

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

-----x Chapter 11
In re :
Laboratory Partners, Inc., *et al.*, : Case No. 13-12769 (PJW)
Debtors. :
-----x (Jointly Administered)

**NOTICE OF DEADLINE REQUIRING FILING OF
PROOFS OF CLAIM OR ADMINISTRATIVE EXPENSE
REQUESTS OF CREDITORS (OTHER THAN GOVERNMENTAL
UNITS), AS APPLICABLE, ON OR BEFORE FEBRUARY 3, 2014,
AND DEADLINE REQUIRING FILING OF PROOFS OF CLAIM
OF GOVERNMENTAL UNITS ON OR BEFORE APRIL 23, 2014**

TO ALL POTENTIAL CREDITORS OF THE DEBTORS LISTED BELOW:

PLEASE TAKE NOTICE THAT:

On October 25, 2013 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) each filed a voluntary petition with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). The following table lists each Debtor, tax identification number, and respective case number:

<u>Debtor</u>	<u>Tax ID</u>	<u>Case No.</u>
Laboratory Partners, Inc.	20-1723376	13-12769
Kilbourne Medical Laboratories, Inc.	31-0829849	13-12771
MedLab Ohio, Inc.	26-1099072	13-12772
Suburban Medical Laboratory, Inc.	34-1170859	13-12773
Biological Technology Laboratory, Inc.	43-1124370	13-12774
Terre Haute Medical Laboratory, Inc.	35-1331809	13-12775
Pathology Associates of Terre Haute, Inc.	35-1786485	13-12776

By Order of the Bankruptcy Court entered on December 9, 2013 (the “Bar Date Order”) 4:00 p.m. (CT) on February 3, 2014 (the “General Bar Date”) is the last date for each person or non-governmental entity (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts and any party wishing to assert a claim arising from the rejection, or anticipated rejection, of an executory contract or unexpired lease) to file a proof of claim against any of the Debtors listed above.

The Bar Date Order establishes 4:00 p.m. (CT) on April 23, 2014 (the “Governmental Unit Bar Date”) as the last date for a “governmental unit” (as defined in section 101(27) of the Bankruptcy Code) to file a proof of claim against any of the Debtors listed above.

By the Bar Date Order, 4:00 p.m. (CT) on February 3, 2014 (the “Administrative Claim Bar Date,” and, together with the General Bar Date and the Governmental Unit Bar Date, the “Bar Dates”) is the last date for each person or non-governmental entity (including, without limitation, individuals, partnerships, corporations, joint ventures and trusts) to assert an administrative expense claim, allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code, against the Debtors which arose from the Petition Date through and including December 9, 2013 (the “Postpetition Period”), or which

may be entitled to administrative expense priority under section 503(b)(9) of the Bankruptcy Code (“503(b)(9) Claims”) by submitting an administrative expense request to BMC Group, Inc. (“BMC”).

The Bar Dates and the procedures set forth below for filing proofs of claim and administrative expense requests apply to all potential claims against the Debtors that arose prior to the Petition Date (the “Prepetition Claims”), all 503(b)(9) Claims, and all potential administrative expense claims against the Debtors which arose from the Petition Date through the Postpetition Period (the “Administrative Expense Claims”), except for those claims listed in Section 5 below, which are specifically excluded from the Bar Date filing requirement.

1. WHO MUST FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST

You **MUST** file a proof of claim to share in distributions from the Debtors’ bankruptcy estates if you have a claim against any of the Debtors that arose prior to the Petition Date, and you **MUST** file an administrative expense request if you have an Administrative Expense Claim against any of the Debtors that arose after the Petition Date through and including December 9, 2013, or if you have a 503(b)(9) Claim, if such claim is not one of the types of claims described in Section 5 below. **Prepetition Claims, 503(b)(9) Claims, and Administrative Expense Claims, including claims based on setoff rights, must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated, or certain, or did not mature or become fixed, liquidated, or certain. If any portion of the claim you assert is a contingent and/or unliquidated claim, you shall set forth a good faith estimate of the maximum amount of such contingent and/or unliquidated claim.**

Under section 101(5) of the Bankruptcy Code and as used in this Notice, the word “claim” means (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2. WHAT TO FILE

The Debtors are enclosing a proof of claim form (the “Proof of Claim Form”) for use. If your Prepetition Claim is scheduled by the Debtors, the form also sets forth the amount and type of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled, and whether the claim is scheduled as disputed, contingent, or unliquidated. You may receive a different Proof of Claim Form for each claim scheduled in your name by the Debtors. You may utilize the Proof of Claim Form(s) provided by the Debtors to file your proof of claim. If you disagree with any of the information set forth on the proof of claim, including, without limitation, the amount or type of the claim set forth therein, or that such claim is scheduled as contingent, disputed, or unliquidated, you are required to file a proof of claim identifying each Debtor against which you are asserting a claim and the amount and type of such claim.

