

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
Othera Holding, Inc.		09/30/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Oxford Finance Corporation		
Street Address:	133 North Fairfax Street		
City:	Alexandria		
State/Country:	VIRGINIA		
Postal Code:	22314		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3454196	OTHERA PHARMACEUTICALS INC.	
Registration Number:	3449914	OTHERA PHARMACEUTICALS INC	
CORRESPONDENCE DATA			
Fax Number:	(703)415-1557		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	703-415-1555		
Email:	mail@specializedpatent.com		
Correspondent Name:	Christopher E. Kondracki		
Address Line 1:	1501 Wilson Boulevard		
Address Line 2:	Suite 510		
Address Line 4:	Arlington, VIRGINIA 22209		
ATTORNEY DOCKET NUMBER:	9100803		
NAME OF SUBMITTER:	Christopher E. Kondracki		
Signature:	/Christopher E. Kondracki/		

CH \$65.00 3454196

Date:

10/20/2009

Total Attachments: 13

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of September 30, 2009, by and between OXFORD FINANCE CORPORATION, a Delaware corporation ("Lender") and OTHERA HOLDING, INC., a Delaware corporation ("Grantor").

RECITALS

A. Lender has agreed to make certain advances of money and to extend certain financial accommodation to Othera Pharmaceuticals, Inc. (the "Debtor") (the "Loans") in the amounts and manner set forth in that certain Master Security Agreement by and between Lender and Debtor dated August 31, 2007 (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement).

B. Payment of the Indebtedness of Debtor is unconditionally guaranteed by Grantor pursuant to the terms of that certain Secured Guarantee Agreement, as amended, dated as of September 20, 2007 by Grantor in favor of Lender (the "Guaranty"). The Guaranty is secured by, inter alia, that certain Security Agreement No. 7081144--G dated as of September 20, 2007 by Grantor in favor of Lender.

C. Lender is willing to make further accommodations to Debtor in connection with the Loans, but only upon the condition, among others, that Grantor shall grant to Lender a security interest in certain Copyrights, Trademarks, Patents, and Mask Works (as each term is described below) to secure the obligations of Debtor under the Loan Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Guaranty, Grantor grants and pledges to Lender a security interest in all of Grantor's right, title and interest in, to and under its intellectual property (all of which shall collectively be called the "Intellectual Property Collateral"), including, without limitation, the following:

1. Any and all copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held, including without limitation those set forth on Exhibit A attached hereto (collectively, the "Copyrights");
2. Any and all trade secrets, and any and all intellectual property rights in computer software and computer software products now or hereafter existing, created, acquired or held;
3. Any and all design rights that may be available to Grantor now or hereafter existing, created, acquired or held;
4. All patents, patent applications and like protections including, without limitation, improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same, including without limitation the patents and patent applications set forth on Exhibit B attached hereto (collectively, the "Patents");
5. Any trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Grantor connected with and symbolized by such trademarks, including without limitation those set forth on Exhibit C attached hereto (collectively, the "Trademarks");

6. All mask works or similar rights available for the protection of semiconductor chips, now owned or hereafter acquired, including, without limitation those set forth on Exhibit D attached hereto (collectively, the "Mask Works");

7. Any and all claims for damages by way of past, present and future infringements of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

8. All licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works and all license fees and royalties arising from such use to the extent permitted by such license or rights;

9. All amendments, extensions, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

10. All proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

This security interest is granted in conjunction with the security interest granted to Lender under the Guaranty. The rights and remedies of Lender with respect to the security interest granted hereby are in addition to those set forth in the Guaranty, the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Lender as a matter of law or equity. Each right, power and remedy of Lender provided for herein or in the Guaranty, the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Lender of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Guaranty, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Lender, of any or all other rights, powers or remedies.

[Signature page follows.]

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantor:

1011 Centre Road, Suite 322
Wilmington, Delaware 19805

Attn: Peter Wynnigan

Address of Lender:

133 North Fairfax Street
Alexandria, Virginia 22314

Attn: _____

GRANTOR:

OTHERA HOLDING, INC.

By: [Signature]

Title: Vice President and Treasurer

LENDER:

OXFORD FINANCE CORPORATION

By: _____

Title: _____

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

1011 Centre Road, Suite 322
Wilmington, Delaware 19805

Attn: _____

OTHERA HOLDING, INC.

