

12-28-2001



FORM PTO-1594 (REV 6-93)



2 SHEET LY

12-20-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #58

101929684

To the Honorable Commissioner, Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Western GECO Holdings, L.L.C.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Delaware
 Other: Delaware Limited Liability Company

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

2. Name and address of receiving party(ies):
Name: Western Geco, L.L.C.
Internal Address: _____
Street Address: 10,001 Richmond Avenue
City: Houston
State: TX ZIP: 77042

Individual(s) citizenship
 Association: _____
 General Partnership
 Limited Partnership
 Corporation-State of Delaware
 Other: Delaware Limited Liability Corporation

3. Nature of conveyance: 12-20-01

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: Recorded with Secretary of the State of Texas on July 27, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):
A. Trademark Application No.(s): _____
B. Trademark Registration Nos.:
914,544 (Registered June 8, 1971)
1,887,772 (Registered April 4, 1995)
1,892,317 (Issued May 2, 1995)

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 3

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Mark R. Wisner
Internal Address: Wisner & Associates
Street Address: 2925 Briarpark, Suite 930
City: Houston State: TX ZIP: 77042-3728

7. Total fee (37 CFR 3.41)..... \$ 90.00

Enclosed
 Authorized to be charged to deposit account
 Any deficiency is authorized to be charged to deposit account

8. Deposit account number:
50-0965 (WESA.004/007/008)
(attach duplicate copy of this page if paying by deposit account)

12/27/2001
01 FC:481
02 FC:482

DO NOT USE THIS SPACE

40.00 DP
50.00 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.

Mark R. Wisner, Reg. No. 30,603 [Signature] December 14, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "WESTERNGECO L.L.C." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 2000, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "GECO HOLDINGS L.L.C." TO "WESTERN GECO HOLDINGS L.L.C.", FILED THE EIGHTH DAY OF DECEMBER, A.D. 2000, AT 4 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "WESTERN GECO HOLDINGS L.L.C." TO "WESTERNGECO L.L.C.", FILED THE FIFTH DAY OF JANUARY, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3289909 8100H

AUTHENTICATION: 1266585

010365560

DATE: 07-27-01

TRADEMARK
REEL: 002414 FRAME: 0103

CERTIFICATE OF FORMATION

OF

GECO HOLDINGS L.L.C.

This Certificate of Formation of GECO Holdings L.L.C. (the "Company") is being executed and filed by the undersigned authorized person for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act (6 Del. Code § 18-101 *et seq.*).

Article One

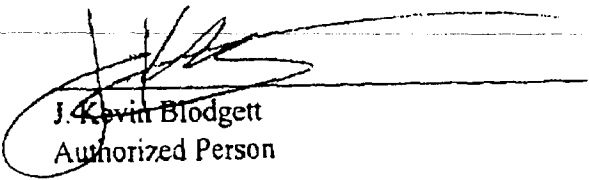
The name of the Delaware limited liability company formed hereby is GECO Holdings L.L.C.

Article Two

The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Company, 1209 Orange Street, New Castle County, Wilmington, Delaware 19801, and the name and address of the Company's registered agent for service of process in the State of Delaware is The Corporation Trust Company, 1209 Orange Street, New Castle County, Wilmington, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on the 18th day of September, 2000.

AUTHORIZED PERSON


J. Kevin Blodgett
Authorized Person

CERTIFICATE OF AMENDMENT

to the

CERTIFICATE OF FORMATION

of

GECO HOLDINGS L.L.C.

GECO Holdings L.L.C. (the "Company"), a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware, hereby adopts this Certificate of Amendment (this "Certificate of Amendment"), which amends its Certificate of Formation (the "Certificate of Formation"), as described below, and does hereby further certify that:

1. The name of the Company is GECO Holdings L.L.C.
2. The Managers of the Company duly adopted resolutions approving and adopting the amendment to the Certificate of Formation this Certificate of Amendment is effecting.
3. This Certificate of Amendment amends the Certificate of Formation so as to change the name of the Company to Western GECO Holdings L.L.C.
4. The Certificate of Formation is hereby amended by deleting Article One thereof and replacing in lieu thereof a new Article One reading in its entirety as follows:

"Article One

The name of this Delaware limited liability company is Western GECO Holdings L.L.C."

EXECUTED this 1st day of December, 2000.

GECO HOLDINGS L.L.C.

By: 

Name: DAVID MEEH
Manager

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF FORMATION

OF

Western GECO Holdings L.L.C.

Western GECO Holdings L.L.C. (hereinafter called the "company"), a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware, does hereby certify:

1. The name of the limited liability company is Western GECO Holdings L.L.C.
2. The certificate of formation of the company is hereby amended by striking out Articles 1 and 2 thereof and by substituting in lieu of said Articles the following new Articles:

“1. The name of the limited liability company is WesternGeco L.L.C.

2. The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are National Registered Agents, Inc., 9 East Loockerman Street, Dover, Delaware 19901.”

Executed on January 5, 2001

/s/ David Meeh
David Meeh, Authorized Person

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/05/2001
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