

International Airport Concession Briefing Package

RMD Financial Corporation

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Purpose of Briefing Package

This briefing package should provide the reader with an overall perspective of the international airport concession industry. Each investor will glean a clear understanding of how political issues, security, economics, and social factors affect the international airport concession industry. Investors will come to appreciate why the political structure of a city or region is a reflection of its airport history (example JFK and others). Concession operational, investment, and management issues are addressed in this package. The process of developing or acquiring airport concessions is also outlined in this briefing package. After reviewing this briefing package, an investor will have a basic understanding of the three levels of analyses one must conduct to make a prudent investment decision.

Scope of Concession Program Analysis

RMD Financial Corporation generates concession structure analysis based upon timely & critical information from foremost industry sources. The objective of this analysis is to provide an essential three-part report for the concessionaire in evaluating any airport concession opportunity. The Level I report provides preliminary economic analysis of the top twenty international airports in North America and is the starting point for analyzing an airport's concession program. It is based upon 16 major categories critical to any concession. In Level II analysis, we provide concourse and terminal success and failure rates. The final report, Level III, analyzes location and its significance.

Primary Information Sources:

- Airports Council International – North America
- Federal Aviation Administration
- US Department of Transportation
- RMD Financial Corporation's staff and clients

Preliminary Economic Analyses – Level I

Number 1 Ranking By Category

RMD has ranked each of the top twenty North American international airports below based upon 16 major analytical categories. The **number one** airport in each category has been identified. The number one **overall** international airport in North America, from the standpoint of **concession management and revenue performance** is [Las Vegas - McCarran International Airport](#) and the **worst overall** international airport is [Toronto Pearson International Airport](#).

Passenger Count Ranking

Passenger Count Ranking are determined by the Airports Council International of North America based upon the FAA's annual report of passenger **enplanements and deplanements** at US airports. Of the 151 airports in North America, 56.87% of 1,354,262,379 passengers travel through the top twenty airports.

Airport

RMD has listed each of the top twenty North American international airports based upon their passenger traffic. RMD has included a website link to the home page of each international airport. Each website will enable you to find detailed information about each airport.

Passenger Count Category #1

The FAA generates an annual report of passenger enplanements and deplanements based upon information provided to the agency by aviation managers.

Percentage Total Category #2

The passenger traffic of each international airport is compared to the total passenger traffic for the top twenty North American international airports and the percentage of traffic controlled by each airport is listed.

Total Revenues Category #3

Each international airport publishes the annual revenues for each *revenue source* to include, retail, services, landing fees, and food and beverage revenues. Trade magazines such as *World Airport Retail News* publish annual detailed revenue numbers. RMD's concession structure analyses are limited to retail, services, and food and beverage revenues with an adjustment for *Duty Free and General Services* revenues. This adjustment allows for a comprehensive comparative analysis of all airports.

Total Net Passenger Yield Category #4

The net passenger yield for each airport reflects a *computed net dollar yield* for each airline passenger. Both passenger enplanements and deplanements numbers are included in the analysis. The net passenger yield numbers for retail, services, and food and beverage revenues serves as an indicator of how well each airport has structured its concession program. An airport with retail *NPY* of \$5.50 is generating greater revenues for their concessionaires and airport authority than an airport generating an *NPY* of \$2.50. An airport could be generating below average *NPY*'s and still be a poorly managed airport from the standpoint of the concessionaire.

Net Passenger Yield Less Duty Free Category #5

The net passenger yield for each airport reflects a *computed net dollar yield* for each airline passenger. Only five of the top twenty international airports realize significant *Duty Free* revenues. Hence, we have computed the impact of Duty Free Revenues on overall revenues. RMD's concession structure analyses are limited to retail, services, and food and beverage revenues with an adjustment for Duty Free revenues. This adjustment allows for a comprehensive comparative analysis of all airports.

Food and Beverage Concession Analysis Category #6 -10

Each element of food and beverage revenues is analyzed separately to determine which international airport has the most *economically sound* concession program. The economic soundness of an airport's concession program is not driven by the size of the airport or the passenger traffic. A concessionaire's evaluation of an airport's concession program should include an analysis of the issues outlined below, the other relevant categories in this report and a detailed study of passenger traffic.

- **Revenues Category #6** - Gross food and beverage revenues
- **Net Passenger Yield Category #7** - Net Passenger Yield for food and beverage revenues
- **Square Footage Category #8** - Leased food and beverage space at the airport

- **Monthly Revenues Per Square Foot Category #9** - Monthly Revenues Per Square Foot for food and beverage revenues
- **Passenger Count to Square Foot Leased Category #10** - The relationship between *passenger count* and *leased square footage*

Retail and Services Concession Analysis Category #11 - 15

Each element of retail revenues are analyzed separately to determine which international airport has the most *economically sound* concession program. The economic soundness of an airport's concession program is not driven by the size of the airport or the passenger traffic. A concessionaire's evaluation of an airport's concession program should include an analysis of the issues outlined below, the other relevant categories in this report and a detailed study of passenger traffic.

- **Revenues Category #11** - Gross retail revenues
- **Net Passenger Yield Category #12** - Net Passenger Yield for retail revenues
- **Square Footage Category #13** - Leased retail space at the airport
- **Monthly Revenues Per Square Foot Category #14** - Monthly Revenues Per Square Foot for retail revenues
- **Passenger Count to Square Foot Leased Category #15** - The relationship between *passenger count* and *leased square footage*

Overall Revenues Per Square Foot Category #16

The purpose of this category is to establish a *standard* for all airports. The economic impact of all 16 categories is used to compute the Overall Revenues Per Square Foot analysis.

Concession Program Analysis – Food and Beverage

| Concession Analysis | | | | | | | Food and Beverage Concession Analysis | | | | | | Overall |
|--|--------------------------------|-------------------------------|-------------------------------|--------------------|------------------------------|----------------------|--|---------------------|----------------|----------------|--------------------------|--|-----------------------------|
| Number 1. Ranking By Category | Pass. Count Rank- ing | Airport | Passenger Count Cat. #1 | % Total Cat. #2 | Total Revenues Cat. #3 | Total NPY Cat. #4 | NPY Less Duty Free & Gen. Serv. Cat. #5 | Revenues Cat. #6 | NPY Cat. #7 | SQF Cat. #8 | Mthly RPSF Cat. #9 | Pass. Count to Sq. Ft. Leased Cat. #10 | Overall RPSF Cat. #16 |
| 1, 2 | 1 | ATLANTA (ATL) | 79,086,792 | 10.716% | \$192,386,311 | \$2.43 | \$2.43 | \$119,444,938 | \$1.51 | 85,190 | \$116.84 | 928 | \$188.19 |
| 9 | 2 | CHICAGO (ORD) | 69,508,672 | 9.416% | \$186,419,589 | \$2.39 | \$2.39 | \$110,187,999 | \$1.59 | 74,628 | \$123.05 | 931 | \$185.84 |
| 8, 11 | 3 | LOS ANGELES (LAX) | 64,982,838 | 7.450% | \$155,531,801 | \$2.83 | \$2.83 | \$88,298,906 | \$1.61 | 92,287 | \$79.73 | 596 | \$140.44 |
| | 4 | DALLAS/FT WORTH AIRPORT (DFW) | 63,253,607 | 7.216% | \$122,803,214 | \$2.30 | \$2.30 | \$73,616,648 | \$1.38 | 88,726 | \$69.14 | 600 | \$115.15 |
| | 5 | DENVER (DEN) | 37,505,138 | 5.082% | \$109,242,953 | \$2.91 | \$2.91 | \$66,025,747 | \$1.76 | 103,341 | \$53.24 | 383 | \$88.09 |
| | 6 | PHOENIX (PHX) | 37,412,165 | 5.069% | \$106,382,031 | \$2.84 | \$2.84 | \$64,460,368 | \$1.72 | 71,118 | \$75.53 | 528 | \$124.66 |
| 14, 16 | 7 | LAS VEGAS (LAS) | 36,285,932 | 4.917% | \$119,785,889 | \$3.30 | \$3.30 | \$60,119,991 | \$1.66 | 40,551 | \$123.55 | 895 | \$246.16 |
| 10 | 8 | HOUSTON (IAH) | 34,154,574 | 4.628% | \$87,589,236 | \$1.98 | \$1.98 | \$35,097,738 | \$1.03 | 63,945 | \$54.22 | 633 | \$104.41 |
| | 9 | MINNEAPOLIS/ST PAUL (MSP) | 33,201,890 | 4.499% | \$126,302,193 | \$3.80 | \$3.80 | \$67,865,393 | \$2.04 | 122,887 | \$48.02 | 270 | \$85.65 |
| | 10 | DETROIT (DTW) | 32,864,620 | 4.426% | \$88,735,803 | \$2.10 | \$2.10 | \$36,950,323 | \$1.13 | 65,848 | \$46.76 | 496 | \$88.99 |
| 15 | 11 | NEW YORK (JFK) | 31,732,371 | 4.300% | \$87,055,122 | \$2.11 | \$2.11 | \$40,303,179 | \$1.27 | 60,223 | \$55.77 | 527 | \$92.79 |
| 4, 5, 7 | 12 | MIAMI (MIA) | 29,595,618 | 4.010% | \$115,706,287 | \$3.91 | \$3.91 | \$63,822,343 | \$2.16 | 92,708 | \$57.37 | 319 | \$104.01 |
| | 13 | NEWARK (EWR) | 29,431,061 | 3.968% | \$93,407,100 | \$3.17 | \$3.17 | \$44,745,108 | \$1.52 | 117,403 | \$31.78 | 251 | \$66.30 |
| 12 | 14 | SAN FRANCISCO (SFO) | 29,313,271 | 3.972% | \$93,059,883 | \$3.17 | \$3.17 | \$41,124,998 | \$1.40 | 31,637 | \$106.32 | 927 | \$245.12 |
| | 15 | ORLANDO (MCO) | 27,319,223 | 3.702% | \$89,631,716 | \$2.55 | \$2.55 | \$48,936,602 | \$1.79 | 62,010 | \$65.76 | 441 | \$93.44 |
| | 16 | SEATTLE (SEA) | 26,755,888 | 3.625% | \$86,376,664 | \$2.56 | \$2.56 | \$30,000,068 | \$1.12 | 88,912 | \$28.12 | 301 | \$64.09 |
| | 17 | TORONTO (YYZ) | 24,739,312 | 3.352% | \$67,790,127 | \$2.74 | \$2.74 | \$43,183,148 | \$1.75 | 50,539 | \$71.20 | 490 | \$111.78 |
| | 18 | PHILADELPHIA (PHL) | 24,671,075 | 3.343% | \$54,882,996 | \$2.22 | \$2.22 | \$38,141,404 | \$1.55 | 63,492 | \$50.06 | 389 | \$71.77 |
| | 19 | BOSTON LOGAN | 23,337,327 | 3.162% | \$57,257,257 | \$2.45 | \$2.45 | \$34,382,877 | \$1.47 | 42,611 | \$67.24 | 548 | \$111.98 |
| | 20 | ST LOUIS (STL) | 23,063,503 | 3.125% | \$62,639,013 | \$2.72 | \$2.72 | \$28,779,799 | \$1.25 | 37,495 | \$63.96 | 615 | \$139.22 |

