

08-12-1998



U.S. DEPARTMENT OF COMMERCE  
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To the Honorable Commissioner of Patents

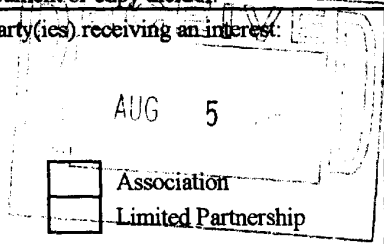
1. Name of Party(ies) conveying an interest:  
 Varel Manufacturing Company  
 9230 Denton Drive  
 Dallas, Texas 75235  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation - Delaware  
 Other

2. Name and Address of Party(ies) receiving an interest:  
 Varel International, Inc.  
 9230 Denton Drive  
 Dallas, Texas 75235  
 Individual  
 General Partnership  
 Corporation - Delaware  
 Other  
 Citizenship

3. Interest Conveyed:  
 Assignment       Change of Name  
 Security Agreement       Merger  
 Other

If not domiciled in the United States, a domestic representative designation is attached:  
 Yes  
 No

Effective Date: January 2, 1998



4. Application number(s) or registration number(s). Additional sheet attached?      Yes            No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
1,511,551

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Harold E. Meier  
 Internal Address: Baker & Botts, L.L.P.  
 Street Address: 2001 Ross Avenue  
 City: Dallas  
 State: Texas      Zip: 75201-2980

6. Number of applications and registrations involved: 1

7. Amount of fee enclosed or authorized to be charged: \$40.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):  
N/A

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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.*

Harold E. Meier      *Harold E. Meier*      August 5, 1998  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet 3

OMB No. 0651-0011 (exp. 4/94)  
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Mail documents to be recorded with required cover sheet information:  
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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

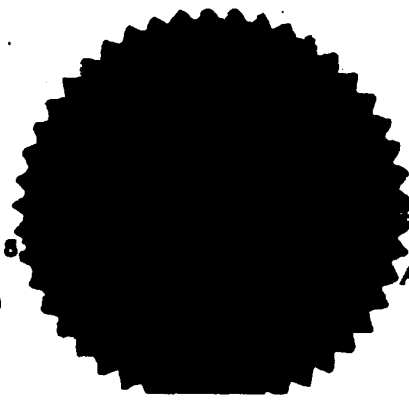
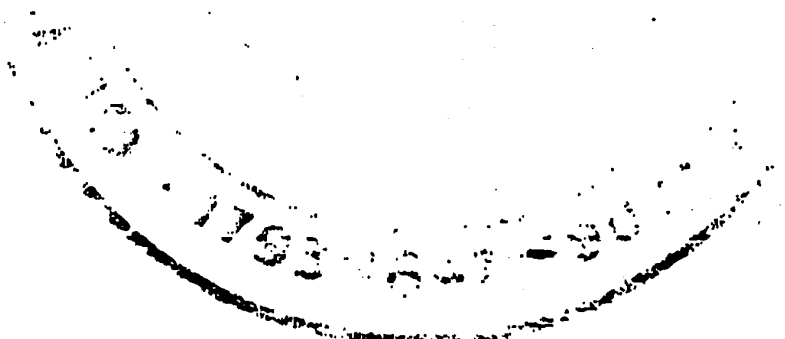
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State of Delaware  
Office of the Secretary of State

PAGE 1

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 "VAREL MANUFACTURING  
COMPANY", CHANGING ITS NAME FROM "VAREL MANUFACTURING COMPANY"  
TO "VAREL INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE  
SECOND DAY OF JANUARY, A.D. 1998, AT 11:30 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:  
DATE: 06-04-98

VAREL MANUFACTURING COMPANY

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

November 19, 1997

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

**FIRST.** That the Board of Directors of the corporation, at a meeting duly convened and held, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the corporation:

**RESOLVED**, that the Certificate of Incorporation of the corporation be amended by changing Article numbered First so that, as amended, said Article shall be and read as follows:

**FIRST.** The name of the corporation is Varel Internacional, Inc."

**SECOND.** That in lieu of a meeting and vote of stockholders, the stockholders of the corporation have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and said written consent was filed with the corporation.

**THIRD.** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of Title 8 of the Delaware Code of 1953.

**FOURTH.** That the capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, Varel Manufacturing Company has caused this certificate to be signed by Daniel W. Varel, its President, and Bill Hays, its Secretary, this 19<sup>th</sup> day of November, 1997.

Daniel W. Varel  
DANIEL W. VAREL, PRESIDENT

Bill Hays  
BILL HAYS, SECRETARY

ATTEST:

Bill Hays  
BILL HAYS, SECRETARY

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:30 AM 01/02/1998  
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TRADEMARK