

Arizona Department of Liquor Licenses and Control
 800 West Washington, 5th Floor
 Phoenix, Arizona 85007
 www.azliquor.gov
 602-542-5141

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APPLICATION FOR LIQUOR LICENSE
 TYPE OR PRINT WITH BLACK INK

Notice: Effective Nov. 1, 1997, All Owners, Agents, Partners, Stockholders, Officers, or Managers actively involved in the day to day operation of the business must attend a Department approved liquor law training course or provide proof of attendance within the last five years. See page 5 of the Liquor Licensing requirements.

SECTION 1 This application is for a:

- MORE THAN ONE LICENSE
- INTERIM PERMIT *Complete Section 5*
- NEW LICENSE *Complete Sections 2, 3, 4, 13, 14, 15, 16*
- PERSON TRANSFER (Bars & Liquor Stores ONLY)
Complete Sections 2, 3, 4, 11, 13, 15, 16
- LOCATION TRANSFER (Bars and Liquor Stores ONLY)
Complete Sections 2, 3, 4, 12, 13, 15, 16
- PROBATE/WILL ASSIGNMENT/DIVORCE DECREE
Complete Sections 2, 3, 4, 9, 13, 16 (fee not required)
- GOVERNMENT *Complete Sections 2, 3, 4, 10, 13, 15, 16*

SECTION 2 Type of ownership:

- J.T.W.R.O.S. *Complete Section 6*
- INDIVIDUAL *Complete Section 6*
- PARTNERSHIP *Complete Section 6*
- CORPORATION *Complete Section 7*
- LIMITED LIABILITY CO. *Complete Section 7*
- CLUB *Complete Section 8*
- GOVERNMENT *Complete Section 10*
- TRUST *Complete Section 6*
- OTHER (Explain) _____

SECTION 3 Type of license and fees LICENSE #(s):

09110012

1. Type of License(s): LIQUOR STORE

2. Total fees attached:

\$ 100.00 Department Use Only

APPLICATION FEE AND INTERIM PERMIT FEES (IF APPLICABLE) ARE NOT REFUNDABLE.
 The fees allowed under A.R.S. 44-6852 will be charged for all dishonored checks.

SECTION 4 Applicant

1. Owner/Agent's Name: Mr. KWIATKOWSKI KIM KENNETH
(Insert one name ONLY to appear on license) Last First Middle

P1004605

2. Corp./Partnership/L.L.C.: CIRCLE K STORES INC.
(Exactly as it appears on Articles of Inc. or Articles of Org.)

B1005695

3. Business Name: CIRCLE K STORE # 3390
(Exactly as it appears on the exterior of premises)

B1050993

4. Principal Street Location 18141 N JOHN WAYNE BLVD, MARICOPA PINAL 85139
(Do not use PO Box Number) City County Zip

5. Business Phone: Pending Daytime Phone: 602-728-4783 Email: kkwiatkowski@circlek.com

6. Is the business located within the incorporated limits of the above city or town? YES NO

7. Mailing Address: LICENSING DC-36, PO BOX 52085, PHOENIX, AZ 85072-2085
City State Zip

8. Price paid for license only bar, beer and wine, or liquor store: Type _____ \$ _____ Type _____ \$ _____

DEPARTMENT USE ONLY

Fees: Application \$100.00 Interim Permit _____ Site Inspection _____ Finger Prints _____
 TOTAL OF ALL FEES \$ 100.00

Is Arizona Statement of Citizenship & Alien Status For State Benefits complete? YES NO

Accepted by: DW Date: 1/8/14 Lic. # 09110012

SECTION 5 Interim Permit:

1. If you intend to operate business when your application is pending you will need an Interim Permit pursuant to A.R.S. 4-203.01.
2. There **MUST** be a valid license of the same type you are applying for currently issued to the location.
3. Enter the license number currently at the location. _____
4. Is the license currently in use? YES NO If no, how long has it been out of use? _____

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ATTACH THE LICENSE CURRENTLY ISSUED AT THE LOCATION TO THIS APPLICATION.