Concession Program Analysis – Retail and Services

| Concession Analysis | | | | | | | | Retail and Services Concession Analysis | | | | | Overall |
|------------------------------|---------------------|-------------------------------|-------------------------|-----------------|------------------------|-------------------|---|---|--------------|--------------|----------------------|--|-----------------------|
| Number 1 Ranking By Category | Pass. Count Ranking | Airport | Passenger Count Cat. #1 | % Total Cat. #2 | Total Revenues Cat. #3 | Total NPY Cat. #4 | NPY Less Duty Free & Gen. Serv. Cat. #5 | Revenues Cat. #11 | NPY Cat. #12 | SQF Cat. #13 | Mthly. RPSF Cat. #14 | Pass. Count to Sq. Ft. Leased Cat. #15 | Overall RPSF Cat. #16 |
| 1,2 | 1 | ATLANTA (ATL) | 79,088,792 | 10.718% | \$192,388,311 | \$2.43 | \$2.43 | \$72,941,373 | \$0.92 | 85,190 | \$71.35 | 928 | \$188.19 |
| 9 | 2 | CHICAGO (ORD) | 69,508,872 | 9.418% | \$166,419,589 | \$2.39 | \$2.39 | \$56,231,590 | \$0.81 | 74,828 | \$62.79 | 931 | \$185.84 |
| 8,11 | 3 | LOS ANGELES (LAX) | 54,982,838 | 7.450% | \$155,531,801 | \$2.83 | \$2.83 | \$67,232,895 | \$1.22 | 92,287 | \$60.71 | 596 | \$140.44 |
| | 4 | DALLAS/FT WORTH AIRPORT (DFW) | 53,253,607 | 7.216% | \$122,603,214 | \$2.30 | \$2.30 | \$48,986,586 | \$0.92 | 88,728 | \$46.01 | 600 | \$115.15 |
| | 5 | DENVER (DEN) | 37,505,138 | 5.082% | \$109,242,953 | \$2.91 | \$2.91 | \$43,217,206 | \$1.15 | 103,341 | \$34.85 | 383 | \$88.09 |
| | 6 | PHOENIX (PHX) | 37,412,185 | 5.069% | \$108,382,031 | \$2.84 | \$2.84 | \$41,921,862 | \$1.12 | 71,118 | \$49.12 | 526 | \$124.66 |
| 14,16 | 7 | LAS VEGAS (LAS) | 36,285,932 | 4.917% | \$119,785,889 | \$3.30 | \$3.30 | \$59,665,897 | \$1.84 | 40,551 | \$122.61 | 895 | \$246.16 |
| 10 | 8 | HOUSTON (IAH) | 34,154,574 | 4.628% | \$67,589,238 | \$1.98 | \$1.98 | \$32,491,497 | \$0.95 | 53,945 | \$50.19 | 633 | \$104.41 |
| | 9 | MINNEAPOLIS/ST PAUL (MSP) | 33,201,880 | 4.499% | \$126,302,193 | \$3.80 | \$3.80 | \$58,436,801 | \$1.76 | 122,887 | \$39.63 | 270 | \$85.65 |
| | 10 | DETROIT (DTW) | 32,684,820 | 4.426% | \$68,735,803 | \$2.10 | \$2.10 | \$31,785,480 | \$0.97 | 65,848 | \$40.23 | 496 | \$86.99 |
| 15 | 11 | NEW YORK (JFK) | 31,732,371 | 4.300% | \$67,055,122 | \$2.11 | \$2.11 | \$26,751,943 | \$0.84 | 60,223 | \$37.02 | 527 | \$92.79 |
| 4,5,7 | 12 | MIAMI (MIA) | 29,595,618 | 4.010% | \$115,706,287 | \$3.91 | \$3.91 | \$51,883,944 | \$1.75 | 92,708 | \$46.64 | 319 | \$104.01 |
| | 13 | NEWARK (EWR) | 29,431,061 | 3.988% | \$93,407,100 | \$3.17 | \$3.17 | \$48,861,992 | \$1.65 | 117,403 | \$34.54 | 251 | \$66.30 |
| 12 | 14 | SAN FRANCISCO (SFO) | 29,313,271 | 3.972% | \$93,059,883 | \$3.17 | \$3.17 | \$51,334,708 | \$1.77 | 31,637 | \$136.80 | 927 | \$245.12 |
| | 15 | ORLANDO (MCO) | 27,319,223 | 3.702% | \$69,531,716 | \$2.55 | \$2.55 | \$20,595,113 | \$0.75 | 62,010 | \$27.68 | 441 | \$93.44 |
| | 16 | SEATTLE (SEA) | 26,755,888 | 3.625% | \$68,376,664 | \$2.56 | \$2.56 | \$38,376,597 | \$1.43 | 88,912 | \$35.97 | 301 | \$84.09 |
| | 17 | TORONTO (YYZ) | 24,739,312 | 3.352% | \$67,790,127 | \$2.74 | \$2.74 | \$24,606,978 | \$0.99 | 50,539 | \$40.57 | 490 | \$111.78 |
| | 18 | PHILADELPHIA (PHL) | 24,671,075 | 3.343% | \$54,682,996 | \$2.22 | \$2.22 | \$16,541,592 | \$0.67 | 63,492 | \$21.71 | 389 | \$71.77 |
| | 19 | BOSTON LOGAN | 23,337,327 | 3.162% | \$57,257,257 | \$2.45 | \$2.45 | \$22,874,380 | \$0.98 | 42,611 | \$44.73 | 548 | \$111.98 |
| | 20 | ST LOUIS (STL) | 23,083,503 | 3.125% | \$62,639,013 | \$2.72 | \$2.72 | \$33,859,214 | \$1.47 | 37,495 | \$76.25 | 615 | \$139.22 |

Concourse and Terminal Analyses – Level II

The Level II analysis provides investors with the critical details concerning the success or failure of concourse or terminal locations in international airports. Airports with more than three concourses or terminals, and less than five-million enplanements have historically been **poorly performing airports**. Evidences of a poorly performing airport are revealed in an airport’s **passenger count to leased square footage ratio**. The merchandizing and concession configuration of a concourse or terminal should be driven by the **passenger profile** of the airlines operating in each concourse or terminal. A high-end jewelry retailer will not be successful in a terminal controlled by a budget airline. Nationally recognized brand named concepts have a high level of success. However, they require a greater capital investment and are viewed as **corporate flagships**. The business life cycle, lease structure, and concession buyout policy of an airport can dramatically affect the value of a concession. Of course, **location, location, location** is king in the airport concession industry.

Detailed Concession Concept Analyses

**San Antonio International Airport
1999 Concession Revenue Analysis**

| Food, Bev. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|---------------|---------------|-----------------------|---------------|-------------------|---------------|--------------------|---------------------|----------------|
| | | | % | | % | | | |
| Terminal 1 | \$0.81 | 11,760 | 77.8% | 4,398,792 | 62.0% | \$3,563,456 | 63.3% | \$25.25 |
| Terminal 2 | \$0.77 | 3,359 | 22.2% | 2,696,034 | 38.0% | \$2,063,241 | 36.7% | \$51.19 |
| Totals | \$0.79 | 15,119 | 100.0% | 7,094,825 | 100.0% | \$5,626,696 | 100.0% | \$31.01 |

| Alcohol | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|---------------|---------------|-----------------------|--------------|-------------------|---------------|--------------------|---------------------|----------------|
| | | | % | | % | | | |
| Terminal 1 | \$0.14 | 1,825 | 12.1% | 4,398,792 | 62.0% | \$660,018 | 60.7% | \$27.66 |
| Terminal 2 | \$0.15 | 931 | 6.2% | 2,696,034 | 38.0% | \$1,010,113 | 39.3% | \$35.09 |
| Totals | \$0.14 | 2,756 | 18.2% | 7,094,825 | 100.0% | \$1,670,131 | 100.0% | \$30.17 |

| Retail & Serv. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|----------------|---------------|-----------------------|---------------|-------------------|---------------|--------------------|---------------------|----------------|
| | | | % | | % | | | |
| Terminal 1 | \$1.32 | 12,134 | 76.0% | 4,398,792 | 62.0% | \$1,511,777 | 76.4% | \$39.95 |
| Terminal 2 | \$0.67 | 3,832 | 24.0% | 2,696,034 | 38.0% | \$1,114,919 | 23.6% | \$39.04 |
| Totals | \$1.07 | 15,966 | 100.0% | 7,094,825 | 100.0% | \$2,626,696 | 100.0% | \$39.73 |

| NPY Enplan. & Deplan. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|-----------------------|--------|-----------------------|---|-------------------|---|-----------------|---------------------|----------|
| | | | % | | % | | | |
| NPY Enplan. & Deplan. | \$2.01 | 33,841 | | 7,094,825 | | \$14,236,896 | | \$100.92 |
| NPY Enplanements | \$4.01 | 33,841 | | | | | | |

Passenger Traffic to Leased Square Footage Analysis

| | Terminal #1 | | | | Terminal #2 | | | |
|--------|-------------|--------|-----------|-------------------|-------------|--------|-----------|-------------------|
| | Sq. Ft. | % | P/Traffic | Pass. Traffic/PSF | Sq. Ft. | % | P/Traffic | Pass. Traffic/PSF |
| Food | 13,585 | 40.14% | 4,398,792 | 324 | 4,290 | 12.68% | 2,696,034 | 628 |
| Retail | 12,134 | 35.86% | 4,398,792 | 362 | 3,832 | 11.32% | 2,696,034 | 704 |

**San Antonio International Airport
Projected Concession Revenue Analysis**

| Food, Bev. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|---------------|---------------|-----------------------|---------------|-------------------|---------------|--------------------|---------------------|---------------|
| | | | % | | % | | | |
| Terminal 1 | \$1.06 | 15,862 | 67.9% | 4,706,707 | 62.0% | \$4,984,008 | 61.7% | \$31.2 |
| Terminal 2 | \$1.07 | 7,514 | 32.1% | 2,884,756 | 38.0% | \$3,095,069 | 38.3% | \$71.8 |
| Totals | \$1.06 | 23,376 | 100.0% | 7,591,463 | 100.0% | \$8,079,078 | 100.0% | \$39.8 |

| Alcohol | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|---------------|---------------|-----------------------|--------------|-------------------|---------------|--------------------|---------------------|---------------|
| | | | % | | % | | | |
| Terminal 1 | \$0.18 | 2,756 | 13.5% | 4,706,707 | 62.0% | \$847,281 | 59.0% | \$30.8 |
| Terminal 2 | \$0.27 | 1,431 | 8.5% | 2,884,756 | 38.0% | \$588,063 | 41.0% | \$34.2 |
| Totals | \$0.22 | 4,187 | 22.0% | 7,591,463 | 100.0% | \$1,435,345 | 100.0% | \$32.1 |

