

**2005 FOR PROFIT CORPORATION ANNUAL REPORT**

**FILED**  
**Mar 23, 2005 8:00 am**  
**Secretary of State**

03-23-2005 90039 013 \*\*\*150.00

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<b>DOCUMENT # F98000001313</b>					
1. Entity Name TACO BELL OF AMERICA, INC.					
Principal Place of Business 1900 COLONEL SANDERS LANE LOUISVILLE, KY 40213 US			Mailing Address C/O TRICON 1900 COLONEL SANDERS LANE LOUISVILLE, KY 40213 US		
2. Principal Place of Business 17901 Von Karman		3. Mailing Address 17901 Von Karman			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State Irvine, CA		City & State Irvine, CA		4. FEI Number 33-0777005	
Zip 92614		Country USA		Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required			
6. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324			7. Name and Address of New Registered Agent		
Name			Street Address (P.O. Box Number is Not Acceptable)		
City			FL		Zip Code
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>					
<b>FILE NOW!!! FEE IS \$150.00</b> <b>After May 1, 2005 Fee will be \$550.00</b>		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	P	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	LORA, MELISSA		NAME		
STREET ADDRESS	17901 VON KARMAN		STREET ADDRESS		
CITY-ST-ZIP	IRVINE, CA 926146221		CITY-ST-ZIP		
TITLE	VPS	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	EMMONS, STEVEN L		NAME		
STREET ADDRESS	17901 VON KARMAN		STREET ADDRESS		
CITY-ST-ZIP	IRVINE, CA 926146221		CITY-ST-ZIP		
TITLE	DASV	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	SHIRLEY, R. BRYCE		NAME		
STREET ADDRESS	17901 VON KARMAN		STREET ADDRESS		
CITY-ST-ZIP	IRVINE, CA 926146221		CITY-ST-ZIP		
TITLE	CFO	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	O'NEAL, KATHLEEN		NAME		
STREET ADDRESS	17901 VON KARMAN		STREET ADDRESS		
CITY-ST-ZIP	IRVINE, CA 926146221		CITY-ST-ZIP		
TITLE	AS	<input type="checkbox"/> Delete	TITLE	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	STEARMAN, JEFF		NAME		
STREET ADDRESS	17901 VON KARMAN		STREET ADDRESS	1900 Colonel Sanders Lane	
CITY-ST-ZIP	LOUISVILLE, KY 40213		CITY-ST-ZIP	LOUISVILLE, KY 40213	
TITLE		<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			CITY-ST-ZIP		
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address with all other like empowered.					
SIGNATURE:		R. Bryce Shirley, V.P. Asst Sec. 3-4-05 949.863.4500			
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date		Daytime Phone #	

**ATTACHMENT**

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**TACO BELL OF AMERICA, INC.**

2005 OFFICERS AND DIRECTORS

Melissa Lora	Dir., President
Steven L. Emmons	Dir., Vice President – Sec.
R. Bryce Shirley	Dir., Vice President – Asst. Sec.
Cornelius Colao	Vice President - Chief People Officer
Kathleen O'Neal	Vice President - Chief Financial Officer
Bridgette A. Berry-Smith	Assistant Secretary
Laurence Gerich	Assistant Secretary
Linda Gregg	Assistant Secretary
David Leach	Assistant Secretary
Remona Barbour	Assistant Secretary
Jeffrey Stearman	Assistant Secretary
Mary Shipma	Assistant Secretary
Cheri Leistner	Assistant Secretary
Amy Hu	Assistant Secretary