

F98000004724

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Wash Depot CAP I, 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:

Denise M. Stubel

(Name of Person)

Salvo, Russell and Fichter

(Firm/Company)

1767 Sentry Parkway West, Suite 210

(Address)

Blue Bell, Pennsylvania 19422

(City/State/Zip)

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

Denise M. Stubel

(Name of Person)

at (215) 653-0110

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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

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

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

1. Wash Depot CAP I, 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. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 27, 1998 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. not applicable
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. Riverview Park, #27, 300 Commercial Street
Malden, Massachusetts 02148
(Current mailing address)
8. ownership, management, development and sale of car wash facilities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Gregg H. Glickstein, Esquire
Office Address: 54 Southwest Boca Raton Boulevard
Boca Raton, , Florida , 33432
(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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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: Not Applicable

Address: _____

Vice Chairman: Not applicable

Address: _____

Director: Andrew Smith

Address: c/o Wash Depot Holdings, Inc.
Riverview Park, Unit #27, 300 Commercial Street

Malden, MA 02148

Director: Gregory S. Anderson

Address: c/o Wash Depot Holdings, Inc.
Riverview Park, Unit #27, 300 Commercial Street

Malden, MA 02148

B. OFFICERS (Street address only- P. O. Box NOT acceptable) **SEE ATTACHED ADDENDUM**

President: David Smith

Address: c/o Wash Depot Holdings, Inc.

Riverview Park, Unit #27, 300 Commercial Street

Malden, Massachusetts 02148

Exec. Vice President: Gregory S. Anderson
Treasurer and Asst. Secy. c/o Wash Depot Holdings, Inc.

Address: Riverview Park, Unit #27, 300 Commercial Street

Malden, MA 02148

Exec. Vice President and Secretary: Andrew Smith

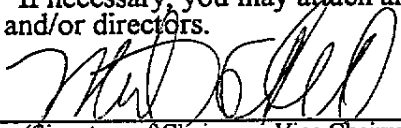
Address: c/o Wash Depot Holdings, Inc.
Riverview Park, Unit #27, 300 Commercial Street

Malden, MA 02148

~~Treasurer:~~ _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mitchell E. Russell, Vice President
(Typed or printed name and capacity of person signing application)

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**Addendum to
Application by Foreign Corporation for Authorization
to Transact Business in Florida
Re: Wash Depot CAP I, Inc.
August 17, 1998**

Question #12B. - Additional Officers

- | | | |
|----|--|---|
| 1. | Michael Fazio
c/o Wash Depot Holdings, Inc.
435 Eastern Avenue
Malden, Massachusetts 02148 | Executive Vice President
and Assistant Secretary |
| 2. | Mitchell E. Russell, Esquire
c/o Salvo, Russell and Fichter
1767 Sentry Parkway West
Suite 210
Blue Bell, Pennsylvania 19422 | Vice President |

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WASH DEPOT CAP I, 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 FOURTH DAY OF AUGUST, A.D. 1998.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9233050

DATE: 08-04-98