BIOLIFE SOLUTIONS INC
Form 10QSB
August 15, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-QSB

Quarterly Report Under Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the quarterly period ended June 30, 2005 Commission file number 0-18170

BIOLIFE SOLUTIONS, INC.
(Exact name of small business issuer as specified in its charter)

Delaware	94-3076866
(State of Incorporation)	(IRS Employer I.D. Number)

171 Front Street
Owego, NY 13827
(Address of principal executive offices)

Issuer's telephone number, including area code: (607) 687-4487

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

12,413,209 SHARES OF BIOLIFE SOLUTIONS, INC. COMMON STOCK, PAR VALUE $.001 PER SHARE, WERE OUTSTANDING AS OF AUGUST 14, 2005.

Transitional Small Business Disclosure Format (check one). Yes No X

BIOLIFE SOLUTIONS, INC.
FORM 10-QSB
QUARTER ENDED JUNE 30, 2005

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PART I
FINANCIAL INFORMATION

ITEM 1. UNAUDITED FINANCIAL STATEMENTS

BIOLIFE SOLUTIONS, INC.
BALANCE SHEET
(UNAUDITED)

	JUNE 30, 2005
ASSETS	
CURRENT ASSETS	
Cash and cash equivalents	$ 189,391
Receivables	40,763
Inventories	97,429
Prepaid expenses and other current assets	24,992
TOTAL CURRENT ASSETS	352,575
PROPERTY AND EQUIPMENT	
Leasehold improvements	45,783
Furniture and computer equipment	39,760
Manufacturing and other equipment	213,196
TOTAL	298,739
Less: Accumulated depreciation and amortization	(189,183)
NET PROPERTY AND EQUIPMENT	109,556
TOTAL ASSETS	$ 462,131
LIABILITIES AND STOCKHOLDERS' EQUITY	
CURRENT LIABILITIES	

Accounts payable	$ 138,517
Accrued expenses	60,913
TOTAL CURRENT LIABILITIES	199,430
COMMITMENTS AND CONTINGENCIES	
STOCKHOLDERS' EQUITY	
Series F convertible preferred stock, $.001 par value; 12,000 shares authorized, 12,000 shares issued and outstanding	12
Series G convertible preferred stock, $.001 par value; 80 shares authorized, 55 shares issued and outstanding	1
Common stock, $0.001 par value, 25,000,000 shares authorized, 12,413,209 shares issued and outstanding	12,413
Additional paid-in capital	40,663,172
Accumulated deficit	(40,412,897)
TOTAL STOCKHOLDERS' EQUITY	262,701
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 462,131

See notes to financial statements

BIOLIFE SOLUTIONS, INC.
STATEMENTS OF OPERATIONS
(UNAUDITED)

	THREE MONTHS ENDED JUNE 30,		SIX M J
	2005	2004	2005
REVENUE			
Grant revenue	$ --	$ 11,650	$ --
Facilities fee - related party	20,863	22,179	41,725
Management fee - related party	11,475	12,198	22,950
Seminar Fees	--	1,075	--
Consulting revenue	--	13,000	--
Product sales	101,754	86,145	189,117
TOTAL REVENUE	134,092	146,247	253,792
OPERATING EXPENSES			
Research and development	1,553	57,005	12,884
Sales and marketing	9,742	87,823	33,798
Product sales	94,929	38,266	143,042
General and administrative	217,393	200,732	419,152
TOTAL EXPENSES	323,617	383,826	608,876
OPERATING LOSS	(189,525)	(237,579)	(355,084
OTHER INCOME (EXPENSE)			

Interest income	2,042	4,085	4,824
TOTAL OTHER INCOME (EXPENSE)	2,042	4,085	4,824
LOSS BEFORE BENEFIT FOR TAXES	(187,483)	(233,494)	(350,260
(BENEFIT) PROVISION FOR INCOME TAXES	--	--	--
NET LOSS	$ (187,483)	$ (233,494)	$ (350,260
BASIC AND DILUTED NET LOSS PER COMMON SHARE:			
TOTAL BASIC AND DILUTED NET LOSS PER COMMON SHARE	$ (0.02)	$ (0.02)	$ (0.03
Basic and diluted weighted average common shares used to compute net loss per per share	12,413,209	12,413,209	12,413,209

