

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Feb 06 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # 894000062741 (1)  
1. Corporation Name  
The Victoria Marketing Group Inc

Principal Place of Business Mailing Address  
1082 ERIC COURT  
KISSIMMEE FL  
34744

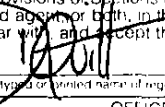
|                                |                        |
|--------------------------------|------------------------|
| 2. Principal Place of Business | 2a. Mailing Address    |
| 21 Suite, Apt. #, etc.         | 26 Suite, Apt. #, etc. |
| 22 City & State                | 27 City & State        |
| 23 Zip                         | 28 Zip                 |
| 24 Country                     | 29 Country             |
| 25                             | 30                     |

|                                                                                                                                                                |                                    |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|
| 3. Date Incorporated or Qualified<br>8/25/94                                                                                                                   | 3a. Date of Last Report<br>8/16/96 |
| 4. FEI Number<br>593272271                                                                                                                                     | Applied For<br>Not Applicable      |
| 5. Certificate of Status Desired<br><input type="checkbox"/>                                                                                                   | \$8.75 Additional Fee Required     |
| 6. Election Campaign Financing<br>Trust Fund Contribution<br><input type="checkbox"/>                                                                          | \$5.00 May Be Added to Fees        |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes<br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                    |

9. Name and Address of Current Registered Agent  
DAVID QUITT  
1082 ERIC COURT  
KISSIMMEE FL 34744

10. Name and Address of New Registered Agent  
81 Name DAVID QUITT  
82 Street Address (P.O. Box Number is Not Acceptable)  
1082 ERIC COURT  
83  
84 City KISSIMMEE FL 85 Zip Code 34744

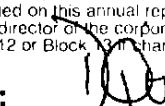
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE  (NOTE: Registered Agent's signature required when reappointing) DATE

| 12. OFFICERS AND DIRECTORS |                                                   |
|----------------------------|---------------------------------------------------|
| TITLE                      | PRESIDENT / OWNER <input type="checkbox"/> DELETE |
| NAME                       | DAVID QUITT                                       |
| STREET ADDRESS             | 1082 ERIC COURT KISSIMMEE FL 34744                |
| CITY - ST - ZIP            |                                                   |
| TITLE                      | <input type="checkbox"/> DELETE                   |
| NAME                       |                                                   |
| STREET ADDRESS             |                                                   |
| CITY - ST - ZIP            |                                                   |
| TITLE                      | <input type="checkbox"/> DELETE                   |
| NAME                       |                                                   |
| STREET ADDRESS             |                                                   |
| CITY - ST - ZIP            |                                                   |
| TITLE                      | <input type="checkbox"/> DELETE                   |
| NAME                       |                                                   |
| STREET ADDRESS             |                                                   |
| CITY - ST - ZIP            |                                                   |
| TITLE                      | <input type="checkbox"/> DELETE                   |
| NAME                       |                                                   |
| STREET ADDRESS             |                                                   |
| CITY - ST - ZIP            |                                                   |

| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
|-------------------------------------------------------|-------------------------------------------------------------------|
| 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME                                              |                                                                   |
| 1.3 STREET ADDRESS                                    |                                                                   |
| 1.4 CITY - ST - ZIP                                   |                                                                   |
| 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME                                              |                                                                   |
| 2.3 STREET ADDRESS                                    |                                                                   |
| 2.4 CITY - ST - ZIP                                   |                                                                   |
| 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME                                              |                                                                   |
| 3.3 STREET ADDRESS                                    |                                                                   |
| 3.4 CITY - ST - ZIP                                   |                                                                   |
| 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME                                              |                                                                   |
| 4.3 STREET ADDRESS                                    |                                                                   |
| 4.4 CITY - ST - ZIP                                   |                                                                   |
| 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME                                              | 200002081702                                                      |
| 5.3 STREET ADDRESS                                    | -02/07/97--01048--022                                             |
| 5.4 CITY - ST - ZIP                                   | ***165.00                                                         |
| 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME                                              |                                                                   |
| 6.3 STREET ADDRESS                                    |                                                                   |
| 6.4 CITY - ST - ZIP                                   |                                                                   |

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13, or on an attachment with an address.

SIGNATURE:  9/1/96 407 3440995  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)