

## EXHIBIT C

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

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

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**CERTIFICATION**

STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )


Josef S. Athanas, a partner at Latham & Watkins LLP (“Latham”), hereby certifies as follows:

1. I am one of the Latham partners in charge of the Graceway Pharmaceuticals, LLC engagement and I have responsibility in these cases for compliance with the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).

2. I have personally performed many of the legal services rendered by Latham as counsel for the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers in the firm.

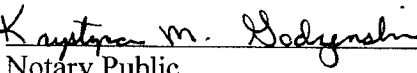
3. I have read the Local Rules, including Local Rule 2016-2. I have also read Latham’s Seventh and Final Application For Allowance and Payment of Compensation and Reimbursement of Expenses as Counsel For the Debtors (the “Application”). To the best of my knowledge, information and belief, the Application substantially complies with the Local Rules, including Local Rule 2016-2.

4. The facts set forth in the Application are true and correct to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Josef S. Athanas

SWORN TO AND SUBSCRIBED  
before me this 5<sup>th</sup> day of June, 2012.



  
\_\_\_\_\_  
Notary Public