

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
Mannkind Corporation		07/01/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Deerfield Private Design Fund II, L.P.		
Street Address:	780 Third Avenue, 37th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	LIMITED PARTNERSHIP: BRITISH VIRGIN ISLANDS		
Name:	Deerfield Private Design International II, L.P.		
Street Address:	780 Third Avenue, 37th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
Name:	Horizon Sante FLML SARL		
Street Address:	780 Third Avenue, 37th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Private Limited Liability Corp.: LUXEMBOURG		
PROPERTY NUMBERS Total: 24			
Property Type	Number	Word Mark	
Registration Number:	3686097		
Registration Number:	3797553	X	

Registration Number:	3411049	X
Registration Number:	3565822	AFRESA
Registration Number:	3675719	AFRESA
Registration Number:	3858037	AFREZZA
Registration Number:	3815780	BLUHALE
Registration Number:	3915028	BLUHALE
Registration Number:	4159235	CRICKET
Registration Number:	4132297	DREAMBOAT
Registration Number:	3411048	MANNKIND
Registration Number:	3794961	MANNKIND
Registration Number:	2925209	MEDTONE
Registration Number:	4283417	OUR FOCUS IS PATIENTS, OUR PASSION IS IN
Registration Number:	4110338	OUR FOCUS IS PATIENTS, OUR PASSION IS IN
Registration Number:	2646204	TECHNOSPHERE
Serial Number:	77955545	AFZ
Serial Number:	85545332	COFFEE KICK
Serial Number:	85545314	COFFEE KIK
Serial Number:	85169782	CRICKET
Serial Number:	85628505	TECHNOSPHERE
Serial Number:	77141470	VARZEFA
Serial Number:	85535835	WINE BLAST
Serial Number:	85535844	WINE BLAST

CORRESPONDENCE DATA

Fax Number: 3129021061
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 312.577.8034
 Email: oscar.ruiz@kattenlaw.com
 Correspondent Name: Oscar Ruiz c/o Katten Muchin Rosenman
 Address Line 1: 525 West Monroe Street
 Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	333285-71
NAME OF SUBMITTER:	Oscar Ruiz
Signature:	/Oscar Ruiz/
Date:	07/03/2013

TRADEMARK

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TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT, dated as of July 1, 2013, is by MANKIND CORPORATION, a Delaware corporation (the “Grantor”), in favor of DEERFIELD PRIVATE DESIGN FUND II, L.P., DEERFIELD PRIVATE DESIGN INTERNATIONAL II, L.P. and HORIZON SANTÉ FLML SÀRL (collectively, the “Grantees”). Capitalized terms used but not otherwise defined in this Trademark Security Agreement shall have the meanings assigned to such terms in the Security Agreement (as hereinafter defined).

RECITALS

WHEREAS, Grantor owns the trademark registrations, and trademark applications listed on **Schedule 1** annexed hereto; and

WHEREAS, pursuant to the terms of a Guaranty and Security Agreement dated as of even date herewith (as the same may be amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”), by and among Grantor, Grantees, and the other Persons party thereto as “Grantors” thereunder, Grantor has granted to Grantees for the benefit of itself and the other Secured Parties a security interest in substantially all the assets of Grantor including all right, title and interest of Grantor in, to and under all now owned and hereafter acquired trademarks, trademark registrations and trademark applications (excluding any “intent to use” trademark applications for which a statement of use or amendment to allege use has not been filed with the U.S. Patent and Trademark Office (but only until such statement or amendment is accepted by the U.S. Patent and Trademark Office), and all proceeds thereof, to secure the payment of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Grantee a continuing security interest in all of Grantor’s right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the “Trademark Collateral”), whether presently existing or hereafter created or acquired:

- (1) each trademark registration and trademark application owned by Grantor, including, without limitation, the United States trademark registrations and United States trademark applications referred to in **Schedule 1** annexed hereto;
- (2) all goodwill of the business connected with the use of, and symbolized by, each such trademark; and
- (3) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future infringement, misappropriation, dilution, violation or impairment of any trademark registration owned by Grantor including, without limitation, the United States trademark registrations referred to in **Schedule 1** annexed hereto and the trademark registrations issued with

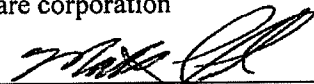
respect to the United States trademark applications referred to in **Schedule 1** annexed hereto.

This security interest is granted in conjunction with the security interests granted to Grantees pursuant to the Security Agreement and is not intended to increase the rights of Grantees or the obligations of Grantor beyond the rights and obligations contained in the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Grantees with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event of any conflict between any provision of this Trademark Security Agreement and the Security Agreement, the Security Agreement shall govern.

