

B1 (Official Form 1)(4/10)

United States Bankruptcy Court Central District of California - Santa Ana		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Westcliff Medical Laboratories, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 95-2557486		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 1821 E. Dyer Road, #100 Santa Ana, CA ZIP Code 92705		Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Orange		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code		Mailing Address of Joint Debtor (if different from street address): ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box) ☐ Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> ☒ Corporation (includes LLC and LLP) ☐ Partnership ☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) ☒ Health Care Business ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) ☐ Railroad ☐ Stockbroker ☐ Commodity Broker ☐ Clearing Bank ☐ Other Tax-Exempt Entity (Check box, if applicable) ☐ Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) ☐ Chapter 7 ☐ Chapter 9 ☒ Chapter 11 ☐ Chapter 12 ☐ Chapter 13 ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) ☐ Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." ☒ Debts are primarily business debts.
Filing Fee (Check one box) ☒ Full Filing Fee attached ☐ Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. ☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). ☒ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: ☐ A plan is being filed with this petition. ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information ☒ Debtor estimates that funds will be available for distribution to unsecured creditors. ☐ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors ☐ 1-49 ☐ 50-99 ☐ 100-199 ☐ 200-999 ☒ 1,000-5,000 ☐ 5,001-10,000 ☐ 10,001-25,000 ☐ 25,001-50,000 ☐ 50,001-100,000 ☐ OVER 100,000		
Estimated Assets ☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☐ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☐ \$10,000,001 to \$50 million ☒ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion		
Estimated Liabilities ☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☐ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☐ \$10,000,001 to \$50 million ☒ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Westcliff Medical Laboratories, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: BioLabs, Inc.	Case Number: Filed Concurrently	Date Filed:	
District: Central District - Santa Ana Division	Relationship: Parent	Judge: To Be Assigned	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) ☐ Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? ☐ Yes, and Exhibit C is attached and made a part of this petition. ☒ No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) ☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: ☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Westcliff Medical Laboratories, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X **/s/ Ron Bender** _____
Signature of Attorney for Debtor(s)

Ron Bender 143364

Printed Name of Attorney for Debtor(s)

Levene, Neale, Bender, Rankin & Brill LLP

Firm Name

**10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067**

Address

Telephone Number

May 19, 2010

143364

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X **/s/ Matthew Pakkala** _____
Signature of Authorized Individual

Matthew Pakkala

Printed Name of Authorized Individual

Designated Officer, CRO

Title of Authorized Individual

May 19, 2010

Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Central District of California - Santa Ana**

In re **Westcliff Medical Laboratories, Inc.**

Debtor(s)

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
SPECIALTY LABORATORIES, INC. 27027 Tourney Road Valencia, CA 91355	Anna Tutunjian SPECIALTY LABORATORIES, INC. 27027 Tourney Road Valencia, CA 91355 (661) 799-6681			1,338,599.00
SIEMENS HEALTHCARE DIAGNOSTICS DEPT. 1102 P.O. BOX 121102 Dallas, TX 75312-1102	Paul Dinapoli SIEMENS HEALTHCARE DIAGNOSTICS DEPT. 1102 P.O. BOX 121102 Dallas, TX 75312-1102 (302) 631-7684			767,915.01
ROCHE DIAGNOSTICS CORPORATION DEPT AT 952243 Atlanta, GA 31192-2243	Karen Gorman ROCHE DIAGNOSTICS CORPORATION DEPT AT 952243 Atlanta, GA 31192-2243 (800) 428-5076 Ext 15469			709,272.22
VWR INTERNATIONAL P O BOX 31001-1257 Pasadena, CA 91110-1257	John Johnson VWR INTERNATIONAL P O BOX 31001-1257 Pasadena, CA 91110-1257 (866) 539-8810 Ext 418			668,725.83
CYTYC HOLOGIC LTD. PARTNERSHIP 24506 NETWORK PLACE Chicago, IL 60673-1245	Cherl Corey CYTYC HOLOGIC LTD. PARTNERSHIP 24506 NETWORK PLACE Chicago, IL 60673-1245 (800) 442-9892			341,736.31
DIASORIN INC. NW 8678 P.O.BOX 1450 MINNEAPOLIS, MN 55485-8678	Debbie Hakala DIASORIN INC. NW 8678 P.O.BOX 1450 MINNEAPOLIS, MN 55485-8678 651/439-9710			334,868.76

B4 (Official Form 4) (12/07) - Cont.

