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102868494

Director, U.S. Patent and Trademark Office
Mail Stop Assignment Recordation Services
Attorney Docket No. 08957.1406

To the Honorable Commissioner of Patents and Trademarks

Original documents or copy thereof.

1. Name(s) of conveying party(ies):
Starbucks U.S. Brands Corporation

Individual(s)
 Association
 Limited Partnership
 Corporation
 General Partnership
 Other:

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

3. Nature of conveyance:

Assignment
 Merger
 Security Agreement
 Change of Name
 Other: Please re-record the Assignment to reflect that the Assignee is a Nevada Limited Liability Company.

Execution Date: See attached schedule

10-4-04

2. Name(s) and address(es) of receiving party(ies):

Name: Starbucks U.S. Brands, LLC

Address: 2525 Starbucks Way
Minden, Nevada 89423

Individual(s) [Identify Country of citizenship]
 Association [Identify country/state]
 General Partnership [Identify country/state]
 Limited Partnership [Identify country/state]
 Corporation [Identify country/state]
 Other: Nevada Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

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

10/19/04

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

A. Trademark Application Number(s):
See attached schedule

B. Trademark Registration Number(s):
See attached schedule

Additional numbers attached? Yes No

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

Name: Julia Anne Matheson

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 154

7. Total fee (37 CFR 3.41): \$3,860

Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

10/26/2004 JJALLAH2 00000008 060916 74156598
01 FC:8521 40.00 DP
02 FC:8522 5.00 DA 3820.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Julia Anne Matheson
Name of person signing

Signature

October 19, 2004
Date

Total number of pages including cover sheet, attachments and documents: 36

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| Our Ref # | Mark | Application # | App. Date | Class(es) | Registration # | Reg. Date | TM status |
|-----------|--|---------------|------------|-----------|----------------|------------|------------|
| US001-USB | CAFFE VERONA | 74/156,598 | 4/12/1991 | 30 | 1,683,124 | 4/14/1992 | Registered |
| US007-USB | DROP IN FOR A NIGHT CUP | 74/289,308 | 6/29/1992 | 42 | 1,754,395 | 2/23/1993 | Registered |
| US008-USB | EXPLORE ESPRESSO | 74/329,484 | 11/9/1992 | 30,42 | 1,810,969 | 12/14/1993 | Registered |
| US009-USB | EXPLORE ESPRESSO (Design) | 74/329,483 | 11/9/1992 | 30,42 | 1,810,968 | 12/14/1993 | Registered |
| US010-USB | GOLD COAST BLEND | 74/156,595 | 4/12/1991 | 30 | 1,760,103 | 3/23/1993 | Registered |
