

06-01-2001

FORM PTO-1594

RE



U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 4343.0996

5-24-01

101735829

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 Shaffer, Inc.

- Individual(s)
- Association
- Limited Partnership
- Corporation of Texas
- 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: December 31, 2000

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

Name: Tuboscope Vetco International, L.P.

Address: 2835 Holmes Road
Houston, Texas 77051

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

B. Trademark Registration Number(s):

See Schedule A

Additional numbers attached?

Yes No

74511791

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: 9

7. Total fee (37 CFR 3.41): \$240

- 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: 7

Schedule A
Merger of Varco Shaffer, Inc. into
Tuboscope Vetco International, L.P.

Mark	Application Number	Application Date	Registration Number	Registration Date
CHASOVOY	74/511,791	4/13/1994	1,930,833	10/31/1995
DT-2	75/110,573	5/28/1996	2,061,240	5/13/1997
KOOMEY (Stylized)	74/156,845	4/15/1991	1,675,757	2/18/1992
NXT	75/324,548	7/15/1997	2,202,714	11/10/1998
PCWD	75/021,497	11/17/1995	2,008,565	10/15/1996
POSLOCK	73/425,917	5/16/1983	1,315,426	1/22/1985
SENTINEL	73/451,995	11/9/1983	1,413,022	10/14/1986
SHAFFER	73/392,329	9/29/1982	1,309,626	12/18/1984
SPHERICAL	74/161,942	4/29/1991	1,711,178	9/1/1992

CERTIFICATE OF MERGER
OF
BEST INDUSTRIES, INC.
AND
HYDROLEX, INC
AND
MARTIN-DECKER TOTCO, INC.
AND
VARCO SHAFFER, INC.
INTO
TUBOSCOPE VETCO INTERNATIONAL, L.P.

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act and Section 2.11 of the Texas Revised Limited Partnership Act, the undersigned domestic corporations and domestic limited partnership adopt the following Certificate of Merger for the purpose of merging Best Industries, Inc., a Texas corporation ("Best"), Hydrolex, Inc., a Texas corporation ("Hydrolex"), Martin-Decker TOTCO, Inc., a Texas corporation ("MD-TOTCO"), and Varco Shaffer, Inc., a Texas corporation ("Shaffer") into Tuboscope Vetco International, L.P., a Texas limited partnership (the "Partnership").

1. The names of the undersigned corporations and limited partnership and the states under the laws of which they are respectively organized are:

<u>Name of Entity</u>	<u>State</u>
Best Industries, Inc.	Texas
Hydrolex, Inc.	Texas
Martin-Decker TOTCO, Inc.	Texas
Varco Shaffer, Inc.	Texas
Tuboscope Vetco International, L.P.	Texas

2. The Board of Directors of Best, Hydrolex, MD-TOTCO and Shaffer and the General Partner of the Partnership have adopted a Plan and Agreement of Merger (the "Plan").

3. The surviving entity shall be Tuboscope Vetco International, L.P., a Texas limited partnership.

4. The surviving entity shall be responsible and obligated for the payment of all applicable filing fees and franchise taxes, if any, of Best, Hydrolex, MD-TOTCO, Shaffer and the Partnership.

5. That the certificate of limited partnership of Tuboscope Vetco International, L.P. shall be the certificate of limited partnership of the surviving entity. No amendments or changes to the certificates of limited partnership are desired to be effected by the merger.

6. With respect to Best, the number and class of shares outstanding and entitled to vote on the Plan consisted of 1,000 shares of common stock, \$1.00 par value per share. The total number of such shares of common stock voted for and against the Plan were 1,000 and -0-, respectively.

7. With respect to Hydrolex, the number and class of shares outstanding and entitled to vote on the Plan consisted of 30,000 shares of common stock, \$1.00 par value per share. The total number of such shares of common stock voted for and against the Plan were 30,000 and -0-, respectively.

8. With respect to MD-TOTCO, the number and class of shares outstanding and entitled to vote on the Plan consisted of 1,000 shares of common stock, \$1.00 par value per share. The total number of such shares of common stock voted for and against the Plan were 1,000 and -0-, respectively.

9. With respect to Shaffer, the number and class of shares outstanding and entitled to vote on the Plan consisted of 1,000 shares of common stock, \$1.00 par value per share. The total number of such shares of common stock voted for and against the Plan were 1,000 and -0-, respectively.

10. The approval and performance of the Plan by the Partnership, Best, Hydrolex and MD-TOTCO and Shaffer were duly authorized by all action required by the laws of the State of Texas and their constituent documents.

11. The registered office of the surviving entity in the State of Texas is 2835 Holmes Road, Houston, Texas 77051.

12. The executed Plan is on file at the principal place of business of the Partnership, the surviving entity, at 2835 Holmes Road, Houston, Texas 77051.

13. A copy of the Plan will be furnished by Tuboscope, on request and without cost, to any partner of the Partnership or any stockholder of Best, MD-TOTCO, Hydrolex or Shaffer.

14. The Partnership has complied with the provisions of its partnership agreement regarding furnishing partners copies or summaries of the Plan or notices regarding the Merger.

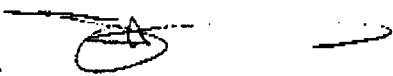
15. The Merger contemplated hereby is to become effective on December 31, 2000.

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be executed as of the 20th day of December, 2000.

Best Industries, Inc.,
a Texas corporation

By: _____
Donald Stichler, Vice President

Hydrolex, Inc.,
a Texas corporation

By:  _____
James F. Maroney III, Vice President

Martin-Decker TOTCO, Inc.,
a Texas corporation

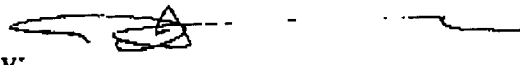
By: _____
Donald Stichler, Vice President

Varco Shaffer, Inc.,
a Texas corporation

By: _____
Donald Stichler, Vice President

Tuboscope Vetco International, L.P.,
a Texas limited partnership

By: Tubo-FGS, LLC, its General Partner

By:  _____
James F. Maroney III, Manager

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be executed as of the 20th day of December, 2000.

Best Industries, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

Hydrolex, Inc.,
a Texas corporation

By: _____
James F. Maroney III, Vice President

Martin-Decker TOTCO, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

Varco Shaffer, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

Tuboscope Vetco International, L.P.,
a Texas limited partnership

By: Tubo-FGS, LLC, its General Partner

By: _____
James F. Maroney III, Manager

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be executed as of the 22nd day of December, 2000.

Best Industries, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

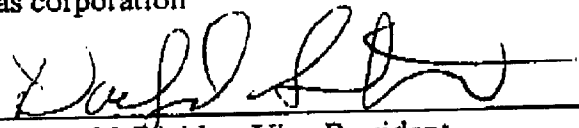
Hydrolex, Inc.,
a Texas corporation

By: _____
James F. Maroney III, Vice President

Martin-Decker TOTCO, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

Varco Shaffer, Inc.,
a Texas corporation

By: 
Donald Stichler, Vice President

Tuboscope Vetco International, L.P.,
a Texas limited partnership

By: Tubo-FGS, LLC, its General Partner
By: _____
James F. Maroney III, Manager