

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/23/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Coffee Equipment Company		09/23/2008	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Starbucks Corporation
Doing Business As:	DBA Starbucks Coffee Company
Street Address:	2401 Utah Avenue South
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98134
Entity Type:	CORPORATION: WASHINGTON

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	77424175	CLOVER
Serial Number:	77424179	
Serial Number:	77147985	CLOVERNET
Registration Number:	3277646	CLOVER
Registration Number:	3277647	

CORRESPONDENCE DATA

Fax Number: (202)408-4400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202.408.4020
 Email: docketing@finnegan.com
 Correspondent Name: Julia Anne Matheson
 Address Line 1: 901 New York Avenue, N.W.
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

OP \$140.00 77424175

ATTORNEY DOCKET NUMBER:	08957.2288-00000
NAME OF SUBMITTER:	Julia Anne Matheson
Signature:	/Julia Anne Matheson/
Date:	11/14/2008

Total Attachments: 7

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UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

CERTIFICATE OF MERGER

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the listed "Merging Entities" into:

STARBUCKS CORPORATION

WA Profit Corporation

UBI: 600-611-109

Filing Date: September 23, 2008

Merging Entities:

602-382-071

COFFEE EQUIPMENT COMPANY



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

Sam Reed, Secretary of State

TRADEMARK

REEL: 003888 FRAME: 0168

ARTICLES OF MERGER

OF

COFFEE EQUIPMENT COMPANY
(a Washington corporation)

WITH AND INTO

STARBUCKS CORPORATION
(a Washington corporation)

FILED
SECRETARY OF STATE

SEP 23 2008

STATE OF WASHINGTON

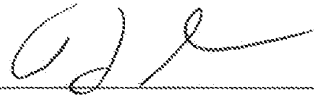
Pursuant to Section 23B.11.050 of the Revised Code of Washington, Starbucks Corporation, a Washington corporation (the "Parent Corporation"), hereby certifies as follows:

1. Parent Corporation is a Washington corporation.
2. Coffee Equipment Company (the "Subsidiary Corporation") is a Washington corporation.
3. An Agreement and Plan of Merger dated as of September ^{23rd}, 2008, by and between the Parent Corporation and the Subsidiary Corporation (the "Plan of Merger"), providing for the merger of the Subsidiary Corporation with and into Parent Corporation pursuant to which the Parent Corporation will be the surviving corporation (the "Merger"), has been adopted and approved by the Parent Corporation in accordance with RCW 23B.11.040.
4. The Plan of Merger is attached hereto as Exhibit A.
5. Pursuant to RCW 23B.11.040 shareholder approval of the Merger was not required.
6. The Merger shall become effective upon the filing of these Articles of Merger with the Secretary of State of the State of Washington.

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IN WITNESS WHEREOF, Starbucks Corporation, a Washington corporation, has caused these Articles of Merger to be executed in its corporate name this 23rd day of September, 2008.

STARBUCKS CORPORATION
a Washington corporation



By: Peter J. Bocian

Its: executive vice president, chief financial officer
and chief administrative officer

[SIGNATURE PAGE TO ARTICLES OF MERGER]

TRADEMARK
REEL: 003888 FRAME: 0170

Exhibit A

Agreement and Plan of Merger

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Plan of Merger") is made and entered into this ^{23rd} day of September, 2008, by and between Starbucks Corporation, a Washington corporation (the "Parent Corporation"), and Coffee Equipment Company, a Washington corporation (the "Subsidiary Corporation").

RECITALS

A. The Parent Corporation owns one hundred percent (100%) of the issued and outstanding shares of capital stock of the Subsidiary Corporation.

B. The Board of Directors of the Parent Corporation believes it is in the best interests of the Parent Corporation and its shareholders that the Parent Corporation and the Subsidiary Corporation combine into a single corporation through the statutory merger of the Subsidiary Corporation with and into the Parent Corporation (the "Merger").