| US012-USB | MERIDIAN | 73/836,245 | 11/6/1989 | 30 | 1,599,775 | 6/5/1990 | Registered |
| US015-USB | STARBUCKS | 75/540,784 | 6/3/1985 | 21 | 1,372,630 | 11/26/1985 | Registered |
| US016-USB | STARBUCKS | 73/540,953 | 6/3/1985 | 30 | 1,452,359 | 8/11/1987 | Registered |
| US017-USB | STARBUCKS | 73/540,952 | 6/3/1985 | 42 | 1,444,549 | 6/23/1987 | Registered |
| US018-USB | STARBUCKS COFFEE (Design) (Old) | 701,713 | 11/11/1988 | 30,42 | 1,542,775 | 6/6/1989 | Registered |
| US019-USB | STARBUCKS (Design) (Old) | 540,824 | 6/3/1985 | 30,31,42 | 1,417,602 | 1/16/1986 | Registered |
| US020-USB | STARBUCKS COFFEE (Design w/color) | 74/348,802 | 11/5/1993 | 21,30,42 | 1,815,937 | 1/11/1994 | Registered |
| US022-USB | STARBUCKS COFFEE (Design) | 74/348,803 | 11/5/1993 | 21,30,42 | 1,815,938 | 1/11/1994 | Registered |
| US024-USB | STARBUCKS COFFEE TEA SPICES (Design) | 73/093,437 | 7/14/1976 | 30 | 1,098,925 | 8/8/1978 | Registered |
| US025-USB | STARBUCKS ON ICE | 74/296,783 | 7/23/1992 | 30,42 | 1,758,589 | 3/16/1993 | Registered |
| US027-USB | STARBUCKS ROAST | 74/276,676 | 5/18/1992 | 30,40 | 1,821,547 | 2/15/1994 | Registered |
| US028-USB | YUKON BLEND | 540,823 | 6/3/1985 | 30 | 1,371,601 | 11/19/1985 | Registered |
| US030-USB | STARBUCKS COFFEE (Design) | 74/416,608 | 7/26/1993 | 30 | 1,943,361 | 12/26/1995 | Registered |
| US031-USB | GAZEBO BLEND | 74/514,645 | 4/20/1994 | 30 | 1,877,837 | 2/7/1995 | Registered |
| US036-USB | LIVELY IMPRESSIONS BRIGHT, MILD & WELCOMING | 74/525,513 | 5/17/1994 | 30 | 1,887,363 | 4/4/1995 | Registered |
| US037-USB | RICH TRADITIONS DEEP, COMPLEX & SATISFYING | 74/525,514 | 5/17/1994 | 30 | 1,887,364 | 4/4/1995 | Registered |
| US038-USB | BOLD EXPRESSIONS DIVERSE, DISTINCTIVE AND INTRIGUING | 74/525,515 | 5/17/1994 | 30 | 1,887,365 | 4/4/1995 | Registered |
| US039-USB | DECAFFEINATED CLASSICS RICH FLAVORS, REWARDING CHARACTER | 74/525,516 | 5/17/1994 | 30 | 1,888,728 | 4/11/1995 | Registered |
| US042-USB | CAFFE VELA | 74/567,086 | 8/29/1994 | 30 | 2,048,572 | 4/11/1997 | Registered |
| US043-USB | CAFFE LYRA | 74/567,087 | 8/28/1994 | 30 | 1,952,687 | 1/30/1996 | Registered |
| US045-USB | CAFFE GEMMA | 74/567,085 | 8/29/1994 | 30 | 1,950,553 | 1/23/1996 | Registered |
| US047-USB | DOUBLE SHOT | 74/586,625 | 10/17/1994 | 30 | 2,044,320 | 3/11/1997 | Registered |
| US052-USB | INFUSIA | 74/586,624 | 10/17/1994 | 30 | 2,061,837 | 5/13/1997 | Registered |
| US056-USB | FRAPPUCINO | 74/187,456 | 7/22/1991 | 30 | 1,745,953 | 1/12/1993 | Registered |
| US057-USB | STARBUCKS COFFEE (Design) | 75/976,499 | 10/18/1994 | 30,32 | 2,120,653 | 12/9/1997 | Registered |