See notes to financial statements

BIOLIFE SOLUTIONS, INC.
STATEMENTS OF CASH FLOWS
(UNAUDITED)

	SIX MONTHS JUNE 30
	2005
CASH FLOWS FROM OPERATING ACTIVITIES	
Net loss	$ (350,260)
ADJUSTMENTS TO RECONCILE NET LOSS TO NET CASH PROVIDED(USED) BY OPERATING ACTIVITIES	
Depreciation	32,069
Amortization of loan financing costs	--
CHANGE IN OPERATING NET ASSETS AND LIABILITIES	
(INCREASE) DECREASE IN	
Accounts receivable	34,574
Inventories	(3,109)
Prepaid and other current assets	(22,067)
INCREASE (DECREASE) IN	
Accounts payable	53,481
Accrued expenses	(1,320)
Accrued salaries	(73,039)
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	(329,671)
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of property and equipment	(12,622)
NET CASH USED BY INVESTING ACTIVITIES	(12,622)

CASH FLOWS FROM FINANCING ACTIVITIES	
Principal payments on notes payable	--
NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES	--
NET DECREASE IN CASH	(342,293)
CASH - BEGINNING OF PERIOD	531,684
CASH - END OF PERIOD	$ 189,391

See notes to financial statements

BIOLIFE SOLUTIONS, INC.
NOTES TO FINANCIAL STATEMENTS

A. GENERAL

BioLife Solutions, Inc. ("BioLife" or the "Company") was incorporated in 1998 in Delaware as a wholly owned subsidiary of Cryomedical Sciences, Inc. ("Cryomedical"), a company that was engaged in manufacturing and marketing cryosurgical products. BioLife (a) provides cryopreservation process evaluation services, and (b), based upon its patented HypoThermosol(R) platform technology, develops, manufactures and markets proprietary cryopreservation solutions that markedly improve the biological processing and preservation of cells and tissues.

On June 25, 2002 the Company sold its cryosurgery product line and related intellectual property assets to Irvine, CA-based Endocare, Inc., a public company, in exchange for $2.2 million in cash and 120,022 shares of Endocare restricted common stock. In conjunction therewith, Cryomedical's Board of Directors approved merging BioLife into Cryomedical and changing its name to BioLife Solutions, Inc. In September 2002, the merger and name change were completed and the Company began to trade under the new ticker symbol, "BLFS" on the OTCBB.

The Balance Sheet as of June 30, 2005, and the Statements of Operations for the three month and six month periods ended June 30, 2005 and 2004 and Statements of Cash Flows for the six month periods ended June 30, 2005 and 2004, have been prepared without audit. In the opinion of management, all adjustments necessary to present fairly the financial position, results of operations, and cash flows at June 30, 2005, and for all periods then ended, have been recorded. All adjustments recorded were of a normal recurring nature.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. It is suggested that these financial statements be read in conjunction with the financial statements and notes thereto, included in the Company's Annual Report on Form 10-KSB for the year ended December 31, 2004.

The results of operations for the three month and six month periods ended June 30, 2005 are not necessarily indicative of the operating results anticipated for the full year.

B. FINANCIAL CONDITION

At June 30, 2005, the Company had stockholders' equity of approximately $263,000 and a working capital surplus of approximately $153,000. To date, the Company has been unable to generate sufficient income from operations to meet its operating needs.

The Company believes it has sufficient funds to continue operations in the near term. Future capital requirements will depend on many factors, including the ability to market and sell the Company's product line, research and development programs, the scope and results of clinical trials, the time and costs involved in obtaining regulatory approvals, the costs involved in obtaining and enforcing patents or any litigation by third parties regarding intellectual property, the status of competitive products, the maintenance of our manufacturing facility, the maintenance of sales and marketing capabilities, and the establishment of collaborative relationships with other parties.

These financial statements assume that the Company will be able to continue as a going concern. If the Company is unable to continue as a going concern, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to amounts and classification of liabilities that may be necessary should the Company be unable to continue as a going concern.

C. INVENTORIES

Inventories consist of $59,753 of finished product and $37,676 of manufacturing materials at June 30, 2005.

D. EARNINGS (LOSS) PER SHARE

Basic earnings (loss) per share is calculated by dividing the net income (loss) attributable to common stockholders by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by dividing net income by the weighted average number of shares outstanding, including potentially dilutive securities such as preferred stock, stock options and warrants. Potential common shares were not included in the diluted earnings per share amounts for the three month and six month periods ended June 30, 2005 and 2004 as their effect would have been anti-dilutive.

