



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF CALIFORNIA  
325 West "F" Street, San Diego, California 92101-6991

In Re

Debtor.

BANKRUPTCY NO.

Date of Hearing:

Time of Hearing:

Name of Judge:

### ORDER ON

IT IS ORDERED THAT the relief sought as set forth on the continuation pages attached and numbered two (2) through \_\_\_\_\_ with exhibits, if any, for a total of \_\_\_\_\_ pages, is granted. Motion/Application Docket Entry No. \_\_\_\_\_

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DATED: April 14, 2006

Signature by the attorney constitutes a certification under Fed. R. of Bankr. P. 9011 that the relief in the order is the relief granted by the court.

*Louise Del Paul Adler*  
\_\_\_\_\_  
Judge, United States Bankruptcy Court

Submitted by:

\_\_\_\_\_  
(Firm name)

By: \_\_\_\_\_  
Attorney for  Movant  Respondent

ORDER ON

DEBTOR:

CASE NO:

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I. The Debtor shall allow Union Bank or its representatives access to the Debtor's assets, books, records and personnel as required to conduct an inventory appraisal.

SUBMITTED BY:

WINTHROP COUCHOT PROFESSIONAL CORPORATION

/s/\_\_\_\_\_

Paul J. Couchot, Esq.

Proposed Counsel for the Debtor and Debtor-in-Possession

APPROVED AS TO FORM AND CONTENT:

SHEPPARD MULLIN RICHTER & HAMPTON LLP

/s/\_\_\_\_\_

Kyle Mathews , Esq.

Counsel for Union Bank of California

GOODWIN PROCTER

/s/\_\_\_\_\_

Gina Lynn Martin, Esq.

Counsel for Brown Brothers Harriman & Co.

MUNGER, TOLLES & OLSON

/s/\_\_\_\_\_

Mark Shinderman, Esq.

Counsel for David Barrett, Inc.

