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06-14-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTO-1594
1-31-92

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS:

Please record the attached original documents or copy thereof.

ATTORNEY DOCKET NO.: 19153.1039

<p>1. Name of conveying party: Seattle's Best Coffee, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation -- State: Washington <input type="checkbox"/> Other</p> <p>Additional names of conveying parties attached? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p> <p>Seattle Acquisition LLC</p>	<p>2. Name and address of receiving party: Name: Seattle's Best Coffee LLC</p> <p>Internal Address: Suite 200</p> <p>Street Address: 1321 Second Avenue</p> <p>City: Seattle</p> <p>State: Washington</p> <p>Zip: 98111-2409</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation -- State: <input checked="" type="checkbox"/> Other Limited Liability Company</p> <p>If Assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> YES <input type="checkbox"/> NO</p> <p>Additional name(s) and address(es) attached? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO</p>
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JUN 14 2000 11:20
 OPR/FINANCE

3. Nature of conveyance:			
<input type="checkbox"/> Assignment	<input checked="" type="checkbox"/>	Merger	<input type="checkbox"/> Other
<input type="checkbox"/> Security Agreement	<input checked="" type="checkbox"/>	Change of Name	

Execution Date: March 16, 1998 Effective Date: March 16, 1998

4. Application number(s) or registration number(s):	
A. Trademark Application No.(s):	B. Trademark Registration No.(s): 1,716,205
Additional numbers attached? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Mark L. Seigel NEEDLE & ROSENBERG, P.C. Suite 1200, The Candler Building 127 Peachtree Street, N.E. Atlanta, Georgia 30303-1811 (404) 688-0770</p>	<p>6. Total number of applications and registrations involved: One (1)</p> <div style="border: 1px solid black; padding: 5px; margin-top: 10px;"> <p>06/14/2000 JILLANE 00000007 1716205</p> <p>01 FC:481 40.00 DP</p> </div>
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7. Total fee (37 CFR 3.41): \$40.00

Enclosed

Authorized to be charged to Deposit Account.

 The Commissioner is hereby authorized to charge any additional fees which may be required, or
 credit any overpayment, to Deposit Account No. 14-0629.

8. Deposit account number: 14-0629

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(Attach duplicate copy of this form if paying by deposit account)

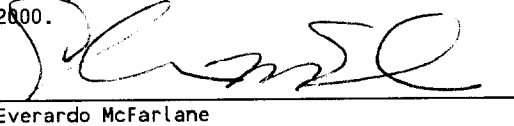
9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.


 Mark L. Seigel

5/18/2000
 Date

Total Number of Pages Including Cover Sheet, Attachments, and Document: 3

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: BOX ASSIGNMENT, Assistant Commissioner for Trademarks, Washington, D.C. 20231, on this 18th day of May, 2000.


 Everardo McFarlane

5-18-2000
 Date

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF MERGER

to

SBC ACQUISITION LLC

a Washington Limited Liability Company. Articles of Merger were filed for record in this office on the date indicated below.

**Merging SEATTLE'S BEST COFFEE, INC. into SBC ACQUISITION LLC;
and Changing name to SEATTLE'S BEST COFFEE LLC**

UBI Number: 601 860 728

Date: March 16, 1998



Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

A handwritten signature in black ink, appearing to read "Ralph Munro".

Ralph Munro, Secretary of State