84018

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 443868 4300479

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

ORDER DATE : June 26, 1997

ORDER TIME : 10:58 AM

ORDER NO. : 443868-205

CUSTOMER NO: 4300479

RA Change

000002226390--9

CUSTOMER: Dr. Marc-roger Schlieper
Curtis, Mallet-prevost, Colt &
101 Park Avenue
Suite 3500
New York, NY 10178

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CHANGE OF AGENT

NAME: NOVARTIS SEEDS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_______ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Stscherban

97 JUN 30 PM 12 09

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1a. The name of the corporation is: ~~Novartis Seeds, Inc.~~
Novartis Seeds, Inc.

1b. The mailing address of the corporation is : 7500 Olson Memorial Highway
Golden Valley, MN 55427

1c. Date of incorporation: 9/24/76 Document number:

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2. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation FL 33324

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Edward C. Pesler — June 19, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

Edward C. Pesler, Vice President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corporation Service Company
By: Maureen M. Cullen — June 27, 1997
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Maureen W. Cullen — Asst. VP
(Typed or Printed Name) (Capacity)

CR2E045(11/94) FILING FEE: $35.00