6. That Monsanto further recover:

a. Attorneys' fees, costs, and expenses incurred in this action, and interest.

b. Such other and further relief as is just and proper.

POTTER ANDERSON & CORROON

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Dated: January 20, 1988

APPENDIX A, JURISDICTIONAL INFORMATION

The following paragraphs set forth the name, the state of incorporation, the principal place of business, and other jurisdictional information regarding each defendant:

1. Upon information and belief, defendant Aetna Casualty and Surety Company ("Aetna") is a corporation organized under the jlaws of the State of Connecticut, with its principal place of business at 151 Farmington Avenue, Hartford, Connecticut 06156, and is licensed to do business, and is doing and transacting business, in Delaware.

2. Upon information and belief, defendant Allstate Insurance Company ("Allstate") is the successor by merger to Northbrook Excess and Surplus Insurance Company, formerly known as Northbrook Insurance Company ("Northbrook"). Upon information and belief, Allstate is a corporation organized under the laws of the State of Illinois, with its principal place of business at Allstate Plaza A8, Northbrook, Illinois 60062, and is licensed to do business, and is doing and transacting business, in Delaware.

3. Upon information and belief, defendant American Centennial Insurance Company ("ACIC") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 400 Beneficial Center, Peapack, New Jersey 07977, and is licensed to do business, and is doing and transacting business, in Delaware.

4. Upon information and belief, defendant American Home Assurance Company ("American Home") is a corporation organized

under the laws of the State of New York, with its principal place of business at 70 Pine Street, New York, New York 10270, and is licensed to do business, and is doing and transacting business, in Delaware.

5. Upon information and belief, defendant American Manufacturers Mutual Insurance Company ("American Manufacturers") is a corporation organized under the laws of the State of Illinois, with its principal place of business at Long Grove, Illinois 60049, and is licensed to do business, and is doing and transacting business, in Delaware.

6. Upon information and belief, defendant Appalachian Insurance Company ("Appalachian") is a corporation organized under the laws of the State of Rhode Island, with its principal place of business at Allendale Park, P.O. Box 7500, Johnston, Rhode Island 02919, and is doing and transacting business in Delaware.

7. Upon information and belief, defendant Associated International Insurance Company ("Associated International") is a corporation organized under the laws of the State of California, with its principal place of business at 3450 Wilshire Boulevard, Los Angeles, California 90010, and is doing and transacting business in Delaware.

8. Upon information and belief, defendant Birmingham Fire Insurance Company of Pennsylvania ("Birmingham") is a corporation organized under the laws of the State of Pennsylvania, with its principal place of business at 70 Pine Street, New York, New York

10270, and is licensed to do business, and is doing and transacting business, in Delaware.

9. Upon information and belief, defendant California Union Insurance Company ("California Union") is a corporation organized under the laws of the State of California, with its principal place of business at 1600 Arch Street, Philadelphia, Pennsylvania 19103, and is doing and transacting business in Delaware.

10. Upon information and belief, defendant C.E. Heath Compensation and Liability Insurance Company, formerly known as Employers' Surplus Lines Insurance Company ("Employers' Surplus"), is a corporation organized under the laws of the State of Delaware, with its principal place of business at 1799 Old Bayshore Highway, Suite 136, Burlingame, California 94010, and is licensed to do business in Delaware.

11. Upon information and belief, defendants Certain Underwriters at Lloyd's, London ("Lloyd's") are individuals, all or most of whom are residents and subjects of the United Kingdom. Upon information and belief, defendants London Market Insurance Companies ("the London Companies") are corporations, all or most of which are organized and existing under the laws of the United Kingdom. In the policies which they sold to Monsanto, Lloyd's and the London Companies agreed to submit, at the request of the insured, to the jurisdiction of any court of competent jurisdiction within the United States, and to comply with all requirements necessary to give such court jurisdiction.

12. Upon information and belief, defendant Columbia Casualty Company ("Columbia") is a corporation organized under

the laws of the State of Illinois, with its principal place of business at CNA Plaza, Chicago, Illinois 60685, and is doing and transacting business in Delaware.

13. Upon information and belief, defendant Continental Casualty Company ("CNA") is a corporation organized under the laws of the State of Illinois, with its principal place of business at CNA Plaza, Chicago, Illinois 60685, and is licensed to do business, and is doing and transacting business, in Delaware.

