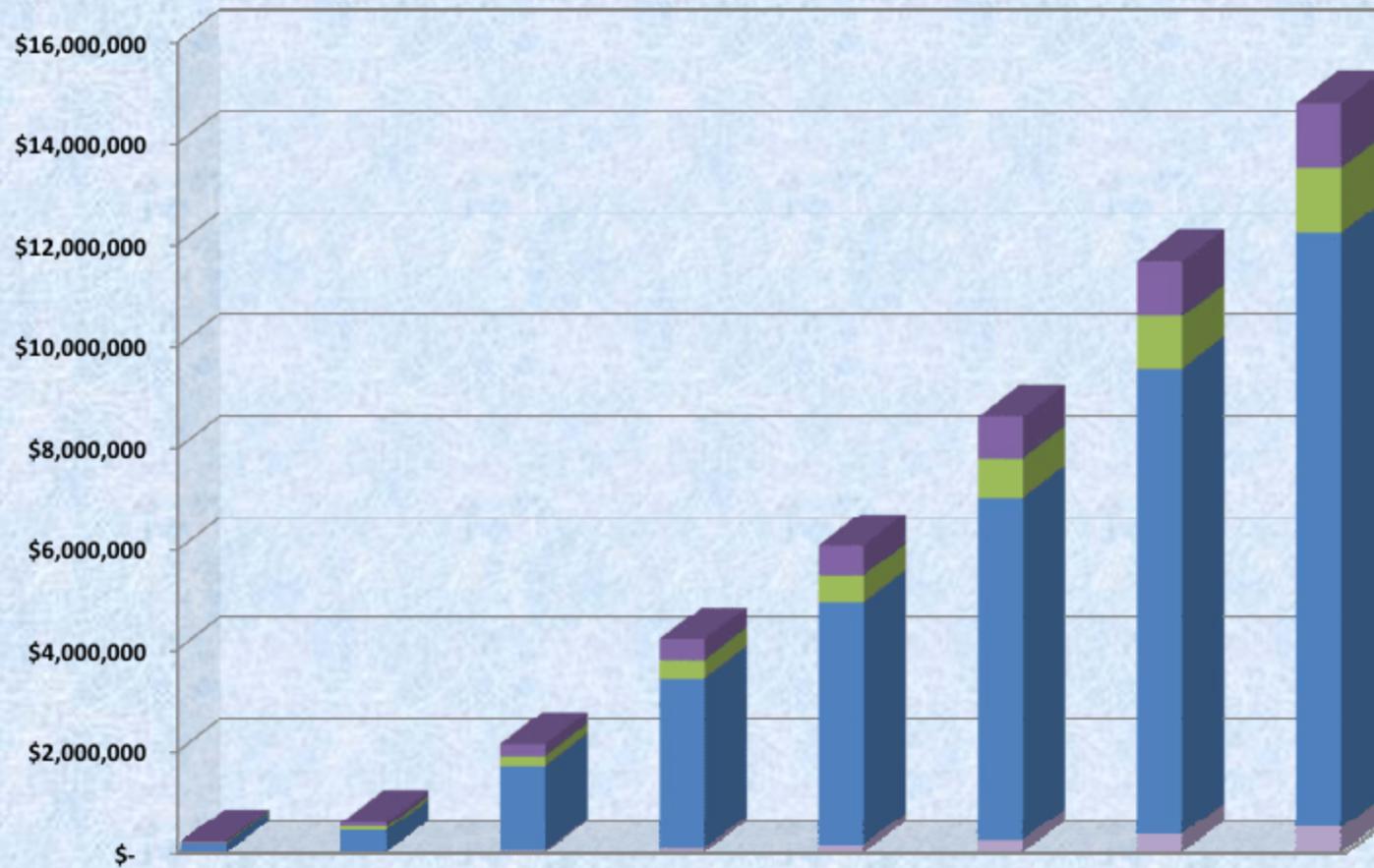


IntelliCell BioSciences Inc. Quarterly Performance Summary



	Mar-11	Jun-11	Sep-11	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12
EBITDA	\$(444,675)	\$(601,879)	\$(242,119)	\$233,061	\$606,203	\$1,501,986	\$2,588,991	\$3,891,264
Total Revenues	\$183,520	\$433,920	\$1,685,600	\$3,345,380	\$4,788,440	\$6,791,220	\$9,190,300	\$11,717,980

IntelliCell BioSciences Inc. Quarterly Revenue Summary



	Mar-11	Jun-11	Sep-11	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12
■ Banking	\$36,000	\$108,000	\$232,500	\$407,250	\$600,000	\$826,500	\$1,075,500	\$1,315,500
■ Processing Kits-Distributors	\$20,960	\$64,560	\$183,700	\$354,740	\$532,220	\$758,510	\$1,023,450	\$1,295,290
■ Equipment Sales - Distributors	\$183,520	\$433,920	\$1,685,600	\$3,345,380	\$4,788,440	\$6,791,220	\$9,190,300	\$11,717,980
■ Licensing Revenues - Installations	\$3,520	\$13,920	\$42,600	\$95,880	\$168,440	\$264,220	\$381,300	\$508,980

IntelliCell Biosciences Inc.
North America Division
Three Year Launch Plan Forecast
Quarterly Income Statement Forecast

Start Date: 1-Jan-11

	Quarter ended				Year ended	Quarter ended				Year ended	Year ended
	31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Dec-12	31-Dec-13
	Month 3	Month 6	Month 9	Month 12	Month 12	Month 15	Month 18	Month 21	Month 24	Month 24	Month 36
Revenues											
Licensing Revenues - Installations	\$ 60,000	\$ 60,000	\$ 100,000	\$ 100,000	\$ 320,000	\$ 60,000	\$ 60,000	\$ 40,000	\$ 40,000	\$ 200,000	\$ 160,000
Treatments - Owned Centers	-	-	768,000	1,792,000	2,560,000	2,560,000	3,712,000	5,184,000	6,784,000	18,240,000	46,144,000
Processing - Licensed Centers	120,000	360,000	775,000	1,357,500	2,612,500	2,000,000	2,755,000	3,585,000	4,385,000	12,725,000	24,037,500
Banking	3,520	13,920	42,600	95,880	155,920	168,440	264,220	381,300	508,980	1,322,940	3,432,920
	<u>183,520</u>	<u>433,920</u>	<u>1,685,600</u>	<u>3,345,380</u>	<u>5,648,420</u>	<u>4,788,440</u>	<u>6,791,220</u>	<u>9,190,300</u>	<u>11,717,980</u>	<u>32,487,940</u>	<u>73,774,420</u>
Variable Operating Costs											
Cost of goods sold	20,960	64,560	183,700	354,740	623,960	532,220	758,510	1,023,450	1,295,290	3,609,470	7,869,660
Licensed Facility Fees	36,000	108,000	232,500	407,250	783,750	600,000	826,500	1,075,500	1,315,500	3,817,500	7,211,250
Sales Commission	27,000	51,000	102,500	160,750	341,250	215,000	290,500	368,500	448,500	1,322,500	2,443,750
Owned Center Operating Costs	-	-	490,800	1,145,200	1,636,000	1,636,000	2,165,200	2,726,400	3,300,400	9,828,000	19,242,400
	<u>83,960</u>	<u>223,560</u>	<u>1,009,500</u>	<u>2,067,940</u>	<u>3,384,960</u>	<u>2,983,220</u>	<u>4,040,710</u>	<u>5,193,850</u>	<u>6,359,690</u>	<u>18,577,470</u>	<u>36,767,060</u>
Gross Margin	99,560	210,360	676,100	1,277,440	2,263,460	1,805,220	2,750,510	3,996,450	5,358,290	13,910,470	37,007,360
										43%	50%
Sales, General & Administrative Costs											
Marketing	125,798	194,239	206,856	223,454	750,347	257,777	307,846	367,723	430,915	1,364,261	2,457,483
Sales and operations	29,738	29,738	65,875	113,313	238,663	123,853	123,853	207,337	207,337	662,380	1,034,190
Research and development	62,250	255,375	257,375	257,375	832,375	330,375	330,375	329,375	329,375	1,319,500	1,617,500
General and administrative	359,050	396,888	495,163	596,888	1,847,988	668,862	707,050	757,425	786,800	2,920,136	3,461,961
	<u>576,835</u>	<u>876,239</u>	<u>1,025,269</u>	<u>1,191,029</u>	<u>3,669,372</u>	<u>1,380,867</u>	<u>1,469,124</u>	<u>1,661,859</u>	<u>1,754,426</u>	<u>6,266,277</u>	<u>8,571,134</u>
Net income (loss) from operations	(477,275)	(665,879)	(349,169)	86,411	(1,405,912)	424,353	1,281,386	2,334,591	3,603,864	7,644,193	28,436,226
Other Income/(expense)	(8,535)	(16,637)	(27,057)	(36,353)	(88,583)	(44,002)	(51,161)	(57,279)	(62,935)	(215,376)	(281,349)
Income (loss) before income taxes	(485,811)	(682,516)	(376,226)	50,058	(1,494,494)	380,351	1,230,225	2,277,312	3,540,929	7,428,817	28,154,877
Provision for income taxes	-	-	-	-	-	-	42,950	842,605	1,310,144	2,195,700	10,417,305
	<u>(485,811)</u>	<u>(682,516)</u>	<u>(376,226)</u>	<u>50,058</u>	<u>(1,494,494)</u>	<u>380,351</u>	<u>1,187,275</u>	<u>1,434,707</u>	<u>2,230,785</u>	<u>5,233,118</u>	<u>17,737,573</u>
NON CONTROLLING INTEREST	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	<u>\$ (485,811)</u>	<u>\$ (682,516)</u>	<u>\$ (376,226)</u>	<u>\$ 50,058</u>	<u>\$ (1,494,494)</u>	<u>\$ 380,351</u>	<u>\$ 1,187,275</u>	<u>\$ 1,434,707</u>	<u>\$ 2,230,785</u>	<u>\$ 5,233,118</u>	<u>\$ 17,737,573</u>
EBITDA	<u>\$ (444,675)</u>	<u>\$ (601,879)</u>	<u>\$ (242,119)</u>	<u>\$ 233,061</u>	<u>\$ (1,055,612)</u>	<u>\$ 606,203</u>	<u>\$ 1,501,986</u>	<u>\$ 2,588,991</u>	<u>\$ 3,891,264</u>	<u>\$ 8,588,443</u>	<u>\$ 29,850,426</u>
										26%	40%