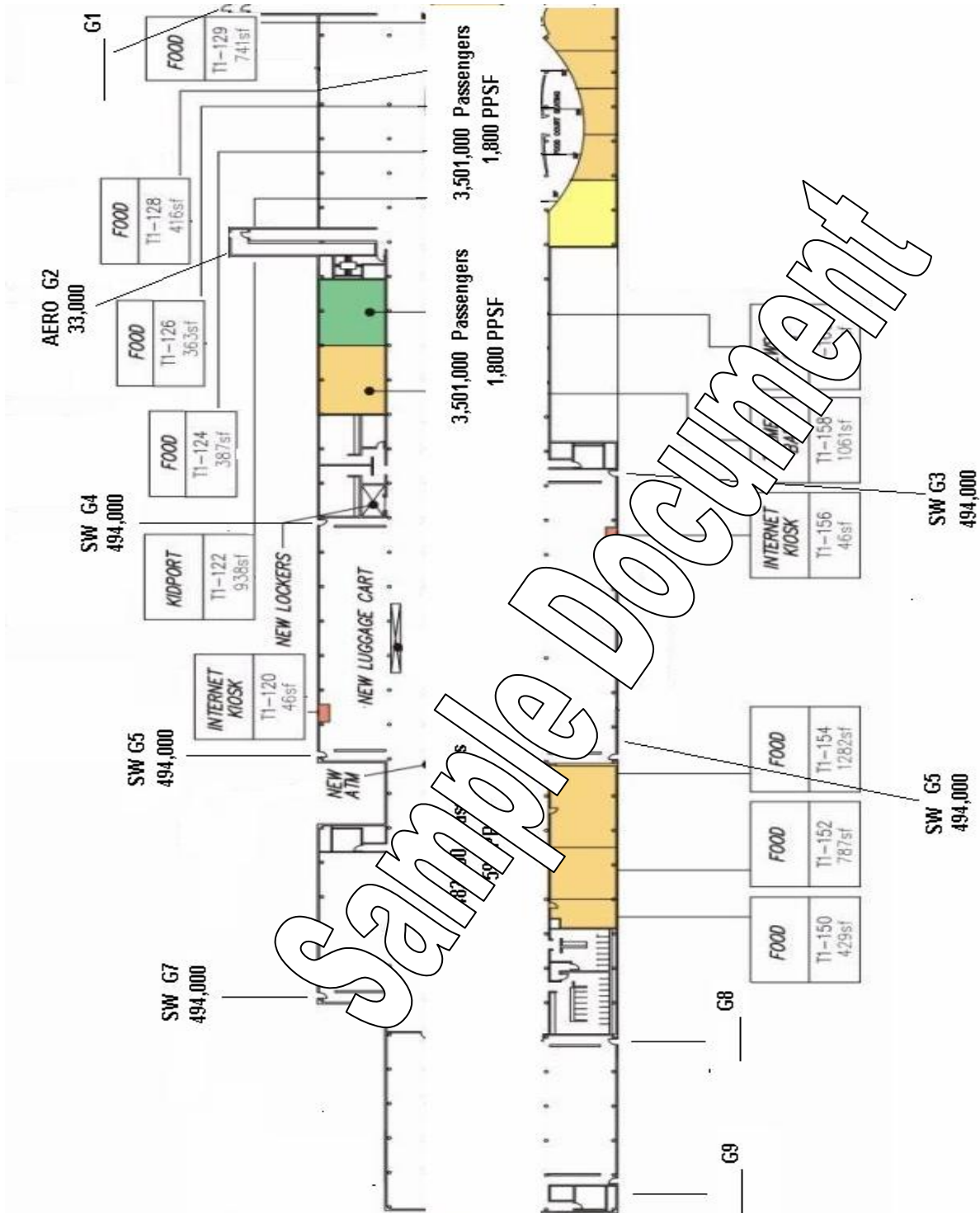
| Retail & Serv. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|----------------|---------------|-----------------------|---------------|-------------------|---------------|--------------------|---------------------|---------------|
| | | | % | | % | | | |
| Terminal 1 | \$1.04 | 15,862 | 67.9% | 4,706,707 | 62.0% | \$4,734,808 | 63.7% | \$24.8 |
| Terminal 2 | \$0.94 | 7,514 | 32.1% | 2,884,756 | 38.0% | \$2,692,710 | 36.3% | \$29.8 |
| Totals | \$0.98 | 23,376 | 100.0% | 7,591,463 | 100.0% | \$7,427,518 | 100.0% | \$26.4 |

| NPY Enplan. & Deplan. | NPY | Leased Square Footage | | Passenger Traffic | | Annual Revenues | Monthly Revenues PS | |
|-----------------------|--------|-----------------------|---|-------------------|---|-----------------|---------------------|---------|
| | | | % | | % | | | |
| NPY Enplan. & Deplan. | \$2.23 | 43,985 | | 7,591,463 | | \$16,941,940 | | \$98.51 |
| NPY Enplanements | \$4.46 | | | | | | | |

Passenger Traffic to Leased Square Footage Analysis

| | Terminal #1 | | | | Terminal #2 | | | |
|--------|-------------|--------|-----------|-------------------|-------------|--------|-----------|-------------------|
| | Sq. Ft. | % | P/Traffic | Pass. Traffic/PSF | Sq. Ft. | % | P/Traffic | Pass. Traffic/PSF |
| Food | 15,589 | 35.44% | 4,706,707 | 302 | 5,020 | 11.41% | 2,884,756 | 57 |
| Retail | 15,862 | 36.06% | 4,706,707 | 297 | 7,514 | 17.08% | 2,884,756 | 38 |

Diagram of Passenger Traffic Analysis



Concession Location Analyses – Level III

Concession Development Analysis – Scenario #1

| | | | | | | | |
|--------------------|------------------|---------------------|----------------------|------------------|----------|-------------|---------|
| Scenario #1 | \$488,000 | First Year Revenues | Revenues PSF \$83.50 | \$219,998 | Dev/Cost | 6.73 | Pay/Prd |
|--------------------|------------------|---------------------|----------------------|------------------|----------|-------------|---------|

Cayenne's Hot Wings - Pro-Forma Model

Bush International Airport - Terminal E

May 15, 2006

PRO FORMA STATEMENT (YEAR 1 - YEAR 5)

| <u>Gross Revenues</u> | | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | Proj. FYE 2006 | Proj. FYE 2007 |
|--|---------------|------------------|------------------|------------------|------------------|------------------|
| Food | 81.1% | 396,000 | 415,800 | 436,590 | 420 | 481,340 |
| Beverages | 18.9% | 92,000 | 96,600 | 101,430 | 100,000 | 111,827 |
| Total | 100.0% | 488,000 | 512,400 | 538,020 | 520,000 | 593,167 |
| <u>Cost of Goods Sold</u> | | | | | | |
| COG Food & Beverages | 24.0% | 117,120 | 122,976 | 129,125 | 1581 | 142,360 |
| COG Paper and Others | 1.0% | 4,880 | 5,124 | 5,380 | 649 | 5,932 |
| Cost of Goods Sold | 25.0% | \$122,000 | \$128,100 | \$134,505 | \$141,230 | \$148,292 |
| <u>On-Site Direct Labor</u> | | | | | | |
| Salaries and Wages | 20.0% | 97,600 | 102,480 | 104,604 | 112,984 | 118,633 |
| Payroll Taxes | 3.4% | 16,592 | 17,422 | 18,271 | 19,207 | 20,168 |
| Employee Benefits | 0.8% | 3,904 | 4,099 | 4,141 | 4,519 | 4,745 |
| Management | 7.2% | 35,000 | 35,000 | 35,000 | 35,000 | 35,000 |
| Total | | \$153,096 | \$159,001 | \$162,016 | \$171,711 | \$178,546 |
| <u>Direct Operating Expenses</u> | | | | | | |
| Fees/Permits/Licenses | | 500 | 500 | 500 | 500 | 500 |
| Insurance | | 4,000 | 4,000 | 4,000 | 4,000 | 4,000 |
| Utilities | | 13,000 | 13,000 | 13,000 | 13,000 | 13,000 |
| Telephone | | 2,400 | 2,400 | 2,400 | 2,400 | 2,400 |
| Repairs & Maintenance | | 1,900 | 1,900 | 1,900 | 1,900 | 1,900 |
| Advertising & Promotion | 0.5% | 2,440 | 2,662 | 2,690 | 2,825 | 2,966 |
| Vehicle & Transportation | | 3,600 | 3,600 | 3,600 | 3,600 | 3,600 |
| Credit Card Express | | 7,320 | 7,686 | 8,070 | 8,474 | 8,898 |
| Outside Services | | 1,800 | 1,800 | 1,800 | 1,800 | 1,800 |
| Others | | 0 | 0 | 0 | 0 | 0 |
| Total | | \$37,448 | \$37,448 | \$37,960 | \$38,498 | \$39,063 |
| Amortizat./Depreciation | | 6,493 | 6,493 | 6,493 | 6,493 | 6,493 |
| Rent to West Field 14% or CAM to West Field \$22.00 psf | | \$85,000 | \$85,000 | \$85,000 | \$85,000 | \$85,000 |
| Interest Paid | | \$11,000 | \$14,300 | \$12,584 | \$11,074 | \$9,745 |
| Total Expenses | | \$292,342 | \$302,241 | \$307,238 | \$312,776 | \$318,848 |
| NET INCOME | | \$73,658 | \$82,059 | \$96,277 | \$110,915 | \$126,028 |
| Build-out & Development Cost (Net) | | \$219,998 | \$219,998 | \$219,998 | \$219,998 | \$219,998 |

| | | | | |
|--------------------|--------------------------------------|----------------------|--------------------------|---------------------|
| Scenario #1 | \$488,000 First Year Revenues | Revenues PSF \$83.50 | \$219,998 Dev/Cos | 6.73 Pay/Prd |
|--------------------|--------------------------------------|----------------------|--------------------------|---------------------|

Cayenne's Hot Wings - Pro-Forma Model
Bush International Airport - Terminal E
May 15, 2006

Financial Analysis

| | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | Proj. FYE 2006 | Proj. FYE 2007 |
|---|------------------|------------------|------------------|------------------|------------------|
| Assumed Annual % Increase | 0.00% | 5.00% | 5.00% | 5.00% | 5.00% |
| Min. % Rent Retail Merch. | 18.00% | 18.00% | 18.00% | 18.00% | 18.00% |
| Min. % Rent Others | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| Min. Annual Dollars Rent % of Sales | 17.42% | 16.59% | 15.80% | 15.05% | 14.33% |
| Min. Annual Dollars Rent <i>487</i> | \$85,000 | \$85,000 | \$85,000 | \$85,000 | \$85,000 |
| Min. Annual Dollars Rent PSF | \$174.54 | \$174.54 | \$174.54 | \$174.54 | \$174.54 |
| Min. Monthly Dollars Rent PSF | \$14.54 | \$14.54 | \$14.54 | \$14.54 | \$14.54 |
| Sales Annually | \$488,000 100.0% | \$512,400 100.0% | \$538,020 100.0% | \$564,921 100.0% | \$593,167 100.0% |
| Sales Monthly | \$40,667 8.3% | \$42,700 8.3% | \$44,835 8.3% | \$47,077 8.3% | \$49,431 8.3% |
| Sales Daily | \$1,337 0.3% | \$1,404 0.3% | \$1,474 0.3% | \$1,535 0.3% | \$1,625 0.3% |
| Optng Expenses Daily | \$801 0.2% | \$828 0.2% | \$842 0.2% | \$857 0.2% | \$874 0.1% |
| Optng Profit Daily (BFIT) | \$536 0.1% | \$576 0.1% | \$632 0.1% | \$661 0.1% | \$752 0.1% |
| Annual Net Profit Before Taxes | \$73,658 15.1% | \$82,059 16.0% | \$96,277 18.1% | \$111,640 19.6% | \$126,028 21.2% |
| Annual Net Profit After Taxes 30.00% | \$51,561 10.6% | \$57,441 11.2% | \$67,394 12.5% | \$77,640 13.7% | \$88,219 14.9% |
| Plus non-cash charges | \$6,286 1.3% | \$6,493 1.3% | \$6,493 1.2% | \$6,493 1.1% | \$6,493 1.1% |
| Less Debt Retirement <i>80.00%</i> | (\$25,143) -5.2% | (\$28,160) -5.5% | (\$31,176) -5.8% | (\$34,194) -6.1% | (\$37,211) -6.3% |
| Net Operational Cash Flow 6.70% | \$32,704 6.7% | \$35,774 7.0% | \$44,218 8.2% | \$49,939 8.8% | \$57,501 9.7% |
| Cash gain over orig. investment | \$32,704 6.7% | \$68,478 13.4% | \$104,288 21.4% | \$161,127 28.5% | \$218,628 36.9% |
| Cash gain over orig. investment % | 14.87% | 0.0% | 10.54% | 0.0% | 99.38% |
| Annual Revenues PSF <i>487</i> | \$1,002.05 0.2% | \$1,052.16 0.2% | \$1,102.06 0.2% | \$1,160.00 0.2% | \$1,218.00 0.2% |
| Monthly Revenues PSF | \$83.50 0.0% | \$87.68 0.0% | \$91.84 0.0% | \$96.67 0.0% | \$101.50 0.0% |