14. Upon information and belief, defendant Fireman's Fund Insurance Company ("Fireman's Fund") is a corporation organized under the laws of the State of California, with its principal place of business at 777 San Marin Drive, Novato, California 94998, and is licensed to do business, and is doing and transacting business, in Delaware.

15. Upon information and belief, defendant First State Insurance Company ("First State") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 60 Batterymarch Street, Boston, Massachusetts 02110, and is licensed to do business, and is doing and transacting business, in Delaware.

16. Upon information and belief, defendant Granite State Insurance Company ("Granite State") is a corporation organized under the laws of the State of New Hampshire, with its principal place of business at 1750 Elm Street, P.O. Box 960, Manchester, New Hampshire 03107, and is licensed to do business, and is doing and transacting business, in Delaware.

17. Upon information and belief, defendant Hartford Accident and Indemnity Company ("Hartford") is a corporation organized under the laws of the State of Connecticut, with its principal place of business at Hartford Plaza, Hartford, Connecticut 06115, and is licensed to do business, and is doing and transacting business, in Delaware.

18. Upon information and belief, defendant The Home Insurance Company ("Home") is a corporation organized under the laws of the State of New Hampshire, with its principal place of business at 59 Maiden Lane, New York, New York 10038, and is licensed to do business, and is doing and transacting business, in Delaware.

19. Upon information and belief, defendant Hudson Insurance Company ("Hudson") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 280 Park Avenue, New York, New York 10017, and is licensed to do business, and is doing and transacting business, in Delaware.

20. Upon information and belief, defendant Insurance Company of North America ("INA") is a corporation organized under the laws of the State of Pennsylvania, with its principal place of business at 1600 Arch Street, Philadelphia, Pennsylvania 19103, and is licensed to do business, and is doing and transacting business, in Delaware.

21. Upon information and belief, defendant Insurance Company of the State of Pennsylvania ("ISOP") is a corporation organized under the laws of the State of Pennsylvania, with its principal place of business at 70 Pine Street, New York, New York

10270, and is licensed to do business, and is doing and transacting business, in Delaware.

22. Upon information and belief, defendant International Insurance Company ("International") is a corporation organized under the laws of the State of Illinois, with its principal place of business at 200 South Wacker Drive, Chicago, Illinois 60606, and is licensed to do business, and is doing and transacting business, in Delaware.

23. Upon information and belief, defendant Lexington Insurance Company ("Lexington") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 100 Summer Street, Boston, Massachusetts 02110, and is licensed to do business, and is doing and transacting business, in Delaware.

24. Upon information and belief, defendant Liberty Mutual Insurance Company ("Liberty Mutual") is a corporation organized under the laws of the State of Massachusetts, with its principal place of business at 175 Berkeley Street, Boston, Massachusetts 02117, and is licensed to do business, and is doing and transacting business, in Delaware.

25. Upon information and belief, defendant National Casualty Company ("National Casualty") is a corporation organized under the laws of the State of Michigan, with its principal place of business at 4242 Lindell Boulevard, St. Louis, Missouri 63108, and is licensed to do business, and is doing and transacting business, in Delaware.

26. Upon information and belief, defendant National Union Fire Insurance Company of Pittsburgh ("National Union") is a corporation organized under the laws of the State of Pennsylvania, with its principal place of business at 70 Pine Street, New York, New York 10270, and is licensed to do business, and is doing and transacting business, in Delaware.

27. Upon information and belief, defendant New England Insurance Company ("New England") is a corporation organized under the laws of the State of Massachusetts, with its principal place of business at 60 Batterymarch Street, Boston, Massachusetts 02110, and is licensed to do business, and is doing and transacting business, in Delaware.

28. Upon information and belief, defendant North Star Reinsurance Corporation ("North Star") is a corporation organized under the laws of the State of Delaware, with its principal place of business at Ten Stamford Forum, P.O. Box 10009, Stamford, Connecticut, and is licensed to do business, and is doing and transacting business, in Delaware.

29. Upon information and belief, defendant Northwestern National Insurance Company ("Northwestern National") is a corporation organized under the laws of the State of Wisconsin, with its principal place of business at 731 North Jackson Street, Milwaukee, Wisconsin 53202, and is licensed to do business, and is doing and transacting business, in Delaware.

30. Upon information and belief, defendant Pacific Employers Insurance Company ("Pacific Employers") is a corporation organized under the laws of the State of California,

with its principal place of business at 1600 Arch Street, Philadelphia, Pennsylvania 19103, and is licensed to do business and is doing and transacting business, in Delaware.

