

EXHIBIT "B"

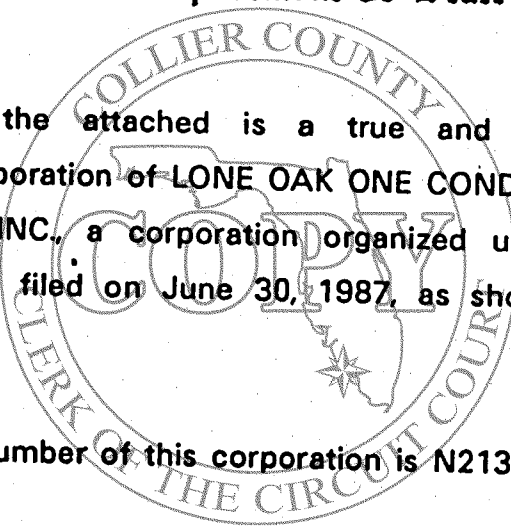
State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of LONE OAK ONE CONDOMINIUM ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on June 30, 1987, as shown by the records of this office.

The document number of this corporation is N21395.



Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
30th day of June, 1987.



George Firestone
Secretary of State



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

001331
OR BOOK

October 16, 1987

William A. Pfeuffer
9331 Tamiami Trail North
Naples, Fl. 33963

Re: Document Number N21395

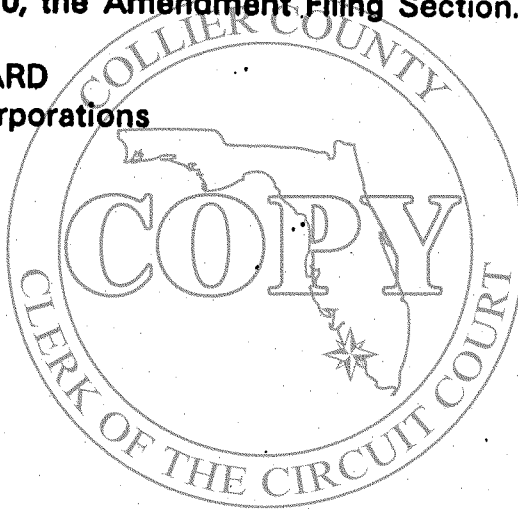
000903
PAGE

Dear Mr. Pfeuffer:

This will acknowledge receipt of your Name Change Amendment for LONE OAK ONE CONDOMINIUM ASSOCIATION, INC., changing its name to BARRINGTON CONDOMINIUM ASSOCIATION, INC., which was filed on October 14, 1987. Your remittance totalling \$20.00 has been received.

Should you have any questions regarding this matter, please telephone (904) 487-6050, the Amendment Filing Section.

VELMA SHEPARD
Division of Corporations



CR2E042

Division of Corporations • P.O. Box 6327 • Tallahassee, Florida 32314

87 JUN 30 PM 2:11
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
FOR
LONE OAK ONE CONDOMINIUM ASSOCIATION, INC.

The undersigned subscribers associate themselves through these articles in order to form a corporation not for profit under the laws of the State of Florida, and do hereby adopt the following articles of incorporation.

1. The name of the corporation is LONE OAK ONE CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the "association".
2. The period of duration for the corporation is perpetual.
3. The purposes of the corporation is to provide an entity, in accordance with the Florida Condominium Act, Chapter 718, to operate the condominium located in Collier County, Florida, and known as LONE OAK ONE, a condominium.
4. All terms used in these articles of incorporation have the same meaning as designated in the declaration of condominium for LONE OAK ONE, a condominium, unless these articles specifically provide otherwise, or unless the context dictates a contrary meaning.
5. The association shall have all common-law and statutory powers permitted a corporation not for profit under Florida law which do not conflict with the Condominium Act. The association shall also have those powers reasonably necessary to carry out its responsibilities for the operation of the condominium in accordance with the declaration of condominium and the association bylaws, which powers shall include, but not be limited to, the following:
 - a. To make and collect assessments against members as unit owners for the purpose of exercising its powers and carrying out its responsibilities for the operation of the condominium.
 - b. To buy, sell, trade, lease or encumber property, real or personal, and to construct additional improvements of the condominium property.
 - c. To maintain, repair, replace, reconstruct after casualty, operate and manage the condominium property or any property owned or leased by the association for use by member unit owners.
 - d. To acquire and pay for insurance on the condominium property and for the protection of the association and member unit owners.
 - e. In the manner provided in the association bylaws, to make and amend reasonable rules and regulations for the use and appearance of all property in the condominium for the benefit, health, safety, welfare, and happiness of member unit owners.

f. To approve or disapprove the leasing, transfer, mortgaging, ownership or possession of units in the manner provided for in the declaration of condominium or the association bylaws.

g. To enforce through legal means the Condominium Act, the declaration of condominium, the bylaws of the association, these articles and any rules or regulation as contemplated by section 5e of these articles.

h. To contract for the management of the condominium and delegate to a management entity which may be affiliated with the developer, those powers and duties of which are not specifically required by the Condominium Act to be retained by the board of directors, and also to contract for the management or operation of those portions of the common elements which are susceptible to such management or operation, or to enter leases for such common elements for the same purpose.

i. To hire employees to perform the services needed for the proper operation of the condominium.

The association shall, in exercising these and all other powers, be subject to and act in accordance with the Condominium Act, the declaration of condominium, the association bylaws, and these articles. The association shall distribute no part of its income to its members, directors, or officers, and if the association is dissolved, all its assets shall be transferred only to another nonprofit corporation or a public agency. All funds and all titles of any properties acquired by the association and any proceeds therefrom shall be held in trust for the unit owners in accordance with the declaration of condominium, the association, bylaws, and these articles.