Key Operating Ratios

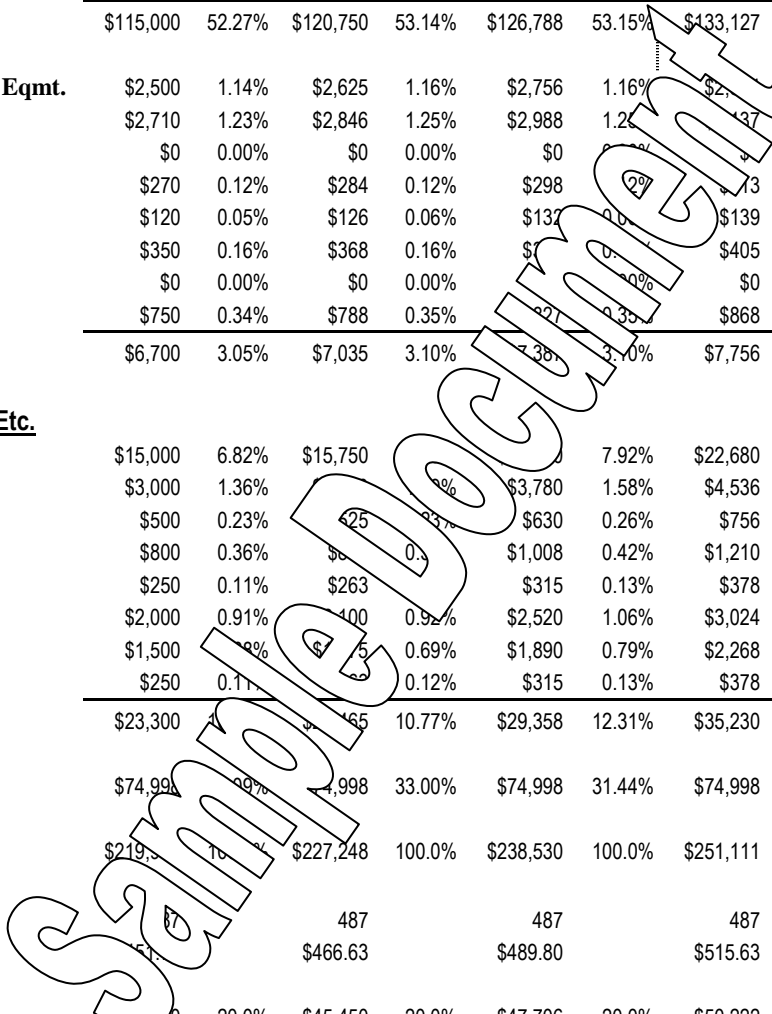
| | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | Proj. FYE 2006 | Proj. FYE 2007 |
|---|--------------------|--------------------|--------------------|--------------------|--------------------|
| Sales Annually | \$488,000 100.0% | \$512,400 100.0% | \$538,020 100.0% | \$564,921 100.0% | \$593,167 100.0% |
| Total cost to open (CTO) | \$219,998 45.1% | \$219,998 42.9% | \$219,998 40.9% | \$219,998 38.9% | \$219,998 37.1% |
| Less total financed, net of security depo | (\$175,998) -36.1% | (\$175,998) -33.9% | (\$175,998) -32.7% | (\$175,998) -31.2% | (\$175,998) -29.7% |
| Net cash investment | \$44,000 9.0% | \$43,998 8.6% | \$44,000 8.2% | \$44,000 7.8% | \$44,000 7.4% |
| Gross margin (after cost of sales & labor) | 43.63% | 43.7% | 44.29% | 44.60% | 44.90% |
| Operating Income (goal is over 10%) | 17.35% | 17.3% | 20.23% | 21.59% | 22.89% |
| Net Income before taxes (goal over 5%) | 15.09% | 15.0% | 17.89% | 19.63% | 21.25% |
| Net cash flow before taxes | 16.38% | 17.28% | 19.10% | 20.78% | 22.34% |
| Rent and CAM | 17.42% | 16.59% | 15.80% | 15.05% | 14.33% |
| Total cost of labor | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% |
| Sales to cost ratio (goal is over 2.0) | 2.22 | 2.33 | 2.45 | 2.57 | 2.70 |
| Return on cash investment (NCF/CTO) | 16.26% | 16.26% | 19.41% | 22.70% | 26.14% |
| Aver. # of Cust. Daily | | 208 | 211 | 213 | 217 |
| Average Ticket Daily | | \$6.75 | \$7.00 | \$7.25 | \$7.50 |
| Average Net Passenger Yeild | | \$0.13 | \$0.14 | \$0.15 | \$0.16 |

Concession Analysis

| | | | |
|---|-------------|--|-------------|
| Total cost to open per sq. ft. leased | \$451.74 | Orig. Term of Lease (Years) | 7.00 |
| Investment payback period in years | 6.73 | Remianing Term of Lease (Years) | 7.00 |
| Total Annual Passenger Traffic Airport | 35,245,846 | Total Pass. Taffic Terminal | 3,700,000 |

**Cayenne's Hot Wings - Pro-Forma Model
Capitalization Plan
May 15, 2006**

| | Case #1 | | Case #2 +5% | | Case #3 + 5% | | Case #4 + 5% | | Case #5 + 5% | |
|---|------------------|----------------|------------------|----------------|------------------|----------------|------------------|----------------|------------------|----------------|
| Land, Building & Facility | | | | | | | | | | |
| Leasehold Improvements | \$90,000 | 40.91% | \$94,500 | 41.58% | \$99,225 | 41.60% | \$104,186 | 41.49% | \$109,396 | 41.25% |
| Production Equipment | \$15,000 | 6.82% | \$15,750 | 6.93% | \$16,538 | 6.93% | \$17,364 | 6.92% | \$18,233 | 6.88% |
| Customer Service Area Fixtures | \$10,000 | 4.55% | \$10,500 | 4.62% | \$11,025 | 4.62% | \$11,576 | 4.61% | \$12,155 | 4.58% |
| Total | \$115,000 | 52.27% | \$120,750 | 53.14% | \$126,788 | 53.15% | \$133,127 | 53.02% | \$139,783 | 52.71% |
| Cash & Inventory Control Eqmt. | | | | | | | | | | |
| Decor. Expense | \$2,710 | 1.23% | \$2,846 | 1.25% | \$2,988 | 1.25% | \$3,137 | 1.25% | \$3,294 | 1.24% |
| Development Fee | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% |
| Freight & Sales Taxes | \$270 | 0.12% | \$284 | 0.12% | \$298 | 0.12% | \$313 | 0.12% | \$328 | 0.12% |
| Furniture & Fixtures | \$120 | 0.05% | \$126 | 0.06% | \$132 | 0.06% | \$139 | 0.06% | \$146 | 0.06% |
| Installation Expense | \$350 | 0.16% | \$368 | 0.16% | \$387 | 0.16% | \$405 | 0.16% | \$425 | 0.16% |
| Production Equipment | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% |
| Signage | \$750 | 0.34% | \$788 | 0.35% | \$827 | 0.35% | \$868 | 0.35% | \$912 | 0.34% |
| Total | \$6,700 | 3.05% | \$7,035 | 3.10% | \$7,381 | 3.10% | \$7,756 | 3.09% | \$8,144 | 3.07% |
| Cash, Inventory, Training & Etc. | | | | | | | | | | |
| Working Capital (Cash) | \$15,000 | 6.82% | \$15,750 | 6.93% | \$16,538 | 6.93% | \$17,364 | 6.92% | \$18,233 | 6.88% |
| Inventory | \$3,000 | 1.36% | \$3,150 | 1.36% | \$3,300 | 1.36% | \$3,450 | 1.36% | \$3,600 | 1.36% |
| Security Deposit | \$500 | 0.23% | \$525 | 0.23% | \$550 | 0.23% | \$575 | 0.23% | \$600 | 0.23% |
| Prepaid Insurance | \$800 | 0.36% | \$840 | 0.36% | \$880 | 0.36% | \$920 | 0.36% | \$960 | 0.36% |
| Utility Deposits | \$250 | 0.11% | \$263 | 0.11% | \$275 | 0.11% | \$288 | 0.11% | \$301 | 0.11% |
| Contingencies | \$2,000 | 0.91% | \$2,100 | 0.92% | \$2,200 | 0.92% | \$2,300 | 0.92% | \$2,400 | 0.92% |
| Leased Eqmt Secur. Dept | \$1,500 | 0.68% | \$1,575 | 0.69% | \$1,650 | 0.69% | \$1,725 | 0.69% | \$1,800 | 0.69% |
| Organizational Costs | \$250 | 0.11% | \$263 | 0.12% | \$275 | 0.13% | \$288 | 0.13% | \$301 | 0.13% |
| Total | \$23,300 | 10.77% | \$24,165 | 10.77% | \$25,030 | 10.77% | \$25,895 | 10.77% | \$26,760 | 10.77% |
| CAM | \$74,998 | 33.00% | \$74,998 | 33.00% | \$74,998 | 33.00% | \$74,998 | 33.00% | \$74,998 | 33.00% |
| Total Due From Investor | \$219,998 | 100.00% | \$227,248 | 100.00% | \$238,530 | 100.00% | \$251,111 | 100.00% | \$265,201 | 100.00% |
| Total Sq. Ft. | 487 | | 487 | | 487 | | 487 | | 487 | |
| Cost Per Sq. Ft. | \$466.63 | | \$489.80 | | \$515.63 | | \$544.56 | | \$571.43 | |
| Cash Investment | \$45,450 | 20.0% | \$47,706 | 20.0% | \$50,222 | 20.0% | \$53,040 | 20.0% | \$56,160 | 20.0% |
| LTD/Financing | \$175,998 | 80.00% | \$181,798 | 80.00% | \$190,824 | 80.00% | \$200,888 | 80.00% | \$212,161 | 80.00% |
| T/Investment to Cash Flow | 6.727 x | | 6.352 x | | 5.585 x | | 5.028 x | | 4.612 x | |
| Return On Investment | 14.87% | | 15.74% | | 17.91% | | 19.89% | | 21.68% | |



