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FOREIGN PROFIT/NONPROFIT CORPORATION

Marrone Organics Innovations, Inc.

Certificate of Status	0
Certified Copy	2
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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. Marrone Organic Innovations, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-5137161

(FEI number, if applicable)

4. June 15, 2006

(Date of incorporation)

5. Perpetual

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

6. 1/1/08

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2121 Second Street, Ste. B-107, Davis, CA 95618

(Principal office address)

2121 Second Street, Ste. B-107, Davis, CA 95618

(Current mailing address)

8. Natural product innovation for pest management

(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston, Florida 33331

(City)

(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.

Donna Elhan, Ass't Sec 07/29/08
(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Richard Dorf
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

Vice Chairman: Richard E. Rominger
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

Director: Pamela G. Marrone
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

Director: See addendum for more directors
Address: _____

B. OFFICERS

President: Pamela G. Marrone
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

Vice President: N/A
Address: _____

Secretary: Julie Morris
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

Treasurer: Julie Morris (Chief Financial Officer)
Address: 2121 Second Street, Ste. B-107, Davis, CA 95618

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Julie Morris, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Addendum to Application

Director: **Joe Hudson**
2121 Second Street, Ste. B-107
Davis, CA 95618

Director: **Sean Schickendanz**
CPV Partners
425 California St., Ste. 2450
San Francisco, CA 94104

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARRONE ORGANIC INNOVATIONS, 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 TWENTY-NINTH DAY OF JULY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MARRONE ORGANIC INNOVATIONS, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JUNE, A.D. 2006.

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

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6759574

DATE: 07-29-08