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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

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NAME: ONE SOURCE DISTRIBUTING, INC.

AUDIT NUMBER.....H96000015101

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION  
OF  
ONESOURCE DISTRIBUTING, INC.

ARTICLE I - NAME

The name of this corporation is ONESOURCE DISTRIBUTING,  
INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of  
transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and  
the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
500	\$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new  
stock of this corporation of the same kind, class or series as that  
which he already holds, shall have the right to purchase his  
pro rata share thereof (as nearly as may be done without issuance of  
fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of  
this corporation is 17254 NW 7TH STREET, PEMBROKE PINES, FLORIDA

PREPARED BY: CARL A. SCHMITT, ESQ.; Fla. Bar No. 171340; 1666  
Kennedy Causeway, Suite 705, North Bay Village, FL  
33141; Phone: (305) 868-4711

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33029, and the name of the initial registered agent of this corporation is MARC PUTTERMAN whose address is 17254 NW 7TH STREET, PEMBROKE PINES, FLORIDA 33029.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MARC PUTTERMAN	17254 NW 7TH STREET PEMBROKE PINES, FL 33029

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
MARC PUTTERMAN	17254 NW 7TH STREET PEMBROKE PINES, FL 33029

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders.

ARTICLE IX - INDEMNIFICATION

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

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ARTICLE X - AMENDMENT

This corporation reserves the right to amend, or repeal, any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 24 day of October, 1996.

  
\_\_\_\_\_  
SUBSCRIBER, MARC FUTTERMAN

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the  
following submitted, in compliance with said Act:

That ONESOURCE DISTRIBUTING, INC., desiring to organize  
under the laws of the state of Florida with its principal office,  
as indicated in the Articles of Incorporation, at the City of  
PEMBROKE PINES, County of BROWARD, State of Florida, has named MARC  
PUTTERMAN, located at 17254 NW 7TH STREET, PEMBROKE PINES, FLORIDA  
33029, City of PEMBROKE PINES, County of BROWARD, State of Florida,  
as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 and agree to  
comply with the provision of said Act relative to keeping open said  
office.

By:   
MARC PUTTERMAN

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