

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM318165

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MANKIND CORPORATION		09/23/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	AVENTISUB LLC		
Street Address:	3711 Kennett Pike		
Internal Address:	Suite 200		
City:	Greenwille		
State/Country:	DELAWARE		
Postal Code:	19807		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	3686097		
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	MANKIND	
Registration Number:	3794961	MANKIND	
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	
Registration Number:	4386421	TECHNOSPHERE	
Serial Number:	77979308	X	
CORRESPONDENCE DATA			
TRADEMARK			

Fax Number: 2123108007

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2123108437

Email: dennis.adams@weil.com

Correspondent Name: Dennis F. Adams

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 767 Fifth Avenue

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	71937.0086 DENNIS ADAMS
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NAME OF SUBMITTER:	Dennis F. Adams
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SIGNATURE:	/Dennis F. Adams/
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DATE SIGNED:	09/26/2014
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Total Attachments: 8

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TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT, dated as of September 23, 2014, is by MANNKIND CORPORATION, a Delaware corporation (the "Grantor"), in favor of AVENTISUB LLC, a Delaware limited liability company (the "Grantee"). 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, Grantee, and the other Persons party thereto as "Grantors" thereunder, Grantor has granted to Grantee 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 US. Patent and Trademark Office (but only until such statement or amendment is filed with the U.S. Patent and Trademark Office ("Intent to Use Applications")), 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:

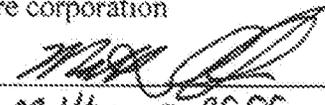
- (1) each trademark registration and trademark application owned by Grantor (excluding any Intent to Use Applications), including, without limitation, the United States trademark registrations and United States trademark applications referred to in **Schedule I** annexed hereto;
- (2) all goodwill of 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 I** annexed hereto and the trademark registrations issued with respect to the United States trademark applications referred to in Schedule I annexed hereto.

This security interest is granted in conjunction with the security interests granted to Grantee pursuant to the Security Agreement and is not intended to increase the rights of Grantee 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 Grantee 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.

MANKIND CORPORATION,
a Delaware corporation

By: 

Name

Matthew J. Pelle

Title

CFO

Acknowledged:

AVENTISUB LLC

a Delaware limited liability company

By: Joseph M. Palladino

Name: JOSEPH M. PALLADINO

Title: President

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	379553 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 devised, 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

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
					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 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 technology, and drug delivery systems Class 45 - Licensing to others of technology and intellectual property in connection with devices
MANKIND	USA	Registered	78/979848 05-16-2005	3411048 04-08-2008	Class 5 - Pharmaceutical preparations for the treatment of cancer and diabetes
MANKIND	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

Mark	Country	Status	Applic. No./ File Date	Reg. No./ Reg. Date	Class/Goods/Services
					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, 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
TECHNOSPHERE	USA	Registered	85/628,505 05-17-2012	4,386,421 08-20-2013	Class 5 - Pharmaceutical preparations, namely, a drug delivery system comprising diketopiperazine derivative particles