**SeraCare Life Sciences, Inc.**  
**Consolidated**

	3/24/06 Week 1	3/31/06 Week 2	4/7/06 Week 3	4/14/06 Week 4	4/21/06 Week 5	4/28/06 Week 6	Total April (4)
<b>Sales</b>							
Diagnosics Kits (Int'l/Domestic)	\$ 71,833	\$ 54,056	\$ 101,974	\$ 101,974	\$ 152,980	\$ 152,980	\$ 509,868
Diagnosics/BMR	652,528	844,741	552,357	297,423	339,912	462,280	1,851,972
Biotech Services	-	850,924	17,065	17,065	17,065	786,896	838,092
GCI / Biobank	33,600	423,511	2,784	18,461	43,046	105,665	169,956
Bioprocessing-CA	119,039	47,768	65,624	443,330	17,200	148,588	674,742
<b>Total</b>	\$ 877,000	\$ 2,221,000	\$ 739,804	\$ 878,254	\$ 570,183	\$ 1,656,390	\$ 3,944,631
<b>Cash receipts</b>							
Diagnosics Kits (Int'l/Domestic)	\$ 114,970	\$ 184,510	\$ 503,905	\$ 113,474	\$ 275,661	\$ 275,661	\$ 1,168,700
Biotech Services	2,339	42,572	52,212	423,361	239,710	72,844	788,127
Bioprocessing-CA + GCI	335,963	214,340	140,729	375,409	207,207	123,370	846,715
<b>Total</b>	\$ 625,126	\$ 718,188	\$ 696,847	\$ 912,243	\$ 722,578	\$ 471,875	\$ 2,803,543
<b>Operations related disbursements</b>							
Payroll	\$ -	\$ 752,701	\$ 3,016	\$ 642,500	\$ -	\$ 800,500	\$ 1,446,016
Interim CFO	-	25,000	14,000	14,000	14,000	14,000	56,000
Inventory/production purchases	-	135,994	236,786	57,066	315,057	245,499	854,408
Insurance, rents, mortgages	-	-	411,604	21,400	59,600	-	492,604
Utilities	-	-	25,100	133,279	71,267	1,366	231,012
Audit/lax (recurring)	-	50,000	106,250	23,750	-	28,750	286,500
All other SGA	-	\$ 963,695	\$ 796,756	\$ 891,995	\$ 587,674	\$ 1,090,115	\$ 3,366,539
<b>Total Operations</b>	\$ -	\$ 963,695	\$ 796,756	\$ 891,995	\$ 587,674	\$ 1,090,115	\$ 3,366,539
<b>Recurring Operations Cash Flow</b>							
Edging Cash after Recurring Operations	\$ 625,126	\$ (245,507)	\$ (99,909)	\$ 20,248	\$ 134,905	\$ (618,240)	\$ (662,996)
<b>Planned Division Relocation</b>							
(1) GCI integration - laboratory only	-	-	-	-	-	104,000	104,000
GCI integration - repository operations	-	-	-	-	-	90,000	90,000
OC integration	-	-	-	-	-	-	-
<b>Ending Cash after Operations</b>	\$ -	\$ 25,000,000	\$ 24,900,091	\$ 24,920,339	\$ 24,861,244	\$ 24,437,004	\$ 24,243,004
<b>Senior and subordinated debt service</b>							
Senior debt principal pmt	-	-	-	-	-	1,267,500	1,267,500
Senior debt monthly interest	-	-	-	-	-	151,000	151,000
<b>Total debt service payments</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,418,500	\$ 1,418,500
<b>Bankruptcy and Restructuring Expenses</b>							
(2) Pre-petition vendors	-	-	-	-	-	-	-
Alik Partners	-	-	-	-	-	-	-
20 day vendors	-	-	-	-	-	-	-
(2) Critical vendors	-	-	-	-	-	987,208	987,208
Gritios	-	-	-	-	-	53,138	53,138
DCI Management	-	-	-	-	-	53,138	53,138
Alik Partners	-	-	-	-	-	53,138	53,138
Attorneys	-	-	-	-	-	200,000	200,000
Auditors: FY2005 only	-	-	-	-	-	-	-
<b>Total Bankruptcy/ Restructuring</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 987,208	\$ 253,138
<b>Net Cash Flow</b>	\$ 625,126	\$ (245,507)	\$ (99,909)	\$ 20,248	\$ (2,464,803)	\$ (871,379)	\$ (3,415,842)
<b>Beginning Cash</b>	\$ 225,000,000	\$ 224,754,493	\$ 224,654,584	\$ 224,674,832	\$ 222,210,029	\$ 224,754,493	\$ 224,754,493
<b>Ending cash</b>	\$ 224,754,493	\$ 224,654,584	\$ 224,674,832	\$ 222,210,029	\$ 221,338,651	\$ 221,338,651	\$ 221,338,651
<b>Beginning A/R</b>	\$ 7,165,314	\$ 7,417,188	\$ 8,920,000	\$ 8,962,958	\$ 8,928,968	\$ 8,776,572	\$ 8,920,000
<b>Ending A/R</b>	\$ 7,417,188	\$ 8,920,000	\$ 8,962,958	\$ 8,928,968	\$ 8,776,572	\$ 9,961,088	\$ 9,961,088

(1) See attached analysis of revenue and cash flow loss if laboratory not moved on schedule  
(2) Funds not requested for this budget but will be subject of subsequent motion