I, _____, declare that I am the CURRENT OWNER, AGENT, CLUB MEMBER, PARTNER, MEMBER, STOCKHOLDER, OR LICENSEE (circle the title which applies) of the stated license and location.

(Print full name)

State of _____ County of _____

X _____
(Signature)

The foregoing instrument was acknowledged before me this

My commission expires on: _____

_____ day of _____, _____
Day Month Year

(Signature of NOTARY PUBLIC)

SECTION 6 Individual or Partnership Owners:

EACH PERSON LISTED MUST SUBMIT A COMPLETED QUESTIONNAIRE (FORM LIC0101), AN "APPLICANT" TYPE FINGERPRINT CARD, AND \$22 PROCESSING FEE FOR EACH CARD.

1. Individual:

Last	First	Middle	% Owned	Mailing Address	City State Zip

Partnership Name: (Only the first partner listed will appear on license) _____

General-Limited	Last	First	Middle	% Owned	Mailing Address	City State Zip
<input type="checkbox"/>						
<input type="checkbox"/>						
<input type="checkbox"/>						
<input type="checkbox"/>						

) Y R A S S E C E N F I T

2. Is any person, other than the above, going to share in the profits/losses of the business? YES NO
If Yes, give name, current address and telephone number of the person(s). Use additional sheets if necessary.

Last	First	Middle	Mailing Address	City, State, Zip	Telephone#

SECTION 7 Corporation/Limited Liability Co.:

EACH PERSON LISTED MUST SUBMIT A COMPLETED QUESTIONNAIRE (FORM LIC0101), AN "APPLICANT" TYPE FINGERPRINT CARD, AND \$22 PROCESSING FEE FOR EACH CARD.

- CORPORATION *Complete questions 1, 2, 3, 5, 6, 7, and 8.*
- L.L.C. *Complete 1, 2, 4, 5, 6, 7, and 8.*

1. Name of Corporation/L.L.C.: CIRCLE K STORES INC.
(Exactly as it appears on Articles of Incorporation or Articles of Organization)
2. Date Incorporated/Organized: 06/08/1951 State where Incorporated/Organized: TEXAS
3. AZ Corporation Commission File No.: F-0006598-0 Date authorized to do business in AZ: 04/08/1951
4. AZ L.L.C. File No: NA Date authorized to do business in AZ: NA
5. Is Corp./L.L.C. Non-profit? YES NO
6. List all directors, officers and members in Corporation/L.L.C.:

Last	First	Middle	Title	Mailing Address	City State
Hannasch	Brian	Patrick	Pres/Secr / Director	8815 West SE 46, Columbus, IN 47201	
Cunnington	Kathleen	K	Treas/VP / Director	14202 S 12th Place, Phoenix, AZ 85048	
Haxel	Geoffrey	Charles	SR VP/DIR	7849 E Vista Bonita Drive, Scottsdale, AZ 85255	
Kwiatkowski	Kim	Kenneth	Asst/Secr	7853 S Michele Lane, Tempe, AZ 85284	

(ATTACH ADDITIONAL SHEET IF NECESSARY)

7. List stockholders who are controlling persons or who own 10% or more:

Last	First	Middle	% Owned	Mailing Address	City State Zip
CIRCLE K DELAWARE INC.			100%	1130 W WARNER RD, TEMPE, AZ 85284	

(ATTACH ADDITIONAL SHEET IF NECESSARY)

8. If the corporation/L.L.C. is owned by another entity, attach a percentage of ownership chart, and a director/officer/member disclosure for the parent entity. Attach additional sheets as needed in order to disclose personal identities of all owners.

SECTION 8 Club Applicants:

EACH PERSON LISTED MUST SUBMIT A COMPLETED QUESTIONNAIRE (FORM LIC0101), AN "APPLICANT" TYPE FINGERPRINT CARD, AND \$22 PROCESSING FEE FOR EACH CARD.

