

Edgar Filing: CAPITAL AUTOMOTIVE REIT - Form SC 13G/A

CAPITAL AUTOMOTIVE REIT  
Form SC 13G/A  
January 16, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
AMENDMENT NO. 1

Under the Securities Exchange Act of 1934

CAPITAL AUTOMOTIVE REIT  
(Name of Issuer)

COMMON SHARES OF BENEFICIAL INTEREST  
(Title of Class of Securities)

139733-10-9  
(CUSIP Number)

December 5, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

Page 1 of 8

CUSIP No. 139733-10-9

1. Name of Reporting Person

John J. Pohanka

2. (a)

(b) X

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

Number of Shares Beneficially 5. Sole Voting Power: 0

6. Shared Voting Power: 0

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Owned  
by Each                       7.               Sole Dispositive Power: 6,667  
Reporting  
Person With:               8.               Shared Dispositive Power: 0

9.               Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,411,018

10.             Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions)

11.             Percent of Class Represented by Amount in Row (9): 6.29%

12.             Type of Reporting Person:  
  
IN

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CUSIP No. 139733-10-9

1.             Name of Reporting Person  
  
Pohanka Grandchildren Trust

2.             (a)  
(b)            X

3.             SEC Use Only

4.             Citizenship or Place of Organization  
  
Maryland

Number of                       5.               Sole Voting Power: 5,250  
Shares  
Beneficially                   6.               Shared Voting Power: 0  
Owned  
by Each                       7.               Sole Dispositive Power: 5,250  
Reporting  
Person With:               8.               Shared Dispositive Power: 0

9.             Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,411,018

10.             Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions)

11.             Percent of Class Represented by Amount in Row (9): 6.29%

12.             Type of Reporting Person:  
  
OO

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CUSIP No. 139733-10-9

1. Name of Reporting Person

Pohanka Properties, Inc.

2. (a)

(b) X

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares 5. Sole Voting Power: 616,239

Beneficially

6. Shared Voting Power: 0

Owned

by Each

7. Sole Dispositive Power: 616,239

Reporting

Person With:

8. Shared Dispositive Power: 774,462

9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,411,018

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions)

11. Percent of Class Represented by Amount in Row (9): 6.29%

12. Type of Reporting Person:

CO

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CUSIP No. 139733-10-9

1. Name of Reporting Person

Pohanka Imports, Inc.

2. (a)

(b) X

3. SEC Use Only

4. Citizenship or Place of Organization

Maryland

Number of Shares 5. Sole Voting Power: 8,400

Beneficially

6. Shared Voting Power: 0

Owned

by Each

7. Sole Dispositive Power: 8,400

Reporting

Person With:

8. Shared Dispositive Power: 0

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9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
1,411,018
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions)
11. Percent of Class Represented by Amount in Row (9): 6.29%
12. Type of Reporting Person:  
CO

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Item 1

(a) Name of Issuer

CAPITAL AUTOMOTIVE REIT

(b) Address of Issuer's Principal Executive Offices:  
1420 Spring Hill Road, Suite 525, McLean, Virginia 22102

Item 2

(a) Names of Persons Filing

Item 1 on each of Pages 2 through 5 is incorporated herein by reference.

(b) Address of Principal Business Office or, if none,  
Residence 4601 St. Barnabas Road, Marlow Heights, Maryland 20748

(c) Citizenship

Item 4 on each of Pages 2 through 5 is incorporated herein by reference.

(d) Title of Class of Securities

Common Shares of Beneficial Interest

(e) CUSIP Number

139733-10-9

Item 3

Not Applicable

Item 4 Ownership

Items 5 through 9 and 11 on each of Pages 2 through 5 are incorporated herein by reference.

Item 5 Ownership of Five Percent or Less of a Class

Not applicable.

- Item 6      Ownership of More Than Five Percent on Behalf of Another Person  
                 Not Applicable
- Item 7      Identification and Classification of the Subsidiary Which Acquired  
                 the Security Being Reported on By the Parent Holding Company  
                 Not Applicable
- Item 8      Identification and Classification of Members of the Group  
                 Item 1 on each of Pages 2 through 5 is incorporated herein by  
                 reference.
- Item 9      Notice of Dissolution of Group  
                 Not Applicable
- Item 10     Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

In accordance with Rule 13d-4 of the Securities Exchange Act of 1934 (the "Exchange Act"), each of the persons filing this statement expressly declares that the filing of this statement shall not be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of any securities covered by this statement. There are no contracts, arrangements, or understandings with respect to the voting or disposition of the securities covered by this statement. Decisions respecting the disposition and/or voting of the securities covered by this statement reside in the respective individuals and the directors and officers and trustees of the entities that are reporting persons. However, the reporting persons are related in the following manner: John J. Pohanka is the president of Pohanka Properties, Inc., the president of Pohanka Imports, Inc. and the trustee of Pohanka Grandchildren Trust. The reporting persons' respective holdings have been aggregated solely for purposes of making the calculations required by this statement.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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Dated: January 3, 2002 /s/ John J. Pohanka  
John J. Pohanka

Dated: January 3, 2002 /s/ Pohanka Grandchildren Trust  
John J. Pohanka, Trustee

Dated: January 3, 2002 Pohanka Properties, Inc.

By: /s/ John J. Pohanka  
John J. Pohanka  
President

Dated: January 3, 2002 Pohanka Imports, Inc.

By: /s/ John J. Pohanka  
John J. Pohanka  
President