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| | | | | | | | |
|-----------|---|-------------|------------|------------|-----------|------------|------------|
| US058-USB | STARBUCKS COFFEE (Design) | 74/802, 149 | 1/15/1993 | 07, 16 | 1,891,561 | 4/25/1995 | Registered |
| US059-USB | MANY TRADITIONS ONE WORLD | 74/617, 481 | 1/3/1995 | 42 | 2,020,190 | 12/3/1996 | Registered |
| US061-USB | BOTTLE DESIGN | 74/634, 053 | 2/14/1995 | 30 | 2,110,062 | 10/28/1997 | Registered |
| US062-USB | STARBUCKS COFFEE (Design) | 74/634, 054 | 2/14/1995 | 28 | 2,030,878 | 1/14/1997 | Registered |
| US063-USB | STARBUCKS | 74/705, 318 | 7/24/1995 | 42 | 2,073,104 | 6/24/1997 | Registered |
| US064-USB | STARBUCKS COFFEE (Stylized Block Letters) | 74/705, 315 | 7/24/1995 | 42 | 2,035,005 | 2/4/1997 | Registered |
| US078-USB | STARBUCKS COFFEE | 74/705, 314 | 7/24/1995 | 42 | 2,039,849 | 2/25/1997 | Registered |
| US079-USB | LUNETTE | 74/718, 906 | 8/22/1995 | 29, 30 | 2,178,847 | 8/4/1998 | Registered |
| US080-USB | PERFECTION IN THE CUP | 75/001, 846 | 10/5/1995 | 42 | 2,004,332 | 10/1/1996 | Registered |
| US081-USB | NAVIGATOR | 74/715, 273 | 8/14/1995 | 30 | 2,078,252 | 7/1/1997 | Registered |
| US082-USB | NAVIGATOR (Design) | 74/715, 272 | 8/14/1995 | 30 | 2,074,388 | 6/24/1997 | Registered |
| US083-USB | FRAPPUCINO | 74/715, 271 | 8/14/1995 | 29, 32 | 2,148,066 | 3/31/1998 | Registered |
| US084-USB | FRAPPUCINO | 75/001, 847 | 10/5/1995 | 29, 30, 32 | 2,151,175 | 4/14/1998 | Registered |
| US085-USB | STARBUCKS | 75/001, 848 | 10/5/1995 | 30 | 2,091,940 | 8/26/1997 | Registered |
| US086-USB | STARBUCKS COFFEE (Design) | 75/001, 849 | 10/5/1995 | 30 | 2,091,941 | 8/26/1997 | Registered |
| US087-USB | NIGHT CUP | 75/015, 913 | 11/7/1995 | 30 | 2,025,317 | 12/24/1996 | Registered |
| US089-USB | STARBUCKS COFFEE (Design) | 75/061, 642 | 2/7/1996 | 25 | 2,028,943 | 1/7/1997 | Registered |
| US090-USB | STARBUCKS COFFEE | 75/061, 641 | 2/7/1996 | 25 | 2,024,105 | 12/17/1996 | Registered |
| US097-USB | STARBUCKS COFFEE | 75/072, 277 | 3/13/1996 | 29 | 2,102,737 | 10/7/1997 | Registered |
| US098-USB | STARBUCKS COFFEE | 75/070, 283 | 3/11/1996 | 07, 16 | 2,047,491 | 3/25/1997 | Registered |
| US099-USB | VENTI | 75/109, 690 | 5/24/1996 | 29, 30 | 2,175,431 | 7/21/1998 | Registered |
| US100-USB | RHUMBA FRAPPUCINO | 75/109, 689 | 5/24/1996 | 29, 30 | 2,283,531 | 10/5/1999 | Registered |
| US101-USB | STARBUCKS COFFEE | 75/116, 661 | 6/10/1996 | 30 | 2,104,933 | 10/14/1997 | Registered |
| US102-USB | FRAPPUCINO (Script Design) (Old) | 75/110, 366 | 5/28/1996 | 29, 30 | 2,251,651 | 6/8/1999 | Registered |
| US103-USB | FRAPPUCINO (Design) | 75/110, 365 | 5/28/1996 | 29, 30 | 2,149,732 | 4/7/1998 | Registered |
| US104-USB | WEVE GOT COFFEE DOWN COLD | 75/130, 557 | 7/8/1996 | 35, 42 | 2,129,923 | 1/20/1998 | Registered |
| US105-USB | BREW UNTO OTHERS | 75/130, 556 | 7/8/1996 | 35, 42 | 2,129,922 | 1/20/1998 | Registered |
| US106-USB | FRAPPUCINO ON THE ROCKS | 75/155, 016 | 8/23/1996 | 30 | 2,245,299 | 5/18/1999 | Registered |
| US108-USB | VERISMO | 75/206, 202 | 8/23/1996 | 11 | 2,162,855 | 6/2/1998 | Registered |
| US111-USB | FONTANA (Block Letters) | 75/975, 675 | 10/17/1994 | 30 | 2,051,647 | 4/8/1997 | Registered |
| US112-USB | FONTANA (Script Letters) | 75/975, 676 | 10/17/1994 | 30 | 2,058,438 | 4/29/1997 | Registered |
| US113-USB | FILL YOUR SOUL | 75/233, 828 | 1/30/1997 | 35, 42 | 2,185,449 | 9/7/1998 | Registered |
| US114-USB | CONTENTMENT, BY THE CUP | 75/233, 829 | 1/30/1997 | 35, 42 | 2,188,899 | 9/15/1998 | Registered |
| US116-USB | KANZI BLEND | 75/234, 079 | 1/30/1997 | 30 | 2,165,424 | 6/16/1998 | Registered |
| US117-USB | MAKAI BLEND | 75/234, 078 | 1/30/1997 | 30 | 2,158,491 | 5/19/1998 | Registered |
| US119-USB | STUDIO BLEND | 75/233, 826 | 1/30/1997 | 30 | 2,196,502 | 10/13/1998 | Registered |