IntelliCell Biosciences Inc.
North America Division
Three Year Launch Plan Forecast
Quarterly Income Statement Forecast

Start Date:

1-Jan-11

Quarter ended				Year ended	Quarter ended				Year ended	Year ended
<u>31-Mar-11</u>	<u>30-Jun-11</u>	<u>30-Sep-11</u>	<u>31-Dec-11</u>	<u>31-Dec-11</u>	<u>31-Mar-12</u>	<u>30-Jun-12</u>	<u>30-Sep-12</u>	<u>31-Dec-12</u>	<u>31-Dec-12</u>	<u>31-Dec-13</u>

IntelliCell Biosciences Inc.
 North America Division
 Three Year Launch Plan Forecast
 Quarterly Income Statement Forecast

Start Date: 1-Jan-11

	Quarter ended				Year ended	Quarter ended				Year ended	Year ended
	<u>31-Mar-11</u>	<u>30-Jun-11</u>	<u>30-Sep-11</u>	<u>31-Dec-11</u>	<u>31-Dec-11</u>	<u>31-Mar-12</u>	<u>30-Jun-12</u>	<u>30-Sep-12</u>	<u>31-Dec-12</u>	<u>31-Dec-12</u>	<u>31-Dec-13</u>
OPERATING METRICS											
Cumulative Licensed Markets											
Cumulative Owned Markets											
Operating Metrics											

IntelliCell Biosciences Inc.
North America Division
Three Year Launch Plan Forecast
Quarterly Balance Sheet Forecast

Start Date: 1-Jan-11

	Quarter ended				Year ended	Quarter ended				Year ended	Year ended
	31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Dec-12	31-Dec-13
ASSETS											
CURRENT ASSETS											
Cash	\$ 4,051,450	\$ 3,221,336	\$ 2,535,787	\$ 2,328,725	\$ 2,328,725	\$ 2,406,825	\$ 3,266,302	\$ 5,212,967	\$ 7,633,322	\$ 7,633,322	\$ 26,658,203
Accounts receivable	19,115	41,123	169,218	282,613	282,613	400,395	574,910	754,633	952,401	952,401	1,775,027
Other receivables	-	-	-	-	-	-	-	-	-	-	-
Inventory	19,200	48,000	135,200	228,000	228,000	374,400	510,400	648,000	786,400	786,400	1,232,000
Prepaid expenses	18,218	31,690	46,434	41,364	41,364	84,272	93,621	102,799	105,893	105,893	152,515
Total current assets	4,107,982	3,342,149	2,886,639	2,880,703	2,880,703	3,265,892	4,445,233	6,718,399	9,478,017	9,478,017	29,817,746
PROPERTY AND EQUIPMENT											
Furniture and fixtures	20,000	25,000	35,000	42,500	42,500	45,000	45,000	55,000	55,000	55,000	57,500
Equipment and computers	12,000	15,000	46,000	50,500	50,500	52,000	127,000	133,000	133,000	133,000	134,500
Center furnishings and equipment	620,000	1,240,000	2,060,000	2,840,000	2,840,000	3,540,000	4,240,000	4,900,000	5,560,000	5,560,000	7,540,000
	652,000	1,280,000	2,141,000	2,933,000	2,933,000	3,637,000	4,412,000	5,088,000	5,748,000	5,748,000	7,732,000
Accumulated depreciation	(32,600)	(96,600)	(203,650)	(350,300)	(350,300)	(532,150)	(752,750)	(1,007,150)	(1,294,550)	(1,294,550)	(2,708,750)
Property and equipment - net	619,400	1,183,400	1,937,350	2,582,700	2,582,700	3,104,850	3,659,250	4,080,850	4,453,450	4,453,450	5,023,250
OTHER ASSETS											
Other assets	-	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-	-
	\$ 4,727,382	\$ 4,525,549	\$ 4,823,989	\$ 5,463,403	\$ 5,463,403	\$ 6,370,742	\$ 8,104,483	\$ 10,799,249	\$ 13,931,467	\$ 13,931,467	\$ 34,840,996
LIABILITIES AND SHAREHOLDER'S EQUITY											
CURRENT LIABILITIES											
Current portion - long term debt	83,907	163,473	265,767	356,907	356,907	431,760	501,713	561,353	616,373	616,373	705,553
Accounts payable	14,500	32,500	185,700	309,500	309,500	435,800	580,200	724,700	872,900	872,900	1,432,900
Accrued expenses	24,760	89,608	99,608	109,464	109,464	135,885	145,234	162,938	173,533	173,533	242,547
Income taxes payable	-	-	-	-	-	-	42,950	842,605	1,310,144	1,310,144	3,407,186
	123,166	285,582	551,075	775,870	775,870	1,003,445	1,270,098	2,291,597	2,972,950	2,972,950	5,788,186
LONG TERM DEBT	335,627	653,893	1,063,067	1,427,627	1,427,627	1,727,040	2,006,853	2,245,413	2,465,493	2,465,493	2,822,213
SHAREHOLDER'S EQUITY											
Common stock	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500
Additional paid in capital	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900
Retained earnings	(485,811)	(1,168,326)	(1,544,552)	(1,494,494)	(1,494,494)	(1,114,143)	73,132	1,507,838	3,738,623	3,738,623	21,476,196
	4,268,589	3,586,074	3,209,848	3,259,906	3,259,906	3,640,257	4,827,532	6,262,238	8,493,023	8,493,023	26,230,596
	\$ 4,727,382	\$ 4,525,549	\$ 4,823,989	\$ 5,463,403	\$ 5,463,403	\$ 6,370,742	\$ 8,104,483	\$ 10,799,249	\$ 13,931,467	\$ 13,931,467	\$ 34,840,996

IntelliCell Biosciences Inc.
North America Division
Three Year Launch Plan Forecast
Quarterly Cash Flow Forecast

Start Date: 1-Jan-11

	Quarter ended				Year ended	Quarter ended				Year ended	Year ended
	31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Dec-12	31-Dec-13
Cash flows from operating activities:											
Net income (loss)	\$ (485,811)	\$ (682,516)	\$ (376,226)	\$ 50,058	\$ (1,494,494)	\$ 380,351	\$ 1,187,275	\$ 1,434,707	\$ 2,230,785	\$ 5,233,118	\$ 17,737,573
Adjustments to reconcile net (loss) to cash provided (used) by operations:											
Depreciation and amortization	32,600	64,000	107,050	146,650	350,300	181,850	220,600	254,400	287,400	944,250	1,414,200
Amortization of financing costs	-	-	-	-	-	-	-	-	-	-	-
Change in assets and liabilities:											
Decrease (increase) in accounts receivable	(19,115)	(22,008)	(128,095)	(113,395)	(282,613)	(117,782)	(174,515)	(179,723)	(197,769)	(669,788)	(822,626)
Decrease (increase) in inventory	(19,200)	(28,800)	(87,200)	(92,800)	(228,000)	(146,400)	(136,000)	(137,600)	(138,400)	(558,400)	(445,600)
Decrease (increase) in other prepaid expenses	(18,218)	(13,472)	(14,745)	5,070	(41,364)	(42,907)	(9,349)	(9,178)	(3,095)	(64,529)	(46,622)
(Decrease) increase in accounts payable	14,500	18,000	153,200	123,800	309,500	126,300	144,400	144,500	148,200	563,400	560,000
(Decrease) increase in accrued expenses	24,760	64,849	10,000	9,856	109,464	26,422	9,349	17,704	10,595	64,069	69,014
(Decrease) increase in income taxes payable	-	-	-	-	-	-	42,950	799,655	467,538	1,310,144	2,097,042
Net cash provided (used) by operating activities	(470,484)	(599,947)	(336,016)	129,238	(1,277,208)	407,833	1,284,711	2,324,465	2,805,255	6,822,264	20,562,981
Cash flows from investing activities:											
Initial acquisition of assets	-	-	-	-	-	-	-	-	-	-	-
Increase in property, plant and equipment	(652,000)	(628,000)	(861,000)	(792,000)	(2,933,000)	(704,000)	(775,000)	(676,000)	(660,000)	(2,815,000)	(1,984,000)
Net cash provided (used) by investing activities	(652,000)	(628,000)	(861,000)	(792,000)	(2,933,000)	(704,000)	(775,000)	(676,000)	(660,000)	(2,815,000)	(1,984,000)
Cash flows from financing activities:											
Issuance of common stock	4,754,400	-	-	-	4,754,400	-	-	-	-	-	-
Increase (decrease) in equipment loans-net	419,533	397,833	511,467	455,700	1,784,533	374,267	349,767	298,200	275,100	1,297,333	445,900
Net cash provided (used) by financing activities	5,173,933	397,833	511,467	455,700	6,538,933	374,267	349,767	298,200	275,100	1,297,333	445,900
Net increase (decrease) in cash	4,051,450	(830,113)	(685,550)	(207,062)	2,328,725	78,100	859,477	1,946,665	2,420,355	5,304,597	19,024,881
Cash, beginning of period	0	4,051,450	3,221,336	2,535,787	0	2,328,725	2,406,825	3,266,302	5,212,967	2,328,725	7,633,322
Cash, end of period	\$ 4,051,450	\$ 3,221,336	\$ 2,535,787	\$ 2,328,725	\$ 2,328,725	\$ 2,406,825	\$ 3,266,302	\$ 5,212,967	\$ 7,633,322	\$ 7,633,322	\$ 26,658,203

IntelliCell Biosciences Inc.
North America Division
Monthly Income Statement Forecast

