

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>CST Brands, Inc.</u>  (Last) (First) (Middle) <u>ONE VALERO WAY, BLDG D, SUITE 200</u>  (Street) <u>SAN ANTONIO TX 78249</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CrossAmerica Partners LP [ CAPL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2015</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units	07/01/2015		J <sup>(1)(2)</sup>		3,641,306 <sup>(1)(2)</sup>	A	\$32.8385 <sup>(3)</sup>	5,139,252 <sup>(1)(2)(4)</sup>	I	See Footnote <sup>(5)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- On July 1, 2015, pursuant to (a) a Fuel Supply Contribution Agreement among the Issuer, CST and CST Services LLC ("CST Services"), a direct wholly owned subsidiary of CST USA Inc. ("CST USA"), which is a direct wholly owned subsidiary of CST, the Issuer acquired a 12.5% limited partner interest in CST Fuel Supply LP ("CST Fuel"), an indirect wholly owned subsidiary of CST, from CST Services in exchange for the issuance of 3,303,208 newly issued Common Units of the Issuer issued at a price of \$32.8385 per Common Unit (see Footnote 2 below) to CST Services, and (b) a Real Estate Contribution Agreement among the Issuer, CST, CST Diamond Holdings LLC, an indirect wholly owned subsidiary of CST, Big Diamond, LLC, an indirect wholly owned subsidiary of CST ("Big Diamond"), Skipper Beverage Company, LLC, an indirect wholly owned subsidiary of CST ("Skipper"), CST Shamrock Stations, Inc., an indirect wholly owned subsidiary of CST ("CST Shamrock"),
- (Continued from footnote 1) CST Arizona Stations, Inc., an indirect wholly owned subsidiary of CST ("CST Arizona"), Lehigh Gas Wholesale Services, Inc., an indirect wholly owned subsidiary of the Issuer, and certain indirect wholly owned real estate subsidiaries of CST that hold the real property associated with 29 New to Industry convenience stores ("NTI Entities"), the Issuer acquired 100% of the membership interests in the NTI Entities in exchange for the issuance of 338,098 newly issued Common Units of the Issuer issued at a price of \$32.8385 per Common Unit (see footnote 2 below), to be issued as follows: (i) 322,145 Common Units issued to Big Diamond, (ii) 15,873 Common Units issued to Skipper, (iii) 40 Common Units issued to CST Shamrock and (iv) 40 Common Units issued to CST Arizona.
- The price of the acquired Common Units was determined using a 20-day trailing volume weighted average price ending on the trading day prior to the execution on June 15, 2015 of the Fuel Supply Contribution Agreement and the Real Estate Contribution Agreement that were approved by the independent conflicts committee of the board of directors of the general partner of the Issuer.
- On January 2, 2015, pursuant to a Contribution Agreement among the Issuer, CST and CST Services, the Issuer acquired a 5% limited partner interest in CST Fuel from CST Services in exchange for the issuance of 1,497,946 newly issued Common Units of the Issuer to CST Services.
- CST and CST USA are indirect beneficial owners of the Common Units held by CST Services, Big Diamond, Skipper, CST Shamrock and CST Arizona.

**Remarks:**

/s/ Gerard J. Sonnier, Senior  
Vice President, General  
Counsel and Corporate  
Secretary 07/06/2015

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.