TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Agent		12/31/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Insight Pharmaceuticals Corporation
Street Address:	550 Township Line Road
City:	Blue Bell
State/Country:	PENNSYLVANIA
Postal Code:	19422
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	2726624	MADE STRONGER TO LAST LONGER... GUARANTEED!
Registration Number:	2544673	AMERICAINE
Registration Number:	2546937	PRIVINE
Registration Number:	2578044	EUCALYPTAMINT
Registration Number:	2578043	EUCALYPTAMINT
Registration Number:	2534078	POWERFUL N'ICE
Registration Number:	2661393	CEPASTAT
Registration Number:	2537840	CALDECORT
Registration Number:	2028228	S
Registration Number:	1969808	SUCRETS S
Registration Number:	2044640	NICE 'N CLEAR
Registration Number:	2027737	N'ICE
Registration Number:	2027731	N'ICE 'N CLEAR
Registration Number:	2027728	

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Registration Number:	2030924	
Registration Number:	2019831	N'ICE
Registration Number:	2018329	N'ICE
Registration Number:	1908111	SUCRETS 4
Registration Number:	1924860	MADE STRONGER TO LAST LONGER...GUARANTEED
Registration Number:	1691138	NIX
Registration Number:	1777611	EUCALYPTAMINT
Registration Number:	1604296	NOSTRILLA
Registration Number:	1492869	CALDECORT LIGHT
Registration Number:	1530495	MAXIMUM STRENGTH 12 HOUR ALLEREST
Registration Number:	1403729	FIBERALL
Registration Number:	1331611	
Registration Number:	1201750	N'ICE
Registration Number:	1166052	N'ICE
Registration Number:	1037225	SUCRETS
Registration Number:	990492	CALDESENE
Registration Number:	990673	VITRON-C-PLUS
Registration Number:	990672	VITRON-C
Registration Number:	940857	ANACIN
Registration Number:	921019	SINAREST
Registration Number:	870753	SUCRETS
Registration Number:	792115	ASPERGUM
Registration Number:	709543	ALLEREST
Registration Number:	714075	BACID
Registration Number:	697007	BONINE
Registration Number:	648836	CALDESENE
Registration Number:	614242	CHOOZ
Registration Number:	418790	ANACIN
Registration Number:	418496	PRIVINE
Registration Number:	275459	KONDREMUL
Registration Number:	240417	ASPERGUM
Registration Number:	123606	ANACIN

CORRESPONDENCE DATA

Fax Number: (919)416-8339

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	919 286-8049
Email:	PTO_TMconfirmation@mvalaw.com
Correspondent Name:	Moore & Van Allen PLLC
Address Line 1:	430 Davis Drive
Address Line 2:	Suite 500
Address Line 4:	Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	03/08/2005

Total Attachments: 3
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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of December 31, 2004, is made by General Electric Capital Corporation, as agent ("Agent") for the lenders ("Lenders") from time to time signatory to that certain Second Amended and Restated Credit Agreement, dated as of May 10, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Insight Pharmaceuticals Corporation ("Borrower"), Pharmaceuticals Holdings, Inc., Agent and Lenders.

WHEREAS, in connection with the Credit Agreement, Borrower has granted a security interest (the "Pledge") in certain personal property to Agent for its benefit and the benefit of Lenders, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, evidence of the Pledge with respect to the Trademarks was recorded at the United States Patent and Trademark Office on April 16, 2002 at Reel 2493 and Frame 0695; and

WHEREAS, evidence of the Pledge with respect to the Trademarks was recorded at the United States Patent and Trademark Office on January 13, 2003 at Reel 2650 and Frame 0241; and

WHEREAS, evidence of the Pledge with respect to the Trademarks was recorded at the United States Patent and Trademark Office on March 26, 2003 at Reel 2699 and Frame 0970; and

WHEREAS, evidence of the Pledge with respect to the Trademarks was recorded at the United States Patent and Trademark Office on May 13, 2003 at Reel 2649 and Frame 0852; and

WHEREAS, Agent has agreed to terminate and release its security interest in all of the Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, Agent hereby terminates and releases the security interest granted to the Agent for its benefit and the benefit of Lenders in the following Trademarks:

1. all of the Borrower's Trademarks to which the Borrower is a party including those referred to on Schedule A attached hereto;

2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

3. all products and proceeds of the foregoing, including, without limitation, any claim by the Borrower against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

IN WITNESS WHEREOF, Agent has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

General Electric Capital Corporation, as Agent

By:_____
Authorized Signatory

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Schedule A

Registered Marks

Mark	Registration No.	Registration Date
MADE STRONGER TO LAST LONGER… GUARANTEED!	2726624	06/17/03
AMERICAINE	2544673	03/05/02
PRIVINE	2546937	03/12/02
EUCALYPTAMINT and Design	2578044	06/11/02
EUCALYPTAMINT	2578043	06/11/02
POWERFUL N'ICE	2534078	01/29/02
CEPASTAT	2661393	12/17/02
CALDECORT	2537840	02/12/02
S and Design	2028228	01/07/97
SUCRETS S and Design	1969808	04/23/96
NICE 'N CLEAR and Design	2044640	03/11/97
N'ICE and Design	2027737	12/31/96
N'ICE 'N CLEAR and Design	2027731	12/31/96
Design only	2027728	12/31/96
Design only	2030924	01/14/97
N'ICE and Design	2019831	11/26/96
N'ICE and Design	2018329	11/19/96
SUCRETS 4 and Design	1908111	08/01/95
MADE STRONGER TO LAST LONGER… GUARANTEED	1924860	10/03/95
NIX	1691138	06/09/92
EUCALYPTAMINT and Design	1777611	06/22/93
NOSTRILLA	1604296	07/03/90
CALDECORT LIGHT	1492869	06/21/88
MAXIMUM STRENGTH 12 HOUR ALLEREST	1530495	03/21/89
FIBERALL	1403729	08/05/86
Design only	1331611	04/23/85
N'ICE and Design	1201750	07/20/82
N'ICE	1166052	08/25/81
SUCRETS	1037225	04/06/76
CALDESENE	990492	08/13/74
VITRON-C-PLUS	990673	08/13/74
VITRON-C	990672	08/13/74
ANACIN	940857	08/15/72
SINAREST	921019	09/28/71
SUCRETS	870753	06/10/69
ASPERGUM	792115	07/06/65
ALLEREST	709543	01/10/61
BACID	714075	04/18/61
BONINE	697007	05/03/60
CALDESENE	648836	07/23/57
CHOOZ	614242	10/18/55
ANACIN	418790	01/08/46
PRIVINE	418496	01/01/46
KONDREMUL	275459	09/23/30
ASPERGUM and Design	240417	03/27/28
ANACIN	123606	11/19/18

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