

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office

MRD 4-8-98

07-22-1998

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RECORD
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100769994

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 # 1661 Frame # 0117

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date: JUL 17 98
Month: Day: Year: _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
9/28/97

Name Starbucks Corporation

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Washington

Receiving Party

Mark if additional names of receiving parties attached

Name Starbucks U.S. Brands Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 533 Airport Boulevard, Suite 400

Address (line 2) _____

Address (line 3) Burlingame

California

94010

- Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

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.)

FOR OFFICE USE ONLY

04/15/1998 SSMITH 00000037 1683124 40.00 GP
01 FC:481

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering 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 Practices. 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

REEL: 1766 FRAME: 0361



Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,683,124"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Shirley J. Su

4-8-99

Name of Person Signing

Signature

Date Signed



TRADEMARK AND SERVICE MARK ASSIGNMENT

THIS TRADEMARK AND SERVICE MARK ASSIGNMENT is made and entered into as of the 28th day of September, 1997 by Starbucks Corporation, a Washington corporation, having its principal place of business at 2401 Utah Avenue South, P.O. Box 34067, Seattle, Washington 98124-1067 ("Assignor"), to Starbucks U.S. Brands Corporation, a California corporation, having its principal place of business at 533 Airport Blvd, Suite 400, Burlingame, California 94010 ("Assignee").

WITNESSETH:

WHEREAS, Assignor has adopted, used and is using: the trademarks and service marks listed on Schedule A, which marks are registered in the United States Patent and Trademark Office; the trademarks and service marks listed on Schedule B, which marks are pending registration in the United States Patent and Trademark Office; the trademarks and service marks listed on Schedule C, which marks are registered in the State of Washington; and the common law trademarks and service marks currently used by Assignor in connection with its operations in the United States (the marks described on Schedules A, B and C, attached hereto and made a part hereof and the common law marks are collectively referred to as the "Marks");

WHEREAS, Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the Marks in the United States, together with the goodwill of the business associated therewith, and the registrations and applications for registration thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and convey to Assignee all of Assignor's right, title and interest in and to the Marks in the United States, the registrations, and applications therefor listed in Schedules A, B and C together with the goodwill of the business symbolized by the Marks, including, without limitation, Assignor's right, title and interest in and to (1) all income, royalties, damages and payments now and hereafter due and/or payable with respect to the Marks in the United States, including, without limitation, damages and payments for past or future infringements thereof in the United States; (2) the right to sue for past, present and future infringements of the Marks in the United States; (3) the right to secure all renewals for the registrations of the Marks; (4) the right to secure registrations for the Marks in the United States; and (5) all rights corresponding thereto in the United States, as fully and entirely as the same would have been held and enjoyed by Assignor had this Trademark and Service Mark Assignment not been made.

The parties hereby request that the Commissioner of Trademarks issue the certificates of registrations for pending trademark applications listed on Schedule B in the name of the Assignee.

This Trademark and Service Mark Assignment is made in furtherance of, and subject to the terms of that certain Contribution and Assignment Agreement between Starbucks Corporation and Starbucks U.S. Brands Corporation effective as of September 28, 1997.

STARBUCKS CORPORATION

By: Shelley B. Lanza
Name: Shelley B. Lanza
Title: SVP + General Counsel

On this, the 26th day of September, 1997, before me, the undersigned Notary Public, personally appeared Shelley B. Lanza, to me known to be the Senior V.P. + General Counsel of Starbucks Corporation, and known to me to be duly authorized by Starbucks Corporation to sign the foregoing Trademark Assignment, to be effective as of September 28, 1997, and he/she acknowledged that he/she subscribed to the foregoing Trademark and Service Mark Assignment for the purposes and the consideration therein expressed

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal of the date first appearing above.

