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**Heritage Partners Completes
Recapitalization of OneSource Distributors
*Employs Private IPO[®] Structure, Providing Liquidity and Ownership***

BOSTON, SAN DIEGO, May 31, 2006 – Heritage Partners, Inc., the leading private equity firm focused on family owned businesses, announced today that it has made an investment in OneSource Distributors, Inc. OneSource is the premier family-owned electrical distribution company in Southern California, one of the largest and fastest growing electrical products markets in the country. The transaction was structured as a Heritage Partners Private IPO[®], allowing the shareholders to receive liquidity, capital for growth and retain control of the firm.

Oceanside, CA-based OneSource provides full lines of electrical parts, electronic components, industrial automation, lighting and switchgear products. It sells to five primary customer segments: utility; original equipment manufacturing (OEM); public works contractors; industrial maintenance, repair and operations (MRO); and commercial MRO. The company operates through three regional sales divisions in San Diego, Orange County, and the Greater Los Angeles area. OneSource Distributors, which had 2005 sales of approximately \$170 million, was wholly owned by its two founders, President and CEO Bob Zamarripa and Executive Vice President Paul Judge.

“We are excited to invest in OneSource Distributors, which is a terrific fit for our **Private IPO[®]** structure,” said Mark Jroff, a General Partner at Heritage Partners, who will be joining the OneSource Board of Directors with General Partner Peter Hermann. “OneSource is one of the best investment opportunities that we have seen in a long time. The Company has non-cyclical and predictable revenues in a growing market, differentiated services and capabilities, excellent and longstanding customer and supplier relationships and a strong management

team geared for growth. Additionally, OneSource will generate compelling opportunities for select acquisitive growth in this large and fragmented industry.”

“Heritage’s investment provided an ideal mix of liquidity and continued ownership,” said Mr. Zamarripa. “Heritage’s expertise in investing in closely held businesses and their **Private IPO**[®] structure made them compelling potential partners. We look forward to leveraging their financial and strategic guidance as we service and expand our existing customer base.”

OneSource supplies customers with a wide range of products from all of the top manufacturers through a paperless, 94,000-square-foot, ISO 9001/2000-certified distribution center in Oceanside, CA, and 11 branch locations. OneSource also offers its customers unique value-added services including e-commerce, assembly and manufacturing, third-party logistics services, project packaging, and project engineering.

Comann & Montague represented OneSource Distributors. Choate Hall and Stewart, LLP provided legal services to Heritage Partners.

About Heritage Partners

Heritage Partners, a Boston-based private equity firm, is the leader in private equity for family-owned businesses and closely-held companies. Through its unique **Private IPO**[®] structure, Heritage enables the owners of successful middle-market companies to realize significant liquidity from their businesses while maintaining a large equity investment and ongoing control of their business. Heritage serves as an experienced strategic partner for such businesses as they seek to grow through acquisitions, organic business and operational improvements. For more information, please see: www.heritagepartnersinc.com.

About OneSource Distributors

OneSource Distributors was founded in the fall of 1983 as a single location supplier of electrical/electronic industrial automation products. OneSource is recognized as one of Southern California's premier sources for quality electrical products and customer service. The company is a full-line supplier of electrical materials used for Maintenance, Repair, and Operations (MRO), as well as new public works construction, Original Equipment Manufacturing (OEM), and Utility applications. OneSource provides an effective, low cost distribution channel for many of today's most recognized manufacturers of electrical related products. For more information, please see: www.1sourcedist.com.

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