

State of Idaho

Department of State

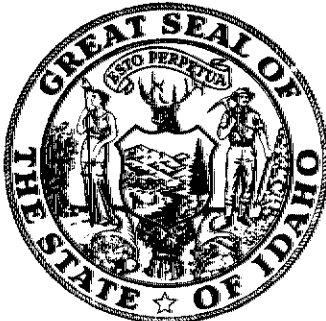
CERTIFICATE OF AUTHORITY OF

BLUE CORAL, INC.
File number C 118298

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BLUE CORAL, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to BLUE CORAL, INC. to transact business in this State under the name BLUE CORAL, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: February 13, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Blue Coral, Inc.

2. The name which it shall use in Idaho is Blue Coral, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is August 26, 1981 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

1209 Orange Street, Wilmington, Delaware 19903

6. The address to which correspondence should be addressed, if different from that in item 5.

1215 Valley Belt Road, Cleveland, Ohio 44131

7. The street address of its proposed registered office in Idaho is c/o CT Corporation System,

300 North 6th Street, Boise, Idaho 83701

, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

car wash and detail products

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED		

IDAHO SECRETARY OF STATE
DATE 02/13/1997
0900 64099 2
CK #: 11201355 CUST# 69229
AUTH PRO 10 100.00= 100.00

(continued on reverse)

BLUE CORAL, INC.

February 1997

John D. Barr 225 E. John Carpenter Freeway Suite 1400 Irving, Texas 75062	Director/Chairman
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Brian V. Sokol 1215 Valley Belt Road Cleveland, Ohio 44131	President
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Conrad A. Conrad 225 E. John Carpenter Freeway Suite 1400 Irving, Texas 75062	Treasurer
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Paul E. Konney 225 E. John Carpenter Freeway Suite 1400 Irving, Texas 75062	Secretary
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Ronald A. Harvot, Jr. 225 E. John Carpenter Freeway Suite 1400 Irving, Texas 75062	Assistant Treasurer
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Richard Winkler 225 E. John Carpenter Freeway Suite 1400 Irving, Texas 75062	Assistant Secretary
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLUE CORAL, 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 THIRTIETH DAY OF JANUARY, A.D. 1997.

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

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0921154 8300

971032271

AUTHENTICATION:

DATE:

8309700

01-30-97

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 1-31-97

BLUE CORAL, INC.

(Corporation Name)

By Brian V. Sokol
 Brian V. Sokol Its President ~~Vice President~~ (please specify)

and Richard Winkler
 Richard Winkler Its ~~Secretary~~ Assistant Secretary (please specify)

STATE OF OHIO)

) ss:

COUNTY OF CUYAHOGA)

I, Carol J. Blake, a notary public, do hereby certify that on
 this 31st day of January, 19 97, personally appeared before
 me Brian V. Sokol, who being by me first duly sworn, declared that (s)he
 is the President of Blue Coral, Inc.

that (s)he signed the foregoing document as President of the corporation and that
 the statements therein contained are true.

CAROLE J. BLAKE, Notary Public
STATE OF OHIO

My Commission Expires Nov. 14, 1999
 (Recorded in Lake County)

Carol J. Blake
 Notary Public