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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

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-07/06/99--01104--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Wash Depot Holdings, 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, PA 19422  
(City, State and Zip Code)

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

Denise M. Stubel at ( 215 ) 653 - 0110  
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

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

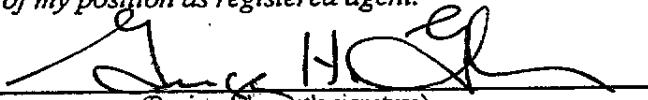
MAILING ADDRESS:

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

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SECRETARY OF STATE  
99 JUL -6 PM 1:44  
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7/13

**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. Wash Depot Holdings, 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  
(State or country under the law of which it is incorporated)
3. 58-2280863  
(FEI number, if applicable)
4. November 21, 1996  
(Date of incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. upon completion of this filing  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1711 Broadway  
Saugus, Massachusetts 01906  
(Current mailing address)
8. ownership, development, and sale of car washes and related 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: (P.O. Box or Mail Drop Box NOT acceptable)**  
Name: Gregg H. Glickstein, Esquire  
Office Address: 54 S.W. 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:

A. DIRECTORS

Chairman: David T. Smith  
c/o Wash Depot Holdings, Inc.  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: Norma Smith  
c/o Wash Depot Holdings, Inc.  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

Director: Andrew F. Smith  
c/o Wash Depot Holdings, Inc.  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

B. OFFICERS

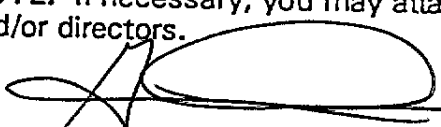
President: David T. Smith  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

Executive Vice President: Gregory S. Anderson  
& Treasurer  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

Secretary: Andrew F. Smith  
Address: 1711 Broadway  
Saugus, Massachusetts 01906

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. GREGORY S. ANDERSON, EXECUTIVE VICE PRESIDENT  
(Typed or printed name and capacity of person signing application)

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WASH DEPOT HOLDINGS, 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 MAY, A.D. 1999.

FILED  
SECRETARY OF STATE  
DIVISION  
99 JUL -6 PM 1:46



  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 9733865

DATE: 05-10-99