1. Name of Club: _____ Date Chartered: _____
(Exactly as it appears on Club Charter or Bylaws) (Attach a copy of Club Charter or Bylaws)
2. Is club non-profit? YES NO
3. List officer and directors:

Last	First	Middle	Title	Mailing Address	City State Zip

(ATTACH ADDITIONAL SHEET IF NECESSARY)

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Circle K Stores Inc.
Texas 6/8/51
Charter No. 0010697700
FIN# 74-1149540

OFFICE	Name	BUSINESS ADDRESS	PHONE
* President and Secretary	Brian Hannasch	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
* Sr Vice President	Geoffrey C. Haxel	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Vice President	Timothy Shawn Tourek	495 E Rincon, Suite 150, Corona, CA 92879	(951) 270-5136
Vice President	Darrell Davis	12911 Telecom Parkway, Tampa, FL 33637	(813) 910-6882
Vice President	Lou Valdes	3001 Gateway Dr., #130, Irving, TX 75063	(602) 728-8000
Vice President	Jason Broussard	12911 Telecom Parkway, Tampa, FL 33637	(950) 454-1073
Vice President	Matt McCure	2440 Whitehall Park Dr., #800, Charlotte, NC 28273	(704) 563-5700
Vice President	Paul Rodriguez	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Vice President	Kathy Cunningham	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Vice President	Dennis Tewell	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Vice President	Joe Chiovera	2440 Whitehall Park Dr., #800, Charlotte, NC 28273	(602) 728-8000
* Treasurer and Assistant Secretary	Kathleen K Cunningham	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Assistant Secretary	Scott J. Stevenson	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Assistant Secretary	Kim Kwiatkowski	1130 W Warner Rd, Tempe, AZ 85284	(602) 728-8000
Assistant Secretary	Sylvain Aubry	1600 St. Martin Blvd East, Tower B, Suite 200, Laval, Quebec H7G 4S7	(450) 662-6632
Assistant Secretary	Marc Lee Flahary	495 E Rincon, Suite 150, Corona, CA 92879	(951) 270-5136
Assistant Secretary	David Morgan	495 E Rincon, Suite 150, Corona, CA 92879	(951) 270-5136
Assistant Secretary	Joshua S Lieberman	2440 Whitehall Park Dr., #800, Charlotte, NC 28273	(704) 563-5716
Assistant Secretary	Walter McMenamy	3001 Gateway Dr., #130, Irving, TX 75063	(602) 728-8000
Assistant Secretary	David C. Wilkins	12911 Telecom Parkway, Tampa, FL 33637	(813) 910-6815
Assistant Secretary	Peter Uhllich	12911 Telecom Parkway, Tampa, FL 33637	(813) 910-6878

* Director

Business Address: 1130 W. Warner Road, Bldg B, Tempe, AZ 85284 (602) 728-8000

Domicile Address: % CSC-Lawyers Incorporating Service Company, 701 Brazos Street, Suite 1050, Austin, TX 78701

12,000,000 Shares Authorized, 1,000 issued at \$1.00 Par. 100% owned by Circle K Delaware Inc. (FIN: 46-0520672)

Circle K Stores Inc. is qualified in:

AL, AZ, AR, CA, CO, FL, GA, ID, KS, LA, MS, MO, NV, NM, NC, OK, OR, SC, TN, TX, UT, WA

Corporate Structure:

Circle K Delaware Inc. is 100% owned by The Circle K Corporation (Brian Hannasch - President/Director)

The Circle K Corporation is 100% owned by Couche-Tard U.S. GP (Brian Hannasch - President/Director)

Couche-Tard U.S. GP (the General partner is 3055854 Nova Scotia Company; the limited partner is Mac's Convenience Stores Inc.)