Start Date: 1-Jan-11

	31-Jan-11	28-Feb-11	31-Mar-11	30-Apr-11	31-May-11	30-Jun-11	31-Jul-11	31-Aug-11	30-Sep-11	31-Oct-11	30-Nov-11	31-Dec-11	Total YE 31-Dec-11 Month 12
	Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	
Revenues													
Licensing Revenues - Installations	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 40,000	\$ 40,000	\$ 20,000	\$ 40,000	\$ 40,000	\$ 20,000	\$ 320,000
Equipment Sales - Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Treatments - Owned Centers	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 128,000	\$ 256,000	\$ 384,000	\$ 512,000	\$ 640,000	\$ 640,000	2,560,000
Processing - Licensed Centers	\$ 20,000	\$ 40,000	\$ 60,000	\$ 90,000	\$ 120,000	\$ 150,000	\$ 207,500	\$ 265,000	\$ 302,500	\$ 382,500	\$ 462,500	\$ 512,500	2,612,500
Processing Kits-Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Banking	\$ 480	\$ 1,120	\$ 1,920	\$ 3,120	\$ 4,560	\$ 6,240	\$ 9,780	\$ 14,100	\$ 18,720	\$ 24,980	\$ 32,200	\$ 38,700	155,920
	<u>40,480</u>	<u>61,120</u>	<u>81,920</u>	<u>113,120</u>	<u>144,560</u>	<u>176,240</u>	<u>385,280</u>	<u>575,100</u>	<u>725,220</u>	<u>959,480</u>	<u>1,174,700</u>	<u>1,211,200</u>	<u>5,648,420</u>
Cost of Sales													
Cost of goods sold	\$ 3,440	\$ 6,960	\$ 10,560	\$ 15,960	\$ 21,480	\$ 27,120	\$ 44,490	\$ 62,250	\$ 76,960	\$ 99,290	\$ 122,100	\$ 133,350	623,960
Licensed Facility Fees	\$ 6,000	\$ 12,000	\$ 18,000	\$ 27,000	\$ 36,000	\$ 45,000	\$ 62,250	\$ 79,500	\$ 90,750	\$ 114,750	\$ 138,750	\$ 153,750	783,750
Sales Commission	\$ 7,000	\$ 9,000	\$ 11,000	\$ 14,000	\$ 17,000	\$ 20,000	\$ 30,750	\$ 36,500	\$ 35,250	\$ 48,250	\$ 56,250	\$ 56,250	341,250
Owned Center Operating Costs	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 81,800	\$ 163,600	\$ 245,400	\$ 327,200	\$ 409,000	\$ 409,000	1,636,000
	<u>16,440</u>	<u>27,960</u>	<u>39,560</u>	<u>56,960</u>	<u>74,480</u>	<u>92,120</u>	<u>219,290</u>	<u>341,850</u>	<u>448,360</u>	<u>589,490</u>	<u>726,100</u>	<u>752,350</u>	<u>3,384,960</u>
Gross Margin	24,040	33,160	42,360	56,160	70,080	84,120	165,990	233,250	276,860	369,990	448,600	458,850	2,263,460
Sales, General & Administrative Costs													
Marketing	36,726	36,932	52,140	59,431	59,746	75,062	62,203	64,101	80,552	67,945	85,097	70,412	750,347
Sales and operations	9,913	9,913	9,913	9,913	9,913	9,913	21,992	21,992	21,892	37,804	37,804	37,704	238,663
Research and development	20,750	20,750	20,750	85,125	85,125	85,125	86,125	86,125	85,125	86,125	86,125	85,125	832,375
General and administrative	119,683	119,683	119,683	134,588	131,150	131,150	163,029	160,092	172,042	201,188	197,875	197,825	1,847,988
	<u>187,071</u>	<u>187,278</u>	<u>202,486</u>	<u>289,056</u>	<u>285,933</u>	<u>301,250</u>	<u>333,349</u>	<u>332,309</u>	<u>359,611</u>	<u>393,061</u>	<u>406,901</u>	<u>391,066</u>	<u>3,669,372</u>
Net income (loss) from operations	(163,031)	(154,118)	(160,126)	(232,896)	(215,853)	(217,130)	(167,359)	(99,059)	(82,751)	(23,071)	41,699	67,784	(1,405,912)
Other Income/(expense)	(2,893)	(2,845)	(2,797)	(5,642)	(5,546)	(5,449)	(9,179)	(9,019)	(8,859)	(12,339)	(12,118)	(11,897)	(88,583)
Income (loss) before income taxes	(165,925)	(156,963)	(162,923)	(238,538)	(221,399)	(222,579)	(176,538)	(108,078)	(91,609)	(35,410)	29,581	55,887	(1,494,494)
Provision for income taxes	-	-	-	-	-	-	-	-	-	-	-	-	-
Income (loss) before non controlling interes	(165,925)	(156,963)	(162,923)	(238,538)	(221,399)	(222,579)	(176,538)	(108,078)	(91,609)	(35,410)	29,581	55,887	(1,494,494)
Non controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	<u>\$ (165,925)</u>	<u>\$ (156,963)</u>	<u>\$ (162,923)</u>	<u>\$ (238,538)</u>	<u>\$ (221,399)</u>	<u>\$ (222,579)</u>	<u>\$ (176,538)</u>	<u>\$ (108,078)</u>	<u>\$ (91,609)</u>	<u>\$ (35,410)</u>	<u>\$ 29,581</u>	<u>\$ 55,887</u>	<u>\$ (1,494,494)</u>

IntelliCell Biosciences Inc.
 North America Division
 Monthly Income Statement Forecast

Start Date: 1-Jan-11

	<u>31-Jan-11</u>	<u>28-Feb-11</u>	<u>31-Mar-11</u>	<u>30-Apr-11</u>	<u>31-May-11</u>	<u>30-Jun-11</u>	<u>31-Jul-11</u>	<u>31-Aug-11</u>	<u>30-Sep-11</u>	<u>31-Oct-11</u>	<u>30-Nov-11</u>	<u>31-Dec-11</u>	<u>Total YF</u> <u>31-Dec-11</u>
OPERATING METRICS													
Cumulative Licensed Markets	<u>1</u>	<u>2</u>	<u>3</u>	<u>4</u>	<u>5</u>	<u>6</u>	<u>9</u>	<u>12</u>	<u>14</u>	<u>17</u>	<u>20</u>	<u>21</u>	<u>21</u>
Cumulative Owned Markets	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>	<u>3</u>	<u>3</u>	<u>2</u>	<u>3</u>	<u>3</u>	<u>1</u>	<u>1</u>
Operating Metrics													

IntelliCell Biosciences Inc.
North America Division
Monthly Income Statement Forecast

Start Date:

	31-Jan-12	29-Feb-12	31-Mar-12	30-Apr-12	31-May-12	30-Jun-12	31-Jul-12	31-Aug-12	30-Sep-12	31-Oct-12	30-Nov-12	31-Dec-12	Total YE 31-Dec-12 Month 24
	Month 13	Month 14	Month 15	Month 16	Month 17	Month 18	Month 19	Month 20	Month 21	Month 22	Month 23	Month 24	
Revenues													
Licensing Revenues - Installations	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ -	\$ 20,000	\$ 20,000	\$ -	\$ 200,000
Equipment Sales - Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Treatments - Owned Centers	\$ 768,000	\$ 896,000	\$ 896,000	\$ 1,088,000	\$ 1,280,000	\$ 1,344,000	\$ 1,568,000	\$ 1,792,000	\$ 1,824,000	\$ 2,080,000	\$ 2,336,000	\$ 2,368,000	\$ 18,240,000
Processing - Licensed Centers	\$ 592,500	\$ 672,500	\$ 735,000	\$ 830,000	\$ 925,000	\$ 1,000,000	\$ 1,105,000	\$ 1,210,000	\$ 1,270,000	\$ 1,375,000	\$ 1,480,000	\$ 1,530,000	\$ 12,725,000
Processing Kits-Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Banking	\$ 47,120	\$ 56,340	\$ 64,980	\$ 76,100	\$ 88,220	\$ 99,900	\$ 113,480	\$ 127,680	\$ 140,140	\$ 154,960	\$ 170,300	\$ 183,720	\$ 1,322,940
	<u>1,427,620</u>	<u>1,644,840</u>	<u>1,715,980</u>	<u>2,014,100</u>	<u>2,313,220</u>	<u>2,463,900</u>	<u>2,806,480</u>	<u>3,149,680</u>	<u>3,234,140</u>	<u>3,629,960</u>	<u>4,006,300</u>	<u>4,081,720</u>	<u>32,487,940</u>
Cost of Sales													
Cost of goods sold	\$ 156,760	\$ 180,570	\$ 194,890	\$ 225,250	\$ 256,110	\$ 277,150	\$ 311,940	\$ 347,040	\$ 364,470	\$ 401,480	\$ 438,750	\$ 455,060	\$ 3,609,470
Licensed Facility Fees	\$ 177,750	\$ 201,750	\$ 220,500	\$ 249,000	\$ 277,500	\$ 300,000	\$ 331,500	\$ 363,000	\$ 381,000	\$ 412,500	\$ 444,000	\$ 459,000	\$ 3,817,500
Sales Commission	\$ 64,250	\$ 72,250	\$ 78,500	\$ 88,000	\$ 97,500	\$ 105,000	\$ 115,500	\$ 126,000	\$ 127,000	\$ 142,500	\$ 153,000	\$ 153,000	\$ 1,322,500
Owned Center Operating Costs	\$ 490,800	\$ 572,600	\$ 572,600	\$ 660,800	\$ 749,000	\$ 755,400	\$ 846,800	\$ 938,200	\$ 941,400	\$ 1,036,000	\$ 1,130,600	\$ 1,133,800	\$ 9,828,000
	<u>889,560</u>	<u>1,027,170</u>	<u>1,066,490</u>	<u>1,223,050</u>	<u>1,380,110</u>	<u>1,437,550</u>	<u>1,605,740</u>	<u>1,774,240</u>	<u>1,813,870</u>	<u>1,992,480</u>	<u>2,166,350</u>	<u>2,200,860</u>	<u>18,577,470</u>
Gross Margin	538,060	617,670	649,490	791,050	933,110	1,026,350	1,200,740	1,375,440	1,420,270	1,637,480	1,839,950	1,880,860	13,910,470
Sales, General & Administrative Costs													
Marketing	76,712	82,143	98,921	91,374	98,852	117,619	111,184	119,764	136,775	131,771	156,179	142,965	1,364,261
Sales and operations	41,284	41,284	41,284	41,284	41,284	41,284	69,146	69,146	69,046	69,146	69,146	69,046	662,380
Research and development	110,125	110,125	110,125	110,125	110,125	110,125	110,125	110,125	109,125	110,125	110,125	109,125	1,319,500
General and administrative	223,329	222,767	222,767	235,683	235,683	235,683	254,975	251,350	251,100	262,350	262,350	262,100	2,920,136
	<u>451,451</u>	<u>456,319</u>	<u>473,097</u>	<u>478,467</u>	<u>485,945</u>	<u>504,712</u>	<u>545,429</u>	<u>550,384</u>	<u>566,046</u>	<u>573,391</u>	<u>597,800</u>	<u>583,235</u>	<u>6,266,277</u>
Net income (loss) from operations	86,609	161,351	176,393	312,583	447,165	521,638	655,311	825,056	854,224	1,064,089	1,242,150	1,297,625	7,644,193
Other Income/(expense)	(14,943)	(14,667)	(14,392)	(17,383)	(17,054)	(16,724)	(19,474)	(19,093)	(18,712)	(21,411)	(20,978)	(20,546)	(215,376)
Income (loss) before income taxes	71,667	146,684	162,001	295,200	430,111	504,914	635,837	805,963	835,512	1,042,678	1,221,172	1,277,079	7,428,817
Provision for income taxes	-	-	-	-	-	42,950	235,260	298,206	309,140	385,791	451,834	472,519	2,195,700
Income (loss) before non controlling interes	71,667	146,684	162,001	295,200	430,111	461,964	400,577	507,757	526,373	656,887	769,338	804,560	5,233,118
Non controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	<u>\$ 71,667</u>	<u>\$ 146,684</u>	<u>\$ 162,001</u>	<u>\$ 295,200</u>	<u>\$ 430,111</u>	<u>\$ 461,964</u>	<u>\$ 400,577</u>	<u>\$ 507,757</u>	<u>\$ 526,373</u>	<u>\$ 656,887</u>	<u>\$ 769,338</u>	<u>\$ 804,560</u>	<u>\$ 5,233,118</u>

