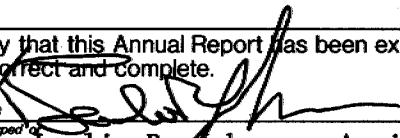


ISSUED: 07-05-1994

No. 52121	Idaho Corporation Annual Report Form	2. Registered Agent and Office
	Due No Later Than November 1, 1994	C T CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701
Return To Secretary of State Room 203, Statehouse P.O. BOX 83720 Boise, ID 83720-0080 * FIRST NOTICE * NO FEE REQUIRED	1. Mailing Address BURGER KING CORPORATION % PILLSBURY CO. TAX DEPT. PILLSBURY CENTER MINNEAPOLIS MN 55402	3. Incorporated Under The Laws of FL NO: 52121

4. Names and Addresses of Officers and Directors					
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President:	Barry L. Conrad	17777 Old Cutler Rd	Miami	FL	33157
Secretary:	Mark A. Giresi	17777 Old Cutler Rd	Miami	FL	33157
Directors:	James B. Adamson	17777 Old Cutler Rd	Miami	FL	33157
	Scott L. Colabuono	17777 Old Cutler Rd	Miami	FL	33157
	Barry L. Conrad	17777 Old Cutler Rd	Miami	FL	33157
	Mark A. Giresi	17777 Old Cutler Rd	Miami	FL	33157
	David Nash	17777 Old Cutler Rd	Miami	FL	33157
List Attached					

5. Nature of Business Self Service Restaurants	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature  Date 07/ 21 /94 Name (Typed or Printed) Leslie R. Johnson, Assistant Secretary Title
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**BURGER KING
CORPORATION**

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20-Jul-94

	S S N	Business Address	Home Address
DIRECTORS:			
James B. Adamson	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	10040 S.W. 60th Court Miami FL 33156
Scott L. Colabuono	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	7305 Vistalmar Coral Gables FL 33143
Barry L. Conrad	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	455 Casuarina Concourse Coral Gables FL 33141
Mark A. Giresi	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	15020 S.W. 75th Court Miami FL 33158
David Nash	EXPATRIATE	17777 Old Cutler Road Miami FL 33157	Copcourt Manor, Copcourt NR. Tetsworth Oxon, OX9 7DE England
OFFICERS:			
James B. Adamson CEO	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	10040 S.W. 60th Court Miami FL 33156
Scott L. Colabuono CFO/VP	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	7305 Vistalmar Coral Gables FL 33143
Barry L. Conrad PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	Gables Estates, 455 Casuarin Miami FL 33143
David R. Fitzjohn PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	8220 SW 182nd st Miami FL 33157
Sidney J. Feltenstein, Jr. VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	8950 Arvida Drive Coral Gables FL 33156
David I. Geddes PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	12200 SW 69th Place Miami FL 33156
Nigel Travis MANAGING DIRECTOR	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	5720 SW 130th Terrace Miami FL 33156
Samuel H. Yong MANAGING DIRECTOR	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	PO Box 717 San Ramon CA 94583
Ronald S. Biskin VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	16000 S.W. 77th Ave. Miami FL 33157
Robert N. Frosell VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	2000 South Bayshore Dr. Miami FL 33133
Mark A. Giresi VP/GEN. COUNSEL/SEC.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	15020 S.W. 75th Court Miami FL 33158
Nelson J. Marchioli VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	9957 S.W. 123rd Terrace Miami FL 33176
Thomas J. Mueller VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	340 Palm Boulevard Ft. Lauderdale FL 33326
David Baney	■■■ ■■ ■■■	17777 Old Cutler Road	425 Orleans Ave

**BURGER KING
CORPORATION**

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20-Jul-94

	S S N	Business Address	Home Address
VICE PRES.		Miami FL 33157	Naperville IL 60565
Juelene S. Beck VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	1013 Obispo Ave Coral Gables FL 33134
Russell C. Bills VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	13604 Maidstone Lane Potomac MD 20854
Natalie F. Blacher VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	6904 Portillo St Coral Gables FL 33146
Roy E. Blauer VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	27 Foothill Lane E. Northport NY 11731
Craig S. Bushey VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	6105 Standard View Dr. Duluth GA 30136
Jeff Carr VICE PRES.	EXPATRIATE	17777 Old Cutler Road Miami FL 33157	31 Mill Lane Clophill Beds. MK45 4BX England
Christopher Carroll VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	7555 SW 173rd St Miami FL 33157
Dinah Lin Cheng	■■■	17777 Old Cutler Road Miami FL 33157	3 Grove Isle Dr. #1706 Miami FL 33133
Paul E. Clayton VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	22 Elizabeth Rd Hopkinton MA 01748
Thomas L. Colacino VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	24 Ashley Park Ave Walton Upon Thames Surrey KT12 1ER England
Kathleen Dahlberg VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	8850 SW 149th St Miami FL 33176
David C. Davies VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	8244 SW 177th Terrace Miami FL 33157
David Devoy VICE PRES.	EXPATRIATE	17777 Old Cutler Road Miami FL 33157	Willowmere Cottage Sonning on Thames Berks. RG4 OTB, England
Charles T. Dooly VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	5036 Felicia Dr Yorba Linda CA 92686
Eugene D. Feola VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	8150 SW 143rd Street Miami FL 33158
Alain Germain VICE PRES.	EXPATRIATE	17777 Old Cutler Road Miami FL 33157	3665 Arista Way, Suite 311 Mississauga Ontario, CN
Donald Herbstman VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	13400 SW 72nd Ave Miami FL 33156
George H. Hoffman VICE PRES.	■■■	17777 Old Cutler Road Miami FL 33157	Burton's Lane Chalfont St. Giles Bucks. HP8 4BL, England
Raachelle C. Hood-Phillips	■■■	17777 Old Cutler Road	8284 SW 176th Terrace

