

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
AAI Pharma Inc.		03/02/2006	CORPORATION: DELAWARE
AAI Pharma LLC		03/02/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, N.A.
Street Address:	Sixth Street and Marquette Avenue
Internal Address:	Corporate Trust Services, MAC N9303-120
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55479
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	1942885	AAI
Registration Number:	1647669	AAI
Registration Number:	1622884	APPLIED ANALYTICAL INDUSTRIES
Registration Number:	1946829	AAI
Registration Number:	2346573	PROSORB
Registration Number:	1033587	BRETHINE
Registration Number:	2723850	AAIPHARMA
Registration Number:	2715555	DEVELOPING CHEMISTRY INTO MEDICINE
Registration Number:	2647477	GLOBAL BIOANALYTICAL SOLUTIONS
Registration Number:	2716676	GLOBAL CLINICAL SOLUTIONS
Registration Number:	2650838	GLOBAL CMC SOLUTIONS
Registration Number:	2647476	GLOBAL PHARMACEUTIC SOLUTIONS

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Registration Number:	2650837	GLOBAL REGULATORY SOLUTIONS
Registration Number:	2612966	PROCORE
Registration Number:	2672325	PROMELT
Registration Number:	2823015	PROSLO
Registration Number:	2672324	PROSPHER
Registration Number:	2747955	AZASAN
Registration Number:	2759076	WITHIN THE SCIENCE LIES THE MEDICINE THAT WILL CHANGE A LIFE
Registration Number:	1600106	PCL
Registration Number:	2805084	THE NEXT STEP DOESN'T HAVE TO BE BIG
Registration Number:	2887836	AAI DEVELOPMENT SERVICES
Registration Number:	2953361	
Registration Number:	2953435	GET IT RIGHT. ON TIME.
Registration Number:	2989410	AAI DEVELOPMENT SERVICES
Registration Number:	3044774	THE NEXT STEP DOESN'T HAVE TO BE SO BIG
Serial Number:	78211699	METHAJEX
Serial Number:	78245491	PROLONIC
Serial Number:	78196070	ZENIX
Serial Number:	78359257	IMPROVING MEDICINES THAT IMPROVE THE QUALITY OF LIFE
Serial Number:	78348249	LUCEVE
Serial Number:	78332238	PROLONICAQ
Serial Number:	78706179	AAI
Serial Number:	78706184	AAI AAIPHARMA
Serial Number:	78774604	IT'S THE CHEMISTRY

CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	38535-00200
NAME OF SUBMITTER:	Frank A. Bruno

Signature:	/FAB/
Date:	03/07/2006
Total Attachments: 7 source=Short-Form IP#page1.tif source=Short-Form IP#page2.tif source=Short-Form IP#page3.tif source=Short-Form IP#page4.tif source=Short-Form IP#page5.tif source=Short-Form IP#page6.tif source=Short-Form IP#page7.tif	

SHORT FORM – GRANT OF SECURITY INTEREST IN
TRADEMARKS, PATENTS AND COPYRIGHTS

WHEREAS, AAIPharma Inc., a Delaware corporation, Applied Analytical Industries Learning Center, Inc., a Delaware corporation, AAI Technologies, Inc., a Delaware corporation, AAI Properties, Inc., a North Carolina corporation, AAI Japan, Inc., a Delaware corporation, Kansas City Analytical Services, Inc., a Kansas corporation, AAI Development Services, Inc., a Massachusetts corporation, aaiPharma LLC, a Delaware limited liability company, and AAI Development Services, Inc., a Delaware corporation, (collectively the “Grantors”) have adopted, used and are using, and hold all right, title and interest in and to, the trademarks, service marks and applications therefor listed on the annexed Schedule 1A, which trademarks, service marks and applications therefor are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”); hold all right, title and interest in the patents and patent applications listed on the annexed Schedule 1A, which patents and patent applications are issued or applied for in the United States Patent and Trademark Office (the “Patents”); and hold all right, title and interest in the copyrights listed on the annexed Schedule 1A, which copyrights are registered in the United States Copyright Office (the “Copyrights”);

WHEREAS, the Grantors have entered into a Security Agreement, dated March [6], 2006 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”), in favor of Wells Fargo Bank, N.A, as Administrative Agent and Collateral Agent for the Agent and the Lenders (as defined in the Security Agreement) (in such capacity, together with any successors and assigns, the “Grantee”); and

