

WHEN RECORDED, MAIL TO:
Edgemont Realty Partners, Ltd.
2777 Stemmons Freeway, #2000
Dallas, TX 75207

48235

K-37678
MEMORANDUM OF LEASE

Vol. 1185 Page 6222

This is a Memorandum of Lease by and between Edgemont Realty Partners, Ltd., a Texas limited partnership, hereinafter called "Landlord" whose mailing address is 2777 Stemmons Freeway, Suite 2000, Dallas, Texas 75207 and Circle K Convenience Stores, Inc., a Texas corporation, hereinafter called "Tenant" whose mailing address is 4500 South 40th Street, Phoenix, Arizona 85040. Lessor hereby grants, demises and leases the premises described below to Lessee upon the following terms:

Date of Lease: April 25, 1985

Description of Leased Premises: See attached Exhibit "A"

Date of Commencement: April 25, 1985

Term: Fifteen (15) years.

Renewal Options: Three options to renew for a period of five (5) years each.

The purpose of this Memorandum of Lease is to give record notice of the Lease and of the rights created thereby, all of which are hereby confirmed.

In witness whereof the parties have executed this Memorandum of Lease as of the dates set forth in their respective acknowledgments.

WITNESSES:

LANDLORD

EDGEMONT REALTY PARTNERS, LTD.,
a Texas limited partnership, by
its general partner Edgemont
Equities, Inc., a Texas
corporation

Debbie Daniel
Sam Gladis

James P. Leake
James P. Leake, President

ATTEST:

Harold H. Cooper, Jr.
Assistant Secretary

'85 APR 29 PM 3 25

WITNESSES:

Nancy L. Anderson
Spilner Daniel

TENANT

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CIRCLE K CONVENIENCE STORES,
INC. a Texas corporation

By: Bill J. Farmer
Bill J. Farmer,
Vice President and
Treasurer

ATTEST:

Joel A. Sterrett
Joel A. Sterrett, Secretary



STATE OF ARIZONA)
COUNTY OF MARICOPA)

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ALABAMA:

I, EVE C. NARVESON, a Notary Public in and for said County in said State, hereby certify that Bill J. Farmer, whose name as Vice-President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of the corporation.

ARIZONA:

On April 25, 1985 before me, the undersigned, a Notary Public in and for said County and State, personally appeared Bill J. Farmer, Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

ARKANSAS:

On this 25th day of April, 1985, before me, EVE C. NARVESON, a Notary Public duly commissioned, qualified and acting, within and for the said County and State, appeared in person the within named Bill J. Farmer to me personally well known, who stated that he was the Vice-President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, and is duly authorized in his capacity to execute the foregoing instrument for and in the name and behalf of said corporation, and further stated and acknowledged that he had so signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.

CALIFORNIA:

On this 25th day of April in the year 1985, before me, EVE C. NARVESON, a Notary Public in and for said State, personally appeared Bill J. Farmer, known to me to be the Vice President Finance and Treasurer, and Joel A. Sterrett, known to me to be the Secretary of the Corporation that executed the within instrument, known to me to be the persons who executed the within Instrument on behalf of the Corporation therein named, and acknowledged to me that such Corporation executed

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the within Instrument pursuant to its by-laws or a resolution of its board of directors.

COLORADO:

The foregoing instrument was acknowledged before me this 25th day of April, 1985, by Bill J. Farmer, Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation.