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| | | | | | | | |
|-----------|--|------------|------------|--------|-----------|------------|------------|
| US120-USB | JAVASEA BLEND | 75/233,825 | 1/30/1997 | 30 | 2,186,501 | 10/13/1998 | Registered |
| US121-USB | KAHAWA BLEND | 75/235,771 | 2/3/1997 | 30 | 2,175,841 | 7/21/1998 | Registered |
| US122-USB | ROMESSO BLEND | 75/233,830 | 1/30/1997 | 30 | 2,198,503 | 10/13/1998 | Registered |
| US123-USB | PROMENADE BLEND | 75/235,774 | 2/3/1997 | 30 | 2,171,958 | 7/7/1998 | Registered |
| US124-USB | STARBUCKS | 75/362,655 | 9/24/1997 | 7 | 2,180,757 | 8/11/1998 | Registered |
| US125-USB | STARBUCKS | 75/362,656 | 9/24/1997 | 9 | 2,236,553 | 4/6/1999 | Registered |
| US126-USB | STARBUCKS | 75/362,713 | 9/24/1997 | 11 | 2,176,977 | 7/28/1998 | Registered |
| US131-USB | STARBUCKS | 75/975,893 | 10/18/1994 | 30, 32 | 2,088,615 | 8/5/1997 | Registered |
| US136-USB | IMOCHA MAMBO | 75/327,258 | 7/19/1997 | 30 | 2,165,945 | 6/16/1998 | Registered |
| US137-USB | FONTANA | 75/976,004 | 10/18/1994 | 30, 32 | 2,074,571 | 6/24/1997 | Registered |
| US138-USB | ENCANTA BLEND | 75/327,255 | 7/19/1997 | 30 | 2,282,016 | 9/28/1999 | Registered |
| US144-USB | BEARISTA | 75/334,830 | 8/21/1997 | 28 | 2,199,113 | 10/20/1998 | Registered |
| US145-USB | STARBUCKS | 75/362,712 | 9/24/1997 | 14 | 2,178,663 | 8/4/1998 | Registered |
| US146-USB | STARBUCKS | 75/362,715 | 9/24/1997 | 16 | 2,180,761 | 8/11/1998 | Registered |
| US147-USB | STARBUCKS | 75/362,714 | 9/24/1997 | 18 | 2,180,760 | 8/11/1998 | Registered |
| US148-USB | STARBUCKS | 75/362,854 | 9/24/1997 | 21 | 2,189,460 | 9/15/1998 | Registered |
| US149-USB | STARBUCKS | 75/362,853 | 9/24/1997 | 25 | 2,176,974 | 7/28/1998 | Registered |
| US152-USB | STARBUCKS COFFEE | 75/362,660 | 9/24/1997 | 9 | 2,236,554 | 4/6/1999 | Registered |
| US153-USB | STARBUCKS COFFEE | 75/362,659 | 9/24/1997 | 11 | 2,178,662 | 8/4/1998 | Registered |
| US154-USB | STARBUCKS COFFEE | 75/362,716 | 9/24/1997 | 14 | 2,178,664 | 8/4/1998 | Registered |
| US155-USB | STARBUCKS COFFEE | 75/362,717 | 9/24/1997 | 16 | 2,178,665 | 8/4/1998 | Registered |
| US156-USB | STARBUCKS COFFEE | 75/362,697 | 9/24/1997 | 21 | 2,189,461 | 9/15/1998 | Registered |
| US160-USB | STARBUCKS COFFEE (Design) | 75/362,651 | 9/24/1997 | 9 | 2,277,174 | 9/14/1999 | Registered |
| US161-USB | STARBUCKS COFFEE (Design) | 75/362,662 | 9/24/1997 | 11 | 2,176,976 | 7/28/1998 | Registered |
| US162-USB | STARBUCKS COFFEE (Design) | 75/362,657 | 9/24/1997 | 14 | 2,176,975 | 7/28/1998 | Registered |
| US163-USB | STARBUCKS COFFEE (Design) | 75/362,658 | 9/24/1997 | 16 | 2,180,758 | 8/11/1998 | Registered |
| US164-USB | STARBUCKS COFFEE (Design) | 75/362,698 | 9/24/1997 | 18 | 2,180,759 | 8/11/1998 | Registered |
| US167-USB | STARBUCKS ENCORE | 75/362,590 | 9/25/1997 | 35 | 2,227,639 | 3/2/1999 | Registered |
| US168-USB | SERENADE BLEND | 75/372,702 | 10/14/1997 | 30 | 2,184,197 | 8/25/1998 | Registered |
| US169-USB | ARIA BLEND | 75/372,703 | 10/14/1997 | 30 | 2,184,198 | 8/25/1998 | Registered |
| US180-USB | STARBUCKS BARISTA | 75/372,701 | 10/14/1997 | 11 | 2,177,000 | 7/28/1998 | Registered |
| US181-USB | SIRENS NOTE BLEND | 75/372,700 | 10/14/1997 | 30 | 2,254,396 | 6/15/1999 | Registered |
| US182-USB | KOMODO DRAGON BLEND | 75/386,489 | 11/7/1997 | 30 | 2,187,932 | 9/8/1998 | Registered |
| US183-USB | STARBUCKS COFFEE (Stylized Block Letters in color) | 75/386,843 | 11/7/1997 | 42 | 2,184,259 | 8/25/1998 | Registered |
| US184-USB | STARBUCKS COFFEE (Stylized Block Letters in color) | 75/386,841 | 11/7/1997 | 42 | 2,227,836 | 8/25/1998 | Registered |

