

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Actavis Mid Atlantic LLC		11/16/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank AG, London Branch
Street Address:	Winchester House
Internal Address:	1 Great Winchester Street
City:	London
State/Country:	UNITED KINGDOM
Postal Code:	EC2N 2DB
Entity Type:	Security Agent:

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1542215	ACETASOL
Registration Number:	1540065	BROMANATE
Registration Number:	1542216	CARDEC
Registration Number:	1540062	CODAMINE
Registration Number:	1540063	DIHISTINE
Registration Number:	1642430	FEVERALL
Registration Number:	1544152	HYDRAMINE
Registration Number:	1542217	SULFATRIM
Registration Number:	2250880	XACT DOSE

CORRESPONDENCE DATA

Fax Number: (212)354-8113
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$240.00 1542215

Phone: 212-819-8200
Email: trademarkdocket@whitecase.com
Correspondent Name: Matthew Bart
Address Line 1: White & Case LLP
Address Line 2: 1155 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 4410650-0290

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: Matthew Bart

Signature: /Matthew Bart/

Date: 01/18/2008

Total Attachments: 8
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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Actavis Mid Atlantic LLC, a Limited Liability Company (the "Grantor") with principal offices at 60 Columbia Road, Building B, Morristown, New Jersey, 07960, hereby grants to Deutsche Bank AG, London Branch, as Security Agent, with principal offices at Winchester House, 1 Great Winchester Street, London EC2N 2DB, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other Grantors from time to time party thereto and the Grantee, dated as of November [16], 2007 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the termination of the Security Period (as defined in the Security Agreement), the security interest granted hereby shall automatically terminate without further action required and the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest granted by this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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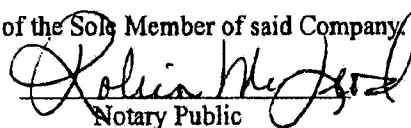
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 16th day of
November, 2007.

ACTAVIS MID ATLANTIC LLC, Grantor

By Kevin Bain
Name: KEVIN M. BAIN
Title: V.P. FINANCE

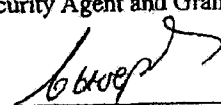

STATE OF New Jersey) ss.:
COUNTY OF Morris)

On this 16th day of November, 2007, before me personally came Kevin M. Bain
who, being by me duly sworn, did state as follows: that [s]he is VP, Finance of Actavis
Mid Atlantic LLC (the "Company"), that [s]he is authorized to execute the foregoing Grant on
behalf of said Company and that [s]he did so by authority of the Sole Member of said Company.


Notary Public

ROBIN MCLEOD
NOTARY PUBLIC, STATE OF NEW JERSEY
Commission Expires February 6, 2011

DEUTSCHE BANK AG, LONDON BRANCH,
as Security Agent and Grantee

By  

Name: C. HOEPFL R. THAXERIA
Title: V.P. AUP.

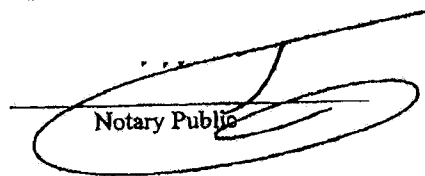
NEWYORK 634772 (2K)

TRADEMARK
REEL: 003699 FRAME: 0959

STATE OF Kingdom of England
COUNTY OF City of London } ^{SS} London

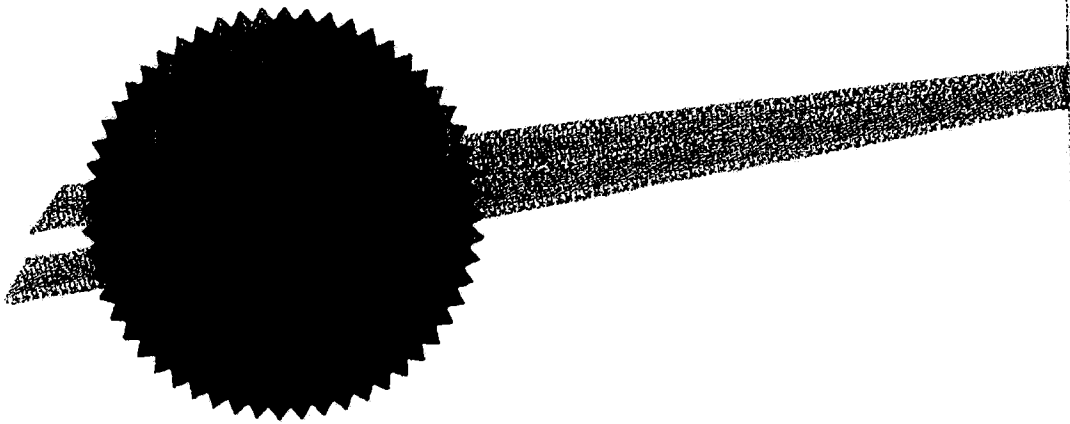
On this 16th day of November, 2007, before me personally came CRAIG HOEFFL and
RAJEEV THAKERIA who, being by me duly sworn, did state as follows: that ~~he~~ ^{they are} is
AUTHORISED SIGNATORIES of Deutsche Bank AG, London Branch, that ~~he~~ ^{they are} is authorized to execute
the foregoing Grant on behalf of Deutsche Bank AG and that ~~he~~ ^{they} did so by authority of the
Board of Directors of said DEUTSCHE BANK AG.




Notary Public

Notary Public London, England
(J. B. BURGESS)

Notary Public London, England
(J. B. BURGESS)
My Commission Expires with Life



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BRO
CAR
COD
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HYD
SUL
UNI
XAC
XAC

NEWY

SCHEDULE OF MARKS

<u>Mark</u>	<u>Grantor</u>	<u>Reg./App. No.</u>	<u>Reg. Date</u>
ACETASOL	Actavis Mid Atlantic LLC	1542215	6/6/1989
BROMANATE	Actavis Mid Atlantic LLC	1540065	5/23/1989
CARDEC	Actavis Mid Atlantic LLC	1542216	6/6/1989
CODAMINE	Actavis Mid Atlantic LLC	1540062	5/23/1989
DIHISTINE	Actavis Mid Atlantic LLC	1540063	5/23/1989
FEVERALL	Actavis Mid Atlantic LLC	1642430	3/23/1991
HYDRAMINE	Actavis Mid Atlantic LLC	1544152	6/20/1989
SULFATRIM	Actavis Mid Atlantic LLC	1542217	6/6/1989
XACT DOSE and Design	Actavis Mid Atlantic LLC	2250880	6/8/1999
XACT DOSE and Design	Actavis Mid Atlantic LLC	50029 (Illinois)	7/1/1981