HUCKLEBERRY'S LIMITED FINANCIAL STATEMENTS

30 JUNE 2004



Directors' report and financial statements

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Directors' Report

The directors have pleasure in submitting their annual report and financial statements for the period ended 30 June 2004.

Activities

The company did not trade during the period.

Directors

Directors

The directors who served during the year were as follows:-

- H. Nouss
- R. Goldstein
- S. Bailey (Company Secretary Resigned 6 September 2004)
- S. Stroh (Company Secretary Appointed 6 September 2004)

None of the directors who held office at the end of the financial year had any interests in the shares of the company or its immediate parent BurgerKing Limited, or had any material interest during the year in any significant contract with the company or any subsidiary.

Auditors

- a) For the year ended 30 June 2004, the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.
- c) The Directors acknowledge their responsibility for:
 - i. ensuring the company keeps accounting records which comply with section 221, and
 - ii. preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

By order of the board

S. Stroh

Company Secretary

23 February

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Balance Sheet At 30 June 2004

	Note	2004 £	2003 £
Current assets			
Debtors Amount due from group company		4,982,017 (10,642,355)	4,982,017 (10,642,355)
Net liabilities		(5,660,338)	(5,660,338)
Capital and reserves			
Called up share capital Profit and loss account	2	1,000 (5,661,338)	1,000 (5,661,338)
Equity shareholders' funds		(5,660,338)	(5,660,338)

For the year ended 30 June 2004 the company was entitled to exemption under Section 249aa(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

The directors acknowledge their responsibility for (i) ensuring the company keeps accounting records which comply with section 221; and (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statements were approved by the Board of Directors on 23 Resource 2005 and were signed of its behalf by;-

H. Nouss

Director

Notes

At 30 June 2004

1. Accounting Policies

The financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with applicable UK accounting standards.

2. Share Capital

	2004 £	2003 £
Authorized, allotted, called up and fully paid shares of £1 each		
Ordinary shares	500	500
7% cumulative preference	500	500
	<u>1,000</u>	1,000

3. Ultimate parent company

At the year end the smallest and largest group to consolidate these financial statements was Burger King Corporation, a company incorporated and registered in the United States of America.

The consolidated financial statements of Burger King Corporation can be obtained from:

5505 Blue Lagoon Drive Miami Florida 33126

The immediate parent undertaking is BurgerKing Limited, a company incorporated and registered in the United Kingdom.