IntelliCell Biosciences Inc.
 North America Division
 Monthly Income Statement Forecast

Start Date:

	<u>31-Jan-12</u>	<u>29-Feb-12</u>	<u>31-Mar-12</u>	<u>30-Apr-12</u>	<u>31-May-12</u>	<u>30-Jun-12</u>	<u>31-Jul-12</u>	<u>31-Aug-12</u>	<u>30-Sep-12</u>	<u>31-Oct-12</u>	<u>30-Nov-12</u>	<u>31-Dec-12</u>	<u>Total YE</u> <u>31-Dec-12</u>
OPERATING METRICS													
Cumulative Licensed Markets	<u>23</u>	<u>25</u>	<u>26</u>	<u>28</u>	<u>30</u>	<u>31</u>	<u>33</u>	<u>35</u>	<u>35</u>	<u>37</u>	<u>39</u>	<u>39</u>	<u>39</u>
Cumulative Owned Markets	<u>2</u>	<u>2</u>	<u>1</u>	<u>2</u>	<u>2</u>	<u>1</u>	<u>2</u>	<u>2</u>	<u>-</u>	<u>2</u>	<u>2</u>	<u>-</u>	<u>-</u>
Operating Metrics													

IntelliCell Biosciences Inc.
North America Division
Monthly Income Statement Forecast

Start Date:

	<u>31-Jan-13</u>	<u>28-Feb-13</u>	<u>31-Mar-13</u>	<u>30-Apr-13</u>	<u>31-May-13</u>	<u>30-Jun-13</u>	<u>31-Jul-13</u>	<u>31-Aug-13</u>	<u>30-Sep-13</u>	<u>31-Oct-13</u>	<u>30-Nov-13</u>	<u>31-Dec-13</u>	<u>Total YE</u> <u>31-Dec-13</u>
	Month 25	Month 26	Month 27	Month 28	Month 29	Month 30	Month 31	Month 32	Month 33	Month 34	Month 35	Month 36	Month 36
Revenues													
Licensing Revenues - Installations	\$ 20,000	\$ 20,000	\$ -	\$ 20,000	\$ 20,000	\$ -	\$ 20,000	\$ 20,000	\$ -	\$ 20,000	\$ 20,000	\$ -	\$ 160,000
Equipment Sales - Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Treatments - Owned Centers	\$ 2,656,000	\$ 2,944,000	\$ 2,976,000	\$ 3,296,000	\$ 3,616,000	\$ 3,648,000	\$ 3,968,000	\$ 4,288,000	\$ 4,288,000	\$ 4,608,000	\$ 4,928,000	\$ 4,928,000	\$ 46,144,000
Processing - Licensed Centers	\$ 1,627,500	\$ 1,725,000	\$ 1,767,500	\$ 1,852,500	\$ 1,937,500	\$ 1,967,500	\$ 2,047,500	\$ 2,127,500	\$ 2,145,000	\$ 2,225,000	\$ 2,305,000	\$ 2,310,000	\$ 24,037,500
Processing Kits-Distributors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Banking	\$ 199,720	\$ 216,260	\$ 230,560	\$ 247,220	\$ 264,120	\$ 278,260	\$ 294,680	\$ 311,140	\$ 324,580	\$ 340,580	\$ 356,540	\$ 369,260	\$ 3,432,920
	<u>4,503,220</u>	<u>4,905,260</u>	<u>4,974,060</u>	<u>5,415,720</u>	<u>5,837,620</u>	<u>5,893,760</u>	<u>6,330,180</u>	<u>6,746,640</u>	<u>6,757,580</u>	<u>7,193,580</u>	<u>7,609,540</u>	<u>7,607,260</u>	<u>73,774,420</u>
Cost of Sales													
Cost of goods sold	\$ 493,060	\$ 531,330	\$ 546,880	\$ 584,810	\$ 622,860	\$ 636,330	\$ 673,340	\$ 710,370	\$ 719,890	\$ 756,690	\$ 793,470	\$ 800,630	\$ 7,869,660
Licensed Facility Fees	\$ 488,250	\$ 517,500	\$ 530,250	\$ 555,750	\$ 581,250	\$ 590,250	\$ 614,250	\$ 638,250	\$ 643,500	\$ 667,500	\$ 691,500	\$ 693,000	\$ 7,211,250
Sales Commission	\$ 167,750	\$ 177,500	\$ 176,750	\$ 190,250	\$ 198,750	\$ 196,750	\$ 209,750	\$ 217,750	\$ 214,500	\$ 227,500	\$ 235,500	\$ 231,000	\$ 2,443,750
Owned Center Operating Costs	\$ 1,231,600	\$ 1,329,400	\$ 1,332,600	\$ 1,433,600	\$ 1,534,600	\$ 1,537,800	\$ 1,638,800	\$ 1,739,800	\$ 1,739,800	\$ 1,840,800	\$ 1,941,800	\$ 1,941,800	\$ 19,242,400
	<u>2,380,660</u>	<u>2,555,730</u>	<u>2,586,480</u>	<u>2,764,410</u>	<u>2,937,460</u>	<u>2,961,130</u>	<u>3,136,140</u>	<u>3,306,170</u>	<u>3,317,690</u>	<u>3,492,490</u>	<u>3,662,270</u>	<u>3,666,430</u>	<u>36,767,060</u>
Gross Margin	2,122,560	2,349,530	2,387,580	2,651,310	2,900,160	2,932,630	3,194,040	3,440,470	3,439,890	3,701,090	3,947,270	3,940,830	37,007,360
Sales, General & Administrative Costs													
Marketing	158,707	168,758	185,378	181,520	192,067	208,371	204,381	214,793	229,966	225,966	251,365	236,208	2,457,483
Sales and operations	72,646	72,646	72,546	79,851	79,851	79,751	96,183	96,183	96,083	96,183	96,183	96,083	1,034,190
Research and development	135,125	135,125	134,125	135,125	135,125	134,125	135,125	135,125	134,125	135,125	135,125	134,125	1,617,500
General and administrative	275,350	275,350	275,100	288,454	287,517	287,267	291,842	289,717	289,467	300,717	300,717	300,467	3,461,961
	<u>641,828</u>	<u>651,879</u>	<u>667,149</u>	<u>684,950</u>	<u>694,560</u>	<u>709,513</u>	<u>727,531</u>	<u>735,818</u>	<u>749,641</u>	<u>757,991</u>	<u>783,390</u>	<u>766,883</u>	<u>8,571,134</u>
Net income (loss) from operations	1,480,732	1,697,651	1,720,431	1,966,360	2,205,600	2,223,117	2,466,509	2,704,652	2,690,249	2,943,099	3,163,880	3,173,947	28,436,226
Other income/(expense)	(23,193)	(22,710)	(22,226)	(24,822)	(24,287)	(23,752)	(23,217)	(22,682)	(22,146)	(24,691)	(24,105)	(23,518)	(281,349)
Income (loss) before income taxes	1,457,539	1,674,942	1,698,205	1,941,538	2,181,313	2,199,365	2,443,292	2,681,971	2,668,102	2,918,407	3,139,775	3,150,428	28,154,877
Provision for income taxes	539,289	619,728	628,336	718,369	807,086	813,765	904,018	992,329	987,198	1,079,811	1,161,717	1,165,658	10,417,305
Income (loss) before non controlling interes	918,249	1,055,213	1,069,869	1,223,169	1,374,227	1,385,600	1,539,274	1,689,641	1,680,904	1,838,597	1,978,058	1,984,770	17,737,573
Non controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	<u>\$ 918,249</u>	<u>\$ 1,055,213</u>	<u>\$ 1,069,869</u>	<u>\$ 1,223,169</u>	<u>\$ 1,374,227</u>	<u>\$ 1,385,600</u>	<u>\$ 1,539,274</u>	<u>\$ 1,689,641</u>	<u>\$ 1,680,904</u>	<u>\$ 1,838,597</u>	<u>\$ 1,978,058</u>	<u>\$ 1,984,770</u>	<u>\$ 17,737,573</u>

IntelliCell Biosciences Inc.
 North America Division
 Monthly Income Statement Forecast

Start Date:

	<u>31-Jan-13</u>	<u>28-Feb-13</u>	<u>31-Mar-13</u>	<u>30-Apr-13</u>	<u>31-May-13</u>	<u>30-Jun-13</u>	<u>31-Jul-13</u>	<u>31-Aug-13</u>	<u>30-Sep-13</u>	<u>31-Oct-13</u>	<u>30-Nov-13</u>	<u>31-Dec-13</u>	<u>Total YE</u> <u>31-Dec-13</u>
OPERATING METRICS													
Cumulative Licensed Markets	41	43	43	45	47	47	49	51	51	53	55	55	55
Cumulative Owned Markets	2	2	-	2	2	-	2	2	-	2	2	-	-
Operating Metrics													

IntelliCell Biosciences Inc.
North America Division
Monthly Balance Sheet Forecast

