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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FOREIGN PROFIT QUALIFICATION

Victoria Holdings, Inc.

CRAP, INC.

Certificate of Status	1
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September 6, 2001

CORPORAE CREATIONS INTERNATIONAL, INC.

SUBJECT: VICTORIA HOLDINGS, INC.
REF: WD1000020755

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Victoria Holdings, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY," "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or
partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. January 14, 2000

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing this application

(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.))

7. PO Box 749

Stuart, FL 34995

(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law.

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach, FL 33139

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at
the place designated in this application, I hereby accept the appointment as registered agent and agree to act
in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties, and I am familiar with and accept the obligations of my position as
registered agent.

By: _____

Corporate Creations Network Inc.

by F.E. Cammarata as attorney-in-fact

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this
application to the Department of State, by the Secretary of State or other official having custody of
corporate records in the jurisdiction under the law of which it is incorporated.

Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

(305) 672-0686

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Victoria A. Brown
PO Box 749
Stuart FL 34995

B. OFFICERS

PRESIDENT Victoria A. Brown
PO Box 749
Stuart FL 34995

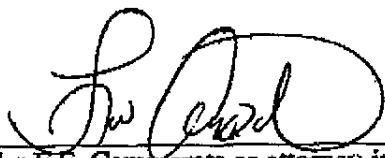
SECRETARY Edward Botwinick
PO Box 749
Stuart FL 34995

TREASURER

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13. Signature of an officer listed in item 12:

By: 
by F.E. Cammarata as attorney-in-fact
Name: Victoria A. Brown
Title: President
Date: September 7, 2001

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Miami Beach FL 33139
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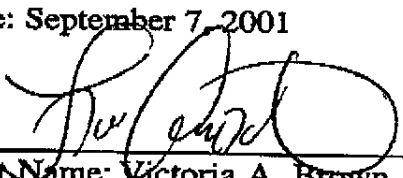
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BOARD OF DIRECTORS RESOLUTION

The board of directors of Victoria Holdings, Inc., a Delaware corporation, authorized the corporation on September 7, 2001 to adopt the alternate name Victoria Holdings Group, Inc. to transact business in Florida.

The undersigned certifies that the board of directors adopted the corporate resolution shown above.

Date: September 7, 2001



Print Name: Victoria A. Brown

Print Title: President

by F.E. Cammarata as attorney-in-fact

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State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VICTORIA HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF SEPTEMBER, A.D. 2001.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1327073

DATE: 09-04-01