2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

FILED Jan 24, 2005 8:00 am Secretary of State

DOCUMENT # M0100000949 1. Entity Name PILOT TRAVEL CENTERS LLC							01-24-200	90108	3 O1O ****	50.00
Principal Place of Business 5508 LONAS RD. KNOXVILLE, TN 37909		Mailing Address P.O. BOX 10146 ATTN: TAX KNOXVILLE, TN 37939-0146					1	 Kaira izini zhaia ed		
2. Principal Place of Business		3. Mailing Address								
Suite, Apt. #, etc.		Suite, Apt. #, etc.				01052005	Chg-LLC	CR2E	083 (10/03)	
City & State		City & State				4. FEI Numbe 34-195			<u>_</u>	oplied For ot Applicable
Zip	Country Zip		<u> </u>	ountry			of Status Desired		\$5.00 Add Fee Require	d
	6.: Name and Address of Current F	Registered Agent ===		+		<7Namo and	Address of New F	Rogistered	Agent	
CTCORP	ORATION SYSTEM			Name						
1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324				Street A	ddress (I	(P.O. Box Number is Not Acceptable)				
				City				FI	Zip Cod	le
8. The above	named entity submits this statement for	the purpose of changing its	renister	ed office o	r renisten	ed agent, or bot	h in the State of El		familiar with	and accent
the obligat	ions of registered agent.	,	-			-	-			
Oldivirone	Signature, typed or printed name of registered agent a	nd title if applicable. (NOT	E: Registere	d Agent signati	ure required	when reinstating)		DATE-		
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· · · Fi	iling Fee is \$50.00 ue by May 1, 2005		•						payable to nent of State	e
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	and the second s	RS/MANAGERS	10.	E .	yP.c	7F-0,	Florid	A Departr	nent of State	e Addition
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11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: MITCHES MATTER AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE

Daytime Phone #

1/5/2005

ATTACHMENT # Mo100000949

PILOT TRAVEL CENTERS LLC

FEDERAL ID # 34-1953155

FORMATION: APRIL 19, 2001

MAILING ADDRESS: P.O. BOX 10146

KNOXVILLE, TN 37939

MEMBERS

PILOT CORPORATION 5508 LONAS ROAD KNOXVILLE, TN 37909 OWNERSHIP: 50% MARATHON ASHLAND PETROLEUM LLC

539 SOUTH MAIN STREET FINDLAY, OH 45840 OWNERSHIP: 50%

OFFICERS

JAMES A. HASLAM III, PRESIDENT

5020 LYONS VIEW PIKE KNOXVILLE, TN 37919 (865) 584-3206 SS# 410-74-6712

SS# 410-74-6712 DOB: 3-9-54

DRIVER'S LIC. #: 39454467; TN

MITCHELL D. STEENROD, VP, CFO

12600 COMBLAIN ROAD KNOXVILLE, TN 37922 (865) 966-2161 SS# 285-62-6060

DOB: 07-24-66

DRIVERS'S LIC. #: 99161159; TN

MARK A. HAZELWOOD, EXECUTIVE VP SALES & DEVELOPMENT

2009 RUDDER LANE KNOXVILLE, TN 37919 (865) 693-3505

(865) 693-3505 SS# 285-62-5205 DOB: 11-23-58

DRIVER'S LIC. #: 80891041; TN

ALAN W. WRIGHT, VP OF SUPPLY, DISTRIBUTION, & TRADING

5329 TURTLE POINT LANE KNOXVILLE, TN 37919

(865) 558-6170 SS# 410-84-3323 DOB: 01-13-51

DRIVER'S LIC. #: 33721684; TN

KENNETH M. PARENT, SVP, OPS & MARKETING

1708 REGENTS PARK KNOXVILLE, TN 37922 (865) 692-1117

SS# 555-49-2854 DOB: 05-30-58

DRIVER'S LIC. #: D00389492; AZ

TIMOTHY J. BERRY, VP, GENERAL COUNSEL, & SECRETARY

739 OAK CHASE BLVD. LENOIR CITY, TN 37772

(865) 986-6642 SS# 461-13-4268 DOB: 07-09-57

DRIVER'S LIC. #: 99984040; TN

1/5/2005

ATTACHMENT

M0100000 949

PILOT TRAVEL CENTERS LLC

FEDERAL ID # 34-1953155

FORMATION: APRIL 19, 2001

MAILING ADDRESS: P.O. BOX 10146 KNOXVILLE, TN 37939

MEMBERS

PILOT CORPORATION 5508 LONAS ROAD KNOXVILLE, TN 37909 OWNERSHIP: 50% MARATHON ASHLAND PETROLEUM LLC 539 SOUTH MAIN STREET FINDLAY, OH 45840 OWNERSHIP: 50%

BOARD OF MANAGERS

JAMES A. HASLAM II PILOT CORPORATION 5508 LONAS ROAD KNOXVILLE, TN 37909 (865) 588-7488

JOHN B. MCKINNON [RETIRED] 2020 VIRGINIA ROAD WINSTON-SALEM, NC 27104 (336) 761-1723

MR. R. BRAD MARTIN, CHAIRMAN SAKS, INC. 1025 CHERRY ROAD MEMPHIS, TN 38117 (901) 937-2112

ANTHONY R. KENNEY MARATHON OIL COMPANY 539 SOUTH MAIN STREET FINDLAY, OH 45840 (419) 421-2922

CLIFFORD C. COOK MARATHON OIL COMPANY 539 SOUTH MAIN STREET FINDLAY, OH 45840 (419) 421-2922

JAMES A. HASLAM III (NON VOTING MEMBER) PILOT CORPORATION 5508 LONAS ROAD KNOXVILLE, TN 37909 (865) 588-7488 SAMUEL E. BEALL III, PRES. RUBY TUESDAY, INC 150 WEST CHURCH AVENUE MARYVILLE, TN 37801 (865) 379-5744

GARY R. HEMINGER MARATHON OIL COMPANY 539 SOUTH MAIN STREET FINDLAY, OH 45840 (419) 421-2922

GARRY L. PEIFFER MARATHON OIL COMPANY 539 SOUTH MAIN STREET FINDLAY, OH 45840 (419) 421-2922

RODNEY P. NICHOLS MARATHON OIL COMPANY 539 SOUTH MAIN STREET FINDLAY, OH 45840 (419) 421-2922

JAMES F. SMITH, JR. [RETIRED] 5508 HEATHROW DRIVE KNOXVILLE, TN 37919 (865) 588-2878