

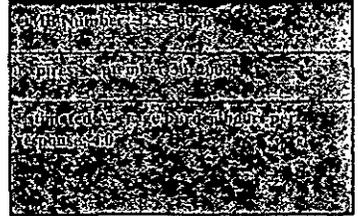
1260753

FORM D

Notice of Exempt Offering of Securities

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL



CIK (Filer ID Number)

0001260753

Previous Name(s)

None

Entity Type

Name of Issuer

PERQUEST INC

Jurisdiction of Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

Yet to Be Formed

Within Last Five Years (Specify Year)

Over Five Years Ago

Empty box for Previous Name(s)

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other

PROCESSED  
MAR 04 2009  
THOMSON REUTERS



09004030

Name of Issuer

PERQUEST INC

Street Address 1

1333 BROADWAY

Street Address 2

SUITE 1015

City

OAKLAND

State/Province/Country

CALIFORNIA

ZIP/Postal Code

94162

Phone No. of Issuer

5107406300

SEC Mail Processing Section

FEB 12 2009

Washington, DC

111

Last Name First Name Middle Name  
Sinton Thomas H

Street Address 1 Street Address 2  
1333 Broadway Suite 1015

City State/Province/Country ZIP/Postal Code  
Oakland CALIFORNIA 94162

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary)  
[Empty box]

Last Name First Name Middle Name  
Farrington Deborah A

Street Address 1 Street Address 2  
750 Lexington Avenue 15th Floor

City State/Province/Country ZIP/Postal Code  
New York NEW YORK 10022

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary)  
[Empty box]

Last Name First Name Middle Name  
Steffens John L

Street Address 1 Street Address 2  
65 East 55th Street 33rd Floor

City State/Province/Country ZIP/Postal Code  
New York NEW YORK 10022

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary)  
[Empty box]

| Last Name                                | First Name                                 | Middle Name                                  |                                   |
|--|--|--|-----------------------------------|
| Hassels-Weiler                           | Ekkehart                                   |  |                                   |
| Street Address 1                         |  | Street Address 2                             |                                   |
| Three World Financial Center             |  | 200 Vesey Street, 25th Floor                 |                                   |
| City                                     | State/Province/Country                     | ZIP/Postal Code                              |                                   |
| New York                                 | NEW YORK                                   | 10281-1097                                   |                                   |
| Relationship:                            | <input type="checkbox"/> Executive Officer | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> Promoter |
| Clarification of Response (if Necessary) |  |  |                                   |
|  |  |  |                                   |

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| Last Name                                | First Name  | Middle Name                       |                                   |
|--|---|-----------------------------------|-----------------------------------|
| Perham                                   | Sheldon   | D                                 |                                   |
| Street Address 1                         |   | Street Address 2                  |                                   |
| 1333 Broadway                            |   | Suite 1015                        |                                   |
| City                                     | State/Province/Country                                | ZIP/Postal Code                   |                                   |
| Oakland                                  | CALIFORNIA  | 94162                             |                                   |
| Relationship:                            | <input checked="" type="checkbox"/> Executive Officer | <input type="checkbox"/> Director | <input type="checkbox"/> Promoter |
| Clarification of Response (if Necessary) |   |                                   |                                   |
|  |   |                                   |                                   |

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| Last Name                                | First Name  | Middle Name                       |                                   |
|--|---|-----------------------------------|-----------------------------------|
| Paterson                                 | Cheryl  |                                   |                                   |
| Street Address 1                         |   | Street Address 2                  |                                   |
| 1333 Broadway                            |   | Suite 1015                        |                                   |
| City                                     | State/Province/Country                                | ZIP/Postal Code                   |                                   |
| Oakland                                  | CALIFORNIA  | 94162                             |                                   |
| Relationship:                            | <input checked="" type="checkbox"/> Executive Officer | <input type="checkbox"/> Director | <input type="checkbox"/> Promoter |
| Clarification of Response (if Necessary) |   |                                   |                                   |
|  |   |                                   |                                   |

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| Last Name | First Name | Middle Name |
|-----------|------------|-------------|
|-----------|------------|-------------|

|       |          |  |
|-------|----------|--|
| Baker | Adrienne |  |
|-------|----------|--|

Street Address 1

Street Address 2

1333 Broadway

Suite 1015

City

State/Province/Country

ZIP/Postal Code

Oakland

CALIFORNIA

94162

Relationship:

Executive Officer

Director

Promoter

Clarification of Response (if Necessary)

