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U.S. DEPARTMENT OF COMM. RECORDATION FORM COVER TRADEMARKS ONLY



11-12-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #22

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101218192

To the Honorable Commissione

Send the attached original document or copy thereof.

1. Name of conveying party(ies):

BENTONITE CORPORATION
1999 Broadway, Suite 4300
Denver, Colorado 80202

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

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

HALLIBURTON ENERGY SERVICES, INC.
2601 Beltline Road
Carrollton, Texas 75006

Individual Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other
 Citizenship

3. Nature of Conveyance:

Assignment Change of Name
 Security Agreement Merger
 Other

If not domiciled in the United States, a domestic representative designation is attached:

Yes
 No

Execution Date: November 3, 1999

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

A. Trademark Application No.(s) 73/834589

B. Trademark Registration No.(s)
1605206

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

Name: Carolyn Sue Waldo
Internal Address: Halliburton Energy Services, Inc.
1-B-121
Street Address: 2601 Beltline Road
City: Carrollton
State: TX Zip: 75006

6. Number of applications and registrations involved:
1

7. Amount of fee enclosed or authorized to be charged: \$ 40

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 02-1031

12/07/1999 DNGUYEN 00000242 021031 1605206

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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.

Carolyn Sue Waldo Carolyn Sue Waldo 11/9/99 Date

Name of Person Signing Signature Date

Total number of pages including cover sheet: 3

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

Do not detach this portion
Mail documents to be recorded with required cover sheet information:
Commissioner of Patent and Trademarks
Box Assignments
Washington, D.C. 20231

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.

TRADEMARK ASSIGNMENT

WHEREAS, BENTONITE CORPORATION, a corporation of the State of Delaware, having a place of business at 1999 Broadway, Suite 4300, Denver, Colorado 80202 (hereinafter called "ASSIGNOR") is the owner, by assignment or agreement, of all right, title and interest in and to the United States and Trademark Registration listed below:

Mark	Registration No.	Issue Date
VITIBEN	1605206	July 10, 1990

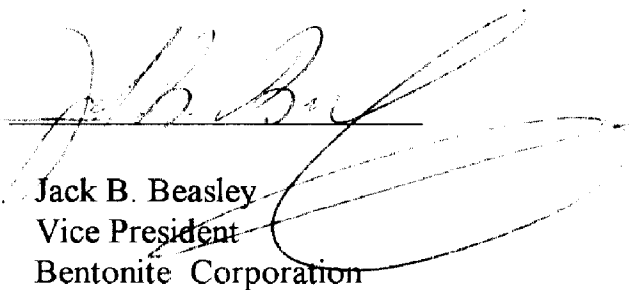
WHEREAS, HALLIBURTON ENERGY SERVICES, INC., a corporation of the State of Delaware, having a place of business at 2601 Beltline Road, Carrollton, Texas 75006 (hereinafter called "ASSIGNEE"), is desirous of acquiring the ASSIGNOR's entire right, title and interest in and to said TRADEMARK and the goodwill connected therewith.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby Sell, Assign, and Transfer to ASSIGNEE, its successors and assigns ASSIGNOR's entire worldwide right, title and interest in and to said TRADEMARK (subject only to outstanding license agreements) together with the goodwill connected therewith, and the right to recover for past infringements of TRADEMARK, the same to be held and enjoyed by the ASSIGNEE for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives;

ASSIGNOR hereby covenants that it has the full right to convey the interest in said TRADEMARK herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith;

ASSIGNOR further agrees to execute and deliver, from time to time, all further instruments of conveyance, assignment and further assurances and perform all such other acts as may reasonably be required to transfer and assign all of ASSIGNOR's right, title and interest in and to and under said TRADEMARK.

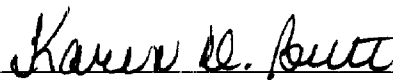
IN TESTIMONY WHEREOF, ASSIGNOR has caused this assignment to be executed by its duly authorized officer as of this 3rd day of November 1999

By: 
Jack B. Beasley
Vice President
Bentonite Corporation

THE STATE OF TEXAS §
 §
COUNTY OF § Harris

BEFORE ME, the undersigned authority, on this day personally appeared, JACK B. BEASLEY of Bentonite, a Delaware corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 3rd day of November, 1999


Notary Public

My Commission Expires: April 5, 2003