Concession Development Analysis – Scenario #2

| | | | | | | | |
|--------------------|------------------|---------------------|----------------------|------------------|----------|---------------|---------|
| Scenario #2 | \$400,000 | First Year Revenues | Revenues PSF \$68.45 | \$219,998 | Dev/Cost | (6.80) | Pay/Prd |
|--------------------|------------------|---------------------|----------------------|------------------|----------|---------------|---------|

Cayenne's Hot Wings - Pro-Forma Model

Bush International Airport - Terminal E

May 15, 2006

PRO FORMA STATEMENT (YEAR 1 - YEAR 5)

| | | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | FYE 2006 | Proj. FYE 2007 |
|---|---------------|-------------------|-------------------|------------------|------------------|------------------|
| Gross Revenues | | | | | | |
| Food | 77.0% | 308,000 | 323,400 | 339,570 | 355,502 | 374,376 |
| Beverages | 23.0% | 92,000 | 96,600 | 101,430 | 106,502 | 111,827 |
| Total | 100.0% | 400,000 | 420,000 | 441,000 | 462,004 | 486,203 |
| Cost of Goods Sold | | | | | | |
| COG Food & Beverages | 24.0% | 96,000 | 100,800 | 105,840 | 111,132 | 116,689 |
| COG Paper and Others | 1.0% | 4,000 | 4,200 | 4,360 | 4,631 | 4,862 |
| Cost of Goods Sold | 25.0% | \$100,000 | \$105,000 | \$110,200 | \$115,763 | \$121,551 |
| On-Site Direct Labor | | | | | | |
| Salaries and Wages | 20.0% | 80,000 | 84,000 | 88,000 | 92,610 | 97,241 |
| Payroll Taxes | 3.4% | 13,600 | 14,280 | 14,994 | 15,744 | 16,531 |
| Employee Benefits | 0.8% | 3,200 | 3,360 | 3,528 | 3,704 | 3,890 |
| Management | 8.8% | 35,000 | 35,000 | 35,000 | 35,000 | 35,000 |
| Total | 33.0% | \$131,800 | \$136,640 | \$141,522 | \$147,058 | \$152,661 |
| Direct Operating Expenses | | | | | | |
| Fees/Permits/Licenses | | 500 | 500 | 500 | 500 | 500 |
| Insurance | | 4,000 | 4,000 | 4,000 | 4,000 | 4,000 |
| Utilities | | 13,000 | 13,000 | 13,000 | 13,000 | 13,000 |
| Telephone | | 2,400 | 2,400 | 2,400 | 2,400 | 2,400 |
| Repairs & Maintenance | | 1,900 | 1,900 | 1,900 | 1,900 | 1,900 |
| Advertising & Promotion | 0.5% | 2,000 | 2,000 | 2,205 | 2,315 | 2,431 |
| Vehicle & Transportation | | 3,600 | 3,600 | 3,600 | 3,600 | 3,600 |
| Credit Card Express | | 6,300 | 6,300 | 6,615 | 6,946 | 7,293 |
| Outside Services | | 1,800 | 1,800 | 1,800 | 1,800 | 1,800 |
| Others | | 0 | 0 | 0 | 0 | 0 |
| Total | 8.3% | \$35,600 | \$35,600 | \$36,020 | \$36,461 | \$36,924 |
| Amortizat./Depreciation | 1.6% | 6,493 | 6,493 | 6,493 | 6,493 | 6,493 |
| Rent to West Field 18% or \$135,000 | 33.8% | \$135,000 | \$135,000 | \$135,000 | \$135,000 | \$135,000 |
| CAM to West Field \$22.00 psf | 2.7% | \$8,766 | \$8,766 | \$8,766 | \$8,766 | \$8,766 |
| Interest Paid | 2.7% | \$11,000 | \$14,300 | \$12,584 | \$11,074 | \$9,745 |
| Total Expenses | 79.8% | \$319,286 | \$328,033 | \$331,819 | \$336,086 | \$340,823 |
| NET INCOME | -4.8% | (\$19,286) | (\$13,033) | (\$1,069) | \$11,202 | \$23,829 |
| Build-out & Development Cost (Net) | 55.0% | \$219,998 | \$219,998 | \$219,998 | \$219,998 | \$219,998 |

Scenario #2 \$400,000 First Year Revenues Revenues PSF \$68.45 \$219,998 Dev/Cos (6.80) Pay/Prd

Cayenne's Hot Wings - Pro-Forma Model
Bush International Airport - Terminal E
 May 15, 2006

Financial Analysis

| | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | Proj. FYE 2006 | Proj. FYE 2007 |
|---|------------------|-------------------|--------------------|--------------------|--------------------|
| Assumed Annual % Increase | 0.00% | 5.00% | 5.00% | 5.00% | 5.00% |
| Min. % Rent Retail Merch. | 18.00% | 18.00% | 18.00% | 18.00% | 18.00% |
| Min. % Rent Others | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| Min. Annual Dollars Rent % of Sales | 33.75% | 32.14% | 30.61% | 29.15% | 27.77% |
| Min. Annual Dollars Rent 487 | \$135,000 | \$135,000 | \$135,000 | \$135,000 | \$135,000 |
| Min. Annual Dollars Rent PSF | \$277.21 | \$277.21 | \$277.21 | \$277.21 | \$277.21 |
| Min. Monthly Dollars Rent PSF | \$23.10 | \$23.10 | \$23.10 | \$23.10 | \$23.10 |
| Sales Annually | \$400,000 100.0% | \$420,000 100.0% | \$441,000 107.25% | \$463,050 115.76% | \$486,203 121.55% |
| Sales Monthly | \$33,333 8.3% | \$35,000 8.3% | \$36,750 8.5% | \$38,588 8.3% | \$40,517 8.3% |
| Sales Daily | \$1,096 0.3% | \$1,151 0.3% | \$1,208 0.3% | \$1,269 0.3% | \$1,332 0.3% |
| Optng Expenses Daily | \$875 0.2% | \$899 0.2% | \$921 0.2% | \$921 0.2% | \$934 0.2% |
| Optng Profit Daily (BFIT) | \$221 0.1% | \$252 0.1% | \$287 0.1% | \$348 0.1% | \$398 0.1% |
| Annual Net Profit Before Taxes | (\$19,286) -4.8% | (\$13,033) -3.1% | (\$11,791) -2.7% | \$11,202 2.4% | \$23,829 4.9% |
| Annual Net Profit After Taxes 30.00% | (\$13,500) -3.4% | (\$9,123) -2.2% | (\$11,791) -2.7% | \$7,841 1.7% | \$16,680 3.4% |
| Plus non-cash charges | \$6,286 1.6% | \$6,493 1.5% | \$6,493 1.5% | \$6,493 1.4% | \$6,493 1.3% |
| Less Debt Retirement 80.00% | (\$25,143) -6.3% | (\$28,160) -6.7% | (\$34,194) -7.7% | (\$34,194) -7.4% | (\$37,211) -7.7% |
| Net Operational Cash Flow -8.09% | (\$32,357) -8.1% | (\$30,790) -7.3% | (\$25,452) -6.2% | (\$19,860) -4.3% | (\$14,038) -2.9% |
| Cash gain over orig. investment | (\$32,357) -8.1% | (\$63,147) -15.5% | (\$108,439) -27.1% | (\$108,439) -23.4% | (\$122,477) -25.2% |
| Cash gain over orig. investment % | -14.71% | 0.0% | -40.26% | 0.0% | -55.67% |
| Annual Revenues PSF 487 | \$821.36 0.2% | \$821.36 0.2% | \$905.54 0.2% | \$950.82 0.2% | \$998.36 0.2% |
| Monthly Revenues PSF | \$68.45 0.0% | \$68.45 0.0% | \$75.46 0.0% | \$79.24 0.0% | \$83.20 0.0% |

Key Operating Ratios

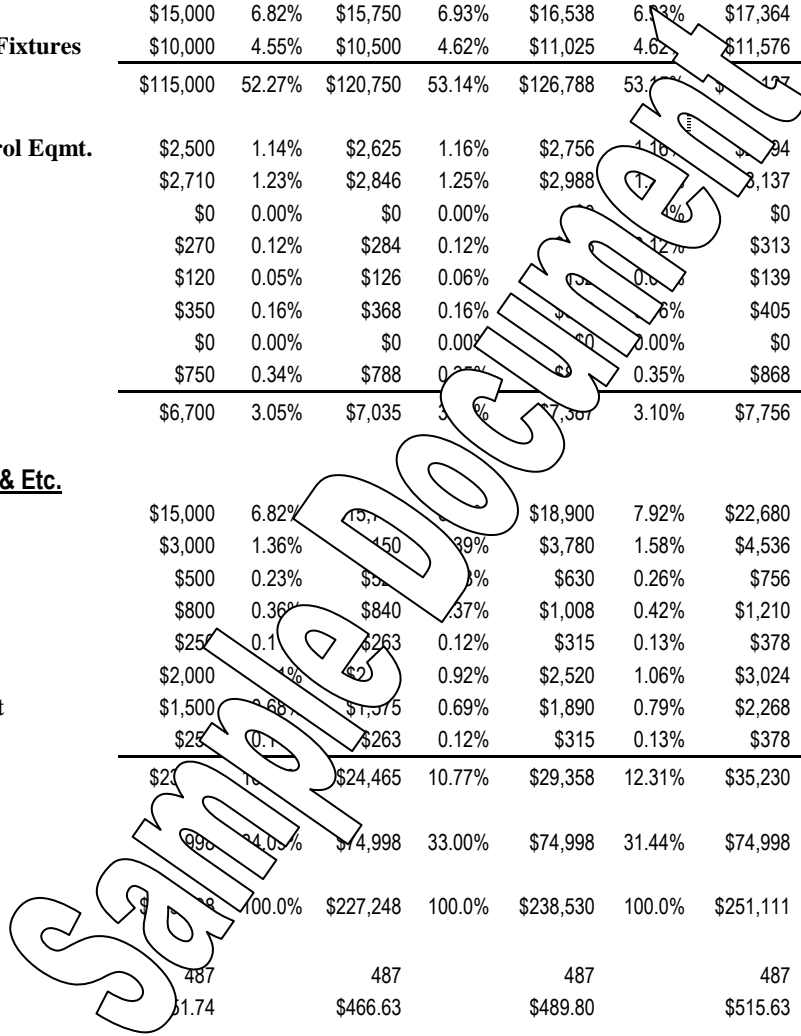
| | Proj. FYE 2003 | Proj. FYE 2004 | Proj. FYE 2005 | Proj. FYE 2006 | Proj. FYE 2007 |
|--|--------------------|--------------------|--------------------|--------------------|--------------------|
| Sales Annually | \$400,000 100.0% | \$420,000 100.0% | \$441,000 100.0% | \$463,050 100.0% | \$486,203 100.0% |
| Total cost to open (CTO) | \$219,998 54.9% | \$219,998 52.4% | \$219,998 49.9% | \$219,998 47.5% | \$219,998 45.2% |
| Less total financed, net of security depositions | (\$175,998) -43.9% | (\$175,998) -41.9% | (\$175,998) -39.9% | (\$175,998) -38.0% | (\$175,998) -36.2% |
| Net cash investment | \$44,000 11.0% | \$44,000 10.5% | \$44,000 10.0% | \$44,000 9.5% | \$44,000 9.0% |
| Gross margin (after cost of sales & labor) | 42.47% | 42.86% | 43.24% | 43.60% | 43.60% |
| Operating Income (goal is over 10%) | 6.77% | 2.30% | 2.61% | 4.81% | 6.91% |
| Net Income before taxes (goal over 5%) | 4.8% | -3.10% | -0.24% | 2.42% | 4.90% |
| Net cash flow before taxes | 6.24% | -1.56% | 1.23% | 3.82% | 6.24% |
| Rent and CAM | 33.75% | 32.14% | 30.61% | 29.15% | 27.77% |
| Total cost of labor | 25.00% | 25.00% | 25.00% | 25.00% | 25.00% |
| Sales to cost ratio (goal is over 2.0) | 1.82 | 1.91 | 2.00 | 2.10 | 2.21 |
| Return on cash investment (NCF/CTO) | 4.71% | -14.00% | -11.56% | -9.03% | -6.38% |
| Aver. # of Cust. Daily | 169 | 170 | 173 | 175 | 178 |
| Average Ticket Daily | \$6.50 | \$6.75 | \$7.00 | \$7.25 | \$7.50 |
| Average Net Passenger Yield | \$0.11 | \$0.11 | \$0.12 | \$0.13 | \$0.13 |

