

05-13-2002



102086267

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New 5-2-02

Resubmission (Non-Recordation)
Document ID#

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Nunc Pro Tunc Assignment

Merger

Change of Name

Other Notice of Grant of Security Interest

Effective Date
Month Day Year
03/28/02

Conveying Party

Mark if additional names of conveying parties attached

Name aaiPharma Inc. Execution Date
Month Day Year 03/28/02

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Bank of America, N.A., as Administrative Agent

DBA/AKA/TA

Composed of

Address (line 1) One Independence Center

Address (line 2) 101 North Tryon Street, 15th Floor

Address (line 3) Charlotte North Carolina 28255
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other National Banking Association

Citizenship/State of Incorporation/Organization

OFFICE OF PUBLIC RECORDS
2002 MAY 12 AM 7:36
FINANCE SECTION

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

05/10/2002 DBYRME 00000236 75487117

FOR OFFICE USE ONLY

01 EC:481 40.00 OP
02 FC:482 40.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/487,117"/>	<input type="text" value="76/185,119"/>	<input type="text" value="76/185,120"/>	<input type="text" value="1,942,885"/>	<input type="text" value="2,136,832"/>	<input type="text"/>
<input type="text" value="78/052,057"/>	<input type="text" value="76/185,123"/>	<input type="text" value="76/184,867"/>	<input type="text" value="1,647,669"/>	<input type="text" value="1,946,829"/>	<input type="text"/>
<input type="text" value="76/185,118"/>	<input type="text" value="76/184,866"/>	<input type="text" value="76/186,020"/>	<input type="text" value="1,622,884"/>	<input type="text" value="2,346,573"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

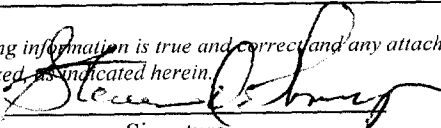
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized as indicated herein.

Name of Person Signing


Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organizaiton

Receiving Party **Mark if additional names of receiving parties attached**
Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Trademark Application Number(s) or Registration Number(s) **Mark if additional numbers attached**
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
76/184,850	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 28, 2002 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Exhibit A attached hereto and made a part hereof.

Trademark Applications

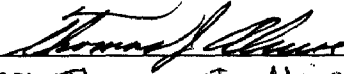
<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
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See Exhibit A attached hereto and made a part hereof.

The undersigned Obligor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

**aaipharma Inc. f/k/a Applied Analytical
Industries, Inc.**

By: 
Name: Thomas J. Aloise
Title: Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: _____
Title: _____

The undersigned Obligor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

**aaiPharma, Inc. f/k/a Applied Analytical
Industries, Inc.**

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

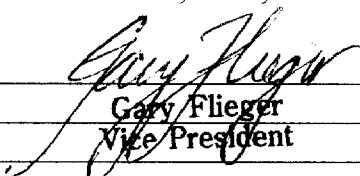
By:  _____
Name: **Gary Flieger** _____
Title: **Vice President** _____

EXHIBIT A

Registered Trademarks

Trademark Name	Registration Number	Date
AAI (design plus words)	1,942,885	December 19, 1995
AAI (typed drawing)	1,647,669	June 11, 1991
Applied Analytical Industries (typed drawing)	1,622,884	November 13, 1990
We Develop Science Into Business (typed drawing)	2,136,832	February 17, 1998
AAI (Design)	1,946,829	January 9, 1996
PROSORB	2,346,573	May 2, 2000

Trademark Applications Pending

Trademark Name	Pending Trademarks Application Number	Date
PROCORE (typed drawing)	75/487,117	May 18, 1998
AAICALC	78/052,057	March 8, 2001
GLOBAL BIOANALYTICAL SOLUTIONS	76/185,118	December 20, 2000
GLOBAL CLINICAL SOLUTIONS	76/185,119	December 20, 2000
GLOBAL CMC SOLUTIONS	76/185,123	December 20, 2000
GLOBAL PHARMACEUTICAL SOLUTIONS	76/184,866	December 20, 2000
GLOBAL REGULATORY SOLUTIONS	76/185,120	December 20, 2000
NEOSAN	76/184,867	December 20, 2000
NEOSAN PHARMACEUTICALS AND DESIGN	76/186,020	December 20, 2000
AZASAN	76/184,850	December 20, 2000