E. STOCK OPTIONS

In accounting for stock options to employees, the Company follows the intrinsic value method prescribed by Accounting Principles Board Opinion No. 25, Accounting for Stock Issued to Employees, as opposed to the fair value method prescribed by Statement of Financial Accounting Standards No. 123, Accounting for Stock-Based Compensation. The following table illustrates the effect on net income and earnings per share if the Company had applied the fair value recognition provisions of FASB Statement No. 123:

	THREE MONTHS ENDED JUNE 30,	SIX MON JUN

	2005	2004	2005
Net Income (Loss) as reported	$(187,483)	$(233,494)	$(350,260)
Compensation expense based on fair value, net of related tax effects	(17,805)	(17,805)	(35,610)
Pro forma net loss	$(205,288)	$(251,299)	$(385,870)
Basic and diluted net loss per share as reported	$ (0.02)	$ (0.02)	$ (0.03)
Pro forma	$ (0.02)	$ (0.02)	$ (0.03)

This disclosure is in accordance with Statement of Financial Accounting Standards No. 148, Accounting for Stock-Based Compensation - Transition and Disclosure.

F. RECLASSIFICATIONS

Certain June 2004 amounts have been reclassified to conform to the June 2005 presentation. The reclassifications had no material effect on operations.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS

The following discussion should be read in conjunction with the Company's financial statements and notes thereto set forth elsewhere herein.

BioLife has pioneered the next generation of preservation solutions designed to maintain the viability and health of cellular matter and tissues during freezing, transportation and storage. Based on the Company's proprietary, bio-packaging technology and a patented understanding of the mechanism of cellular damage and death, these products enable the biotechnology and medical community to address a growing problem that exists today. The expanding practice of cell and gene therapy has created a need for products that ensure the biological viability of mammalian cell and tissue material during transportation and storage. The Company believes that the HypoThermosol(R), GelStor and CryoStor products it is selling today are a significant step forward in meeting these needs.

The Company's line of preservation solutions is composed of complex synthetic, aqueous solutions containing, in part, minerals and other elements found in human blood, which are necessary to maintain fluids and chemical balances throughout the body at near freezing temperatures. The solutions preserve cells and tissue in low temperature environments for extended periods after removal of the cells through minimally invasive biopsy or surgical extraction, as well as in shipping the propagated material for the application of cell or gene therapy or tissue engineering. BioLife has entered into research agreements with several emerging biotechnology companies engaged in the research and commercialization of cell and gene therapy technology and has received several government research grants in partnership with academic institutions to conduct basic research, which could lead to further commercialization of technology to preserve human cells, tissues and organs.

The Company currently markets its HypoThermosol(R), CryoStor(TM) and GelStor line of solutions to companies and labs engaged in pre-clinical research, and to academic institutions.

On May 12, 2005, the Company signed an Exclusive Private Labeling and Distribution Agreement with VWR International, Inc., a global leader in the distribution of scientific supplies, pursuant to which the Company will manufacture its HypoThermosol(R) and CryoStor(TM) product lines under the VWR label for sale to non-clinical customers via the 1,400 person VWR worldwide sales force. The Company maintains the right to sell its products to non-clinical customers under its own label. The Agreement further calls for VWR to purchase a minimum of $7.4 million in products from the Company over the 5-year life of the Agreement in order to maintain exclusivity.

RESULTS OF OPERATIONS FOR THE THREE AND SIX MONTH PERIODS ENDED JUNE 30, 2005 AND 2004

REVENUE

Revenue for the quarter ended June 30, 2005 decreased $12,155, or 8%, to $134,092, compared to $146,247 for the quarter ended June 30, 2004. The shift in focus toward product sales resulted in an 18% increase in product sales in the second quarter of 2005 as compared to the second quarter of 2004. While product sales rose, consulting revenue declined as a result of the scheduled completion of contracts with consulting clients. In addition, the shift in focus toward product sales resulted in a decline in grant revenue of $11,650 to $0, from the second quarter of 2004, as research and development related activities were shifted to Cell Preservation Services, Inc. For the quarter ended June 30, 2005, the Company received management and facilities fees totaling $32,338, as compared to $34,377 for the quarter ended June 30, 2004, as a result of the research agreement between the Company and Cell Preservation Services, Inc. (CPSI), pursuant to which the Company receives facilities and management fees from CPSI in exchange for the use of BioLife facilities and management services in connection with the research performed on behalf of CPSI. CPSI is a company formed by Dr. John M. Baust, a former Biolife employee and the son of Dr. John G. Baust, President of BioLife.