Concession Analysis

| | | | |
|--|------------|---------------------------------|-----------|
| Total cost to open per sq. ft. leased | \$451.74 | Orig. Term of Lease (Years) | 7.00 |
| Investment payback period in years | (6.80) | Remianing Term of Lease (Years) | 7.00 |
| Total Annual Passenger Traffic Airport | 35,245,846 | Total Pass. Taffic Terminal | 3,700,000 |

**Cayenne's Hot Wings - Pro-Forma Model
Capitalization Plan
May 15, 2006**

| | Case #1 | | Case #2 +5% | | Case #3 + 5% | | Case #4 + 5% | | Case #5 + 5% | |
|---|------------------|---------------|------------------|---------------|------------------|---------------|-------------------|---------------|-------------------|---------------|
| Land, Building & Facility | | | | | | | | | | |
| Leasehold Improvements | \$90,000 | 40.91% | \$94,500 | 41.58% | \$99,225 | 41.60% | \$104,186 | 41.49% | \$109,396 | 41.25% |
| Production Equipment | \$15,000 | 6.82% | \$15,750 | 6.93% | \$16,538 | 6.93% | \$17,364 | 6.92% | \$18,233 | 6.88% |
| Customer Service Area Fixtures | \$10,000 | 4.55% | \$10,500 | 4.62% | \$11,025 | 4.62% | \$11,576 | 4.61% | \$12,155 | 4.58% |
| Total | \$115,000 | 52.27% | \$120,750 | 53.14% | \$126,788 | 53.14% | \$132,127 | 53.02% | \$139,783 | 52.71% |
| Cash & Inventory Control Eqmt. | | | | | | | | | | |
| Decor. Expense | \$2,710 | 1.23% | \$2,846 | 1.25% | \$2,988 | 1.25% | \$3,137 | 1.25% | \$3,294 | 1.24% |
| Development Fee | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% |
| Freight & Sales Taxes | \$270 | 0.12% | \$284 | 0.12% | \$297 | 0.12% | \$313 | 0.12% | \$328 | 0.12% |
| Furniture & Fixtures | \$120 | 0.05% | \$126 | 0.06% | \$132 | 0.06% | \$139 | 0.06% | \$146 | 0.06% |
| Installation Expense | \$350 | 0.16% | \$368 | 0.16% | \$386 | 0.16% | \$405 | 0.16% | \$425 | 0.16% |
| Production Equipment | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% | \$0 | 0.00% |
| Signage | \$750 | 0.34% | \$788 | 0.34% | \$826 | 0.35% | \$868 | 0.35% | \$912 | 0.34% |
| Total | \$6,700 | 3.05% | \$7,035 | 3.05% | \$7,367 | 3.10% | \$7,756 | 3.09% | \$8,144 | 3.07% |
| Cash, Inventory, Training & Etc. | | | | | | | | | | |
| Working Capital (Cash) | \$15,000 | 6.82% | \$15,750 | 6.82% | \$16,538 | 7.92% | \$17,364 | 9.03% | \$18,233 | 10.26% |
| Inventory | \$3,000 | 1.36% | \$3,150 | 1.36% | \$3,300 | 1.58% | \$3,456 | 1.81% | \$3,613 | 2.05% |
| Security Deposit | \$500 | 0.23% | \$525 | 0.23% | \$550 | 0.26% | \$576 | 0.30% | \$607 | 0.34% |
| Prepaid Insurance | \$800 | 0.36% | \$840 | 0.37% | \$880 | 0.42% | \$924 | 0.48% | \$972 | 0.55% |
| Utility Deposits | \$250 | 0.11% | \$263 | 0.12% | \$275 | 0.13% | \$288 | 0.15% | \$304 | 0.17% |
| Contingencies | \$2,000 | 0.90% | \$2,100 | 0.92% | \$2,200 | 1.06% | \$2,304 | 1.20% | \$2,412 | 1.37% |
| Leased Eqmt Secur. Dept | \$1,500 | 0.66% | \$1,575 | 0.69% | \$1,650 | 0.79% | \$1,728 | 0.90% | \$1,812 | 1.03% |
| Organizational Costs | \$250 | 0.11% | \$263 | 0.12% | \$275 | 0.13% | \$288 | 0.15% | \$304 | 0.17% |
| Total | \$21,300 | 9.71% | \$24,465 | 10.77% | \$29,358 | 12.31% | \$35,230 | 14.03% | \$42,276 | 15.94% |
| CAM | \$74,998 | 34.00% | \$74,998 | 33.00% | \$74,998 | 31.44% | \$74,998 | 29.87% | \$74,998 | 28.28% |
| Total Due From Investor | \$219,998 | 100.0% | \$227,248 | 100.0% | \$238,530 | 100.0% | \$251,111 | 100.0% | \$265,201 | 100.0% |
| Total Sq. Ft. | 487 | | 487 | | 487 | | 487 | | 487 | |
| Cost Per Sq. Ft. | \$1.74 | | \$466.63 | | \$489.80 | | \$515.63 | | \$544.56 | |
| Cash Investment | \$44,000 | 20.0% | \$45,450 | 20.0% | \$47,706 | 20.0% | \$50,222 | 20.0% | \$53,040 | 20.0% |
| LTD/Financing | \$175,998 | 80.00% | \$181,798 | 80.00% | \$190,824 | 80.00% | \$200,888 | 80.00% | \$212,161 | 80.00% |
| T/Investment to Cash Flow | (6.799) x | | (7.381) x | | (9.379) x | | (12.644) x | | (18.892) x | |
| Return On Investment | -14.71% | | -13.55% | | -10.66% | | -7.91% | | -5.29% | |



Concession Acquisition and Development Analysis – Scenario #1

| | | | | | | |
|--------------------|-------------|---------------------|----------------------|------------|------|---------|
| Scenario #1 | \$1,469,024 | First Year Revenues | Revenues PSF \$77.27 | \$ 757,000 | 3.61 | Pay/Prd |
|--------------------|-------------|---------------------|----------------------|------------|------|---------|

Quizno's Restaurant Pro-Forma Model

Willam P. Hobby Airport - Center Concourse Unit C-14

May 15, 2006

PRO FORMA STATEMENT (YEAR 1 - YEAR 5)

| | | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 |
|---|---------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
| Gross Revenues: | | | | | | | | |
| Food & Non-Alcoholic Beverage | 55.5% | 815,443 | 856,215 | 899,026 | 943,917 | 991,176 | 1,080,382 | 1,156,009 |
| Beverage-Alcoholic | 44.5% | 653,581 | 686,260 | 720,573 | 756,600 | 794,432 | 865,931 | 926,546 |
| Others | 0.0% | - | - | - | - | - | - | - |
| Total | 100.0% | \$1,469,024 | \$1,542,475 | \$1,619,599 | \$1,700,517 | \$1,785,608 | \$1,946,313 | \$2,082,555 |
| Cost of Goods Sold | | | | | | | | |
| COG - Food & Non-Alc. Bev. | 29.0% | 236,478 | 248,302 | 260,718 | 272,757 | 287,211 | 313,311 | 335,242 |
| COG - Beverage-Alcoholic | 15.0% | 98,037 | 102,939 | 108,086 | 113,221 | 118,165 | 129,890 | 138,982 |
| COG - Others | 0.0% | - | - | - | - | - | - | - |
| Cost of Goods Sold | 22.8% | \$334,516 | \$351,241 | \$368,803 | \$385,978 | \$406,606 | \$443,200 | \$474,224 |
| On-Site Direct Labor: | | | | | | | | |
| Salaries and Wages | 18.5% | 271,769 | 285,358 | 299,206 | 314,279 | 330,337 | 360,068 | 385,273 |
| Payroll Taxes | 3.6% | 52,885 | 55,529 | 58,524 | 61,721 | 64,282 | 70,067 | 74,972 |
| Employee Benefits | 1.7% | 25,652 | 25,653 | 25,654 | 25,655 | 25,656 | 25,657 | 25,658 |
| Other Employee Benefits | 0.3% | 4,113 | 4,319 | 4,524 | 4,762 | 5,000 | 5,450 | 5,831 |
| Total | 24.1% | \$354,420 | \$370,859 | \$388,178 | \$406,245 | \$425,275 | \$461,242 | \$491,734 |
| Direct Operating Expenses: | | | | | | | | |
| Fees/Permits/Licenses | 0.2% | 2,204 | 2,204 | 2,204 | 2,551 | 2,678 | 2,919 | 3,124 |
| Postage, Freight & Counter Services | 0.1% | 1,910 | 2,000 | 2,105 | 2,211 | 2,321 | 2,530 | 2,707 |
| Insurance | 0.1% | 1,466 | 1,520 | 1,574 | 1,692 | 1,777 | 1,937 | 2,072 |
| Utilities (On-Airport) | 2.4% | 35,257 | 37,011 | 38,870 | 40,814 | 42,855 | 46,712 | 49,981 |
| Telephone | 0.3% | 3,673 | 3,856 | 4,049 | 4,251 | 4,464 | 4,866 | 5,206 |
| Repairs & Maintenance (On-Airport) | 0.3% | 4,896 | 4,896 | 4,896 | 4,896 | 4,896 | 4,896 | 4,896 |
| Advertising & Promotion - National | 1.0% | 14,774 | 15,425 | 16,196 | 17,006 | 17,856 | 19,463 | 20,826 |
| Advertising & Promotion - Local | 0.0% | - | - | - | - | - | - | - |
| Vehicle & Transportation | 0.2% | 1,932 | 2,085 | 2,239 | 2,401 | 2,571 | 2,893 | 3,165 |
| Credit Card Express | 0.8% | 11,229 | 12,340 | 12,957 | 13,605 | 14,285 | 15,571 | 16,660 |
| Bank Charges | 0.1% | 1,520 | 1,542 | 1,620 | 1,701 | 1,786 | 1,946 | 2,083 |
| Supplies (On-Airport) | 1.0% | 13,929 | 14,654 | 15,386 | 16,156 | 16,963 | 18,490 | 19,784 |
| Taxes (Exclusive of Income Taxes) | 0.1% | 3,929 | 4,627 | 4,859 | 5,102 | 5,357 | 5,839 | 6,248 |
| Outside Services (On-Airport) | 0.2% | 2,204 | 2,204 | 2,204 | 2,551 | 2,678 | 2,919 | 3,124 |
| Total | 6.6% | \$10,779 | \$11,936 | \$12,288 | \$12,908 | \$13,808 | \$15,960 | \$17,415 |
| Amortization/Depreciation | | | | | | | | |
| | 0.5% | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 |
| Concession Fees Paid to Hobby | | | | | | | | |
| | 0.3% | \$195,890 | \$205,685 | \$215,969 | \$226,768 | \$238,106 | \$259,535 | \$277,703 |
| Franchise Fees Paid to Quizno's | | | | | | | | |
| | 0% | 102,832 | 107,973 | 113,372 | 119,041 | 124,993 | 136,242 | 145,779 |
| Interest Paid to Financial Institution | | | | | | | | |
| | 1.6% | \$23,625 | \$22,178 | \$20,579 | \$18,812 | \$16,859 | \$16,860 | \$16,861 |
| Total Expenses | 51.3% | \$753,202 | \$783,086 | \$814,385 | \$847,160 | \$881,477 | \$950,026 | \$1,008,141 |
| NET INCOME | 19.0% | \$278,474 | \$300,174 | \$323,039 | \$347,134 | \$372,533 | \$416,844 | \$454,410 |
| Concession Acquisition Costs | | | | | | | | |
| | 17.0% | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 |
| Concession Develop. & Buildout | | | | | | | | |
| | 34.5% | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 |
| Total Concession Acqtn & Buildout | 51.5% | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 |

