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| Form PTO-1594 (Rev. 10/02) OMB No. 0851-0027 (exp. 6/30/2006) | | RECORDATION FORM COVER SHEET TRADEMARKS ONLY | | U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office | |
| To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. | | | | | |
| 1. Name of conveying party(ies): INYX, INC. 801 BRICKELL, 9TH FLOOR, MIAMI, FL. 33131 <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ (NEVADA CORPORATION) | | | 2. Name and address of receiving party(ies) Name: <u>LAURUS MASTER FUND, LTD.</u> Address: <u>C/O IRON SHORE CORPORATE SERVICES, LTD.</u> <u>P.O. BOX 1234 G.T.</u> <u>QUEENSGATE HOUSE, SOUTH CHURCH ST.</u> <u>GRAND CAYMAN, CAYMAN ISLANDS</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>OFFSHORE CORPORATION (CAYMAN ISLANDS)</u> | | |
| Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| 3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>OCTOBER 29, 2003</u> | | | 4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>78314321,</u> <u>78314324, 78314326, 78314315 & 78248950</u> B. Trademark/Registration No.(s) _____ Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>DAVID C. FISCHER, ESQ.</u> Internal Address: _____ Street Address: <u>LOEB & LOEB, LLP</u> <u>345 PARK AVENUE</u> City: <u>NEW YORK</u> State: <u>NY</u> Zip: <u>10154-0037</u> | | | 6. Total number of applications and registrations involved: 5 7. Total fee (37 CFR 3.41)..... \$ <u>140.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account | | |
| 8. Deposit account number: <u>1218210</u> | | | DO NOT USE THIS SPACE | | |
| 9. Signature. <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <u>DAVID C. FISCHER, ESQ.</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> <u>December</u> <u>NOVEMBER 1, 2003</u> Date </div> </div> <div style="text-align: right; margin-top: 10px;"> 11 </div> | | | | | |

Total number of pages including cover sheet, attachments, and equipment: 11
 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20531

CH \$140.00 121820 78314321

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, INYX, Inc., a corporation formed under the laws of Nevada, located at 801 Brickell Avenue 9th floor Miami, Florida 33131 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Laurus Master Fund, Ltd. ("Lender") pursuant to a certain Securities Purchase Agreement, dated the date hereof, between Lender and Borrower (as amended, modified, restated or supplemented from time to time, the "Agreement"); and


WHEREAS, pursuant to the Agreement, Borrower is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

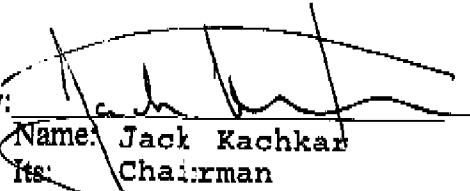
Dated: New York, New York
October 29, 2003

Witness:

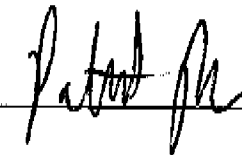


INYX, INC.

By:

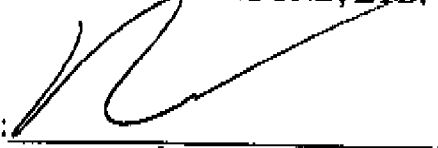

Name: Jack Kachkar
Its: Chairman

Witness:



LAURUS MASTER FUND, LTD.

By:


Name: David Rubin
Its: Director

CORPORATE ACKNOWLEDGMENT

State or Province of Ontario)
 County of York) ss.

On this 6th day of November, 2003, before me Jordana Stockhamer the undersigned officer, personally appeared Jack Kachkar known personally to me to be the Chairman of the above named corporation and acknowledged that he, as an officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as an officer.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

Jordana S. Stockhamer
 NOTARY PUBLIC/COMMISSIONER OF OATHS

My commission expires: n/a

INDIVIDUAL OR PARTNERSHIP ACKNOWLEDGMENT

State or Province of New York)
 County of New York) ss.

On this 6th day of November, 2003, before me BARRY BENAMI, the undersigned officer, personally appeared David Grin to me personally known and known to me to be the same person(s) whose name(s) is (are) signed to the foregoing instrument, and acknowledged the execution thereof for the uses and purposes therein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

Barry Benami
 NOTARY PUBLIC/COMMISSIONER OF OATHS

My commission expires: _____

BARRY BENAMI
 Notary Public, State of New York
 No. 01BE6016811
 Qualified in Kings County
 Commission Expires 11/30/2006

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated October 21, 2003, by and between INYX, Inc. and Laurus Master Fund, Ltd.

