

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gustafson LLC		12/31/2005	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bayer CropScience LP		
Street Address:	2 T.W. Alexander Drive		
City:	Research Triangle Park		
State/Country:	NORTH CAROLINA		
Postal Code:	27709		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78299345	TELSEN	
CORRESPONDENCE DATA			
Fax Number:	(412)778-4432		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	4127774860		
Email:	BayerTrademarkUS@bayer.com		
Correspondent Name:	Jeffrey M. Gitchel		
Address Line 1:	100 Bayer Road		
Address Line 4:	Pittsburgh, PENNSYLVANIA 15205		
NAME OF SUBMITTER:	Jeffrey M. Gitchel		
Signature:	/Jeffrey M. Gitchel/		
Date:	09/19/2006		

CH \$40.00 78299345

Total Attachments: 3

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Delaware

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The First State

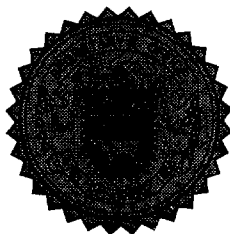
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GUSTAFSON LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "BAYER CROPSCIENCE LP" UNDER THE NAME OF "BAYER CROPSCIENCE LP", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2005, AT 5:59 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

3133835 8100M

051073879



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4419259

DATE: 01-03-06

TRADEMARK
REEL: 003392 FRAME: 0657

**CERTIFICATE OF MERGER
OF
GUSTAFSON LLC
WITH AND INTO
BAYER CROPSCIENCE LP**

PURSUANT TO SECTION 17-211 OF THE DELAWARE REVISED UNIFORM LIMITED PARTNERSHIP ACT AND SECTION 18-209 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

1. Bayer CropScience LP, a Delaware limited partnership (the "Limited Partnership"), and Gustafson LLC, a Delaware limited liability company (the "Terminating Entity"), do hereby certify to the following facts relating to the merger (the "Merger") of the Terminating Entity with and into the Limited Partnership, with the Limited Partnership remaining as the surviving limited partnership:

The name and state of formation of each constituent entities is as follows:

<u>Name</u>	<u>State of Formation</u>
Bayer CropScience LP	Delaware
Gustafson LLC	Delaware

2. The Agreement and Plan of Merger dated as of December 29, 2005 (the "Agreement") by and among the Limited Partnership and the Terminating Entity, has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 17-211 of the Delaware Revised Uniform Limited Partnership Act and Section 18-209 of the Delaware Limited Liability Company Act.

3. The name of the surviving Limited Partnership is Bayer CropScience LP, a Delaware limited partnership (the "Surviving Limited Partnership").

4. The Merger is to become effective at 11:59 p.m. on December 31, 2005.

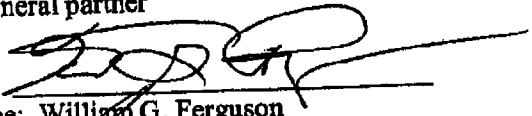
5. An executed copy of the Agreement is on file at the office of the Surviving Limited Partnership at Two T.W. Alexander Dr., Research Triangle Park, North Carolina 27709.

6. A copy of the Agreement will be furnished by the Surviving Limited Partnership, on request and without cost, to any partner of the Limited Partnership or any member of the Terminating Entity.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Merger
this the 29th day of August, 2005.

Bayer CropScience LP,
the Surviving Limited Partnership

By: Bayer CropScience Holding Inc.
its general partner

By: 
Name: William G. Ferguson
Title: Assistant Secretary

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