

Form PTO-1594
(rev 06/04)RECORDATION FORM COVER SHEET
TRADEMARKS ONLYU. S. Department of Commerce
Patent and Trademark Office

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):

Wells Fargo Bank, National Association

☐ Individual(s) ☒ National Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation
☐ Other _____

Citizenship United StatesExecution Date(s) October 26, 2006Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? ☐ Yes ☒ NoName: Petco Animal Supplies, Inc.

Internal Address: _____

Street Address: 9125 Rehco RoadCity: San DiegoState: CaliforniaCountry: U.S. Zip: 92121☐ Association – Citizenship _____☐ General Partnership – Citizenship _____☒ Corporation – Citizenship Delaware☐ Limited Partnership – Citizenship _____☐ Limited Liability Company – Citizenship _____☐ Other _____

Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached ☐ Yes ☒ No.

3. Nature of conveyance:

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Government Interest Assignment

☒ Other Release of Trademark Security Interest

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

A. Trademark Application No(s).

75698521 75746855 75837414

75837542 76024594 76227901

B. Trademark Registration No(s).

1663844 2327212 2481570

2589122 2391646 2481575

Additional numbers attached? ☒ Yes ☐ No

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

Jennifer Ward
 Skadden, Arps, Slate, Meagher & Flom LLP
 Four Times Square
 New York, NY 10036-6522

Tel: (212) 735-3059

Fax: (917) 777-3059

Jward@skadden.com

6. Total number of applications and registrations involved:

227. Total fee (37 CFR 1.21(h) and 3.41) \$565

☒ All fees and any deficiencies are authorized to be charged to Deposit Account
 (Our Ref. 021320/32)

8. Payment Information

Deposit Account No. 19-2385Authorized user Name: Stephanie Y. Grenald

9. Signature.

Signature

Jennifer Ward

Name of Person Signing

October 26, 2006

Date

Total number of pages including cover sheet, and documents:

6

CH \$565.00 192385 75698521

CONTINUATION OF ITEM 4. Application number(s) or registration number(s):

A. Trademark Application Nos.

B. Trademark Registration Nos.

78039345

2689656

2481576

2436945

2646584

2840705

3073880

2682729

2795985

2730698

RELEASE OF TRADEMARK SECURITY INTEREST

This Release of Trademark Security Interest (this "**Release**") is dated as of October 26, 2006. Reference is hereby made to (i) the Pledge and Security Agreement (as supplemented, modified or amended, the "**Security Agreement**"), dated as of October 2, 2000, by and between Petco Animal Supplies, Inc. (the "**Assignee**") among other grantors, and Wells Fargo Bank, National Association (the "**Assignor**"), (ii) the Grant of Trademark Security Interest (the "**Petco Grant**"), dated as of October 2, 2000, executed by Assignee, and (ii) the Grant of Trademark Security Interest (the "**PetDev Grant**"), dated as of December 13, 2000, executed by PETDEV, Inc. (as a grantor under the Security Agreement) and Assignee, and (iv) the IP Supplement (the "**IP Supplement**"), dated as of December 30, 2001, executed by Assignee (the Security Agreement, Petco Grant, PetDev Grant, and IP Supplement, collectively, the "**Grants**"). The Petco Grant, Pet Dev Grant, and IP Supplement were recorded with the United States Patent and Trademark Office on January 4, 2002 on Reel/Frame No. 2420/0091.

Assignor hereby notifies, acknowledges to and agrees with Assignee that the security interest granted by Assignee (and the other grantors under the Security Agreement) in the Trademark Collateral (as defined in the Grants) (the "**Trademark Collateral**") including, without limitation, the security interest granted in the Trademarks (as defined in the Grants) listed on the attached Schedule A, is terminated and released, and that Assignor hereby releases and forever discharges all of its right, title and interest of any kind or nature in the Trademark Collateral granted, assigned or conveyed pursuant to the Grants.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, Assignee has caused this Release of Trademark Security Interest to be duly executed and delivered by its duly authorized representative as of the date first above written.