Revenue for the six month period ended June 30, 2005 decreased $56,606, or 18%, to $253,792, compared to $310,398 for the six month period ended June 30, 2004. The shift in focus toward product sales resulted in a 34% increase in product sales for the six month period ended June 30, 2005, compared to the six month period ended June 30, 2004. While product sales rose, consulting revenue declined as a result of the scheduled completion of contracts with consulting clients. In addition, the shift in focus toward product sales resulted in a decline in grant revenue of $38,936 from the six month period ended June 30, 2004. For the six month period ended June 30, 2005, the Company received management and facilities fees totaling $64,675 as compared to $57,296 for the six month period ended June 30, 2004, as a result of the research agreement between the Company and CPSI.

COST OF PRODUCT SALES

For the quarter ended June 30, 2005, the cost of product sales was $94,929 as compared to $38,266 for the quarter ended June 30, 2004. For the six month period ended June 30, 2005, the cost of product sales was $143,042 as compared to $81,216 for the six month period ending June 30, 2004. This increase was primarily due to an increase product sales volume as well as increases in labor

and raw materials expenditures necessary for fulfillment of the VWR agreement including sample production, new labeling requirements, and new packaging requirements.

RESEARCH AND DEVELOPMENT

Expenses relating to research and development for the quarter ended June 30, 2005 declined $55,452, or 97%, from the previous quarter ended June 30, 2004. This decrease in research and development costs was due to the shift of grant related research activities to CPSI pursuant to the research agreement. Three former employees of BioLife became CPSI employees to perform grant related research and development work. In addition, depreciation and facilities expenses were recorded as General and Administrative expenses in 2005 as the Company's focus shifted away from research and development to product sales.

Expenses relating to research and development for the six month period ended June 30, 2005 declined $50,655 or 80% from the previous six month period ended June 30, 2004. This decrease in research and development costs was in large part due to the shift of grant related research activities to CPSI pursuant to the research agreement. Three former employees of BioLife became CPSI employees to perform grant related research and development work. In addition, depreciation and facilities expenses were recorded as General and Administrative expenses in 2005, as the Company's focus shifted away from research and development to product sales.

SALES AND MARKETING

For the quarter ended June 30, 2005, sales and marketing expenses decreased $78,081, or 89%, to $9,742, compared to $87,823 for the quarter ended June 30, 2004. The decrease in sales and marketing expense was due primarily to the resignation of Alan Rich, Vice President of Sales, on January 31, 2005. In addition to the reduction in salaries and insurance expenses, trade show attendance fees, advertising, and sales related travel expenses were reduced.

For the six month period ended June 30, 2005, sales and marketing expenses decreased $125,424, or 79%, to $33,798, compared to $159,222 for the six month period ended June 30, 2004. The decrease in sales and marketing expense was due primarily to the resignation of Alan Rich, Vice President of Sales, on January 31, 2005. In addition to the reduction in salaries and insurance expenses, trade show attendance fees, advertising, and sales related travel expenses were reduced.

GENERAL AND ADMINISTRATIVE EXPENSE

For the quarter ended June 30, 2005, general and administrative expense increased $16,661, or 8%, to $217,393, compared to $200,732 for the quarter ended June 30, 2004. Facilities expenses for the quarter ended June 30, 2005 totaled $16,031. There were no facilities expenses recorded as General and Administrative expenses for the quarter ended June 30, 2004 as facilities expenses related to and were recorded as Research and Development expenses. Similarly, depreciation totaled $6,207 for the quarter ended June 30, 2005, while depreciation related to and was recorded as Research and Development expenses for the quarter ended June 30, 2004.

