HUCKLEBERRY'S LIMITED FINANCIAL STATEMENTS

30 JUNE 2006

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Directors' report and financial statements

| Contents | Page |
|-------------------|------|
| Directors' Report | 2-3 |
| Balance Sheet | 4 |
| Notes | 5 |

Directors' Report

The directors have pleasure in submitting their annual report and financial statements for the period ended 30 June 2006

Activities

The company did not trade during the period

Directors

The directors who served during the year were as follows -

R Goldstein (Resigned 12 December 2005)

M Brok (Resigned 31 July 2006)

H Sveder (Resigned 1 November 2006)

M Brok resigned on 31 July 2006 and S Jeram was appointed in his stead H Sveder resigned on 1 November 2006 and A Trounce was appointed in his stead, A Trounce resigned on 12 January 2007 and D Kisilevsky was appointed in his stead

None of the directors who held office at the end of the financial year had any interest 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 2006, 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
 - ensuring the company keeps accounting records which comply with section 221, and
 - 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

5th April 2007

Balance Sheet At 30 June 2006

| | <u>Note</u> | 2006 £ | 2005 £ |
|--|-------------|---------------------------|---------------------------|
| 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 2006 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 5th April 2007 and were signed on its behalf by

S Jeram Director

Notes

At 30 June 2006

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

| | 2006 | 2005 |
|----------------------------------|--------------|--------------|
| | £ | £ |
| Authorized, allotted, called up | | |
| and fully paid shares of £1 each | | |
| Ordinary shares | 500 | 500 |
| 7% cumulative preference | 500 | 500 |
| | | |
| | <u>1,000</u> | <u>1,000</u> |

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