delaware corporation (9175); Graceway Holdings, LLC, a Delaware limited liability company (2502); Graceway Pharmaceuticals, LLC, a Delaware limited liability company (5385); Chester Valley Holdings, LLC, a Delaware limited liability company (9457); Chester Valley Pharmaceuticals, LLC, a Delaware limited liability company (3713); Graceway Canada Holdings, Inc., a Delaware corporation (6663); and Graceway International, Inc., a Delaware corporation (2399). The mailing address for Graceway Pharmaceuticals, LLC is 340 Martin Luther King Jr. Blvd., Suite 500, Bristol, TN 37620 (Attn: John Bellamy).

objection, or other responsive pleading to the Application appears thereon. Pursuant to Rule 9013-1(j) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and General Chambers Procedures § 2(a)(v), undersigned counsel files this Certificate of No Objection to the Application following two business days after the Objection Deadline.

3. The Application requested allowance of fees in the amount of \$41,789.53 and expenses in the amount of \$207.71 pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (the “Interim Compensation Order”) (Docket No. 127). The Application also requested payment in the amount of \$33,341.62 (80% of \$41,789.53) and expenses in the amount of \$207.71 (100%) pursuant to the Interim Compensation Order. As noted above no objections were received to the full amount of Stikeman Elliott’s fee and expense request.

Dated: January 26, 2012
Wilmington, DE

ELLIOTT GREENLEAF



Rafael X. Zahralddin-Aravena (DE Bar No. 4166)
Shelley A. Kinsella (DE Bar No. 4023)
1105 North Market Street, Suite 1700
Wilmington, Delaware 19801
Telephone: (302) 384-9400
Facsimile: (302) 384-9399
Email: rxza@elliottgreenleaf.com
Email: sak@elliottgreenleaf.com

and

Kenneth A. Rosen, Esquire
S. Jason Teele, Esquire
Nicole Stefanelli, Esquire
LOWENSTEIN SANDLER PC
65 Livingston Avenue
Roseland, New Jersey 07068
Telephone: (973) 597-2346
Facsimile: (973)597-2347
Email: KRosen@lowenstein.com
Email: steele@lowenstein.com
Email: NStefanelli@lowenstein.com

*Co-counsel for the Official Committee of
Unsecured Creditors of Graceway
Pharmaceuticals, LLC, et al.*