By: _____

Title: _____

LENDER:

Address of Lender:

133 North Fairfax Street
Alexandria, Virginia 22314

Attn: _____

OXFORD FINANCE CORPORATION

By: TRAY _____

Title: COO _____

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

None.

EXHIBIT B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

See attached

Othera Pharmaceuticals, Inc. - Master Report of US and Foreign Cases as of October 2009

Docket Number	Country Name	Application Number	Patent Number	Grant Date	Publication Number	Publication Date	Title
OTPH0004	United States	10/440583	7,442,711	10/28/2008	0002461-A1	1/1/2004	AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0005	Patent Cooperation Treaty	US03/15948		5/19/2003	WO 2003/096991 A2	11/27/2003	AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0012	Australia	2003243282	2003243282	8/14/2008			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0013	Brazil	PI0310057-0		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0014	Canada	2484512		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0015	China P.R.	03811221.3	ZL 03811221.3	3/18/2009	CN1653125A	8/10/2005	AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0016	European Patent Convention	03753107.6		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0043	India	1566/KOLNP/2004		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0044	Israel	164639		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0045	Japan	504990/04		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0046	Mexico	2004-011416		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0047	Norway	20045483		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0048	Philippines	1-2004-501868		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0049	Singapore	200406438-2	107861	5/30/2008			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0050	South Africa	2004/8449	2004/8449	9/26/2007			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0051	South Korea	10-2004-7018566		5/19/2003			AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0052	United States	10/994724		11/22/2004	2005-0130906A1	6/16/2005	AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0053	Patent Cooperation Treaty	2004/039719		11/22/2004	WO 2005/051328	6/9/2005	AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES

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Docket Number	Country Name	Application Number	Application Date	Patent Number	Grant Date	Publication Number	Publication Date	Title
OTPH0054	United States	10/994712	11/22/2004			2005-0131025A1	6/16/2005	AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0055	Patent Cooperation Treaty	US2004/039716	11/22/2004			WO 2005/055926	6/23/2005	AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0058	United States	11/136625	5/24/2005			2006-0019955A1	1/26/2006	OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0064	Australia	2004293105	11/22/2004					AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0065	Canada	2546042	11/22/2004					AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0066	China P.R.	200480034356.1	11/22/2004	200480034356.1		CN 1882339A	12/20/2006	AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0067	European Patent Convention	04812278.2	11/22/2004			1689397	8/16/2006	AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0096	India	1711/KOLNP/2006	11/22/2004					AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0097	Israel	175380	11/22/2004					AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0098	Japan	541460/06	11/22/2004					AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0100	South Africa	2006/04403	11/22/2004	2006/04403	9/26/2007			AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0101	United States							AMELIORATION OF MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0102	Australia	2004296738	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0103	Canada	2546053	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0104	China P.R.	200480034358.0	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0105	European Patent Convention	04812275.8	11/22/2004			1689354	8/16/2006	AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES

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Docket Number	Country Name	Application Number	Application Date	Patent Number	Grant Date	Publication Number	Publication Date	Title
OTPH0134	India	1712/KOLNP/2006	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0135	Israel	175498	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0136	Japan	541459/06	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0137	South Korea	10-2006-7012250	11/22/2004					AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0138	South Africa	2006/04402	11/22/2004	2006/04402	3/26/2008			AMELIORATION OF CATARACTS, MACULAR DEGENERATION AND OTHER OPHTHALMIC DISEASES
OTPH0139	United States	11/439404	5/22/2006			2006-0292190A1	12/28/2006	AMELIORATION OF VITRECTOMY-INDUCED CATARACTS
OTPH0141	United States	60/891140	2/22/2007					HYDROXYLAMINE COMPOUNDS AND METHODS OF THEIR USE
OTPH0143	Australia	2005247480	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0144	Brazil	PI0511462-4	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0145	Canada	2565321	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0146	China P.R.	200580016890.4	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0147	European Patent Convention	05753712.8	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0178	Eurasian Patent Convention	200602174	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0179	India	3269/KOLNP/2006	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0180	Israel	179.336	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0181	Japan	515296/07	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0182	South Korea	10-2010-2006-7027321	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0183	New Zealand	551379	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0184	Philippines	1-2006-502358	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0185	South Africa	2006/10032	5/24/2005	2006/10032	11/26/2008			OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0186	Singapore	200608205-1	5/24/2005					OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0187	Patent Cooperation Treaty	US2005/018350	5/23/2005			WO 2005-115375	12/8/2005	OCULOSELECTIVE DRUGS AND PRODRUGS
OTPH0189	Patent Cooperation Treaty	PCT/US07/04659	2/22/2007					HYDROXYLAMINES AND DERIVATIVES FOR TREATMENT OF INFLAMMATORY CONDITIONS OF THE LIVER
OTPH0190	United States	11/669885	1/31/2007			US2007-0197599-A1	8/23/2007	HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS

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Docket Number	Country Name	Application Number	Application Date	Patent Number	Grant Date	Publication Number	Publication Date	Title
OTPH0181	United States	60/901841	2/16/2007					REVERSAL OF DRUG RESISTANCE IN NEOPLASTIC DISEASE
OTPH0192	Patent Cooperation Treaty	PCT/US2007/061484	2/1/2007			WO2007/092741	8/16/2007	HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0193	Patent Cooperation Treaty	PCT/US07/04658	2/22/2007			2007/100623	9/7/2007	HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0194	United States	60/902718	2/22/2007					DRUG RESISTANCE REVERSAL IN NEOPLASTIC DISEASE
OTPH0195	United States	11/677462	2/21/2007			US2007-0203190-A1	8/30/2007	HYDROXYLAMINES AND DERIVATIVES FOR THE INHIBITION OF COMPLEMENT ACTIVATION
OTPH0196	United States	11/677455	2/21/2007			US2007-0197593-A1	8/23/2007	HYDROXYLAMINES AND DERIVATIVES FOR TREATMENT OF INFLAMMATORY CONDITIONS OF THE LIVER
OTPH0197	India	1503/KOLNP/2007	4/26/07					Divisional - AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0201	United States	12/302,322	2/15/2008			US2008-0280890	11/13/2208	HYDROXYLAMINE COMPOUNDS AND METHODS OF THEIR USE
OTPH0202	United States	12/032,115	2/15/2008			US2008-0200405	8/21/2008	DRUG RESISTANCE REVERSAL IN NEOPLASTIC DISEASE
OTPH0203	Patent Cooperation Treaty	US2008/054122	2/15/2008					HYDROXYLAMINE COMPOUNDS AND METHODS OF THEIR USE
OTPH0204	Patent Cooperation Treaty	US2008/054135	2/15/2008					DRUG RESISTANCE REVERSAL IN NEOPLASTIC DISEASE
OTPH0205	United States	12/141,166	6/18/2008					Divisional - AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES
OTPH0206	Australia	2007212116	2/1/2007					HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0207	Canada	2,637,709	2/1/2207					HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0208	China P.R.	200780004404.6	2/1/2007					HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0210	Israel	192.677	2/1/2007					HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0211	Japan	N/A	2/1/2007					HYDROXYLAMINES AND DERIVATIVES AS ANTI-ANGIOGENIC AGENTS
OTPH0213	Australia	N/A	2/22/2007					HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0214	Canada	2,640,738	2/22/2207					HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0215	China P.R.	200780006439.3	2/22/2207					HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION

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Docket Number	Country Name	Application Number	Application Date	Patent Number	Grant Date	Publication Number	Publication Date	Title
OTPH0216	European Patent Convention	07751423.0	2/22/2007			1996195	12/3/2008	HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0217	Israel	193,121	2/22/2007					HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0218	Japan	2008-556427	2/22/2007					HYDROXYLAMINES AND DERIVATIVES AS INHIBITORS OF COMPLEMENT ACTIVATION
OTPH0221	Mexico	2009/004877	5/7/2009					Divisional -AMELIORATION OF THE DEVELOPMENT OF CATARACTS AND OTHER OPHTHALMIC DISEASES

EXHIBIT C

Trademarks

	<u>Description</u>	<u>Registration Number</u>	<u>Registration Date</u>
1.	OTHERA PHARMACEUTICALS INC. (Typed Drawing)	3454196	June 24, 2008
2.	OTHERA PHARMACEUTICALS INC (Design Plus Words, Letters, and/or Numbers)	3449914	June 17, 2008

EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date

None.

1175133.1