3055854 Nova Scotia Company is 100% owned by Mac's Convenience Stores Inc. (Brian Hannasch - Sr. Vice President)

Mac's Convenience Stores Inc. is 100% owned by Couche-Tard Inc. (Brian Hannasch - Sr. Vice President)

Couche-Tard Inc. is 100% owned by Depan-Escomple Couche-Tard Inc. (Brian Hannasch - Sr. Vice President)

Depan-Escomple Couche-Tard Inc. is 100% owned by Alimentation Couche-Tard Inc. (Brian Hannasch - Sr. Vice President)

Alimentation Couche-Tard Inc. is a publicly traded company (Brian Hannasch - Sr. Vice President)

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SECTION 9 Probate, Will Assignment or Divorce Decree of an existing Bar or Liquor Store License:

1. Current Licensee's Name: _____
(Exactly as it appears on license) Last First Middle
2. Assignee's Name: _____
Last First Middle
3. License Type: _____ License Number: _____ Date of Last Renewal: _____
4. ATTACH TO THIS APPLICATION A CERTIFIED COPY OF THE WILL, PROBATE DISTRIBUTION INSTRUMENT, OR DIVORCE DECREE THAT SPECIFICALLY DISTRIBUTES THE LIQUOR LICENSE TO THE ASSIGNEE TO THIS APPLICATION.

SECTION 10 Government: (for cities, towns, or counties only)

1. Governmental Entity: _____
2. Person/designee: _____
Last First Middle Contact Phone Number

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A SEPARATE LICENSE MUST BE OBTAINED FOR EACH PREMISES FROM WHICH SPIRITUOUS LIQUOR IS SERVED.

SECTION 11 Person to Person Transfer:

Questions to be completed by CURRENT LICENSEE (Bars and Liquor Stores ONLY-Series 06,07, and 09).

1. Current Licensee's Name: _____ Entity: _____
(Exactly as it appears on license) Last First Middle (Indiv., Agent, etc.)
2. Corporation/L.L.C. Name: _____
(Exactly as it appears on license)
3. Current Business Name: _____
(Exactly as it appears on license)
4. Physical Street Location of Business: Street _____
City, State, Zip _____
5. License Type: _____ License Number: _____
6. If more than one license to be transferred: License Type: _____ License Number: _____
7. Current Mailing Address: _____
(Other than business) Street _____
City, State, Zip _____
8. Have all creditors, lien holders, interest holders, etc. been notified of this transfer? YES NO
9. Does the applicant intend to operate the business while this application is pending? YES NO If yes, complete Section 5 of this application, attach fee, and current license to this application.

10. I, _____, hereby authorize the department to process this application to transfer the
(print full name)
privilege of the license to the applicant, provided that all terms and conditions of sale are met. Based on the fulfillment of these conditions, I certify that the applicant now owns or will own the property rights of the license by the date of issue.

I, _____, declare that I am the CURRENT OWNER, AGENT, MEMBER, PARTNER
(print full name)
STOCKHOLDER, or LICENSEE of the stated license. I have read the above Section 11 and confirm that all statements are true, correct, and complete.

(Signature of CURRENT LICENSEE)

State of _____ County of _____
The foregoing instrument was acknowledged before me this

Day Month Year

My commission expires on: _____

(Signature of NOTARY PUBLIC)

SECTION 12 Location to Location Transfer: (Bars and Liquor Stores ONLY)

APPLICANTS CANNOT OPERATE UNDER A LOCATION TRANSFER UNTIL IT IS APPROVED BY THE STATE

1. Current Business: Name Circle K Store #2927 (Circle K Stores Inc.) (Kim Kenneth Kwiatkowski)
(Exactly as it appears on license) Address 19864 N MARICOPA Rd, MARICOPA, AZ 85239
2. New Business: Name Circle K Store #3390 (Circle K Stores Inc.) (Kim Kenneth Kwiatkowski)
(Physical Street Location) Address 18141 N JOHN WAYNE BLVD, MARICOPA, AZ 85139
3. License Type: Liquor Store License Number: 09110012
4. If more than one license to be transferred: License Type: N/A License Number: N/A
5. What date do you plan to move? JUNE 1ST, 2014 What date do you plan to open? JUNE 1ST, 2014

