

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

*AMENDED AR \$ 61.25  
OFFICER CHANGE*

96 SEP 19 AM 9:49

*pg 1*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**PROFIT CORPORATION ANNUAL REPORT OF FORM 1996**

FLORIDA DEPARTMENT OF STATE  
Sandra B. Monham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # **F93000002525 (4)**

1. Corporation Name  
**CIRCLE K PROPERTIES, INC.**

Principal Place of Business      Mailing Address

**3003 N CENTRAL AVE  
PHOENIX AZ 85072-2122  
US**      **P O BOX 52085  
PHOENIX AZ 85072-2122  
US**

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21		2a		05/28/1993		03/16/1995	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number		Applied For	
22		27		13-3715174		Not Applicable	
City & State		City & State		5. Certificate of Status Desired		\$8.75 Additional Fee Required	
23		28		<input type="checkbox"/>		\$5.00 May Be Added to Fees	
Zip		Country		24		25	
29		30		6. Election Campaign Financing Trust Fund Contribution		<input type="checkbox"/>	
29		30		8. This corporation has liability for intangible tax under s 199.032, Florida Statutes		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM  
% C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name  
82 Street Address (P.O. Box Number is Not Acceptable)  
83 **500001985745**  
**-10/04/96--01105--005**  
84 City **\*\*\*61.2FL\*\*\***

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	PD	<input type="checkbox"/> DELETE	1.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	KRACKE, SCOTT		1.2 NAME	F. STEPHEN GOGUL	
STREET ADDRESS	225 VARICK STREET		1.3 STREET ADDRESS	6970 E. CARRIAGE TRAILS DR.	
CITY-ST-ZIP	NEW YORK NY 10014		1.4 CITY-ST-ZIP	CAVE CREEK, AZ 85331	
TITLE	VD	<input checked="" type="checkbox"/> DELETE	2.1 TITLE	SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	ANTIOCO, JOHN F		2.2 NAME	JOEL A. STERRETT	
STREET ADDRESS	3003 N CENTRAL AVE		2.3 STREET ADDRESS	8113 E. APALCOOSA TR.	
CITY-ST-ZIP	PHOENIX AZ		2.4 CITY-ST-ZIP	SCOTTSDALE, AZ 85258	
TITLE	TD	<input checked="" type="checkbox"/> DELETE	3.1 TITLE	ASST SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	ZINE, LARRY		3.2 NAME	CORTLAND J. SILVER	
STREET ADDRESS	3003 N CENTRAL AVE		3.3 STREET ADDRESS	6301 W. LINDA LANE	
CITY-ST-ZIP	PHOENIX AZ		3.4 CITY-ST-ZIP	CHANDLER, AZ 85226	
TITLE	AS	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	ASST. SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BABINEC, GEHL		4.2 NAME	DONALD S. SMITH	
STREET ADDRESS	3003 N CENTRAL AVE		4.3 STREET ADDRESS	1302 W. ASTER DR.	
CITY-ST-ZIP	PHOENIX AZ		4.4 CITY-ST-ZIP	PHOENIX, AZ 85029	
TITLE	D	<input checked="" type="checkbox"/> DELETE	5.1 TITLE	ASST SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	TUNG, SAVIO W		5.2 NAME	LEANNE C. WILHART	
STREET ADDRESS	280 PARK AVE., 37TH FLOOR WEST		5.3 STREET ADDRESS	6102 E. MONTECIDO AVE.	
CITY-ST-ZIP	NEW YORK NY 10017		5.4 CITY-ST-ZIP	SCOTTSDALE, AZ 85251	
TITLE		<input type="checkbox"/> DELETE	6.1 TITLE	ASST TREASURER	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME			6.2 NAME	PAUL M. ROTHSTEIN	
STREET ADDRESS			6.3 STREET ADDRESS	224 W. WILLOW AVE	
CITY-ST-ZIP			6.4 CITY-ST-ZIP	PHOENIX, AZ 85029	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13 of attached, or on an attachment with my address.

SIGNATURE: \_\_\_\_\_ **JOEL A. STERRETT** 9-13-96 602-437-0600  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DATE

*939-30-96*

**Circle K Properties, Inc.**  
**Delaware 5/5/93**  
**13-3715174**

OFFICE	NAME	ADDRESS	SS#	D.O.B	Place of Birth	Driver License
* President	Scott Kracke	225 Varick Street, New York, NY 10014	072-45-7076	9/1/54	NY, NY	NA
Vice President	F. Stephen Gogul	6970 E Carriage Trails Dr., Cave Creek, AZ 85331	296-42-4423	12/22/47	Ashtabula, OH	B12919229 AZ
Secretary	Joel A. Sterrett	8113 E.Appaloosa Trail, Scottsdale, AZ 85258	512-34-3585	3/8/36	Abilene, KS	B13428173 AZ
Assistant Secretary	Cortland J. Silver	6301 W, Linda Lane, Chandler, AZ 85226	477-64-6524	8/12/53	Minneapolis, MN	B10285972 AZ
Assistant Secretary	Donald S. Smith	1302 West Aster Drive, Phoenix, AZ 85029	516-52-1356	11/6/45	Helena, MT	B13062491 AZ
Assistant Secretary	Leanne C. Wilhart	6102 E Montecito Ave., Scottsdale, AZ 85251	527-35-2904	9/21/59	Phoenix, AZ	B13040057 AZ
Assistant Treasurer	Paul M. Rothstein	224 W. Willow Avenue, Phoenix, AZ 85029	108-36-6673	7/9/46	Tyler, TX	B13867196 AZ

\* Director

Business address for all officers and directors:

Phoenix Corporate Center  
 3003 North Central Ave, 17th floor  
 Phoenix, AZ 85012

Shares Authorized: 1,000  
 Shares Outstanding: 1,000  
 \$1.00 Par Value