

10-25-2001

FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-001 (exp. 4/94)



3ET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101885496

To the Honorable Commissioner of Patents and Trademarks: Please receive the attached original documents or copy thereof.

1. Name of conveying party(ies):
Upsher-Smith Laboratories, Inc. 10/15/01
14905 23rd Avenue North
Minneapolis, Minnesota 55441

Association
 Limited Partnership
 Corporation-State: Minnesota
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Ascent Pediatrics, Inc.
Internal Address: Suite B125
Street Address: 187 Ballardvale Street
City: Wilmington State: MA Zip: 01887

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State: Delaware
 Other

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Termination of Security Agreement
at Reel 1628 and Frame 0310

Execution Date: October 5, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1642430 1649916 1647846

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Michael Bevilacqua, Esquire
Internal Address: Hale and Dorr LLP
Street Address: 60 State Street
City: Boston State: MA ZIP: 02109

6. Total number of applications and registration involved:
3

7. Total fee (37 CFR 3.41).....\$90.00
 Enclosed
 Authorized to be charged to deposit account
Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 08-0219
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael Bevilacqua, Esquire
Name of Person Signing

Michael J. Bevilacqua
Signature

October 12, 2001
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

041,77,145
Hale and Dorr LLP Docket Number

SECURITY AGREEMENT TERMINATION

WHEREAS, Ascent Pediatrics, Inc., a Delaware corporation (the "Debtor") and Upsher-Smith Laboratories, Inc., a Delaware corporation ("Secured Party") entered into a certain Security Agreement (the "Agreement"), dated as of July 10, 1997, which was recorded in the United States Patent and Trademark Office on September 8, 1997 at Reel 1628 and Frame 0310, that by its terms granted Secured Party a security interest in certain intellectual property (the "Trademarks") listed in the Agreement;

WHEREAS, the Security Agreement provides that Secured Party shall execute and deliver to the Debtor a termination of all security interests granted by Debtor upon the payment and full performance in full of all obligations incurred under the loan agreement; and

WHEREAS, the Debtor has or has caused to be paid and satisfied in full the obligations for which the security interest in the Trademarks was granted.

NOW THEREFORE the parties hereto agree that Secured Party hereby releases and/or reassigns to the Debtor the security interest in the Trademarks listed in the attached Exhibit A granted to the Secured Party under the Security Agreement. The Secured Party also hereby releases its security interest in the Trademarks.

IN WITNESS WHEREOF the parties hereto by the signature below of their duly authorized representatives agree to be bound by the provisions of this Termination Agreement as of the date of execution, this 5 day of October 2001.

UPSHER-SMITH LABORATORIES, INC.

Paul D. Kralovec
Name:
Title: CFO

County of Hennepin
State of Minnesota

Then personally appeared the above named Paul D. Kralovec and acknowledged the foregoing act to be his/her free act and deed, before me, this 5 day of October, 2001.

Terri L. Johnson
Notary Public

My commission expires:



Exhibit A

Mark	Reg. No.	Reg. Date
FEVERALL	1,642,430	April 23, 1991
SPRINKLE CAPS	1,649,916	July 9, 1991
SPRINKLE CAP	1,647,846	June 18, 1991