

Tab settings



100984705

and original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):
 Monarch Pharmaceuticals, Inc.
 355 Beecham Street
 Bristol, TN 37620

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State *Tennessee*
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Credit Suisse First Boston
 Internal Address: _____
 Street Address: Eleven Madison Ave.
 City: New York State: NY ZIP: 10010

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Swiss banking corpor-
ation
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: 3-11-99

Assignment Merger
 Security Agreement Change of Name
 Other Supplement to Security Agree-
ment

Execution Date: December 22, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
 75-296,273 75-520,648
 75-304,506 75-521,057
 75-353,122 75-527,292
 75-464,025

Additional numbers attached? Yes No

B. Trademark registration No.(s)
 SEE ATTACHED LIST OF 21
 TRADEMARK REGISTRATION NOS.

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Allen H. Harrison, Jr.
 Internal Address: Suite 750 West
 Street Address: 1100 New York Ave., NW
 City: Washington State: DC ZIP: 20005-3934

6. Total number of applications and registrations involved: 28

7. Total fee (\$7 CFR 3.41):..... \$ 715.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

03/16/1999 INBUYEN 00000067 75296273 DO NOT USE THIS SPACE
 01 FC:481 40.00 OP
 02 FC:482 675.00 OP 715E

9. Statement and signature.
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.

Allen H. Harrison, Jr. Allen H. Harrison March 5, 1999
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: TWO

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARKS

Monarch Pharmaceuticals, Inc.

21 U.S. Registered Trademarks:

<u>Registration No.</u>	<u>Mark</u>	<u>Date of Reg.</u>
546,132	POLYSPORIN (licensed to Monarch)	7/31/51
572,764	NEOSPORIN (licensed to Monarch)	3/21/53
581,264	KEMADRIN	10/20/53
616,775	CORTISPORIN	11/29/55
735,573	QUIBRON	8/7/62
764,204	PRO-KEMADRIN	2/4/64
806,889	PROLOPRIM	4/12/66
830,944	TUSSEND	6/27/67
904,178	SEPTRA	12/15/70
1,018,684	VIROPTIC	8/26/75
1,101,912	NUCOFED	9/12/78
1,216,341	THALITONE	11/16/82
1,350,257	Design of kidney-shaped tablet	7/23/85
1,498,288	PEDIOTIC	8/2/88
1,621,988	MANTADIL	11/13/90
1,983,864	SECURE-A-SAMPLE	7/2/96
2,029,430	ACCUDOSE	1/14/97
2,030,333	VITA CARE	1/14/97
2,132,640	PROCTOCORT	1/27/98
1,808,767	MENEST	12/7/93
2,169,443	MONAFED	6/30/98

SUPPLEMENT NO. 1 dated as of December 22, 1998, to the Security Agreement dated as of February 27, 1998 (the "*Security Agreement*"), among KING PHARMACEUTICALS, INC., a Tennessee corporation (the "*Borrower*"), each subsidiary of the Borrower listed on the signature pages hereof (each such subsidiary individually a "*Guarantor*" and collectively, the "*Guarantors*"; the Guarantors and the Borrower are referred to collectively herein as the "*Grantors*") and CREDIT SUISSE FIRST BOSTON, a bank organized under the laws of Switzerland, acting through its New York Branch ("*CSFB*"), as collateral agent (in such capacity, the "*Collateral Agent*") for the Secured Parties (as defined herein).

A. Reference is made to (a) the Credit Agreement dated as of February 27, 1998 and amended and restated as of December 22, 1998 (as amended, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), among the Borrower, the lenders from time to time party thereto (the "*Lenders*"), CSFB, as administrative agent (in such capacity, the "*Administrative Agent*"), Collateral Agent and swingline lender, NationsBank, N.A. and First Union National Bank, as syndication agents (in such capacity, the "*Syndication Agents*") and First Union National Bank, as issuing bank (in such capacity, the "*Issuing Bank*"), and (b) the Guarantee Agreement dated as of February 27, 1998 (as amended, supplemented or otherwise modified from time to time, the "*Guarantee Agreement*"), among the Guarantors and the Collateral Agent.

B. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Security Agreement and the Credit Agreement.

C. The Security Agreement was recorded in the United States Patent and Trademark office (1) on Reel 1767, Frame 0665 on August 6, 1998 as to certain trademarks, (2) on Reel 1759, Frame 0663 on July 15, 1998 as to certain trademarks and (3) on Reel 9257, Frame 0503 on June 22, 1998 as to patents.

D. Sections 4.02 and 4.13 of Security Agreement require the Grantors to notify the Collateral Agent of all Intellectual Property of any Grantor that has not been previously identified to the Collateral Agent. The Grantors have identified additional Intellectual Property as set forth on the Schedules hereto. The undersigned Grantors are executing this Supplement in accordance with the requirements of the Security Agreement in order to facilitate a supplemental filing to be made by the Collateral Agent with the Patent and Trademark office.

Accordingly, the Collateral Agent and each of the Grantors agree as follows:

SECTION 1. Schedule III of the Security Agreement is hereby supplemented by the information set forth in Schedule 1 hereto. Schedule IV of the Security Agreement is hereby supplemented by the information set forth in Schedule 2 hereto. Schedule V of the Security Agreement is hereby supplemented by the information set forth in Schedule 3 hereto.

SECTION 2. This Supplement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. This Supplement shall become effective when the Collateral Agent shall have received counterparts of this Supplement that, when taken together, bear the signatures of each of the Grantors and the Collateral Agent. Delivery of an executed signature page to this Supplement by facsimile

transmission shall be as effective as delivery of a manually signed counterpart of this Supplement.

SECTION 3. Each of the Grantors hereby represents and warrants that the information set forth on Schedules 1, 2 and 3 attached hereto is true and correct.

SECTION 4. Except as expressly supplemented hereby, the Security Agreement shall remain in full force and effect.

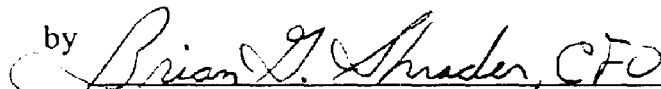
SECTION 5. THIS SUPPLEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

SECTION 6. In case any one or more of the provisions contained in this Supplement should be held invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein and in the Security Agreement shall not in any way be affected or impaired thereby (it being understood that the invalidity of a particular provision in a particular jurisdiction shall not in and of itself affect the validity of such provision in any other jurisdiction). The parties hereto shall endeavor in good-faith negotiations to replace the invalid, illegal or unenforceable provisions with valid provisions the economic effect of which comes as close as possible to that of the invalid, illegal or unenforceable provisions.

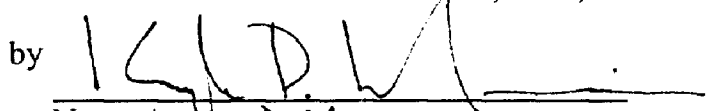
SECTION 7. The Grantors agree to reimburse the Collateral Agent for its reasonable out-of-pocket expenses in connection with this Supplement, including the reasonable fees, other charges and disbursements of counsel for the Collateral Agent.

IN WITNESS WHEREOF, the parties hereto have duly executed this Supplement to the Security Agreement as of the day and year first above written.

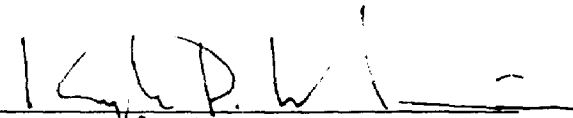
KING PHARMACEUTICALS, INC.,

by 
Name:
Title:

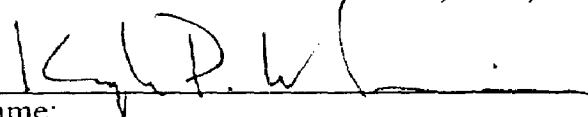
MONARCH PHARMACEUTICALS, INC.,

by 
Name: Kyle P. Maciane
Title: Authorized Agent and Signatory


KING PHARMACEUTICALS OF NEVADA,
INC.,

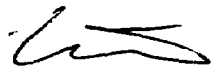
by 
Name: Kyle P. Macione
Title:

PARKEDALE PHARMACEUTICALS, INC.,

by 
Name:
Title:

CREDIT SUISSE FIRST BOSTON, as
Collateral Agent,

by 
Name: JULIA P. KINGSBURY
Title: VICE PRESIDENT



WILLIAM S. LUTKINS
VICE PRESIDENT

LICENSES

Licenses

Licenses assigned to and assumed by Monarch Pharmaceuticals, Inc. ("Monarch") pursuant to Assignment and Assumption Agreement dated November 14, 1997, whereby Glaxo Wellcome Inc. ("Glaxo") assigned to Monarch all of Glaxo's right, title, and interest in the United States, its territories and possessions, under the Trademark, Patent, Copyright, and Know-How License Agreement dated June 30, 1996, between Glaxo and Warner-Lambert Company in and to trademarks as follows:

Neosporin

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,572,764
Date of Registration: 3-31-53
Date of Licensure 11-14-97
Date of Assignment: 7-21-98
Contingent Assgnmt (CSFB): 7-15-98
Country of Issue: United States of America

Polysporin

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,546,132
Date of Registration: 7-31-51
Date of Licensure 11-14-97
Date of Assignment: 7-21-98
Contingent Assgnmt.(CSFB): 7-15-98
Country of Issue: United States of America

License granted to Borrower (and/or its Subsidiary, Parkedale Pharmaceuticals, Inc.) pursuant to the License Agreement dated February 27, 1998 between Warner-Lambert Company, Parke, Davis & Company and Borrower (and/or its Subsidiary, Parkedale Pharmaceuticals, Inc.) providing for the right to use in the United States of America, excluding Puerto Rico, trademarks as follows:

Anusol-HC

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 811,621
Date of Registration: 7-26-66
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Dose

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 986,792
Date of Registration: 6-25-74
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Vial (Block Letters)

Owner: Parke, Davis & Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 549,403
Date of Registration: 10-16-51
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Vial (Stylized Letters)

Owner: Parke, Davis & Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 375,423
Date of Registration: 2-20-40
Date of Licensure: 2-27-98
Country of Issue: United States of America

Licenses granting to Borrower pursuant to the General Products Agreement dated December 17, 1998, by and between Hoescht Marion Roussel, Inc., Hoescht Marion Roussel Deutschland GmbH and Borrower as part of the Acquisition, certain rights with respect to the following patents:

PATENTS

<u>U.S. Patent Numbers</u>	<u>Date of Expiration</u>
4,587,258	January 29, 2005
5,061,722	October 29, 2008
5,151,433	September 29, 2009
5,442,008	September 29, 2009
5,403,856	April 4, 2012
5,231,080	July 27, 2010
5,231,084	July 27, 2010
5,231,083	August 9, 2010
4,525,301	April 26, 2004
5,068,351	November 26, 2008
5,055,591	October 8, 2008
4,727,160	February 23, 2005
4,879,403	November 7, 2006
5,053,519	October 1, 2008
4,684,662	August 4, 2004
4,668,796	May 26, 2004
4,822,894	April 18, 2006
5,175,306	December 29, 2009
4,659,838	December 13, 2004
5,550,255	August 27, 2013
4,868,307	December 2, 2007
4,849,524	November 19, 2007
4,977,260	December 11, 2007
5,011,940	July 1, 2008

COMBINATION PATENTS

5,256,687	October 26, 2010
4,975,453	May 26, 2009
5,098,910	March 24, 2009
5,236,933	November 26, 2011
5,366,994	November 26, 2011

APPLICATIONS

1. U.S. patent application Serial No. 08/930,562, which is U.S. national phase application of PCT/EP97/00311 (WO97/28790); 35 USC 102(e), dated February 11, 1998.
2. U.S. patent application Serial No. 09/139,385, filed August 25, 1998.
3. U.S. patent application derived from German patent application 19848856.4 of October 23, 1998; Applicant: Hoechst Marion Roussel Deutschland GmbH; Title: Zubereitungen zur topischen Applikation von antiandrogen wirksamen Substanzen
4. US Patent Application Serial No. 258,484.

