

PACE DAVID

Form 4

February 07, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PACE DAVID

(Last) (First) (Middle)

2401 UTAH AVENUE SOUTH

(Street)

SEATTLE, WA 98134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
STARBUCKS CORP [SBUX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
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6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/03/2006		M	20,000 A	\$ 9.75 20,171 ⁽¹⁾	D	
Common Stock	02/03/2006		S	7,993 D	\$ 34.17 12,178	D	
Common Stock	02/03/2006		S	12,000 D	\$ 34.18 178	D	
Common Stock	02/03/2006		S	7 D	\$ 34.19 171 ⁽²⁾	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified stock option (right to buy)	\$ 9.75 ⁽³⁾	02/03/2006		M		20,000 <u>⁽³⁾</u>		<u>⁽⁴⁾</u>	07/26/2012	Common Stock	20,000 <u>⁽³⁾</u>

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PACE DAVID
2401 UTAH AVENUE SOUTH
SEATTLE, WA 98134

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Signatures

David A. Pace, by Andrew M. Paalborg, His
Attorney-in-Fact

02/07/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 171 shares acquired on December 30, 2005 under the Starbucks Corporation Employee Stock Purchase Plan.

(2) On October 21, 2005, the Common Stock of Starbucks Corporation split 2-for-1. The share amounts and prices reported have been adjusted to reflect this split.

(3) This option was previously reported as covering 200,000 shares at an exercise price of \$19.50 per share, but was adjusted to reflect the stock split that occurred on October 21, 2005.

(4) Options become exercisable in four equal increments of 100,000 shares each on July 26 of 2003, 2004, 2005 and 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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