

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

PLANT SCIENCE RESEARCH, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **PLANT SCIENCE RESEARCH, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **PLANT SCIENCE RESEARCH, INC.** to transact business in this State under the name **PLANT SCIENCE RESEARCH, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 11, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabel
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is Plant Science Research, Inc.

2. The name which it shall use in Idaho is Plant Science Research, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Minnesota

4. The date of its incorporation is November 17, 1988 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 85 Bolton Street
Cambridge, Massachusetts 02140

6. The address to which correspondence should be addressed, if different from that in item 5.
P. O. Box 9454 - Nampa, Idaho 83652

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc.,
877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in the research, development and commercialization of nutritionally-enhanced agricultural products and to engage in all other activities related to corporate activities.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Roger G. Kleese</u>	<u>President</u>	<u>10320 Bren Road East, Minnetonka, MN 55343</u>
<u>Joanne L. Yestramski</u>	<u>Vice Pres-Treas.</u>	<u>85 Bolton Street, Cambridge, MA 02140</u>
<u>Sam Anderson</u>	<u>Assist. Treas.</u>	<u>10320 Bren Road E., Minnetonka, MN 55343</u>
<u>Jeffrey M. Wiesen</u>	<u>Secretary</u>	<u>One Financial Center, Boston, MA 02111</u>
<u>Marcia A. Talbot</u>	<u>Asst. Secretary</u>	<u>85 Bolton Street, Cambridge, MA 02140</u>
<u>Roger G. Kleese</u>	<u>Director</u>	<u>10320 Bren Road E., Minnetonka, MN 55343</u>

(continued on reverse)

Name	Office	Address
Charles H. Baker	Director	7300 W. -110th, St., Overland Pk, KS 66210
Norman A. Jacobs	Director	85 Bolton Street, Cambridge, MA 02140

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 21 August 1989

Plant Science Research, Inc.

 (Corporation Name)

By Joanne Yestramski
 Vice President (please specify)
 and Marcia A. Talbot
 Its Secretary / Assistant Secretary (please specify)

STATE OF Massachusetts)
) ss:
 COUNTY OF Middlesex)

I, Marcia A. Talbot, a notary public, do hereby certify that on this 21st day of August, 19 89, personally appeared before me Joanne L. Yestramski, who being by me first duly sworn, declared that (s)he is the Vice President of Plant Science Research, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Marcia A. Talbot
 Notary Public

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

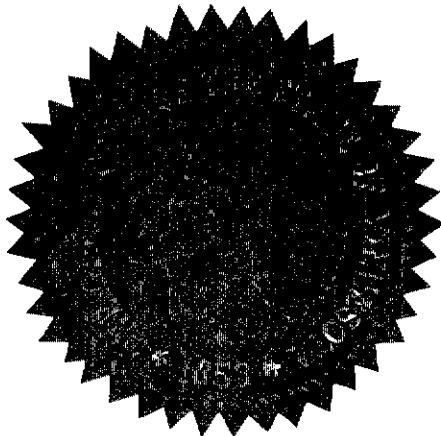
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Plant Science Research, Inc.

Date Formed: 11/17/1988

Chapter Governed By: 302A

This certificate has been issued on 08/10/89.



Joan Anderson Grove
Secretary of State.



BioTechnica International, Inc.

85 Bolton Street, Cambridge, Massachusetts 02140 (617) 864-0040

Cable: BIOTECH
Telex: 705219
Facsimile: (617) 491-0813

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August 23, 1989

Secretary of State
State of Idaho
Room 203
State House
Boise, Idaho 83720

Dear Sir or Madam:

I am enclosing herewith two executed applications for Certificates of Authority on behalf of Plant Science Research, Inc., a subsidiary of BioTechnica International, Inc.

Also enclosed is a Certificate of Good Standing issued by the State of Minnesota together with a check for \$60.00.

If you have any questions, please let me know.

I will look forward to receiving the endorsed copy of this Certificate.

Very truly yours,


Marcia A. Talbot
Assistant Corporate Secretary

MAT/sre
Enclosures

cc: Sam Anderson - PSRI