In re **Westcliff Medical Laboratories, Inc.**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
IRVINE CORPORATE CENTER, LLC. c/o BROE COMPANIES P.O. BOX 974568 Dallas, TX 75397-4568	IRVINE CORPORATE CENTER, LLC. c/o BROE COMPANIES P.O. BOX 974568 Dallas, TX 75397-4568			297,828.00
QIAGEN INC P.O. BOX 5132 Carol Stream, IL 60197-5132	Windy Corea QIAGEN INC P.O. BOX 5132 Carol Stream, IL 60197-5132 (661) 702-3000			250,334.68
GRIFOLS USA, LLC PO BOX 515037 Los Angeles, CA 90051-5037	GRIFOLS USA, LLC PO BOX 515037 Los Angeles, CA 90051-5037			194,112.38
GENZYME GENETICS PO BOX 223614 Pittsburgh, PA 15251-2614	GENZYME GENETICS PO BOX 223614 Pittsburgh, PA 15251-2614			188,140.00
PHADIA 22973 NETWORK PLACE Chicago, IL 60673-1229	Billing Customer Service PHADIA 22973 NETWORK PLACE Chicago, IL 60673-1229 (269) 492-1948			181,786.59
TRIPATH IMAGING, INC 23934 NETWORK PLACE Chicago, IL 60673-1239	TRIPATH IMAGING, INC 23934 NETWORK PLACE Chicago, IL 60673-1239			174,633.48
KIRKLAND & ELLIS LLP 300 North LaSalle Chicago, IL 60654	KIRKLAND & ELLIS LLP 300 North LaSalle Chicago, IL 60654			125,279.35
FISHER HEALTHCARE 2000 PARK LANE ATTN: 5TH FLOOR CREDIT DEPT Pittsburgh, PA 15275	Janet Opperman FISHER HEALTHCARE 2000 PARK LANE ATTN: 5TH FLOOR CREDIT DEPT Pittsburgh, PA 15275 (412) 490-8989			122,264.07
BIOMERIEUX VITEK, INC. P.O.BOX 500308 ST LOUIS, MO 63150-0308	BIOMERIEUX VITEK, INC. P.O.BOX 500308 ST LOUIS, MO 63150-0308			112,314.31
BECTON DICKINSON DEPT LA 21445 PASADENA, CA 91185-1445	BECTON DICKINSON DEPT LA 21445 PASADENA, CA 91185-1445			104,159.99
ALPHA SCIENTIFIC MEDICAL, INC 1751 YEAGER AVENUE, La Verne, CA 91750	ALPHA SCIENTIFIC MEDICAL, INC 1751 YEAGER AVENUE, La Verne, CA 91750			98,921.82
AT & T P O BOX 105068 Atlanta, GA 30348-5068	AT & T P O BOX 105068 Atlanta, GA 30348-5068			94,071.49

B4 (Official Form 4) (12/07) - Cont.

In re **Westcliff Medical Laboratories, Inc.**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
MCKESSON INFO SOLUTIONS P.O. BOX 98347 Chicago, IL 60693-0001	MCKESSON INFO SOLUTIONS P.O. BOX 98347 Chicago, IL 60693-0001 (866) 455-9430			93,144.03
BECKMAN COULTER, INC DEPT CH 10164 PALATINE, IL 60055-0164	BECKMAN COULTER, INC DEPT CH 10164 PALATINE, IL 60055-0164			71,439.37

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Designated Officer, CRO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **May 19, 2010**