Dana D. Phillips
Notary Public in and for said county
and state Dana D. Phillips
My commission expires October 29, 1999

[SEAL]



Law Offices Of

HOWARD
RICE
NEMEROVSKI
CANADY
FALK
& RABKIN

A Professional Corporation

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SUE A. KRENEK
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SACHIN D. ADARKAR
CARLO C. MORMORUNNI
KATHRYN A. VACLAVIK
DUJANE R. VALZ
CHRISTOPHER J. KIM

DAVID F. CAMPOS
JEFFREY E. FAUCETTE
JONATHAN W. HUGHES
JAYASHRI SRIKANTIAH
ROLA J. YAMINI
JESSICA T. MARTIN
PETER J. DROBAC
KRISTAN S. MAYER

Of Counsel

HENRY W. HOWARD
ROBERT R. NIELSEN
LINDA A. MABRY
STEVEN L. SWIG

* Resident in Southern California
† Admitted in New York

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TELEPHONE 650/354-3750
FACSIMILE 650/354-3708

SOUTHERN CALIFORNIA

610 NEWPORT CENTER DRIVE
SUITE 450
NEWPORT BEACH, CA 92660-6435
TELEPHONE 714/721-6900
FACSIMILE 714/721-6910

April 10, 1998

EXPRESS MAIL EM549296565US

Ms. Joyce Johnson
Supervisor
Assignment Division
U.S. Patent and Trademark Office
North Tower Building, Suite 10C35
Washington, D.C. 20231

Re: Starbucks U.S. Brands Corporation -
Request for Correction of Recordation of Assignment

Dear Ms. Johnson:

Enclosed is the Recordation Form Cover Sheet, Request for Correction of Recordation, a copy of the Trademark and Service Mark Assignment, and a check for \$40.00.

As we discussed on April 8, 1998, three applications were inadvertently included in the Trademark and Service Mark Assignment. The applications are Serial Nos. 75/362,695, 75/362,696 and 75/365,788, all for the mark CIRCADIA. The Assignment was recorded on November 26, 1997 at Reel 1661, Frame 0117. As you instructed, we are resubmitting the Assignment for re-recording, together with a request to exclude the three CIRCADIA applications from recordation. You also instructed us to list only one of the properties on the Recordation Form Cover Sheet and to submit a check for \$40.00.

TRADEMARK
REEL: 1766 FRAME: 0365

Ms. Joyce Johnson
April 10, 1998
Page 2

We also note that the Notice of Recordation does not include the following registrations listed on page 2 of Exhibit A to the Assignment:

Reg. 2,051,647, for FONTANA
Reg. 2,058,438, for FONTANA
Reg. 2,086,615, for STARBUCKS
Reg. 2,074,571, for FONTANA

Please include these registrations in the re-recording.

We appreciate your assistance, and please contact us if you have any questions.

Very truly yours,



Malia Abril
Trademark Administrator

Enclosures

cc: Ms. Tina Morrison (w/enclosures)
Shirley J. Su, Esq.

UNITED STATES PATENT AND TRADEMARK OFFICE

In re Trademark Applications)
)
Serial No.: 75/362,695)
Mark: CIRCADIA)
)
Serial No.: 75/362,696)
Mark: CIRCADIA)
)
Serial No.: 75/365,788)
Mark: CIRCADIA)

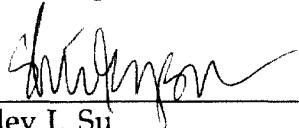
BOX ASSIGNMENTS, FEE
U.S. Patent and Trademark Office
North Tower Building, Suite 10C35
Washington, D.C. 20231

REQUEST FOR CORRECTION OF RECORDATION

Starbucks U.S. Brands Corporation requests that the recordation of the attached Trademark and Service Mark Assignment be corrected by re-recording the assignment of the properties listed therein, **except Serial Nos. 75/362,695, 75,362,696 and 75/365,788**. The Assignment was previously recorded on November 26, 1997 at Reel 1661, Frame 0117.

DATED: April 9, 1998.

