

INDUSTRIAL DISTRIBUTION GROUP INC  
 Form 3  
 February 01, 2002

**Form 3**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, DC 20549

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
 SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB Number: 3235-0104  
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(Print or type responses)

<p>1. Name and Address of Reporting Person*</p> <p><b>Martin C. Burkland</b></p> <p>(Last) (First) (Middle)</p> <p><b>950 E. Paces Ferry Road, Suite 1575</b></p>	<p>2. Date of Event Requiring Statement (Month/Day/Year)</p> <p><b>01/22/02</b></p>	<p>4. Issuer Name and Ticker or Trading Symbol</p> <p><b>Industrial Distribution Group, Inc. (IDG)</b></p>
<p>(Street)</p> <p><b>Atlanta GA 30326</b></p> <p>(City) (State) (Zip)</p>	<p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p>

**President,**  
**Northwest Division**

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

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1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form: Direct  
(D) or Indirect  
(I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

**Common Stock**

182,525 <sup>(1)</sup>

**D**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- If the Form is filed by more than one person, *see* Instruction 5(b)(v).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	(2)	3/04/09	Common Stock	600	\$6.438	D	
Stock Option (Right to Buy)	(2)	5/16/11	Common Stock	8,000	\$1.80	D	
Stock Option (Right to Buy)	(2)	5/16/11	Common Stock	1,833	\$1.80	D	

Explanation of Responses:

(1) Precise amount being confirmed.

(2) The option vests in one-third increments on each of the first three (3) anniversary dates of the date of grant.

\*\* Intentional misstatements or omissions of /s/ /s/ Martin C. Burkland  
 facts constitute Federal Criminal  
 Violations. See 18 U.S.C. 1001 and 15  
 U.S.C. 78ff(a). Martin C. Burkland

2/01/02  
 Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.