Signature **/s/ Matthew Pakkala**

Matthew Pakkala

Designated Officer, CRO

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Ron Bender 143364Address 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067

Telephone _____

☒ Attorney for Debtor(s)☐ Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA

List all names including trade names used by Debtor(s)
within last 8 years:**Westcliff Medical Laboratories, Inc.**

Case No.:

Chapter: **11**

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 478 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: May 19, 2010/s/ Matthew Pakkala**Matthew Pakkala/Designated Officer**

Signer/Title

Date: May 19, 2010/s/ Ron Bender

Signature of Attorney

Ron Bender 143364**Levene, Neale, Bender, Rankin & Brill LLP****10250 Constellation Blvd.****Suite 1700****Los Angeles, CA 90067**

Westcliff Medical Laboratories, Inc.
1821 E. Dyer Road, #100
Santa Ana, CA 92705

Ron Bender
Levene, Neale, Bender, Rankin & Brill LLP
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067

U.S. Trustee - Santa Ana
411 West Fourth Street
Suite 9041
Santa Ana, CA 92701-8000

1-800-CONFERENCE R
PO BOX 8103
Aurora, IL 60507-8103

1-800-GOT-JUNK
1081 N. SHEPARD ST.-F
Anaheim, CA 92806

16585 VIA FLORESTA, INC
1525 THIRD ST. # A101
Riverside, CA 92501

1st CHOICE PHLEBOTOMY SERVICE
9126 W. RIVERSIDE
Tolleson, AZ 85353

2287 MOWRY GROUP, LLC
39560 STEVENSON PLACE #118
Fremont, CA 94539

24 SEVEN FIRE PROTECTION
190 BUENA VISTA ST.
Auburn, CA 95603

25460 Medical Center Dr., Suite 100
Murrieta, ca 92562

4MEDICA
100 CORPORATE POINTE, #200
CULVER CITY, CA 90230

4Medica
100 Corporate Pointe # 200
Culver City, CA 90230

575 HARDY INVESTORS, LLC
4722 NORT 24th STREET
SUITE 400
Phoenix, AZ 85016

575 HARDY INVESTORS, LLC
444 W.OCEAN BLVD STE 108
Long Beach, CA 90802

624 MEDICAL CENTER, LLC
650 WEST DUARTE RD.
STE# 1088
Arcadia, CA 91007

624 MEDICAL CENTER, LLC
650 WEST DUARTE RD. STE# 1088
Arcadia, CA 91007

9275 SKY PARK COURT
STE# 400
San Diego, CA 92123

A & B FIRE PROTECTION & SAFETY
514 WORK ST. PO BOX 1211
Salinas, CA 93902

A & R AUTO REPAIR
514 INGLEWOOD AVE# B
Redondo Beach, CA 90278

A & D BUILDING MAINTENANCE, INC
DEPT. LA 22806
Pasadena, CA 91185-2806

A LA CARTE CATERING
1915 SOUTH COAST HWY
Laguna Beach, CA 92651

A WEE BIT OF EVERYTHING
3600 MAGPIE LANE
North Highlands, CA 95660

A-1 FENCE COMPANY
2831 E.LA CRESTA AVE.
Anaheim, CA 92806

A-1 LOCK BARSTOW
1020 E. MAIN ST.
Barstow, CA 92311

A-1 SIGNS
1659 1/2 E. 6TH SREET
Beaumont, CA 92223

A-LEAVE PEST CONTROL
5730 N FIRST # 105-306
Fresno, CA 93710

A. MONDKAR. M.D, S. SMITH, M.D
AND H. ROOHIPOUR, M. D.