HOWARD, RICE, NEMEROVSKI,
CANADY, FALK & RABKIN, A
Professional Corporation

By 
Shirley J. Su

Attorneys for Starbucks U.S. Brands
Corporation

410/481

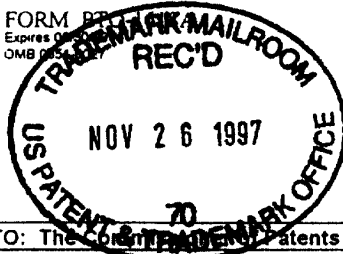
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FORM 10-97
Expires 01-01-00
OMB 0401-0047

12-09-1997

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



100586486

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Office 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
- Merger
- Change of Name
- Other _____

LRD
10-26-97

Effective Date
Month Day Year
9/28/97

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
9/28/97

Name Starbucks Corporation

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Washington

Receiving Party

Mark if additional names of receiving parties attached

Name Starbucks U.S. Brands Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 533 Airport Boulevard, Suite 400

Address (line 2) _____

Address (line 3) Burlingame California 94010
City State/Country Zip Code

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

Citizenship/State of Incorporation/Organization California

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering 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 (0661-0027), 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

1/04/1997 SHOPPER 00000222 1683124

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TRADEMARK
REEL: 1766 FRAME: 0368

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

SEE EXHIBIT B ATTACHED

Registration Number(s)

SEE EXHIBIT A ATTACHED

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

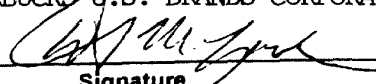
Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

STARBUCKS U.S. BRANDS CORPORATION

David M. Landau

By: 

November 21, 1997

Name of Person Signing

Signature

Date Signed

Its Vice President

EXHIBIT A
SCHEDULE OF INTELLECTUAL PROPERTY

FEDERALLY REGISTERED UNITED STATES TRADEMARKS

<u>Trademark</u>	<u>Registr. No.</u>	<u>Registr. Date</u>
Caffe Verona	1,683,124	4/14/92
Caffe Verona (Design)	1,683,123	4/14/92
Christmas Blend	1,686,609	5/12/92
Christmas Blend (Design)	1,683,125	4/14/92
Coffee Matters	1,797,787	10/12/93
Decaf. Christmas Blend (Design)	1,679,570	3/17/92
Drop In For A Night Cup	1,754,395	2/23/93
Explore Espresso	1,810,969	12/14/93
Explore Espresso (Design)	1,810,968	12/14/93
Gold Coast Blend	1,760,103	3/23/93
Gold Coast Blend (Design)	1,722,234	10/6/92
Meridian	1,599,775	6/5/90
Meridian (Design)	1,621,478	11/6/90
Solar Power	1,121,503	7/3/79
Starbucks	1,372,630	11/26/85
Starbucks	1,452,359	8/11/87
Starbucks	1,444,549	6/23/87
Starbucks Coffee (Design)	1,542,775	6/6/89
Starbucks (Design)	1,417,602	11/18/86
Starbucks Coffee (New Mermaid with color)	1,815,937	1/11/94
Starbucks Coffee (New Mermaid with color)	1,893,602	5/9/95
Starbucks Coffee (New Mermaid)	1,815,938	1/11/94
Starbucks Coffee Tea Spices (Design)	1,098,925	8/8/78
Starbucks On Ice	1,758,589	3/16/93
Starbucks On Ice (Design)	1,793,782	9/21/93
Starbucks Roast	1,812,547	2/15/94
Yukon Blend	1,371,601	11/19/85
Yukon Blend (Design)	1,679,569	3/17/92
Starbucks Coffee (Design)	1,943,361	12/26/95
Gazebo Blend	1,877,837	2/7/95
Gazebo Blend (Design)	1,880,781	2/28/95
Decaf. Gazebo Blend (Design)	1,880,784	2/28/95
Lively Impress. Bright, Mild & Welcoming	1,887,363	4/4/95
Rich Traditions Deep, Complex & Satisfying	1,887,364	4/4/95
Bold Express. Diverse, Distinctive & Intriguing	1,887,365	4/4/95
Decaf. Classics Rich Flavors, Rewarding Character	1,888,728	4/11/95
Caffe Verona (Design) - Angel design	1,925,685	10/10/95
Caffe Vela	2,048,572	4/1/97
Caffe Lyra	1,952,587	1/30/96