[Remainder of page intentionally left blank; signature pages follow.]

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be duly executed by its duly authorized officer as of the date first written above.

MANNKIND CORPORATION,
a Delaware corporation

By: 
Name: Matthew J. Pfeffer
Title: Corporate Vice President and Chief
Financial Officer

Trademark Security Agreement

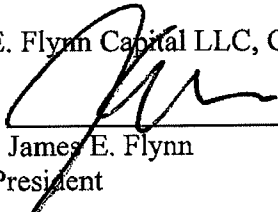
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Acknowledged:

DEERFIELD PRIVATE DESIGN INTERNATIONAL II, L.P.,
a Delaware limited partnership

By: Deerfield Mgmt., L.P., General Partner

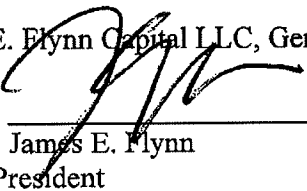
By: J.E. Flynn Capital LLC, General Partner

By: 
Name: James E. Flynn
Title: President

DEERFIELD PRIVATE DESIGN FUND II, L.P.,
a British Virgin Islands limited partnership

By: Deerfield Mgmt., L.P., General Partner

By: J.E. Flynn Capital LLC, General Partner

By: 
Name: James E. Flynn
Title: President

HORIZON SANTÉ FLML, SÀRL,
a Luxembourg Société à Responsabilité Limitée

By: _____
Name: Alexis Cazé
Title: Manager A

By: _____
Name: _____
Title: Manager B

Trademark Security Agreement

TRADEMARK
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Acknowledged:

DEERFIELD PRIVATE DESIGN INTERNATIONAL II, L.P.,
a Delaware limited partnership

By: Deerfield Mgmt., L.P., General Partner

By: J.E. Flynn Capital LLC, General Partner

By: _____
Name: James E. Flynn
Title: President

DEERFIELD PRIVATE DESIGN FUND II, L.P.,
a British Virgin Islands limited partnership

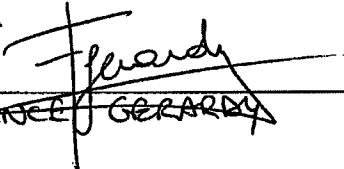
By: Deerfield Mgmt., L.P., General Partner

By: J.E. Flynn Capital LLC, General Partner

By: _____
Name: James E. Flynn
Title: President

HORIZON SANTÉ FLML, SÀRL,
a Luxembourg Société à Responsabilité Limitée

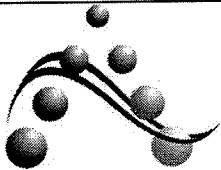


By: 
Name: Alexis Caze
Title: Manager A

By: 
Name: Florent Gerard
Title: Manager B

Trademark Security Agreement

Schedule 1
to
Trademark Security Agreement

U.S. TRADEMARK REGISTRATIONS

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
	USA	Registered	77/977193 09-29-2008	3,686,097 09-22-09	Class 5 – Pharmaceutical preparations for the treatment of metabolic and endocrine diseases, namely, diabetes; pharmaceutical preparations containing insulin Class 10 – Medical devices, namely, inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals; inhalers; cartridges; all provided empty
	USA	Registered	77/979308 01-29-2008	3797553 06-01-2010	Class 5 - Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of diabetes, cancer, endocrine diseases and disorders, metabolic diseases and disorders, and neoplastic diseases and disorders Class 10- Medical devices, namely, devices for the administration of insulin, inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals, and inhalers, and cartridges for use with inhalers, all provided empty; medical devices in the nature of inhalers used to measure patient inhalation effort and to train patients in personal inhaler use, medical devices in the nature of inhalers with features for measuring respiratory effort and facilitating the training of patients in use of inhalers, medical devices in the nature of inhalers with features for the measurement of respiratory patterns of patients, medical devices included as a component of inhaler systems for medical use, namely, patient monitors for monitoring and measuring respiration, apparatus for diagnosing or treating respiratory conditions, medical devices included as a component of inhaler systems for medical use, namely, devices used to indicate dosing of medication, medical devices included as a component of inhaler systems for medical use, namely, devices used to transmit and receive data regarding inhalation, respiration, or dosage
	USA	Registered	78/979849 08-09-2005	3411049 04-08-2008	Class 5 – Pharmaceutical preparations for the treatment of cancer and diabetes

