

F00000005583

Document Number

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 10/4

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-10/04/00--01047--022
*****70.00 *****70.00

Corporation(s) Name

Monsanto Company

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TALLAHASSEE, FLORIDA

Profit Amendment Merger
 Nonprofit

Foreign Dissolution Mark
 LLC Withdrawal

Limited Partnership UBR Other
 Reinstatement Fictitious Name Ch. RA
 UCC 1 or 3

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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7

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Carol Clark

Thank You!

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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- 1. Monsanto Company
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Delaware 3. 43-1878297
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 02/09/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. 09/01/2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 800 North Lindbergh Blvd., St. Louis, MO 63167 MAIL CODE: E2ND
(Current mailing address)

See Attachment

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

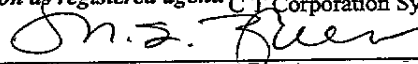
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application 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 obligations of my position as registered agent.

By: 
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Terrell K. Crews
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Terrell K. Crews, Vice President
(Typed or printed name and capacity of person signing application)

Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida

Purpose Clause

Manufacture and sales of agricultural products and any other lawful activity for which corporations may be organized and incorporated under the General Corporation Law of the State of Delaware.

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MONSANTO COMPANY OFFICERS

Name/Title	Title	Business Address
Martin E. Blaylock	Vice President, Manufacturing	800 North Lindbergh Boulevard Mail Code C2NJ St. Louis, MO 63167
Carl M. Casale	Vice President, North America	800 North Lindbergh Boulevard Mail Code C3SA St. Louis, MO 63167
Terrell K. Crews	Executive Vice President and Chief Financial Officer	800 North Lindbergh Boulevard Mail Code A3NC St. Louis, MO 63167
Steven L. Engelberg	Senior Vice President, Government Affairs	600 13th Street NW Suite 660 Washington, D.C. 20005 Mail Zone 1920
Robert T. Fraley	Executive Vice President and Chief Technology Officer	800 North Lindbergh Boulevard Mail Code A3NA St. Louis, MO 63167
Hugh Grant	Executive Vice President and Chief Operating Officer	800 North Lindbergh Boulevard Mail Code A3NA St. Louis, MO 63167
Janet M. Holloway	Chief Information Officer	800 North Lindbergh Boulevard Mail Code A3S St. Louis, MO 63167
R. William Ide III	Senior Vice President, Secretary and General Counsel	800 North Lindbergh Boulevard Mail Code A3SA St. Louis, MO 63167
Cheryl P. Morley	President of Animal Agricultural Group	800 North Lindbergh Boulevard Mail Code B2SA St. Louis, MO 63167
John M. Murabito	Senior Vice President, Human Resources	800 North Lindbergh Boulevard Mail Code A3NA St. Louis, MO 63167
Curt Tomlin	Vice President and Controller	800 North Lindbergh Blvd. St. Louis, MO 63167
Hendrik A. Verfaillie	President and CEO	800 North Lindbergh Boulevard Mail Code: A3SA St. Louis, MO 63167
Kevin P. Buchanan	Assistant Treasurer	800 North Lindbergh Boulevard Mail Code: A3SA St. Louis, MO 63167

MONSANTO COMPANY DIRECTORS

Name/Company	Business Address
Håkan Åström	Pharmacia Corporation 100 Route 206 North Peapack, NJ 07977
Frank V. AtLee III	10137 East Horizon Drive Scottsdale, AZ 85262-3015
Christopher J. Coughlin	Pharmacia Corporation 100 Route 206 North Peapack, NJ 07977
Michael Kantor	Mayer, Brown & Platt 1909 K Street N.W. Washington, D.C. 20006-1101
C. Steven McMillan	Sara Lee Corporation Suite 4700 Three First National Plaza 70 W. Madison Chicago, IL 60602
William U. Parfet	MPI Research 54943 N. Main Street Mattawan, MI 49071
John S. Reed	Citicorp, Inc. Citicorp Center 153 East 53 rd Street, 21 st Floor New York, NY 10043
Hendrik A. Verfaillie	Monsanto Company 800 North Lindbergh Boulevard Mail Code: A3SA St. Louis, MO 63167

TALLAHASSEE COUNTY
 FLORIDA
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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 "MONSANTO COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF SEPTEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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00 OCT -4 PM 5:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0667260

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DATE: 09-11-00