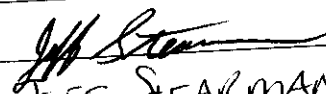


No. <b>C 135538</b>		<b>Due no later than Sep 30, 2002</b>		2. Registered Agent and Office <b>NO PO BOX</b>																									
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080		<b>Annual Report Form</b> 1. Mailing Address - Correct in this box, if applicable TACO BELL CORP. TRICON TAX PO BOX 35910  LOUISVILLE, KY 40232		CT CORPORATION SYSTEM 300 N 6TH ST																									
				BOISE, ID 83701																									
<b>NO FILING FEE IF RECEIVED BY DUE DATE</b>				3. <u>New</u> Registered Agent Signature																									
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																													
<table border="1"><thead><tr><th><u>Office held</u></th><th><u>Name</u></th><th><u>Street or P.O. Address</u></th><th><u>City</u></th><th><u>State</u></th><th><u>Zip</u></th></tr></thead><tbody><tr><td>DIR/CCO</td><td>Emil J. Brolick</td><td>17901 Von Karman,</td><td>Irvine,</td><td>CA</td><td>92714</td></tr><tr><td>DIR/SEC.</td><td>Richard A. Smith</td><td>17901 Von Karman,</td><td>Irvine,</td><td>CA</td><td>92714</td></tr><tr><td>ASST. SEC.</td><td>JEFF STEARMAN</td><td>1900 Colonel Sanders Ln,</td><td>Louisville,</td><td>KY</td><td>40213</td></tr></tbody></table>						<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	DIR/CCO	Emil J. Brolick	17901 Von Karman,	Irvine,	CA	92714	DIR/SEC.	Richard A. Smith	17901 Von Karman,	Irvine,	CA	92714	ASST. SEC.	JEFF STEARMAN	1900 Colonel Sanders Ln,	Louisville,	KY	40213
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5. Organized Under the Laws of:  CALIFORNIA C 135538			6. Signature <u></u> Date <u>9/26/02</u> Name <small>(Typed or Printed)</small> <u>JEFF STEARMAN</u> Title <u>ASST. SECRETARY</u>																										