

Law Office of
LESLIE STOMSVIK
1916 64th Ave. W.
Tacoma, WA 98466
(253) 565-9561

July 2, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314

Dear Administrator:

Enclosed are two originals of the Articles of Incorporation of LAVENDERWOMYN, Inc. Also enclosed is my trust account check No. 881 in the amount of \$70 for the filing fee, and Check No. 882 in the amount of \$8.75 for a certified copy of the articles. Please file the Articles of Incorporation and return the certified copy of them to me at the address above. Please note that the registered office of the corporation will be located at 417 Oak Park Loop, Davenport, Florida. A consent to serve as registered agent signed by Lynn Caponera, a resident of Davenport, Florida, is also enclosed.

Please feel free to contact me at (253)565-9561 if you have any questions.

Very truly yours,


Leslie Stomsvik

LS/us

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
LAVENDERWOMYN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENCE that the undersigned, being over the age of twenty-one years, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation for such corporation.

1. Name: The name of the corporation shall be: LAVENDERWOMYN, INC.
2. Period of Duration: This corporation shall exist perpetually, unless dissolved according to law.
3. Purposes: The purposes for which this corporation is formed are:
 - a) To operate a transient lodging facility, to provide goods and services associated with operation of such a facility, to sell goods and services at retail and at wholesale and to carry out all other lawful activities which can be performed by a for-profit business corporation incorporated under the laws of the State of Florida, as now existing or as those laws may hereafter be amended.
4. Registered Office and Agent: The principal office of the corporation will be located at 417 Oak Park Loop, Davenport, Florida. The registered office of the corporation likewise is located at 417 Oak Park Loop, Davenport, Florida, and the name of the initial registered agent at such address is Lynn Caponera. Either registered office or the registered agent may be changed in a manner provided by law.

5. Initial Board of Directors: The initial board of directors of the corporation shall consist of two (2) directors. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify, are as follows:

Kristine Casteel, 5802 South Oakes, Tacoma, WA 98409

Margaret Clark, 5802 South Oakes, Tacoma, WA 98409

Acting pursuant to terms of such bylaws as the board of directors may from time to time enact, the board of directors may increase the number of directors but shall not decrease the number of directors unless the resolution decreasing the number of directors is approved by unanimous consent of all directors.

6. Incorporator: The incorporator is: Kristine Casteel whose address is 5802 South Oakes Street, Tacoma WA 98409.

7. Capital Stock: The total number of shares authorized and which may be issued by the corporation shall be 1,000,000 with no par value. The authorized shares shall not be divided into classes. Shareholders of record of common shares shall have unlimited rights to vote on any issues which may come before the shareholders for decision and common shares shall also be entitled to the assets of the corporation upon its dissolution in accordance with applicable law.

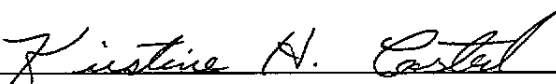
8. Cumulative Voting and Preemptive Rights: There shall be cumulative voting. Existing shareholders of the corporation shall be entitled to preemptive rights as to any subsequent issue of stock authorized by the shareholders and the Board of Directors or otherwise.

9. Payment of Dividends:

- a) The Board of Directors may, from time to time, declare and pay dividends in accordance with the law.

- b) Each such distribution, when made, shall be identified as distribution of a dividend and the amount per share disclosed to the shareholders receiving the same concurrently with the distribution thereof.
10. Adoption of Initial Bylaws: A quorum of the shareholders shall adopt the initial bylaws at the first organizational meeting.
11. Amendment: The corporation, acting through its shareholders, reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, the undersigned, being the Incorporator above-named, sign and acknowledge these Articles of Incorporation this 2 day of July, 1999.


Kristine Casteel, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Lynn Caponera, hereby consent to serve as Registered Agent in the
Florida, for the following corporation:


LAVENDERWOMYN, INC.

I understand that as registered agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the corporation for which I am agent. I am familiar with my duties as registered agent and I accept those duties.

DATED: June 14, 1999.

REGISTERED AGENT:

REGISTERED OFFICE ADDRESS:


LYNN CAPONERA
417 Oak Park Loop Rd.
Davenport, FL 33837-5823