The Debtors are also enclosing an administrative expense request form (the “Administrative Expense Request Form”) for use if you assert an Administrative Expense Claim or a 503(b)(9) Claim. You may utilize the Administrative Expense Request Form to file your administrative expense request.

All proofs of claim and administrative expense requests must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed proof of claim or administrative expense request any documents on which the claim is based (if voluminous, a summary thereof must also be attached) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim or administrative expense request, as applicable, with respect to each such Debtor, and all holders of claims must identify on their proof of claim or administrative expense request the specific Debtor against which their claim is asserted and the case number of that Debtor’s bankruptcy case. A list of the names of the Debtors and their case numbers is set forth above.

3. WHEN AND WHERE TO FILE

Except as provided for herein:

- all proofs of claim and administrative expense requests must be filed **so as to be received on or before 4:00 p.m. (CT) on February 3, 2014**; and
- governmental units must file proofs of claim **so as to be received on or before 4:00 p.m. (CT) on April 23, 2014**

At the following address (the “Claims Processing Center”):

If by regular mail:

BMC Group, Inc.
P.O. Box 3020
Chanhassen, MN 55317-3020
(Attn: Laboratory Partners Claims Processing)

If by messenger or overnight delivery:

BMC Group, Inc.
18675 Lake Drive East
Chanhassen, MN 55317
(Attn: Laboratory Partners Claims Processing)

Proofs of claim and administrative expense requests will be deemed filed only when received by the Claims Processing Center on or before the applicable deadline. Proofs of claim and administrative expense requests may not be delivered by facsimile, telecopy, or electronic mail transmission.

4. PROCEDURES FOR HOLDERS OF POTENTIAL 503(b)(9) CLAIMS

The Court has established the following procedures for holders of potential 503(b)(9) Claims:

- (a) 503(b)(9) claimants may use the proof of claim form tailored to these cases, to indicate that a 503(b)(9) Claim is being asserted. As set forth in the claim form, each 503(b)(9) Claim against the Debtors must include, with specificity: (i) the amount of the 503(b)(9) Claim; (ii) the particular Debtor against which the 503(b)(9) Claim is asserted; (iii) the date of delivery of the goods the 503(b)(9) claimant contends the Debtor received within 20 days before the applicable Petition Date; (iv) documentation, including invoices, receipts, bills of lading and the like, identifying the particular goods for which the claim is being asserted; (v) an identification of which goods (if any) were subject to a demand for reclamation asserted under section 546 of the Bankruptcy Code; and (vi) a certification that the goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the Debtor’s business;
- (b) All of the required information set forth in subparagraph (a) above should be sent to BMC, substantially in the form of the claim form so as to be received on or before the Administrative Claim Bar Date by either mail or delivery by hand, courier, or overnight service at the appropriate address identified above for BMC;
- (c) 503(b)(9) claimants shall not file a motion to compel payment of administrative expenses for their 503(b)(9) Claims. To the extent any 503(b)(9) Claims are allowed and are entitled to administrative priority pursuant to the Bankruptcy Code, the claim shall be paid (i) as set forth in a plan of reorganization or liquidation as shall be confirmed by the Bankruptcy Court, (ii) as otherwise agreed to by the Debtors and the 503(b)(9) claimant(s) or pursuant to an order of the Bankruptcy Court;
- (d) Nothing in these 503(b)(9) Claims Procedures shall preclude any 503(b)(9) claimant from filing a motion seeking, after notice and a hearing, payment of 503(b)(9) Claims earlier than provided for herein so long as such motion is predicated on events that have taken place in these cases subsequent to the entry of this Order, and the movant asserts that in light of such subsequent events the earlier payment of the movant’s 503(b)(9) Claims is necessary to ensure fair and equitable treatment of such 503(b)(9) claimants or is otherwise appropriate under the circumstances; and
- (e) Nothing in these 503(b)(9) Claims Procedures shall affect the rights and remedies and/or defenses of the Debtors, claimants or any other party-in-interest with regard to avoidance of any claim or obligation.