REGISTRATION NO. OR
APPLICATION NO.REGISTRATION OR
FILING DATEMARK

a) 78314321

October 16, 2003

See Attached

b) 78314324

October 16, 2003

See Attached

c) 78314326

October 16, 2003

See Attached

d) 78314315

October 16, 2003

See Attached

e) 78248950

May 13, 2003

See Attached

U.S. Patent and Trademark Office**DESIGNATION OF DOMESTIC REPRESENTATIVE**

Trademarks: USSN 78/314,321
USSN 78/314,324
USSN 78/314,326
USSN 78/314,315
USSN 78/248,950

Applicant: LAURUS MASTER FUND, LTD. (via assignment)

Dear Sir or Madame:

LAURUS MASTER FUND, LTD. is a corporation duly organized under the laws of the Cayman Islands, P.O. Box 1234 G.T., Queensgate House, South Church Street, Grand Cayman, Cayman Islands.

Through Trademark Assignment, LAURUS MASTER FUND ("Applicant") is the legal and current owner of the above-captioned U.S. Trademark Applications.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Applicant hereby designates Laurus Capital Management, LLC, 825 3rd Avenue, 14th Floor, New York NY 10022, and David Grin, a member thereof, as its domestic representatives upon whom notices or process in proceedings affecting the mark may be served.

Please direct all communications to:

David C. Fischer, Esq.
Loeb & Loeb LLP
345 Park Avenue
New York, NY 10154-0037

NY304427.1
20389110014
12/01/2003 dcf

TRADEMARK
REEL: 002758 FRAME: 0906

DECLARATION

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the mark sought to be registered, or, if the application is being filed under 15 U.S.C. 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the above identified mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true and that all statements made on information and belief are believed to be true.

LAURUS MASTER FUND, LTD.

Dated: December 1, 2003

By: 

David Grim, Director



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List At: OR to record: **Record 3 out of 5**

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Word Mark PHARMA INYX
Goods and Services IC 005, US 006 018 044 046 051 052. G & S: Pharmaceutical preparations for the treatment of respiratory, allergy, dermatological and topical conditions
Mark Drawing Code (5) WORDS, LETTERS, AND/OR NUMBERS IN STYLIZED FORM
Serial Number 78314321
Filing Date October 16, 2003
Current Filing Basis 1B
Original Filing Basis 1B
Owner (APPLICANT) Inyx, Inc. CORPORATION NEWADA 801 Brickell, 9th Floor Miami FLORIDA 33131
Attorney of Record John Courtney
Type of Mark TRADEMARK
Register PRINCIPAL
Live/Dead LIVE



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Word Mark INYX
Goods and Services IC 005. US 006 018 044 046 051 052. G & S: Pharmaceutical preparations for the treatment of respiratory, allergy, dermatological and topical conditions
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 260902 260913 260921
Serial Number 78314324
Filing Date October 16, 2003
Current Filing Basis 1B
Original Filing Basis 1B
Owner (APPLICANT) Inyx, Inc. CORPORATION NEWADA 801 Brickell, 9th Floor Miami FLORIDA 33131
Attorney of Record John Courtney
Type of Mark TRADEMARK



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Goods and Services IC 005. US 006 018 044 046 051 052. G & S: Pharmaceutical preparations for the treatment of respiratory, allergy, dermatological and topical conditions

Mark Drawing Code (2) DESIGN ONLY

Design Search Code 260902 260913 260921

Serial Number 78314326

Filing Date October 16, 2003

Current Filing Basis 1B

Original Filing Basis 1B

Owner (APPLICANT) Inyx, Inc. CORPORATION NEWADA 801 Brickell, 9th Floor Miami FLORIDA 33131

Attorney of Record John Courtney

Type of Mark TRADEMARK

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Word Mark PHARMA INYX
Goods and Services IC 005, US 006 018 044 046 051 052. G & S: Pharmaceutical preparations for the treatment of respiratory, allergy, dermatological and topical conditions
Mark Drawing Code (3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS
Design Search Code 260902 260913 260921
Serial Number 78314315
Filing Date October 16, 2003
Current Filing Basis 1B
Original Filing Basis 1B
Owner (APPLICANT) Inyx, Inc. CORPORATION NEWADA 801 Brickell, 9th Floor Miami FLORIDA 33131
Attorney of Record John Courtney
Type of Mark TRADEMARK

