

**ZIERCHER  
HOCKER, P.C.**  
ATTORNEYS AT LAW

THE BEMISTON TOWER  
231 SOUTH BEMISTON, 8TH FLOOR  
ST. LOUIS, (CLAYTON) MO 63105-1914  
TELEPHONE (314) 727-5822  
FACSIMILE (314) 727-2824

October 21, 1997

Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **Quest of Quietude Ventures, Inc.**

Dear Sir or Madam:

Enclosed please find duplicate originals of the Articles of Incorporation for the above-referenced corporation, along with an Affidavit under Chapter 607, for Permission to Assume and Use Name of Dissolved Corporation. Please process these documents with your office at your earliest convenience and return all correspondence to the above address, in the self-addressed return envelope we have enclosed.

We have also enclosed a check in the amount of \$122.50 as a fee for filing and obtaining a certified copy of the Articles.

Thank you for your attention to this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,

ZIERCHER & HOCKER, P.C.

*Jill M. Farmer*

Jill M. Farmer

JMF/lle  
enc.

cc: Gary H. Feder, Esq. (w/o enc.)

P970000092739

P. WILLIAM HUMAN, JR.  
ALBERT A. MICHENFELDER, JR.  
EDGAR G. BOEDEKER  
EDGAR T. FARMER  
EDWARD K. FEHLIG  
GEORGE J. BUDE  
RICHARD A. ROTH  
G. CARROLL STRIBLING, JR.  
GARY H. FEDER  
GARY L. VINCENT  
DANIEL L. HUMAN  
STEVEN W. KOSLOVSKY  
DAVID D. CRANE \*  
RICHARD J. EISEN \*  
CHRISTOPHER KARLEN  
RICHARD A. YAWITZ  
HOWARD J. SMITH  
WILLIAM J. BRUIN, JR.  
DAVID R. HUMAN \*  
MARK R. (THOR) HEARNE, D \*\*  
THOMAS E. TONEY, III

MAR WEBSTER MURPHY  
JOHN J. DICHIL, JR.  
JEFFREY D. SIOMUND \*  
ROBERT W. PASTER \*  
M. DEANN OUTLAW \*  
JILL M. FARMER \*  
S. DIANE TURPIN  
S. CHRISTIAN MULLGARDT, D  
MICHELLE J. SPIRN \*

OF COUNSEL  
LON HOCKER  
JAMES L. NOUSS

HERBERT W. ZIERCHER  
1902-1988  
ERWIN TZINBERG  
1912-1974

\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN MICHIGAN

100002325621-008  
-10/27/97-101024-008  
\*\*\*\*122.50 \*\*\*\*122.50

97 OCT 27 PM 9 03

FILED

ENC 10/29/97

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF

QUEST OF QUIETUDE VENTURES, INC.

FILED

97 OCT 27 AM 9:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST: The corporate name that satisfies the requirements of section 607.0401 is: Quest of Quietude Ventures, Inc..

SECOND: The address of the principal office, if known, and the mailing address of the corporation is:

3615 Boca Ciega Drive  
Apt. 112  
Naples, Florida 34112

THIRD: The number of shares the corporation is authorized to issue is One Thousand (1,000) each with the par value of One Dollar and No Cents (\$1.00).

FOURTH: The street address of the initial registered office of the corporation is c/o Geraldine F. Fisher, 3615 Boca Ciega Drive, Apt. 112, City of Naples, Florida 34112, and the name of its initial registered agent at such address is Geraldine F. Fisher.

FIFTH: The number of directors constituting the initial board of directors is one, and the name and address of each person who is to serve as director until the first annual meeting of shareholders or until a successor is elected and shall qualify is as follows:

<u>Name</u>	<u>Address</u>
Geraldine F. Fisher	3615 Boca Ciega Drive Apt. 112 Naples, Florida 34112

SIXTH: The name and address of each incorporator is:

Geraldine F. Fisher	3615 Boca Ciega Drive Apt. 112 Naples, Florida 34112
---------------------	--

The undersigned has executed these Articles of Incorporation this 10th day of OCTOBER, 1997.

  
Geraldine F. Fisher, Incorporator

Acceptance by the registered agent as required in section 607.0501 (3) F.S.: Geraldine F. Fisher is familiar with and accepts the obligations provided for in section 607.0505.

Dated OCT. 10, 1997

By Geraldine F. Fisher  
Geraldine F. Fisher

FILED

97 OCT 27 AM 9 03

FILED

AFFIDAVIT  
Under Chapter 607, section 607.1422(4)  
for Permission to Assume and Use Name of dissolved Corporation

State of Missouri )  
County of St. Louis )

I, the undersigned, Geraldine F. Fisher, am the sole shareholder, director and officer of Quest of Quietude Ventures, Inc., (the "Corporation" herein), an administratively dissolved corporation of the State of Florida, and provide this instrument in the capacities indicated on behalf of the Corporation, as follows:

- 1) The Corporation was administratively dissolved on September 26, 1997, for failure of the Corporation to file its 1997 Annual report;
- 2) It is desired to leave the Corporation in its dissolved status;
- 3) It is desired to permit a new corporation to be incorporated in the state of Florida under Chapter 607 of the Florida Business Organizations law to be established;
- 4) It is desired that the new corporation be entitled to use the name of the dissolved Corporation, as permitted under Section 607.1422(4) of the F.R. Statutes;

and therefore

5) the undersigned in her capacities as shareholder, director and officer for herself and for the Corporation hereby grant unconditional and unqualified permission to Geraldine F. Fisher, also the Affiant, as sole incorporator, and to the newly to be formed corporation, to use the name "Quest of Quietude Ventures, Inc.", as its initial, sole and corporate name from this date forward, and the Corporation hereby abandons such name. and shall hereafter be known as "QQV-Dissolved, Inc.", or such other name as the Department of Corporations of the State of Florida requires or assigns to it;

6) The Corporation hereby relinquishes all further interest and claim in such name;

7) It is the intention of this instrument to cause the new corporation to be able to immediately use and assume the name as aforesaid as its own as permitted under Section 607.1422(4) of the F.R. statutes.

So sworn and agreed:

Affiant:

Geraldine F. Fisher

Geraldine F. Fisher, individually, and as sole shareholder, director and President-Secretary-Treasurer of the aforementioned dissolved corporation Quest of Quietude Ventures, Inc.

Appeared before me, the undersigned, being a notary public for this State and County, Geraldine F. Fisher, an individual, who ☒ is known to me, or ☐ identified himself by \_\_\_\_\_, and signed the foregoing instrument before me, under oath, sworn and declared that she did so as her free act and deed, individually and in the capacities indicated.

[notary stamp]

Leslie J. Michael  
Notary

