



UNITED STATES
CORPORATION
COMPANY

FU0000006257

ACCOUNT NO. : 072100000032

REFERENCE : 887733 4306920

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : November 6, 2000

ORDER TIME : 10:02 AM

ORDER NO. : 887733-005

CUSTOMER NO: 4306920

CUSTOMER: Ms. Leslie S. Fuccello
Troy & Gould
1801 Century Park East
Suite 1600
Los Angeles, CA 90067

FILED
NOV - 8 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: FRONTIER SEED CO., INC.

100003456951--6

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: *hkc 11/8*

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.

1. Frontier Seed Co., Inc.

(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

(State or country under the law of which it is incorporated)

3. pending

(FEI number, if applicable)

4. December 11, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")

(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

c/o SeedWorks, Inc., Suite B, 559 San Ysidro Road

7. Santa Barbara, CA 93108

(Principal office address)

(Current mailing address)

Sales, marketing and distribution of horticultural seeds. To engage in any act or activity for which corporations may be organized.

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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

By:

Lynette Coleman
(Registered agent's signature)

Lynette Coleman
as its agent

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

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. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Eric Jeck, Secretary

(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Frontier Seed Co., Inc.

List of Officers

Name: Tom Minnick **Title:** President
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Name: Eric Jeck **Title:** Secretary
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Name: John Struck **Title:** Treasurer
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Name: David Atkinson **Title:** Vice President
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

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List of Directors

Name: John Struck **Term:** Jun 30, 2001
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Name: Eric Jeck **Term:** Jun 30, 2001
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Name: David Atkinson **Term:** Jun 30, 2001
Bus. Addr.: c/o SeedWorks, Inc. 559 San Ysidro Road, Suite B, Santa Barbara, CA 93108

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRONTIER SEED CO., INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
00 NOV -8 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2976734 8300

001545627



Edward J. Freel
Edward J. Freel, Secretary of State
AUTHENTICATION: 0763855

DATE: 10-30-00