Start Date: 1-Jan-11

	1-Jan-11	31-Jan-11	28-Feb-11	31-Mar-11	30-Apr-11	31-May-11	30-Jun-11	31-Jul-11	31-Aug-11	30-Sep-11	31-Oct-11	30-Nov-11	31-Dec-11
ASSETS													
CURRENT ASSETS													
Cash	\$ 0	\$ 4,386,038	\$ 4,225,493	\$ 4,051,450	\$ 3,690,727	\$ 3,463,541	\$ 3,221,336	\$ 2,770,738	\$ 2,649,749	\$ 2,535,787	\$ 2,262,723	\$ 2,267,180	\$ 2,328,725
Accounts receivable	-	9,445	14,261	19,115	26,395	33,731	41,123	89,899	134,190	169,218	223,879	274,097	282,613
Other receivables	-	-	-	-	-	-	-	-	-	-	-	-	-
Inventory	#	6,400	12,800	19,200	28,800	38,400	48,000	79,200	110,400	135,200	173,600	212,000	228,000
Prepaid expenses	(0)	10,511	10,614	18,218	15,874	16,031	31,690	25,260	26,209	46,434	40,131	48,707	41,364
Total current assets	-	4,412,394	4,263,168	4,107,982	3,761,796	3,551,702	3,342,149	2,965,096	2,920,548	2,886,639	2,700,332	2,801,983	2,880,703
PROPERTY AND EQUIPMENT													
Furniture and fixtures	-	20,000	20,000	20,000	25,000	25,000	25,000	35,000	35,000	35,000	42,500	42,500	42,500
Equipment and computers	-	12,000	12,000	12,000	15,000	15,000	15,000	46,000	46,000	46,000	50,500	50,500	50,500
Center furnishings and equipment	-	620,000	620,000	620,000	1,240,000	1,240,000	1,240,000	2,060,000	2,060,000	2,060,000	2,840,000	2,840,000	2,840,000
Accumulated depreciation	-	(10,867)	(21,733)	(32,600)	(53,933)	(75,267)	(96,600)	(132,283)	(167,967)	(203,650)	(252,533)	(301,417)	(350,300)
Property and equipment - net	-	641,133	630,267	619,400	1,226,067	1,204,733	1,183,400	2,008,717	1,973,033	1,937,350	2,680,467	2,631,583	2,582,700
OTHER ASSETS													
Other assets	-	-	-	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-	-	-	-
	\$ -	\$ 5,053,528	\$ 4,893,434	\$ 4,727,382	\$ 4,987,863	\$ 4,756,436	\$ 4,525,549	\$ 4,973,813	\$ 4,893,581	\$ 4,823,989	\$ 5,380,799	\$ 5,433,566	\$ 5,463,403
LIABILITIES AND SHAREHOLDER'S EQUITY													
CURRENT LIABILITIES													
Current portion - long term debt	-	86,800	85,353	83,907	169,260	166,367	163,473	275,380	270,573	265,767	370,160	363,533	356,907
Note payable	-	-	-	-	-	-	-	-	-	-	-	-	-
Accounts payable	-	6,500	10,500	14,500	20,500	26,500	32,500	87,400	139,800	185,700	245,100	302,000	309,500
Accrued expenses	-	24,552	24,656	24,760	91,011	89,450	89,608	99,977	99,457	99,608	110,461	109,881	109,464
Deferred revenue	-	-	-	-	-	-	-	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-	-	-	-	-	-	-	-
	-	117,852	120,509	123,166	280,771	282,317	285,582	462,757	509,831	551,075	725,721	775,414	775,870
LONG TERM DEBT	-	347,200	341,413	335,627	677,040	665,467	653,893	1,101,520	1,082,293	1,063,067	1,480,640	1,454,133	1,427,627
NON CONTROLLING INTEREST													
SHAREHOLDER'S EQUITY													
Common stock		19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500
Additional paid in capital		4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900
Retained earnings	-	(165,925)	(322,888)	(485,811)	(724,349)	(945,747)	(1,168,326)	(1,344,864)	(1,452,943)	(1,544,552)	(1,579,962)	(1,550,381)	(1,494,494)
	-	4,588,475	4,431,512	4,268,589	4,030,051	3,808,653	3,586,074	3,409,536	3,301,457	3,209,848	3,174,438	3,204,019	3,259,906
	\$ -	\$ 5,053,528	\$ 4,893,434	\$ 4,727,382	\$ 4,987,863	\$ 4,756,436	\$ 4,525,549	\$ 4,973,813	\$ 4,893,581	\$ 4,823,989	\$ 5,380,799	\$ 5,433,566	\$ 5,463,403

IntelliCell Biosciences Inc.
North America Division
Monthly Balance Sheet Forecast
Start Date:

	31-Jan-12	29-Feb-12	31-Mar-12	30-Apr-12	31-May-12	30-Jun-12	31-Jul-12	31-Aug-12	30-Sep-12	31-Oct-12	30-Nov-12	31-Dec-12
ASSETS												
CURRENT ASSETS												
Cash	\$ 2,134,772	\$ 2,286,707	\$ 2,406,825	\$ 2,400,697	\$ 2,817,780	\$ 3,266,302	\$ 3,672,251	\$ 4,468,254	\$ 5,212,967	\$ 5,787,936	\$ 6,695,623	\$ 7,633,322
Accounts receivable	333,111	383,796	400,395	469,957	539,751	574,910	654,845	734,925	754,633	846,991	934,803	952,401
Other receivables	-	-	-	-	-	-	-	-	-	-	-	-
Inventory	# 304,800	324,800	374,400	424,000	454,400	510,400	566,400	588,800	648,000	707,200	726,400	786,400
Prepaid expenses	73,167	75,882	84,272	80,498	84,237	93,621	90,403	94,693	102,799	100,696	112,901	105,893
Total current assets	<u>2,845,851</u>	<u>3,071,185</u>	<u>3,265,892</u>	<u>3,375,152</u>	<u>3,896,169</u>	<u>4,445,233</u>	<u>4,983,899</u>	<u>5,886,672</u>	<u>6,718,399</u>	<u>7,442,823</u>	<u>8,469,726</u>	<u>9,478,017</u>
PROPERTY AND EQUIPMENT												
Furniture and fixtures	45,000	45,000	45,000	45,000	45,000	45,000	55,000	55,000	55,000	55,000	55,000	55,000
Equipment and computers	52,000	52,000	52,000	127,000	127,000	127,000	133,000	133,000	133,000	133,000	133,000	133,000
Center furnishings and equipment	3,540,000	3,540,000	3,540,000	4,240,000	4,240,000	4,240,000	4,900,000	4,900,000	4,900,000	5,560,000	5,560,000	5,560,000
	3,637,000	3,637,000	3,637,000	4,412,000	4,412,000	4,412,000	5,088,000	5,088,000	5,088,000	5,748,000	5,748,000	5,748,000
Accumulated depreciation	(410,917)	(471,533)	(532,150)	(605,683)	(679,217)	(752,750)	(837,550)	(922,350)	(1,007,150)	(1,102,950)	(1,198,750)	(1,294,550)
Property and equipment - net	<u>3,226,083</u>	<u>3,165,467</u>	<u>3,104,850</u>	<u>3,806,317</u>	<u>3,732,783</u>	<u>3,659,250</u>	<u>4,250,450</u>	<u>4,165,650</u>	<u>4,080,850</u>	<u>4,645,050</u>	<u>4,549,250</u>	<u>4,453,450</u>
OTHER ASSETS												
Other assets	-	-	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-	-	-
	<u>\$ 6,071,934</u>	<u>\$ 6,236,652</u>	<u>\$ 6,370,742</u>	<u>\$ 7,181,468</u>	<u>\$ 7,628,952</u>	<u>\$ 8,104,483</u>	<u>\$ 9,234,349</u>	<u>\$ 10,052,322</u>	<u>\$ 10,799,249</u>	<u>\$ 12,087,873</u>	<u>\$ 13,018,976</u>	<u>\$ 13,931,467</u>
LIABILITIES AND SHAREHOLDER'S EQUITY												
CURRENT LIABILITIES												
Current portion - long term debt	448,280	440,020	431,760	521,500	511,607	501,713	584,220	572,787	561,353	642,320	629,347	616,373
Note payable	-	-	-	-	-	-	-	-	-	-	-	-
Accounts payable	366,400	423,300	435,800	498,900	562,000	580,200	646,900	713,600	724,700	795,500	863,800	872,900
Accrued expenses	132,562	134,996	135,885	139,612	143,351	145,234	160,030	162,508	162,938	168,511	173,215	173,533
Deferred revenue	-	-	-	-	-	-	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	42,950	278,210	576,416	842,605	993,137	1,146,764	1,310,144
	<u>947,242</u>	<u>998,316</u>	<u>1,003,445</u>	<u>1,160,012</u>	<u>1,216,958</u>	<u>1,270,098</u>	<u>1,669,360</u>	<u>2,025,310</u>	<u>2,291,597</u>	<u>2,599,468</u>	<u>2,813,126</u>	<u>2,972,950</u>
LONG TERM DEBT	1,793,120	1,760,080	1,727,040	2,086,000	2,046,427	2,006,853	2,336,880	2,291,147	2,245,413	2,569,280	2,517,387	2,465,493
NON CONTROLLING INTEREST												
SHAREHOLDER'S EQUITY												
Common stock	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500
Additional paid in capital	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900
Retained earnings	(1,422,828)	(1,276,144)	(1,114,143)	(818,944)	(388,832)	73,132	473,709	981,465	1,507,838	2,164,725	2,934,064	3,738,623
	<u>3,331,572</u>	<u>3,478,256</u>	<u>3,640,257</u>	<u>3,935,456</u>	<u>4,365,568</u>	<u>4,827,532</u>	<u>5,228,109</u>	<u>5,735,865</u>	<u>6,262,238</u>	<u>6,919,125</u>	<u>7,688,464</u>	<u>8,493,023</u>
	<u>\$ 6,071,934</u>	<u>\$ 6,236,652</u>	<u>\$ 6,370,742</u>	<u>\$ 7,181,468</u>	<u>\$ 7,628,952</u>	<u>\$ 8,104,483</u>	<u>\$ 9,234,349</u>	<u>\$ 10,052,322</u>	<u>\$ 10,799,249</u>	<u>\$ 12,087,873</u>	<u>\$ 13,018,976</u>	<u>\$ 13,931,467</u>

IntelliCell Biosciences Inc.
North America Division
Monthly Balance Sheet Forecast

Start Date:

	31-Jan-13	28-Feb-13	31-Mar-13	30-Apr-13	31-May-13	30-Jun-13	31-Jul-13	31-Aug-13	30-Sep-13	31-Oct-13	30-Nov-13	31-Dec-13
ASSETS												
CURRENT ASSETS												
Cash	\$ 8,025,145	\$ 9,219,591	\$ 10,876,702	\$ 12,040,371	\$ 13,595,344	\$ 15,130,699	\$ 16,816,439	\$ 18,691,587	\$ 20,516,696	\$ 22,299,027	\$ 24,447,716	\$ 26,658,203
Accounts receivable	1,050,751	1,144,561	1,160,614	1,263,668	1,362,111	1,375,211	1,477,042	1,574,216	1,576,769	1,678,502	1,775,559	1,775,027
Other receivables	-	-	-	-	-	-	-	-	-	-	-	-
Inventory	# 846,400	863,200	922,400	981,600	994,400	1,052,000	1,109,600	1,115,200	1,172,800	1,230,400	1,232,000	1,232,000
Prepaid expenses	114,165	119,190	127,100	125,571	130,845	138,596	137,002	142,207	149,394	147,794	160,494	152,515
Total current assets	<u>10,036,461</u>	<u>11,346,542</u>	<u>13,086,816</u>	<u>14,411,210</u>	<u>16,082,700</u>	<u>17,696,506</u>	<u>19,540,082</u>	<u>21,523,210</u>	<u>23,415,659</u>	<u>25,355,724</u>	<u>27,615,769</u>	<u>29,817,746</u>
PROPERTY AND EQUIPMENT												
Furniture and fixtures	55,000	55,000	55,000	57,500	57,500	57,500	57,500	57,500	57,500	57,500	57,500	57,500
Equipment and computers	133,000	133,000	133,000	134,500	134,500	134,500	134,500	134,500	134,500	134,500	134,500	134,500
Center furnishings and equipment	6,220,000	6,220,000	6,220,000	6,880,000	6,880,000	6,880,000	6,880,000	6,880,000	6,880,000	7,540,000	7,540,000	7,540,000
	6,408,000	6,408,000	6,408,000	7,072,000	7,072,000	7,072,000	7,072,000	7,072,000	7,072,000	7,732,000	7,732,000	7,732,000
Accumulated depreciation	(1,401,350)	(1,508,150)	(1,614,950)	(1,732,817)	(1,850,683)	(1,968,550)	(2,086,417)	(2,204,283)	(2,322,150)	(2,451,017)	(2,579,883)	(2,708,750)
Property and equipment - net	<u>5,006,650</u>	<u>4,899,850</u>	<u>4,793,050</u>	<u>5,339,183</u>	<u>5,221,317</u>	<u>5,103,450</u>	<u>4,985,583</u>	<u>4,867,717</u>	<u>4,749,850</u>	<u>5,280,983</u>	<u>5,152,117</u>	<u>5,023,250</u>
OTHER ASSETS												
Other assets	-	-	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-	-	-
	<u>\$ 15,043,111</u>	<u>\$ 16,246,392</u>	<u>\$ 17,879,866</u>	<u>\$ 19,750,394</u>	<u>\$ 21,304,017</u>	<u>\$ 22,799,956</u>	<u>\$ 24,525,666</u>	<u>\$ 26,390,927</u>	<u>\$ 28,165,509</u>	<u>\$ 30,636,707</u>	<u>\$ 32,767,885</u>	<u>\$ 34,840,996</u>
LIABILITIES AND SHAREHOLDER'S EQUITY												
CURRENT LIABILITIES												
Current portion - long term debt	695,800	681,287	666,773	744,660	728,607	712,553	696,500	680,447	664,393	740,740	723,147	705,553
Note payable	-	-	-	-	-	-	-	-	-	-	-	-
Accounts payable	943,800	1,012,200	1,019,800	1,089,800	1,157,300	1,162,400	1,231,400	1,297,900	1,298,900	1,367,900	1,434,400	1,432,900
Accrued expenses	197,229	202,255	202,490	211,336	216,141	216,217	228,271	232,414	231,926	238,001	243,200	242,547
Deferred revenue	-	-	-	-	-	-	-	-	-	-	-	-
Income taxes payable	1,011,809	1,159,018	1,787,354	1,966,434	2,153,791	2,339,220	2,524,869	2,710,112	2,883,545	3,059,338	3,228,725	3,407,186
	<u>2,848,638</u>	<u>3,054,759</u>	<u>3,676,417</u>	<u>4,012,229</u>	<u>4,255,838</u>	<u>4,430,391</u>	<u>4,681,040</u>	<u>4,920,873</u>	<u>5,078,764</u>	<u>5,405,979</u>	<u>5,629,472</u>	<u>5,788,186</u>
LONG TERM DEBT	2,783,200	2,725,147	2,667,093	2,978,640	2,914,427	2,850,213	2,786,000	2,721,787	2,657,573	2,962,960	2,892,587	2,822,213
NON CONTROLLING INTEREST												
SHAREHOLDER'S EQUITY												
Common stock	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500	19,500
Additional paid in capital	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900	4,734,900
Retained earnings	4,656,873	5,712,086	6,781,956	8,005,125	9,379,352	10,764,952	12,304,226	13,993,867	15,674,772	17,513,368	19,491,426	21,476,196
	<u>9,411,273</u>	<u>10,466,486</u>	<u>11,536,356</u>	<u>12,759,525</u>	<u>14,133,752</u>	<u>15,519,352</u>	<u>17,058,626</u>	<u>18,748,267</u>	<u>20,429,172</u>	<u>22,267,768</u>	<u>24,245,826</u>	<u>26,230,596</u>
	<u>\$ 15,043,111</u>	<u>\$ 16,246,392</u>	<u>\$ 17,879,866</u>	<u>\$ 19,750,394</u>	<u>\$ 21,304,017</u>	<u>\$ 22,799,956</u>	<u>\$ 24,525,666</u>	<u>\$ 26,390,927</u>	<u>\$ 28,165,509</u>	<u>\$ 30,636,707</u>	<u>\$ 32,767,885</u>	<u>\$ 34,840,996</u>

IntelliCell Biosciences Inc.
North America Division
Overhead Expense Forecast

Start Date: 1-Jan-11

	Year 1	Year 2	Year 3	31-Jan-11	28-Feb-11	31-Mar-11	30-Apr-11	31-May-11	30-Jun-11	31-Jul-11	31-Aug-11	30-Sep-11	31-Oct-11	30-Nov-11	31-Dec-11	Total
	Rate	Rate	Rate	Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	Month 12
Research and development																
Salaries -				\$ 15,000	\$ 15,000	\$ 15,000	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 292,500
Taxes and benefits				2,250	2,250	2,250	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	43,875
Outside services							50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	50,000	450,000
Travel & entertainment	2500	2500	2500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
Miscellaneous	5.0%	5.0%	5.0%	1,000	1,000	1,000	1,000	1,000	1,000	2,000	2,000	1,000	2,000	2,000	1,000	16,000
				\$ 20,750	\$ 20,750	\$ 20,750	\$ 85,125	\$ 85,125	\$ 85,125	\$ 86,125	\$ 86,125	\$ 85,125	\$ 86,125	\$ 86,125	\$ 85,125	\$ 832,375
Marketing																
Salaries- Marketing		3%	3%	\$ 14,583	\$ 14,583	\$ 14,583	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 268,750
Taxes and benefits	15.0%	15.0%	15.0%	2,188	2,188	2,188	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	40,313
Advertising-indirect	1.0%	1.0%	1.5%	405	611	819	1,131	1,446	1,762	3,853	5,751	7,252	9,595	11,747	12,112	56,484
Product packaging/graphics	2500	2500	5000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
Public relations	1.0%	1.5%	1.5%	10,000	10,000	10,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	210,000
Trade shows						15,000			15,000			15,000		15,000		60,000
Website hosting & maintenance	2000	5%	5%	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Travel & entertainment	5000	7500	10000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
Miscellaneous	0.3%	0.5%	0.5%	50	50	50	50	50	50	100	100	50	100	100	50	800
				\$ 36,726	\$ 36,932	\$ 52,140	\$ 59,431	\$ 59,746	\$ 75,062	\$ 62,203	\$ 64,101	\$ 80,552	\$ 67,945	\$ 85,097	\$ 70,412	\$ 750,347
Sales and operations																
Salaries-Sales and Operations		3%	3%	\$ 3,750	\$ 3,750	\$ 3,750	\$ 3,750	\$ 3,750	\$ 3,750	\$ 14,167	\$ 14,167	\$ 14,167	\$ 27,917	\$ 27,917	\$ 27,917	\$ 148,750
Taxes and benefits				563	563	563	563	563	563	2,125	2,125	2,125	4,188	4,188	4,188	22,313
Sales & training materials	1000	2000	3000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	12,000
Travel and entertainment	2500	5000	7500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
IT costs	2000	2000	2000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Miscellaneous	0.5%	0.5%	0.5%	100	100	100	100	100	100	200	200	100	200	200	100	1,600
				\$ 9,913	\$ 9,913	\$ 9,913	\$ 9,913	\$ 9,913	\$ 9,913	\$ 21,992	\$ 21,992	\$ 21,892	\$ 37,804	\$ 37,804	\$ 37,704	\$ 238,663
General and administrative																
Salaries- G & A		3%	3%	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 79,167	\$ 79,167	\$ 79,167	\$ 87,500	\$ 87,500	\$ 87,500	\$ 920,000
Taxes and benefits				10,500	10,500	10,500	10,500	10,500	10,500	11,875	11,875	11,875	13,125	13,125	13,125	138,000
Depreciation & amortization				10,867	10,867	10,867	21,333	21,333	21,333	35,683	35,683	35,683	48,883	48,883	48,883	350,300
Recruiting	15.0%			-	-	-	3,438	-	-	2,938	-	-	3,313	-	-	9,688
Insurance	1.0%	1.0%	1.0%	267	267	267	267	267	267	267	267	267	267	267	267	3,200
Legal & accounting	7000	8000	10000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	84,000
Office expenses	500	600	600	4,000	4,000	4,000	4,500	4,500	4,500	6,500	6,500	6,500	8,000	8,000	8,000	69,000
Rent/Utilities	8000	20000	20000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	20,000	20,000	20,000	20,000	144,000
Communications	500	500	500	4,000	4,000	4,000	4,500	4,500	4,500	6,500	6,500	6,500	8,000	8,000	8,000	69,000
Travel & entertainment	5000	10000	10000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
Miscellaneous	0.3%	0.3%	0.3%	50	50	50	50	50	50	100	100	50	100	100	50	800
				\$ 119,683	\$ 119,683	\$ 119,683	\$ 134,588	\$ 131,150	\$ 131,150	\$ 163,029	\$ 160,092	\$ 172,042	\$ 201,188	\$ 197,875	\$ 197,825	\$ 1,847,988
				\$ 166,321	\$ 166,528	\$ 181,736	\$ 203,931	\$ 200,808	\$ 216,125	\$ 247,224	\$ 246,184	\$ 274,486	\$ 306,936	\$ 320,776	\$ 305,941	\$ 2,836,997