WHEREAS, pursuant to the Security Agreement, the Grantors granted to the Grantee, for the benefit of the Agent and the Lenders (as such terms are defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantors in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks; the Patents; and the Copyrights, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof; as well as all of the above-listed rights in Trademarks, Patents and Copyrights for which applications are filed by or on behalf of Grantors on or after the date of execution of the Security Agreement (the “Collateral”), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantors do hereby pledge, convey, sell, transfer and set over unto the Grantee and grant to the Grantee for the benefit of the Agent and the Lenders (as such terms are defined in the Security Agreement) a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

SCHEDULE 1A TO SHORT FORM – GRANT OF SECURITY INTEREST IN
TRADEMARKS, PATENTS AND COPYRIGHTS

Intellectual Property

1. U.S. Registered Trademarks

Trademark Name	Registration Number	Date
AAI (design plus words)*	1,942,885	December 19, 1995
AAI (typed drawing)*	1,647,669	June 11, 1991
Applied Analytical Industries (typed drawing)*	1,622,884	November 13, 1990
AAI (Design)*	1,946,829	January 9, 1996
PROSORB*	2,346,573	May 2, 2000
BRETHINE**	1,033,587	February 7, 1976
aaiPharma*	2,723,850	June 10, 2003
DEVELOPING CHEMISTRY INTO MEDICINE*	2,715,555	May 13, 2003
GLOBAL BIOANALYTICAL SOLUTIONS*	2,647,477	November 5, 2002
GLOBAL CLINICAL SOLUTIONS*	2,716,676	May 13, 2003
GLOBAL CMC SOLUTIONS*	2,650,838	November 12, 2002
GLOBAL PHARMACEUTIC SOLUTIONS*	2,647,476	November 5, 2002
GLOBAL REGULATORY SOLUTIONS*	2,650,837	November 12, 2002
PROCORE*	2,612,966	August 27, 2002
PROMELT*	2,672,325	January 7, 2003
PROSLO*	2,823,015	March 16, 2004
PROSPHER* ¹	2,672,324	January 7, 2003
AZASAN*	2,747,955	August 5, 2003
WITHIN THE SCIENCE LIES THE MEDICINE THAT WILL CHANGE A LIFE*	2,759,076	September 2, 2003
PCL*	1,600,106	June 5, 1990
THE NEXT STEP DOESN'T HAVE TO BE BIG** ¹	2,805,084	January 13, 2004
NEOSAN "O" DESIGN* ¹	2,874,296	November 18, 2003
Design of stylized AAI with Swoosh*	2,887,836	September 21, 2004

SCHEDULE 1A TO SHORT FORM

DIAMOND SHAPE AND CURVED LINE LOGO*	2,953,361	May 17, 2005
GET IT RIGHT. ON TIME.*	2,953,435	May 17, 2005
AAI DEVELOPMENT SERVICES*	2,989,410	August 30, 2005
THE NEXT STEP DOESN'T HAVE TO BE SO BIG	3,044,774	January 17, 2006

¹ Likely to be abandoned at the next respective renewal date.

* Owned by AAIPharma Inc.

** Owned by aaiPharma LLC

2. U.S. Trademark Applications

Trademark Name	Pending Trademarks Application Number	Date
METHAJEX*	78/211,699	February 6, 2003
ProLonic*	78/245,491	May 5, 2003
ZENIX* ¹	78/196,070	December 19, 2002
IMPROVING MEDICINES THAT IMPROVE THE QUALITY OF LIFE*	78/359,257	January 29, 2004
LUCEVE* ¹	78/348,249	January 6, 2004
PROLONIC AQ*	78/332,238	November 24, 2003
AAI Design Logo	78/706,179	September 2, 2005
AAIPHARMA Design	78/706,184	September 2, 2005
IT'S THE CHEMISTRY	78/774,604	December 15, 2005

¹ Likely to be abandoned at the next Office Action, renewal for intent-to-use application, or as costs are to be incurred, as appropriate.

