

**Electronic Articles of Incorporation
For**

P04000040724
FILED
March 04, 2004
Sec. Of State

DXP BRANDS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DXP BRANDS, INC.

Article II

The principal place of business address:

1792 BELL TOWER LANE
WESTON, FL. US 33326

The mailing address of the corporation is:

1792 BELL TOWER LANE
WESTON, FL. US 33326

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

COHEN & GREENBERG, L.L.C.
1792 BELL TOWER LANE
WESTON, FL. 33326

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ROSS M. GREENBERG

Article VI

The name and address of the incorporator is:

ROSS M. GREENBERG
1792 BELL TOWER LANE
WESTON, FLORIDA 33326

Incorporator Signature: ROSS M. GREENBERG

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
GERARDO A LLANES
1792 BELL TOWER LANE
WESTON, FL. 33326 US

Article VIII

The effective date for this corporation shall be:

03/04/2004