

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT																																																
<b>NATURE OF CONVEYANCE:</b>	Trademark Security Agreement																																																
<b>CONVEYING PARTY DATA</b>																																																	
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OP \$1440.00 3788299

**900183454**

**TRADEMARK**  
**REEL: 004470 FRAME: 0440**

Registration Number:	2952474	
Registration Number:	2952475	
Registration Number:	2952476	
Registration Number:	2952477	
Registration Number:	3750312	DAZZLERS
Registration Number:	2887273	TRINKLETS
Registration Number:	2909048	RAZZLE DAZZLES
Registration Number:	2999598	PARTY PALS
Registration Number:	2999599	PARTY PALS
Registration Number:	2956513	
Registration Number:	2762867	CAR ART
Registration Number:	2917947	RAZZLE DAZZLES
Registration Number:	3115143	STICKLES
Registration Number:	3131395	PULL-APART
Registration Number:	3148560	TINY TWINKLERS
Registration Number:	1146105	AMSCAN
Registration Number:	2846421	CREATIVE CORNER
Registration Number:	1359262	FESTIVE OCCASION
Registration Number:	1495147	CRYSTAL GLAZE
Registration Number:	1495148	ELEGANT TOUCH
Registration Number:	3322673	XL XTRALIFE
Registration Number:	1905750	ANAGRAM
Registration Number:	2052521	
Registration Number:	2052522	ANAGRAM
Registration Number:	2598449	SING-A-TUNE
Registration Number:	3002460	SING A TUNE BALLOONS
Registration Number:	1533437	AIRWALKERS
Registration Number:	3370294	MORE PARTY FOR YOUR DOLLAR
Registration Number:	2093234	FACTORY CARD OUTLET
Registration Number:	1834213	PARTY MANIA
Registration Number:	2668943	FACTORY CARD & PARTY OUTLET
Registration Number:	2683184	FACTORY CARD & PARTY OUTLET
Registration Number:	3118654	GAGS & GIFTS PARTY
Registration Number:	2519999	DYNAFLOAT
Registration Number:	2884374	PARTY AMERICA

Registration Number:	1695099	STREAMERS
Registration Number:	1974890	THE DISCOUNT PARTY SUPER STORE
Registration Number:	3577211	CANDY CITY
Registration Number:	2798529	INFLATION STATION
Registration Number:	2802262	HALLOWEEN COSTUME WAREHOUSE
Registration Number:	2895330	AMERICA'S #1 PARTY STORE
Registration Number:	3610286	PARTY CITY
Registration Number:	3749824	NOBODY HAS MORE HALLOWEEN FOR LESS
Registration Number:	1553347	PARTY CITY
Registration Number:	1806095	PARTY CITY
Registration Number:	1815585	HALLOWEEN COSTUME WAREHOUSE
Registration Number:	1811298	PARTY CITY
Registration Number:	1766370	GREAT PARTY
Registration Number:	1517587	THE PAPER FACTORY
Registration Number:	2113189	SUPER ROLL
Registration Number:	1595867	GREETING BALLOONS
Registration Number:	3669193	YA OTTA PIÑATA
Serial Number:	85017319	HALLOWEEN CITY
Serial Number:	77948150	GRASSLANDS ROAD

#### CORRESPONDENCE DATA

Fax Number: (800)494-7512

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 202-370-4761

Email: ecallahan@nationalcorp.com

Correspondent Name: Elspeth Callahan

Address Line 1: 1100 G St NW Suite 420

Address Line 2: National Corporate Research

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	F130567
NAME OF SUBMITTER:	Sonya Jackman
Signature:	/Sonya Jackman/
Date:	12/03/2010

Total Attachments: 10

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**TRADEMARK**  
**REEL: 004470 FRAME: 0442**

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This is a continuation of the information in Item 1.

Names and addresses of additional conveying parties:

AMSCAN HOLDINGS, INC., a Delaware corporation,

80 Grasslands Road  
Elmsford, New York, 10523

AM-SOURCE, LLC, a Rhode Island limited liability company,

80 Grasslands Road  
Elmsford, New York, 10523

M&D INDUSTRIES, INC., a Delaware corporation, and

80 Grasslands Road  
Elmsford, New York, 10523

TRISAR, INC., a California corporation

80 Grasslands Road  
Elmsford, New York, 10523

ANAGRAM INTERNATIONAL, INC., a Minnesota corporation.

7700 Anagram Drive  
Eden Prairie, Minnesota 55344

FACTORY CARD & PARTY OUTLET CORP., a Delaware corporation,

25 Green Pond Road  
Rockaway, New Jersey 07866

FACTORY CARD OUTLET OF AMERICA LTD., an Illinois corporation,

25 Green Pond Road  
Rockaway, New Jersey 07866

PARTY CITY CORPORATION, a Delaware corporation, and

25 Green Pond Road  
Rockaway, New Jersey 07866

PA ACQUISITION CORP., a Delaware corporation.

