

04-17-2002



ATION FORM COVER SHEET DEMARKS ONLY

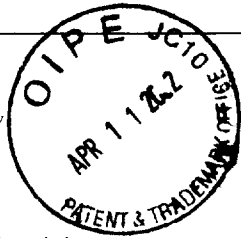
D.S.

Hc **102058056**
 Box Assignments
 Washington, D.C. 20231

arks: Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

EVI-Highland Pump Company
 1209 Orange Street
 Wilmington, Delaware 19801



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

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

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

EVI Oil Tools, Inc.
 1425 Greenway Drive, Suite 250
 Irving, Texas 75038

4-11-02

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation - Delaware
☐ 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) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: June 26, 1996

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

A. Trademark Application No.(s): 1,192,984

Additional numbers attached? ☐ Yes ☒ No

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

Jill A. McWhirter, Esq.
 Howrey Simon Arnold & White, LLP
 750 Bering Drive
 Houston, Texas 77057

6. Total number of applications and registrations involved:

1

7. Total fee (37 C.F.R. § 3.41): \$65
☐ Enclosed
☒ Authorized to be charged to deposit account reference
 13120/0019.TMUS00 / WALI:019

8. Deposit account number: 01-2508

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.

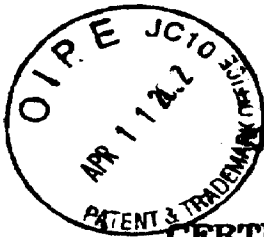
Jill A. McWhirter
 Name of Person Signing

Jill A. McWhirter
 Signature

3-29-02
 Date

Page 1 of 4

04/16/2002 DBYRNE 00000100 012508 1192984
 01 FC:481 40.00 CH



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:45 AM 06/26/1996
960187712 - 2308484

**CERTIFICATE OF MERGER
MERGING
PRODUCTION OIL TOOLS, INC.,
a Wyoming corporation,
AND
EVI OIL TOOLS, INC.,
a Delaware corporation
INTO
EVI-HIGHLAND PUMP COMPANY,
a Delaware corporation**

Pursuant to the provisions of Section 252(c) of the General Corporation Law of the State of Delaware (the "GCLD"), the undersigned corporation submits the following Certificate of Merger for the purpose of effecting a merger under the GCLD.

1. The name and state of incorporation of each of the constituent corporations are as follows:

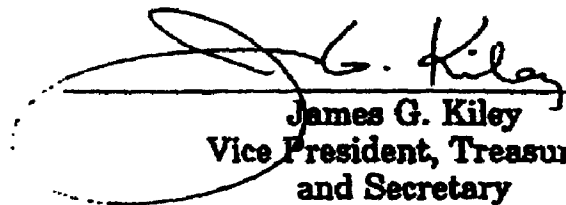
<u>Name of Corporation</u>	<u>State of Incorporation</u>
EVI-Highland Pump Company	Delaware
EVI Oil Tools, Inc.	Delaware
Production Oil Tools, Inc.	Wyoming

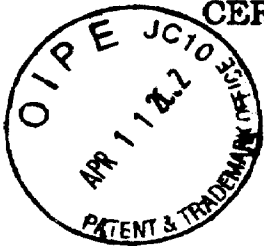
2. A plan and agreement of merger (the "Plan and Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252(c) of the GCLD.
3. The name of the surviving corporation is EVI-Highland Pump Company, and Article First of the Certificate of Incorporation of the surviving corporation is amended to change the name of the surviving corporation to EVI Oil Tools, Inc.
4. Other than the amendment set forth above, the certificate of incorporation of the surviving corporation shall be its certificate of incorporation.
5. The executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation, located at 1425 Greenway Drive, Suite 250, Irving, Texas 75038.

6. A copy of the Plan and Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.
7. The authorized capital stock of EVI Oil Tools, Inc., a Delaware corporation, is 1,000 shares of common stock, \$.01 par value and the authorized capital stock of Production Oil Tools, Inc., a Wyoming corporation, is 1,000 shares of common stock, \$.01 par value.

Dated as of the 21st day of June, 1996.