FLORIDA:

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Bill J. Farmer of Circle K Convenience Stores, Inc., a Texas corporation, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

IDAHO:

On this 25th day of April, in the year 1985, before me, EVE C. NARVESON, a notary public in and for said County and in said State, personally appeared Bill J. Farmer, known to me to be the person whose name is subscribed to the within instrument on behalf of the corporation that executed same and acknowledged to me that such corporation executed the same. In witness whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

KANSAS:

On this 25th day of April, in the year 1985, before me EVE C. NARVESON, a Notary Public for the county of Maricopa in the State of Arizona, personally appeared Bill J. Farmer, known to me to be the Vice President Finance and Treasurer of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

LOUISIANA:

Be it remembered, that on this 25th day of April, A.D., 1985, before me the undersigned, a Notary Public in and for the County and State aforesaid, came Bill J. Farmer, Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a corporation duly organized, incorporated and existing under and by virtue of the laws of Texas, and Joel A. Sterrett, Secretary of said corporation, who are personally known to me to be such

officers, and who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said corporation, and such persons duly acknowledged the execution of the same to be the act and deed of said corporation.

MISSOURI:

Be it known, that on this 25th day of the month of April, 1985, before me, the undersigned authority, personally came and appeared BILL J. FARMER, to me personally known and known by me to be the person whose genuine signature is affixed to the foregoing document, who signed said document before me and in the presence of the two witnesses whose names are thereto subscribed as such, being competent witnesses, and who acknowledged, in my presence and in the presence of said witnesses, that he signed the above and foregoing document as his own free act and deed and for the uses and purposes as therein set forth and apparent.

MONTANA:

The foregoing instrument was acknowledged before me this April 25, 1985, by BILL J. FARMER, of Circle K Convenience Stores, Inc., a Texas corporation, on behalf of the corporation.

NEVADA:

On April 25, 1985, personally appeared before me, a Notary Public, Bill J. Farmer, who acknowledged that he executed the above instrument.

NEW MEXICO:

This 25th day of April, 1985 personally came before me BILL J. FARMER, who, being by me duly sworn, says that he is Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, and that the seal affixed to the foregoing instrument in writing is the corporate seal of said corporation and that said writing was signed and sealed by him on behalf of said corporation by its authority duly given, and in the capacity and for the purposes stated herein. And the said BILL J. FARMER acknowledged the said writing to be the act and deed of said corporation.

NORTH CAROLINA:

Before me, the undersigned, a Notary Public in and for said county and state, on this 25th day of April, 1985, personally appeared Bill J. Farmer to me known to be the identical person

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who executed the within and foregoing instrument as its Vice President Finance and Treasurer and executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation for the uses and purposes therein set forth.

OKLAHOMA:

On this 25th day of April, 1985, personally appeared before me Bill J. Farmer, to me personally known, who, being by me duly sworn, did say that he is the Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said Bill J. Farmer, acknowledged said instrument to be the free act and deed of said corporation.

OREGON:

I, EVE C. NARVESON, a Notary Public in and for said County and in said State, hereby certify that BILL J. FARMER, who is named as Vice-President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, and who signed the foregoing conveyance and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of the corporation.

TEXAS:

This instrument was acknowledged before me on April 25, 1985 by BILL J. FARMER, Vice President Finance and Treasurer of Circle K Convenience Stores, Inc., a Texas corporation, on behalf of said corporation.

UTAH:

On the 25th day of April, A.D., 1985, personally appeared before me Bill J. Farmer, and Joel A. Sterrett who, being by me duly sworn, did say, each for himself, that he, the said Bill J. Farmer, is the Vice President Finance and Treasurer, and he, the said Joel A. Sterrett, is the Secretary of Circle K Convenience Stores, Inc., and that the within and foregoing instrument was signed in behalf of said corporation by authority of a resolution of its board of directors, and said Bill J. Farmer and Joel A. Sterrett each duly acknowledged to me that

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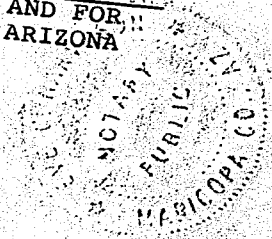
said corporation executed the same and that the seal affixed is the seal of said corporation.

