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ERICA HOUGHTON
ATTORNEY AT LAW

P.O. Box 1466 • DUNEDIN, FLORIDA 34697
727 / 736-1560 • Eric@abanet.org

December 12, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Dissolution of Quest-Inn, Inc.

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-12/14/01--01029--003
*****43.75 *****43.75

Dear Division of Corporations:

Enclosed for filing are:

- ▶ the original **Articles of Dissolution for Quest-Inn, Inc.** and
- ▶ an authenticated copy of the **Plan of Distribution for Quest-Inn, Inc.**

Also enclosed is a check \$43.75 (\$35.00 filing fee + \$8.75 certified copy of the dissolution). Please send me the certified copy of the dissolution.

Thank you.

Sincerely yours,



Eric A. Houghton
Attorney at Law

eff 01-04-2002

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DIVISION OF STATE
CORPORATIONS

EFFECTIVE DATE
1-4-02

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403 of the Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution.

ARTICLE ONE NAME

The name of the corporation is **Quest-Inn, Inc.**


ARTICLE TWO ADOPTION OF DISSOLUTION.

The corporation has no members entitled to vote on dissolution. On November 14, 2001, the board of directors adapted a resolution of dissolution effective January 4, 2002. The number of directors in office was nine and the vote for the resolution was 7 for and none against.

ARTICLE THREE ADOPTION OF PLAN OF DISTRIBUTION

On November 14, 2001, the board of directors adapted a plan of distribution, an authenticated copy of which is attached to these articles. The vote for the resolution approving the plan of distribution was 7 for and none against.

Signed on December 12, 2001.


By: Georgia Jensen
President, Quest-Inn, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Plan of Distribution for Quest-Inn, Inc.

1. All liabilities and obligations of the corporation will be paid and discharged (or adequate provisions for payment made) no later than January 4, 2002.
2. Any assets held by Quest-Inn, Inc. upon condition that requires their return because of the dissolution, will be returned, transferred, or conveyed in accordance with such requirements no later than January 4, 2002;
3. Assets received and held by Quest-Inn, Inc. subject to limitations permitting their use only for charitable purposes, will be transferred to Religious Community Services, Inc., 1855 Highland Avenue South, Clearwater, FL 33756, a Florida non-profit corporation engaged in activities substantially similar to those of the Quest-Inn, Inc. no later than January 4, 2002;
4. Any remaining assets will be distributed to Religious Community Services, Inc., a Florida non-profit corporation (or adequate provisions for distribution made) no later than January 4, 2002.

I hereby certify that the board of directors of Quest-Inn, Inc. adopted the above plan of distribution on November 14, 2001; the vote was 7 in favor and none opposed. I certify this is a true and correct copy of the original adopted by the board of directors. I further certify that this plan is in compliance with the requirements of Section 617.1406(2) of the Florida Statutes

Dated: December 12, 2001


Georgia Jensen

President, Quest-Inn, Inc.