

02-22-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): 2-7-02

Nowasco-Fracmaster Ltd.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other_Certificate of Amalgamation
- Merger
- Change of Name

Execution Date: October 1, 1999

2. Name and address of receiving party(ies)

Name: Nowasco-Fracmaster Company

Internal

Address: _____

Street Address: 5500 Northwest Central Drive

City: Houston State: TX Zip: 77092

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation- Canada
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,035,069 and 1,633,466

Additional number(s) attached Yes No

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

Name: Margaret A. Kirick

Internal Address: _____

Street Address: 5500 Northwest Central Drive

City: Houston State: TX Zip: 77092

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0956

(Attach duplicate copy of this page if paying by deposit account)

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.

Margaret A. Kirick, Reg. No. 35,571

Name of Person Signing

Margaret A. Kirick
Signature

Jan 9, 2002
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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TRADEMARK
REEL: 002447 FRAME: 0539



Nova Scotia

CERTIFICATE OF AMALGAMATION

Companies Act

Registry Number

3033813

I hereby certify that

NOWSCO-FRACMASTER LTD.

3032419 NOVA SCOTIA COMPANY

having entered into an amalgamation subsequently approved by Order of the Supreme Court of Nova Scotia, have amalgamated and the name of the amalgamated company is:

NOWSCO-FRACMASTER COMPANY

and the amalgamation is approved by the Registrar of Joint Stock Companies effective this date and the liability of the members is unlimited.

A handwritten signature in black ink, appearing to be "C. J. [unclear]".

Registrar of Joint Stock Companies

October 1, 1999

Date of Amalgamation

IN THE SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF:

The Companies Act of Nova Scotia, being Chapter 81 of the Revised Statutes of Nova Scotia, 1989

- and -

IN THE MATTER OF:

The Amalgamation of Newsco-Fracmaster Ltd. and 3032419 Nova Scotia Company

ORDER OF AMALGAMATION



GRPM

BEFORE THE HONOURABLE JUSTICE GERALD MOIR IN CHAMBERS.

UPON HEARING READ the affidavits of Margaret B. Shannon, each sworn September 24, 1999;

AND UPON HEARING READ the amalgamation agreement dated September 24, 1999 between Newsco-Fracmaster Ltd. and 3032419 Nova Scotia Company (the Amalgamation Agreement) a copy of which is annexed hereto as Schedule A;

AND UPON IT APPEARING that all the shareholders of Newsco-Fracmaster Ltd. and 3032419 Nova Scotia Company have approved the Amalgamation Agreement and that none of the creditors will be affected by the amalgamation provided for in the Amalgamation Agreement;

AND UPON IT APPEARING that 3032419 Nova Scotia Company has no creditors notice to whom of the time and place of an application for an order of this Court approving the Amalgamation Agreement is required pursuant to subsection (7) of Section 134 of the Companies Act.

I HEREBY CERTIFY that this is a true copy of a document filed in the office of the Registrar of Joint Stock Companies on the 29 day of September, 1999
[Signature]
Registrar of Joint Stock Companies

AND UPON IT APPEARING that the Applicants are private companies and no useful purpose would be served by having the financial statements of the Applicants filed herein produced as public documents after being examined by the Court at the hearing of this Application;

AND UPON HEARING Charles S. Reagh, counsel for the applicants;

AND UPON MOTION IT IS HEREBY ORDERED that the Amalgamation Agreement be and the same is hereby approved.

AND IT IS FURTHER ORDERED that neither Newsco-Fracmaster Ltd. or 3032419 Nova Scotia Company be required to give notice to their creditors, if any, of the time and place of an application for an order of this Court approving the Amalgamation Agreement and that such notice be and the same is hereby dispensed with pursuant to subsection (7) of Section 134 of the Companies Act.

IT IS FURTHER ORDERED that the filing with the Registrar of Joint Stock Companies of a copy of this order certified under the hand of the Prothonotary or Deputy Prothonotary be sufficient compliance with the provisions of subsection (9) of Section 134 of the Companies Act.

AND IT IS FURTHER ORDERED that the Affidavit of Margaret B. Shannon, sworn September 24, 1999 filed herein, to which are appended as Exhibits certain financial statements, be sealed by the Prothonotary and not opened except upon further Order of this Honourable Court.

IN THE SUPREME COURT OF NOVA SCOTIA, COUNTY OF HALIFAX, N.S. DATED at Halifax, Nova Scotia, this 24 day of September, 1999.

I hereby certify that the foregoing document, identified by the Seal of this Court, is a true copy of the original document on file herein.

Dated the 25 day of September A.D. 1999
Christina Zucker
Prothonotary

DEPUTY

Christina Zucker
Deputy Prothonotary

DEPUTY
639609.1

DECLARATION

The undersigned, **Margaret B. Shannon**, declares that she is **Vice President and Secretary** of BJ Services Company Canada, successor company to Nowsco Well Service Ltd., and is authorized to execute this declaration and that all documents attached hereto are to her knowledge true and accurate copies of the original document that said copies represent.

BJ Services Company Canada

Date: 1-4-02

By: Margaret B. Shannon
Margaret B. Shannon
Vice President and Secretary