

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		10/23/2006	CORPORATION:
RECEIVING PARTY DATA			
Name:	PETCO Animal Supplies, Inc.		
Street Address:	9125 Rehco Road		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	74588075	WE KNOW PETS	
CORRESPONDENCE DATA			
Fax Number:	(858)202-7882		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(858) 202-7813		
Email:	stanli@petco.com		
Correspondent Name:	Stan Little		
Address Line 1:	9125 Rehco Road		
Address Line 4:	San Diego, CALIFORNIA 92121		
NAME OF SUBMITTER:	Stan Little		
Signature:	/Stan Little/		
Date:	10/25/2006		

CH \$40.00 74588075

Total Attachments: 3

900061066

**TRADEMARK
 REEL: 003416 FRAME: 0224**

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**RELEASE OF SECURITY INTEREST IN
INTELLECTUAL PROPERTY**

THIS RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY ("Release") is made as of October 23, 2006, by General Electric Capital Corporation ("Secured Party,"), in favor of Petco Animal Supplies, Inc. ("Company," successor-in-interest of Pet Food Warehouse, Inc.).

WITNESSETH:

WHEREAS, Company executed that certain SECURITY AGREEMENT (PATENT, COPYRIGHT AND TRADEMARK), dated as of May 31, 1996 ("Security Agreement"), pursuant to which Company granted a security interest to Secured Party in, among other things, certain intellectual property owned by Company; and,

WHEREAS, said Security Agreement was recorded with the United States Patent and Trademark Office on June 25, 1996, and recorded at Reel/Frame: 1480/0938 for trademarks; and,

WHEREAS, Company has satisfied its obligations under the Security Agreement; and,

WHEREAS, Secured Party has agreed to release all its rights in the collateral secured by the Security Agreement, including, without limitation, the trademarks listed on Schedule A attached hereto and covered by the Security Agreement (collectively, the "Released Collateral"), and to reconvey any and all rights it may have in the Released Collateral to Company:

NOW, THEREFORE, for good and value consideration, receipt of which is hereby acknowledged, the Parties agree as follows:

1. All security interests granted pursuant to the Security Agreement are hereby released. Secured Party hereby reconveys to Company, without recourse or warranty, all Secured Party's right, title, claim and interest in and to the Released Collateral, all proceeds thereof, all rights corresponding thereto including but not limited to all renewals, and extensions thereof, and the recordings and applications therefore.

2. This Release may be executed in two counterparts, each of which shall be deemed to be an original and all such counterparts shall constitute but one and the same instrument.

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Agreed to as of the date first written above:

GENERAL ELECTRIC CAPITAL CORPORATION,

By: Thomas G. Sullivan

Name: Thomas G. Sullivan

Title: Duly Authorized Signatory

PETCO ANIMAL SUPPLIES, INC.,

By: Darragh J. Davis

Name: DARRAGH J. DAVIS

Title: VP and General Counsel

SCHEDULE A

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
Design – Dog with grocery cart	1,908,965	August 1, 1995
PET FOOD WAREHOUSE and Design	1,913,916	August 22, 1995
PET FOOD WAREHOUSE and Design (Blocked border, Stacked words)	1,910,570	August 8, 1995
PET FOOD WAREHOUSE and Design (Blocked boarder, horizontal words)	1,910,569	August 8, 1995
FLUFFY'S	1,971,337	April 30, 1996
FLUFFY'S (Stylized Letters)	1,971,319	April 30, 1996
WE KNOW PETS, PETS KNOW US	1,890,346	April 18, 1995
PFW	1,745,329	January 5, 1993
BED BUDDIES	2,110,947	November 4, 1997
BONE BUDDIES	2,004,654	October 1, 1996
BONE BUDDIES and Design	1,988,869	July 23, 1996
FLUFFY'S LITTER	2,020,285	December 3, 1996
FOUNDER'S BLEND and Design	2,142,957	March 10, 1998
LIL' BUDDIES	2,475,980	August 7, 2001
MASTER PREMIUM DIET	2,112,566	November 11, 1997
MASTERS PREMIUM DIET and Design	2,086,151	August 5, 1997
PROFESSOR PET	2,075,299	July 1, 1997
TOY BUDDIES	1,982,944	June 25, 1996
WE KNOW PETS	N/A	N/A
NORTHERN BACKYARD	2,010,621	October 22, 1996