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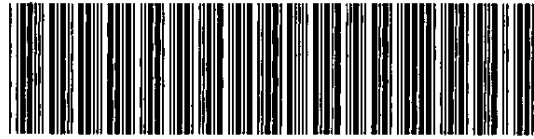
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TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Dominex, L.C.
(Name of Limited Liability Company)

The enclosed Amended and Restated Articles of Amendment and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:

John H. McGarvey
(Name of Person)
Dominex, L.C.
(Firm/Company)
900 G Anastasia Blvd
(Address)
Saint Augustine, FL 32080
(City/State and Zip Code)

For further information concerning this matter, please call: **John H. McGarvey, Chairman** at **(904-808-7254)**
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$25.00 Filing Fee \$30.00 Filing Fee & Certificate of Status \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
850-245-6097

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION**

OF

DOMINEX, L.C.

**TO THE SECRETARY OF STATE
OF THE STATE OF FLORIDA:**

Pursuant to Sections 608.407, 608.408 and 608.411 of the Florida Statutes, the above-named limited liability company (the "Company") hereby adopts the following Amended and Restated Articles of Organization as set forth below. The original Articles of Organization were filed with the Florida Secretary of State on June 26, 1992 and assigned document number Z00600. The original Articles of Organization were filed under the name of CMG Eggplant, L.C., such name being changed by amendment of the Articles of Organization dated June 29, 1992 and filed with the Florida Secretary of State on June 30, 1992. The amended Articles of Organization were periodically further amended from time to time to reflect changes in members and managers, and for other reasons. The Second Amendment and Restated Articles of Organization are incorporate all previous amendments and such other matters set forth herein, and replaces all previously filed amended Articles of Organization, adopted by the Board of Directors on September 27, 2007 and shall be effective upon filing and acceptance with the Florida Secretary of State.

ARTICLE I

NAME. The name of this limited liability company is DOMINEX, L.C.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS The mailing address and street address of the principal office of this limited liability company in the State of Florida is 900 G. Anastasia Blvd, Saint Augustine, Florida 32080.

ARTICLE III

REGISTERED AGENT. The street address of the registered office of this limited liability company in the State of Florida is 900 G. Anastasia Blvd, Saint Augustine, Florida 32080 and the name of its registered agent at such address is John G. McGarvey.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all

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statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV

MANAGER(S). The name and address of each Manager is as follows:

| <u>Title</u> | <u>Name and Address</u> |
|-----------------------------|---|
| Chairman, Secretary and MGR | John H. McGarvey 900 G. Anastasia Blvd Saint Augustine, Florida 32080 |
| Treasurer and MGR | Ned Skinner 9139 NW 73 rd St. Johnston, IA 50131 |
| MGR | Robert Gillespie 340 W. Passaic St Rochelle Park, NJ 07662 |
| MGR | Brian McGarvey 1200 Valley West Dr, Suite 203 West Des Moines, IA 50266 |

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ARTICLE V

DURATION. The duration of this limited liability company shall be perpetual from the date of the filing of the original Articles of Organization with the Florida Department of State unless dissolved as provided in the operating agreement of the limited liability company or as provided by operation of law.

ARTICLE VI

MANAGER MANAGED. The management of the Company shall be vested in one or more managers elected to a Management Committee that shall be selected in the manner described in the Operating Agreement of the Company and which shall have the authority granted by the terms of the Operating Agreement. Managers shall be referred to as Directors and the Management Committee shall be referred to as the Board of Directors. The members of the Company are not agents of the Company for the purpose of its business or affairs or otherwise.

No director's, manager's, member's, or any other person's act shall bind the Company except as may be expressly authorized by the Operating Agreement of the Company.

ARTICLE VII

CERTIFICATES OF MEMBERSHIP. Certificates of membership units issued by the limited liability company shall evidence membership interests in the limited liability company. Transfers of membership units in the limited liability company shall be restricted by the terms and conditions contained in the Operating Agreement of the limited liability company.

ARTICLE VIII

LIMITED LIABILITY. No member of the Management Committee (a "manager") of this limited liability company shall be personally liable to the limited liability company or its members for monetary damages for breach of fiduciary duty as a manager, except for liability (i) for any breach of the manager's duty of loyalty to the limited liability company or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) for any transaction from which the manager derived an improper personal benefit, or (iv) for a wrongful distribution under the Florida Limited Liability Company Act. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any manager of the limited liability company for or with respect to any acts or omissions of such manager occurring prior to such amendment or repeal. If Florida law is hereafter changed to permit further elimination or limitation of the liability of managers for monetary damages to the limited liability company or its members, then the liability of a manager of this limited liability company shall be eliminated or limited to the full extent then permitted.

ARTICLE IX

INDEMNIFICATION OF MANAGEMENT. This limited liability company shall indemnify a manager of this limited liability company, and each manager of this limited liability company who is serving or who has served, at the request of this limited liability company, as a manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, other enterprise or employee benefit plan to the fullest extent permitted by law against expenses, including attorneys' fees, judgments, penalties, fines, settlements and reasonable expenses, actually incurred by such manager or person relating to the conduct of such manager as a manager of this limited liability company or as a manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, except that the mandatory indemnification required by this sentence shall not apply (i) to a breach of a manager's duty of loyalty to the limited liability company or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) for a transaction from which a manager derived an improper personal benefit, (iv) for a

wrongful distribution under the Florida Limited Liability Company Act, or (v) against judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the limited liability company, or against expenses in any such case where such manager shall be adjudged liable to the limited liability company.

Any indemnification provided for in this Article (unless ordered by a court) shall be made by the limited liability company only as authorized in the specific case upon a determination that indemnification of the manager is proper in the circumstances because the manager had met the applicable standard of conduct set forth in this Article above. Such determination shall be made: (a) by the members by a majority vote of a quorum consisting of members who were not parties to such action, suit, or proceeding; or (b) by special legal counsel, selected by the members by vote as set forth in (a) above, or, if the requisite quorum of the members cannot be obtained therefor, by a majority vote of all members, in which members who are parties may participate.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under the operating agreement, by a vote of members, or disinterested managers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a manager and shall inure to the benefit of the heirs, executors, and administrators of such person.

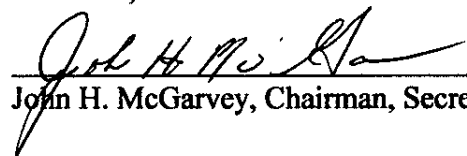
ARTICLE X

AMENDMENTS. These Amendment and Restated Articles of Organization may be further amendment as provided in the Operating Agreement of the Company, or as otherwise provided in accordance with the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned affirms that the foregoing Amended and Restated Articles of Organization was adopted by a vote of the members in accordance with the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes.

Dated October 3, 2007.

Dominex, L.C.



John H. McGarvey, Chairman, Secretary and MGR

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