Espresso Luna	1,962,808	3/19/96
Caffe Gemma	1,950,553	1/23/96
Gold Coast Blend (Design)	1,933,078	11/7/95
Double Shot	2,044,320	3/11/97
Proteo	2,080,338	7/15/97
Buon Caffè'	1,981,963	6/25/96
Infusia	2,061,837	5/13/97
Frappuccino	1,745,953	1/12/93
Starbucks Coffee (New Mermaid)	1,891,561	4/25/95
Many Traditions One World	2,020,190	12/3/96
Starbucks Coffee (Design)	2,030,878	1/14/97
Starbucks (Stylized Block Ltrs)	2,073,104	6/24/97
Starbucks Coffee (Stylized Block Ltrs)	2,035,005	2/4/97
Condotti	2,074,334	6/24/97
Proteo Grande	1,971,473	4/30/96
Proteo Romanza	2,044,813	3/11/97
Kontakt	2,039,444	2/18/97
Proteo Barista	2,027,870	12/31/96
Delicozzia	2,063,889	5/20/97
Dolce Divino	2,074,344	6/24/97
Fiorentina	2,080,614	7/22/97
Starbucks Coffee (words only)	2,039,849	2/25/97
Perfection In The Cup	2,004,332	10/1/96
Navigator	2,076,252	7/1/97
Navigator (Design)	2,074,388	6/24/97
Starbucks	2,091,940	8/26/97
Starbucks Coffee (Design)	2,091,941	8/26/97
Night Cup	2,025,317	12/24/96
Starbucks Coffee (Design)	2,028,943	1/7/97
Starbucks Coffee	2,024,105	12/17/96
Starbucks Coffee	2,047,491	3/25/97
Fontana (Design) - block ltrs	2,051,647	4/8/97
Fontana (Design) - script ltrs.	2,058,438	4/29/97
Starbucks	2,086,615	8/5/97
Fontana	2,074,571	6/24/97

EXHIBIT B

SCHEDULE OF INTELLECTUAL PROPERTY

PENDING UNITED STATES TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
Fontana	74/586,971	10/18/94
Fontana (Design) - block ltrs	74/586,622	10/17/94
Fontana (Design) - script ltrs.	74/586,623	10/17/94
Starbucks	75/001,848	10/5/95
Starbucks Coffee (Design)	75/001,849	10/5/95
Starbucks Coffee (Design)	75/061,645	2/7/96
Starbucks Coffee	75/061,644	2/7/96
Starbucks Coffee	75/061,643	2/7/96
Brew Unto Others	75/130,556	7/8/96
Frappuccino on the Rocks	75/155,016	8/23/96
Starbucks, Class 7	75/362,655	9/24/97
Starbucks, Class 9	75/362,656	9/24/97
Starbucks, Class 11	75/362,713	9/24/97
Starbucks, Class 14	75/362,712	9/24/97
Starbucks, Class 16	75/362,715	9/24/97
Starbucks, Class 18	75/362,714	9/24/97
Starbucks, Class 21	75/362,654	9/24/97
Starbucks, Class 25	75/362,653	9/24/97
Starbucks Coffee, Class 9	75/362,660	9/24/97
Starbucks Coffee, Class 11	75/362,659	9/24/97
Starbucks Coffee, Class 14	75/362,716	9/24/97
Starbucks Coffee, Class 16	75/362,717	9/24/97
Starbucks Coffee, Class 21	75/362,697	9/24/97
Starbucks Coffee (and Design), Class 9	75/362,661	9/24/97
Starbucks Coffee (and Design), Class 11	75/362,662	9/24/97
Starbucks Coffee (and Design), Class 14	75/362,657	9/24/97
Starbucks Coffee (and Design), Class 16	75/362,658	9/24/97
Starbucks Coffee (and Design), Class 18	75/362,698	9/24/97
Starbucks Encore, Class 42	75/362,580	9/25/97
Circadia, (Stylized Script Letters) Class 29	75/365,788	9/30/97
Circadia, (Stylized Script Letters) Class 30	75/362,696	9/30/97
Circadia, (Stylized Script Letters) Class 42	75/362,695	9/30/97