PATENTS

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TRADEMARKS

Trademarks

Monarch Pharmaceuticals, Inc:

Registered Trademarks

Vita Care

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,030,333
Date of Registration: 1-14-97
Date of Assignment: Original Applicant
Contingent Assgmt.(CSFB): 07-15-98
Country of Issue: United States of America

Pediotic

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,498,288
Date of Registration: 8-2-88
Date of Assignment: 4-15-97
Contingent Assgmt.(CSFB): 7-15-98
Country of Issue: United States of America

Design Only - the drawing consists of a kidney-shaped tablet

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,350,257
Date of Registration: 7-23-85
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Thalitone

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,216,341
Date of Registration: 11-16-82
Date of Assignment: 1-24-97
Contingent Assgmt.(CSFB): 7-15-98
Country of Issue: United States of America

Nucofed

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,101,912
Date of Registration: 9-12-78
Date of Assignment: 10-11-96
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Viroptic

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,018,684
Date of Registration: 8-26-75
Date of Assignment: 5-20-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Cortisporin

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,616,775
Date of Registration: 11-29-55
Date of Assignment: 4-9-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Tussend

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,830,944
Date of Registration: 6-27-67
Date of Assignment: 10-15-96
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Quibron

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,735,573
Date of Registration: 8-7-62
Date of Assignment: 10-11-96
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Accudose

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,029,430
Date of Registration: 1-14-97
Date of Assignment: 12-5-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Kemadrin

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,581,264
Date of Registration: 10-20-53
Date of Assignment: 12-5-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Pro-Kemadrin

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,764,204
Date of Registration: 2-4-64
Date of Assignment: 12-5-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Mantadil

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,621,988
Date of Registration: 11-13-90
Date of Assignment: 12-5-97
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Menest

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,808,767
Date of Registration: 12-7-93
Date of Assignment: 7-15-98
Country of Issue: United States of America

Monafed

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,169,443
Date of Registration: 6-30-98
Date of Assignment: Original applicant
Country of Issue: United States of America

Proloprim

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,806,889
Date of Registration: 4-12-66
Date of Assignment: 12-5-97
Contingent Assgnmt (CSFB): 7-15-98
Country of Issue: United States of America

Septra

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,904,178
Date of Registration: 12-15-70
Date of Assignment: 12-5-97
Contingent Assgnmt (CSFB): 7-15-98
Country of Issue: United States of America

Proctocort

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,132,640
Date of Registration: 1-27-98
Date of Assignment: Original Applicant
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

Pending Trademarks

Virtopic

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Notice of Allowance (10-13-98)
Filing Date: 9-8-97
Serial Number: 75/353,122
Date of Assignment: Original Applicant
Country: United States of America

Classics That Work

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 42
Status: Pending In-Use Application
Filing Date: 4-7-98
Serial Number: 75/464,025
Date of Assignment: Original Applicant
Country: United States of America

Cromoptic

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Pending Intent-to-Use application
Filing Date: 7-17-98
Serial Number: 75/521,057
Date of Assignment: Original Applicant
Country: United States of America

Cortisporin TC

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Pending
Filing Date: 7-29-98
Serial Number: 75/527,292
Date of Assignment: Original Applicant
Country: United States of America

Monarchpharm

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 35 (Advertising and Business Services)
Status: Pending as In-Use Application
Filing Date: 6-6-97
Serial Number: 75/304,506
Date of Assignment: Original Applicant
Country: United States of America

Monahist

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Notice of Allowance (12-1-98)
Filing Date: 5-22-97
Serial Number: 75/296,273
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

