

09-25-1998



100838902

COVER SHEET

KS ONLY

Docket No.:

GP-4

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Grant TFW, Inc.

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

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

9-18-98

2. Name and address of receiving party(ies):

Name: Grant Prideco, Inc.

Internal Address:

Street Address: 363 N. Sam Houston Pkwy. East, Ste. 1660

City: Houston State: TX ZIP: 77060

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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
- Security Agreement
- Other
- Merger
- Change of Name

33

Execution Date: 7/20/95

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,779,477

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: C. James Bushman

Internal Address: Browning Bushman

Street Address: 5718 Westheimer, Suite 1800

City: Houston State: TX ZIP: 77057

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-4345

DO NOT USE THIS SPACE

09/23/1998 TTDW11 00000020 1779477

01 FC:481 40.00 DP

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.

C. James Bushman

Name of Person Signing

Signature

September 17, 1998

Date

Total number of pages including cover sheet, attachments, and document:

3

TRADEMARK

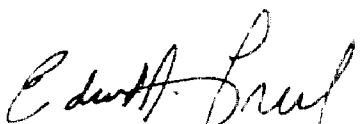
REEL: 1791 FRAME: 0067

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

2234047 8100

981027983

AUTHENTICATION:

8881261

DATE:

01-23-98

TRADEMARK

REEL: 1791 FRAME: 0068

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
James G. Kiley
Vice President, Treasurer
and Secretary

0376116/92887