



THE UNITED STATES  
CORPORATION  
COMPANY

# 840184

FILED  
00 APR -6 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 650661 5048757  
AUTHORIZATION : *Patricia Pzyt*  
COST LIMIT : \$ 35.00

ORDER DATE : April 4, 2000  
ORDER TIME : 11:46 AM  
ORDER NO. : 650661-045  
CUSTOMER NO: 5048757

*Name  
Change  
Amend*

600003198526--4

CUSTOMER: Ms. Nancy West  
Novartis Seeds, Inc.  
7500 Olson Memorial Highway  
Golden Valley, MN 55427

FOREIGN FILINGS

NAME: NOVARTIS SEEDS, INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED  
00 APR -6 PM 12:56  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00  
APR - 6 PM 1:50  
FILED  
JUDGE  
CLERK  
TALLAHASSEE, FLORIDA

Vice President & Secretary  
Title

*State of Delaware*  
*Office of the Secretary of State*

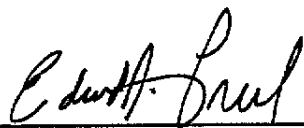
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "NOVARTIS SEEDS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SYNGENTA SEEDS, INC.", THE THIRTEENTH DAY OF JANUARY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



  
Edward J. Freel, Secretary of State

0829320 8320

001173799

AUTHENTICATION:

0362441

DATE:

04-05-00