IntelliCell Biosciences Inc.
North America Division
Overhead Expense Forecast

Start Date:

	Year 1	Year 2	Year 3	31-Jan-12	29-Feb-12	31-Mar-12	30-Apr-12	31-May-12	30-Jun-12	31-Jul-12	31-Aug-12	30-Sep-12	31-Oct-12	30-Nov-12	31-Dec-12	Total
	Rate	Rate	Rate	Month 13	Month 14	Month 15	Month 16	Month 17	Month 18	Month 19	Month 20	Month 21	Month 22	Month 23	Month 24	Month 24
Research and development																
Salaries				\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 330,000
Taxes and benefits				4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	49,500
Outside services				75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	900,000
Travel & entertainment	2500	2500	2500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
Miscellaneous	5.0%	5.0%	5.0%	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	-	1,000	1,000	-	10,000
				\$ 110,125	\$ 110,125	\$ 110,125	\$ 110,125	\$ 110,125	\$ 110,125	\$ 110,125	\$ 110,125	\$ 109,125	\$ 110,125	\$ 110,125	\$ 109,125	\$ 1,319,500
Marketing																
Salaries- Marketing		3%	3%	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 300,750
Taxes and benefits	15.0%	15.0%	15.0%	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	45,113
Advertising-indirect	1.0%	1.0%	1.5%	14,276	16,448	17,160	20,141	23,132	24,639	28,065	31,497	32,341	36,300	40,063	40,817	324,879
Product packaging/graphics	2500	2500	5000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
Public relations	1.0%	1.5%	1.5%	21,414	24,673	25,740	30,212	34,698	36,959	42,097	47,245	48,512	54,449	60,095	61,226	487,319
Trade shows						15,000			15,000			15,000		15,000		60,000
Website hosting & maintenance	2000	5%	5%	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	25,200
Travel & entertainment	5000	7500	10000	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	90,000
Miscellaneous	0.3%	0.5%	0.5%	100	100	100	100	100	100	100	100	-	100	100	-	1,000
				\$ 76,712	\$ 82,143	\$ 98,921	\$ 91,374	\$ 98,852	\$ 117,619	\$ 111,184	\$ 119,764	\$ 136,775	\$ 131,771	\$ 156,179	\$ 142,965	\$ 1,364,261
Sales and operations																
Salaries-Sales and Operations		3%	3%	\$ 27,986	\$ 27,986	\$ 27,986	\$ 27,986	\$ 27,986	\$ 27,986	\$ 52,214	\$ 52,214	\$ 52,214	\$ 52,214	\$ 52,214	\$ 52,214	\$ 481,200
Taxes and benefits				4,198	4,198	4,198	4,198	4,198	4,198	7,832	7,832	7,832	7,832	7,832	7,832	72,180
Sales & training materials	1000	2000	3000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Travel and entertainment	2500	5000	7500	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
IT costs	2000	2000	2000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Miscellaneous	0.5%	0.5%	0.5%	100	100	100	100	100	100	100	100	-	100	100	-	1,000
				\$ 41,284	\$ 41,284	\$ 41,284	\$ 41,284	\$ 41,284	\$ 41,284	\$ 69,146	\$ 69,146	\$ 69,046	\$ 69,146	\$ 69,146	\$ 69,046	\$ 662,380
General and administrative																
Salaries- G & A		3%	3%	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 1,097,738
Taxes and benefits				13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	164,661
Depreciation & amortization				60,617	60,617	60,617	73,533	73,533	73,533	84,800	84,800	84,800	95,800	95,800	95,800	944,250
Recruiting	15.0%			563	-	-	-	-	-	3,625	-	-	-	-	-	4,188
Insurance	1.0%	1.0%	1.0%	200	200	200	200	200	200	200	200	-	200	200	-	2,000
Legal & accounting	7000	8000	10000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	96,000
Office expenses	500	600	600	10,200	10,200	10,200	10,200	10,200	10,200	12,600	12,600	12,600	12,600	12,600	12,600	136,800
Rent/Utilities	8000	20000	20000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	240,000
Communications	500	500	500	8,500	8,500	8,500	8,500	8,500	8,500	10,500	10,500	10,500	10,500	10,500	10,500	114,000
Travel & entertainment	5000	10000	10000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Miscellaneous	0.3%	0.3%	0.3%	50	50	50	50	50	50	50	50	-	50	50	-	500
				\$ 223,329	\$ 222,767	\$ 222,767	\$ 235,683	\$ 235,683	\$ 235,683	\$ 254,975	\$ 251,350	\$ 251,100	\$ 262,350	\$ 262,350	\$ 262,100	\$ 2,920,136
				\$ 341,326	\$ 346,194	\$ 362,972	\$ 368,342	\$ 375,820	\$ 394,587	\$ 435,304	\$ 440,259	\$ 456,921	\$ 463,266	\$ 487,675	\$ 474,110	\$ 4,946,777

IntelliCell Biosciences Inc.
North America Division
Overhead Expense Forecast

Start Date:

	Year 1	Year 2	Year 3													
	Rate	Rate	Rate	31-Jan-13	28-Feb-13	31-Mar-13	30-Apr-13	31-May-13	30-Jun-13	31-Jul-13	31-Aug-13	30-Sep-13	31-Oct-13	30-Nov-13	31-Dec-13	Total
				Month 25	Month 26	Month 27	Month 28	Month 29	Month 30	Month 31	Month 32	Month 33	Month 34	Month 35	Month 36	Month 36
Research and development																
Salaries				\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 27,500	\$ 330,000
Taxes and benefits				4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	4,125	49,500
Outside services				100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	100,000	1,200,000
Travel & entertainment	25.00	25.00	25.00	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
Miscellaneous	5.0%	5.0%	5.0%	1,000	1,000	-	1,000	1,000	-	1,000	1,000	-	1,000	1,000	-	8,000
				\$ 135,125	\$ 135,125	\$ 134,125	\$ 135,125	\$ 135,125	\$ 134,125	\$ 135,125	\$ 135,125	\$ 134,125	\$ 135,125	\$ 135,125	\$ 134,125	\$ 1,617,500
Marketing																
Salaries- Marketing		3%	3%	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 25,063	\$ 300,750
Taxes and benefits	15.0%	15.0%	15.0%	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	3,759	45,113
Advertising-indirect	1.0%	1.0%	1.5%	45,032	49,053	49,741	54,157	58,376	58,938	63,302	67,466	67,576	71,936	76,095	76,073	737,744
Product packaging/graphics	25.00	25.00	50.00	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
Public relations	1.0%	1.5%	1.5%	67,548	73,579	74,611	81,236	87,564	88,406	94,953	101,200	101,364	107,904	114,143	114,109	1,106,616
Trade shows						15,000			15,000			15,000		15,000		60,000
Website hosting & maintenance	2000	5%	5%	2,205	2,205	2,205	2,205	2,205	2,205	2,205	2,205	2,205	2,205	2,205	2,205	26,460
Travel & entertainment	5000	7500	10000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Miscellaneous	0.3%	0.5%	0.5%	100	100	-	100	100	-	100	100	-	100	100	-	800
				\$ 158,707	\$ 168,758	\$ 185,378	\$ 181,520	\$ 192,067	\$ 208,371	\$ 204,381	\$ 214,793	\$ 229,966	\$ 225,966	\$ 251,365	\$ 236,208	\$ 2,457,483
Sales and operations																
Salaries-Sales and Operations		3%	3%	\$ 52,214	\$ 52,214	\$ 52,214	\$ 58,479	\$ 58,479	\$ 58,479	\$ 72,681	\$ 72,681	\$ 72,681	\$ 72,681	\$ 72,681	\$ 72,681	\$ 768,166
Taxes and benefits				7,832	7,832	7,832	8,772	8,772	8,772	10,902	10,902	10,902	10,902	10,902	10,902	115,225
Sales & training materials	1000	2000	3000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
Travel and entertainment	2500	5000	7500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	90,000
IT costs	2000	2000	2000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Miscellaneous	0.5%	0.5%	0.5%	100	100	-	100	100	-	100	100	-	100	100	-	800
				\$ 72,646	\$ 72,646	\$ 72,546	\$ 79,851	\$ 79,851	\$ 79,751	\$ 96,183	\$ 96,183	\$ 96,083	\$ 96,183	\$ 96,183	\$ 96,083	\$ 1,034,190
General and administrative																
Salaries- G & A		3%	3%	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 91,478	\$ 1,097,738
Taxes and benefits				13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	13,722	164,661
Depreciation & amortization				106,800	106,800	106,800	117,867	117,867	117,867	117,867	117,867	117,867	128,867	128,867	128,867	1,414,200
Recruiting	15.0%			-	-	-	938	-	-	2,125	-	-	-	-	-	3,063
Insurance	1.0%	1.0%	1.0%	200	200	-	200	200	-	200	200	-	200	200	-	1,600
Legal & accounting	7000	8000	10000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Office expenses	500	600	600	12,600	12,600	12,600	13,200	13,200	13,200	14,400	14,400	14,400	14,400	14,400	14,400	163,800
Rent/Utilities	8000	20000	20000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	240,000
Communications	500	500	500	10,000	10,500	10,500	11,000	11,000	11,000	12,000	12,000	12,000	12,000	12,000	12,000	136,500
Travel & entertainment	5000	10000	10000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Miscellaneous	0.3%	0.3%	0.3%	50	50	-	50	50	-	50	50	-	50	50	-	400
				\$ 275,350	\$ 275,350	\$ 275,100	\$ 288,454	\$ 287,517	\$ 287,267	\$ 291,842	\$ 289,717	\$ 289,467	\$ 300,717	\$ 300,717	\$ 300,467	\$ 3,461,961
				\$ 506,703	\$ 516,754	\$ 533,024	\$ 549,825	\$ 559,435	\$ 575,388	\$ 592,406	\$ 600,693	\$ 615,516	\$ 622,866	\$ 648,265	\$ 632,758	\$ 6,953,634