C. The Merger is authorized by Chapter 23B.11 of the Washington Business Corporation Act.

D. Pursuant to RCW 23B.11.040, neither shareholder approval of the Parent Corporation nor the Subsidiary Corporation is required to approve the Merger.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained in this Plan of Merger, the Parent Corporation and the Subsidiary Corporation agree as follows:

1. Merger; Surviving Corporation. On the Effective Date (as defined below), the Subsidiary Corporation will merge with and into the Parent Corporation. The separate existence of the Subsidiary Corporation shall cease, and the Parent Corporation shall be the surviving corporation (the "Surviving Corporation").

2. Effective Date. The Merger shall become effective on the date and at the time of filing of Articles of Merger with the Secretary of State of the State of Washington (the "Effective Date").

3. Terms and Conditions of the Merger.

(a) On the Effective Date, all outstanding shares of capital stock of the Subsidiary Corporation shall be cancelled. The Merger shall not affect in any manner or respect the capital stock of the Parent Corporation.

(b) On the Effective Date of the Merger, the Surviving Corporation, without further act, deed or other transfer, shall retain or succeed to, as the case may be, and possess and be vested with all the rights, privileges, immunities, powers, franchises and authority, of a public as well as of a private nature, of the Subsidiary Corporation and the Parent Corporation; all property of every description and every interest therein, and all debts and other obligations of or belonging to or due to each of the Subsidiary Corporation and the Parent Corporation on

TRADEMARK

REEL: 003888 FRAME: 0172

whatever account shall thereafter be taken and deemed to be held by or transferred to, as the case may be, or invested in the Surviving Corporation without further act or deed; title to any real estate, or any interest therein vested in the Subsidiary Corporation and the Parent Corporation, shall not revert or in any way be impaired by reason of the Merger; and all of the rights of creditors of the Subsidiary Corporation and the Parent Corporation shall be preserved unimpaired, and all liens upon the property of the Subsidiary Corporation and the Parent Corporation shall be preserved unimpaired, and all debts, liabilities, obligations and duties of the respective corporations shall thenceforth remain with or be attached to, as the case may be, the Surviving Corporation and may be enforced against it to the same extent as if all of said debts, liabilities, obligations and duties had been incurred or contracted by it.

(c) From time to time, as and when required by the Surviving Corporation or by its successors and assigns, there shall be executed and delivered on behalf of the Subsidiary Corporation such deeds and other instruments, and there shall be taken or caused to be taken by it such further and other action, as shall be appropriate or necessary in order to vest or perfect in or to conform of record or otherwise in the Surviving Corporation the title to and possession of all the property, interest, assets, rights, privileges, immunities, powers, franchises and authority of the Subsidiary Corporation and otherwise to carry out the purposes of this Plan of Merger, and the officers and directors of the Surviving Corporation are fully authorized in the name and on behalf of the Subsidiary Corporation or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.

4. General.

(a) At any time before the Effective Date, the Merger may be abandoned for any reason whatsoever by the Parent Corporation.

(b) This Plan of Merger shall be governed by and construed and enforced in accordance with the laws of the State of Washington.

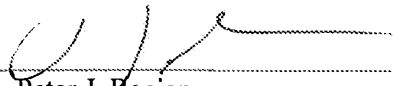
(c) This Plan of Merger may be executed in any number of counterparts, and all such counterparts and copies shall be and constitute an original instrument.

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IN WITNESS WHEREOF, this Plan of Merger has been adopted by the undersigned corporations as of this 23 day of September, 2008.

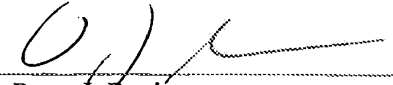
PARENT CORPORATION

STARBUCKS CORPORATION,
a Washington corporation


By: Peter J. Bocian
Its: executive vice president, chief financial officer
and chief administrative officer

SUBSIDIARY CORPORATION

COFFEE EQUIPMENT COMPANY,
a Washington corporation


By: Peter J. Bocian
Its: vice president & treasurer