

Note—The following appendix

FORM PTO-1584
1-31-88

07-28-1998



ral Regulations

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

To the Honorable Commissioner of

100777909

red original documents or copy thereof.

MRD 7-24-98

1. Name of conveying party(ies):
GRANT TFW, Inc

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: GRANT PRIDELO, INC
Internal Address: Suite # 1600
Street Address: 363 N. SAM Houston Pkwy E.
City: HOUSTON State: TX ZIP: 77060

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State DELAWARE
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 24, 1995

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark registration No.(s)
1,779,477

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: DOUGLAS H. MAY
Internal Address: GRANT PRIDELO, INC
Street Address: P.O. Box 60865
City: HOUSTON State: TX ZIP: 77205-0865

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

DOUGLAS H. MAY Douglas H. May July 17, 1998
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

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7-24-95

GRANT TFW INC.**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION**

Grant TFW Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"), does hereby certify:

FIRST: That the Board of Directors of the Company, pursuant to a written consent, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Company:

Article First of the Certificate of Incorporation, as amended, of the Company be amended to read in its entirety as follows:

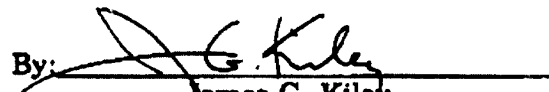
"FIRST: The name of the Corporation is Grant Prideco, Inc."

SECOND: That in lieu of a special meeting and vote of stockholders, the holder of all of the outstanding stock entitled to vote on such amendment has given its written consent to such amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 141(f), 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by its Vice President this 20th day of July, 1995.

GRANT TFW INC.

By: 
James G. Kiley
Vice President, Treasurer
and Secretary

State of Delaware
Office of the Secretary of State

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 CERTIFICATE OF AMENDMENT OF "GRANT TFW INC.", CHANGING ITS NAME FROM "GRANT TFW INC." TO "GRANT PRIDECO, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JULY, A.D. 1995, AT 2:30 O'CLOCK P.M.



Edward J. Freel
Secretary of State

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RECORDED: 07/24/1998

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REEL: 1760 FRAME: 0162

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