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C & C Distributors, Inc.

EMPIRE Toll Free: 1-800-432-3028

CONFIDENTIAL COPY

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

ARTICLE I - Name

The name of this corporation is CGC Distributors, Inc.

ARTICLE II - Principal Office

The mailing address of this corporation shall be: 6391 Allison Road
Miami Beach, Florida 33141

ARTICLE III - Purpose

This corporation is organized for the purpose of any and all business pursuant to the laws of the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of \$.10 par value common stock which shall be designated as "Common Shares".

ARTICLES V - Initial Registered Agent

The street address of the registered office of this corporation is 2903 Salzedo Street, Coral Gables, Florida 33134 and the name of the registered agent of this corporation at that address is Gus De Ribeaux, Esq.

ARTICLE VI - Board of Directors

The Corporation shall initially have two (1) Director to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Directors are:

Armando Carpio
6391 Allison Road
Miami Beach, Florida 33141

FILED
MAY - 3 1960
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - Incorporator

The name and address of the Incorporator signing these Articles is Gus De Ribeaux, Esq.
2903 Salzedo Street
Coral Gables, FL 33134

ARTICLE VIII - Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - Indemnification

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

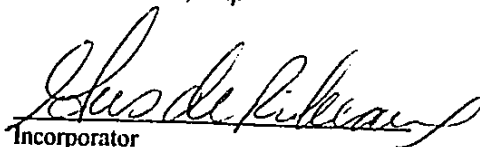
ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of the signing.

Dated: April 26th, 1995

Gus De Ribeaux, Esq.

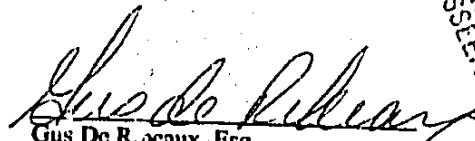

Incorporator

Certificate designated place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

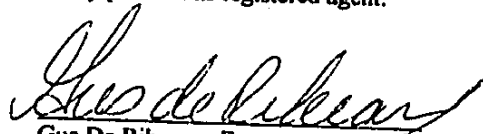
First that Victorian Imports, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Gus De Ribcaux, Esq. located at 2903 Salzedo Street in Coral Gables, Florida as its agent to accept service of process within Florida.

Dated: April 26th, 1995


Gus De Ribcaux, Esq.

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby 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.

Dated: April 26th, 1995


Gus De Ribcaux, Esq.

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TALLAHASSEE, FLORIDA
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