WASHINGTON:

On this 25th day of April, 1985, before me personally appeared Bill J. Farmer, to me known to be the Vice President Finance and Treasurer of the corporation that executed the within and foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

Eve C. Darneson
NOTARY PUBLIC IN AND FOR
MARICOPA COUNTY, ARIZONA



My commission expires:

May 13, 1988

STATE OF ARIZONA)

COUNTY OF MARICOPA)

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ALABAMA:

I, EVE C. NARVESON, a Notary Public in and for said County in said State, hereby certify that James P. Leake, whose name as President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of the corporation as general partner of said limited partnership.

ARIZONA:

On April 25, 1985 before me, the undersigned, a Notary Public in and for said County and State, personally appeared James P. Leake, President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

ARKANSAS:

On this 25th day of April, 1985, before me, EVE C. NARVESON, a Notary Public duly commissioned, qualified and acting, within and for the said County and State, appeared in person the within named James P. Leake to me personally well known, who stated that he was the President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, and is duly authorized in his capacity to execute the foregoing instrument for and in the name and behalf of said corporation as general partner of said limited partnership, and further stated and acknowledged that he had so signed, executed and delivered said foregoing instrument for the consideration, uses and purposes therein mentioned and set forth.

CALIFORNIA:

On this 25th day of April in the year 1985, before me, EVE C. NARVESON, a Notary Public in and for said State, personally appeared James P. Leake, known to me to be the President, and Harold H. Cooper, Jr., known to me to be the

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Assistant Secretary of the Corporation that executed the within instrument, known to me to be the persons who executed the within Instrument on behalf of the Corporation as general partner of said limited partnership therein named, and acknowledged to me that such Corporation as general partner of said limited partnership executed the within Instrument pursuant to its by-laws or a resolution of its board of directors.

COLORADO:

The foregoing instrument was acknowledged before me this 25th day of April, 1985, by James P. Leake, President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership.

FLORIDA:

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared James P. Leake, President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

IDAHO:

On this 25th day of April, in the year 1985, before me, EVE C. NARVESON, a notary public in and for said County and in said State, personally appeared James P. Leake, known to me to be the person whose name is subscribed to the within instrument on behalf of the corporation as general partner of said limited partnership that executed same and acknowledged to me that such corporation as general partner of said limited partnership executed the same. In witness whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

KANSAS:

On this 25th day of April, in the year 1985, before me EVE C. NARVESON, a Notary Public for the county of Maricopa in the State of Arizona, personally appeared James P. Leake, known to me to be the President of the corporation that executed the within instrument as general partner of said limited partnership, and acknowledged to me that such corporation executed the same.

LOUISIANA:

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Be it remembered, that on this 25th day of April, A.D., 1985, before me the undersigned, a Notary Public in and for the County and State aforesaid, came James P. Leake, President of Edgemont Equities, Inc., a corporation duly organized, incorporated and existing under and by virtue of the laws of Texas, and as general partner of said limited partnership and Harold H. Cooper, Jr., Assistant Secretary of said corporation, who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said corporation as general partner of said limited partnership, and such persons duly acknowledged the execution of the same to be the act and deed of said corporation as general partner of said limited partnership.

MISSOURI:

Be it known, that on this 25th day of the month of April, 1985, before me, the undersigned authority, personally came and appeared James P. Leake, to me personally known and known by me to be the person whose genuine signature is affixed to the foregoing document, who signed said document before me and in the presence of the two witnesses whose names are thereto subscribed as such, being competent witnesses, and who acknowledged, in my presence and in the presence of said witnesses, that he signed the above and foregoing document as his own free act and deed and for the uses and purposes as therein set forth and apparent.

MONTANA:

The foregoing instrument was acknowledged before me this April 25, 1985, by James P. Leake, President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, on behalf of the corporation as general partner of said limited partnership.

NEVADA:

On April 25, 1985, personally appeared before me, a Notary Public, James P. Leake, who acknowledged that he executed the above instrument.

