

07-24-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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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): 7-18-03 Leiner Health Services Corporation 901 E. 233rd St. Carson, Ca 90745

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

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

Execution Date: November 16, 2001

2. Name and address of receiving party(ies) Name: Eckerd Corporation Internal Address: Legal Dept Street Address: 8333 Bryan Dairy Rd. City: Largo State: FL Zip: 33777

[] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other

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)

B. Trademark Registration No.(s)

2,251,324 DAILY IMPACT

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Alan S. Langer, Esq.

Internal Address:

J. C. Penney Corporation, Inc.

Legal Dept A1 MS: 1115

Street Address: 6501 Legacy Drive

City: Plano State: TX Zip: 75024

6. Total number of applications and registrations involved: []

7. Total fee (37 CFR 3.41) \$40.00

[X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number:

(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.

Alan S. Langer Name of Person Signing

[Handwritten Signature]

Signature

June 30, 2003 Date

Total number of pages including cover sheet, attachments, and document: 7

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

TRADEMARK REEL: 002785 FRAME: 0120

ASSIGNMENT

WHEREAS LEINER HEALTH SERVICES, CORP., a Delaware corporation ("Leiner"), located and doing business at 901 E. 233rd Street, Carson, California 90745, is the owner of the "Daily Impact" trademark (the "Mark") which is registered with the United States Patent and Trademark Office, Registration Number 2,251,324, dated June 8, 1999; and

WHEREAS ECKERD CORPORATION, a Delaware corporation ("Eckerd"), located and doing business at 8333 Bryan Dairy Road, Largo, Florida 33777, is desirous of acquiring said Mark and registration.

NOW, THEREFORE, in consideration of and in exchange for One Dollar (\$1.00) and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Leiner does hereby assign unto Eckerd all its right, title and interest in and to the Mark, including all rights in the trade dress and packaging relating thereto, and any other rights which Leiner may have acquired with respect thereto pursuant to common law or any other law, together with the goodwill of the business symbolized by the Mark, and the above identified trademark registration thereof.

Leiner warrants and represents that it has made no prior assignment of the above identified registration and there exists no mortgage, lien, or other encumbrance upon such registration; and that it has received no notices of, nor is it aware of, any claims by third parties of prior rights in and to the said Mark.

This Assignment is executed at this 16th day of ~~September~~ ^{NOVEMBER}, 2001.

LEINER HEALTH SERVICES CORP.

Gale Bensussen

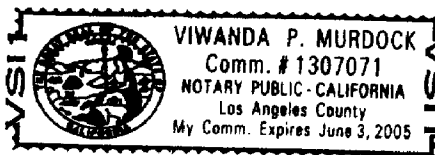
Gale Bensussen
President

State of California) ss.
County of Los Angeles)

On November 14, 2001, before me, Viwanda P. Murdock, personally appeared Gale Bensussen, personally known to me ~~(or proved to me on the basis of satisfactory evidence)~~ to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument, the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Viwanda P. Murdock
Notary Public



CONSENT TO RELEASE OF SECURITY INTEREST

THIS CONSENT TO RELEASE OF SECURITY INTEREST (this "Release"), is executed this the 4th day of March, 2003 by The Bank of Nova Scotia ("Scotia Capital") as agent to the Lenders (as defined below) (the "Agent") in favor of Leiner Health Services Corp., a wholly owned subsidiary of the Parent, as defined below (the "Company").

WHEREAS the Agent and various other financial institutions have made Loans and other Credit Extensions to LEINER HEALTH PRODUCTS, LLC (the "U.S. Borrower") under that certain Second Amended and Restated Credit Agreement dated as of April 19, 2002 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"; capitalized terms used and not otherwise defined herein shall have the meanings given to them in the Credit Agreement) among the U.S. Borrower, VITA HEALTH PRODUCTS INC., a Manitoba corporation (the "Canadian Borrower", and together with the U.S. Borrower, the "Borrowers"), LEINER HEALTH PRODUCTS INC., a Delaware corporation (the "Parent"), the various financial institutions as are or may become parties thereto which make Credit Extensions under the U.S. Facility (collectively, the "U.S. Lenders"), the various financial institutions as are or may become parties thereto which make Credit Extensions under the Canadian Facility (collectively, the "Canadian Lenders", and together with the U.S. Lenders, the "Lenders"), Scotia Capital, as agent for the U.S. Lenders under the U.S. Facility, Scotia Capital, currently acting through its executive offices in Toronto, Ontario, as agent for the Canadian Lenders under the Canadian Facility and MERRILL LYNCH CAPITAL CORPORATION, as documentation agent;

WHEREAS, such Loans and other Credit Extensions are secured by certain assets of the Parent and its Subsidiaries including, without limitation, the following trademark: DAILY IMPACT, Registration no. 2251324, filed March 31, 1998 (the "Trademark");

WHEREAS, the Company has requested that the Agent release its security interest in the Trademark and the Agent is willing to do so;

WHEREAS, Agent now wishes to release the security interest in the Trademark *nunc pro tunc* _____, 200_; and

WHEREAS, the parties hereto desire to evidence in the public records that the security interest in the Trademark as specified herein has become null and void and of no further force or effect on the parties.

NOW THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. **Release.** The Agent does hereby release the security interest and all proprietary interest the Agent holds in the Trademark.

2. **Fees.** Any filing fees which may be required by the Patent and Trademark Office shall be the sole responsibility of the Company.

3. **Further Assurances.** Each party shall execute all documents and instruments and shall take or to cause to be taken all actions which are necessary or appropriate to complete the transactions contemplated by this Release.

4. Power of Attorney. The Agent hereby appoints, with full power of substitution and revocation, Hunton & Williams to transact all business in the Patent and Trademark Office or in the offices of Secretaries of State solely in connection with the release of security interest herein; provided, however, that such power of attorney shall be limited to execution of documents necessary to release the security interest in the Trademark.

THE BANK OF NOVA SCOTIA
By: Ronald Dooley
Name: Ronald Dooley
Title: DIRECTOR

Dated: March 4, 2003.

~~COMMONWEALTH/STATE OF~~ New York)
~~CITY/COUNTY OF~~ Suffolk)
) ss.

The foregoing instrument was acknowledged before me on this 4th day of March, 2003, by Ronald Dooley, on behalf of The Bank of Nova Scotia.

NOTARY PUBLIC

My Commission Expires:
[SEAL]

STATE OF NEW YORK
COUNTY OF SUFFOLK
MARCH 4, 2003

Joan D'Addario
JOAN D'ADDARIO
Notary Public, State of New York
No. 4758211, Qualified in Suffolk County
Certificate Filed by New York County
Commission Expires Dec. 31, 2006