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3. U.S. Patents

Title	Registration Number	Date
Alkoxy substituted Benzimidazole compounds, pharmaceutical preparations containing the same, and methods of using the same*	6,262,085	July 17, 2001
Pharmaceutical unit dosage form Omeprazole*	6,262,086	July 17, 2001
Oral Liquid Pharmaceutical Compositions of Sulindac* ¹	4,880,835	November 14, 1989
Liquid Oral Pharmaceutical Compositions of Non-Steroidal Anti-Inflammatory Drugs ProSorb*	5,183,829	February 2, 1993
Oral Compositions of H ₂ -Antagonists* ¹	5,538,737	July 23, 1996
Spray drying of pharmaceutical formulations containing amino acid-based materials* ¹	5,902,844	May 11, 1999

SCHEDULE 1A TO SHORT FORM

Title	Registration Number	Date
Liquid Oral Pharmaceutical Compositions of Non-Steroidal Anti-Inflammatory Drugs*	4,918,103	April 17, 1990
Liquid Oral Pharmaceutical Compositions of Non-Steroidal Anti-Inflammatory Drugs*	5,011,852	April 30, 1991
Pharmaceutical Formulations Omeprazole*	6,316,020	November 13, 2001
Method of Improving Bioavailability Omeprazole*	6,312,712	November 6, 2001
Pharmaceutical Unit Dosage Form Omeprazole*	6,312,723	November 13, 2001
Oral Liquid Compositions ProSorb®II*	6,287,594	September 11, 2001
Stable Calcitriol Solution for Packaging into Vials*	6,211,169	April 3, 2001
Controlled Release Delivery Coating Formulation for Bioactive Substances*	4,891,223	January 2, 1990
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETRAZOL-5-YL)BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,573,382	June 3, 2003
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETRAZOL-5-YL)BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,531,603	March 11, 2003
Form A of Fluoxetine Hydrochloride* ¹	6,492,556	December 10, 2002
Alkoxy Substituted Benzimidazole Compounds, Pharmaceutical Preparations Containing the Same, and Methods Using the Same*	6,444,689	September 3, 2002
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETRAZOL-5-YL)BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,388,080	May 14, 2002
Alkoxy Substituted Benzimidazole Compounds, Pharmaceutical Preparations Containing the Same, and Methods Using the Same Omeprazole*	6,369,087	April 9, 2002
Oral Liquid Compositions ProSorb® II*	6,365,180	April 2, 2002

SCHEDULE 1A TO SHORT FORM

Title	Registration Number	Date
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETROZOL-5-YL) BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,596,871	July 22, 2003
FT-Raman Spectroscopic Measurement* ¹	6,780,880	August 24, 2004
Alkoxy Substituted Benzimidazole Compounds, Pharmaceutical Preparations Containing the Same, and Methods Using the Same*	6,706,737	March 16, 2004
Dry Blend Pharmaceutical Formulations*	6,667,324	December 23, 2003
Dry Blend Pharmaceutical Formulations*	6,667,323	December 23, 2003
Process for Purifying Omeprazole* ¹	6,673,936	January 6, 2004
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETROZOL-5-YL) BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,657,061	December 2, 2003
Polymorphic Forms of 6-[4-(1-CYCLOHEXYL-1H-TETROZOL-5-YL) BUTOXY]-3,4-DIHYDRO-2(1H)-QUINOLINONE (Cilostazol)* ¹	6,660,864	December 9, 2003
Granulated Pharmaceutical Formulations And Methods For Making The Same*	6,653,329	May 16, 2003
Alkoxy Substituted Benzimidazole Compounds, Pharmaceutical Preparations Containing the Same, and Methods Using the Same*	6,667,321	December 23, 2003

¹ Borrowers intend to abandon in due course.

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4. U.S. Patent Applications

Title	Pending Application Number	Date
Method of Reducing the Risk of Oxidative Stress	10/927,790	August 27, 2004
Method of Treating Cancer Using Dithiocarbamate Derivatives	10/922,728	August 20, 2004
Magnesium Complexes of S-omeprazole*	10/855,809	May 28, 2004
Magnesium Complexes of S-omeprazole*	11/138,195	May 26, 2005
Narcotic-NSAID Ion Pairs*	10/796,308	March 10, 2004
Pharmaceutical Formulations*	10/769,021	January 30, 2004

SCHEDULE 1A TO SHORT FORM

Title	Pending Application Number	Date
FT-Raman Spectroscopic Measurement* ¹	09/648,497	August 25, 2000
FT-Raman Spectroscopic Measurement* ¹	11/208,971	August 22, 2005
Form A of Fluoxetine Hydrochloride*	10/136,582	May 1, 2002

¹ Borrowers intend to abandon in due course.

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5. The Loan Parties have no registered U.S. copyrights.

NY2:#4675805