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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

VCG ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
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4-4-03



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 3, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: VCG DISTRIBUTORS, INC.
REF: W03000009444

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

The name of the entity must be identical throughout the document.

You must list at least one incorporator with a complete business street address.

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Donna Graves
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FAX Aud. #: H03000100538
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
VCG ENTERPRISES, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - Name. The name of the Corporation shall be VCG Enterprises, Inc.

ARTICLE II - Address. The address of the principal office of the corporation is 1440 NW 47th Avenue, Coconut Creek, Florida 33063.

ARTICLE III - Purpose. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in commercial and personal delivery services.

ARTICLE IV - Shares. The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares of common stock, such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1040 Bayview Drive, Suite 112, Fort Lauderdale, Florida 33304, and the name of its initial Registered Agent at that address is Samuel A. Price, Esquire.

ARTICLE VI - Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of directors may be

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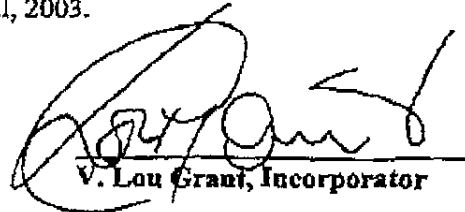
increased or decreased from time to time in accordance with the Bylaws but never be less than one. The name and address of each initial Director of the Corporation is as follows:

Coleen Grant - 1440 NW 47 Avenue
Coconut Creek, Florida 33063

V. Lou Grant - 1440 NW 47 Avenue
Coconut Creek, Florida 33063

ARTICLE VII - Amendments. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this ____ day of April, 2003.

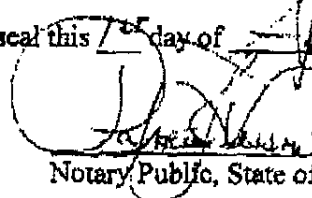

V. Lou Grant, Incorporator

STATE OF FLORIDA)

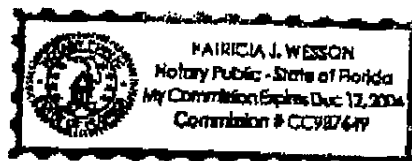
COUNTY OF BROWARD)

Before me personally appeared V. Lou Grant, who produced 76016153-872-47 as identification, and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose there expressed.

WITNESS my hand and official seal this 7th day of April, 2003.


Notary Public, State of Florida at Large

My Commission Expires: 12/12/04



TOTAL P.05

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**ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


SAMUEL A. PRICE, ESQUIRE

DATED: April 1, 2003

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