All persons who own a vested interest in fee to any unit in the condominium, which is evidenced by a proper instrument properly recorded in the public records of Collier County, Florida shall be members of the association, and upon termination of their membership their successors and assigns shall be members. A member's share in the funds and assets of the association may not be assigned, hypothecated, or transferred in any member except as an appurtenance to the unit for which the share is held. In all matters on which the membership is entitled to vote, each member of the association shall have a vote proportionate to his share in the common elements, as provided for in the declaration of condominium and the association bylaws. The manner in which a vote is to be cast or exercised shall be determined by the declaration of condominium and the association bylaws.

7. The business and affairs of the association shall be managed by a board consisting of the number of directors determined by the association bylaws, but in any event not less than three (3) directors. Directors need not be members of the association nor reside in the condominium. The board of directors, its agents, contractors, or employees, shall exclusively exercise all of the powers of the association existing under the Condominium Act, the declaration of condominium, the association bylaws, and these articles, subject only to the approval of the unit owners, when such approval is specifically required. The directors shall be elected at the annual meeting of the association members in the manner provided for by the association bylaws. Directors may be removed, and vacancies on the board may be filled as provided for in the association bylaws. The members of the first board of

directors and their replacements shall be appointed by the developer. The members of the first board of directors shall serve terms as provided for in the association bylaws, and they or their replacements appointed by the developer shall serve until such time as unit owners other than the developer are permitted to elect directors as provided by the Condominium Act, or at an earlier date at the discretion of the developer as provided for in the association bylaws. The names and addresses of the first board of directors who shall hold office until their successors are elected and have qualified or until removed, are as follows:

NAME	ADDRESS
ROBERT L. BUCK	6304 TRAIL BLVD. N. NAPLES, FL 33963
ROBERT BUCK, JR.	6304 TRAIL BLVD. N. NAPLES, FL 33963
JOHN PAULICH III	9331 N. TAMIAMI TR. NAPLES, FL 33963

8. The affairs of the association shall be administered by the officers provided for in the bylaws. At the first meeting of the board of directors following the association annual meeting, the board shall elect the officers who will thereafter serve at the pleasure of the board. The names and addresses of the officers who shall serve until such time as the board of directors appoints successors are as follows:

OFFICE	NAME	ADDRESS
President:	ROBERT L. BUCK	6304 TRAIL BLVD. N. NAPLES, FL 33963
Vice President:	JOHN PAULICH III	9331 N. TAMIAMI TR. N. NAPLES, FL 33963
Secretary/Treasurer:	ROBERT BUCK, JR.	6304 TRAIL BLVD. N. NAPLES, FL 33963

9. The association shall indemnify directors, officers, members, employees, or agents of the association against all expense and liabilities including attorney's fees, costs, judgments, fines, and settlements reasonably incurred or imposed as a result of any proceeding to which any director, officer, member, employee, or agent of the association may have been a party or may have been otherwise involved by reason of his serving or previously having served the association at its request. However, unless the board of directors approves indemnification as being in the best interest of the association and places in the minutes of the meeting at which such decision is made reasons therefore, no indemnification shall be permitted where a court of competent jurisdiction decides that the party seeking indemnification was guilty of willful misfeasance or malfeasance in the performance of his duties. The right of indemnification shall not be exclusive of any rights to which a person seeking indemnification might be entitled.

10. The first bylaws of the association shall be adopted by the board of directors. The bylaws may be amended, altered, or rescinded in any manner provided for in the bylaws.

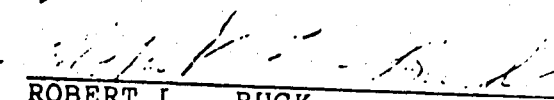
11. The article may be amended as provided for in this article. Notice of the subject of a proposed amendment must be included in the notice of the meeting at which the amendment is to be considered. A resolution for the adoption of the amendment may be proposed by either the board of directors or any member of the association. Any director or member of the association not present in person or by proxy at the meeting may express his approval in writing provided that the approval must be in the possession of the Secretary of the association at the meeting. Amendments may be approved by a three-quarters vote of members of the association represented at a meeting at which a quorum has been attained. No amendment shall change the qualifications for membership, voting or property rights for members, the association's obligation under article 5 of these articles to exercise its powers in accordance with the Condominium Act, the declaration of condominium, the bylaws, and these articles, or its obligation under article 5 concerning distribution of association income, dissolution, and the holding of all funds and titles to properties acquired by the association for the benefit of unit owners without written approval by all members and the joiner of all record owners of mortgages on units. No amendment may be made which conflicts with the declaration of condominium or the Condominium Act. A copy of any amendment which is adopted shall be accepted and certified by the Secretary of State and be recorded in the public records of Collier County, Florida.

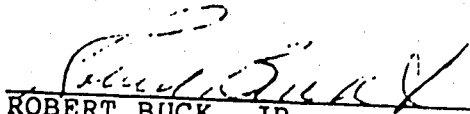
12. The name and addresses of the subscribers to these articles incorporation are:

NAME	ADDRESS
ROBERT L. BUCK	6304 TRAIL BLVD. N. NAPLES, FL 33963
ROBERT BUCK, JR.	6304 TRAIL BLVD. N.

13. The initial registered office of this corporation shall be located at 6304 TRAIL BLVD. NORTH, Naples, Florida 33963, and the initial registered agent at that address is ROBERT L. BUCK.

IN WITNESS WHEREOF, THE UNDERSIGNED subscribers have affixed their signatures below at Naples, Collier County, Florida, on the 17th day of June, 1987.


ROBERT L. BUCK


ROBERT BUCK, JR.

of writing, Typing or Printing unsatisfactory in this document when received.