**BURGER KING
CORPORATION**

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20-Jul-94

	S S N	Business Address	Home Address
VICE PRES.		Miami FL 33157	Miami FL 33157
Gary W. Hubert VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	37630 Burton Drive Farmington Hills MI 48331
Timothy E. Johnson VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	11590 SW 94th Ave Miami FL 33176
Philip E. Kinnersly VP/ASST. SECRETARY	■■■■	17777 Old Cutler Road Miami FL 33157	Leatherhead Rd, Great Bookh Surrey ENG KT234RR
Robert J. Kozura VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	2824 Woodmark Court Richmond VA 28233
Christos G. Laganos VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	8505 Sentinae Chase Dr. Roswell GA 30076
Rafael M. Lavin VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	Somosaguas Centro Pozuelo de Alarcon Madrid Spain
Dennis H. Liberson VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	8190 S.W. 187TH Terrace Miami FL 33157
Angela McBrien VICE PRES.	EXPATRIATE	17777 Old Cutler Road Miami FL 33157	6 Windsor Road Teddington Middlesex, TW11 OSF, Engla
James A. McDermet VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	782 Torrington Drive Naperville IL 60565
Micheal J. Monahan VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	3505 Robin Road Plano TX 75075
Charles R. Morrison VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	731 Oriole Lane Coppell TX 75019
Frank G. Paci VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	16511 S.W. 77th Court Miami FL 33157
Sarah Palisi VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	7031 SW 56th Street Miami FL 33157
Richard D. Palmisciano VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	8225 SW 176th Terrace Miami FL 33157
John M. Rollo VICE PRES.	529 62 885	17777 Old Cutler Road Miami FL 33157	Leitenfeldstrasse 13 82467 Garmisch-Partenkirchen Germany
John A. Romandetti VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	3250 SW 134th Terrace Davie FL 33037
Leslie Sharman VICE PRES./ASST. SEC.	■■■■	17777 Old Cutler Road Miami FL 33157	PO Box 1195 Key Largo FL 33037
Esau Sims, Jr. VICE PRES.	■■■■	17777 Old Cutler Road Miami FL 33157	13814 Sterlings Bridge Rd Midlothian VA 23113
John B. Sivertsen VICE PRES./ASST. SEC.	256 821279	17777 Old Cutler Road Miami FL 33157	8805 SW 177th Terrace Miami FL 33157

**BURGER KING
CORPORATION**

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20-Jul-94

	S S N	Business Address	Home Address
Susan P. Stanley VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	7900 NW 6th Street Plantation FL 33324
Marc Weinstein VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	8151 SW 189th St Miami FL 33157
Melanie Wisniewski VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	15975 S.W. 78th Place Miami FL 33157
Cori Zywtow VICE PRES.	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	14660 SW 75th Ave. Miami FL 33158
Thomas G. Archer ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	74 N. Prospect Dr. Coral Gables FL 33133
John Blackerby ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	8481 SW 179th Street Miami FL 33157
Marjorie A. Fortner ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	9340 SW 179th Terrace Miami FL 33157
James C. Hoar ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	7721 SW 53rd Ave Miami FL 33143
Leslie R. Johnson ASSIST. SECRETARY	■■■ ■■ ■■■	200 South 6th St Minneapolis MN 55402	16600 Jealam Road Minnetonka MN 55343
Christine C. Marshall ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	12815 SW 91st Court Miami FL 33176
Michael B. Marvin ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	2333 Brickell Ave #2512 Miami FL 33129
Raymond L. Miolla, Jr. ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	3130 Bird Ave #9 Coconut Grove FL 33133
Joseph Pollack ASSIST. SECRETARY	■■■ ■■ ■■■	200 South 6th St Minneapolis MN 55402	6300 Keats Ave Stillwater MN 55082
Noah Pollack ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	5830 S.W. 57th Ave #124 Miami FL 33143
Craig Prusher ASSIST. SECRETARY	■■■ ■■ ■■■	200 South 6th St Minneapolis MN 55402	10110 S.W. 129th Terrace Miami FL 33176
Enrique Silva ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	10495 S.W. 68th St Miami FL 33173
Matthew J. Sitkowski ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	16209 SW 77th Court Miami FL 33157
Elliot C. Tunis ASSIST. SECRETARY	■■■ ■■ ■■■	17777 Old Cutler Road Miami FL 33157	7990 SW 155th Stree Miami FL 33157