

09-05-2002

U.S. DEPARTMENT OF COMMERCE
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



102211822

To the Honorable Commissioner c

attached original document or copy thereof.

1. Name of conveying party(ies):

GEOGRAPHIX, INC.
1860 Blake Street, Suite 900
Denver, CO 80202

88-06-02

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

LANDMARK GRAPHICS CORPORATION
2101 CityWest Blvd.
Houston, Texas 77042-2827

- Individual(s)
- General Partnership
- Corporation-State - Colorado
- Other

- Association
- Limited Partnership

- Individual
- General Partnership
- Corporation-State Delaware
- Other
- Citizenship

- Association
- Limited Partnership

3. Nature of Conveyance:

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

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

Execution Date: September 24, 1999

4. Application number(s) or registration number(s). Additional sheet attached?

Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1958020

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

Name: Carolyn Sue Waldo
Internal Address: Halliburton Energy Services, Inc.
1-B-121
Street Address: 2601 Beltline Road
City: Carrollton
State: TX Zip: 75006

6. Number of applications and registrations involved:

1

7. Amount of fee enclosed or authorized to be charged: \$
Required Fees

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 08-0300

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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.

Carolyn Sue Waldo

Carolyn S. Waldo

8/2/02

Name of Person Signing

Signature

Date

Total number of pages including cover sheet: 5

OMB No. 0651-0011 (exp.4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information:

Commissioner of Patent and Trademarks

Box Assignments

Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

Delaware

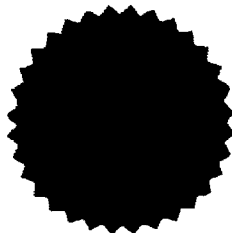
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GEOGRAPHIX, INC.", A COLORADO CORPORATION,
WITH AND INTO "LANDMARK GRAPHICS CORPORATION" UNDER THE NAME OF "LANDMARK GRAPHICS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1999, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF OCTOBER, A.D. 1999.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1917561

DATE: 08-02-02

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 09/30/1999
991413179 - 2639412

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
GEOGRAPHIX, INC.
WITH AND INTO
LANDMARK GRAPHICS CORPORATION,**

LANDMARK GRAPHICS CORPORATION, a corporation organized and existing under the laws of Delaware ("Landmark"), does hereby certify:

1. Landmark was incorporated on June 28, 1996 pursuant to the Laws of the State of Delaware.
2. Landmark owns all of the issued and outstanding shares of each class of stock of GeoGraphix, Inc. ("GeoGraphix"), a corporation incorporated on November 16, 1984 under the laws of the State of Colorado.
3. The Board of Directors of Landmark, by the unanimous written consent of its members on September 24, 1999 filed with the minutes of the Board of Directors, determined to merge GeoGraphix with and into Landmark (the "Merger"), effective as of the close of business at the registered office of GeoGraphix in the State of Colorado on October 1, 1999. A copy of such resolutions is attached hereto as Exhibit A.
4. The surviving corporation of the Merger is Landmark.
5. An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 15150 Memorial Drive, Houston, Texas 77079.

IN WITNESS WHEREOF, Landmark Graphics Corporation has caused this Certificate to be signed by a duly authorized officer as of the 24th day of September, 1999.

LANDMARK GRAPHICS CORPORATION
a Delaware corporation

By: Name: Michael A. WeberpalTitle: Corporate Secretary

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Exhibit A

OFFICER'S CERTIFICATE**LANDMARK GRAPHICS CORPORATION**

I, Michael A. Weberpal, Secretary of Landmark Graphics Corporation, a Delaware corporation (the "Corporation"), do hereby certify that the following resolution was adopted by the Board of Directors of the Corporation on September 24, 1999, and that such resolution has not been amended, modified or rescinded and is in full force and effect as of the date hereof:

WHEREAS, GeoGraphix, Inc. ("GeoGraphix"), a wholly owned subsidiary corporation of the Company, is organized and existing under the laws of the State of Colorado, having been incorporated on November 16, 1984; and

WHEREAS, the Board of Directors of the Company has determined that it is desirable to merge GeoGraphix into the Company (such merger being hereinafter referred to as the "Merger");

RESOLVED, that the Merger of GeoGraphix with and into the Company and the related transactions contemplated in the Agreement and Plan of Merger to be entered into between the Company and GeoGraphix (the "Plan of Merger") in substantially the form as Exhibit "A", attached hereto, be and hereby is approved; and further

RESOLVED, that the form and content of the Certificate of Ownership and Merger to be filed in the office of the Secretary of State of Delaware in substantially the form as Exhibit "B", attached hereto, with such changes as are hereinafter authorized, are hereby approved; and further

RESOLVED, that the form and content of the Articles of Merger to be filed in the office of the Secretary of State of Colorado in substantially the form as Exhibit "C", attached hereto, with such changes as are hereinafter authorized, are hereby approved; and further

RESOLVED, that in accordance with the Plan of Merger and Section 332 of the Internal Revenue Code of 1986, as amended, the Merger will be characterized as the complete liquidation of GeoGraphix into the Company; and further

RESOLVED, that in connection with the implementation of the Plan of Merger and the consummation of the Merger pursuant to the terms of the Plan of Merger, the President, any Vice President or Secretary (the "Authorized Officers") be, and each hereby is, severally authorized, on behalf of the Company, to execute and deliver such documents, instruments and certificates as any such officer may deem necessary, desirable or advisable to consummate or evidence the Merger; and further

RESOLVED, that following the filing of the Certificate of Ownership and Merger in accordance with Section 253 of the General Corporation Law of Delaware, GeoGraphix shall be merged with and into the Company effective as of the close of business at GeoGraphix's registered office in the State of Delaware on October 1, 1999 (the "Effective Time"), the separate corporate existence of GeoGraphix shall cease, the

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Company shall continue as the Surviving Corporation, and all rights, franchises and interests of GeoGraphix and the Company, respectively, in and to every type of property, whether real, personal or mixed, shall be transferred to and vested in the Company by virtue of the merger without any deed or other transfer (the Company as the surviving corporation after the Merger is sometimes referred to herein as the "Surviving Corporation"); and further

RESOLVED, that at the Effective Time, by virtue of the merger and without any action on the part of the Company, each outstanding share of the common stock of GeoGraphix shall be cancelled and retired; and further

RESOLVED, that the Secretary or any Assistant Secretary of the Company is hereby authorized, on behalf of the Company, to certify and attest any documents which he may deem necessary or appropriate to consummate the transactions contemplated by these resolutions, provided that such attestation shall not be required for the validity of any such documents; and further

RESOLVED, that any and all actions taken by any of the officers or representatives of the Company in connection with the transactions contemplated herein, for and on behalf and in the name of the Company, prior to the adoption of these resolutions, are hereby ratified, confirmed, and approved in all respects for all purposes.

Dated: September 24, 1999


Michael A. Weberpal
Secretary