

06-01-2001

FORM PTO-1594

RECORDATIO
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Department of Commerce
Patent and Trademark Office
File Docket No. 4343.0996

5-24-01

101735830

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

1. Name(s) of conveying party(ies):
Varco International, Inc.

- Individual(s)
- Association
- Limited Partnership
- Corporation of California
- General Partnership
- Other:



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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: May 30, 2000

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

Name: Varco International, Inc.
Address: 2835 Holmes Road
Houston, Texas 77051

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

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application Number(s):

See Schedule A

B. Trademark Registration Number(s):

See Schedule A

76062275

Additional numbers attached?

Yes No

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

Name: Christina J. Hieber
Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41): \$465

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

DO NOT USE THIS SPACE

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.

Christina J. Hieber

Name of person signing

Signature

May 24, 2001

Date

Total number of pages including cover sheet, attachments and documents: 10

Schedule A
Merger of Varco International, Inc. (CA) into
Varco International, Inc. (DE)

Mark	Application Number	Application Date	Registration Number	Registration Date
DRILL & KILL	76/062,275	6/5/2000		
DRILL MASTER	73/506,091	10/29/1984	1,355,103	8/20/1985
FLIP TO TRIP	73/234,161	10/5/1979	1,185,527	1/12/1982
FOXHOLE	73/592,637	4/9/1986	1,497,398	7/26/1988
M/D and Design	72/139,183	3/5/1962	744,415	1/29/1963
M/D MARTIN DECKER and Circle Design	72/099,863	6/28/1960	723,561	11/7/1961
MARTIN-DECKER	72/139,182	3/5/1962	792,189	7/6/1965
MD	72/099,864	6/28/1960	728,512	3/3/1962
SATELLITE	73/423,321	4/27/1983	1,348,897	7/16/1985
SENSATER	72/135,809	1/15/1962	750,139	5/28/1963
SPECTRUM	73/581,859	2/7/1986	1,419,834	12/9/1986
SUM-MASTER	73/031,323	9/6/1974	1,042,152	6/29/1976
TELEDRILL	73/234,162	10/5/1979	1,248,164	8/16/1983
TOTCO and Design	71/364,840	5/11/1935	328,420	9/24/1935
VARCO (Stylized)	72/302,208	7/8/1968	877,732	9/30/1969

<i>Mark</i>	<i>Application Number</i>	<i>Application Date</i>	<i>Registration Number</i>	<i>Registration Date</i>
VISULOGGER	73/469,603	3/12/1984	1,340,252	6/11/1985
WEB WILSON	73/161,692	3/10/1978	1,140,634	10/21/1980
WEB WILSON WW and Design	73/162,049	3/13/1978	1,121,310	7/3/1979

State of Delaware
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"VARCO INTERNATIONAL, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "TUBOSCOPE INC." UNDER THE NAME OF "VARCO INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF MAY, A.D. 2000, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0466828

DATE: 05-30-00

CERTIFICATE OF MERGER
OF
VARCO INTERNATIONAL, INC.
(a California corporation)
WITH AND INTO
TUBOSCOPE INC.
(a Delaware corporation)

Pursuant to Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), Tuboscope Inc., a Delaware corporation ("Tuboscope"), hereby certifies the following information relating to the merger of Varco International, Inc., a California corporation ("Varco"), with and into Tuboscope (the "Merger").

FIRST: The name and state of incorporation of each of the constituent corporations of the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Varco International, Inc.	California
Tuboscope Inc.	Delaware

SECOND: The Agreement and Plan of Merger, dated as of March 22, 2000, by and between Varco and Tuboscope, as amended by the First Amendment to Agreement and Plan of Merger between Varco and Tuboscope, dated as of May 24, 2000 (as amended, the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by Varco and Tuboscope in accordance with the requirements of Subsection (c) of Section 252 of the DGCL and the California General Corporation Law. The Merger shall become effective at 4:00 p.m., Houston time on May 30, 2000 (the "Effective Time").

THIRD: The name of the corporation surviving the Merger is Tuboscope Inc. (the "Surviving Corporation") which name will be changed at the Effective Time to Varco International, Inc.

FOURTH: The restated certificate of incorporation of the Surviving Corporation, shall be amended and restated to read in its entirety as attached hereto as Exhibit A.

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation located at 2835 Holmes Road, Houston, Texas 77051.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation upon request and without cost to any stockholder of any constituent corporation.


SEVENTH: The total number of shares of capital stock that Varco is authorized to issue is 120,000,000 shares of Common Stock and 10,000,000 shares of Preferred Stock, of which 80,000 have been designated as "Series A Participating Preferred Stock".

THIS SPACE LEFT BLANK INTENTIONALLY

IN WITNESS WHEREOF, Tuboscope Inc. has caused this Certificate to be executed by its President and Chief Executive Officer this 30th day of May 2000.

TUBOSCOPE INC.,
a Delaware corporation

By:


John Lauletta
President and Chief Executive Officer



**SECRETARY OF STATE
NAME CHANGE
CERTIFICATE OF QUALIFICATION**

C2233106

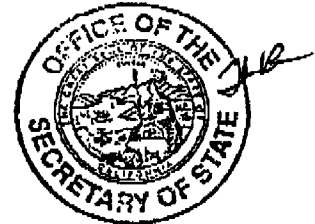
I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the **30th day of May, 2000**, there was filed in this office an Amended Statement and Designation by Foreign Corporation whereby the corporate name of **TUBOSCOPE INC.**, a corporation organized and existing under the laws of **Delaware**, was changed to **VARCO INTERNATIONAL, INC.** This corporation complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California and as of said date has been and is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 16, 2000.



Bill Jones
BILL JONES
Secretary of State



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 16 2000

Secretary of State



AC546849

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

**AMENDED STATEMENT
BY FOREIGN CORPORATION**

MAY 30 2000

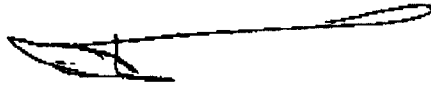
BILL JONES, Secretary of State

Varco International, Inc., a corporation organized and existing under the laws of the State of Delaware, and which is presently qualified for the transaction of intrastate business in the State of California, makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth and that the name relinquished at the time of such change was Tuboscope Inc.

Dated: May 30, 2000

VARCO INTERNATIONAL, INC.,
a Delaware corporation

By: 
James F. Maroney, III
Vice President, Secretary and General
Counsel

