

09-23-2004



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RECORDED
TR

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Credit Suisse First Boston

- Individual(s)
- General Partnership
- Corporation-State New York
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) New York

Execution Date(s) July 28, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Jones Pharma Incorporated

Internal

Address: _____

Street Address: 1945 Craig Road

City: St. Louis

State: Missouri

Country: U.S.A. Zip: 63146

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
N/A

B. Trademark Registration No.(s) 1,356,212;
1,650,536; 1,361,330; 1,527,694;
569,705

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

DERMA CIDOL; DERMA SCRUB; DERMA SOOTHE; DERMA STAT; PANTHODERM

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Devon J. Goldberg, Esq.

Internal Address: _____

Street Address: Dewey Ballantine LLP
1301 Avenue of the Americas

City: New York

State: NY Zip: 10019

Phone Number: 212-259-6705

Fax Number: 212-259-6333

Email Address: dgoldberg@dbllp.com

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 140.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number N/A

Authorized User Name _____

9. Signature:

Devon J. Goldberg
Signature

9/17/04
Date

Devon J. Goldberg

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 12

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

09/23/2004 ECOOPER 00000029 1356212

02 FB:0521

40.00 DP
100.00 DP

THIS PARTIAL RELEASE dated as of July 28, 2004, by Credit Suisse First Boston, acting through its Cayman Islands Branch, as Administrative Agent and Collateral Agent for the Lenders. Terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement referred to below.

WITNESSETH:

WHEREAS, KING PHARMACEUTICALS, INC. (the "Borrower"), the LENDERS and CREDIT SUISSE FIRST BOSTON, acting through its CAYMAN ISLANDS BRANCH, as administrative agent (in such capacity, the "Administrative Agent") and collateral agent (in such capacity, the "Collateral Agent") are party to that certain Credit Agreement dated as of April 23, 2002 (the "Credit Agreement").

WHEREAS, reference is made to that certain Security Agreement, dated as of April 23, 2002 (as amended, supplemented or otherwise modified from time to time) among the Borrower, each other Subsidiary Guarantor of the Borrower (collectively with the Borrower, the "Grantors") and the Collateral Agent (the "Security Agreement"), pursuant to which, among other things, the Grantors granted a security interest to the Collateral Agent for the benefit of the Secured Parties in certain Collateral (as defined in the Security Agreement).

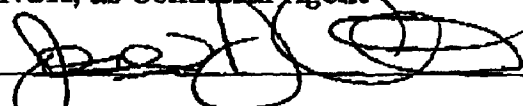
NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby releases of record the security interest in the collateral described on Appendix A attached hereto (the "Collateral").

The Collateral Agent hereby authorizes UCC financing statement amendments substantially in the form of the UCC Financing Statement Amendments attached hereto as Appendix B to be filed by the Borrower (and its counsel) in all appropriate jurisdictions in order to effect the release of the Collateral.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Collateral Agent has caused this Partial Release to be duly executed by its duly authorized officer as of the day and year above written.

CREDIT SUISSE FIRST BOSTON, ACTING THROUGH ITS CAYMAN ISLANDS BRANCH, as Collateral Agent

By 
Name: JOSEPHADIPIETRO
Title: DIRECTOR

By 
Name: JOSHUA PARRISH
Title: ASSOCIATE

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

The foregoing instrument was executed and acknowledged to me this day of JULY 22, 2004 by J. ADRIETRO-DIA and J. PARLISH-ASSOC, duly authorized officers of Credit Suisse First Boston, acting through its Cayman Islands Branch.



[Notarial Seal]

Marjorie E. Bull Notary Public

MARJORIE E. BULL
Notary Public, State of New York
No. 01BU006262
Qualified in New York County

My Commission expires: Commission Expires February 20, 2007

APPENDIX A

Collateral

All right, title and interest of Jones Pharma Incorporated and JMI-Daniels Pharmaceuticals, Inc. (collectively, "Seller") in and to:

1. the Inventory;
2. the Assigned Trademarks;
3. the Equipment;
4. the Transferred Documentation; and
5. the Other Trademarks.