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
AFRESA	USA	Registered	77/976359 03-27-2007	3565822 01-20-2009	Class 5 – Pharmaceutical preparations for the treatment of metabolic and endocrine diseases and disorders, namely, diabetes
AFRESA	USA	Registered	77/630270 12-10-2008	3,675,719 09-01-09	Class 10 - medical devices, namely, inhaler systems comprised of inhalers and cartridges for administration of pharmaceuticals, inhalers, cartridges; all provided empty
AFREZZA	USA	Registered	77/808079 08-19-09	3,858,037 10-05-2010	Class 5 – Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of diabetes, endocrine diseases and disorders, metabolic diseases and disorders; pharmaceutical preparations containing insulin Class 10 - medical devices, namely, inhalers, cartridges, and inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals, all provided empty; medical devices, namely, instruments and apparatus provided empty used for the inhalation of pharmaceuticals
BLUHALE	USA	Registered	77/979354 07-29-2008	3,815,780 07-06-2010	Class 10 – Medical devices, namely, inhalers provided empty used to measure patient inhalation effort and to train patients in personal inhaler use with features for measuring respiratory effort and facilitating the training of patients in use of inhalers and to transmit and receive data regarding inhalation, respiration, or dosage
BLUHALE	USA	Registered	77/848336 10-14-09	3,915,028 02-01-2011	Class 10 - Medical devices in the nature of inhalers used to measure patient inhalation effort and to train patients in personal inhaler use, medical devices in the nature of inhalers with features for measuring respiratory effort and facilitating the training of patients in use of inhalers, medical devices in the nature of inhalers with features for the measurement of respiratory patterns of patients, medical devices included as a component of inhaler systems for medical use, namely, patient monitors for monitoring and measuring respiration, medical devices included as a component of inhaler systems for medical use, namely, devices used to indicate dosing of medication, medical devices included as a component of inhaler systems for medical use, namely, devices used to transmit and receive data regarding inhalation, respiration, or dosage
CRICKET	USA	Registered	85/976577 11-04-2010	4,159,235 06-12-2012	Class 42 – Scientific and medical research and development in the fields of pharmaceuticals, and medical devices and medical technology used in connection with the delivery of pharmaceuticals via inhalation; Product design and development for others for drug delivery systems, and medical devices and medical technology used in connection with the delivery of pharmaceuticals via inhalation Class 45 - Licensing to others of technology and intellectual property in connection with drug formulations and medical devices used in connection with the delivery of

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
					pharmaceuticals via inhalation
DREAMBOAT	USA	Registered	77/909341 01-11-2010	4132297 04-24-2012	Class 42- Scientific and medical research and development in the field of medical devices, including, inhalers and drug delivery systems; product design and development for others for medical devices, medical technology, and drug delivery systems Class 45- Licensing to others of technology and intellectual property in connection with medical devices
MANNKIND	USA	Registered	78/979848 05-16-2005	3411048 04-08-2008	Class 5 – Pharmaceutical preparations for the treatment of cancer and diabetes
MANNKIND	USA	Registered	77/979267 01-29-2008	3,794,961 05-25-2010	Class 5 - Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of diabetes, cancer, endocrine diseases and disorders, metabolic diseases and disorders, and neoplastic diseases and disorders Class 10 – Medical devices, namely, devices for the administration of insulin, inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals, and inhalers, and cartridges for use with inhalers, all provided empty; medical devices in the nature of inhalers used to measure patient inhalation effort and to train patients in personal inhaler use, medical devices in the nature of inhalers with features for measuring respiratory effort and facilitating the training of patients in use of inhalers, medical devices in the nature of inhalers with features for the measurement of respiratory patterns of patients, medical devices included as a component of inhaler systems for medical use, namely, patient monitors for monitoring and measuring respiration, apparatus for diagnosing or treating respiratory conditions, medical devices included as a component of inhaler systems for medical use, namely, devices used to indicate dosing of medication, medical devices included as a component of inhaler systems for medical use, namely, devices used to transmit and receive data regarding inhalation, respiration, or dosage
MEDTONE	USA	Registered	78/353136 01-16-2004	2,925,209 02-08-2005	Class 10- Medical devices, namely, dry powder inhalers
OUR FOCUS IS PATIENTS, OUR PASSION IS INNOVATION	USA	Registered	85/162,975 10-27-2010	4,283,417 01-29-2013	Class 5- Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of diabetes, endocrine diseases and disorders, hormonal diseases and disorders, metabolic diseases and disorders; pharmaceutical preparations containing insulin Class 10- Medical devices, namely, inhalers provided empty; medical devices, namely, cartridges for use with inhalers, provided empty; medical devices, namely, inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals, provided empty; medical devices, namely,

