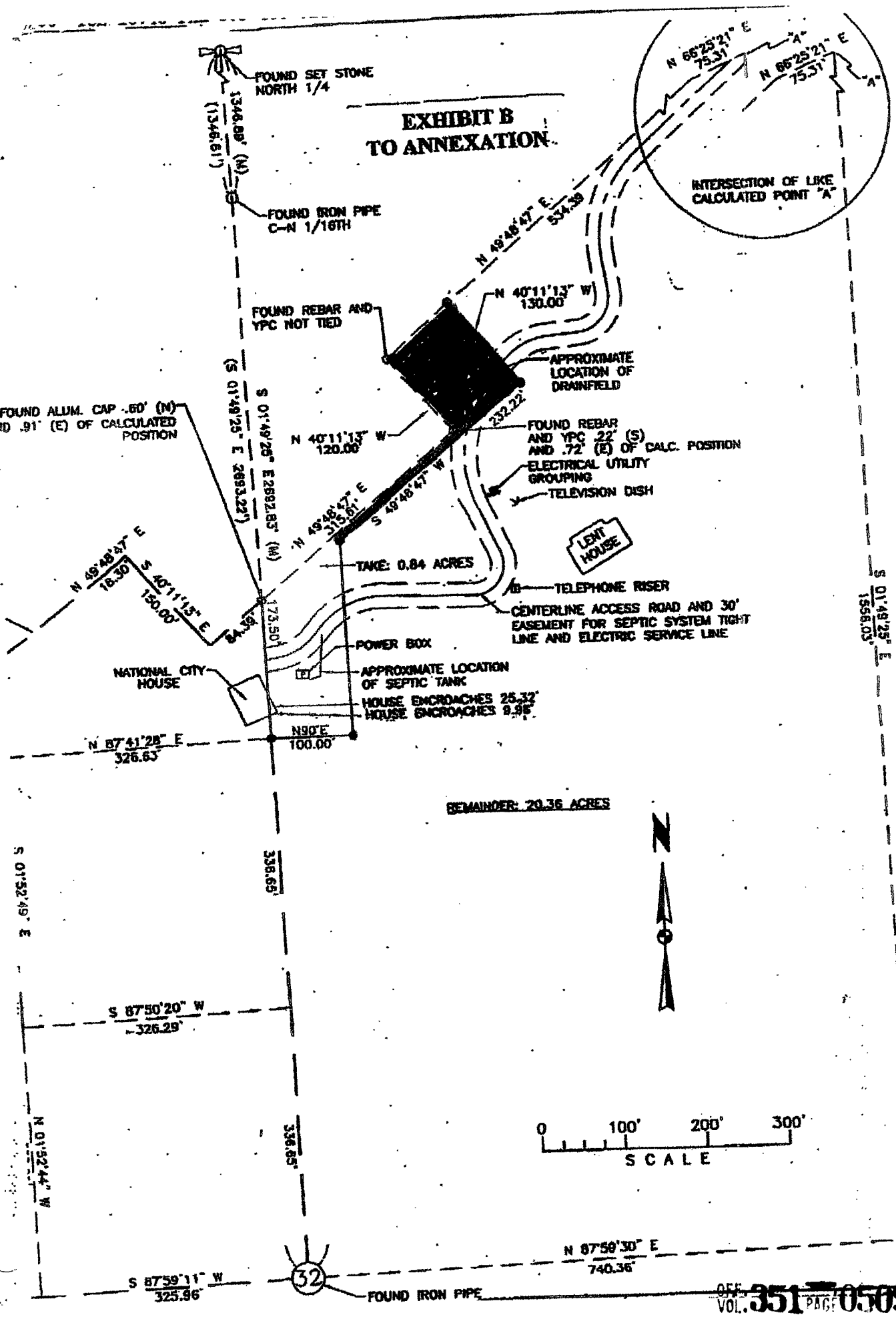EXHIBIT B TO ANNEXATION