Unless otherwise defined herein, the following capitalized terms as used herein shall have the meaning assigned to them below.

"Assigned Trademarks" means the United States registered trademarks listed on Schedule 1, including any goodwill associated therewith.

"Closing Date" means July 28, 2004.

"Equipment" means the equipment which pertains exclusively to the Products and is identified on Schedule 2.

"Inventory" means all rights of Seller in (a) the inventory of API and other raw materials used exclusively in the manufacture of the Products and in Seller's possession as of the Closing Date and (b) the finished goods inventory of the Products that are owned by Seller as of the Closing Date (i) that are packaged, tested, released and ready for sale to the ultimate consumer as of the Closing Date, and (ii) that have expiration dates of at least twelve (12) months after the Closing Date.

"Other Trademarks" means registered marks for jurisdictions other than the Territory listed on Schedule 4, including goodwill associated therewith.

"Products" means Derma Cidol®, Derma Scrub®, Derma Soothe®, Derma Stat®, and Panthoderm®. "Product" means any of the foregoing individually.

"Transferred Documentation" means adverse event reports, medical inquiry filings, blank/sample batch records, formulas, processes, and analytical procedures, in each case related solely and exclusively to the Products and in Seller's possession as of the Closing Date, as set forth on Schedule 3.

SCHEDULE 1

Assigned Trademarks

US Federal Trademarks

Country	Mark	Reg. No.	Reg. Date	Record Owner
U.S.A.	Derma Cidol®	1,356,212	Registered on 08/27/85	Jones Pharma Incorporated
U.S.A.	Derma Scrub®	1,650,536	Renewed on 10/17/01	Jones Pharma Incorporated
U.S.A.	Derma Soothe®	1,361,330	Registered on 09/24/85	Jones Pharma Incorporated
U.S.A.	Derma Stat®	1,527,694	Registered on 03/07/89	Jones Pharma Incorporated
U.S.A.	Panthoderm®	569,705	Registered on 01/27/53	Jones Pharma Incorporated

