

21867

VOL 3434 PAGE 13

OFFICIAL RECORDS

This instrument was prepared by
Leanne C. Wilhardt, Esq. of Circle K
Stores Inc. and upon recordation
should be returned to:

SSP Partners
Post Office Box 9036
Corpus Christi, Texas 78469
Attn: Sam Susser

PROPERTY LOCATION: 1125 International
Boulevard
Brownsville, Texas
CIRCLE K #: 02788
SSP #: 9788
LESSOR: Estate of Ike Bollack
LESSOR'S ADDRESS: c/o Julian Asheim, Executor
and Trustee
119 Millwood Lane
San Antonio, Texas 78216
EFFECTIVE DATE: May 1, 1995

MEMORANDUM OF ASSIGNMENT OF LEASE

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is entered into as of the 1st day of May, 1995 between CIRCLE K STORES INC., a Texas corporation formerly known as THE CIRCLE K CORPORATION ("Assignor"), and SSP PARTNERS, a Texas general partnership ("Assignee").

1. Julian Asheim, Trustee of the Estate of Ike Bollack, as landlord, and Charter Marketing Company, a Florida corporation, as tenant, entered into that lease, as may have been amended from time to time (the "Lease"), relating to certain real property located in Cameron County, Texas and described on Exhibit "A" attached hereto. A Memorandum of Lease regarding the Lease was recorded on June 27, 1995, at Volume No. 3431, Page 315, in the records of Cameron County, Texas. Assignor is successor in interest to the tenant under the Lease.

2. Assignor and Assignee have entered into an Assignment and Assumption of Lease dated as of May 1, 1995, pursuant to which Assignor has assigned to Assignee all of Assignor's interest as tenant under the Lease.

3. All terms and provisions of the Assignment and Assumption of Lease are covenants running with the land and, by this reference to the Assignment and Assumption of Lease, are incorporated herein and made a part hereof as though expressly set forth herein.

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STATE OF Arizona)
County of Maricopa) ss.

The foregoing instrument was acknowledged before me this 1st day of May, 1995, by PHILIP W. TOMCZYK, the Vice President of CIRCLE K STORES INC., a Texas corporation formerly known as THE CIRCLE K CORPORATION, on behalf of the corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Kathleen S. Lee
Notary Public

My commission expires:

2-18-98



NOTARY PUBLIC
STATE OF ARIZONA
COUNTY OF MARICOPA
KATHLEEN S. LEE

printed name of notary

STATE OF Texas)
County of Nueces) ss.

The foregoing instrument was acknowledged before me this 1st day of May, 1995, by SAM L. SUSSER, President of S INTERESTS INC., a Texas corporation, a general partner of SSP HOLDINGS LIMITED PARTNERSHIP, a partner of SSP PARTNERS, a Texas general partnership, on behalf of the partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Margaret Lawrence
Notary Public

My commission expires:

9-13-95

Margaret Lawrence
printed name of notary

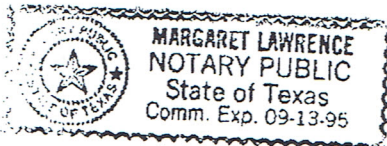


EXHIBIT "A"

CIRCLE K SITE 2788 / SSP SITE 9788:

All of Lots Numbered Eight (8), Nine (9) and Ten (10), Block Number Twelve (12) PAREDES ADDITION to the City of Brownsville, Cameron County, Texas SAVE AND EXCEPT that portion of said lots reserved and retained by the City of Brownsville for International Blvd., right-of-way as described in Deed recorded in Volume 602, Page 631, Deed Records of Cameron County, Texas.

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