31. Upon information and belief, defendant Protective National Insurance Company of Omaha ("Protective National") is a corporation organized under the laws of the State of Nebraska, with its principal place of business at 105 South 17th Street, Omaha, Nebraska 68102, and is licensed to do business, and is doing and transacting business, in Delaware.

32. Upon information and belief, defendant Royal Indemnity Company ("Royal") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 9300 Arrowpoint Boulevard, Charlotte, North Carolina 28210, and is licensed to do business, and is doing and transacting business, in Delaware.

33. Upon information and belief, defendant St. Paul Surplus Lines Insurance Company ("St. Paul") is a corporation organized under the laws of the State of Delaware, with its principal place of business at 445 Minnesota Street, Suite 900, St. Paul, Minnesota 55101, and is licensed to do business, and is doing and transacting business, in Delaware.

34. Upon information and belief, defendant Travelers Indemnity Company ("Travelers") is a corporation organized under the laws of the State of Connecticut, with its principal place of business at One Tower Square, Hartford, Connecticut 06183, and is licensed to do business, and is doing and transacting business, in Delaware.

35. Upon information and belief, defendant Unigard Security Insurance Company, formerly Unigard Mutual Insurance Company ("Unigard"), is a corporation organized under the laws of the State of Washington, with its principal place of business at 1215 Fourth Avenue, Seattle, Washington 98161-1096 and is licensed to do business, and is doing and transacting business, in Delaware.

36. Upon information and belief, defendant United States Fire Insurance Company ("U.S. Fire") is a corporation organized under the laws of the State of New York, with its principal place of business at 305 Madison Avenue, CN 1932, Morristown, New Jersey 07960, and is licensed to do business, and is doing and transacting business, in Delaware.

37. Upon information and belief, defendant Wausau Underwriters Insurance Company ("Wausau Underwriters"), formerly known as Wausau Insurance Company, is a corporation organized under the laws of the State of Wisconsin, with its principal place of business at 2000 Westwood Drive, Wausau, Wisconsin 54401, and is licensed to do business, and is doing and transacting business, in Delaware.

APPENDIX B

Insurance Company	Policy Number	Policy Period
ACIC	CC002371	4/1/82-4/1/83
	CC002366	4/1/82-4/1/83
Aetna	06XN82WCA	4/1/79-4/1/80
	06XN565SCA	4/1/85-4/1/86
	06XN566SCA	4/1/85-4/1/86
American Home	CE352711	7/6/67-10/1/70
	CE357373	10/1/70-10/1/73
	CE2692052	10/1/71-4/1/75
	CE3380986	10/1/73-4/1/76
	CE3380986	10/1/73-4/1/76
	CE3380733	4/1/76-4/1/77
	CE3380722	4/13/76-4/1/77
American Manufacturers	OCT10005	10/1/70-10/1/73
	3SG002001	10/1/73-4/1/76
	33G002001	10/1/73-4/1/76
Appalachian	XL70329	10/1/69-10/1/71
	XL70330	10/1/69-10/1/70
	XL70659	3/1/71-10/1/73
Associated International	XS110568	4/1/85-4/1/86
Birmingham	SE6073353	4/1/78-4/1/79
	SE6073500	4/1/79-4/1/80
	SE6073610	4/1/80-4/1/81
California Union	ZCX003219	4/1/78-4/1/79
	ZCX003565	4/1/79-4/1/80
	ZCX004038	4/1/80-4/1/81
	ZCX004438	4/1/81-4/1/82
	ZCX006191	4/1/82-4/1/83
	ZCX006508	4/1/83-4/1/84
	ZCX007095	4/1/84-4/1/85
	ZCX007914	4/1/85-4/1/86
	ZCX007868	4/1/85-4/1/86
	ZCX007869	4/1/85-4/1/86