SECTION 13 Questions for all in-state applicants excluding those applying for government, hotel/motel, and restaurant licenses (series 5, 11, and 12):

A.R.S. § 4-207 (A) and (B) state that no retailer's license shall be issued for any premises which are at the time the license application is received by the director, within three hundred (300) horizontal feet of a church, within three hundred (300) horizontal feet of a public or private school building with kindergarten programs or grades one (1) through (12) or within three hundred (300) horizontal feet of a fenced recreational area adjacent to such school building. The above paragraph DOES NOT apply to:

- a) Restaurant license (§ 4-205.02) c) Government license (§ 4-205.03)
b) Hotel/motel license (§ 4-205.01) d) Fenced playing area of a golf course (§ 4-207 (B)(5))

1. Distance to nearest school: 1,940 ft. Name of school MARICOPA ELEMENTARY
Address 18150 N ALTEMA PKWY, MARICOPA, AZ 85139
City, State, Zip
2. Distance to nearest church: 1,970 ft. Name of church FIRST BAPTIST CHURCH
Address 18705 N JOHN WAYNE BLVD, MARICOPA, AZ 85139
City, State, Zip
3. I am the: Lessee Sublessee Owner Purchaser (of premises)
4. If the premises is leased give lessors: Name N/A
Address N/A
City, State, Zip
- 4a. Monthly rental/lease rate \$ N/A What is the remaining length of the lease ___ yrs. ___ mos.
- 4b. What is the penalty if the lease is not fulfilled? \$ _____ or other _____
(give details - attach additional sheet if necessary)
5. What is the total **business** indebtedness for this license/location excluding the lease? \$ 3,500,000
Please list lenders you owe money to.

Last	First	Middle	Amount Owed	Mailing Address	City State	Zip
WELLS FARGO BANK	ACCT 4123020786		3,500,000	333 S GRAND AVE., 12TH FLOOR, LOS ANGELES, CA		90071

(ATTACH ADDITIONAL SHEET IF NECESSARY)

6. What type of business will this license be used for (be specific)? RETAIL CONVENIENCE STORE

STATE OF ARIZONA

DEPARTMENT OF LIQUOR LICENSES
AND CONTROL
ALCOHOLIC BEVERAGE LICENSE

License 09110012

Issue Date: 2/8/1995

Issued To:

KIM KENNETH KWIATKOWSKI, Agent
CIRCLE K STORES INC, Owner

Location:

CIRCLE K STORE #2927
19864 N MARICOPA RD
MARICOPA, AZ 85239

Expiration Date: 8/31/2014

Liquor Store

Mailing Address:

KIM KENNETH KWIATKOWSKI
CIRCLE K STORES INC
CIRCLE K STORE #2927
P O BOX 52085
PHOENIX, AZ 85072



POST THIS LICENSE IN A CONSPICUOUS PLACE

EXP 8/31/2014

REGISTRATION # 607 B-NH-111

SECTION 13 - continued

7. Has a license or a transfer license for the premises on this application been denied by the state within the past one (1) year?
 YES NO If yes, attach explanation.
8. Does any spirituous liquor manufacturer, wholesaler, or employee have any interest in your business? YES NO
9. Is the premises currently licensed with a liquor license? YES NO If yes, give license number and licensee's name:
 License # _____ (exactly as it appears on license) Name _____

SECTION 14 Restaurant or hotel/motel license applicants:

1. Is there an existing restaurant or hotel/motel liquor license at the proposed location? YES NO
 If yes, give the name of licensee, Agent or a company name:
 _____ and license #: _____
Last First Middle
2. If the answer to Question 1 is YES, you may qualify for an Interim Permit to operate while your application is pending; consult A.R.S. § 4-203.01; and complete SECTION 5 of this application.
3. All restaurant and hotel/motel applicants must complete a Restaurant Operation Plan (Form LIC0114) provided by the Department of Liquor Licenses and Control.
4. As stated in A.R.S. § 4-205.02.G.2, a restaurant is an establishment which derives at least 40 percent of its gross revenue from the sale of food. Gross revenue is the revenue derived from all sales of food and spirituous liquor on the licensed premises. By applying for this hotel/motel restaurant license, I certify that I understand that I must maintain a minimum of 40 percent food sales based on these definitions and have included the Restaurant Hotel/Motel Records Required for Audit (form LIC 1013) with this application.

applicant's signature

As stated in A.R.S § 4-205.02 (B), I understand it is my responsibility to contact the Department of Liquor Licenses and Control to schedule an inspection when all tables and chairs are on site, kitchen equipment, and, if applicable, patio barriers are in place on the licensed premises. With the exception of the patio barriers, these items are not required to be properly installed for this inspection. Failure to schedule an inspection will delay issuance of the license. If you are not ready for your inspection 90 days after filing your application, please request an extension in writing, specify why the extension is necessary, and the new inspection date you are requesting. To schedule your site inspection visit www.azliquor.gov and click on the "Information" tab.

applicants initials

SECTION 15 Diagram of Premises: (Blueprints not accepted, diagram must be on this form)

1. Check ALL boxes that apply to your business:
 Entrances/Exits Liquor storage areas Patio: Contiguous
 Service windows Drive-in windows Non Contiguous
2. Is your licensed premises currently closed due to construction, renovation, or redesign? YES NO
 If yes, what is your estimated opening date? NOV-01-2014
month/day/year
3. Restaurants and hotel/motel applicants are required to draw a detailed floor plan of the kitchen and dining areas including the locations of all kitchen equipment and dining furniture. Diagram paper is provided on page 7.
4. The diagram (a detailed floor plan) you provide is required to disclose only the area(s) where spiritous liquor is to be sold, served, consumed, dispensed, possessed, or stored on the premises unless it is a restaurant (see #3 above).
5. Provide the square footage or outside dimensions of the licensed premises. Please do not include non-licensed premises, such as parking lots, living quarters, etc.

As stated in A.R.S. § 4-207.01(B), I understand it is my responsibility to notify the Department of Liquor Licenses and Control when there are changes to boundaries, entrances, exits, added or deleted doors, windows or service windows, or increase or decrease to the square footage after submitting this initial drawing.

