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CATHY L. LUCREZI, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

December 1, 1998

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/03/98--01047--003
*****78.75 *****78.75

Re: Touch of Color Services, Inc.
Application for Certificate of Authority

Dear Sir/Madam,

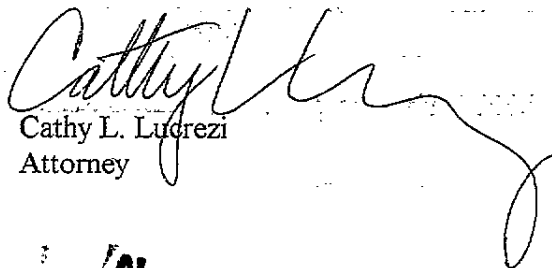
Enclosed please find the following:

1. Application for Certificate of Authority (original and one copy);
2. Certificate of Good Standing from the Commonwealth of Virginia (original and one copy);
3. Certificate of Designation of Registered Agent/Registered Office (original and one copy); and,
4. Check for \$78.75 (the cost of filing (\$70.00) and the cost of a certificate (\$8.75)).

Please register Touch of Color Services, Inc., as being authorized to transact business in Florida. Please send a certificate of its standing.

Any questions concerning this process can be directed to me. Thank you.

Sincerely,


Cathy L. Lucrezi
Attorney

cc: Enclosures: (as noted above)
cc: Touch of Color Services, Inc.

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APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 607.1503 of the Florida Business Corporation Act, the undersigned corporation hereby applies for a Certificate of Authority to transact business in Florida:

1. The name of the corporation is **Touch of Color Services, Incorporated.**
2. It is incorporated under the laws of **Virginia.**
3. The date of its **incorporation is 2-21-96.**
4. The period of its duration is **Perpetual.**
5. Its Federal Employer Identification number is **541790564.**
6. It first transacted business in the state of Florida on **11-9-98.**
7. Its current mailing address is **P.O. Box 3107, Frederick, MD 21705-3107.**
8. The purpose or purposes of the corporation which it proposes to pursue in the transaction of business in Florida are: **sales of automobile detailing services.**
9. Names and addresses of Directors and Officers:

A. Directors

Name	Address
David E. Reed, Chairman	8026 Cattail Court, Frederick, MD 21701
Margaret M. Reed, Director	8026 Cattail Court, Frederick, MD 21701
Michael W. Reed, Director	1237 Seron Court, Eldersberg, MD 21784

B. Officers

Name	Office	Address
David E. Reed	President/Treasurer	8026 Cattail Court, Frederick, MD 21701
Margaret M. Reed	Secretary/Vice Pres.	8026 Cattail Court, Frederick, MD 21701
Michael W. Reed	Vice President	1237 Seron Court, Eldersberg, MD 21784

10. Name and address of **Florida Registered Agent: Cathy L. Lucrezi, 2256 Heitman Street, Fort Myers, Florida 33901.**

11. **Registered Agent's acceptance:** Having been named as registered agent and to accept service of process for the above stated corporation at the lace 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

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duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent: Cathy King

12. 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.

13. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value Per Share or Statement That Shares Are Without Par Value
10,000	Common	----	\$1.00 per share

14. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value Per Share or Statement That Shares Are Without Par Value
10,000	Common	----	\$1.00 per share

15. The estimated dollar value of all property to be owned by the corporation for the following year is \$50,000.00, and the amount of such property located within Florida is \$10,000.00. The gross amount of business estimated to be conducted during the coming year is \$300,000.00, of which \$100,000.00 is expected to be conducted at or from places of business in Florida.

16. Signature: [Signature]
17. By David E. Reed, President

STATE OF MARYLAND/
COUNTY OF Frederick

The foregoing instrument was acknowledged before me this 24th day of November, 1998, by David E. Reed, who is () personally known to me or who () produced _____ as identification and who did not take an oath.

[Signature]
Notary Public

My Commission Expires:

May 1, 2000

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TALLAHASSEE, FLORIDA

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

Touch of Color Services, Incorporated is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is February 21, 1996.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
November 19, 1998
on this Date:

William J. Bridge

Clerk of the Commission