CONTENTS
- 40 Cupcake Cards (red, yellow, green, blue, orange, purple, pink, brown, black and white)
- 6 Rainbow Cupcake “Wild” Cards
- 2 Pete the Cat “Take 3” Cards

OBJECT OF THE GAME
- Win all of the Cupcake Cards.

SET-UP
- If it is the first time playing, show the cards to the players and make sure that each player can name all of the colors. Rainbow Cupcake Cards are to be used as “Wild” Cards and can be counted as any color.
- Shuffle all of the Cards and deal them all out face down, one at a time, clockwise. It does not matter if some players have more Cards than others.
- Each player puts his/her Cards in a pile, face down in front of him/her, without looking at the Cards.

PLAYING THE GAME
- Together the players say “Cupcake PARTY!” On the word “Party”, all at the same time, each player takes the top Card from his/her face down pile and places it face up on the table so that everyone can see. (It is not fair for a player to peek at his/her own Card before laying it down).
- Players quickly look at all the face up cards for a match. A match can be either a direct color match—for example, two blue Cupcake Cards— or a Rainbow Cupcake “Wild” Card and a blue Cupcake Card. If a player sees this match, he/she says the color — “Blue”!
- The first player to call out a correct match (even if there are other matches on the table) claims the other players’ stacks of face up Cards and adds them to the bottom of his/her face down stack.
- If a player puts down a “Take 3” Card, he/she collects 3 Cards from the face down pile of each player.
- If 2 Rainbow Cupcake “Wild” Cards are played at the same time, players can yell “Rainbow” and collect the other players’ stacks.
- If a player calls out an incorrect match, he/she must give one Card to each player.
- If there is no match showing, all players repeat “Cupcake PARTY,” and turn up the next Card on top of the first one. As long as no match shows up, each player’s stack of face up Cards will grow.
- If a player runs out of Cards in his/her hand, the player picks up his/her face up pile, turns it over and keeps playing.
- If a player has only one Card face up on the table, that Card remains on the table until either the player wins a match or loses the Card.

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