EVI-HIGHLAND PUMP COMPANY,
a Delaware corporation


James G. Kiley
Vice President, Treasurer
and Secretary



**CERTIFICATE OF OWNERSHIP AND MERGER
OF**

**EVI-HIGHLAND PUMP COMPANY,
a Texas corporation
WITH AND INTO
EVI-HIGHLAND PUMP COMPANY,
a Delaware corporation**

**(Under Section 253 of the General Corporation
Law of the State of Delaware)**

**EVI-Highland Pump Company, a Delaware Corporation, organized and
existing under and by virtue of the General Corporation Law of the State of Delaware,
DOES HEREBY CERTIFY that:**

**FIRST: EVI-Highland Pump Company, a Delaware corporation (the
"Company"), was incorporated on the 2nd day of September, 1992, pursuant to
the General Corporation Law of the State of Delaware, the provisions of which
permit the merger of a corporation of another state and a corporation organized
and existing under the laws of said state.**

**SECOND: The Company owns all of the issued and outstanding shares
of the capital stock of EVI-Highland Pump Company, a Texas corporation,
incorporated on the 29th day of October, 1987, pursuant to the Texas Business
Corporation Act.**

**THIRD: The Board of Directors of the Company adopted the following
resolution by unanimous written consent as of September 3, 1992, in accordance
with the provisions of the General Corporation Law of the State of Delaware:**

**RESOLVED, that EVI-Highland Pump Company, a Texas
corporation, be merged with and into the Company and that the
Company be the survivor of such merger, all pursuant to
Section 253 of the General Corporation Law of the State of
Delaware and Article 5.16 of the Texas Business Corporation Act.**

**FOURTH: The surviving corporation of the merger shall be the
Company.**

**FIFTH: The Certificate of Incorporation of the Company shall be the
Certificate of Incorporation of the surviving corporation.**

SIXTH: The bylaws of the Company shall be the bylaws of the surviving corporation.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by John C. Coble, its Vice Chairman, and attested by P. Blake Dupuis, its Secretary, on the 3rd day of September, 1992.

EVI-Highland Pump Company

By: 

Name: John C. Coble

Title: Vice Chairman

ATTEST:

By: 

Name: P. Blake Dupuis

Title: Secretary



The State of Texas

SECRETARY OF STATE CERTIFICATE OF MERGER

The undersigned, as Secretary of State of the State of Texas, hereby certifies that the attached Articles of Merger of

EVI - Highland Pump Company
(a Texas corporation)

with

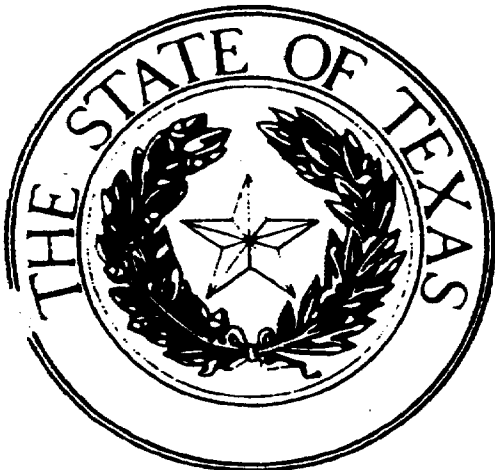
EVI-Highland Pump Company
(a Delaware no permit corporation)

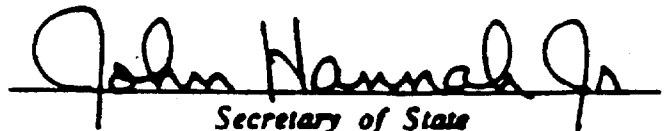
have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Dated October 1, 1992.

Effective October 1, 1992 at xxxx a.m./p.m.




Secretary of State

drm

Trans U/Certif. of Merger/All Entities/07/91

TRADEMARK
REEL: 002485 FRAME: 0162

**ARTICLES OF MERGER
OF TEXAS AND FOREIGN CORPORATION**

FILED
In the Office of the
Secretary of State of Texas

OCT 01 1992

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, EVI-Highland Pump Company, a Delaware corporation (the "Company"), adopts the following Articles of Merger for the purpose of merging EVI-Highland Pump Company, a Texas corporation and wholly owned subsidiary of the Company, into the Company as permitted by Article 5.16 of the Texas Business Corporation Act:

1. The name of the parent corporation is EVI-Highland Pump Company, and it is a corporation organized under the laws of the State of Delaware. The name of the subsidiary corporation is EVI-Highland Pump Company, and it is a corporation organized under the laws of the State of Texas.