Polymatrix

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Pending Intent-to-Use application
Filing Date: 7-17-98
Serial Number: 75/520,648
Date of Assignment: Original Applicant
Country: United States of America

Licensed Registered Trademarks

Neosporin

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,572,764
Date of Registration: 3-31-53
Date of Licensure: 11-14-97
Date of Assignment: 7-21-98
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Polysporin

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 0,546,132
Date of Registration: 7-31-51
Date of Licensure: 11-14-97
Date of Assignment: 7-21-98
Contingent Assgmt.(CSFB): 7-15-98
Country of Issue: United States of America

Service Marks

Secure-A-Sample

Owner/Applicant: Monarch Pharmaceuticals, Inc.
Class(es): International Class 42 (Miscellaneous Service Marks)
Status: Registered
Registration Number: 1,983,864
Date of Registration: 7-2-96
Date of Assignment: Original Applicant
Country of Issue: United States of America

Registered Trademarks

Monarch Pharmaceuticals

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,031,645
Date of Registration: 1-21-97
Date of Assignment: Original Applicant
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Monarch Pharmaceuticals and Design

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,031,644
Date of Registration: 1-21-97
Date of Assignment: Original Applicant
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Royal Vet

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 3 (non-medicated grooming preparations for pets) & Class 5 (pharmaceuticals)
Status: Registered
Registration Number: 2,029,678
Date of Registration: 1-14-97
Date of Assignment: Original Applicant
Contingent Assgmt (CSFB): 7-15-98
Country of Issue: United States of America

Pending Trademarks

Show Winner

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals) &
Class 3 (Cosmetics & Cleaning Preparations)
Status: Pending as an Intent to Use Application
Published 12-15-98
Filing Date: 2/3/98
Serial Number: 75/428,434
Date of Assignment: Original Applicant
Country: United States of America

Snap-N-Chew

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Pending as in-use application
Filing Date: 7-23-98
Serial Number: 75/524,434
Date of Assignment: Original Applicant
Country: United States of America

Petrin

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Notice of Allowance (11-24-98)
Filing Date: 8-27-97
Serial Number: 75/347,996
Date of Assignment: Original Applicant
Country: United States of America

Arthose Chews

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Notice of Allowance (9-29-98)
Filing Date: 8-27-97
Serial Number: 75/347,837
Date of Assignment: Original Applicant
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

Vetrin

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Notice of Allowance (11-24-98)
Filing Date: 8-27-97
Serial Number: 75/347,765
Date of Assignment: Original Applicant
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

King Pharmaceuticals (stylized letters)

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals) &
Class 10 (Veterinary & Diagnostic Preparations)
Status: Pending as an Intent to Use Application
Published (3-17-98)
Filing Date: 7-12-95
Serial Number: 74/700,382
Date of Assignment: Original Applicant
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

King Pharmaceuticals and Design

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals) &
Class 10 (Veterinary & Diagnostic Preparations)
Status: Pending as an Intent to Use Application
Published (3-17-98)
Filing Date: 7-12-95
Serial Number: 74/700,380
Date of Assignment: Original Applicant
Contingent Assgnmt (CSFB): 7-15-98
Country: United States of America

King and Design

Owner/Applicant: King Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Application Pending
Filing Date: 4-4-94
Serial Number: 74/508,722
Date of Assignment: Original Applicant
Country: United States of America

Registered Trademarks

Surital

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 18 (Pharmaceuticals)
Status: Registered
Registration Number: 500,405
Date of Registration: 5-18-48
Date of Assignment: 9-8-98 (tentative)
Contingent Assgnmt (CSFB): 8-6-98
Country of Issue: United States of America

Adrenalin

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 53,934
Date of Registration: 6-12-06
Date of Assignment: 9-8-98 (tentative)
Country of Issue: United States of America

Adrenalin and Design

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 140,512
Date of Registration: 3-15-21
Date of Assignment: 9-8-98 (tentative)
Contingent Assgnmt (CSFB): 8-6-98
Country of Issue: United States of America

Aplisol

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 925,391
Date of Registration: 12-14-71
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Aplitest

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 947,129
Date of Registration: 11-14-72
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Chloromycetin (*)

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 509,735
Date of Registration: 5-10-49
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

* The Trademark "Chloromycetin" is subject to the Chloromycetin License Agreement dated February 27, 1998, by and between Warner-Lambert Company and Parkedale Pharmaceuticals, Inc.

