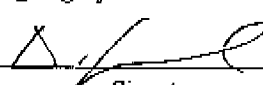
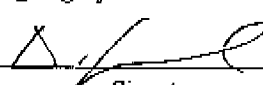
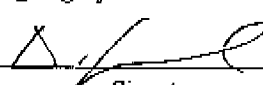


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office				
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.							
1. Name of conveying party(ies): Bank Of America, N.A. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> Corporation - <input checked="" type="checkbox"/> Other - <u>National Association</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies) Name: <u>aaiPharma Inc.</u> Internal Address: <u>2320 Scientific Park Drive</u> Street Address: City: <u>Wilmington</u> State: <u>NC</u> Zip: <u>28405</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - <u>Delaware</u> <input type="checkbox"/> Other: If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No					
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other - <u>termination of security interest in trademarks</u> Execution Date: <u>April 23, 2004</u>							
4. Application number(s) or registration number(s): A. Trademark Application No.(s) See attached schedules Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		B. Trademark Registration No.(s) See attached schedules					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Daniel Angel, Esq.</u> Internal Address: <u>Schulte Roth & Zabel LLP</u> Street Address: <u>919 Third Avenue</u> City: <u>New York</u> State: <u>N.Y.</u> Zip: <u>10022</u>		6. Total number of applications and registrations involved: 21 7. Total fee (37 CFR 3.41)..... \$ 865.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>500675 - Schulte Roth & Zabel LLP</u> (Attach duplicate copy of this page if paying by deposit account)					
DO NOT USE THIS SPACE							
9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <table border="0" style="width:100%"> <tr> <td style="width:30%"> Daniel Angel, Esq. Name of Person Signing </td> <td style="width:30%; text-align:center">  Signature </td> <td style="width:20%; text-align:right"> April 28, 2004 Date </td> <td style="width:20%; text-align:right"> Total number of pages including cover sheet, attachments, and document: 5 </td> </tr> </table>				Daniel Angel, Esq. Name of Person Signing	 Signature	April 28, 2004 Date	Total number of pages including cover sheet, attachments, and document: 5
Daniel Angel, Esq. Name of Person Signing	 Signature	April 28, 2004 Date	Total number of pages including cover sheet, attachments, and document: 5				

CH \$865.00 500675 78290216

Schedule A**Registered Marks**

THE NEXT STEP DOESN'T HAVE TO BE BIG	2805084	01/13/04
WITHIN THE SCIENCE LIES THE MEDICINE THAT WILL CHANGE A LIFE	2759076	12/02/03
Design Only	2784296	11/18/03
PROMELT (Stylized)	2672325	01/07/03
PROSPHER (Stylized)	2672324	01/07/03
PROSLO (Stylized)	2823015	02/16/04
AAIPHARMA	2723850	06/10/03
DEVELOPING CHEMISTRY INTO MEDICINE	2715555	05/13/03
ROXICODONE	2686302	02/11/03
ORAMORPH	1861343	11/01/94
PCL	1600106	06/05/90

Pending Applications

CONCURA	78290216	08/21/03
PROZOR	78278834	07/25/03
DARVO CET A500	78267795	06/27/03
PANDAJEX	78262905	06/16/03
PANDA-J	78262903	06/16/03
AAI DEVELOPMENT SERVICES and Design	78249649	05/14/03
GET IT RIGHT. ON TIME	78249415	05/14/03
AAIPHARMA ASSISTS and Design	78246168	05/06/03
PROLONIC	78245491	05/05/03
SOFENAX	78236094	04/10/03
AQUAJECT D	78233839	04/04/03
AQUAJECT D	78233837	04/04/03
Design Only	78233325	04/03/03
BETWEEN NSAIDS AND CIII NARCOTICS	78230629	03/27/03
DOLOJEX	78216417	02/19/03
TAMADONE	78216414	02/19/03
METHAJEX	78211699	02/06/03
LEVIX	78196104	12/19/02
ZENIX	78196070	12/19/02
PROSORB-D	78133903	06/07/02
ROXICODONE and Design	76404992	05/08/02

Abandoned Applications

PANDALOR	78203477	01/15/03
NEOSAN	78165700	10/19/02

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of April 23, 2004 is made by Bank of America, N.A., as Administrative Agent (the "Secured Party").

WHEREAS, aaiPharma Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks"); and

WHEREAS, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on February 2, 2004 at Reel 2786 and Frame 0827; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

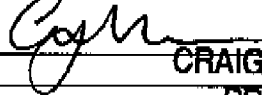
NOW, THEREFORE, for valuable consideration, the Secured Party hereby terminates and releases and reassigns to the Grantor, to the extent applicable, all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks to which the Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark;
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark; and
4. any and all rights appurtenant to each Trademark.

IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT

By: 
Name: CRAIG MURLLESS
Title: PRINCIPAL

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