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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Enhanced Retail Funding, LLC

1-V-03

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Limited Liability Company

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

2. Name and address of receiving party(ies)

Name: Party City Corporation

Internal

Address:

Street Address: 400 Commons Way

City: Rockaway State: NJ Zip: 07888

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

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

3. Nature of conveyance:

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

Execution Date: Interest 01/03/03

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

A. Trademark Application No.(s)

1553347

B. Trademark Registration No.(s)

See attached Schedule A

Additional number(s) attached Yes No

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

Name: Rosalind Rodburg

Internal Address: Latham & Watkins

Street Address: 885 3rd Avenue, 10th Fl.

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Rosalind Rodburg Name of Person Signing

Rosalind Rodburg Signature

01/07/03

Date

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

01/13/2003 LNUJELLER 00000267 1553347

01 FC:8521 02 FC:8522

40.00 125.00

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002648 FRAME: 0088

**SCHEDULE A**

**TRADEMARKS**

**PARTY CITY CORPORATION**

<u>Mark</u>	<u>Registration No.</u>	<u>Application No.</u>	<u>Reg. Date</u>	<u>File Date</u>
Party City and Design	1553347	73/771790	8/22/1989	12/27/1988
Halloween Costume Warehouse	1815585	74/342519	1/4/1994	12/21/1992
Party City	1806095	74/371000	3/23/1993	11/23/1993
Party City (Stylized)	1811298	74/370998	3/10/2000	3/23/1993
The Discount Party Super Store	1974890	74/669752	5/21/1996	5/4/1995
Create a Favor	1840651	74/427838	6/21/94	8/23/93

TRADEMARK RELEASE OF SECURITY INTEREST

Reference is hereby made to the patent, Trademark and Copyright Collateral Assignment (the "Agreement"), dated August 16, 1999, between PARTY CITY CORPORATION, a Delaware corporation, with its principal place of business at 400 Commons Way, Rockaway, NJ 07888 ("Borrower") and ENHANCED RETAIL FUNDING, LLC, as agent for purchasers of certain securities of the Borrower, with its principal place of business at 40 Broad Street, Boston, MA 02109, pursuant to which Borrower granted and/or assigned a security interest in the federally registered trademarks identified on Schedule A hereto (the "Trademarks") and/or made an assignment for security of the Trademarks to ENHANCED RETAIL FUNDING, LLC. The Agreement was recorded in the United States Patent and Trademark Office on November 9, 1999, at Reel 1994 Frame 0361.

ENHANCED RETAIL FUNDING, LLC hereby acknowledges and agrees that, notwithstanding the grant and/or assignment of a security interest in, and/or the assignment for security of Borrower's right, title and interest in and to, the Trademarks, together with the registrations thereof and all goodwill of the business symbolized by said Trademarks, pursuant to the Agreement or otherwise, ENHANCED RETAIL FUNDING, LLC hereby releases all such right, title and interest, including but not limited to its security interest and all liens in the Trademarks, and such registrations and goodwill, and re-assigns such right, title and interest, together with such registrations and goodwill, to Borrower.

