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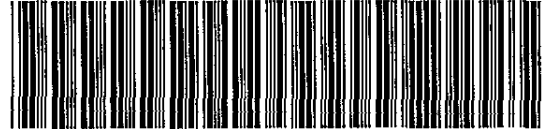
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MICHAEL E. MORRIS, ESQUIRE
ATTORNEY AND COUNSELOR AT LAW

October 25, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: BRADPHIL CORP.

Dear Sir or Madam:

Please find enclosed Articles of Dissolution for the above-referenced business. We also enclose a check in the amount of \$43.75 for filing same, and a self-addressed, stamped envelope for the return to our office.

Thank you for your prompt attention in this matter.

Sincerely,


Michael E. Morris

MEM/bb
enclosures

**ARTICLES OF DISSOLUTION
OF
BRADPHIL CORP.**

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DIVISION OF CORPORATIONS
02 OCT 31 PM 3:15

In compliance with the requirements of F.S. Chapter 607.1402(6), the undersigned, being the total number of shareholders of BRADPHIL CORP., do hereby act in adopting and filing the following articles of dissolution.

ARTICLE I

The name of the corporation ("Corporation") is BRADPHIL CORP..

ARTICLE II

The shareholders of the above corporation are Bradley S. Grosberg and Philip Kean.

ARTICLE III

The shareholders, by written agreement, hereby dissolve the corporation BRADPHIL CORP. effective this date.

ARTICLE IV

The effective date of the dissolution shall be the date signed below by the shareholders.

IN WITNESS WHEREOF, the undersigned shareholders have has executed these articles of dissolution this 24 day of October, 2002.


BRADLEY S. GROSBERG

President


PHILIP KEAN