8641 WILSHIRE BLVD, STE# 200
Beverly Hills, CA 90211

A. MONDKAR. M.D, S. SMITH, M.D AND H. RO
8641 WILSHIRE BLVD, STE# 200
Beverly Hills, CA 90211

A. V. COMTEL, INC
49121 80th STREET
Lancaster, CA 93536

A.V. ICE CREAM /ROCKVIEW DIST.
106 EAST AVENUE I
Lancaster, CA 93535

A/C CUSTOMS, INC
26111 YNEZ RD.
SUITE B-20
Temecula, CA 92591

AAMES LOCK & SAFE CO
818 W. CHAPMAN AVE
Orange, CA 92868-2823

Abad, Marlon Gavilan
15305 Santa Gertudes
#101
La Mirada, CA 90638

ABBEY FLOORING
68-845 PEREZ ROAD
Cathedral City, CA 92234

ABBOTT LABORATORIES
P.O.BOX 92679
Chicago, IL 60675-2679

ABBOTT LABORATORIES INC
P.O. BOX 41601
Philadelphia, PA 19101-1601

ABC ICE HOUSE, INC
27762 FORBES ROAD #5
Laguna Niguel, CA 92677

Abdalla, Elmoiz A.
111 N. Western Ave.
30
Anaheim, CA 92801

Abdulalim, Habib Mohamed
8300 Chapman Ave.
62
Stanton, CA 90680

Abdulalim, Nasredin I.
7861 Cerritos Ave.
#16
Stanton, CA 91680

Abdulkader, Mohamedhabib Berhan
1158 N. Citron St.
#101
Anaheim, CA 92801

ABDULNASSER DUMAMA MUHAMMAD
350 S. RENO ST, APT #109
Los Angeles, CA 90057

ABE OFFICE FURNITURE SUPERSTOR
FURNITURE SUPERSTORE
P.O. BOX 5808
El Monte, CA 91734-1808

ABIS SIGNS
9724 ALESIA AVE.
South El Monte, CA 91733

Abraham, Enriqueta Villapando
22043 Neptune Ave.
Carson, CA 90745

AC ELECTRIC
40219 PASEDENA DR.
Temecula, CA 92591

ACADEMY LOCKSMITH, INC
4887 E. LA PALMA AVE.
SUITE#701
Anaheim, CA 92807

ACCOUNTING UNIT, EPA ID
DEPARTMENT OF TOXIC SUBSTANCES
P.O. BOX 1288
Sacramento, CA 95812-1288

ACCRETIVE LAGUNA PARTNERS, LLC
P.O. BOX 511399
Los Angeles, CA 90051-7954

ACCRETIVE LAGUNA PARTNERS, LLC
DEPT. LA 22607
Pasadena, CA 91185-2607

ACCRETIVE LAGUNA PARTNERS, LLC
100 BAYVIEW CIRCLE
SUITE 505
Newport Beach, CA 92660

ACE COURIERS INC.
14757 OXNARD STREET
Van Nuys, CA 91411

ACE FIRE EQUIPMENT & SVC CO.
P.O. BOX 1142
Palo Alto, CA 94302-1142

ACE PARKING MANAGEMENT, INC.
7930 FROST ST STE 408
San Diego, CA 92123

ACEJAS, CAROLYN
4575 ALHAMBRA DR
FREMONT, CA 94536

ACENTEC INC
17815 SKY PARK CIRCLE
SUITE J
Irvine, CA 92614

ACI CLEAN CONCEPTS INC.
1121 TAMA LANE STE. B
Santa Maria, CA 93455-1151

ACI COMMUNICATION INC
5115 N. DOUGLAS FIR RD.
STE. A
Calabasas, CA 91302

ACROMETRIX
FILE 30708
P.O. BOX 6000
San Francisco, CA 94160

ACTION BEE REMOVAL
P.O. BOX 3270
Tustin, CA 92781

ACTION MEDIA
P O BOX 120483
East Haven, CT 06512

ACTIVE DATA SOLUTIONS
25 HULL STREET
Warwick, RI 02888

ACXIOM CONFORMATION SECURITY
12445 COLLECTION CENTER DRIVE
Chicago, IL 60693

ADAIR FAMILY TRUST
C/O STONE CANYON MORTGAGE
6930 DESTINY DRIVE, STE.#100
ROCKLIN, CA 96577

ADAIR FAMILY TRUST c/o Stone Canyon Mort
6930 DESTINY DRIVE, STE.#100
ROCKLIN, CA 96577