Scenario #1 \$1,469,024 First Year Revt \$0 Revenues PSF \$77.27 \$757,000 3.61 Pay/Prd

Quizno's Restaurant Pro-Forma Model

Willam P. Hobby Airport - Center Concourse Unit C-14
May 15, 2006

| Financial Analysis | | | | | | | |
|--|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 |
| Assumed Annual % Increase | | 5.00% | 5.00% | 5.00% | 5.00% | 5.00% | 5.00% |
| Proposed % Rent Food & Beverage | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% |
| Proposed % Rent to Alcohol/Logo | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% |
| Proposed Total % Rent Yearly | \$195,890 | \$205,685 | \$215,969 | \$217,768 | \$238,106 | \$259,535 | \$277,703 |
| Proposed Min. Dollars Rent Yearly | \$125,000 | \$128,750 | \$132,613 | \$136,476 | \$140,689 | \$144,909 | \$149,257 |
| Proposed Min. Dollars Rent PSF Monthly | \$4.11 | \$4.23 | \$4.36 | \$4.49 | \$4.62 | \$4.76 | \$4.91 |
| Projected Revenues PSF Monthly | \$48.29 | \$50.71 | \$53.24 | \$55.90 | \$58.70 | \$63.98 | \$68.46 |
| Proposed Dollars Rent % of Sales | 8.51% | 8.35% | 8.19% | 8.00% | 7.88% | 7.45% | 7.17% |
| Sales Annually | \$1,469,024 | \$1,542,475 | \$1,619,599 | \$1,700,579 | \$1,785,608 | \$1,946,313 | \$2,082,555 |
| Sales Monthly | \$122,419 | \$128,540 | \$134,967 | \$141,715 | \$148,801 | \$162,193 | \$173,546 |
| Sales Daily | \$4,025 | \$4,226 | \$4,427 | \$4,615 | \$4,892 | \$5,332 | \$5,706 |
| Optng Expenses Daily | \$2,064 | \$2,145 | \$2,226 | \$2,307 | \$2,415 | \$2,603 | \$2,762 |
| Optng Profit Daily (BFIT) | \$1,961 | \$2,081 | \$2,201 | \$2,308 | \$2,477 | \$2,730 | \$2,944 |
| Annual Net Profit Before Taxes | \$278,474 | \$300,174 | \$322,449 | \$347,134 | \$372,533 | \$416,844 | \$454,410 |
| Annual Net Profit After Taxes | 30.00% | \$194,932 | \$210,122 | \$226,449 | \$239,944 | \$260,773 | \$291,791 |
| Plus non-cash charges | | \$72,429 | \$72,429 | \$72,429 | \$72,429 | \$72,429 | \$72,429 |
| Less Debt Retirement | 80.00% | (\$57,943) | (\$64,896) | (\$71,849) | (\$78,802) | (\$85,755) | (\$85,755) |
| Net Operational Cash Flow | 14.26% | \$209,418 | \$217,655 | \$226,029 | \$236,620 | \$247,446 | \$278,464 |
| Cash gain over orig. investment | | \$209,418 | \$427,073 | \$647,779 | \$890,399 | \$1,137,845 | \$1,416,309 |
| Cash gain over orig. investment % | | 27.66% | 58.66% | 88.66% | 117.62% | 150.31% | 187.10% |
| Annual Revenues PSF | 2,535 | \$57.47 | \$638.90 | \$670.84 | \$704.38 | \$767.78 | \$821.52 |
| Monthly Revenues PSF | | \$48.29 | \$53.24 | \$55.90 | \$58.70 | \$63.98 | \$68.46 |
| Net Passenger Yeild | | \$0.16 | \$0.17 | \$0.18 | \$0.19 | \$0.21 | \$0.22 |

Key Operating Ratios

| | | | | | | | |
|--|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| Sales Annually | \$1,469,024 | \$1,542,475 | \$1,619,599 | \$1,700,579 | \$1,785,608 | \$1,946,313 | \$2,082,555 |
| Total cost to open (CTO) | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 |
| Less total financed, net of security deposit | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) |
| Net cash investment | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 |
| Gross margin (after cost of sales & labor) | 50% | 53.19% | 53.26% | 53.34% | 53.41% | 53.53% | 53.62% |
| Operating Income (goal is over 10%) | 27.90% | 27.90% | 28.22% | 28.52% | 28.81% | 29.28% | 29.63% |
| Net Income before taxes (goal over 5%) | 19.46% | 19.46% | 19.95% | 20.41% | 20.86% | 21.42% | 21.82% |
| Net cash flow before taxes | 24.16% | 24.16% | 24.42% | 24.67% | 24.92% | 25.14% | 25.30% |
| Rent and CAM | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% |
| Total cost of labor | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% |
| Sales to cost ratio (goal is over 2.0) | 2.90 | 3.04 | 3.19 | 3.35 | 3.52 | 3.84 | 4.11 |
| Return on cash investment (NCI) | 27.66% | 28.75% | 29.95% | 31.26% | 32.69% | 36.79% | 40.26% |
| Aver. # of Cust. Daily | 537 | 545 | 555 | 565 | 576 | 609 | 634 |
| Average Ticket Daily | \$7.50 | \$7.75 | \$8.00 | \$8.25 | \$8.50 | \$8.75 | \$9.00 |
| Average Sales Per Hour | 168 | 176 | 185 | 194 | 204 | 222 | 238 |

Concession Analysis

| | | | | | |
|--|--------|-----------|------------------------|--------|-------------|
| Airport Gates and Pass. Traffic - 2004 | 18.00 | 9,393,120 | Term of Lease (mos/yr) | 84.00 | 7.00 |
| Center Concourse Pass. Traffic - 2004 | 87.60% | 8,228,373 | Inv. Payback (mos/yr) | 43.38 | 3.61 |
| Passengers Per Sq. Ft. Leased | | 3,705 | Total sq. ft. leased | C-13 | 2,535 |
| Total cost to open per sq. ft. leased | | \$298.62 | Market Share % and \$ | 14.40% | \$1,469,024 |
| Mthly Food Revenues PSF Airport | | \$60.42 | # of Gates Per CC/Mkt | 11.00 | 4.00 |
| Mthly Food Revenues PSF Concession | C-13 | \$48.29 | Mthly P/Traffic CC/Mkt | 62,336 | 22,668 |

Concession Acquisition and Development Analysis – Scenario #2

| | | | | | | |
|--------------------|-----------|---------------------|----------------------|------------|------|---------|
| Scenario #2 | \$954,866 | First Year Revenues | Revenues PSF \$50.23 | \$ 757,000 | 6.87 | Pay/Prd |
|--------------------|-----------|---------------------|----------------------|------------|------|---------|

Quizno's Restaurant Pro-Forma Model

Willam P. Hobby Airport - Center Concourse Unit C-14

May 15, 2006

PRO FORMA STATEMENT (YEAR 1 - YEAR 5)

| | | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 |
|---|---------------|------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
| Gross Revenues: | | | | | | | | |
| Food & Non-Alcoholic Beverage | 55.5% | 530,038 | 577,741 | 623,961 | 670,579 | 721,049 | 785,943 | 840,959 |
| Beverage-Alcoholic | 44.5% | 424,828 | 463,062 | 500,107 | 537,277 | 577,924 | 629,937 | 674,032 |
| Others | 0.0% | - | - | - | - | - | - | - |
| Total | 100.0% | \$954,866 | \$1,040,804 | \$1,124,068 | \$1,207,856 | \$1,298,973 | \$1,415,880 | \$1,514,992 |
| Cost of Goods Sold | | | | | | | | |
| COG - Food & Non-Alc. Bev. | 29.0% | 153,711 | 167,545 | 180,949 | 194,777 | 209,104 | 227,924 | 243,878 |
| COG - Beverage-Alcoholic | 15.0% | 63,724 | 69,459 | 75,016 | 80,727 | 86,689 | 94,491 | 101,105 |
| COG - Others | 0.0% | - | - | - | - | - | - | - |
| Cost of Goods Sold | 22.8% | \$217,435 | \$237,004 | \$255,965 | \$275,504 | \$295,793 | \$322,414 | \$344,983 |
| On-Site Direct Labor: | | | | | | | | |
| Salaries and Wages | 18.5% | 176,650 | 192,549 | 208,927 | 222,509 | 240,310 | 261,938 | 280,274 |
| Payroll Taxes | 3.6% | 34,375 | 37,465 | 40,555 | 43,299 | 46,763 | 50,972 | 54,540 |
| Employee Benefits | 2.7% | 25,652 | 25,652 | 25,652 | 25,655 | 25,656 | 25,657 | 25,658 |
| Other Employee Benefits | 0.3% | 2,674 | 2,674 | 2,674 | 3,368 | 3,637 | 3,964 | 4,242 |
| Total | 25.1% | \$239,351 | \$258,340 | \$277,810 | \$294,831 | \$316,366 | \$342,531 | \$364,713 |
| Direct Operating Expenses: | | | | | | | | |
| Fees/Permits/Licenses | 0.2% | 1,500 | 1,500 | 1,686 | 1,804 | 1,948 | 2,124 | 2,272 |
| Postage, Freight & Counter Services | 0.1% | 1,000 | 1,000 | 1,461 | 1,564 | 1,689 | 1,841 | 1,969 |
| Insurance | 0.1% | 1,000 | 1,000 | 1,118 | 1,197 | 1,292 | 1,409 | 1,507 |
| Utilities (On-Airport) | 2.4% | 22,911 | 22,911 | 26,978 | 28,866 | 31,175 | 33,981 | 36,360 |
| Telephone | 0.3% | 2,387 | 2,387 | 2,810 | 3,007 | 3,247 | 3,540 | 3,787 |
| Repairs & Maintenance (On-Airport) | 0.5% | 3,896 | 3,896 | 4,896 | 4,896 | 4,896 | 4,896 | 4,896 |
| Advertising & Promotion - National | 0.8% | 7,200 | 10,408 | 11,241 | 12,028 | 12,990 | 14,159 | 15,150 |
| Advertising & Promotion - Local | 0.8% | 7,200 | 7,200 | 7,200 | 7,200 | 7,200 | 7,200 | 7,200 |
| Vehicle & Transportation | 0.2% | 1,720 | 2,082 | 2,248 | 2,406 | 2,598 | 2,832 | 3,030 |
| Credit Card Express | 0.9% | 8,326 | 8,326 | 8,993 | 9,622 | 10,392 | 11,327 | 12,120 |
| Bank Charges | 0.1% | 971 | 1,041 | 1,124 | 1,203 | 1,299 | 1,416 | 1,515 |
| Supplies (On-Airport) | 1.0% | 9,888 | 9,888 | 10,679 | 11,426 | 12,340 | 13,451 | 14,392 |
| Taxes (Exclusive of Income Taxes) | 0.8% | 865 | 3,122 | 3,372 | 3,608 | 3,897 | 4,248 | 4,545 |
| Outside Services (On-Airport) | 0.6% | 5,828 | 5,828 | 6,295 | 6,735 | 7,274 | 7,929 | 8,484 |
| Total | 7.7% | \$71,159 | \$77,123 | \$82,901 | \$88,361 | \$95,038 | \$103,151 | \$110,029 |
| Amortization/Depreciation | 7.5% | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 | 72,429 |
| Concession Fees Paid to Landlord | 8.3% | \$127,329 | \$138,788 | \$149,891 | \$160,384 | \$173,214 | \$188,804 | \$202,020 |
| Franchise Fees Paid to Quizno's | 7.0% | 66,841 | 72,856 | 78,685 | 84,193 | 90,928 | 99,112 | 106,049 |
| Interest Paid to Financial Institution | 2.5% | \$23,625 | \$22,178 | \$20,579 | \$18,812 | \$16,859 | \$16,860 | \$16,861 |
| Total Expenses | 55.9% | \$533,892 | \$569,102 | \$603,020 | \$634,816 | \$673,906 | \$723,774 | \$766,052 |
| NET INCOME | 14.3% | \$136,698 | \$161,841 | \$186,398 | \$209,861 | \$238,346 | \$270,580 | \$297,908 |
| Concession Acquisition Costs | 26.2% | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 | 250,000 |
| Concession Develop. & Buildout | 53.1% | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 | 507,000 |
| Total Concession Acqtn & Buildout | 79.3% | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 |

