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(Business Entity Name)

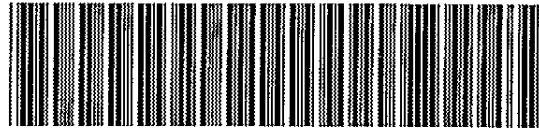
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*Law Offices of*  
**Robert L. Ulrich**  
*146 Second Street North, Suite 310*  
*St. Petersburg, Florida 33701*

*Phone (727) 898-1996*

*Facsimile (727) 823-8961*

April 9, 2003

Secretary of State of Florida  
Amendment Filing Section  
P.O. Box 6327  
Tallahassee, FL 32314

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Re: Filing Articles of Dissolution  
WHG Management, Inc.

Dear Madam or Sir:

Please find enclosed:

1. Articles of Dissolution for WHG Management, Inc.; and
2. Check #1833 in the amount of Thirty Five and No/100 Dollars (\$35.00) payable to the Secretary of State, dated today, and drawn on the undersigned's account at Northern Trust Bank in payment of the filing fee for the Articles of Dissolution of WHG Management, Inc.

Thank you for attention to this matter at your earliest convenience.

Very truly yours,  
  
Robert L. Ulrich

RLU/nom  
cc: William H. Griffith  
encls.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION  
OF  
WHG MANAGEMENT, INC.

These Articles of Dissolution are hereby constituted in accordance with Section 607.1403, Florida Statutes, for the purpose of dissolving WHG Management, Inc., a Florida corporation.

The name of the corporation is WHG Management, Inc.

The dissolution of WHG Management, Inc., was authorized February 28, 2003.

The dissolution of WHG Management, Inc., was approved by the sole shareholder and director by casting all of the issued and outstanding shares of the corporation in favor of the dissolution.

The dissolution of WHG Management, Inc., was effected by the casting of sufficient votes for approval of same pursuant to Section 607.1402, Florida Statutes.

WHG MANAGEMENT, INC.

By: William H. Griffith  
WILLIAM H. GRIFFITH, PRESIDENT