

Division of Corporations
F0700000000045 Page 1 of 1

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT/NONPROFIT CORPORATION

Car Wash Headquarters, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Felhaber Larson Fenlon & Vogt

A Professional Association - Attorneys at Law

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Minneapolis, MN 55402-4304
612 339 4321 Fax 612 338 0533

ST. PAUL
444 Cedar Street Suite 2100
St. Paul, MN 55101-2136
651 222 6321 Fax 651 222 8905

Jennifer A. Forbes
612-373-8547
Fax: 612-524-1207
E-mail: jforbes@felhaber.com
Reply to Minneapolis Office

December 10, 2007

VIA E-Mail

Michele M Miller
Minneapolis Corporate Team 1
C T Corporation System
100 South Fifth Street
Suite 1075
Minneapolis MN 55402

**RE: Car Wash Headquarters, Inc.
Our File No. 14312/076**

Dear Michele:

This letter is intended for your use in qualifying Car Wash Headquarters, Inc. to do business in the State of Florida. If Florida objects to the filing due to the previous filing for Car Wash Headquarters of Florida, LLC, please feel free to use this letter to serve as evidence of consent to use of the Car Wash Headquarters, Inc. name by Car Wash Headquarters of Florida, LLC. As we discussed, our firm represents both companies.

Car Wash Headquarters of Florida, LLC is a second tier wholly owned subsidiary of Car Wash Headquarters, Inc. (Car Wash Headquarters, Inc. owns 100% of CWHQ, Inc, which owns 100% of the Membership interests of Car Wash Headquarters of Florida, LLC.) Car Wash Headquarters, Inc. wishes to be qualified to do business in Florida under its corporate name and has the consent of Car Wash Headquarters of Florida, LLC to do so.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

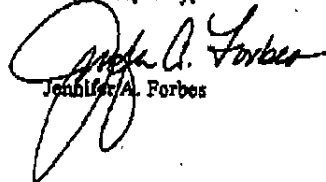
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December 10, 2007
Page 2

Please let me know if you have any questions regarding this letter or the relationship of these companies.

Yours very truly,



Jennifer A. Forbes

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Car Wash Headquarters, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. April 27, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3561 East Sunrise, Suite 125 Tucson, Arizona 85718

(Principal office address)

3561 East Sunrise, Suite 125 Tucson, Arizona 85718

(Current mailing address)

8. Operation of a car wash

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

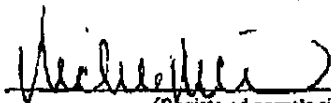
(City)

Florida **33324**

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

**Michele Miller
Assistant Secretary**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Ronald Peterson

Address: 3561 East Sunrise, Suite 125 Tucson, Arizona 85718

Vice Chairman: _____

Address: _____

Director: D. Michael Lay

Address: 161 Bay Street, 48th Floor, Toronto, ON M5J 2S1

Director: Donald F. West

Address: 21 Leader Street, Marion, Ohio 43302

B. OFFICERS

President: Ronald Peterson

Address: 3561 East Sunrise, Suite 125 Tucson, Arizona 85718

Vice President: Mike Hogan

Address: 3561 East Sunrise, Suite 125 Tucson, Arizona 85718

Secretary: Ronald Kirchoff

Address: 325 Cedar Street, Suite 300, St. Paul, Minnesota 55101

Treasurer: Larry Minich

Address: 3561 East Sunrise, Suite 125 Tucson, Arizona 85718

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Ronald R. Kirchoff Secretary

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAR WASH HEADQUARTERS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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AND
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TALLAHASSEE, FLORIDA

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You may verify this certificate online
at corp.delaware.gov/authvar.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6222815

DATE: 12-10-07