

**FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00**

**FILED**

**Feb 28 1997 8:00am  
Secretary of State**

**PROFIT CORPORATION  
ANNUAL REPORT  
1997**



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

**DOCUMENT # F93000002525 (4)**

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



Principal Place of Business  
**3003 N CENTRAL AVE  
PHOENIX AZ 85072-2122  
US**

Mailing Address  
**P O BOX 52085  
PHOENIX AZ 85072-2085  
US**

<b>3. Date Incorporated or Qualified</b> 05/28/1993	<b>3a. Date of Last Report</b> 04/12/1996
<b>4. FEI Number</b> 13-3715174	Applied For Not Applicable
<b>5. Certificate of Status Desired</b> <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
<b>6. Election Campaign Financing Trust Fund Contribution</b> <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
<b>8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes</b> <input type="checkbox"/> Yes <input type="checkbox"/> No	

<b>2. Principal Place of Business</b>	<b>2a. Mailing Address</b>
<b>21</b> Suite, Apt #, etc.	<b>26</b> Suite, Apt #, etc.
<b>22</b> City & State	<b>27</b> City & State
<b>23</b> Zip	<b>28</b> Zip
<b>24</b> Country	<b>29</b> Country
<b>25</b>	<b>30</b>

**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**

<b>81</b> Name
<b>82</b> Street Address (P.O. Box Number is Not Acceptable)
<b>83</b>
<b>84</b> City
<b>85</b> Zip Code

**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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

**12. OFFICERS AND DIRECTORS**

TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	KRACKE, SCOTT	
STREET ADDRESS	225 VARICK STREET	
CITY-ST-ZIP	NEW YORK NY 10014	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	GOGUL, F. STEPHEN	
STREET ADDRESS	6970 E. APPALOOSA TR.	
CITY-ST-ZIP	SCOTTSDALE AZ 85258	
TITLE	S	<input type="checkbox"/> DELETE
NAME	STERRETT, JOEL A	
STREET ADDRESS	8113 E. APPALOOSA TR.	
CITY-ST-ZIP	SCOTTSDALE AZ 85258	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SILVER, CORTLAND J	
STREET ADDRESS	6301 W. LINDA LANE	
CITY-ST-ZIP	CHANDLER AZ 85226	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SMITH, DONALD S	
STREET ADDRESS	1302 W. ASTER DR.	
CITY-ST-ZIP	PHOENIX AZ 85029	
TITLE	AS	<input checked="" type="checkbox"/> DELETE
NAME	WILHART, LEANNE C	
STREET ADDRESS	6102 E. MONTECITO AVE	
CITY-ST-ZIP	SCOTTSDALE AZ 85251	

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

1.1 TITLE	PRES.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	ROBERT J. LAVINIA	
1.3 STREET ADDRESS	6020 NAUMANN	
1.4 CITY-ST-ZIP	PARADISE VALLEY, AZ 85253	
2.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS	6970 E. CARRIAGE TRAILS DR.	
2.4 CITY-ST-ZIP	CAVE CREEK, AZ 85331	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	VPT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	RICHARD W. REINKEN	
6.3 STREET ADDRESS	8701 N. 64TH PLACE	
6.4 CITY-ST-ZIP	PARADISE VALLEY, AZ 85253	

**14. I do 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 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 if changed, or on an attachment with an address.**

SIGNATURE: \_\_\_\_\_ DATE: 2/20/97 DAYTIME PHONE #: 602-437-0600

CR2E034 (9/96)

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

OFFICE	NAME	ADDRESS	SS#	D.O.B	Place of Birth	Driver License
* President	Robert J. Lavinia	6020 Naumann, Paradise Valley, AZ 85253	103-36-2675	1/10/47	Bayshore, NY	B13905864 AZ
* Vice President and Treasurer	Richard W. Reinken	8701 N 64th Place, Paradise Valley, AZ 85253	084-54-2648	1/11/57	NYC, NY	014972216 CT
Vice President	F. Stephen Gogul	6970 E Carriage Trails Dr., Cave Creek, AZ 85331	296-42-4423	12/22/47	Ashtabula, OH	B12919229 AZ
Vice President	David B. Holthe	15431 S 16th Avenue, Phoenix, AZ 85045	477-90-4156	9/14/63	Hopkins, MN	B13029037 AZ
Vice President and Secretary	Joel A. Sterrett	8113 E Appaloosa Trail, Scottsdale, AZ 85258	512-34-3585	3/8/36	Abilene, KS	B13428173 AZ
Vice President and Assistant Secretary	David A. Waldschmidt	910 31st Ave. South, Seattle, WA 98144	537-46-5764	8/25/48	Ada, OK	WALSDA520N5 WA
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	Hekena, MT	B13062491 AZ
Assistant Secretary	David E. Stevens	2465 E Drake Street, Gilbert, AZ 85234	526-21-0009	12/13/54	Phoenix, AZ	526210009 AZ
* Director	George E. Ogdan	23 Tomac Avenue, Old Greenwich, CT 06870	500-44-6478	10/20/42	Des Moines, IA	S0822546 CA

\* 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