CNA	RDX9566963	4/10/61-12/19/62
	RDX9567017	8/25/61-1/7/63
	RDX9681809	1/7/63-10/1/65
Columbia	RDX-1864000	4/1/76-4/1/77
Employers' Surplus	S-10274	11/3/59-12/19/62
	S-16-00208	1/7/63-10/1/65
	S-16-00209	1/7/63-10/1/65
	S-16-04445	7/10/67-10/1/70
	S-16-10516	10/1/70-10/1/73
Fireman's Fund	SN7034	9/28/61-1/7/63
	SN1941	1/7/63-10/1/65
	XL-1006264	6/30/67-10/1/70
	XLX-1053669	10/1/70-10/1/73
	XLX-1204544	10/1/73-4/1/76
	XLX-1203152	4/1/76-4/1/77
	XLX-1203184	4/1/77-4/1/78
	XLX-1363821	4/1/78-4/1/79
	XLX-1362287	4/1/79-4/1/80
First State	920412	11/1/71-4/1/72
	920602	4/1/72-4/1/75
	920603	4/1/72-4/1/75
	921901	4/1/75-4/1/78
Granite State	6178-0227	4/1/78-4/1/79
	6181-2964	4/1/81-4/1/82
Hartford	08XS100202	4/1/76-4/1/77
Home	HEC9540020	9/28/61-1/7/63
	HEC9543285	1/7/63-10/1/65
	HEC9304837	10/1/68-10/1/71
	HEC4165765	10/1/71-4/1/75
	HEC9006835	4/13/76-4/1/77
Hudson	HC00207	4/1/82-4/1/83
	HC00863	4/1/83-4/1/84

INA	ISG 1107	4/1/78-4/1/87
	XCP14324	4/1/78-4/1/79
International	5220551124	4/1/85-4/1/86
ISOP	4171-5888	10/1/71-4/1/72
	4172-5264	4/1/72-4/1/75
	4171-5264	4/1/72-4/1/75
	4176-6818	4/1/76-4/1/77
	4177-7688	4/1/77-4/1/78
Lexington	GC402964	10/1/70-10/1/73
	GC403113	10/1/71-4/1/75
	GC403236	4/1/72-4/1/75
	GC402556	10/1/73-4/1/76
	GC403983	10/1/73-4/1/76
	GC5501415	4/13/76-4/1/77
	CE5505649	4/1/77-4/1/78
	5510304	4/1/78-4/1/79
	5510303	4/1/78-4/1/79
	5513782	4/1/79-4/1/80
	5513880	4/1/79-4/1/80
	5522588	4/1/81-4/1/82
Liberty Mutual	LP-6041-903024	10/1/59-10/1/60
	RK-6041-903025	10/1/59-10/1/60
	LP1-641-004287-080	10/1/60-10/1/61
	RK1-641-004287-110	10/1/60-10/1/61
	LP1-641-004287-081	10/1/61-10/1/62
	LP1-641-004287-082	10/1/62-10/1/65
	RK1-641-004287-111	10/1/61-10/1/65
	RK1-300-007520-017	7/28/67-10/1/70
Lloyd's and the London Companies	Unknown	1959-8/5/60
	509-60DD-2309	8/5/60-12/19/62
	509-60DD-2310	8/5/60-12/19/62
	SD2080/K57299	7/26/59-12/19/62
	SD2084/K57300	9/15/59-12/19/62
	SD2123/K58529	11/3/59-12/19/62
	SD4059/K68210	2/15/61-12/19/62
	SD5133/K75154	12/19/62-10/1/65
	SD5134/CU2537	12/19/62-10/1/65
	SD5135/CU2538	12/19/62-10/1/65
	SD5136/CU2539	12/19/62-10/1/65
	SD5137/K76155	1/7/63-10/1/65
	SD7104/K79731	10/1/64-10/1/68
	SD8141/K12689	10/1/65-10/1/68
	SD8142/CU6086	10/1/65-10/1/68
	SD8143/CU6087	10/1/65-10/1/68

National Casualty	XU000098	4/1/84-4/1/85
National Union	1168336	4/1/75-4/1/78
	1232248	4/1/78-4/1/79
	1232082	4/1/79-4/1/80
	9600273	4/1/81-4/1/82
New England	NE000049	4/1/84-4/1/85
North Star	NSX-8870	10/1/70-10/1/73
	NSX-9634	5/8/71-10/1/71
	NSX-8869	10/1/70-10/1/71
	NSX-11727	10/1/73-4/1/76
	NSX-13889	4/1/76-4/1/77
	NSX-15327	4/1/77-4/1/78
Northbrook	63-004-352	4/1/78-4/1/79
	63-005-599	4/1/79-4/1/80
	63-006-609	4/1/80-4/1/81
	63-007-890	4/1/81-4/1/82
	63-007-916	4/1/81-4/1/82
Northwestern National	XLP401125	10/1/70-10/1/73
	XLP401141	3/1/71-10/1/71
	XLP401873	10/1/73-4/1/76
	XLP403537	4/1/76-4/1/77
Pacific Employers	XCC012907	4/1/83-4/1/84
	XCC013046	4/1/84-4/1/85
	XCC013134	4/1/85-4/1/86
	XCC013135	4/1/85-4/1/86
Protective National	XUB1806982	4/1/82-4/1/83
	XUB1807032	4/1/83-4/1/84
Royal	RED102440	4/1/83-4/1/84
	RED102442	4/1/83-4/1/84
St. Paul	CC05508338	4/1/84-4/1/85
	CC05508337	4/1/84-4/1/85

