

AUG. 29. 2008

5:20PM

C S C

NO. 500

P25384

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H08000205034 3))



H080002050343ABCW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I200000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

08 AUG 29 AM 9:42

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DISSOLUTION OR WITHDRAWAL

DELTA AND PINE LAND COMPANY

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

RECEIVED
2008 AUG 29 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withdrawal
CWS
10/9/2/08

Electronic Filing Menu Corporate Filing Menu

Help

BAKER & MCKENZIE

Baker & McKenzie LLP
1114 Avenue of the Americas
New York, New York 10036, USA

Tel: +1 212 626 4100
Fax: +1 212 310 1600
www.bakernet.com

Asia
Beijing
Hong Kong
Hanoi
Ho Chi Minh City
Kuala Lumpur
Manila
Melbourne
Shanghai
Singapore
Sydney
Taipei
Tokyo

Europe &
Middle East
Amsterdam
Antwerp
Bahian
Baku
Barcelona
Berlin
Brussels
Budapest
Cairo
Düsseldorf
Frankfurt - Main
Geneva
Paris
London
Madrid
Moscow
Munich
New York
Prague
Rabat
Rome
St. Petersburg
Stockholm
Vienna
Warsaw
Zurich

North & South
America
Bogota
Buenos Aires
Caracas
Chicago
Columbus
Dallas
Guadalajara
Houston
Jamaica
Mexico City
Miami
Monterrey
New York
Palo Alto
Rio de Janeiro
San Diego
San Francisco
Santiago
Sao Paulo
Tijuana
Toronto
Vancouver
Washington DC

August 29, 2008

Florida Department of State
Division of Corporations – Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: **Qualification to do business**

Dear Sirs and Madams:

Currently, Delta and Pine Land Company is qualified to do business in Florida. Pursuant to the Delaware Limited Liability Company Act, Delta and Pine Land Company will be converted into a Delaware limited liability company, named Delta and Pine Land Company LLC, effective as of 11:59 p.m. on August 28, 2008.

In connection with the above described transactions, attached please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida to withdraw the qualification of Delta and Pine Land Company to do business in Florida, as well as an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida to qualify Delta and Pine Land Company LLC to do business in Florida. These documents should be filed and made effective at the same time, in order to ensure continued qualification of the above entity to do business in the state of Florida.

Please do not hesitate to contact me at the number listed above if you have any questions. Thank you for your attention to this matter.

Sincerely,

Damaris Acosta

Damaris Acosta

attachments

Damaris Acosta
Tel: +1 212 626 4288
Damaris.Acosta@Bakernet.com

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**Delta and Pine Land Company

(Name of Corporation)

P25386

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

800 North Lindbergh Boulevard

(Mailing Address)

St. Louis, Missouri 63167

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Jennifer L. Woods
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

August 28, 2008

(Date)

Jennifer L. Woods

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

FILING FEE \$35

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 AUG 29 AM 8:42