

10-30-2003

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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):
BIOGLAN PHARMACEUTICALS COMPANY

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Trademark Security Agreement

Execution Date: 09/25/2003

2. Name and address of receiving party(ies)
Name: Citicorp North America, Inc.
Internal Address: as Collateral Agent
Street Address: 390 Greenwich Street
City: New York State: NY Zip: 10013

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State New York Banking Corporation
 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) SEE SCHEDULE A
B. Trademark Registration No.(s) SEE SCHEDULE A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Tonia Chapple
Internal Address: clo osc
Street Address: 80 State St.
City: Albany State: NY Zip: 12207

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

9. Signature.
James P. Murphy James P. Murphy October 13, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

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

10/29/2003 ECOOPER 00000191 2125549

01 FC:8521

40.00 OP

TRADEMARK
REEL: 002854 FRAME: 0180

SCHEDULE A TRADEMARK

TRADEMARK	COUNTRY	REG No. and DATE:	REG. OWNER
B-LIFTX (AND DESIGN)	UNITED STATE OF AMERICA	<u>2,125,549, 12/30/97</u>	Bioglan Pharmaceuticals Company

TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT, dated as of September 25, 2003, by and between BIOGLAN PHARMACEUTICALS COMPANY, a North Carolina corporation, (the "Grantor"), and CITICORP NORTH AMERICA, INC., in its capacity as collateral agent pursuant to the Credit Agreement (as defined in the Security Agreement, defined below), as pledgee, assignee and secured party (in such capacities and together with any successors in such capacities, the "Collateral Agent"). Capitalized terms used but not defined herein shall have the meanings assigned to such terms in the Security Agreement.

WHEREAS, the Grantor has, pursuant to that certain security agreement dated as of September 25, 2003 (the "Security Agreement"), granted to the Collateral Agent for the benefit of the Secured Parties a security interest in and to all of the right, title and interest of Grantor, in, to and under the Collateral, including with respect thereto, the Trademarks, as collateral security for the payment and performance in full when due of the Obligations; and

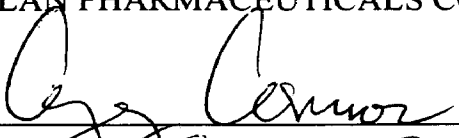
WHEREAS, the Grantor and the Collateral Agent wish to further memorialize the security interest described above as it relates to the registered and pending U.S. federal Trademarks identified in Schedule A, attached hereto, and incorporated herein by this reference.

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Grantor hereby grants unto the Collateral Agent a security interest in and lien on in all of its right, title and interest in the Trademarks identified in Schedule A attached hereto, as collateral security for the payment and performance in full when due of the Obligations. The Grantor and the Collateral Agent hereby acknowledge and agree that the security interest in the Trademarks identified in the attached Schedule A is not to be construed as an assignment of any such Trademark.

(Signature page follows)

IN WITNESS WHEREOF, the Grantor has executed this Trademark Security Agreement as an instrument as of the date first written above.

BIOGLAN PHARMACEUTICALS COMPANY

By: 
Name: Gregory Connors
Title: Vice President + Secretary

Acknowledged and Agreed:

CITICORP NORTH AMERICA, INC.

By: _____
Name:
Title:

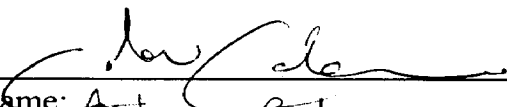
IN WITNESS WHEREOF, the Grantor has executed this Trademark Security Agreement as an instrument as of the date first written above.

BIOGLAN PHARMACEUTICALS COMPANY

By: _____
Name:
Title:

Acknowledged and Agreed:

CITICORP NORTH AMERICA, INC.

By: 
Name: Andrew Robinson
Title: vice president

SCHEDULE A TRADEMARK

TRADEMARK	COUNTRY	REG No. and DATE:	REG. OWNER
B-LIFTX (AND DESIGN)	UNITED STATE OF AMERICA	2,125,549, 12/30/97	Bioglan Pharmaecuticals Company