25 Green Pond Road  
Rockaway, New Jersey 07866

GAGS & GAMES, INC. a Minnesota corporation.

35901 Veronica  
Livonia, Michigan 48150

## TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement (the “**Trademark Security Agreement**”), dated as of December 2, 2010, by AMSCAN INC., a New York corporation, AMSCAN HOLDINGS, INC., a Delaware corporation, AM-SOURCE, LLC, a Rhode Island limited liability company, ANAGRAM INTERNATIONAL, INC., a Minnesota corporation, FACTORY CARD & PARTY OUTLET CORP., a Delaware corporation, FACTORY CARD OUTLET OF AMERICA LTD., an Illinois corporation, GAGS & GAMES, INC. a Minnesota corporation, M&D INDUSTRIES, INC., a Delaware corporation, PARTY CITY CORPORATION, a Delaware corporation, PA ACQUISITION CORP., a Delaware corporation and TRISAR, INC., a California corporation, (individually, a “**Grantor**”, and, collectively, the “**Grantors**”), in favor of CREDIT SUISSE AG (the “**Collateral Agent**”), as collateral agent for the lenders party to the Term Loan Credit Agreement (the “**Term Loan Credit Agreement**”).

### W I T N E S S E T H:

WHEREAS, the Grantors are party to a Pledge and Security Agreement of even date herewith (the “**Security Agreement**”) in favor of the Collateral Agent pursuant to which the Grantors are required to execute and deliver this Trademark Security Agreement;

Now, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Term Loan Credit Agreement, the Grantors hereby agree with the Collateral Agent as follows:

SECTION 1. *Defined Terms.* Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. *Grant Of Security Interest In Trademark Collateral.* Each Grantor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all Trademarks of such Grantor listed on Schedule I attached hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications until an amendment to allege use or statement of use is accepted by the United States Patent and Trademark Office).

SECTION 3. *Security Agreement.* The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and

Grantors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Collateral Agent shall otherwise determine.

SECTION 4. *Termination.* Upon the payment in full of the Secured Obligations and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Grantors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. *Counterparts.* This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

SECTION 6. *Grantor Remains Liable.* Grantor hereby agrees that, anything herein to the contrary notwithstanding, Grantor shall assume full and complete responsibility for the prosecution, defense, enforcement or any other necessary or desirable actions in connection with its Trademarks subject to a security interest hereunder.

SECTION 7. *Governing Law.* This Trademark Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

**[Signature page follows]**

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours

AMSCAN INC.  
ANAGRAM INTERNATIONAL, INC.  
FACTORY CARD PARTY &  
OUTLET CORP.  
FACTORY CARD OUTLET OF  
AMERICA LTD.  
GAGS & GAMES, INC.  
M&D INDUSTRIES, INC.  
PARTY CITY CORPORATION  
PA ACQUISITION CORP.  
TRISAR, INC.

By: 

Name: Michael A. Correale  
Title: Vice President

AMSCAN HOLDINGS, INC.

By: 

Name: Michael A. Correale  
Title: Chief Financial Officer

AM-SOURCE, LLC

By: Amscan Holdings, Inc., its Sole  
Member

By: 

Name: Michael A. Correale  
Title: Chief Financial Officer


[Signature Page to Trademark Security Agreement]



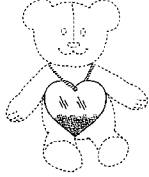
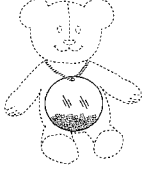
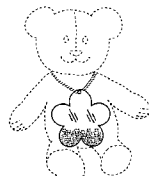

Accepted and Agreed


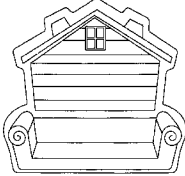

**CREDIT SUISSE AG, CAYMAN  
ISLANDS BRANCH, as Collateral  
Agent**

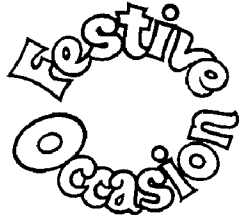




By:   
Name: DOREEN BARR  
Title: DIRECTOR

By:   
Name:  
Title: Christopher Reo Day  
Associate

**SCHEDULE I**  
**TRADEMARKS AND APPLICATIONS**


<u>Owner</u>	<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
AMSCAN HOLDINGS, INC.	HALLOWEEN CITY	3788299	5/11/2010
AMSCAN INC.	TREND SETTERS	1670058	12/31/1991
AMSCAN INC.	TREND SETTERS	1833020	4/26/1994
AMSCAN INC.		2952474	5/17/2005
AMSCAN INC.		2952475	5/17/2005
AMSCAN INC.		2952476	5/17/2005
AMSCAN INC.		2952477	5/17/2005
AMSCAN INC.	DAZZLERS	3750312	2/16/2010
AMSCAN INC.	TRINKLETS	2887273	9/21/2004
AMSCAN INC.	RAZZLE DAZZLES	2909048	12/7/2004