Adams, Cedric M.
32883 Fairmont Ln.
Lake Elsinore, CA 92530

ADD-A-JACK
P.O. BOX 1236
Cathedral City, CA 92235

ADE, INC
P.O. BOX 27308
Fresno, CA 93729

ADELPHIA
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WOODS PEST CONTROL OF FRESNO
2525 N. MCCALL AVENUE
Sanger, CA 93657-9317

Woods, Nicholas Isiah
10527 Marbel Ave.
Downey, CA 90241

WORKSTATION INDUSTRIES, INC
1938 E. POMONA ST.
Santa Ana, CA 92705

WORLD IND. SUPPLY ENTERPRISES
22541 ASPAN ST.
STE. # A
Lake Forest, CA 92630

WORTHINGTON, CATHERINE
14039 AUBREY RD
BEVERLY HILLS, CA 90210

WRIGHT, LINDA C
4 PACIFICO
LAGUNA NIGUEL, CA 92677

WRIGHT, VICKI
528 S JEANINE ST
ANAHEIM, CA 92806

Wursten, Jack Andrew
340 Blacksmith Ave.
Lincoln, CA 95648

Wuysang, Yolanza A.
1931 Overland St.
Colton, CA 92324

WYNNE, TIMOTHY
10401 WHIRLA WAY
CYPRESS, CA 90630

WYSZKOWSKI, EVA
17842 RAINIER DR
SANTA ANA, CA 92705

XAGORARAKIS, DENISE
2680 ORANGE AVE APT B
COSTA MESA, CA 92627

XCELERATED XPRESS
920 RIVERSIDE PKWY, #10
West Sacramento, CA 95605

XEROX CORPORATION
PNC BANK, P.O. BOX 650361
1200 EAST CAMPBELL , STE#108
Richardson, TX 75081

XEROX CORPORATION
P.O. BOX 7405
Pasadena, CA 91109-7405

XIANG, YOU
687 NOVAK DR
SAN JOSE, CA 95127

XIFIN, INC.
3394 CARMEL MOUNTAIN ROAD,
STE 200
San Diego, CA 92121

Xifn
3394 Carmel Mountain Road
Suite 200
San Diego, CA 92121

XILA PROPERTY MANAGEMENT
P.O. BOX 3696
San Diego, CA 92163

XO COMMUNICATIONS SERVICES
FILE 50543
Los Angeles, CA 90074-0543

XTENSION TECHNOLOGIES
20321 LAKE FOREST DR.
SUIRE#D7
Lake Forest, CA 92630-8104

YANELLI DELGADO
4134 STEWART AVE.
Baldwin Park, CA 91706

YE, QING
106 OAKLAND PLACE
LOS GATOS, CA 95032

Yegenian, Berj
1687 S.Heritage Cir.
Anaheim, CA 92804

YI, JOSEPH
1098 DEL CAMBRE DR
SAN JOSE, CA 95129

YOSEMITE BOTTLED WATER GROUP
1226 S PARALLEL AVE
Fresno, CA 93702-4097

YOSEMITE LINEN SUPPLY, INC
P.O. BOX 2697
Fresno, CA 93745

YOUNG, CYNTHIA
5601 VILLA VERONA WAY
BAKERSFIELD, CA 93311

Young, Penny Lee
13167 Galbreth St.
Whitewater, CA 92282

Young, Timothy Sa
2140 W. Wardlow
12
Long Beach, CA 90810

Young, Walton W.
33710 Canyonranch Rd
Wildomar, CA 92595

YUCAIPA VALLEY WATER DISTRICT
P.O. BOX 730
Yucaipa, CA 92399-0730

Yvonne Moreno
17340 Maint St. Apt #24
La Puente, CA 91744

Yzaguirre, Rafaela
201 Lark St.
Colton, CA 92324

Zacharczuk, Irene G.
16881 Chestnut St.
Yorba Linda, CA 92886

Zamani, Fatemeh
25981 Athertone Ave.
Laguna Hills, CA 92653

Zamora, David C.
P.O.Box 1475
5143 Darrah Rd
Mariposa, CA 95338

Zamora, Rosalba Garcia
622 Mountian View
Filmore, CA 93015

Zappia, Rocco W.
3064 Tyler Way
Costa Mesa, CA 92626

Zaragoza, Veronica Y.
23766 Parkland Ave.
Moreno Valley, CA 92557

Zaretskiy, Peter Daniel
655 Baker St.
#Q103
Costa Mesa, CA 92626

ZDL. INC
P.O. BOX 23777
Lexington, KY 40523

Zelaya, Jose Luis
4337 Club Vista Dr.
Palmdale, CA 93551

Zendejas Jr., Juan Carlos
1468 Doral Ct.
Ontario, CA 91768

Zendejas, Juan C.