2. The number of shares of stock of EVI-Highland Pump Company, a Texas corporation, issued and outstanding is 1,000 shares of common stock, \$1.00 par value, all of which are owned by the Company.

3. The Board of Directors of the Company adopted the following resolution by unanimous written consent as of September 3, 1992, in accordance with the provisions of the General Corporation Law of the State of Delaware and Article 5.16 of the Texas Business Corporation Act:

RESOLVED, that EVI-Highland Pump Company, a Texas corporation, be merged with and into the Company, and that the Company be the survivor of such merger, all pursuant to Section 253 of the General Corporation Law of the State of Delaware and Article 5.16 of the Texas Business Corporation Act.

4. The name of the surviving corporation is EVI-Highland Pump Company, it is to be governed by the laws of the State of Delaware and its registered office in such state is maintained at Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801.

Dated: September 3, 1992.

EVI-Highland Pump Company,
a Delaware Corporation

By: 

Name: P. Blake Dupuis

Title: Vice President & Secretary

Office of the Secretary of State

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 INCORPORATION OF "EVI-HIGHLAND PUMP COMPANY", FILED IN THIS OFFICE ON THE SECOND DAY OF SEPTEMBER, A.D. 1992, AT 3:30 O'CLOCK P.M.



Edward J. Freel, Secretary of State

2308484 8100

960175259

AUTHENTICATION:

DATE:

7988161

06-17-96

TRADEMARK

REEL: 002485 FRAME: 0164

CERTIFICATE OF INCORPORATION

EVI-HIGHLAND PUMP COMPANY

First: The name of the Corporation is EVI-Highland Pump Company.

Second: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

Third: The nature of the business and purpose to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

Fourth: The total number of shares of stock that the Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, of the par value of \$.01 per share.

Fifth: The name of the incorporator is Janie Tong Kuo whose mailing address is 1301 McKinney, Suite 5100, Houston, Texas 77010-3096.

Sixth: The Corporation is to have perpetual existence.

Seventh: All of the powers of the Corporation, insofar as the same may be lawfully vested by this Certificate of Incorporation in the Board of Directors of the Corporation, are hereby conferred upon the Board of Directors of the Corporation.

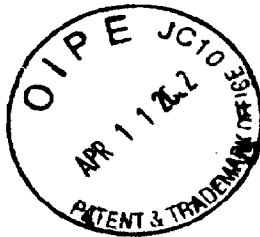
In furtherance and not in limitation of the foregoing provisions of this Article Seventh, and for the purpose of the orderly management of the business and the

conduct of the affairs of the Corporation, the Board of Directors of the Corporation shall have the power to adopt, amend or repeal from time to time the by-laws of the Corporation, subject to the right of the stockholders of the Corporation entitled to vote thereon to adopt, amend or repeal by-laws of the Corporation.

Eighth: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, does make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true. Accordingly, I have hereunto set my hand this 2nd day of September, 1992.


Janie Tong Kuo



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:
WEATHERFORD/LAMB, INC.

Reg. No: 1,192,984

Int. Class: 6

Mark: **EL (Stylized)**

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§
§
§
§
§
§

Atty. Dkt: 13120.0019.TMUS00 (WALI:019)

DECLARATION OF JILL A. MCWHIRTER

STATE OF TEXAS §
§
COUNTY OF HARRIS §

On this day, Jill A. McWhirter appeared before me, the undersigned notary public, and after I administered an oath to her, upon her oath, she said:

1. My name is Jill A. McWhirter. I am employed by the law firm of Howrey, Simon, Arnold & White LLP and am the trademark attorney of record for Weatherford/Lamb, Inc., for the above-referenced registration. I am above the age of 21 and am competent to testify regarding the matters stated herein. I have knowledge of the matters contained herein based on my legal representation of Weatherford/Lamb, Inc.

2. Attached hereto are true and correct copies of the Certificate of merger Merging Production Oil Tools, Inc. and EVI Oil Tools, Inc. into EVI-Highland Pump Company with an amended change of name to EVI Oil Tools, Inc.”

FURTHER, AFFIANT SAYETH NOT.

Jill A. McWhirter
Jill A. McWhirter

SUBSCRIBED AND SWORN TO BEFORE ME on 3-29-02 to certify
which witness by hand and official sea.

Marty Miles
Notary Public in and for the
State of Texas

My Commission Expires: 1-31-04

[SEAL]