Dated as of January 2, 2003

ENHANCED RETAIL FUNDING, LLC,  
as agent

By: Matthew R. Kahn  
Name: Matthew R. Kahn  
Title: President



ALL PARTYC TRADEMARKS  
AS OF APRIL 6, 1998

				MARK	ACT DUE	DUE DATE
PARTYC 10.1-001	APPLICATION: REGISTRATION:	771,790 1,553,347	27DE1988 22AU1989	PARTY CITY (LOGO)	LATERENEWL RENEWAL	22NO2009 22AU2009
PARTYC 10.1-001 CANADA	APPLICATION: REGISTRATION:	723,011 TMA 451,735	19FE1993 15DE1995	PARTY CITY (LOGO)	RENEWAL LATERENEWL	15DE2010 15JE2011
PARTYC 10.1-001 MEXICO	APPLICATION: REGISTRATION:	216241 518108	25OC1994 28FE1996	PARTY CITY (LOGO)	RENEWALAFF LATERENEWL RENEWAL USE	25OC2004 25AP2005 25OC2004 28FE1999
PARTYC 10.1-002 II	APPLICATION: REGISTRATION:	669,752 1,974,890	04MY1995 21MY1996	DISCOUNT PARTY SUPER STORE, THE	SEC 8 & 15 RENEWAL LATERENEWL	21MY2002 21MY2006 21AU2006
PARTYC 10.1-002	APPLICATION: REGISTRATION:	231,419 1,697,223	17DE1991 23JE1992	DISCOUNT PARTY SUPER STORE, THE	SECTION 08 LATERENEWL RENEWAL	23JE1998 23SE2002 23JE2002
PARTYC 10.1-002 CANADA	APPLICATION: REGISTRATION:	766,534	19OC1994	DISCOUNT PARTY SUPER STORE, THE		
PARTYC 10.1-002 MEXICO*	APPLICATION: REGISTRATION:	216242 522866	25OC1994 28MY1996	DISCOUNT PARTY SUPER STORE, THE	RENEWALAFF LATERENEWL RENEWAL USE	25OC2004 25AP2005 25OC2004 28MY1999
PARTYC 10.1-002 SPAIN	APPLICATION: REGISTRATION:	1935059 1,933,059	05OE1994 05JL1995	DISCOUNT PARTY SUPER STORE, THE	TAXES RENEWAL RENEWALAFF LATERENEWL	31OE1999 05OE2004 05OE2004 05JE2005
PARTYC 10.1-003	APPLICATION: REGISTRATION:	342,519 1,815,585	21OE1992 04JA1994	HALLOWEEN COSTUME WAREHOUSE	SECTION 08 RENEWAL LATERENEWL	04JA2000 04JA2004 04AP2004
PARTYC 10.1-004	APPLICATION: REGISTRATION:	427,838 1,840,651	23AU1993 21JE1994	CREATE A FAVOR	SEC 8 & 15 RENEWAL LATERENEWL	21JE2000 21JE2004 21SE2004
PARTYC 10.1-005	APPLICATION: REGISTRATION:	371,000 1,806,095	23MR1993 23NO1993	PARTY CITY	SEC 8 & 15 RENEWAL LATERENEWL	23NO1999 23NO2003 23FE2004

TRADEMARK  
REEL: 001994 FRAME: 0370

RECORDED: 11/09/1999

TRADEMARK  
REEL: 001994 FRAME: 0371

TRADEMARK  
REEL: 002648 FRAME: 0092

ALL PARTYC TRADEMARKS  
AS OF APRIL 6, 1998

				MARK	ACT DUE	DUE DATE
PARTYC 10.1-005 CANADA	APPLICATION: REGISTRATION:	723,014 TMA 451,736	19FE1993 15DE1995	PARTY CITY	RENEWAL LATERENEWL	15OE2010 15JE2011
PARTYC 10.1-005 GR. BRITAIN	APPLICATION: REGISTRATION:	2158781	20FE1998	PARTY CITY	CONF RECD? RESPONSE	05SE1998 05SE1998
PARTYC 10.1-005 MEXICO I	APPLICATION: REGISTRATION:	218329 508,809	23NO1994 30OC1995	PARTY CITY (TRADEMARK)	RENEWALAFF LATERENEWL RENEWAL USE	23NO2004 23MY2005 23NO2004 30OC1998
PARTYC 10.1-005 MEXICO II	APPLICATION: REGISTRATION:	216240 496,515	25OC1994 30JE1996	PARTY CITY (SERVICE MARK)	RENEWALAFF LATERENEWL RENEWAL USE	25OC2004 25AP2005 25OC2004 30JE1999
PARTYC 10.1-005 SPAIN I	APPLICATION: REGISTRATION:	1,935,477	09DE1994	PARTY CITY (TRADEMARK)	ABANDONED	
PARTYC 10.1-006	APPLICATION: REGISTRATION:	370,998 1,811,298	23MR1993 14DE1993	PARTY CITY (LOGO)	SEC 8 & 15 RENEWAL LATERENEWL	14DE1999 14DE2003 14MR2004
PARTYC 10.1-006 CANADA	APPLICATION: REGISTRATION:	766,533 TMA457,884	19OC1994 24MY1996	PARTY CITY COLOR LOGO	RENEWAL LATERENEWL	24MY2011 24MG2011
PARTYC 10.1-006 MEXICO	APPLICATION: REGISTRATION:	216335 518109	26OC1994 28FE1996	PARTY CITY COLOR LOGO	RENEWALAFF LATERENEWL RENEWAL USE	26OC2004 26AP2005 26OC2004 28FE1999

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RECORDED: 11/09/1999

RECORDED: 01/08/2003

TRADEMARK  
REEL: 001994 FRAME: 0371

TRADEMARK  
REEL: 002648 FRAME: 0093