

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

In re:

Baxano Surgical, Inc.,¹

Debtor.

Chapter 11

Case No. 14-12545 (CSS)

Related to D.I. 147

**CERTIFICATION OF COUNSEL WITH RESPECT
TO PROPOSED ORDER EXTENDING STALKING HORSE
DESIGNATION DEADLINE SET FORTH IN SALE PROCEDURES ORDER**

Undersigned counsel for the Debtor hereby certifies that the proposed *Order Extending Stalking Horse Designation Deadline Set Forth in Sale Procedures Order*, a true copy of which is attached hereto as Exhibit A (the "Proposed Order"), has been circulated to counsel for Hercules Technology Growth Capital, Inc. ("Hercules"), the Official Committee of Unsecured Creditors (the "Committee"), and the Office of the United States Trustee, and that Hercules and the Committee consent, and the Office of the United States Trustee does not object, to the entry of the Proposed Order.

WHEREFORE, the Debtor respectfully requests that the Court enter the Proposed Order at its earliest convenience.

Dated: Wilmington, Delaware
December 29, 2014

STEVENS & LEE, P.C.

By: /s/ John D. Demmy

John D. Demmy (DE Bar No. 2802)
1105 N. Market Street, Suite 700
Wilmington, Delaware 19801
Telephone: (302) 425-3308
Email: jdd@stevenslee.com

¹ The last four digits of the Debtor's tax identification numbers are 9022. The address of the Debtor's corporate headquarters is 110 Horizon Drive, Suite 230, Raleigh, North Carolina 27615.

-and-

Robert Lapowsky
John C. Kilgannon
1818 Market Street, 29th Floor
Philadelphia, Pennsylvania 19103
(215) 575-0100
rl@stevenslee.com
jck@stevenslee.com

Attorneys for Debtor and Debtor in Possession

EXHIBIT A

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

In re:

Baxano Surgical, Inc.,

Debtor.¹

Chapter 11

Case No. 14-12545 (CSS)

Re: D. I. No. 147

**ORDER EXTENDING STALKING HORSE DESIGNATION
DEADLINE SET FORTH IN SALE PROCEDURES ORDER**

AND NOW, upon the request of the Debtor for an extension of the time that the Debtor, with the consent of Hercules Technology Growth Capital, Inc. (“Hercules”) and upon consultation with the Official Committee of Unsecured Creditors (the “Committee”), has under the order approving certain sale, bidding and auction procedures [D.I. 147] (the “Sale Procedures Order”) to designate a stalking horse bidder (the “Stalking Horse Designation Deadline”), which request was referenced on the record at the omnibus hearing held on December 22, 2014 (the “Hearing”); and it appearing to the Court that good and sufficient cause exists to extend the Stalking Horse Designation Deadline; and it having been represented to the Court that Hercules and the Committee are in agreement to the extension sought and that the Office of the United States Trustee does not object to the extension sought, it is hereby

ORDERED, that the Stalking Horse Designation Deadline is hereby extended from December 22, 2014 to and including December 31, 2014.

Dated: December ____, 2014
Wilmington, Delaware

CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtor’s last four digits of taxpayer identification number are as follows: 9022. The address of the Debtor’s corporate headquarters is 110 Horizon Drive, Suite 230, Raleigh, North Carolina, 27615.