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| | | | | | | | |
|-----------|--|------------|------------|----------------|-----------|------------|---------------------|
| US186-USB | STARBUCKS COFFEE (Design) (Green-PMS3425) | 75/386,496 | 11/7/1997 | 42 | 2,266,352 | 8/3/1999 | Registered |
| US186-USB | STARBUCKS COFFEE (Design) (Green-PMS3425) | 75/386,460 | 11/7/1997 | 30 | 2,266,351 | 8/3/1999 | Registered |
| US187-USB | MILDER DIMENSIONS | 75/406,073 | 12/16/1997 | 30 | 2,218,831 | 1/19/1999 | Registered |
| US188-USB | STARBUCKS COFFEE (Stylized Block Letters in color) | 75/386,842 | 11/7/1997 | 35 | 2,227,837 | 3/2/1999 | Registered |
| US189-USB | STARBUCKS COFFEE (Stylized Block Letters in color) | 75/386,840 | 11/7/1997 | 35 | 2,227,835 | 3/2/1999 | Registered |
| US190-USB | STARBUCKS COFFEE (Design) (Green-PMS3425) | 75/386,495 | 11/7/1997 | 35 | 2,325,182 | 3/7/2000 | Registered |
| US191-USB | BREVE BAR | 75/421,704 | 1/22/1998 | 35 | 2,246,830 | 5/18/1999 | Registered |
| US192-USB | FRAPPUCCHINO | 75/401,716 | 12/8/1997 | 25 | 2,458,908 | 6/12/2001 | Registered |
| US193-USB | LIGHTNOTE BLEND | 75/413,089 | 1/2/1998 | 30 | 2,258,080 | 6/29/1999 | Registered |
| US195-USB | STARBUCKS COFFEE | 75/440,833 | 2/26/1998 | 18 | 2,228,587 | 3/2/1999 | Registered |
| US196-USB | POWER FRAPPUCCHINO | 75/447,123 | 3/9/1998 | 29, 30 | 2,213,117 | 12/22/1998 | Registered |
| US197-USB | STARBUCKS BARISTA ZIA | 75/469,366 | 4/17/1998 | 11 | 2,282,913 | 10/5/1999 | Registered |
| US198-USB | TAZZI | 75/469,492 | 4/17/1998 | 30 | 2,264,825 | 7/27/1999 | Registered |
| US199-USB | TAZZI | 75/469,493 | 4/17/1998 | 32 | 2,221,847 | 2/2/1999 | Registered |
| US200-USB | TAZZI BLENDED JUICED TEA | 75/509,516 | 6/17/1998 | 30 | 2,246,219 | 5/18/1999 | Registered |
| US201-USB | TAZZI BLENDED JUICED TEA | 75/509,517 | 6/17/1998 | 32 | 2,244,760 | 5/11/1999 | Registered |
| US202-USB | TREE IN BOX (Design Only) | 75/586,598 | 11/10/1998 | 30 | 2,409,286 | 11/28/2000 | Registered |
| US204-USB | WHEN COFFEE DREAMS IT DREAMS OF CHOCOLATE | 75/647,884 | 2/25/1999 | 30, 35 | 2,527,989 | 1/8/2002 | Registered |
| US205-USB | DOPPIO | 75/683,275 | 3/17/1999 | 35 | 2,389,406 | 9/26/2000 | Registered |
| US209-USB | CUSTOM ROAST (Design) | 75/932,203 | 2/28/2000 | 30 | 2,553,708 | 3/26/2002 | Registered |
| US210-USB | A LATTE TO LOVE | 76/109,982 | 8/11/2000 | 35, 42 | 2,490,549 | 9/18/2001 | Registered |
| US211-USB | CHILL PATROL | 76/377,182 | 3/1/2002 | 29, 30, 32, 43 | | | Pending Application |
| US212-USB | STARBUCKS BARISTA | 76/036,089 | 4/27/2000 | 7 | 2,475,540 | 8/7/2001 | Registered |
| US215-USB | STARBUCKS COFFEE (Design) | 76/037,042 | 4/28/2000 | 29 | | | Pending Application |
| US218-USB | EXPLORE ESPRESSO | 76/104,381 | 8/4/2000 | 35, 42 | | | Pending Application |
| US219-USB | FRESH ROASTED ICE CREAM | 76/203,123 | 1/31/2001 | 30 | 2,575,764 | 6/4/2002 | Registered |
| US220-USB | WAKE UP AND SMELL THE ICE CREAM | 76/233,592 | 3/30/2001 | 30 | 2,620,409 | 9/17/2002 | Registered |