IntelliCell Biosciences Inc.
North America Division
Personnel Plan Forecast

Start Date: 1-Jan-11

Personnel Plan	Start	QE	QE	QE	QE	QE	QE	QE	QE	QE	QE	QE	QE
Excludes Owned Center Staff	Salary	Mar-11	Jun-11	Sep-11	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12	Mar-13	Jun-13	Sep-13	Dec-13
Tax and Benefit Rate	15.0%												
Research and development													
Research Director	\$ 150,000		1	1	1	1	1	1	1	1	1	1	1
Lab Operations Director	\$ 180,000	1	1	1	1	1	1	1	1	1	1	1	1
		1	2	2	2	2	2	2	2	2	2	2	2
Marketing													
VP Business development	\$ 175,000	1	1	1	1	1	1	1	1	1	1	1	1
Product Manager	\$ 125,000		1	1	1	1	1	1	1	1	1	1	1
		1	2	2	2	2	2	2	2	2	2	2	2
Sales and operations													
VP Sales	\$ 100,000		1	1	1	1	1	2	2	2	3	3	3
Operations Director	\$ 75,000			1	1	1	1	2	2	2	3	3	3
Customer Service Director	\$ 50,000			1	1	1	1	2	2	2	2	3	3
Training Coordinator	\$ 120,000				1	1	1	2	2	2	2	3	3
Customer Service Rep	\$ 45,000	1	1	1	2	2	2	3	3	3	3	3	3
Assumes Outsourced Customer Service													
		1	1	3	5	5	5	9	9	9	10	12	12
General and Administrative													
CEO	\$ 275,000	1	1	1	1	1	1	1	1	1	1	1	1
President	\$ 250,000	1	1	1	1	1	1	1	1	1	1	1	1
CFO	\$ 225,000	1	1	1	1	1	1	1	1	1	1	1	1
Controller	\$ 100,000												
Accounting manager	\$ 60,000			1	1	1	1	1	1	1	1	1	1
Accounts payable manager	\$ 50,000			1	1	1	1	1	1	1	1	1	1
Administrative assistants	\$ 45,000	2	2	2	2	3	3	3	3	3	3	3	3
		5	5	7	8	9	9	9	9	9	9	9	9
COMPANY TOTAL		8	10	14	17	18	18	22	22	22	23	25	25
Departmental Summary \$'s													
Research and development		45,000	82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500	\$ 82,500

Marketing		43,750	75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000	\$ 75,000
Sales and operations		11,250	11,250	\$ 42,500	\$ 83,750	\$ 83,750	\$ 83,750	\$ 156,250	\$ 156,250	\$ 156,250	\$ 175,000	\$ 217,500	\$ 217,500
General and Administrative		210,000	210,000	\$ 237,500	\$ 262,500	\$ 273,750	\$ 273,750	\$ 273,750	\$ 273,750	\$ 273,750	\$ 273,750	\$ 273,750	\$ 273,750
TOTAL		\$ 310,000	\$ 378,750	\$ 437,500	\$ 503,750	\$ 515,000	\$ 515,000	\$ 587,500	\$ 587,500	\$ 587,500	\$ 606,250	\$ 648,750	\$ 648,750

IntelliCell Biosciences Inc.
 North America Division
 Three Year Launch Plan Forecast
 Start Date:

"-INPUT CELL"
 1-Jan-11

Assumptions:

	QE/	Year 1				Year 2				Year 3			
		Month 3	Month 6	Month 9	Month 12	Month 15	Month 18	Month 21	Month 24	Month 27	Month 30	Month 33	Month 36
		31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Mar-13	30-Jun-13	30-Sep-13	31-Dec-13
Revenue and cost of goods assumptions													
License Fee per Installation	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Avg. Treatment Revenue-Owned	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000	\$ 8,000
Avg. Processing Revenue- Licensed	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500
Facility Payments - Licensed mkts	30.0%	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%
Physicians Payment-Owned Centers	10.0%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%
Lab Equipment Suite Sale Price	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000	\$ 95,000
Wholesale Price/Case	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Disposable Cost Per Case (ea.)	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400	\$ 400
Lab Equipment Suite - Cost	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000
QE Total Cases/Month	24	60	169	285	406	568	736	908	1,079	1,243	1,394	1,540	
Quarterly Net Revenues	\$ 183,520	\$ 433,920	\$ 1,685,600	\$ 3,345,380	\$ 4,788,440	\$ 6,791,220	\$ 9,190,300	\$ 11,717,980	\$ 14,382,540	\$ 17,147,100	\$ 19,834,400	\$ 22,410,380	
Market rollout assumptions													
Owned Markets Opened	Initial 1.0	-	-	2.00	2.00	2.00	2.00	2.00	2.00	2.00	2.00	2.00	2.00
Licensed Markets Opened	-	3.0	3.00	5.00	5.00	3.00	3.00	2.00	2.00	2.00	2.00	2.00	2.00
Physician Markets Opened	-	1.0	1.00	3.00	5.00	7.00	9.00	11.00	13.00	15.00	17.00	19.00	21.00
Cumulative - Owned	-	1.0	1.00	3.00	5.00	7.00	9.00	11.00	13.00	15.00	17.00	19.00	21.00
Cumulative - Licensed	-	3.0	6.00	11.00	16.00	19.00	22.00	24.00	26.00	28.00	30.00	32.00	34.00
Cumulative - Distributor	-	-	-	-	-	-	-	-	-	-	-	-	-
Lab Installations/Owned Market	\$ 95,000	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00
Lab Installations/Licensed Market	-	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00
Lab Installations/Physician	-	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00	1.0	1.00	1.00	1.00
Cumulative - Owned	-	1.0	1.00	3.00	5.00	7.00	9.00	11.00	13.00	15.00	17.00	19.00	21.00
Cumulative Installations-Licensed	-	3.0	6.00	11.00	16.00	19.00	22.00	24.00	26.00	28.00	30.00	32.00	34.00
Cumulative Installations-Physicians	-	-	-	-	-	-	-	-	-	-	-	-	-
Monthly Patients/ Wholly Owned	No Blanks	16.0	16.00	16.00	24.00	28.00	32.00	36.00	40.00	40.00	40.00	40.00	40.00
Monthly Patients/Installation-Licensed	No Blanks	8.0	12.00	15.00	20.00	25.00	30.00	32.00	32.00	32.00	32.00	32.00	32.00
Monthly Patients/Physician Installations	No Blanks	5.0	10.00	15.00	20.00	25.00	30.00	30.00	30.00	30.00	30.00	30.00	30.00
Sales Rep assumptions													
Commission per Installation	25%	25%	25%	25%	25%	25%	25%	25%	25%	25%	25%	25%	25%
Commission - Processings	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%	10%
Commission - Banking	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%

IntelliCell Biosciences Inc.
 North America Division
 Three Year Launch Plan Forecast
 Start Date:

"=INPUT CELL"
 1-Jan-11

Assumptions:

Assumptions:	QE/	Year 1				Year 2				Year 3			
		Month 3	Month 6	Month 9	Month 12	Month 15	Month 18	Month 21	Month 24	Month 27	Month 30	Month 33	Month 36
		31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Mar-13	30-Jun-13	30-Sep-13	31-Dec-13
Owned center cost assumptions	Target/Year												
Rent	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000
Utilities	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000	\$ 36,000
Insurances	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Leased Equipment	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000
Misc	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000
Physician Salary	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000
Receptionist	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000	\$ 40,000
2 Lab Technician/Physician	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000	\$ 120,000
2 Nurses/Physician	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000	\$ 150,000
Total	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000	\$ 828,000
Banking & other sales assumption:													
Owned													
Stem Cell Banking	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00
Enrollment Rate	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%
Enrollment Fee	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00
Annual Attrition Rate	15.0%												
Licensed													
Stem Cell Banking	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00	\$ 250.00
Enrollment Rate	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%	80.0%
Enrollment Fee	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00	\$ 50.00
Annual Attrition Rate	15.0%												
Product costs													
Banking cost - % of revenues	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Year 4-5 Assumptions:	Year 4	Year 5											
Revenue growth- network													
Revenue growth- products													
Media efficiency													
SG&A growth													

IntelliCell Biosciences Inc.
North America Division
Three Year Launch Plan Forecast

Start Date: 1-Jan-11

CURRENT ASSETS

Receivables- network	7.0	days
Receivables-product sales	-	days
Inventory	60.0	days
Prepaid expenses		
Marketing	15	days
Insurance	60	days
Rent	30	days

CAPITAL BUDGET

	31-Mar-11	30-Jun-11	30-Sep-11	31-Dec-11	31-Mar-12	30-Jun-12	30-Sep-12	31-Dec-12	31-Mar-13
Furniture & fixtures-employees	\$ 2,500	\$ 20,000	\$ 5,000	\$ 10,000	\$ 7,500	\$ 2,500	\$ -	\$ 10,000	\$ -
Computers-employees	\$ 1,500	\$ 12,000	\$ 3,000	\$ 6,000	\$ 4,500	\$ 1,500	\$ -	\$ 6,000	\$ -
Telephony						\$ 50,000			
Computer Network			\$ 25,000			\$ 25,000			
Center Furnishings (\$100K Each)	\$ 250,000	\$ 500,000	\$ 500,000	\$ 500,000	\$ 500,000	\$ 500,000	\$ 500,000	\$ 500,000	\$ 500,000
Lab equipment (\$300K Each)	\$ 40,000	\$ 120,000	\$ 120,000	\$ 320,000	\$ 280,000	\$ 200,000	\$ 200,000	\$ 160,000	\$ 160,000
	<u>\$ 652,000</u>	<u>\$ 628,000</u>	<u>\$ 861,000</u>	<u>\$ 792,000</u>	<u>\$ 704,000</u>	<u>\$ 775,000</u>	<u>\$ 676,000</u>	<u>\$ 660,000</u>	<u>\$ 660,000</u>

CURRENT LIABILITIES

Accounts payable	15.0	Days variable costs (excl media)
Accrued expenses		
Payroll	7.0	Days
Expenses	15.0	Days SG&A
Interest	15.0	Days SG&A

LONG TERM DEBT

	Financed %	Principal	Start	Months	Interest	Conversion	Warrants	Payment	Sales Expense
Equipment	70.0%	\$ 290,000		60.0	8%				

SHAREHOLDER'S EQUITY

	Shares	Start	Par	Price	Proceeds	Sales Exp	Non Controlling Interest
Common stock							
Initial Equity- Par .001	16,000,000	12/31/10	\$ 0.001	0.01	\$ 16,000	0.0%	0.0%
Initial Investor Round	3,500,000	12/31/10	\$ 0.001	1.50	\$ 5,250,000	10.0%	0.0%