

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 114522



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Monsanto Company
2. It is incorporated under the laws of Delaware
3. The name which it elects to use in Rhode Island is Monsanto Company  
(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)
4. The date of its incorporation is 02/09/2000 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street (Street)  
Providence, RI 02903 and the name of its proposed registered agent in  
(City/Town) (Zip Code)  
Rhode Island at that address is C T Corporation System
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
See Attachment
8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>SEE ATTACHMENT</u>	
Director _____	
President _____	
Vice President _____	
Secretary _____	
Treasurer _____	

**FILED**

SEP 21 2000

By 251422

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1500000000	Common	Common	0.01
20000000	Preferred	As fixed by	0.01

10. The aggregate number of its issued shares, itemized by classes, par value shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1000	Common	Common	0.01
0	Preferred	As fixed by	0.01

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 0.00; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year \_\_\_\_\_.

12. An estimate of the value of all property to be owned by it for the following year, wherever located is \$ 4600000000.00

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ 0.00

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 5250000000.00

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 35000.00.

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated 9/15, 192000

Monsanto Company

(Exact Corporate Name of Corporation Making Application)

By Terrell K. Crews

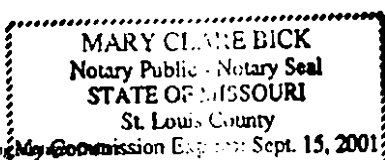
Terrell K. Crews ☐ President or ☒ Vice President (check one)

By Michael D. Bryan AND Mary Clare Bick

Michael D. Bryan ☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF Missouri  
COUNTY OF St. Louis

In St. Louis, on this 15th day of Sept., 192000, personally appeared before me Terrell K. Crews, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.



Mary Clare Bick  
Notary Public Mary Clare Bick  
My Commission Expires 09/15/2001

Attachment to Rhode Island  
Application for Certificate of Authority

**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. To engage in any lawful act or activity for which corporations may be organized and incorporated under the General Corporation Law of the State of Delaware.

## 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

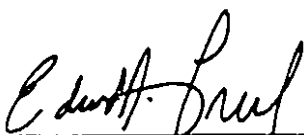
Name/Company	Business Address
Håkan Åström	Pharmacia Corporation 100 Route 206 North Peapack, NJ 07977
Frank V. AtLee III	10137 East Horizon Drive Scottsdale, AZ 85262-3015
Christopher J. Coughlin	Pharmacia Corporation 100 Route 206 North Peapack, NJ 07977
Michael Kantor	Mayer, Brown & Platt 1909 K Street 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 <sup>rd</sup> Street, 21 <sup>st</sup> Floor New York, NY 10043
Hendrik A. Verfaillie	Monsanto Company 800 North Lindbergh Boulevard Mail Code: A3SA St. Louis, MO 63167

*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 THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE RESTATED CERTIFICATE OF "MONSANTO COMPANY", FILED IN  
THIS OFFICE ON THE SIXTH DAY OF SEPTEMBER, A.D. 2000, AT 10  
O'CLOCK A.M.



  
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Edward J. Freel, Secretary of State

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AUTHENTICATION: 0667223

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DATE: 09-11-00