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KIMBERLIN KEVIN
 Form 3/A
 February 15, 2002

 FORM 3

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility
 Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Kimberlin Kevin B. ----- (Last) (First) (Middle) ----- 535 Madison Avenue, 18th Floor ----- (City) (State) (Zip) ----- New York New York 10011	2. Date of Event Requiring Statement (Month/Day/Year) ----- 6/15/99	4. Issuer Name and Ticker or Trade Careside, Inc. (CSA)	5. Relationship of Reporting Person (Check all applicable) ----- Director <input checked="" type="checkbox"/> 10% Owner ----- Officer (give Other title below) (sp
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(City)	(State)	(Zip)	TABLE I -- NON-DERIVATIVE
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)
3. Ownership Direct (D) Indirect (I) (Instr. 5)			
Common Stock			371,090
Common Stock			55,760
Common Stock			339,041

(1) Held by Oshkim Limited Partners, L.P., a Nevada limited partnership ("Oshkim"), of which partner.

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(2) Held by Spencer Trask Securities, Incorporated ("STSI"), a Delaware corporation and wholly owned subsidiary of STSI, a Delaware corporation ("STSI"), of which the reporting person is the controlling partner.
 (3) Held by Kevin Kimberlin Partners, L.P., a Delaware limited partnership ("KKP"), of which the reporting person is the general partner.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

*If the form is filed by more than one reporting person, SEE Instruction 5(b)(v).

FORM 3 (continued) Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, etc.)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/ Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership
Warrants to purchase Common Stock	5/19/97	3 years from IPO Closing	Common Stock	20,517 \$5.20
Warrants to purchase Common Stock	5/19/97	3 years from IPO Closing	Common Stock	157,181 \$5.20
Warrants to purchase Common Stock	7/9/98	3 years from IPO Closing	Common Stock	38,095 \$6.76
Warrants to purchase Common Stock	7/9/98	3 years from IPO Closing	Common Stock	120,556 \$6.76

Explanation of Responses:

- (4) Held by Oshkim, of which the reporting person is the general partner.
- (5) Held by STSI, wholly owned subsidiary of STSI, of which the reporting person is the controlling partner.

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- (6) Held by KKP of which the reporting person is the general partner.
- (7) Held by STSI, wholly owned subsidiary of STHI, of which the reporting person is the cont

Explanation of Responses:

**Intentional misstatements or omissions of facts
constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Kevin B. Kimberlin

**Signature of Reporting Pe
Kevin B. Kimberlin

Note: File three copies of this Form, one of which must be manually signed. If space is insuffi
See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are
required to respond unless the form displays a currently valid OMB Number.