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Administrative Agent

By: 
Name: Alex Y. Kim
Title: Vice President

**SCHEDULE A
TO
RELEASE OF TRADEMARK SECURITY INTEREST**

1	Serial #:	<u>74070320</u>	Filing Dt:	06/18/1990	Reg #:	<u>1663844</u>	Reg. Dt:	11/05/1991
	Mark:	JUST FOR PETS SUPERSTORE						
2	Serial #:	<u>75413813</u>	Filing Dt:	01/05/1998	Reg #:	<u>2327212</u>	Reg. Dt:	03/07/2000
	Mark:	PETOPIA						
3	Serial #:	<u>75698521</u>	Filing Dt:	05/05/1999	Reg #:	NONE	Reg. Dt:	
	Mark:	PETOPIA						
4	Serial #:	<u>75746855</u>	Filing Dt:	07/09/1999	Reg #:	NONE	Reg. Dt:	
	Mark:	PETOPIA.COM						
5	Serial #:	<u>75836383</u>	Filing Dt:	10/29/1999	Reg #:	<u>2481570</u>	Reg. Dt:	08/28/2001
	Mark:	PETOPIA.COM						
6	Serial #:	<u>75836385</u>	Filing Dt:	10/29/1999	Reg #:	<u>2589122</u>	Reg. Dt:	07/02/2002
	Mark:	PETOPIA						
7	Serial #:	<u>75837413</u>	Filing Dt:	11/01/1999	Reg #:	<u>2391646</u>	Reg. Dt:	10/03/2000
	Mark:	BRINGING GREAT PETS TO GREAT HOMES						
8	Serial #:	<u>75837414</u>	Filing Dt:	11/01/1999	Reg #:	NONE	Reg. Dt:	
	Mark:							
9	Serial #:	<u>75837514</u>	Filing Dt:	11/01/1999	Reg #:	<u>2481575</u>	Reg. Dt:	08/28/2001
	Mark:	PETOPIA						
10	Serial #:	<u>75837518</u>	Filing Dt:	11/01/1999	Reg #:	<u>2689656</u>	Reg. Dt:	02/25/2003
	Mark:	PETOPIA						
11	Serial #:	<u>75837542</u>	Filing Dt:	11/01/1999	Reg #:	NONE	Reg. Dt:	
	Mark:	PETOPIA						
12	Serial #:	<u>75837543</u>	Filing Dt:	11/01/1999	Reg #:	<u>2481576</u>	Reg. Dt:	08/28/2001
	Mark:	PETOPIA						
13	Serial #:	<u>75937300</u>	Filing Dt:	03/07/2000	Reg #:	<u>2436945</u>	Reg. Dt:	03/20/2001
	Mark:	ALJIBE						
14	Serial #:	<u>76024594</u>	Filing Dt:	04/12/2000	Reg #:	NONE	Reg. Dt:	
	Mark:	PERPETUAL PETOPIA						
15	Serial #:	<u>76055373</u>	Filing Dt:	05/24/2000	Reg #:	<u>2646584</u>	Reg. Dt:	11/05/2002
	Mark:	PAW PALS						
16	Serial #:	<u>76205646</u>	Filing Dt:	02/06/2001	Reg #:	<u>2840705</u>	Reg. Dt:	05/11/2004
	Mark:	PETCARE						

Schedule A-1

LA3:1124429

**TRADEMARK
REEL: 003417 FRAME: 0675**

- 17 Serial #: 76227848 Filing Dt: 03/21/2001 Reg #: 3073880 Reg. Dt: 03/28/2006
Mark: SHED-LESS
- 18 Serial #: 76227901 Filing Dt: 03/21/2001 Reg #: NONE Reg. Dt:
Mark: PETCO THE PET AUTHORITY
- 19 Serial #: 76309392 Filing Dt: 09/04/2001 Reg #: 2682729 Reg. Dt: 02/04/2003
Mark: PET CARE
- 20 Serial #: 78039341 Filing Dt: 12/14/2000 Reg #: 2795985 Reg. Dt: 12/16/2003
Mark: BOTTOMLESS BOWL
- 21 Serial #: 78039345 Filing Dt: 12/14/2000 Reg #: NONE Reg. Dt:
Mark: INTERNET PET PARADISE
- 22 Serial #: 78078920 Filing Dt: 08/13/2001 Reg #: 2730698 Reg. Dt: 06/24/2003
Mark: SUPERMARKETS ARE FOR PEOPLE. PETCO IS F

Schedule A-2

LA3:1124429

RECORDED: 10/26/2006

TRADEMARK
REEL: 003417 FRAME: 0676