Coly-Mycin

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 699,294
Date of Registration: 6-14-60
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Fluogen

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 883,203
Date of Registration: 12-30-69
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Humatin

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 665,305
Date of Registration: 8-5-58
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Ketalar

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 840,783
Date of Registration: 12-19-67
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Ophocort

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 667,321
Date of Registration: 9-23-58
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Pitocin

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 254,956
Date of Registration: 4-2-29
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Pitressin

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 254,507
Date of Registration: 3-26-29
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Procan

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,140,210
Date of Registration: 10-07-80
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Procanbid

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,015,950
Date of Registration: 11-12-96
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Procambid and Design

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,062,311
Date of Registration: 5-13-97
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Procambid and Design

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 2,065,975
Date of Registration: 5-27-97
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Vira-A

Owner: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,019,813
Date of Registration: 9-9-75
Date of Assignment: 9-8-98 (tentative)
Contingent Assgmt (CSFB): 8-6-98
Country of Issue: United States of America

Pending Trademarks**Histoplasmin**

Owner/Applicant: Parkedale Pharmaceuticals, Inc.
Class(es): International Class 5 (Pharmaceuticals)
Status: Pending as in-use application
Filing Date: 8-28-98
Serial Number: 75/544,568
Date of Assignment: Original Applicant
Country: United States of America

Licensed Registered Trademarks

Anusol-HC

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 811,621
Date of Registration: 7-26-66
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Dose

Owner: Warner-Lambert Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 986,792
Date of Registration: 6-25-74
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Vial (Block Letters)

Owner: Parke, Davis & Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 549,403
Date of Registration: 10-16-51
Date of Licensure: 2-27-98
Country of Issue: United States of America

Steri-Vial (Stylized Letters)

Owner: Parke, Davis & Company
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 375,423
Date of Registration: 2-20-40
Date of Licensure: 2-27-98
Country of Issue: United States of America

Acquired Trademarks

Attachment "1" to this Schedule V sets forth a list of Trademarks acquired by Borrower pursuant to the General Products Agreement dated December 17, 1998, by and among Hoescht Marion Roussel, Inc., Hoescht Marion Roussel Deutschland GmbH and Borrower, as part of the Acquisition.

The Trademark "Silvadene" is subject to the following licenses:

1. E.I. DuPont De Nemours and Company Trademark Agreement dated July 29, 1986 (United Mexican States);
2. Eczacibasi Pharmaceutical Company License and Supply Agreement dated April 5, 1988 (Turkey);
3. Panion Enterprise Co., Ltd. Silvadene Agreement dated May 23, 1990 (Taiwan);
4. Rhone Poulenc Pharma de Mexico, S.A. de C.V. Silvadene Agreement dated July 9, 1990, as amended August 1, 1995 (Mexico).