Scenario #2 \$954,866 First Year Revt \$0 Revenues PSF \$50.23 \$757,000 6.87 Pay/Prd

Quizno's Restaurant Pro-Forma Model

Willam P. Hobby Airport - Center Concourse Unit C-14

May 15, 2006

| Financial Analysis | | | | | | | |
|--|-----------|-------------|-------------|-------------|-------------|-------------|-------------|
| | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 |
| Assumed Annual % Increase | | 5.00% | 5.00% | 5.00% | 5.00% | 5.00% | 5.00% |
| Proposed % Rent Food & Beverage | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% | 12.00% |
| Proposed % Rent to Alcohol/Logo | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% | 15.00% |
| Proposed Total % Rent Yearly | \$127,329 | \$138,788 | \$149,891 | \$160,384 | \$173,214 | \$188,804 | \$202,020 |
| Proposed Min. Dollars Rent Yearly | \$125,000 | \$128,750 | \$132,613 | \$136,591 | \$140,689 | \$144,909 | \$149,257 |
| Proposed Min. Dollars Rent PSF Monthly | \$4.11 | \$4.23 | \$4.36 | \$4.49 | \$4.62 | \$4.76 | \$4.91 |
| Projected Revenues PSF Monthly | \$31.39 | \$34.21 | \$36.95 | \$39.54 | \$42.70 | \$46.54 | \$49.80 |
| Proposed Dollars Rent % of Sales | 13.09% | 12.37% | 11.80% | 11.36% | 10.83% | 10.23% | 9.85% |
| Sales Annually | \$954,866 | \$1,040,804 | \$1,124,068 | \$1,202,753 | \$1,298,973 | \$1,415,880 | \$1,514,992 |
| Sales Monthly | \$79,572 | \$86,734 | \$93,672 | \$100,229 | \$108,248 | \$117,990 | \$126,249 |
| Sales Daily | \$2,616 | \$2,852 | \$3,080 | \$3,295 | \$3,559 | \$3,879 | \$4,151 |
| Optng Expenses Daily | \$1,463 | \$1,559 | \$1,652 | \$1,739 | \$1,846 | \$1,983 | \$2,099 |
| Optng Profit Daily (BFIT) | \$1,153 | \$1,292 | \$1,428 | \$1,556 | \$1,713 | \$1,896 | \$2,052 |
| Annual Net Profit Before Taxes | \$136,698 | \$161,841 | \$186,398 | \$209,861 | \$238,346 | \$270,580 | \$297,908 |
| Annual Net Profit After Taxes | 30.00% | \$95,688 | \$113,288 | \$130,479 | \$146,903 | \$166,842 | \$189,406 |
| Plus non-cash charges | | \$72,429 | \$72,429 | \$72,429 | \$72,429 | \$72,429 | \$72,429 |
| Less Debt Retirement | 80.00% | (\$57,943) | (\$64,896) | (\$71,849) | (\$78,802) | (\$85,755) | (\$85,755) |
| Net Operational Cash Flow | 11.54% | \$110,174 | \$120,821 | \$131,058 | \$140,529 | \$153,515 | \$176,079 |
| Cash gain over orig. investment | | \$110,174 | \$230,995 | \$362,054 | \$502,583 | \$656,098 | \$832,177 |
| Cash gain over orig. investment % | | 14.55% | 30.51% | 47.83% | 66.39% | 86.67% | 109.93% |
| Annual Revenues PSF | 2,535 | \$376.67 | \$410.57 | \$443.42 | \$474.46 | \$512.42 | \$558.53 |
| Monthly Revenues PSF | | \$31.39 | \$34.21 | \$36.95 | \$39.54 | \$42.70 | \$46.54 |
| Net Passenger Yeild | | \$0.10 | \$0.11 | \$0.12 | \$0.13 | \$0.14 | \$0.15 |

Key Operating Ratios

| | | | | | | | |
|--|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| Sales Annually | \$954,866 | \$1,040,804 | \$1,124,068 | \$1,202,753 | \$1,298,973 | \$1,415,880 | \$1,514,992 |
| Total cost to open (CTO) | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 | 757,000 |
| Less total financed, net of security deposit | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) | (\$605,600) |
| Net cash investment | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 | \$151,400 |
| Gross margin (after cost of sales & labor) | 52.16% | 52.38% | 52.57% | 52.72% | 52.87% | 53.04% | 53.16% |
| Operating Income (goal is over 10%) | 23.79% | 24.68% | 25.41% | 26.01% | 26.65% | 27.30% | 27.78% |
| Net Income before taxes (goal over 5%) | 14.32% | 15.55% | 16.58% | 17.45% | 18.35% | 19.11% | 19.66% |
| Net cash flow before taxes | 21.90% | 22.51% | 23.03% | 23.47% | 23.92% | 24.23% | 24.44% |
| Rent and CAM | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% | 13.33% |
| Total cost of labor | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% | 22.77% |
| Sales to cost ratio (goal is over 2.0) | 1.88 | 2.05 | 2.22 | 2.37 | 2.56 | 2.79 | 2.99 |
| Return on cash investment (NCF/CTO) | 14.55% | 15.96% | 17.31% | 18.56% | 20.28% | 23.26% | 25.79% |
| Aver. # of Cust. Daily | 349 | 368 | 385 | 399 | 419 | 443 | 461 |
| Average Ticket Daily | \$7.50 | \$7.75 | \$8.00 | \$8.25 | \$8.50 | \$8.75 | \$9.00 |
| Average Sales Per Hour | 109 | 119 | 128 | 137 | 148 | 162 | 173 |

Concession Analysis

| | | | | | |
|--|--------|-----------|-------------------------|--------|-----------|
| Airport Gates and Pass. Traffic - 2004 | 18.00 | 9,393,120 | Term of Lease (mos/yrs) | 84.00 | 7.00 |
| Center Concourse Pass. Traffic - 2004 | 87.60% | 8,228,373 | Inv. Payback (mos/yrs) | 82.45 | 6.87 |
| Passengers Per Sq. Ft. Leased | | 3,705 | Total sq. ft. leased | C-13 | 2,535 |
| Total cost to open per sq. ft. leased | | \$298.62 | Market Share % and \$ | 9.36% | \$954,866 |
| Mthly Food Revenues PSF Airport | | \$60.42 | # of Gates Per CC/Mkt | 11.00 | 4.00 |
| Mthly Food Revenues PSF Concession | C-13 | \$31.39 | Mthly P/Traffic CC/Mkt | 62,336 | 22,668 |

Corporate Profile

RMD Financial Corporation is a Colorado based consulting firm. We are both innovative and contemporary in our approach to business, financial and communications consulting. Since 1989, RMD's clients have received a broad range of business, financial, communications, and management consulting services and related products. Our clients benefit from the management and analyses expertise that RMD's management team provides.

Airport Concession Proposal Development and Packaging

RMD Financial Corporation's airport concession proposal development and packaging services includes an in depth **Concession Program Analysis** of each airport, creation and implementation of a twelve to eighteen month **Airport Concession Rollout Strategy**, and the design of an airport specific **Décor and Menu Plan**. The most critical stage in the concession development (new concession) process is the selection of each airport and concourse based upon the **customer profile** of each firm. For example, you would not want to develop a **Mont Blanc** store in a Southwest Airlines terminal. Simply stated, the key to success as an international airport concessionaire is research and preparation. Each new airport concession investor must fully understand the economic and financial dynamics of each airport's concession program. The quality and scope of an airport's concession program can determine the success or failure of a concession concept. Many airport concession managers **lease too much concession space** considering the passenger traffic history of their airport. The process of securing a new airport concession could take from one to four months.

Acquisition of Airport Concessions

There are only two ways to become an airport concessionaire, by either acquiring (buyout) an existing concession or becoming the **selected vendor** in an open **Request for Proposals Process**. Both the buyout and RFP process require the approval of each airport's property office. RMD's concession buyout (acquisition) service includes an in depth **Concession Program Analysis** of selected airports. In fact, we are the only firm ranking the top 20 US airports based upon the performance of their concession programs. The process of acquiring an airport concession could take from four to 8 months.

Marketing of Airport Concessions

Airport concessionaires decide to sell their concession for a range of reasons, retirement, divorce, death, termination of a partnership, failure of a concession concept and others. RMD is the industry leader in marketing of airport concessions. With 35 concession locations, in 16 major airports, we set the standard for the buyout and resell of airport concessions. We have the resources and experience to determine the **market value** of each principal's ownership interest in business assets and lease rights in their international airport concession(s). The market value of each concession depends upon whether it is retail, service or food concept, the term of the lease and several other factors. A concession which is designated a **Disadvantage Business Enterprise** (dbe) location has a lower value compared to a non-designated location. The process of selling an airport concession is complex and could take from four to 8 months.

Corporate Information

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A handwritten signature in black ink, appearing to read 'Richard Daniel', written in a cursive style.

Richard Daniel, President