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
					instruments and apparatus provided empty used for the inhalation of pharmaceuticals, namely, inhalers, cartridges and inhaler systems comprising inhalers and cartridges
OUR FOCUS IS PATIENTS, OUR PASSION IS INNOVATION	USA	Registered	85/976170 10-27-2010	4,110,338 03-06-2012	Class 42- Scientific and medical research and development in the fields of medical devices and pharmaceuticals, namely, inhalers and drug delivery systems, drug formulations and pharmaceutical preparations; product design and development for others for medical devices, medical technology, and drug delivery systems Class 45- Licensing to others of technology and intellectual property in connection with pharmaceuticals and medical devices
TECHNOSPHERE	USA	Registered	75/729807 06-16-1999	2646204 11-05-2002	Class 5- Chemical preparations sold as a component of pharmaceuticals, that consist of diketopiperazine derivatives which are pH-driven self-assembling, self-disassembling microspheres, that are used to facilitate administration of pharmaceuticals

U.S. TRADEMARK APPLICATIONS

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
AFZ	USA	Allowed	77/955,545 03-10-2010		Class 5- Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of diabetes, endocrine diseases and disorders, metabolic diseases and disorders; Pharmaceutical preparations containing insulin Class 10- Medical devices, namely, inhalers cartridges, and inhaler systems comprising inhalers and cartridges for administration of pharmaceuticals, all provided empty; Medical devices, namely, instruments and apparatus provided empty used for the inhalation of pharmaceuticals
COFFEE KICK	USA	Allowed	85/545,332 02-16-2012		Class 21: Inhalers sold empty for use with coffee flavored powders or cartridges containing coffee flavored powders, and not for medical or therapeutic use Class 30: Coffee flavored powders intended for consumption via inhalation; Inhalation apparatus containing coffee flavored powders not for medical or therapeutic use; Inhalers containing coffee flavored powders not for medical or therapeutic use
COFFEE KIK	USA	Allowed	85/545,314 02-16-2012		Class 21: Inhalers sold empty for use with coffee flavored powders or cartridges containing coffee flavored powders, and not for medical or therapeutic use Class 30: Coffee flavored powders intended for consumption via inhalation; Inhalation apparatus containing coffee flavored powders not for medical or therapeutic use; Inhalers containing coffee flavored

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
					powders not for medical or therapeutic use
CRICKET	USA	Allowed	85/169782 11-04-2010		Class 5 –Pharmaceutical preparations, namely, an inhaler drug delivery system comprised of an inhaler filled with pharmaceutical preparations for the administration by inhalation of a wide variety of therapeutic agents formulated as dry powders
TECHNOSPHERE	USA	Published	85/628,505 05-17-2012		Class 5- Pharmaceutical preparations, namely, a drug delivery system comprising diketopiperazine derivative particles
VARZEFA	USA	Allowed	77/141470 03-27-2007		Class 5 - Pharmaceutical preparations, namely, pharmaceutical preparations for the treatment of allergy, Alzheimer's disease, asthma, autoimmune diseases and disorders, cancer, cardiovascular diseases and disorders, central nervous system and neurological diseases and disorders, diabetes, endocrine diseases and disorders, erectile and sexual dysfunction and disorders, gastrointestinal diseases and disorders, gynecological and fertility diseases and disorders, hemolytic diseases and disorders, hormonal diseases and disorders, hypertension, infectious diseases, immunological, bacterial, viral and fungal diseases and disorders, inflammation and inflammatory diseases and disorders, metabolic diseases and disorders, migraines, musculoskeletal diseases and disorders, neoplastic diseases and disorders, obesity, ophthalmic and eye diseases and disorders, osteoporosis, pain, Parkinson's disease, psychiatric diseases and disorders, respiratory diseases and disorders, smoking and substance addictions and related diseases and disorders, stroke, urological disorders, weight and appetite control
WINE BLAST	USA	Allowed	85/535835 02-07-2012		Class 30: Wine flavored powders intended for consumption via inhalation; wine flavored powders contained in inhalation apparatus not for medical or therapeutic use; wine flavored powders contained in inhalers not for medical or therapeutic use
WINE BLAST	USA	Allowed	85/535844 02-07-2012		Class 21: Inhalers sold empty for use with wine flavored powders or cartridges containing wine flavored powders, and not for medical or therapeutic use