

998000097786
Irene de Camp

2631 E. OAKLAND PARK BOULEVARD, SUITE 101
FORT LAUDERDALE, FLORIDA 33306-1607

TELEPHONE: (954) 563-3200
Automobile PH: (954) 980-8622
Mobile Phone: (954) 583-1001 (140)

WATS: 1-800-999-3401
FAX: (954) 565-3401
(954) 563-6290

October 30, 1998

600002683096--2
-11/09/98--01056--013
****122.50 *****78.75

Ms. Terri Buckley, Corporate Specialist
New Filings Section
Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Dear Ms. Buckley:

Enclosed are the original and one copy of the Articles of Incorporation for the proposed corporation

QUEST AMERICA FINANCIAL CORP.

Also enclosed is subscriber's check in the amount of \$122.50 to cover the following:

Filing Fee	\$35.00
Fee for certified Copy of Certificate	52.00
Registered Agent Fee	<u>35.00</u>

Total Enclosed \$122.50

Please process these Articles of Incorporation for an effective date as soon as possible.
If you have any questions, please let me know. Thank you.

Sincerely,

Irene de Camp
Irene de Camp

Ide C/wbi

Enclosures

SD
11/20

FILED
98 NOV 20 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 10, 1998

IRENE DE CAMP, ESQUIRE
2631 E. OAKLAND PARK BOULEVARD
SUITE 101
FORT LAUDERDALE, FL 33306-1607

SUBJECT: QUEST AMERICA FINANCIAL CORP.
Ref. Number: W98000025374

We have received your document for QUEST AMERICA FINANCIAL CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 798A00054471

*Sorry about that!
Kerue*

**ARTICLES OF INCORPORATION
of
QUEST AMERICA FINANCIAL CORP.**

FILED
98 NOV 20 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is:

QUEST AMERICA FINANCIAL CORP.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of the State of Florida. There are no business activities at present.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Six Thousand (6,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. No shares have been issued.

ARTICLE V. REGISTERED OFFICE & REGISTERED AGENT

The initial principal and registered office of the proposed corporation in the State of Florida is:

320 Wavecrest Way
Boca Raton, Florida 33432

The name of the registered agent at such address is:

DAVID BEAUDET

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is One (1) member. The name and address of each person who is to serve as a member of the initial Board of Directors is:

NAME	ADDRESS
David Beaudet	320 Wavecrest Way <u>Boca Raton, Florida 33432</u>

The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders.

ARTICLE VII. SUBSCRIBER

The name and post office address of the subscriber of these articles of incorporation is:

NAME	ADDRESS
David Beaudet	320 Wavecrest Way <u>Boca Raton, Florida 33432</u>

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be made.


Executed by the undersigned at Fort Lauderdale, Florida on this

4th day of November, 1998.


DAVID BEAUDET - SUBSCRIBER

FILED
98 NOV 20 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, §607.164 of the Florida Statutes, I, DAVID BEAUDET do hereby accept the designation as REGISTERED AGENT of QUEST AMERICA FINANCIAL CORP.

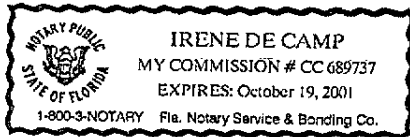

Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY THAT on this day, before me, a Notary Public duly authorized to
take acknowledgments in the State and County named above, personally appeared
DAVID BEAUDET, to me known to be the person described as the
Registered Agent of and who accepted the designation by signing the foregoing
Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above on this

4th day of November, 1998.



Irene De Camp
Notary Public - State of Florida at Large