

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 Totowa 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: 2			
Property Type	Number	Word Mark	
Registration Number:	2523840	AMIDE	
Registration Number:	2789501	QUINARETIC	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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		

CH \$65.00 2523840

DOMESTIC REPRESENTATIVE

900096835

**TRADEMARK
 REEL: 003699 FRAME: 0963**

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 Totowa 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.

[Remainder of this page intentionally left blank; signature page follows]

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

ACTAVIS TOTOWA LLC, Grantor

By Kim Bain
Name: KEVIN BAIN
Title: VP FINANCE

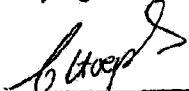

STATE OF New Jersey)
) ss.:
COUNTY OF Morris)

On this 16th day of November, 2007 before me personally came Kevin Bain
who, being by me duly sworn, did state as follows: that [s]he is VP, Finance of Actavis
Totowa 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

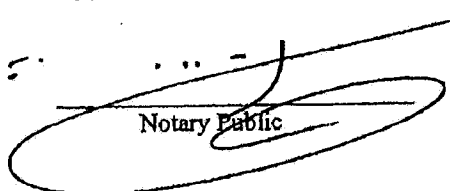
DEUTSCHE BANK AG, LONDON BRANCH,
as Security Agent and Grantee

By  
Name: C. HOEPL R. THAKERIA
Title: V.P. AUP.

NEWYORK 6347866 (22)

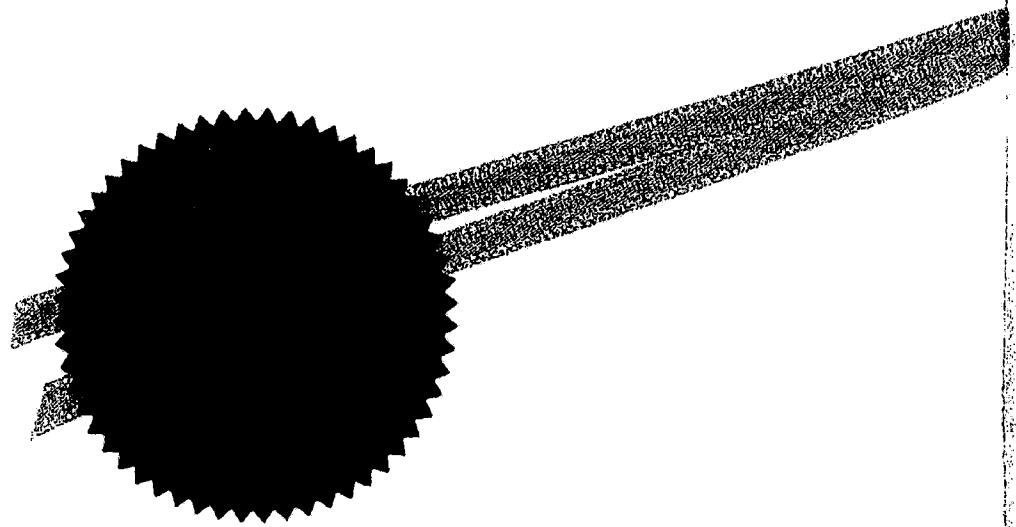
STATE OF Kingdom of England
COUNTY OF City of } ss: London

On this 16th day of November, 2007, before me personally came CRAIG HOEFL and
RAJEEV THAKERA who, being by me duly sworn, did state as follows: that ~~he is~~ ^{they are}
AUTHORISED SIGNATORIES of Deutsche Bank AG, London Branch, that ~~he is~~ ^{they are} 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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SCHEDULE OF MARKS

<u>Mark</u>	<u>Grantor</u>	<u>Reg./App. No.</u>	<u>Reg. Date</u>
AMIDE	Actavis Totowa LLC	2523840	1/1/2002
QUINARETIC	Actavis Totowa LLC	2789501	12/2/2003

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RECORDED: 01/18/2008

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