1468 Doral Crt.
Ontario, CA 91761

Zendejas, Lorena Garcia
395 Otono Ct.
Camarillo, CA 93012

ZEP SALES & SERVICE
1000 RAILROAD ST
Corona, CA 92882

Zerga, Elisa Rossana
10451 Peach Ave.
Mission Hills, CA 91345

ZERLINDA LEWIS
1855 SAN GORONGINO
Banning, CA 92220

ZURICH NORTH AMERICA
8712 INNOVATION WAY
CHICAGO, IL 60682-0087

Zylstra, Jana M.
19081 Lindsay Ln.
Huntington Beach, CA 92646

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Ron Bender Levene, Neale, Bender, Rankin & Brill LLP 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 143364 ☒ Attorney for: Westcliff Medical Laboratories, Inc.	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA	
In re: Westcliff Medical Laboratories, Inc. Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

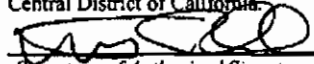
ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)

☒ Petition, statement of affairs, schedules or lists
☐ Amendments to the petition, statement of affairs, schedules or lists
☐ Other: _____

Date Filed: May 19, 2010
Date Filed: _____
Date Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.



Signature of Authorized Signatory of Filing Party

May 19, 2010

Date

Matthew Pakkala

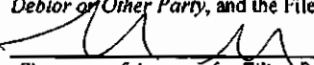
Printed Name of Authorized Signatory of Filing Party

Designated Officer, CRO

Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.



Signature of Attorney for Filing Party

May 19, 2010

Date

Ron Bender 143364

Printed Name of Attorney for Filing Party

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Ron Bender Levene, Neale, Bender, Rankin & Brill LLP 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 143364 ☒ Attorney for: Westcliff Medical Laboratories, Inc.	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA	
In re: Westcliff Medical Laboratories, Inc. Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

☒	Petition, statement of affairs, schedules or lists	Date Filed: <u>May 19, 2010</u>
☐	Amendments to the petition, statement of affairs, schedules or lists	Date Filed: _____
☐	Other: _____	Date Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this *Declaration* with the United States Bankruptcy Court for the Central District of California.

<u>/s/ Matthew Pakkala</u>	<u>May 19, 2010</u>
<i>Signature of Authorized Signatory of Filing Party</i>	Date

Matthew Pakkala
Printed Name of Authorized Signatory of Filing Party

Designated Officer
Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the *Declaration of Authorized Signatory of Debtor or Other Party* before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this *Declaration*, the *Declaration of Authorized Signatory of Debtor or Other Party*, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this *Declaration*, the *Declaration of Authorized Signatory of Debtor or Other Party*, and the Filed Document available for review upon request of the Court or other parties.

