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**PROFIT
CORPORATION*
ANNUAL REPORT
1996**



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

DOCUMENT # F93000005584 (8)

1. Corporation Name

CIRCLE K STORES INC.

Principal Place of Business

**3003 N. CENTRAL 17TH FLOOR
PHOENIX AZ 85012**

Mailing Address

**P.O. BOX 52085
PHOENIX AZ 85072
US**

**AMENDED AR \$61.25
FILED
OFFICER CHANGE
96 SEP 19 AM 9:28**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pg1



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/08/1993		3a. Date of Last Report 03/20/1995	
21		26		4. FEI Number 74-1149540		Applied For Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired ☐		\$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing Trust Fund Contribution ☐		\$5.00 May Be Added to Fees	
City & State		City & State		8. This corporation has liability for intangible tax under s 199.032, Florida Statutes ☐ Yes ☐ No			
23		28					
Zip		Country		Zip		Country	
24		25		29		30	

9. Name and Address of Current Registered Agent

**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	400001965744
84	City

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 officer 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 reappointing

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	COBO	1.1 TITLE	PRES AND CEO
NAME	BROWN, BART A JR	1.2 NAME	ROBERT J. LAVINIA
STREET ADDRESS	140 HIGHLAND AVENUE	1.3 STREET ADDRESS	6020 NAUMANN
CITY-ST-ZIP	FORT THOMAS KY 41075	1.4 CITY-ST-ZIP	PARADISE VALLEY, AZ 85253
TITLE	CEO	2.1 TITLE	SR VP, CFO, TREASURER
NAME	ANTIOCO, JOHN F	2.2 NAME	RICHARD W. REINKEN
STREET ADDRESS	10592 N. 106TH PLACE	2.3 STREET ADDRESS	7575 INDIAN BEND RD
CITY-ST-ZIP	SCOTTSDALE AZ 85258	2.4 CITY-ST-ZIP	SCOTTSDALE, AZ 85258
TITLE	VCOO	3.1 TITLE	VP AND SECRETARY
NAME	TELSON, MITCHEL E	3.2 NAME	JOEL A. STERRETT
STREET ADDRESS	7929 N. 21ST PLACE	3.3 STREET ADDRESS	8113 E. APPALCOOSA TR.
CITY-ST-ZIP	PHOENIX AZ 85020	3.4 CITY-ST-ZIP	SCOTTSDALE, AZ 85258
TITLE	VT	4.1 TITLE	SR VP MERCHANDISE/PURCH
NAME	ZINE, LARRY J	4.2 NAME	SCOTT P. GABRIELE
STREET ADDRESS	139 E. GREENTREE	4.3 STREET ADDRESS	10319 N. 48TH PL.
CITY-ST-ZIP	TEMPE AZ	4.4 CITY-ST-ZIP	PARADISE VALLEY, AZ 85253
TITLE	V	5.1 TITLE	SR VP OPERATIONS
NAME	BABINEC, GEHL P	5.2 NAME	DAVID MOORE
STREET ADDRESS	13047 N. 80TH PLACE	5.3 STREET ADDRESS	25939 N. 104TH WAY
CITY-ST-ZIP	SCOTTSDALE AZ 85260	5.4 CITY-ST-ZIP	SCOTTSDALE, AZ 85255
TITLE		6.1 TITLE	VP AND ASST. SEC.
NAME		6.2 NAME	DAVID E. STEVENS
STREET ADDRESS		6.3 STREET ADDRESS	2465 E. DRAKE ST
CITY-ST-ZIP		6.4 CITY-ST-ZIP	GILBERT, AZ 85234

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 this report, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

JOEL A. STERRETT 9-13-96

602-437-060

Circle K Stores Inc.
Texas 6/8/51
74-1149540

OFFICE	Name	ADDRESS	SS#	D.O.B	Place of Birth	Driver License
* Chairman of the Board and President	Robert J. Lavinia	6020 Naumann, Paradise Valley, AZ 85253	103-36-2675	1/10/47	Bayshore, NY	014729254 CT
* Sr. Vice President, CAO, and Treasurer	Richard W. Reinken	7575 Indian Bend Rd, Scottsdale, AZ 85258	084-54-2648	1/11/57	NYC, NY	014972216 CT
Sr. Vice President Merchandising/Purchasing	Scott P. Gabriele	10319 N 48th Place, Paradise Valley, AZ 85253	141-44-0592	12/7/50	Buffalo, NY	B12824673 AZ
Sr. Vice President Operations	David Moore	25939 N 104th Way, Scottsdale, AZ 85255	274-42-1230	6/11/49	New York, NY	B12910121 AZ
Vice President New Construction/Maintenance	F. Stephen Gogul	6970 E Carriage Trails Dr., Cave Creek, AZ 85331	296-42-4423	12/22/47	Ashtabula, OH	B12919229 AZ
Vice President Market Development	Mark Harper	10401 N 52nd St. #127E, Paradise, AZ 85253	299-58-5111	6/24/58	Toledo, OH	QG148082 OH
Vice President Strategic Planning	David Holthe	15431 S 16th Avenue, Phoenix, AZ 85045	477-90-4156	9/14/63	Hopkins, MN	B13029037 AZ
Vice President Merchandising	Greg T. Jones	16626 S 18th Way, Phoenix, AZ 85048	156-40-4605	8/3/48	Frankfurt, Germany	L313828033 AZ
Vice President Food Service	Maurice Minno	P. O. Box 5324, Carefree, AZ 85377	160-42-8060	10/19/51	Johnstown, PA	B13761306 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 Human Resources	Wanda Williams	4707 E. Michigan, Phoenix, AZ 85032	445-46-8735	1/26/47	Tulsa, OK	B12773319 AZ
Vice President and Assistant Secretary	David E. Stevens	2465 E. Drake Street, Gilbert, AZ 85234	526-21-0009	12/13/54	Phoenix, AZ	526210009 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 Treasurer	Susan D. Adams	5055 E. Yucca, Scottsdale, AZ 85254	346-54-8292	3/6/58	Benton, IL	X417149 AZ
* Director	George E. Ogden	23 Tomac Avenue, Old Greenwich, CT 06870	500-44-6478	10/20/42	Des Moines, IA	S0822546 CA

* Directors

Business address for all officers and directors:

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

Shares Authorized:

12,000,000 Common

Shares Outstanding:

1,000 Common

\$1.00 par Value

OFFICERS.XLS