

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement (Trademarks)		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PharMedium Healthcare Corporation		10/15/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	AC Finance LLC, as administrative and collateral agent		
<b>Street Address:</b>	Two Conway Park		
<b>Internal Address:</b>	150 North Field Drive, Suite 350		
<b>City:</b>	Lake Forest		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60045		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY:		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0296644		
<b>Registration Number:</b>	3196662	FAR EASIER FAR SAFER PHARMEDIUM	
<b>Serial Number:</b>	76585525	PHARMEDIUM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)836-6313		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-836-8424		
<b>Email:</b>	jmisher@kayescholer.com		
<b>Correspondent Name:</b>	Jeffrey Misher, Esq.		
<b>Address Line 1:</b>	425 Park Avenue		
<b>Address Line 2:</b>	c/o Kaye Scholer LLP		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	00513/0027/1480		

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NAME OF SUBMITTER:	Jeffrey Misher
Signature:	/s/ Jeffrey Misher
Date:	10/16/2007
<b>Total Attachments: 3</b> source=AC-PharMedum Trademark Security Agmnt 10-15-07#page1.tif source=AC-PharMedum Trademark Security Agmnt 10-15-07#page2.tif source=AC-PharMedum Trademark Security Agmnt 10-15-07#page3.tif	

SECURITY AGREEMENT

(TRADEMARKS)

WHEREAS, PHARMEDIUM HEALTHCARE CORPORATION, a Delaware corporation (herein referred to as "Grantor"), has adopted, used and is using the trademarks listed on the annexed Schedule 1 annexed hereto as part hereof, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Grantor is obligated to AC Finance LLC, as administrative and collateral agent (referred to herein as the "Grantee") and the other Secured Parties as defined in the Omnibus Pledge and Security Agreement dated as of October 15, 2007 (the "Security Agreement") among Grantor, the other Pledgors named therein and the Grantee for the payment and performance of the Secured Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Security Agreement, Grantor has granted to Grantee a security interest in all right, title and interest of Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Grantee a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Grantee's address is Two Conway Park, 150 North Field Drive, Suite 350, Lake Forest, Illinois 60045.

IN WITNESS WHEREOF, Grantor has caused this Security Agreement to be duly executed by its officer thereunto duly authorized as of the 15<sup>th</sup> day of October, 2007.

PHARMEDIUM HEALTHCARE  
CORPORATION

By: 

Name: David N. Sonas

Title: Chairman and CEO

31539470

**TRADEMARK**  
**REEL: 003640 FRAME: 0633**

SCHEDULE 1 TO SECURITY AGREEMENT

TRADEMARKS

<u>Mark</u>	<u>Application or Registration No.</u>	<u>Issue or Filing Date</u>
PHARMEDIUM	296644	July 12, 2005
FAR EASIER FAR SAFER PHARMEDIUM	3196662	March 9, 2006
PHARMEDIUM	76585525	April 24, 2004