<u>/s/ Ron Bender</u>	<u>May 19, 2010</u>
<i>Signature of Attorney for Filing Party</i>	Date

Ron Bender 143364
Printed Name of Attorney for Filing Party

**UNANIMOUS BOARD RESOLUTION AUTHORIZING CHAPTER 11 BANKRUPTCY
FILING BY WESTCLIFF MEDICAL LABORATORIES, INC. (A CALIFORNIA
CORPORATION)**

The following resolutions were duly enacted by a unanimous vote of the Board of Directors (the "Board") of Westcliff Medical Laboratories, Inc., a California Corporation (the "Company"), at a meeting of the Board held on May 17, 2010, and the same shall remain in full force and effect, without modification, unless and until the Board adopts a further resolution to the contrary:

RESOLVED, that Matthew Pakkala or any other officer of the Company as directed by Matthew Pakkala (the "Designated Officer") is hereby authorized on behalf of and in the name of the Company to execute a Chapter 11 bankruptcy petition and all related documents and papers on behalf of the Company in order to enable the Company to commence a Chapter 11 bankruptcy case if the Designated Officer deems it to be in the best interests of the Company to do so;

FURTHER RESOLVED, that the Designated Officer has the authority to cause the Company to employ the law firm of Levene, Neale, Bender, Rankin & Brill L.L.P. ("LNBRB") for purposes of filing the Chapter 11 bankruptcy case for the Company and representing the Company in its Chapter 11 bankruptcy case as bankruptcy counsel, and the Designated Officer has the authority to execute an application for the Company to employ LNBRB as bankruptcy counsel to the Company in connection with the Company's Chapter 11 bankruptcy case;

FURTHER RESOLVED, that the Designated Officer has the authority to cause the Company to employ the law firm of Kirkland & Ellis LLP to serve as special corporate counsel to the Company during the Company's Chapter 11 bankruptcy case, and the Designated Officer has the authority to cause the Company to

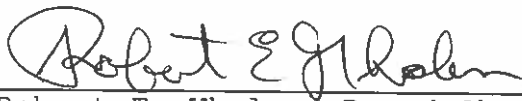
employ MTS Health Partners L.P. as investment banker and financial advisor to the Company during the Company's Chapter 11 bankruptcy case. The Designated Officer also has the authority to cause the Company to employ any other professionals to represent or assist the Company in connection with the Company's Chapter 11 bankruptcy case that the Designated Officer deems to be in the best interests of the Company;

FURTHER RESOLVED, that in the event of a Chapter 11 bankruptcy filing by the Company, the Designated Officer is hereby authorized on behalf of and in the name of the Company to execute and file and to cause counsel to the Company to prepare with the assistance of the Company as appropriate all petitions, schedules, lists and other papers, documents and pleadings in connection with the Company's bankruptcy case, and to take any and all action which the Designated Officer deems necessary and proper in connection with the Company's bankruptcy case without the need for any further approval of the Board. Such actions which the Designated Officer has the authority to cause the Company to take without any further approval of the Board shall include, but not be limited to, the following: employing and compensating counsel and other professionals (both prior to and after the Company's bankruptcy filing); seeking Bankruptcy Court approval for the Company to use cash collateral and/or post-bankruptcy financing and executing any agreements related to any of the foregoing; compensating employees; hiring and terminating employees; purchasing product or materials; selling product; entering into or continuing with agreements; collecting accounts receivable; negotiating with creditors, lenders, vendors, suppliers and landlords; assuming, assigning, or rejecting executory contracts and unexpired leases; renegotiating the terms of executory contracts and unexpired leases; signing new or amended contracts and leases; commencing and defending litigation involving the Company; causing the Company to sell all or substantially all of the Company's assets; and

causing the Company to file and seek to confirm a plan of reorganization;

FURTHER RESOLVED, that effective upon the filing of the Company's Chapter 11 bankruptcy case, Mark Herbers shall cease serving as the Company's Chief Financial Officer and Laura Contreras shall commence serving as the Company's Chief Financial Officer.

Dated: May 17, 2010

A handwritten signature in cursive script, reading "Robert E. Whalen". The signature is written in dark ink and is positioned above a horizontal line.

Robert E. Whalen, Board Chairman