


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<b>1. Name of conveying party(ies):</b> <u>aaiPharma Inc.</u>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input checked="" type="checkbox"/> Corporation – <u>Delaware</u> <input type="checkbox"/> Other  Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<b>2. Name and address of receiving party(ies)</b> Name: <u>Silver Point Finance LLC</u>  Internal Address: <u>600 Steamboat Road</u> Street Address: City: <u>Greenwich</u> State: <u>CT</u> Zip: <u>06830</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
<b>3. Nature of conveyance:</b> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other  Execution Date: <u>April 23, 2004</u>	

<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s) <u>See attached schedules</u>  Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	B. Trademark Registration No.(s) <u>See attached schedules</u>
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<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b>  Name: <u>Daniel Angel, Esq.</u> Internal Address: <u>Schulte Roth &amp; Zabel LLP</u>  Street Address: <u>919 Third Avenue</u>  City: <u>New York</u> State: <u>N.Y.</u> Zip: <u>10022</u>	<b>6. Total number of applications and registrations involved:</b> ..... <b>52</b>  <b>7. Total fee (37 CFR 3.41)..... \$ 1340.00</b> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <b>8. Deposit account number:</b>  <u>500675 – Schulte Roth &amp; Zabel LLP</u>  (Attach duplicate copy of this page if paying by deposit account)
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<b>DO NOT USE THIS SPACE</b>		
<b>9. Statement and signature.</b> <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>  <u>Daniel Angel, Esq.</u> Name of Person Signing	 Signature	<u>April 28, 2004</u> Date
Total number of pages including cover sheet, attachments, and document: <b>50</b>		

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Amendments, Washington, D.C. 20231

CH \$1340.00 500675 78052057

**Additional Names**

**aaiPharma LLC (a Delaware Limited Liability Company)**

**600 Steamboat Road**

**Greenwich, CT 06830**

**SCHEDULE 1A TO ASSIGNMENT FOR SECURITY****Registered Trademarks**

<b>Trademark Name</b>	<b>Registration Number</b>	<b>Date</b>
AAI (design plus words)	1,942,885	December 19, 1995
AAI (typed drawing)	1,647,669	June 11, 1991
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BRETHINE	1,033,587	February 7, 1976
DARVON	664,975	June 29, 1958
DARVON-N	952,573	February 6, 1973
DARVOCET-N	949,683	January 2, 1973
DARVOCET	2,797,504	December 23, 2003
aaiPharma	2,723,850	June 10, 2003
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PROSLO	2,823,015	March 16, 2004
PROSPHER	2,672,324	January 7, 2003
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PROSORB-D	78/133,903	June 7, 2002
PROZOR	78/278,834	July 25, 2003
ROXICODONE Logo	76/404,992	May 8, 2002
IMPROVING MEDICINES THAT IMPROVE THE QUALITY OF LIFE	78/359,257	January 29, 2004
LUCEVE	78/348,249	January 6, 2004
PANQUELL	78/348,247	January 6, 2004
PROLONIC AQ	78/332,238	November 24, 2003
ROXANOL	78/336,159	December 4, 2003

ASSIGNMENT FOR SECURITY

TRADEMARKS

WHEREAS, aaiPharma Inc., a Delaware corporation ("Parent") and aaiPharma LLC, a Delaware limited liability company ("Pharma LLC", and together with Parent, collectively, the "Assignors") have adopted, used and are using, and hold all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignors have entered into a Security Agreement, dated April 23, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of Silver Point Finance LLC, as collateral agent for certain lenders (in such capacity, together with any successors and assigns, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, the Assignors have assigned to the Assignee and granted to the Assignee for the benefit of the Agents and the Lenders (as such terms are defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignors in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignors do hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grant to the Assignee for the benefit of the Agents and the Lenders (as such terms are defined in the Security Agreement) a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignors do hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignors have caused this Assignment to be duly executed by its officer thereunto duly authorized as of April 23, 2004.

AAIPHARMA INC.

*OK to Sign.  
AAI Legal.  
WAG*

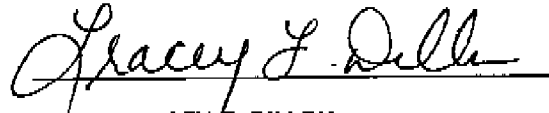
By: *William E. Ginna*  
Name: *William E. Ginna*  
Title: *Executive V.P. & CFO*

AAIPHARMA LLC

By: *William E. Ginna*  
Name: *William E. Ginna*  
Title: *Vice President, CFO & Treasurer*

STATE OF NEW YORK  
COUNTY OF NEW YORK <sup>SS.:</sup>

On this 22<sup>nd</sup> day of April, 2007, before me personally came William L. Ginna, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the EVP & CFO of aaPharma Inc., a Delaware Corp., and that s/he executed the foregoing instrument in the firm name of Schulte Roth & Zabel LLP, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



TRACEY F. DILLON  
Notary Public, State of New York  
No. 01D15036359  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Jan. 8, 2007

STATE OF New York

ss.:

COUNTY OF New York

On this 22<sup>nd</sup> day of April, 2004, before me personally came William L. Ginna, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the VP, CFO & Treasurer of aaiPharma LLC, a Delaware Corp., and that s/he executed the foregoing instrument in the firm name of Schulte Roth & Zabel LLP, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Tracey F. Dillon

**TRACEY F. DILLON**  
Notary Public, State of New York  
No. 01D15036358  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Jan. 8, 2007



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