SILVADENE, AVC, DV - ALL ACTIVE TMS

9/29/98

Country Name	Trademark	App. Class	Registration Number	Registration Date	Registration Number	Owner Name
AUSTRIA	SILVADENE	AM2808987		21-Jul-87	116309	HOECHST MARION ROUSSEL, INC.
BRAZIL	SILVADENE	800083989		09-Apr-80	800083988	HOECHST MARION ROUSSEL, INC.
CANADA	AVC	304754		09-May-87	155257	MERRELL DOW PHARMACEUTICALS
CANADA	SILVADENE	374446		16-Apr-74	212822	HOECHST MARION ROUSSEL, INC.
CHILE	SILVADENE	58194		08-Jul-79	306042	HOECHST MARION ROUSSEL, INC.
CHINA	SILVADENE			13-May-80	161796	HOECHST MARION ROUSSEL, INC.
COLOMBIA	SILVADENE				94333	HOECHST MARION ROUSSEL, INC.
DENMARK	SILVADENE	751		15-Feb-78	2659	HOECHST MARION ROUSSEL, INC.
GREECE	SILVADENE	64815		19-Oct-79	64815	HOECHST MARION ROUSSEL, INC.
HONDURAS	SILVADENE	47141			47141	HOECHST MARION ROUSSEL, INC.
HONG KONG	SILVADENE	672		28-Feb-85	1842	HOECHST MARION ROUSSEL, INC.
INDIA	SILVADENE	415552		05-Jan-84		HOECHST MARION ROUSSEL, INC.
INDIA	SILVADENE	413255		17-Nov-83		HOECHST MARION ROUSSEL, INC.
ISRAEL	SILVADENE	33844C		14-Oct-76	43042	MARION MERRELL DOW INC.
ITALY	SILVADENE	34240		24-Mar-88	520759	HOECHST MARION ROUSSEL, INC.
ITALY	SILVADENE	8292		12-Jul-77	349540	HOECHST MARION ROUSSEL, INC.
ITALY	SILVADENE	4236		12-Oct-76	55268	MARION MERRELL DOW INC.
KOREA (SOUTH)	SILVADENE	8501820		31-Dec-87	423641	HOECHST MARION ROUSSEL, INC.
MACAU	SILVADENE	62760		30-Apr-85	8501820	HOECHST MARION ROUSSEL, INC.
MALAYSIA	SILVADENE	47086		18-May-89	387681	HOECHST MARION ROUSSEL, INC.
MEXICO	SILVADENE	1214		21-Jun-85		HOECHST MARION ROUSSEL, INC.
MEXICO	SILVADENE	21229		19-Feb-80	93123	MARION MERRELL DOW INC.
NGERIA	SILVADENE			27-Oct-77	21229	HOECHST MARION ROUSSEL, INC.
PARAGUAY	SILVADENE			05-Mar-81	23558	HOECHST MARION ROUSSEL, INC.
PUERTO RICO	SILVADENE	S1728693		16-Sep-80		MERRELL PHARMACEUTICALS INC.
PUERTO RICO	SILVADENE	770827		16-Aug-77	770827	HOECHST MARION ROUSSEL, INC.
SINGAPORE	AVC	605422		27-Dec-89	605422	HOECHST MARION ROUSSEL, INC.
SOUTH AFRICA	SILVADENE	845353		09-Apr-77	845353	MERRELL PHARMACEUTICALS INC.
SPAIN	SILVADENE	771712		13-Apr-77	163488	HOECHST MARION ROUSSEL, INC.
SPAIN	SILVADENE			15-Mar-77	287735	HOECHST MARION ROUSSEL, INC.
SPAIN	SILVADENE				121274	HOECHST MARION ROUSSEL, INC.
SPAIN	SILVADENE	357058		26-Mar-98		HOECHST MARION ROUSSEL, INC.
SPAIN	SILVADENE	66091		05-Dec-85	89820	HOECHST MARION ROUSSEL, INC.
SWEDEN	SILVADENE	392156		17-May-71	926416	HOECHST MARION ROUSSEL, INC.
SWITZERLAND	SILVADENE	11636		23-Jan-74	1020307	HOECHST MARION ROUSSEL, INC.
TAIWAN	SILVADENE					
THAILAND	SILVADENE					
TURKEY	SILVADENE					
UNITED STATES OF AMERICA	SILVADENE					
UNITED STATES OF AMERICA	SILVADENE					

Altace

Owner (Registrant): Hoechst Aktiengesellschaft
Class(es): International Class 5 (Pharmaceuticals)
Status: Registered
Registration Number: 1,812,659
Date of Registration: 12-21-93
Country: United States of America