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| | | | | | | | |
|-----------|---------------------------------|------------|------------|------------|-----------|------------|---------------------|
| US221-USB | COFFEE THAT MELTS IN YOUR MOUTH | 76/200,569 | 1/26/2001 | 30 | 2,667,076 | 12/24/2002 | Registered |
| US227-USB | STARBUCKS DOUBLESHOT | 76/300,794 | 8/15/2001 | 29, 30, 32 | | | Pending Application |
| US229-USB | GRANBERRY BLISS | 76/335,339 | 11/7/2001 | 30 | 2,781,211 | 11/11/2003 | Registered |
| US229-USB | GUM TIN DESIGN | 76/317,574 | 9/25/2001 | 30 | 2,596,381 | 7/16/2002 | Registered |
| US230-USB | PURE BLISS | 76/333,849 | 11/5/2001 | 30 | | | Pending Application |
| US231-USB | SERENA ORGANIC BLEND | 78/176,149 | 10/18/2002 | 30 | 2,823,180 | 3/16/2004 | Registered |
| US232-USB | CUP DESIGN (One Sided) | 78/175,839 | 10/17/2002 | 30, 43 | | | Pending Application |
| US233-USB | CUP DESIGN (Three Sided) | 78/175,837 | 10/17/2002 | 30, 43 | | | Pending Application |
| US234-USB | STARBUCKS CARD DESIGN | 78/167,529 | 9/24/2002 | 35, 43 | | | Pending Application |
| US237-USB | STARBUCKS COFFEE (Design) | 78/176,760 | 10/21/2002 | 36 | | | Pending Application |
| US238-USB | STARBUCKS COFFEE (Design) | 75/982,978 | 4/28/2000 | 29 | 2,698,192 | 3/11/2003 | Registered |
| US239-USB | STARBUCKS | 78/975,012 | 4/28/2000 | 29 | 2,698,594 | 3/11/2003 | Registered |
| US240-USB | WHAT STIRS YOU? | 78/201,369 | 1/8/2003 | 30 | | | Pending Application |
| US241-USB | WHAT STIRS YOU? | 78/201,370 | 1/8/2003 | 35 | | | Pending Application |
| US242-USB | WHAT STIRS YOU? | 78/201,371 | 1/8/2003 | 43 | | | Pending Application |
| US243-USB | COMMITMENT TO ORIGINS | 78/216,681 | 2/19/2003 | 30 | | | Pending Application |
| US249-USB | DUETTO | 78/239,203 | 4/17/2003 | 36 | | | Pending Application |
| US250-USB | BARKISTA | 78/246,963 | 5/7/2003 | 28 | | | Pending Application |
| US251-USB | STARBUCKS | 78/254,886 | 5/27/2003 | 33 | | | Pending Application |
| US252-USB | STARBUCKS COFFEE (Design) | 78/254,552 | 5/27/2003 | 33 | | | Pending Application |
| US253-USB | FRAPPUCINO | 78/255,113 | 5/28/2003 | 35 | | | Pending Application |