SCHEDULE 2

Equipment

Manufacturer	Equipment Description	Model	Serial #	Tag #	Air Yes/No	Voltage	Phases	Hardwire/ Plug	Steam Yes/No	BNA Number
Custom Fab	Platform For Manufacturing Tanks	N/A	N/A	000921	NO	N/A	N/A	N/A	No	
Web Tech	Label Counter/Rewind Table	WT-25-0	25L034033	000933	NO	110	1	Plug	No	00E105
CO.MA.DLS	Auto-Tube Filler	13085	V0889	000945	NO	220	3	Hardwire	No	00E263
Elkay	Refrigerant Motor (for CO.MA.DLS)	N/A	N/A	000953	N/A	N/A	N/A	N/A	N/A	"
Axon***	Heat Tunnel	EZ-24-B	4-31162-B	000940	NO	220	1	Plug	No	00E108
Auto-Labe***	Labeler	280	940240	000950	YES	110	1	Plug	No	00E572
Auto-Labe***	Auto Labe Hot Stamp Coder	310	940240	000950	YES	110	1	Plug	No	"
Norwood***	Box Imprinter	812EN-1	437N		NO	110	1	Plug	No	00E415
Palace	Conveyor	DLEA-58	M93135	000946	NO	110	1	Plug	No	00E210
Palace	Conveyor	PK17	M93135	000947	NO	110	1	Plug	No	"
Oden	Filling Unit Monitor	PF3K	2131	000948	YES	110	1	Plug	No	00E186
Oden	Filling Unit Monitor	ADX	2131	000949	YES	110	1	Plug	No	"
Surekap	Capper	SK600018	NY5973	000951	YES	110	1	Plug	No	00E197
Kiwi	Carton Sealer	RM32A	32194	000952	NO	110	1	Plug	No	
Palace	Bottle Unscrambler	P5H50	3118(-94)	000954	NO	220	3	Hardwire	No	00E107
Snyder	Bulk Storage Tank (Stepanol 360)	N/A	N/A	000955	N/A	N/A	N/A	N/A	N/A	00E331
Snyder	Bulk Storage Tank (Stepanol 360)	N/A	N/A	000955	N/A	N/A	N/A	N/A	N/A	"
Snyder	Bulk Storage Tank Stand	N/A	N/A		N/A	N/A	N/A	N/A	N/A	"
Snyder	Bulk Storage Tank Stand	N/A	N/A		N/A	N/A	N/A	N/A	N/A	"
Viatec	1491 Gal Jacketed Tank	JOVC	77054-1		NO	N/A	N/A	N/A	YES	00E104
Viatec	556 Gal Jacketed Tank	JOVC	77054-2		NO	N/A	N/A	N/A	YES	"
Packaging Dynamics	Accumulation Table	ACC48	M93139		NO	110	1	Plug	No	00E195
Universal	Accumulation Table	42723A	N/A		NO	1	1	Plug	No	00E198
Viatec	BGM150 Mixer	BGM150	930232		NO	220	3	Hardwire	No	00E88
Viatec	BGM50 Mixer	BGM50	930233		NO	220	3	Hardwire	No	"
Waukesha	Pump	60	192939R197		NO	220	3	Plug	No	00E526
Domino	Coder	A202	N2B00001		NO	110	1	Plug	No	
AccuPrint	M400 Transport	M400	N/A		YES	100	1	Plug	No	00E81
Kapsall	Pneumatic Capper	P700	N/A		NO				No	001066
Ohaus	Scale	GT4000	5873		NO	110	1	Plug	No	00E116
Ohaus	Scale	GT4000	5398		NO	110	1	Plug	No	"
Viatec	126 Gallon Tank	126GALOV5	54405		N/A	N/A	N/A	N/A	N/A	00E187
	PE 500 Gal Cone Bottom Tanks	N/A	N/A		NO	N/A	N/A	N/A	YES	00E374
	Tank Stand	N/A	N/A		NO	N/A	N/A	N/A	YES	00E392
	Tank Stands	N/A	N/A		NO	N/A	N/A	N/A	YES	00E459
Versamatic	Pump	V20FIFTS	I13104		YES	N/A	N/A	N/A	No	00E300
	Misc. Fittings, Valves, Shafts, and Tables	N/A	N/A	Not Possible	N/A	N/A	N/A	N/A	N/A	All Start with 00E : 437 / 439 / 297 / 398 / 191 / 130 / 375 / 694 / 532 / 326 / etc

- NOTES:
- 1 *** = Also Used for Therevac Production
 - 2 Items all in Bold are for Panthoderm Only
 - 3 Value for Axon heat tunnel is obscured. The remainder of the system left with a divestiture in 1998.
 - 4 Blank items under Tag number were not tagged by auditors
 - 5 Blank items under BNA number are not on the asset list

SCHEDULE 3

TRANSFERRED DOCUMENTATION

1. QC PROCEDURES (Final Batch Production Review – Derma Scrub® 2/08/02)
2. STANDARD OPERATING PROCEDURE (Product Specification Sheet – Derma Scrub®)
3. MEMORANDUM (Customer Complaint)
4. STANDARD OPERATING PROCEDURE (PCMX Assay)
5. JONES INGREDIENTS
6. STANDARD OPERATING PROCEDURES (Product Specification Sheet – Derma Cidol®)
7. QC PROCEDURES (Final Batch Production Review – Derma Soothe® 11/10/99)
8. STANDARD OPERATING PROCEDURE (Product Specification Sheet - Derma Soothe®)
9. STANDARD OPERATING PROCEDURES (Product Specification Sheet – Panthoderm®)
10. ANNUAL PRODUCT REVIEW - PANTHODERM CREAM®
11. QC PROCEDURES (Final Batch Production Review - Panthoderm® 6/3/99)
12. QC PROCEDURES (Final Batch Production Review – Derma Cidol® 4/29/03)

SCHEDULE 4

Other Trademarks

Country	Mark	Reg. No.	Reg. Date	Record Owner
Canada	Derma Scrub®	255,232	Registered on 1/23/81	Jones Pharma Incorporated