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Typed Drawing

Word Mark INYX
Goods and Services IC 005. US 006 018 044 046 051 052. G & S: Pharmaceutical preparations for the treatment of respiratory, allergy, dermatological and topical conditions
Mark Drawing Code (1) TYPED DRAWING
Serial Number 78248950
Filing Date May 13, 2003
Current Filing Basis 1B
Original Filing Basis 1B
Owner (APPLICANT) Inyx, Inc. CORPORATION NEVADA 801 Brickell, 9th Floor Miami FLORIDA 33131
Attorney of Record John Courtney
Type of Mark TRADEMARK
Register PRINCIPAL
Live/Dead Indicator LIVE

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LOEB & LOEB LLP
A LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

ATTORNEYS AT LAW
10100 SANTA MONICA BOULEVARD
SUITE 2200
LOS ANGELES, CA 90067-4164

TELEPHONE: 310-282-2000
FACSIMILE: 310-282-2200

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Director of the US Patent & Trademark Office Voice:
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FROM: Jenny R. Wilson, Trademark Administrator 
Personal ID: 10657 Direct Dial: 310-282-2105
Client/Re: 203891-10014 Facsimile: 310-282-2200

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MESSAGE TO ADDRESSEE:

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LOS ANGELES, CA 90067-4164TELEPHONE: 310.282.2000
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www.loeb.comDirect Dial: 310-282-2105
e-mail: jwilson@loeb.com

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Re: Trademarks:
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PHARMA IN YX (78/314,315);
PHARMA IN YX (78,314,321);
IN YX (78/314,324); and
DESIGN ONLY (78/314,326)
Applicant: Laurus Master Fund, Ltd (via assignment)
Our Ref. No.: 203891-10014

Dear Sir:

Enclosed please find the following materials for filing with the U.S. Patent and Trademark Office:

1. Recordation Form Cover Sheet (in dup);
2. Designation of Domestic Representative
3. Trademark Assignment; and
4. Certificate of Fascimile

If you have any questions, please do not hesitate to contact me at (310) 282-2000.

Very truly yours,



Jenny E. Wilson, Trademark Paralegal
for Loeb & Loeb LLP

Enclosures

cc: Susan L. Heller, Esq., w/enclosures

LOS ANGELES
NEW YORK
NASHVILLE**TRADEMARK**
REEL: 002758 FRAME: 0914

CERTIFICATE OF FACSIMILE

Re: Trademarks:
IN YX (78/248,950);
PHARMA IN YX (78/314,315);
PHARMA IN YX (78,314,321);
IN YX (78/314,324); and
DESIGN ONLY (78/314,326)
Applicant: Laurus Master Fund, Ltd. (via assignment)
Our Ref. No.: 203891-10014

I hereby certify that the items as listed below are being faxed to Mail Stop Assignment Recordation Services, Director of the US Patent & Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 via Facsimile #(703) 306-5995) on December 5, 2003.

1. Cover Letter;
2. Designation of Domestic Representative;
3. Recordation Form Cover Sheet (in dup); and
4. Trademark Assignment.



Laura Martinez

12/5/03
Date of Signature

Form PTO-1594 (Rev. 10/02) OMB No. 0851-0027 (exp. 6/30/2005) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
 INYX, INC.
 801 BRICKELL, 9TH FLOOR, MIAMI, FL, 33131

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other (NEVADA CORPORATION)

2. Name and address of receiving party(ies)
 Name: LAURUS MASTER FUND, LTD.
 Address: C/O IRON SHORE CORPORATE SERVICES, LTD.
 P.O. BOX 1234 G.T.
 QUEENSGATE HOUSE, SOUTH CHURCH ST.
 GRAND CAYMAN, CAYMAN ISLANDS

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other OFFSHORE CORPORATION (CAYMAN ISLANDS)

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: OCTOBER 29, 2003

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 registration number(s):
 A. Trademark Application No.(s) 78314321,
 78314324, 78314328, 78314315 & 78248950
 B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: DAVID C. FISCHER, ESQ.
 Internal Address:
 Street Address: LOEB & LOEB, LLP
 345 PARK AVENUE
 City: NEW YORK State: NY Zip: 10154-0037

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
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 DAVID C. FISCHER, ESQ.  Date: December 1, 2003
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