

Burger King Holdings Inc
 Form 4
 May 29, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hyatt II James F

(Last) (First) (Middle)

5505 BLUE LAGOON DRIVE

(Street)

MIAMI, FL 33126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Burger King Holdings Inc [BKC]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/24/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Operations Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/24/2007		S ⁽¹⁾	678 D \$ 24.56	45,835	D	
Common Stock	05/24/2007		S ⁽¹⁾	475 D \$ 24.55	45,360	D	
Common Stock	05/24/2007		S ⁽¹⁾	1,424 D \$ 24.54	43,936	D	
Common Stock	05/24/2007		S ⁽¹⁾	407 D \$ 24.53	43,529	D	
Common Stock	05/24/2007		S ⁽¹⁾	136 D \$ 24.52	43,393	D	

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Common Stock	05/24/2007	<u>S</u> (1)	203	D	\$ 24.51	43,190	D
Common Stock	05/24/2007	<u>S</u> (1)	543	D	\$ 24.5	42,647	D
Common Stock	05/24/2007	<u>S</u> (1)	203	D	\$ 24.48	42,444	D
Common Stock	05/24/2007	<u>S</u> (1)	2,238	D	\$ 24.47	40,206	D
Common Stock	05/24/2007	<u>S</u> (1)	136	D	\$ 24.46	40,070	D
Common Stock	05/24/2007	<u>S</u> (1)	1,153	D	\$ 24.45	38,917	D
Common Stock	05/24/2007	<u>S</u> (1)	2,849	D	\$ 24.44	36,068	D
Common Stock	05/24/2007	<u>S</u> (1)	1,153	D	\$ 24.43	34,915	D
Common Stock	05/24/2007	<u>S</u> (1)	647	D	\$ 24.42	34,268	D
Common Stock	05/24/2007	<u>S</u> (1)	1,017	D	\$ 24.41	33,251	D
Common Stock	05/24/2007	<u>S</u> (1)	475	D	\$ 24.4	32,776	D
Common Stock	05/24/2007	<u>S</u> (1)	203	D	\$ 24.38	32,573	D
Common Stock	05/24/2007	<u>S</u> (1)	814	D	\$ 24.37	31,759	D
Common Stock	05/24/2007	<u>S</u> (1)	543	D	\$ 24.36	31,216	D
Common Stock	05/24/2007	<u>S</u> (1)	1,763	D	\$ 24.35	29,453	D
Common Stock	05/24/2007	<u>S</u> (1)	543	D	\$ 24.34	28,910	D
Common Stock	05/24/2007	<u>S</u> (1)	678	D	\$ 24.33	28,232	D
Common Stock	05/24/2007	<u>S</u> (1)	407	D	\$ 24.32	27,825	D
Common Stock	05/24/2007	<u>S</u> (1)	814	D	\$ 24.31	27,011	D
Common Stock	05/24/2007	<u>S</u> (1)	1,221	D	\$ 24.3	25,790	D
	05/24/2007	<u>S</u> (1)	1,560	D		24,230	D

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Common Stock						\$ 24.29	
Common Stock	05/24/2007	S ⁽¹⁾	1,017	D		\$ 24.28	23,213 D
Common Stock	05/24/2007	S ⁽¹⁾	475	D		\$ 24.27	22,738 D
Common Stock	05/24/2007	S ⁽¹⁾	746	D		\$ 24.26	21,992 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hyatt II James F 5505 BLUE LAGOON DRIVE MIAMI, FL 33126			Chief Operations Officer	

Signatures

/s/ Lisa Giles-Klein, as Attorney-in-Fact for James F. Hyatt II 05/29/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options exercised and shares sold pursuant to a Rule 10b5-1 trading plan made effective February 22, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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