5. WHO NEED NOT FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST

The following Prepetition Claims, 503(b)(9) Claims and Administrative Expense Claims are exempted from their applicable Bar Dates, as applicable:

- (a) any claim with respect to which an entity has already properly filed a proof of claim or an administrative expense request, as applicable, against one or more of the Debtors with either BMC or the Clerk of the Bankruptcy Court;
- (b) any claim with respect to which an entity has already properly filed a motion requesting allowance of an Administrative Expense Claim pursuant to Bankruptcy Code section 503(b);
- (c) any claim held by an entity that is: (i) listed in the Schedules or any amendments thereto; and (ii) not described therein as “disputed,” “contingent,” or “unliquidated”; and (iii) with respect to which such entity does not dispute the amount or classification of its claim as set forth in the Schedules;
- (d) any claim or administrative expense request, as applicable, asserted by a Debtor against another Debtor;
- (e) any claim or administrative expense request, as applicable, asserted against the Debtors, that has been allowed by an order of the Bankruptcy Court entered on or before the applicable Bar Date;
- (f) any claim or administrative expense, as applicable, that has been paid;
- (g) any administrative expense request held by professionals retained by the Debtors or the Committee pursuant to orders of this Bankruptcy Court, including BMC, that assert Administrative Expense Claims for payment of fees and expenses subject to the Bankruptcy Court’s approval pursuant to sections 330, 331(a), and 503(b) of the Bankruptcy Code;
- (h) any claim or administrative expense of the DIP Agent, the DIP Lender, Prepetition Agent or the Prepetition Lenders on account of the DIP Claims or the Prepetition Obligations;¹
- (i) any Administrative Expense Claim arising, in the ordinary course of business, out of the employment by one or more Debtors of an individual from and after the Petition Date, but only to the extent that such Administrative Expense Claim is for outstanding wages, accrued benefits, or reimbursement of business expenses; and/or
- (j) any current or former equity security holder that seeks to assert only stock ownership interests also need not file a Prepetition Claim, 503(b)(9) Claim and Administrative Expense Claim.²

This notice is being sent to persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against a Debtor. The fact that you have received this notice does not necessarily mean that you have a claim against a Debtor.

¹ Capitalized terms used in this subparagraph (h) shall have the meanings given to them in the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Postpetition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay; and (6) Scheduling a Final Hearing.*

² Any equity security holder claiming damages or asserting causes of action based upon or arising from stock ownership would be required to file a proof of claim by the General Bar Date.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST BY THE APPLICABLE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS SET FORTH ABOVE AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST, AS APPLICABLE, IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES OR VOTING ON ANY CHAPTER 11 PLAN PROPOSED IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM.

7. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. The Schedules do NOT identify holders of 503(b)(9) Claims as such, though they may identify such persons as holders of Prepetition Claims. The Schedules also do NOT identify holders of Administrative Expense Claims.

To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim Form regarding the amount, type (*i.e.*, secured, priority unsecured, or non-priority unsecured), and nature (*i.e.*, contingent, disputed, or unliquidated) of your claim. If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proof of Claim Forms, each of which will reflect the amount, type, and nature of your claim against such applicable Debtor, as listed in the Schedules.

If you rely on the Schedules, it is your responsibility to determine that the claim is accurately listed. If you agree with the amount and type of your claim as listed in the Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules, the Bar Date Order, and additional Proof of Claim Forms and Administrative Expense Request Forms may be viewed at www.bmcgroup.com/laboratorypartners. Copies of the Schedules and Bar Date Order are also available on the Bankruptcy Court's internet website at <http://www.deb.uscourts.gov>. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and Bar Date Order may also be examined between the hours of 8:00 a.m. and 4:00 p.m. (CT) Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules, the Bar Date Order, and additional Proof of Claim Forms and Administrative Expense Request Forms may also be obtained by written request to BMC at the addresses contained herein or by calling (888) 909-0100.

Please note that BMC's staff is not permitted to give legal advice. A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.

Dated: Wilmington, Delaware
January 3, 2014

BY ORDER OF THE COURT