AMSCAN INC.		2999598	9/27/2005
AMSCAN INC.	PARTY PALS	2999599	9/27/2005
AMSCAN INC.		2956513	5/31/2005
AMSCAN INC.	<b>CAR ART</b>	2762867	9/9/2003
AMSCAN INC.	RAZZLE DAZZLES	2917947	1/11/2005
AMSCAN INC.	STICKLES	3115143	7/11/2006
AMSCAN INC.	PULL-APART	3131395	8/15/2006
AMSCAN INC.	TINY TWINKLERS	3148560	9/26/2006
AMSCAN INC.	<b>amscan</b>	1146105	1/20/1981
AMSCAN INC.		2846421	5/25/2004

AM-SOURCE, INC.		1359262	9/10/1985
AM-SOURCE, INC.	CRYSTAL GLAZE	1495147	7/5/1988
AM-SOURCE, INC.	ELEGANT TOUCH	1495148	7/5/1988
ANAGRAM INTERNATIONAL, INC.		3322673	10/30/2007
ANAGRAM INTERNATIONAL, INC.	ANAGRAM	1905750	7/18/1995
ANAGRAM INTERNATIONAL, INC.		2052521	4/15/1997
ANAGRAM INTERNATIONAL, INC.		2052522	4/15/1997
ANAGRAM INTERNATIONAL, INC.	SING-A-TUNE	2598449	7/23/2002
ANAGRAM INTERNATIONAL, INC.		3002460	9/27/2005
ANAGRAM INTERNATIONAL, INC.	AIRWALKERS	1533437	4/4/1989

FACTORY CARD & PARTY OUTLET CORP.	MORE PARTY FOR YOUR DOLLAR	3370294	1/15/2008
FACTORY CARD OUTLET OF AMERICA LTD	FACTORY CARD OUTLET	2093234	9/2/1997
FACTORY CARD OUTLET OF AMERICA LTD	PARTY MANIA	1834213	5/3/1994
FACTORY CARD OUTLET OF AMERICA LTD	FACTORY CARD & PARTY OUTLET	2668943	12/31/2002
FACTORY CARD OUTLET OF AMERICA LTD		2683184	2/4/2003
GAGS AND GAMES, INC.		3118654	7/25/2006
M & d BALLOONS, INC.	DYNAFLOAT	2519999	12/18/2001
PA ACQUISITION CORP.		2884374	9/14/2004
PA ACQUISITION CORP.	STREAMERS	1695099	6/16/1992
PARTY CITY CORPORATION	THE DISCOUNT PARTY SUPER STORE	1974890	5/21/1996
PARTY CITY CORPORATION	CANDY CITY	3577211	2/17/2009
PARTY CITY CORPORATION	INFLATION STATION	2798529	12/23/2003
PARTY CITY CORPORATION	HALLOWEEN COSTUME WAREHOUSE	2802262	1/6/2004
PARTY CITY CORPORATION	AMERICA'S #1 PARTY STORE	2895330	10/19/2004
PARTY CITY CORPORATION		3610286	4/21/2009
PARTY CITY CORPORATION	NOBODY HAS MORE HALLOWEEN FOR LESS	3749824	2/16/2010

PARTY CITY CORPORATION		1553347	8/22/1989
PARTY CITY CORPORATION	PARTY CITY	1806095	11/23/1993
PARTY CITY CORPORATION	HALLOWEEN COSTUME WAREHOUSE	1815585	1/4/1994
PARTY CITY MICHIGAN, INC.		1811298	12/14/1993
PARTY CONCEPTS, INC.	GREAT PARTY	1766370	4/20/1993
PARTY CONCEPTS, INC.	THE PAPER FACTORY	1517587	12/20/1988
PARTY CONCEPTS, INC.	SUPER ROLL	2113189	11/11/1997
TRISAR, INC.	GREETING BALLOONS	1595867	5/8/1990
TRISAR, INC.	YA OTTA PIÑATA	3669193	8/18/2009

<u>Applicant</u>	<u>Trademark Application</u>	<u>Application/Serial Number</u>	<u>Application Date</u>
AMSCAN HOLDINGS, INC.		85017319	19-Apr-10
AMSCAN INC.	GRASSLANDS ROAD	77948150	2-Mar-10