

10-30-2006

10/12/06

Form PTO-1594

RE



(rev 06/04)

103329263

U. 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):

Union Bank of California, National Association
6920 Sunset Boulevard
Hollywood, CA 90028

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other

Citizenship California

Execution Date(s) September 29, 2000

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: Petco Animal Supplies, Inc.

Internal Address: _____

Street Address: 9125 Rehco Road

City: San Diego

State: California

Country: 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 Corrective Recordation to Correct

Assignor and Assignee in Release Recorded on
Reel Frame # 2284/0045

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

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:

96

7. Total fee (37 CFR 1.21(h) and 3.41) \$2415

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

8. Payment Information

Deposit Account No. 19-2385

Authorized user Name: Stephanie Y. Grenald

9. Signature.

Signature

Jennifer Ward

Name of Person Signing

October 12, 2006

Date

Total number of pages including cover sheet, and documents:

13

CONTINUATION OF ITEM 4. Application number(s) or registration number(s):**A. Trademark Application Nos.****B. Trademark Registration Nos.**

75019422	1362667
75159128	1467695
75392901	1462801
75634991	1488868
75726125	1549616
75726126	1637200
	1607957
	1616235
	1663844
	1705571
	1695073
	1745329
	1724918
	1710159
	1744933
	1760487
	1797778
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FORM PTO-1618A
E-Print 08/30/99
OMB 0651-0027

02-16-2001

07-10-2001



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2-16-01*

U.S. Patent & TMOR/TM MARI Rept. 01.931

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
09 29 2000
- Merger
- Change of Name
- Other Release

Conveying Party

Mark if additional names of conveying parties attached

Name Petco Animal Supplies, Inc.

Execution Date
Month Day Year
09 29 2000

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Union Bank of California, National Association

DBA/AKA _____

Composed of _____

Address (line 1) 6920 Sunser Boulevard, Hollywood, CA 90028

Address (line 2) _____

Address (line 3) _____

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization California

FOR OFFICE USE ONLY

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Public burden reporting for the collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and preparing the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
DECI - 00228 FRAME - 004E
TRADEMARK
REEL: 003418 FRAME: 0274

Jul-09-2001 08:45am From-O'MELVENY & MYERLLP LA1/2

T-057 P.008/011 F-717

FROM LATHAM & WATKINS 619-696-7419

(THU) 9.28'00 9.51/ST. 9:50/NO.4861919069 P 4

RELEASE**(TRADEMARKS)**

This RELEASE (TRADEMARKS) is granted on this 29 day of September, 2000, by Union Bank of California N.A., a national banking association with offices located at 6920 Sunset Boulevard, Hollywood, California 90028 ("Assignor"), to Petco Animal Supplies, Inc., a Delaware corporation located at 9125 Rehco Road, San Diego, California 92121 (Assignee"), as follows:

WHEREAS, Assignee and Assignor entered into a Security Agreement, dated July 15, 1999, which was recorded in the U.S. Patent and Trademark office on July 19, 1999 at Reel 1932/Frame 0395 (the "Security Agreement"),

WHEREAS, Assignee assigned and pledged to the Assignor for the ratable benefit of the Secured Party (as defined in the Security Agreement) and granted to the Assignor for the ratable benefit of the Secured Party a security interest in and to the Assignor's right title and interest in various Collateral (as defined in the Security Agreement) including, but not limited to, the trademarks and service marks and the goodwill associated therewith listed on Schedule A attached hereto (the "Marks"), to secure the prompt payment and full performance of all of the Assignee's Obligations, as defined in the Security Agreement (the "Security Interest"), and

WHEREAS, Assignee has paid all Obligations and all Commitments and Letters of Credit have expired or been terminated, as defined in the Security Agreement, and Assignor desires to release its Security Interest in and on the said Marks

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby releases its Security Interest in and on the Marks and reassigns any and all interest in the Marks to Assignee

IN WITNESS WHEREOF, Assignor has caused this RELEASE (TRADEMARKS) to be duly executed by its officer thereunto duly authorized as of the 29 day of September, 2000.

UNION BANK OF CALIFORNIA N.A.

33003 01-10-00 Trv 13A

TRADEMARK
REEL: 002284 FRAME: 0049

TRADEMARK
REEL: 003418 FRAME: 0275

Jul-09-2001 08:45am From-O'MELVENY & MYERLLP LA1/2

T-957 P.010/011 F-717

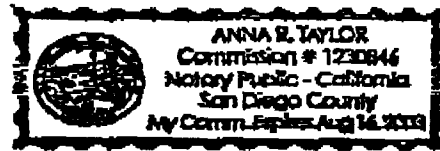
FROM LATHAM & WATKINS 619-696-7419 (THU) 9.28'00 9:51/ST. 9-50/NO.4961919069 P 6

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

ss.:

On this 27th day of September, 2000, before me personally appeared Douglas Lambert known to me to be the individual who executed the foregoing instrument and acknowledged to me that he/she executed the same as the duly authorized officer of Union Bank of California N.A.

Anna R. Taylor



RECORDED: 07/10/2001

TRADEMARK
REEL: 002284 FRAME: 0051

RECORDED: 10/12/2006

TRADEMARK
REEL: 003418 FRAME: 0277