EXHIBIT "B"

TO THE

DECLARATION OF CONDOMINIUM

FOR

ROYAL MANSION, A CONDOMINIUM

ARTICLES OF INCORPORATION FOR

ROYAL MANSION CONDOMINIUM ASSOCIATION, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

State of Florida

Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of ROYAL MANSION CONDOMINIUM ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on April 19, 1988, as shown by the records of this office.

The document number of this corporation is N25974.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 19th day of April, 1988.

Jim Smith
Secretary of State

CR2E022 (8-87)

OFF. REC. 2899 PAGE 1033

FILED
19 FEB

ARTICLES OF INCORPORATION
OF
ROYAL MANSION CONDOMINIUM ASSOCIATION, INC.

ARTICLE I
NAME

The name of this corporation is ROYAL MANSION CONDOMINIUM ASSOCIATION, INC. (herein referred to as the "Association").

ARTICLE II
PURPOSE

The purposes and objects of the Association shall be to administer the operation and management of Royal Mansion, a Condominium (the "Condominium Act"), on that real property in Brevard County, Florida described in the Declaration of Condominium of Royal Mansion , a Condominium (the "Declaration"), and to undertake and perform all acts and duties incident to the administration, operation and management of the Condominium in accordance with the terms, provisions, conditions and authorizations contained herein and in the Declaration; and to own, operate, lease, sell, manage and otherwise deal with such real and personal property as may be necessary or convenient for the administration of the Condominium. The Association shall be conducted as a non-profit corporation for the benefit of its members.

ARTICLE III
POWERS

The Association shall have all of the powers and privileges granted to a corporation not for profit under the laws of Florida pursuant to which this Association is chartered, all of the powers and duties set forth in the Condominium Act and the Declaration, and all other powers reasonably necessary to effect the purpose of the Association, together with, but not limited to, the following powers:

1. To make and establish rules and regulations governing the use and activities of the Condominium.

2. To levy and collect assessments against members of the Association in accordance with the terms of the Declaration and such By-laws of this Association as may be adopted, including the right to use the proceeds of assessments to operate and manage the Condominium and for other purposes set forth in the Declaration of Condominium.

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OFF. REC. 2899 PAGE 1034

3. To make contracts and incur liabilities, borrow or lend money at such rates of interest as the Association may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises or income.

4. To purchase, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein.

5. To maintain, repair, replace, operate and manage the Condominium and the real and personal property comprising it, including the right to reconstruct improvements and replace personal property after damage by casualty, to make further improvement of the condominium property and to purchase replacements and additional property and improvements.

6. To enter into contracts for management, operation, insurance coverage, and maintenance of the condominium property.

7. To delegate all of the powers and duties of the Association except those the delegation of which may be prohibited by the Declaration or the Condominium Act.

8. To employ personnel to perform the services required for the operation of the Condominium.

9. To enforce the provision of the Declaration, these Articles of Incorporation, the By-Laws of the Association to which may be hereafter adopted, and the rules and regulations governing the use of the Condominium as may be hereafter established.

ARTICLE IV
MEMBERS

The qualification of members, the manner of their admission to membership, termination of membership, and voting by members shall be as follows:

1. The members of the Association shall be the owners of condominium units in the Condominium, and no other persons or entities shall be entitled to membership.

2. A person shall become a member by the acquisition of a fee ownership interest in a unit in the Condominium, whether by conveyance, devise,

OFF. REC. 2899 PAGE 1035

judicial decree or otherwise. The membership of any person shall be automatically terminated upon his being divested of his title to or interest in the unit. Transfer of membership shall be recognized by the Association upon its receipt of a copy of the recorded instrument conveying fee ownership of a unit to the new member.

3. Except as an appurtenance to his unit, no member can assign, hypothecate or transfer in any manner his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purpose authorized herein, in the Declaration and in the By-Laws which may be hereafter adopted.

4. On all matters on which the membership shall be entitled to vote, there shall be only one vote for each condominium unit in the Condominium. Votes shall be exercised or cast by the members in such manner as may be provided in the By-Laws.

ARTICLE V
TERM OF EXISTENCE

This Association is to exist perpetually.

ARTICLE VI
OFFICERS

1. The officers who are to manage the affairs of the Association shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be deemed necessary by the Board of Directors.

2. The persons who are to serve as officers of the Association until their successor are chosen are:

OFFICERS	NAME
President	Ed Powis
Vice President	Bill Hitson
Treasurer/Secretary	Richard R. Ranere

3. The officers shall be elected by the Board of Directors at their annual meeting as provided in the By-Laws. Any vacancy in an office shall be filled by the Board of Directors at its next meeting duly held.

ARTICLE VII
BOARD OF DIRECTORS

1. The business affairs of the Association shall be managed by its Board of Directors. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than three (3) nor more than nine (9).

2. Each director shall be a member of the Association; provided, however, that any director whom the Developer of the Condominium is permitted to appoint under the Declaration and the Condominium Act need not be a member of the Association.

3. Subject to the rights of the Developer under the Declaration, the Board of Directors shall be elected by the members of the Association at the annual membership meeting as provided in the By-Laws. Vacancies on the Board shall be filled by the remaining directors at the next duly called meeting.

4. The names and addresses of the persons who are to serve as directors until their successors are chosen are:

Ed Powis	225 E. Robinson Street Suite 590 Orlando, FL 32801
Bill Hitson	225 E. Robinson Street Suite 590 Orlando, FL 32801
Richard R. Ranere	225 E. Robinson Street Suite 590 Orlando, FL 32801

ARTICLE VIII
BY-LAWS

1. The Board of Directors of the Association may provide such By-Laws for the conduct of its business and the carrying out of its purpose as it may deem necessary from time to time.

2. The By-Laws may be amended, altered or rescinded upon the proposal of a majority of the Board of Directors and approval in person or in writing of the members of the Association holding a majority of votes present at a regular or special meeting of the members,

the notice of which shall state that such proposal is to be voted upon at the regular meeting.

ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended as follows:

1. Amendments shall be proposed by the Board of Directors, acting upon a vote of a majority of the directors.

2. Such proposed amendments shall become effective when approved by an affirmative vote of members owning at least 75% of the votes. The members shall vote upon the proposed amendments at any regular meeting or any special meeting called for such purpose, the notice of which shall describe the amendment or amendments being proposed. Votes may be cast in person or by written proxy.

ARTICLE X
LOCATION

The principal office of the Association shall be located at the Condominium property, or at such other place or places as the Board of Directors may designate. James L. Reinman, 1825 S. Riverview Dr., Melbourne, Florida 32901 shall be the initial registered agent.

ARTICLE XI
NON-PROFIT STATUS

No part of the net earnings of the Association shall inure to the benefit of any individual or member.

ARTICLE XII
INDEMNITY

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any business of the Association or any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged by a court of competent jurisdiction to be guilty of willful misconduct in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such director or officer may be entitled.

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OFF. REC. 2899 PAGE 1038

ARTICLE XIII
SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

Paul R. Gougelman, III — 1825 South Riverview Drive, Melbourne, Florida 32901

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and seals this 11th day of April, 1988.

Paul R. Gougelman, III

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 11th day of April, 1988, by PAUL R. GOUGELMAN, III.

Notary Public State of Florida
At Large

My Commission Expires: NOTARY PUBLIC STATE OF FLORIDA MY COMMISSION EXP. FEB.24,1992 BONDED THRU GENERAL INS. UND.

I, James L. Reinman, hereby accept appointment as registered agent of the Royal Mansion Condominium Association, Inc.

James L. Reinman

OFF. REC. 2899 PAGE 1039