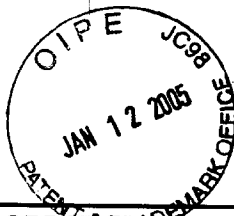


1/17/05



06-15-2005

Form PTO-1594 (Rev. 06/04)  
OMB Collection 0651-0027 (exp. 6/30/2005)



RECORDATION FORM COVER SHEET  
TRADEMARKS ON

102930882

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):

CapitalSource Finance LLC

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

Citizenship (see guidelines) \_\_\_\_\_

Execution Date(s) 12/15/2004

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Forever 21, Inc.

Internal \_\_\_\_\_

Address: \_\_\_\_\_

Street Address: 2001 S. Alameda St.

City: Los Angeles

State: CA

Country: USA Zip: 90058

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship California
- 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)

76196458

B. Trademark Registration No.(s)

2583457

Additional sheet(s) attached?  Yes  No

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

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

Name: Deborah Tayloer

Internal Address: c/o Latham & Watkins LLP

Street Address: 633 W. Fifth Street, #4000

City: Los Angeles

State: CA Zip: 90071

Phone Number: 213/485-1234

Fax Number: 213/891-8763

Email Address: deborah.taylor@lw.com

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 265.00

- 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 \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

9. Signature: Deborah Taylor  
Signature

January 10, 2005  
Date

Deborah E. Taylor

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 16

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

01/18/2005 6TOM11

00000082 76196458

01 FC:8521  
02 FC:8522

40.00 OP  
225.00 OP

TRADEMARK  
REEL: 003103 FRAME: 0858

**SCHEDULE OF TRADEMARKS TO BE RELEASED**

<b>Registration Numbers</b>
76196458
76196459
76359538
2583457
76355328
76356399
76359488
76359489
2067637
2583457

NOTICE OF RELEASE OF  
SECURITY INTEREST IN PATENTS, TRADEMARKS AND COPYRIGHTS

WHEREAS, by a Patent and Trademark Security Agreement ("Patent/Trademark Agreement") dated as of March 7, 2003, recorded in the United States Patent and Trademark Office on April 1, 2003, FOREVER 21, INC., a Delaware Corporation, FOREVER 21 RETAIL, INC., a California corporation, FOREVER 21 INTERNATIONAL HOLDINGS, INC., a Delaware corporation, and FOREVER 21 LOGISTICS, LLC, a Delaware limited liability company (collectively, the "Assignor") assigned to and granted to CapitalSource Finance LLC, as Agent ("Assignee"), a security interest in all right, title and interest of Assignor in and to the United States Patents listed on Exhibit A of the Patent/Trademark Agreement (the "Patents") and the United States Trademarks listed on Exhibit B of the Patent/Trademark Agreement (the "Trademarks").

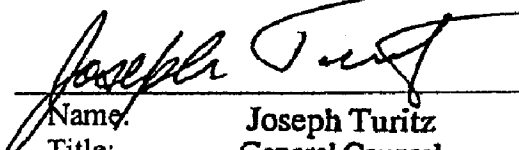
WHEREAS, by a Copyright Security Agreement ("Copyright Agreement") dated as of March 7, 2003, recorded in the United States Patent and Trademark Office on April 7, 2003, FOREVER 21, INC., a Delaware Corporation, FOREVER 21 RETAIL, INC., a California corporation, FOREVER 21 INTERNATIONAL HOLDINGS, INC., a Delaware corporation, and FOREVER 21 LOGISTICS, LLC, a Delaware limited liability company (collectively, the "Assignor") assigned to and granted to CapitalSource Finance LLC, as Agent ("Assignee"), a security interest in all right, title and interest of Assignor in and to the United States Copyrights listed on Schedule A of the Copyright Agreement (the "Copyrights").

WHEREAS, Assignee wishes to provide a document suitable for recording in the United States Patent and Trademark office for purposes of recording the release, relinquishment and discharge of its security interest in the Patents, Trademarks and Copyrights;

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, Assignee hereby relinquishes, releases and discharges its security interest in the Patents, Trademarks and Copyrights.

IN WITNESS WHEREOF, the Assignee has caused this Notice of Release of Security Interest in the Patents, Trademarks and Copyrights to be duly executed as of December 15, 2004.

CAPITALSOURCE FINANCE LLC, as Agent

By:   
Name: Joseph Turitz  
Title: General Counsel  
Corporate Finance Group