For the six month period ended June 30, 2005, general and administrative expense decreased $94,018, or 18% to $419,152, compared to $513,170 for the six month period ended June 30, 2004. This decrease was due in large part to writing off of previously capitalized loan financing costs of $106,408 associated with note

obligations that were paid during the first quarter of 2004. Legal fees totaled $37,332 for the six month period ending June 30, 2005, as compared to $92,776 for the six month period ending June 30, 2004. These additional legal fees incurred in 2004 were related to the Endocare lawsuit. In addition, the Company was able to negotiate and write off $57,844 in liabilities during the first quarter of 2004.

OPERATING EXPENSES AND NET INCOME

For the quarter ended June 30, 2005, operating expenses decreased $60,209, or 16%, to $323,617, compared to $383,826 for the quarter ended June 30, 2004. The Company reported a net loss of $(187,483) for the quarter ended June 30, 2005, compared to a net loss of ($233,494) for the quarter ended June 30, 2004.

For the six month period ended June 30, 2005, operating expenses decreased $208,271, or 25%, to $608,876, compared to $817,147 for the six month period ended June 30, 2004. The Company reported a net loss of $(350,260) for the six month period ended June 30, 2005, compared to a net loss of ($491,341) for the six month period ended June 30, 2004.

CASH AND CASH EQUIVALENTS

At June 30, 2005, the Company had cash and cash equivalents of $189,391, compared to cash and cash equivalents of $724,344 at June 30, 2004. At June 30, 2005, the Company had a working capital surplus of $153,145, compared to a working capital surplus of $707,564 at June 30, 2004. The decrease in the Company's cash and working capital position compared to June 30, 2004 was due to the inability of the Company to generate sufficient income from operations to meet its operating needs. In addition, the Company made capital improvements and expenditures to support product sales growth.

LIQUIDITY AND CAPITAL RESOURCES

During the second quarter of 2005, the Company generated $101,754 in product sales, the highest product sales quarter since inception. This represents a 12% increase over the previous high product sales quarter of $90,513. The second quarter exceeded first quarter sales by $14,390, a 16% increase. While the increasing product sales appear promising, the Company has been unable to support its operations solely from revenue generated from product sales. In February 2004, the Company collected $1.88 million from its lawsuit settlement with Endocare. This settlement has provided the necessary cash flow to support operating activities to date.

During the six month period ended June 30, 2005, net cash used by operating activities was $329,671 as compared to net cash provided by operating activities of $703,757 for the six month period ended June 30, 2004. The net cash provided from operating activities for the six month period ending June 30, 2004 resulted primarily from the collection of the Endocare settlement and was partially offset by the reduction in accounts payable, loans payable, accrued expenses, and accrued salaries.

Net cash used in investing activities totaled $12,622 for the six month period ended June 30, 2005 as the Company purchased new equipment and made leasehold improvements to support the manufacturing facility and product sales.

The Company believes it has sufficient funds to continue operations in the near term. Future capital requirements will depend on many factors, including the ability to market and sell our product line, research and development programs,

the scope and results of clinical trials, the time and costs involved in obtaining regulatory approvals, the costs involved in obtaining and enforcing patents or any litigation by third parties regarding intellectual property, the status of competitive products, the maintenance of our manufacturing facility, the maintenance of sales and marketing capabilities, and the establishment of collaborative relationships with other parties.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The Company's discussion and analysis of its financial condition and results of operations are based upon its financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these financial statements requires the Company to make estimates and judgments that affect the reported amounts of assets and liabilities, revenues and expenses and related disclosures. On an ongoing basis, the Company evaluates estimates, including those related to bad debts, inventories, fixed assets, income taxes, contingencies and litigation. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis of the Company's judgments on the carrying value of assets and liabilities. Actual results may differ from these estimates under different assumptions or conditions.

The Company believes that following accounting policies involves more significant judgments and estimates in the preparation of the financial statements. The Company maintains an allowance for doubtful accounts for estimated losses that may result from the inability of its customers to make payments. If the financial condition of the Company's customers were to deteriorate, resulting in their inability to make payments, the Company may be required to make additional allowances. The Company writes down inventory for estimated obsolete or unmarketable inventory to the lower of cost or market based on assumptions of future demand. If the actual demand and market conditions are less favorable than projected, additional write-downs may be required.

CONTRACT OBLIGATIONS

The Company leases equipment as a lessee, under operating leases expiring on various dates through 2005. The leases require monthly payments of approximately $2,340.