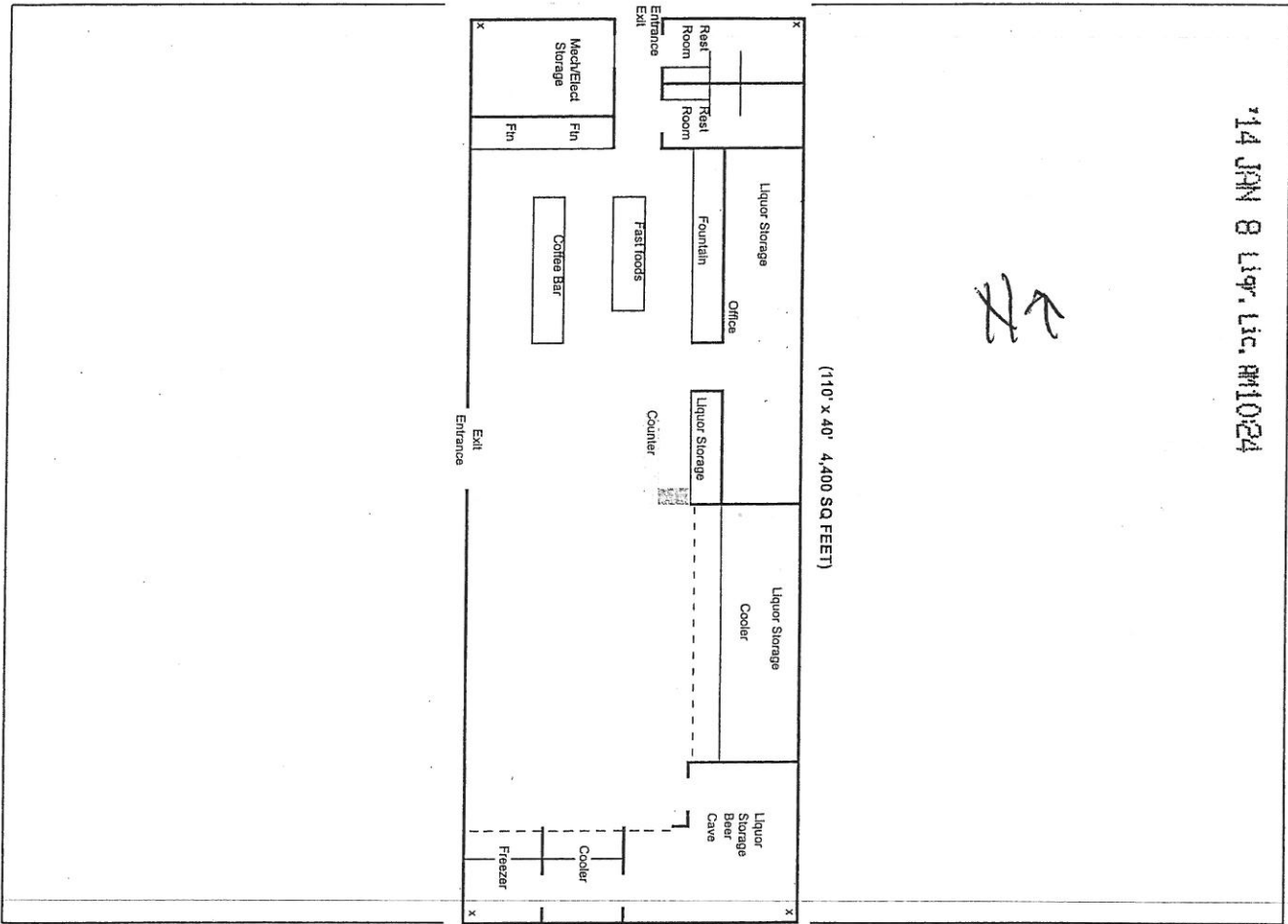
YJR
applicants initials

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SECTION 15 Diagram of Premises

4. In this diagram please show only the area where spirituous liquor is to be sold, served, consumed, dispensed, possessed or stored. It must show all entrances, exits, interior walls, bars, bar stools, hi-top tables, dining tables, dining chairs, the kitchen, dance floor, stage, and game room. Do not include parking lots, living quarters, etc. When completing diagram, North is up ↑.

If a legible copy of a rendering or drawing of your diagram of premises is attached to this application, please write the words "diagram attached" in box provided below.



SECTION 16 Signature Block

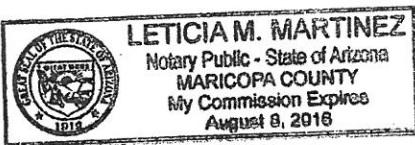
I, KIM KENNETH KWIATKOWSKI, hereby declare that I am the OWNER/AGENT filing this application as stated in Section 4, Question 1. I have read this application and verify all statements to be true, correct and complete.

X *[Signature]*
(signature of applicant listed in Section 4, Question 1)

State of ARIZONA County of MARICOPA

The foregoing instrument was acknowledged before me this 08th of JAN, 2014
Day Month Year

Leticia M. Martinez
signature of NOTARY PUBLIC



My commission expires on: 8 Aug 2016
Day Month Year