



THE UNITED STATES  
CORPORATION  
COMPANY

M9900000/2/9

ACCOUNT NO. : 072100000032

REFERENCE : 323092 4360757

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 285.00

ORDER DATE : July 28, 1999

ORDER TIME : 2:28 PM

ORDER NO. : 323092-015

000002949740--1

CUSTOMER NO: 4360757

CUSTOMER: Ms. Suzie Sendroy  
Starbucks Corporation  
2401 Utah Ave. South  
8th Floor, Ms:s-lal  
Seattle, WA 98134

FOREIGN FILINGS

NAME: URBAN COFFEE OPPORTUNITIES, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

42-4-99

FILED  
99 AUG -3 AM 8:32  
RECEIVED  
99 AUG -3 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF REVENUE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. URBAN COFFEE OPPORTUNITIES, LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. Washington

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 91-1896233

(FEI number, if applicable)

4. 3/27/98

(Date of Organization)

5. February 28, 2011

(Duration: Year limited liability company will cease to exist or "perpetual")

6. n/a

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2401 Utah Ave. South, MS: S-LA1, Seattle, WA 98134

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

**NAME & ADDRESS:**

**TITLE:**

**NAME & ADDRESS:**

**TITLE:**

Please see Exhibit A attached hereto

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**EXHIBIT A**

**URBAN COFFEE OPPORTUNITIES, LLC**

**NAMES AND ADDRESSES OF MANAGERS AND MEMBERS**


<b>Name</b>	<b>Address</b>	<b>Capacity</b>
Marc D. Stolzman	2401 Utah Ave. South, Seattle, WA 98134	Manager
Arthur Rubinfeld	2401 Utah Ave. South, Seattle, WA 98134	Manager
Bruce Craig	2401 Utah Ave. South, Seattle, WA 98134	Manager
Earvin Johnson, Jr.	9100 Wilshire Blvd., Suite 1060 W., Beverly Hills, CA 90212	Manager
Kenneth Lombard	9100 Wilshire Blvd., Suite 1060 W., Beverly Hills, CA 90212	Manager
Starbucks Corporation	2401 Utah Ave. South, Seattle, WA 98134	Member
Johnson Development Corporation	9100 Wilshire Blvd., Suite 1060 W., Beverly Hills, CA 90212	Member

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The member or authorized representative of a member of URBAN COFFEE OPPORTUNITIES, LLC  
\_\_\_\_\_ certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$800,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 800,000.00  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

Marc D. Stolzman, manager

\_\_\_\_\_  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

FILED  
99 AUG -3 AM 8:32  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

URBAN COFFEE OPPORTUNITIES, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301  
City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By: Lauren E. Wehner

(Signature)

FILED  
19 AUG -3 AM 8:32  
TALLAHASSEE, FLORIDA

**Filing Fee: \$ 35 for Designation of Registered Agent**

# 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 EXISTENCE/AUTHORIZATION

OF

### URBAN COFFEE OPPORTUNITIES, LLC

**I FURTHER CERTIFY** that the records on file in this office show that the  
above named limited liability company was formed under the laws of the  
State of Washington and was issued a Certificate of Formation  
in Washington on March 27, 1998.

**I FURTHER CERTIFY** that as of the date of this certificate, no Articles of Dissolution  
have been filed, and that the limited liability company is duly authorized to  
transact business in the limited liability company form in the State of Washington.



Date: July 29, 1999

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

  
S. G.   
Ralph Munro, Secretary of State