

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Parmed Pharmaceuticals, Inc.		10/26/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	300 Galleria Parkway, Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	National Banking Association:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1940662	PAR-MED	
Registration Number:	1974556	PARMED	
Registration Number:	1972241	PARMED PHARMACEUTICALS, INC.	
CORRESPONDENCE DATA			
Fax Number:	(404)522-8409		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(404) 420-5527		
Email:	rbirdwell@phrd.com		
Correspondent Name:	Rhonda J. Birdwell, Paralegal		
Address Line 1:	285 Peachtree Center Avenue		
Address Line 2:	1500 Marquis Two Tower		
Address Line 4:	Atlanta, GEORGIA 30303		
ATTORNEY DOCKET NUMBER:	1809-41 ALPHARMA		
NAME OF SUBMITTER:	Bobbi Accord		

CH \$90.00 1940662

Signature:

/ba/

Date:

11/10/2005

Total Attachments: 7

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**NOTICE OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS
("NOTICE")**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Loan and Security Agreement dated October 26, 2005 (as amended and supplemented from time to time, the "Loan Agreement") by and among Alparma Inc., a Delaware corporation, Alparma Operating Corporation, a Delaware corporation, Alparma USPD Inc., a Maryland corporation, Alparma U.S. Inc., a Delaware corporation, G.F. Reilly Company, a Delaware corporation, Parmed Pharmaceuticals, Inc., a Delaware corporation ("Parmed"), Alparma Euro Holdings Inc., a Delaware corporation, Alparma (Bermuda) Inc., a Delaware corporation, Alparma USHP Inc., a Delaware corporation, Alparma Animal Health Company, a Texas corporation, Mikjan Corporation, an Arkansas corporation, Alparma Holdings Inc., a Delaware corporation, Alparma Pharmaceuticals Inc., a Delaware corporation, Purepac Pharmaceutical Holdings, Inc., a Delaware corporation, Alparma Branded Products Division Inc., a Delaware corporation, Purepac Pharmaceutical Co., a Delaware corporation, and Alparma Investment Inc., a Delaware corporation, the various financial institutions party thereto from time to time (collectively, "Lenders"), and Bank of America, N.A., a national banking association, as collateral and administrative agent for Lenders (together with its successors in such capacity, "Agent"), and that certain Trademark Security Agreement dated October 26, 2005 (as amended and supplemented from time to time, the "Trademark Security Agreement") by and between Parmed and Agent, Parmed has granted to Agent, for the benefit of itself and Lenders, a continuing security interest in, and continuing lien upon, the trademark and service mark registrations and applications listed on Exhibit A attached hereto together with the goodwill of the business connected therewith and symbolized thereby and all proceeds thereof (the "Trademark Collateral").

Parmed and Agent hereby acknowledge and agree that the security interest in and lien upon the Trademark Collateral may only be terminated in accordance with the terms of the Loan Agreement and the Trademark Security Agreement (the "Financing Agreements").

Notwithstanding anything contained in this Notice, in the event that any provisions of this Notice are deemed to conflict or be inconsistent with the Financing Agreements, the provisions of the Financing Agreements shall govern.

[Signatures on following page]

Very truly yours,

PARMED PHARMACEUTICALS, INC.

By: 

Name Frederick J. Lynch

Title: President & Chief Executive Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____

Name: _____

Title _____

Very truly yours,

PARMED PHARMACEUTICALS, INC.

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By:  _____

Name: John Olan

Title: Vice President

STATE OF NEW JERSEY

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COUNTY OF BERGEN

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BEFORE ME, the undersigned authority, on this day personally appeared Frederick J. Lynch, President & Chief Executive Officer of Parmed Pharmaceuticals, Inc., to me known to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 26th day of October, 2005.



Notary Public

My Commission Expires: May 19, 2007

PATRICIA D. JONES
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires May 19, 2007

[NOTARIAL SEAL]

TRADEMARK

REEL: 003192 FRAME: 0849

STATE OF Georgia
COUNTY OF Cobb

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BEFORE ME, the undersigned authority, on this day personally appeared John M. Olsen, Vice President of Bank of America, N.A., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 14th day of October, 2005.

Angela M. Stange
Notary Public Notary Public, Paulding County, Georgia
My Commission Expires: My Commission Expires June 6, 2009

[NOTARIAL SEAL]

EXHIBIT A

Owner	Trademark	Country	Appl. Date	No.	Status	Agent
Client	File Reference	Next Renewal Due	Reg. Date	, No.	Sub Status	Supervisor
Parmed Pharmaceuticals, Inc.						
Parmed Pharmaceuticals, Inc.	PAR-MED	United States of America	27 Jun 1994	74542381	Registered	Commissioner of Patent & Trademarks
Alpharma USPDInc.	USPDT 0000008	12 Dec 2015	12 Dec 1995	1940662	Renewal Instructed	Fran Policastro
Class Goods	42 Distributorship services in the field of pharmaceuticals					
Parmed Pharmaceuticals, Inc.						
Parmed Pharmaceuticals, Inc.	PARMED and Design	United States of America	27 Jun 1994	74/542585	Registered	Commissioner of Patent & Trademarks
Alpharma USPDInc.	USPD USA TR 0200229	21 May 2006	21 May 1996	1974556		Fran Policastro
Class Goods	42 Distributorship services in the field of pharmaceuticals					
Parmed Pharmaceuticals, Inc.						
Parmed Pharmaceuticals, Inc.	PARMED PHARMACEUTICALS, INC. and Design	United States of America	27 Jun 1994	74/542984	Registered	Commissioner of Patent & Trademarks
Alpharma USPDInc.	USPD USA TR 0200228	7 May 2006	7 May 1996	1972241		Fran Policastro
Class Goods	42 Distributorship services in the field of pharmaceuticals					