In January 2004, BioLife signed a 3 year lease with Field Afar Properties, LLC, whereby BioLife leases 6,161 square feet of office, laboratory, and manufacturing space in Owego, NY at a rental rate of $6,200 per month. Renovation of the new facility was completed in April 2004. The Company's Chief Executive Officer is an owner of Field Afar Properties, LLC.

ITEM 3. CONTROLS AND PROCEDURES

At the end of the period covered by this Quarterly Report on Form 10-QSB, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, including the CEO/CFO, of the effectiveness of the design and operation of the Company's disclosure controls and procedures pursuant to Exchange Act Rule 13a-15. Based upon that evaluation, the Company's CEO/CFO concluded that the Company's disclosure controls and procedures are effective in timely alerting him to material information relating to the Company required to be included in the Company's periodic SEC filings and are designed to ensure that information required to be disclosed by the Company

in the reports is filed or submitted under the Exchange Act is recorded, processed, summarized and reported within the time permitted as specified by the rules and forms.

The Company does not expect that its disclosure controls and procedures will prevent all error and all fraud. A control procedure, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control procedure are met. Because of the inherent limitations in all control procedures, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by management override of the control. The design of any control procedure also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions; over time, controls may become inadequate because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control procedures, misstatements due to error or fraud may occur and not be detected. The Company's disclosure and controls procedures are designed to provide reasonable assurance of achieving their objectives. The Company's CEO/CFO has concluded that the Company's disclosure controls and procedures are effective at the reasonable assurance level.

There were no significant changes in the Company's internal control over financial reporting during the quarterly period ended June 30, 2005 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) The following documents are filed as part of this report:

(1) Financial Statements - filed as part of this report beginning on page 2.

(2) Exhibits

Exhibit Number	Document
3.1	Certificate of Incorporation, as amended (1)
3.2	By-Laws, and amendment, dated March 19, 1990, thereto (1)
4.1	Specimen of Common Stock Certificate (1)
10.1	Stock Option Plan, dated July 7, 1988, and amendment, dated July 19, 1989 (1)
10.2	1998 Stock Option Plan (2)

10.3	Employment Agreement dated July 1, 2002 between the Company and Robert Van Buskirk (3)
10.4	Employment Agreement dated July 1, 2002 between the Company and John G. Baust (3)
10.5	Employment Agreement dated November 1, 2002 between the Company and Alan F. Rich (6)
10.6	Incubator License Agreement, dated the first day of March 1999, between BioLife Technologies, Inc. (name subsequently changed to BioLife Solutions, Inc.) and The Research Foundation of the State University of New York, and extensions thereto, dated February 23, 2000 and February 7, 2001 relating to the incubator space at the State University of New York at Binghamton. (4)
10.7	Asset Purchase Agreement dated May 26, 2002 (5)
10.8	Research Agreement dated March 15, 2004 between the Company and CPSI (7)
10.9	Commercial Lease Agreement dated January 8, 2004 between the Company and Field Afar Properties, LLC (8)
10.10	Exclusive Private Labeling and Distribution Agreement, dated May 12, 2005, by and between the Company and VWR International, Inc.
31.1	Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002*
32.1	Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002*

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(1) Incorporated by reference to the Company's Annual Report on Form 10-KSB for the fiscal year ended December 31, 2000.

(2) Incorporated by reference to the Company's Definitive Proxy Statement for the special meeting of stockholders held on December 16, 1998.

(3) Incorporated by reference to the Company's annual report on Form 10-K for the year ended December 31, 2000.

(4) Incorporated by reference to the Company's quarterly report on Form 10-QSB for the quarter ended September 30, 2002.

(5) Incorporated by reference to the Company's quarterly report on Form 8-k filed July 10, 2002.

(6) Incorporated by reference to the Company's annual report on From 10-KSB for the year ended December 31, 2002.

(7) Incorporated by reference to the Company's annual report on From 10-KSB for the year ended December 31, 2003.

(8) Incorporated by reference to the Company's annual report on From 10-KSB for the year ended December 31, 2004.

* Filed herewith

(b) Form 8-K, filed May 17, 2005, regarding a material agreement between the Company and VWR International, Inc.

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BioLife Solutions, Inc.

(Registrant)

Date: August 15, 2005

By: /s/ John G. Baust

John G. Baust, PhD
President and Chief Executive Officer
(Principal Executive Officer)