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## Industry Group

- |  |   |   |
|--|---|---|
| <input type="radio"/> Agriculture<br><br><input type="radio"/> Banking & Financial Services<br><input type="radio"/> Commercial Banking<br><input type="radio"/> Insurance<br><input type="radio"/> Investing<br><input type="radio"/> Investment Banking<br><input type="radio"/> Pooled Investment Fund<br><br><input checked="" type="radio"/> Other Banking & Financial Services<br><br><input type="radio"/> Business Services<br><br><input type="radio"/> Energy<br><input type="radio"/> Coal Mining<br><input type="radio"/> Electric Utilities<br><input type="radio"/> Energy Conservation<br><input type="radio"/> Environmental Services<br><input type="radio"/> Oil & Gas<br><input type="radio"/> Other Energy | <input type="radio"/> Health Care<br><input type="radio"/> Biotechnology<br><input type="radio"/> Health Insurance<br><input type="radio"/> Hospitals & Physicians<br><input type="radio"/> Pharmaceuticals<br><input type="radio"/> Other Health Care<br><br><input type="radio"/> Manufacturing<br><br><input type="radio"/> Real Estate<br><input type="radio"/> Commercial<br><input type="radio"/> Construction<br><input type="radio"/> REITS & Finance<br><input type="radio"/> Residential<br><input type="radio"/> Other Real Estate | <input type="radio"/> Retailing<br><br><input type="radio"/> Restaurants<br><br><input type="radio"/> Technology<br><input type="radio"/> Computers<br><input type="radio"/> Telecommunications<br><input type="radio"/> Other Technology<br><br><input type="radio"/> Travel<br><input type="radio"/> Airlines & Airports<br><input type="radio"/> Lodging & Conventions<br><input type="radio"/> Tourism & Travel Services<br><input type="radio"/> Other Travel<br><br><input type="radio"/> Other |
|--|---|---|

## Issuer Size

- | Revenue Range  | Aggregate Net Asset Value Range                    |
|--|--|
| <input type="radio"/> No Revenues                    | <input type="radio"/> No Aggregate Net Asset Value |
| <input type="radio"/> \$1 - \$1,000,000              | <input type="radio"/> \$1 - \$5,000,000            |
| <input type="radio"/> \$1,000,001 - \$5,000,000      | <input type="radio"/> \$5,000,001 - \$25,000,000   |
| <input type="radio"/> \$5,000,001 - \$25,000,000     | <input type="radio"/> \$25,000,001 - \$50,000,000  |
| <input type="radio"/> \$25,000,001 - \$100,000,000   | <input type="radio"/> \$50,000,001 - \$100,000,000 |
| <input type="radio"/> Over \$100,000,000             | <input type="radio"/> Over \$100,000,000           |
| <input checked="" type="radio"/> Decline to Disclose | <input type="radio"/> Decline to Disclose          |
| <input type="radio"/> Not Applicable                 | <input type="radio"/> Not Applicable               |

6. Federal Exemption (and Exemption) Claimed (select all that apply)

- |  |  |
|--|--|
| <input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii)) | <input type="checkbox"/> Rule 505                            |
| <input type="checkbox"/> Rule 504 (b)(1)(i)                      | <input checked="" type="checkbox"/> Rule 506                 |
| <input type="checkbox"/> Rule 504 (b)(1)(ii)                     | <input type="checkbox"/> Securities Act Section 4(6)         |
| <input type="checkbox"/> Rule 504 (b)(1)(iii)                    | <input type="checkbox"/> Investment Company Act Section 3(c) |

7. Type of Filing

- |  |                    |   |  |
|--|--------------------|---|--|
| <input checked="" type="checkbox"/> New Notice | Date of First Sale | <input type="text" value="2009-01-28"/> | <input type="checkbox"/> First Sale Yet to Occur |
| <input type="checkbox"/> Amendment             |                    |   |  |

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?  Yes  No

**Type(s) of Securities Offered (select all that apply)**

- Pooled Investment Fund Interests
- Equity
- Tenant-in-Common Securities
- Debt
- Mineral Property Securities
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Other (describe)

**Business Combination Transaction**

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  Yes  No

Clarification of Response (if Necessary)

**Minimum Investment**

Minimum investment accepted from any outside investor \$  USD

Recipient

(Associated) Broker or Dealer

None

Recipient CRD Number

None

(Associated) Broker or Dealer CRD Number

None

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation

All States

**14. Offering Size Amount**

Total Offering Amount \$  USD  Indefinite  
Total Amount Sold \$  USD  
Total Remaining to be Sold \$  USD  Indefinite

Clarification of Response (if Necessary)

**15. Sales Commission & Finders' Fees Expense**

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering   
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

**16. Use of Proceeds**

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$  USD  Estimate  
Finders' Fees \$  USD  Estimate

Clarification of Response (if Necessary)

**17. Use of Proceeds**

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$  USD  Estimate

Clarification of Response (if Necessary)

**Item 16. Use of Proceeds**

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$   Estimate

Clarification of Response (If Necessary)

**Signature and Submission**

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

**Terms of Submission.** In submitting this notice, each identified issuer is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees;

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

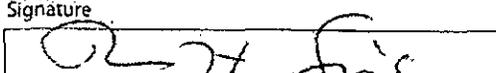
Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box  and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

Issuer(s)

Name of Signer

Signature  


Title

Number of continuation pages attached:

Date

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

**Terms of Submission**

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them upon written request the information furnished to offerees;
- Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf for any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail in any federal or state action, administrative proceeding or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed;
- Certifying that the issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above or one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

I also am a duly authorized representative of the other identified issuer(s) in Item 1 above and authorized to sign on their behalf.

| Issuer       | Signature           | Name of Signer  | Title                                 | Date       |
|--------------|---------------------|-----------------|---------------------------------------|------------|
| PERQUEST INC | /s/ Thomas H Sinton | Thomas H Sinton | President and Chief Executive Officer | 2009-02-10 |

END