Schedule of Marks for Assignment from
Starbucks U.S. Brands Corporation to Starbucks U.S. Brands, LLC

| | | | | | | | |
|-----------|------------------------|------------|-----------|------------|--|--|---------------------|
| US254-USB | FRAPPUCCINO | 78/255,117 | 5/28/2003 | 43 | | | Pending Application |
| US255-USB | GUATEMALA CASI CIELO | 78/280,901 | 7/30/2003 | 30 | | | Pending Application |
| US257-USB | BLACK APRON EXCLUSIVES | 76/571,470 | 1/22/2004 | 30 | | | Pending Application |
| US258-USB | BEARISTA | 78/367,512 | 2/13/2004 | 21 | | | Pending Application |
| US263-USB | STARBUCKS DOUBLESHOT | 76/976,409 | 8/15/2001 | 29, 30, 32 | | | Pending Application |

10-04-2004

FORM PTO-1594



102777842

Director, U.S. Patent and Trademark Office
Mail Stop Assignment Recordation Services
Attorney Docket No. 08957.1406

To the Honorable Commissioner of Patents

attached original documents or copy thereof.

1. Name(s) of conveying party(ies):
Starbucks U.S. Brands Corporation

Individual(s)
 Association
 Limited Partnership
 Corporation - California
 General Partnership
 Other:

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

MRO
5-12-04

2. Name(s) and address(es) of receiving party(ies):

Name: Starbucks U.S. Brands, LLC

Address: 2525 Starbucks Way
Minden, Nevada 89423

Individual(s) [Identify Country of citizenship]
 Association [Identify country/state]
 General Partnership [Identify country/state]
 Limited Partnership Nevada/USA
 Corporation [Identify country/state]
 Other: [Identify type of entity and country/state]

If assignee is not domiciled in the United States, a domestic representative is attached: NA Yes No

(Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

Assignment
 Merger (Copy of the Articles of Merger attached)
 Security Agreement
 Change of Name
 Other:

Execution Date: February 17, 2004

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

A. Trademark Application Number(s):
See attached schedule

Additional numbers attached? Yes No

B. Trademark Registration Number(s):
See attached schedule

Yes No

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

Name: Julia Anne Matheson

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 154

7. Total fee (37 CFR 3.41): \$3,860

Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Julia Anne Matheson

Name of person signing

Signature

May 12, 2004

Date

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

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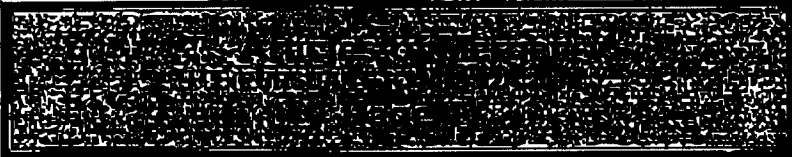
DEAN HELLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

LLC 20071-03

FILED #

FEB 10 2004

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE



Important: Read attached instructions before completing form.

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(Pursuant to Nevada Revised Statutes Chapter 92A)
(excluding 92A.200(4b))
SUBMIT IN DUPLICATE

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

Starbucks U.S. Brands Corporation
Name of merging entity

California
Jurisdiction

corporation
Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

Starbucks U.S. Brands, LLC
Name of surviving entity

Nevada
Jurisdiction

limited liability company
Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

**See Articles of Merger attached hereto and incorporated herein by reference.

This form must be accompanied by appropriate fees. See attached for schedule.

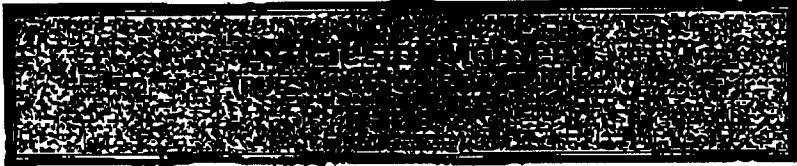
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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.180):

Addr: _____

City: _____

3) (Choose one)

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" X 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from :

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

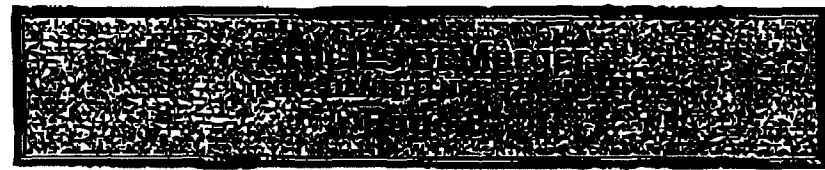
This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM 11/19/03
Revised 01/18/04

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(b) The plan was approved by the required consent of the owners of:

Starbucks U.S. Brands Corporation
Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or:

Starbucks U.S. Brands, LLC
Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

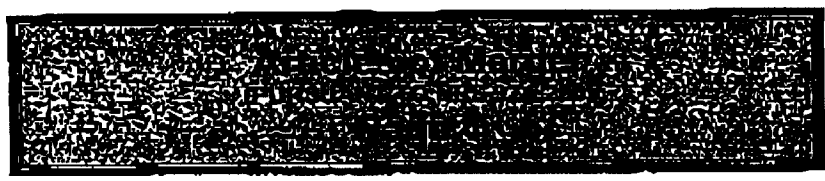
This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State ASB Mergers 2003
Revised 04/14/04

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AGENCY SPACE IS FOR OFFICE USE ONLY

(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees. See attached fee schedule.

