

F97000006275

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Universal Car Wash Systems, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Nina Williamson
(Name of Person)
Universal Car Wash Systems, Inc.
(Firm/Company)
P.O. Box 70593
(Address)
Tuscaloosa, AL 35407
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Should you need to call someone concerning this matter, please call:

Nina Williamson at (205) 752-4646
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

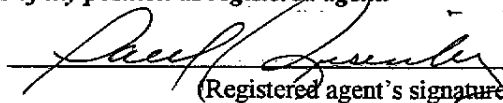
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. Universal Car Wash Systems Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Alabama
(State or country under the law of which it is incorporated)
3. 63-1179924
(FEI number, if applicable)
4. 8-28-96
(Date of incorporation)
5. "perpetual"
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Acceptance
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. PO Box 70593
Tuscaloosa, AL 35407
(Current mailing address)
8. Any lawful activity as provided by statute
(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 or Mail Drop Box **NOT** acceptable)
Name: Paul V Riesenberq
Office Address: 12595 66th St. N.
Dargo Fl 33773, Florida, 33773
(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)

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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4 12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Willard E. Williamson

Address: 3602 Paver Drive Tuscaloosa, AL 35405

Vice Chairman: James A. Williamson

Address: 11721 Overland Rd

Duncanville, AL 35456

Director: Dennis E. Williamson

Address: 14326 Ashley Way

Tuscaloosa, AL 35405

Director: Nina F. Williamson

Address: 3602 Paver Drive

Tuscaloosa, AL 35405

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Willard E. Williamson

Address: 3602 Paver Drive

Tuscaloosa, AL 35405

Vice President: James A. Williamson

Address: 11721 Overland Rd

Duncanville, AL 35456

Vice Pres. Secretary: Dennis E. Williamson

Address: 14326 Ashley Way

Tuscaloosa, AL 35405

Sec. Treasurer: Nina F. Williamson

Address: 3602 Paver Drive

Tuscaloosa, AL 35405

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

13. X James A. Williamson V.P.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James A. Williamson, Vice President
(Typed or printed name and capacity of person signing application)



NO. D 08608

State of Alabama Department of Revenue

Certificate of Good Standing Domestic Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Cynthia Underwood, Chief of the Individual and Corporate Tax Division of the Alabama Department of Revenue, hereby certify that the records of said Alabama Department of Revenue show that UNIVERSAL CAR WASH SYSTEMS INC, a domestic corporation, incorporated in Tuscaloosa County on August 28, 1996 has to date made all returns and paid all domestic corporation franchise tax and permit fee due as required by Section(s) 40-14-22 and 40-14-40 Code of Alabama 1975, and is in good standing as a domestic corporation.

IN WITNESS WHEREOF, I hereunto set my hand this
date of November 25, 1997

Cynthia Underwood
Chief, Individual and Corporate Tax Division

ATTEST:

[Signature]

Secretary

