

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
Alpharma Animal Health Company		10/26/2005	CORPORATION: TEXAS
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: 2			
Property Type	Number	Word Mark	
Registration Number:	1960216	AQUA CLEAN	
Registration Number:	1955029	SOLU-PEN	
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 Acord		
Signature:	/ba/		

CH \$65.00 1960216

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 Alharma Inc., a Delaware corporation, Alharma Operating Corporation, a Delaware corporation, Alharma USPD Inc., a Maryland corporation, Alharma U.S. Inc., a Delaware corporation, G.F. Reilly Company, a Delaware corporation, Parmed Pharmaceuticals, Inc., a Delaware corporation, Alharma Euro Holdings Inc., a Delaware corporation, Alharma (Bermuda) Inc., a Delaware corporation, Alharma USHP Inc., a Delaware corporation, Alharma Animal Health Company, a Texas corporation ("Animal Health"), Mikjan Corporation, an Arkansas corporation, Alharma Holdings Inc., a Delaware corporation, Alharma Pharmaceuticals Inc., a Delaware corporation, Purepac Pharmaceutical Holdings, Inc., a Delaware corporation, Alharma Branded Products Division Inc., a Delaware corporation, Purepac Pharmaceutical Co., a Delaware corporation, and Alharma 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 Animal Health and Agent, Animal Health 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").


Animal Health 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,

**ALPHARMA ANIMAL HEALTH
COMPANY**

By: 
Name: Carol Wrenn
Title: President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____
Name: _____
Title _____

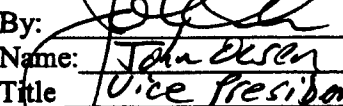
Very truly yours,

**ALPHARMA ANIMAL HEALTH
COMPANY**

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: 
Name: John Olsen
Title: Vice President

STATE OF NEW JERSEY

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COUNTY OF BERGEN

BEFORE ME, the undersigned authority, on this day personally appeared Carol Wrenn, President of Alpharma Animal Health Company, to me known to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she 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]

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 R. [Signature]
Notary Public, Paulding County, Georgia
My Commission Expires June 6, 2009
My Commission Expires:

[NOTARIAL SEAL]

EXHIBIT A

Owner	Trademark	Country	Appl. Date	No.	Status	Agent
Client	File Reference	Next Renewal Due	Reg. Date	No.	Sub Status	Supervisor
Alpha Pharma Animal Health Company	ALPHA PHARMA ANIMAL HEALTH COMPANY	United States of America	30 Mar 1995	74/653819	Registered	
AHD	AQUA CLEAN AHD USA TR 0100343	5 Mar 2006	5 Mar 1996	1960216	Sec. 8&15 Accepted	Fran Policastro
Class Goods	3 Goods: Cleanser to clean and remove scale and other buildup from a drinking system for animal production, including poultry, swine and cattle.					
Alpha Pharma Animal Health Company	SOLU-PEN	United States of America	30 Mar 1995	74/653825	Registered	Commissioner of Patent & Trademarks
AHD	AHD USA TR 0200039	6 Feb 2006	6 Feb 1996	1955029	Sec. 8&15 Accepted	Fran Policastro
Class Goods	5 Goods: antibiotic for use in drinking water for the treatment of erysipelas in turkeys in. Cl. 5 (u. S. Cls. 6, 18, 44, 46, 51 and 52)					