NEW MEXICO:

This 25th day of April, 1985 personally came before me James P. Leake, who, being by me duly sworn, says that he is

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President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, and that the seal affixed to the foregoing instrument in writing is the corporate seal of said corporation and that said writing was signed and sealed by him on behalf of said corporation as general partner of said limited partnership by its authority duly given, and in the capacity and for the purposes stated herein. And the said James P. Leake acknowledged the said writing to be the act and deed of said corporation as general partner of said limited partnership.

NORTH CAROLINA:

Before me, the undersigned, a Notary Public in and for said county and state, on this 25th day of April, 1985, personally appeared James P. Leake to me known to be the identical person who executed the within and foregoing instrument as its President and executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation as general partner of said limited partnership for the uses and purposes therein set forth.

OKLAHOMA:

On this 25th day of April, 1985, personally appeared before me James P. Leake, to me personally known, who, being by me duly sworn, did say that he is the President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation as general partner of said limited partnership by authority of its Board of Directors, and said James P. Leake, acknowledged said instrument to be the free act and deed of said corporation as general partner of said limited partnership.

OREGON:

I, EVE C. NARVESON, a Notary Public in and for said County and in said State, hereby certify that James P. Leake, who is named as President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, and who signed the foregoing conveyance and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of the corporation as general partner of said limited partnership.

TEXAS:

This instrument was acknowledged before me on April 25, 1985 by James P. Leake, President of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, on behalf of said corporation as general partner of said limited partnership.

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UTAH:

On the 25th day of April, A.D., 1985, personally appeared before me James P. Leake, and Harold H. Cooper, Jr., who, being by me duly sworn, did say, each for himself, that he, the said James P. Leake, is the President, and he, the said Harold H. Cooper, Jr., is the Assistant Secretary of Edgemont Equities, Inc., a Texas corporation which is the general partner of Edgemont Realty Partners, Ltd., a Texas limited partnership, and that the within and foregoing instrument was signed in behalf of said corporation as general partner of said limited partnership by authority of a resolution of its board of directors, and said James P. Leake and Harold H. Cooper, Jr., each duly acknowledged to me that said corporation as general partner of said limited partnership executed the same and that the seal affixed is the seal of said corporation.

WASHINGTON:

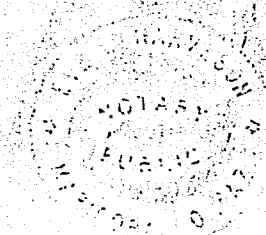
On this 25th day of April, 1985, before me personally appeared James P. Leake, to me known to be the President of the corporation that executed the within and foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said corporation as general partner of said limited partnership, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

Euse C. Narsson
NOTARY PUBLIC IN AND FOR
MARICOPA COUNTY, ARIZONA

My commission expires:

May 13, 1988



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EXHIBIT A

Store No. 1421

The N $\frac{1}{2}$ of the N $\frac{1}{2}$ of Tracts No. 1, Giengers Home Tracts, in the County of Klamath, State of Oregon, together with any portion of the S $\frac{1}{2}$ of the N $\frac{1}{2}$ of said Tract No. 1 which lies Northerly from a straight line extending from the East line of said tract to the West line thereof and which line is located exactly four inches Northerly from the East and West ends of the Northerly line of the cement foundation of the aluminum shop building situated on the S $\frac{1}{2}$ of the N $\frac{1}{2}$ of Tract No. 1, of said Giengers Home Tracts, but less any portion of said N $\frac{1}{2}$ of N $\frac{1}{2}$ of said Tract No. 1, which lies South of the above described straight line lying four inches Northerly of the Northerly line of said cement foundation, SAVING AND EXCEPTING THEREFROM that portion described in Deed recorded June 16, 1964, Volume 353 at page 519, Deed Records of Klamath County for State Highway.

STATE OF OREGON; COUNTY OF KLAMATH; ss.

Filed for record ..
this 29th day of April A. D. 19 85 at 3:25 o'clock P M., and
duly recorded in Vol. M85, of Deeds on Page 6222.

By EVELYN BIEHN, County Clerk

Fee: \$53.00