

**EXHIBIT 1**  
**(Proposed Form of Order)**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

GRACEWAY PHARMACEUTICALS, LLC,  
*et al.*,<sup>2</sup>

Debtors.

Chapter 11

Case No. 11-13036 (PJW)

Jointly Administered

Related Docket Numbers: 773, 827, and \_\_\_\_\_

**ORDER GRANTING THE LIQUIDATING TRUSTEE AUTHORITY TO PAY  
FTI ADDITIONAL FEES FOR SERVICES RENDERED AND EXPENSES  
INCURRED AS FINANCIAL ADVISOR FOR THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS**

Upon consideration of the *Motion Of The Liquidating Trustee For Authority To Compensate FTI Consulting Inc., (“FTI”) For Services Rendered And Expenses Incurred As Financial Advisor For The Official Committee Of Unsecured Creditors* (the “Motion”); and finding that adequate notice of the hearing to consider such Motion having been given; and any objections to the Motion having been resolved; and after due deliberation and sufficient good cause appearing therefore, it is hereby

ORDERED that Kip Horton, in his capacity as Liquidating Trustee of the Graceway Liquidating Trust, is authorized and directed to remit payment to FTI for fees incurred in connection with preparation of its Final Fee Application in the total amount of \$4,986.50 within ten (10) business days following entry of this Order.

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<sup>2</sup> 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 Valley 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. 11-13043 (PJW). The mailing address for Graceway Pharmaceuticals, LLC is 340 Martin Luther King Jr. Blvd., Suite 500, Bristol, TN 37620 (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.

ORDERED that this Court shall retain jurisdiction to hear all matters arising from or related to the relief granted by this Order.

Dated: \_\_\_\_\_, 2013  
Wilmington, Delaware

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Peter J. Walsh  
United States Bankruptcy Judge