

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington D.C.

SWIFTY CARWASH & QUIK-LUBE, INC.

COMMON STOCK
CLASS A PURCHASE WARRANT

CUSIP NO. 870763 11 7

RACHEL STEELE, PRESIDENT, SECRETARY

17521 CRAWLEY ROAD, ODESSA, FL 33556

January 22, 1999

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [].

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(1) NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Raymond Lipsch ###-##-####

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) ./.
(b) /X/

(3) SEC USE ONLY

(4) SOURCE OF FUNDS

PF

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e) /NA/

(6) CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

(7) SOLE VOTING POWER

NUMBER OF SHARES634,560.....
 BENEFICIALLY OWNED BY
 EACH REPORTING PERSON0.....
 WITH
 (8) SHARED VOTING POWER
634,560.....
 (9) SOLE DISPOSITIVE POWER
0.....
 (10) SHARED DISPOSITIVE POWER
0.....

 (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

634,560

 (12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
 (See Instructions) /NA/

 (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8%

 (14) TYPE OF REPORTING PERSON (See Instructions)

IN

 Item 1. Security and Issuer.

This schedule relates to shares of Common Stock with a par value of \$.01 and Purchase Warrants redeemable at \$7.25 of Swifty Carwash & Quik-Lube, Inc. (the "Issuer") The Issuer's principal executive office is located at 17521 Crawley Road, Odessa, Florida 33556. The Company's President and Secretary is Rachel L. Steele. Raymond Lipsch is Vice-President. Raymond Lipsch is Treasurer, CFO and CEO of the Company.

Item 2. Identity and Background.

(a) Raymond Lipsch; (b) Residence: 19522 Michigan Avenue, Odessa, Florida 33556; (c) Mr. Lipsch' principal business is as a sales representative for AvMed in Gainesville, Florida; (d) Mr. Lipsch has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) in the last five years; (e) Mr. Lipsch has not been a party to a civil proceeding involving state or federal securities laws or violations thereof in the last five years. (f) Mr. Lipsch is a citizen of the United States.

Item 3. Source and Amount of Funds or Other Consideration.

The funds were from personal funds. Some of the funds were obtained for the purpose of purchasing and holding securities.

Item 4. Purpose of Transaction.

The purpose of purchases of securities by Mr. Lipsch is investment. The reporting person intends to continuously review his position in Swifty Carwash & Quik-Lube, Inc. and may, depending upon the evaluation of the Company's business and prospects, as well as upon future developments, price, availability of shares and other factors, determine to increase, decrease or eliminate his position in the Company. The reporting person is not considering any plans or proposals which relate to or would result in: (a) the acquisition or disposition by any person of additional securities of the issuer other than general knowledge that the issuer's securities are the subject of a public offering where its securities will be sold and purchased; (b) an extraordinary corporate

transaction, such as a merger, reorganization, or liquidation, involving the Company or any of its subsidiaries; (c) a sale or transfer of a material amount of assets of the Company or any of its subsidiaries; (d) any change in the Company's Board of Directors or management; (e) any material change in the present capitalization or dividend policy of the Company; (f) any material change in the Company's business, corporate structure, charter or by-laws; (g) any change in the issuer's charter, bylaws or instruments which would impede the acquisition of control of the Company by any person; (h) any class of securities of the Company to be delisted; (i) the Company's common stock to be eligible to be deregistered under the Securities Exchange Act of 1934; or (j) any action similar to those enumerated above.

Item 5. Interest in Securities of the Issuer.

(a) Mr. Lipsch directly beneficially owns an aggregate interest of 7% in the Company with a total of 611,520 common shares and 23,040 Purchase Warrants. The Issuer has a total of 50,000,000 common shares authorized. As of November 30, 1998, 8,394,120 shares and 318,240 Purchase Warrants were outstanding. All but 159,120 shares are restricted under Rule 144. Mr. Lipsch owns 11,520 shares and 23,040 Purchase Warrants that are unrestricted. (b) Mr. Lipsch has the power to vote all shares owned in the Company and to dispose or to direct the disposition of those shares; (c) No transactions were effected during the last 60 days; (d) Mr. Lipsch has the right to receive dividends from all of his shares. He has the power to direct the distribution of shares in the Company as an officer, director and voting shareholder; (e) NA.

Item 6. Contracts, Arrangements, Undertakings or Relationships with Respect to Securities of the Issuer.

None.

Item 7. Materials to Be Filed as Exhibits.

None.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

/s/ Raymond Lipsch

Raymond Lipsch, CEO, CFO and Treasurer

Date: December 15, 1998