Schedule 2.3

Inventory

Finished Goods Inventory:

Description	Material # 7/27/04	LOT #	NDC #
Panthoderm 1 oz tube	4000103537 in SAP batch # 10898	PO3501	52604-0506-01
Panthoderm 2 oz jar	104648 in SAP batch # 10900	PO3501	52604-0506-02
Dispenser 1000 ml wall unit	110323 in SAP batch # 10988 exp 12/31/99		1644
Derma Cidol 12 oz bottle, empty	111246 in SAP batch #10989 exp 12/31/99	D1672	52604-3167-2
Derma Soothe 12 oz bottle, empty	112781 in SAP batch # 10990 exp 12/31/99	D1673	52604-3167-3
Derma Scrub 12 oz bottle w/pump	113no inventory		52604-3167-8
Derma Soothe 12 oz bottle w/pump	1146,684 in SAP batch # 10993	NO8503	52604-3167-9
Derma Soothe gallon bottle	1151,072 in SAP batch # 10995	NO8504	52604-3168-0
Derma Scrub gallon bottle	116no inventory		52604-3168-3
Derma Scrub 12 oz bottle, empty	11734 in 11008. 42 in 11009. 12 in 11010	031802, 052201, 102602	52604-3168-6
Derma Dispensers gallon pump	118162 in SAP batch # 11011 exp 12/31/99	D1690	52604-3169-0
Derma Cidol 12 oz bottle w/pump	134no inventory		52604-8081-7
Derma Stat 5.4 fl oz	136206 in SAP batch # 13524 exp 10/1/05	3302A	52604-8082-5
	1365,446 in SAP batch # 15207 exp 4/1/06		4118 52604-8082-5

Component Inventory:

ITEM PART #	ITEM DESCRIPTION	PRODUCT CATEGORY	SKID QTY		LOT #	LANTER LOCATION	UNIT COST	SKID VALUE	PART VALUE
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	450.00	EA	C02472		\$0.5617	\$252.7650	
50721	Individual Gallon Cell Dividers	Derma	454.00	EA	C02472		\$0.5617	\$255.0118	\$2,782.6618
50716	Gallon Collar	Derma	910.00	EA	C02477		\$0.2080	\$189.2800	
50716	Gallon Collar	Derma	1,620.00	EA	C02477		\$0.2080	\$336.9600	\$526.2400
50719	Shipper for Gallon Pump	Derma	1,200.00	EA	C02014		\$0.3222	\$386.6400	
50719	Shipper for Gallon Pump	Derma	1,076.00	EA	C02014		\$0.3222	\$346.6872	\$733.3272
31403	38-400 Cap PP White Unlined PS22	Derma	14,000.00	EA	C02474		\$0.0307	\$429.8000	\$429.8000
31160	53-400 PP White Tri-Seal	Derma	5,236.00	EA	C02475		\$0.0545	\$285.3620	\$285.3620
50135	6 - 2oz Box	Derma	814.00	EA	C02476		\$0.3482	\$283.4348	\$283.4348
30748	28-410 2 CC Calmar Pump	Derma	7,925.00	EA	C02444		\$0.2480	\$1,965.4000	\$1,965.4000
31015	Gallon Pump	Derma	2,400.00	EA	C02011		\$0.9900	\$2,376.0000	
31015	Gallon Pump	Derma	2,400.00	EA	C02011		\$0.9900	\$2,376.0000	
31015	Gallon Pump	Derma	2,186.00	EA	C02011		\$0.9900	\$2,164.1400	\$6,916.1400
30746	28-410 1 CC Calmar Pump	Derma	14,000.00	EA	C02462		\$0.2618	\$3,665.2000	
30746	28-410 1 CC Calmar Pump	Derma	7,307.00	EA	C02462		\$0.2618	\$1,912.9726	\$5,578.1726
Total Inventory Value									\$19,500.5384

APPENDIX B

UCC Financing Statement Amendments

[see attached]