*Nevada Secretary of State All Merger 2003
Revised 04/19/04/03*

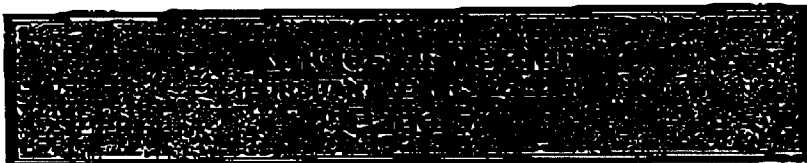
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Important: Read attached instructions before completing form.

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

N/A

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)**: February 17, 2004

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
revised 04/10/04

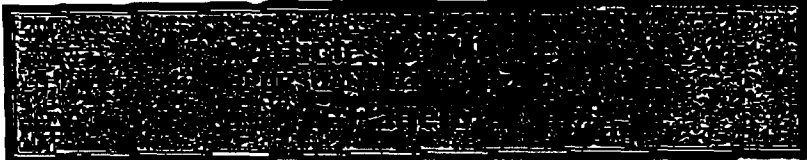
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- 8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.);

Starbucks U.S. Brands Corporation
 Name of merging entity _____
 Signature David Landau Title vice president Date 2 / 09 / 04

Name of merging entity _____
 Signature _____ Title _____ Date _____

Name of merging entity _____
 Signature _____ Title _____ Date _____

Name of merging entity _____
 Signature _____ Title _____ Date _____

Starbucks U.S. Brands, LLC
 Name of surviving entity _____
 Signature David Landau Title manager Date 2 / 09 / 04

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees. See attached fee schedule.

Secretary of State AM Month 2003 Revised 01/02/03

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LLC 20071-6

ARTICLES OF MERGER
OF
STARBUCKS U.S. BRANDS CORPORATION
a California corporation
INTO
STARBUCKS U.S. BRANDS, LLC
a Nevada limited liability company

Pursuant to Section 92A.200 of the Nevada Revised Statutes, Starbucks U.S. Brands, LLC, a Nevada limited liability company, as the surviving entity, does hereby deliver to the Nevada Secretary of State the following Articles of Merger:

Article I

The constituent entities to the merger are (i) Starbucks U.S. Brands Corporation, a California corporation (the "Merging Entity"), as the merging entity, and (ii) Starbucks U.S. Brands LLC, a Nevada limited liability company ("Surviving Entity"), as the surviving entity (each a "Constituent Entity" and together, the "Constituent Entities").

Article II

An agreement and plan of merger (the "Plan of Merger"), has been adopted by the Surviving Entity and by the Merging Entity.

Article III

Approval by the sole member of the Surviving Entity was required and the Plan of Merger was submitted to and approved by the written consent of such sole member. The Plan of Merger was approved by the Merging Entity in the manner required by the laws of the State of California.

Article IV

The Articles of Organization of the Surviving Entity shall not be amended as a result of the Merger.

Article V

The complete executed Plan of Merger is on file at the registered office of the Surviving Entity, 2525 Starbucks Way, Minden, NV 89423, and a copy of the complete executed Plan of Merger will be furnished by the Surviving Entity, on request and

05/11/2004 13:29 FAX 208 318 7793 STARBUCKS LEGAL 013
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without cost, to any member of the Surviving Entity or shareholder of the Merging Entity.

Article VI

This merger shall become effective on February 17, 2004.

Article VII

These Articles of Merger may be executed in one or more counterparts, each of which shall be deemed an executed original and all of which together shall constitute one and the same instrument.

[Signature page follows.]

IN WITNESS WHEREOF, these Articles of Merger have been duly executed on the 9th day of February, 2004.

"SURVIVING ENTITY"

Starbucks U.S. Brands, LLC
a Nevada limited liability company

By: 
Name: David Landau
Its: Manager

"MERGING ENTITY"

Starbucks U.S. Brands Corporation
a California corporation

By: 
Name: David Landau
Its: vice president