**SeraCare Life Sciences, Inc.**

**Consolidated**

	5/10/06	5/12/06	5/19/06	5/26/06	Total	Total	Total
	Week 7	Week 8	Week 9	Week 10	May (4)	June (5)	Q3
<b>Sales</b>							
Diagnostics Kits (Int'l/Domestic)	\$ 101,974	\$ 101,974	\$ 152,960	\$ 152,960	\$ 509,868	\$ 679,824	\$ 1,699,560
Diagnostics/EMR	551,220	296,811	339,213	461,329	1,648,573	1,283,168	4,583,713
Biotech Services	-	25,598	803,892	803,892	880,696	927,960	2,646,738
GCI / Biobank	-	-	191,056	156,712	347,768	424,890	942,614
Bioprocessing-CA	380,506	4,253	285,569	2,124	672,452	1,780,075	3,127,269
<b>Total</b>	\$ 1,059,298	\$ 428,636	\$ 994,396	\$ 1,577,018	\$ 4,059,347	\$ 5,095,917	\$ 12,989,895
<b>Cash receipts</b>							
Diagnostics Kits (Int'l/Domestic)	\$ 344,576	\$ 344,576	\$ 344,576	\$ 540,875	\$ 1,574,603	\$ 2,173,864	\$ 4,917,167
Biotech Services	72,844	304,080	521,889	101,849	1,000,662	1,015,396	2,804,185
Bioprocessing-CA + GCI	74,296	358,837	805,631	153,656	1,397,420	2,154,211	4,393,346
<b>Total</b>	\$ 491,716	\$ 1,007,493	\$ 1,672,096	\$ 796,380	\$ 3,967,685	\$ 5,343,471	\$ 12,114,699
<b>Operations related disbursements</b>							
Payroll	\$ -	\$ 649,500	\$ -	\$ 729,500	\$ 1,379,000	\$ 1,379,000	\$ 4,204,016
Interim CFO	14,000	14,000	14,000	14,000	56,000	56,000	168,000
Inventory/production purchases	239,452	141,627	414,443	181,818	977,341	1,554,375	3,386,123
Insurance, rents, mortgages	433,254	-	59,600	-	492,854	492,854	1,478,311
Utilities	3,001	69,105	17,144	56,712	145,962	157,246	534,220
Audit/ax (recurring)	15,000	15,000	50,000	25,000	202,880	307,880	307,880
All other SGA	13,750	23,750	13,750	23,750	75,000	75,000	436,500
<b>Total Operations</b>	\$ 718,457	\$ 912,982	\$ 568,937	\$ 1,030,780	\$ 3,231,157	\$ 3,917,354	\$ 10,515,050
<b>Recurring Operations Cash Flow</b>	(226,741)	94,511	1,103,158	(234,400)	736,528	1,426,117	1,599,649
<b>Edging Cash after Recurring Operations</b>	24,210,263	24,304,774	25,407,932	25,173,532	25,173,532	26,599,649	26,599,649
<b>Planned Division Relocation</b>							
(1) GCI integration - laboratory only	-	-	-	-	-	-	104,000
GCI integration - repository operations	90,000	150,000	-	-	240,000	-	330,000
OC Integration	90,000	150,000	-	-	240,000	-	330,000
<b>Ending Cash after Operations</b>	\$ 24,120,263	\$ 24,154,774	\$ 25,407,932	\$ 25,173,532	\$ 24,933,532	\$ 26,599,649	\$ 26,165,649
<b>Senior and subordinated debt service</b>							
Senior debt principal prnt	-	-	-	-	-	-	1,267,500
Senior debt monthly interest	151,000	-	-	-	151,000	151,000	453,000
<b>Total debt service payments</b>	\$ 151,000	\$ -	\$ -	\$ -	\$ 151,000	\$ 151,000	\$ 1,720,500
<b>Bankruptcy and Restructuring Expenses</b>							
(2) Pre-petition vendors	-	-	-	-	-	500,000	-
Alix Partners	-	-	-	-	-	-	-
20 day vendors	-	-	-	-	-	-	-
(2) Critical vendors	-	-	-	-	-	-	987,208
Griols	-	-	-	-	-	-	53,138
DCI Management	-	-	-	-	-	-	-
Alix Partners	-	-	-	-	-	500,000	\$ 1,540,346
Attorneys	-	-	-	-	200,000	120,000	120,000
Auditors, FY2005 only	-	-	-	-	-	335,000	500,000
<b>Total Bankruptcy/ Restructuring</b>	\$ -	\$ -	\$ -	\$ 200,000	\$ 200,000	\$ 1,055,000	\$ 2,495,346
<b>Net Cash Flow</b>	\$ (467,741)	\$ (56,489)	\$ 1,103,158	\$ (434,400)	\$ 145,528	\$ 220,117	\$ (3,050,197)
<b>Beginning Cash</b>	\$ 21,338,651	\$ 20,870,910	\$ 20,815,421	\$ 21,918,579	\$ 21,338,651	\$ 21,484,179	\$ 24,754,483
<b>Ending cash</b>	\$ 20,870,910	\$ 20,815,421	\$ 21,918,579	\$ 21,484,179	\$ 21,484,179	\$ 21,704,296	\$ 21,704,296
<b>Beginning A/R</b>	\$ 9,961,088	\$ 10,528,670	\$ 9,949,812	\$ 9,272,112	\$ 9,961,088	\$ 10,052,750	\$ 8,920,000
<b>Ending A/R</b>	\$ 10,528,670	\$ 9,949,812	\$ 9,272,112	\$ 10,052,750	\$ 10,052,750	\$ 9,805,196	\$ 9,805,196

(1) See attached analysis of revenue and cash flow loss if laboratory not moved on schedule  
(2) Funds not requested for this budget but will be subject of subsequent motion