Travelers	TR-NSL-951202-71 TR-NSL-951202-74 TR-NSL-144T924-4-77	3/1/71-4/1/74 4/1/74-4/1/77 4/1/77-4/1/78
Unigard	GL26-9681 1-1487	10/1/72-10/1/73 10/1/73-4/1/76
U.S. Fire	5220221789	4/1/77-4/1/78
Wausau Underwriters	573600102711	4/1/85-4/1/86

APPENDIX C

Insurance Company	Policy Number	Policy Period
International	560-000-090	7/15/82-7/15/83
	560-000-268	7/15/83-7/15/84
Liberty Mutual	LG1-641-004287-790	10/1/70-3/1/71

IN THE SUPERIOR COURT OF THE STATE OF DELAWARE

IN AND FOR NEW CASTLE COUNTY

MONSANTO COMPANY, a corporation of the State of Delaware, Plaintiff, v. AETNA CASUALTY AND SURETY COMPANY; ALLSTATE INSURANCE COMPANY (as successor to NORTHBROOK EXCESS AND SURPLUS COMPANY, formerly NORTHBROOK INSURANCE COMPANY); AMERICAN CENTENNIAL INSURANCE COMPANY; AMERICAN HOME ASSURANCE COMPANY; AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY; APPALACHIAN INSURANCE COMPANY; ASSOCIATED INTERNATIONAL INSURANCE COMPANY; BIRMINGHAM FIRE INSURANCE COMPANY OF PENNSYLVANIA; CALIFORNIA UNION INSURANCE COMPANY; C.E. HEATH COMPENSATION AND LIABILITY INSURANCE COMPANY; CERTAIN UNDERWRITERS AT LLOYD'S, LONDON, AND LONDON MARKET INSURANCE COMPANIES; COLUMBIA CASUALTY COMPANY; CONTINENTAL CASUALTY COMPANY; FIREMAN'S FUND INSURANCE COMPANY; FIRST STATE INSURANCE COMPANY; GRANITE STATE INSURANCE COMPANY; HARTFORD ACCIDENT AND INDEMNITY COMPANY; THE HOME INSURANCE COMPANY; HUDSON INSURANCE COMPANY; INSURANCE COMPANY OF NORTH AMERICA; INSURANCE COMPANY OF THE STATE OF PENNSYLVANIA; INTERNATIONAL INSURANCE COMPANY; LEXINGTON INSURANCE COMPANY; LIBERTY MUTUAL INSURANCE COMPANY; NATIONAL CASUALTY COMPANY; NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH; NEW ENGLAND INSURANCE COMPANY;	C.A. No. 88C-JA-118-1-CV NON ARBITRATION CASE

NORTH STAR REINSURANCE CORPORATION; NORTHWESTERN NATIONAL INSURANCE COMPANY; PACIFIC EMPLOYERS INSURANCE COMPANY; PROTECTIVE NATIONAL INSURANCE COMPANY OF OMAHA; ROYAL INDEMNITY COMPANY; ST. PAUL SURPLUS LINES INSURANCE COMPANY; TRAVELERS INDEMNITY COMPANY; UNIGARD SECURITY INSURANCE COMPANY; UNITED STATES FIRE INSURANCE COMPANY; and WAUSAU UNDERWRITERS INSURANCE COMPANY,

Defendants.

CERTIFICATE OF NON-ARBITRATION

I, RICHARD E. POOLE, ESQUIRE, attorney for plaintiff, hereby certify in good faith at this time, in my opinion, that this is a declaratory judgment action where the claim is substantially non-monetary and damages are in excess of fifty thousand dollars ($50,000.00), exclusive of costs and interest, and that this action is therefore excepted from compulsory arbitration pursuant to Superior Court Civil Rule 16(c)(1).

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Dated: January 20, 1988