

09-23-2002

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



To the Honorable Commissioner of Patents

102229179

of the original document or copy thereof.

1. Name of conveying party(ies):
DIAMANT BOART STRATABIT (USA), INC.
DB STRATABIT (USA), INC.
3000 North Sam Houston Parkway East
Houston, Texas 77032

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

9.9.02

2. Name and address of receiving party(ies):
HALLIBURTON ENERGY SERVICES, INC.
2601 Beltline Road
Carrollton, Texas 75006

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

3. Nature of Conveyance:

Assignment Change of Name
 Security Agreement Merger
 Other

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

Yes
 No

Execution Date: October 28, 1999

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1525248, 1366324

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:
2

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

09/20/2002 6TOM11 00000246 080300 1525248

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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* 9/5/02
Name of Person Signing Signature Date

Total number of pages including cover sheet: 17

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.

HALLIBURTON ENERGY SERVICES, INC.

Certificate of Assistant Secretary

I, the undersigned, being the duly elected and qualified Assistant Secretary of Halliburton Energy Services, Inc., a Delaware corporation ("HESI"), do hereby certify the following:

- (1) that on or about October 31, 1997, DB Stratabit, Inc. and DB Stratabit (USA), Inc., formerly subsidiaries of Dresser Industries, Inc., were liquidated, and the operations of both entities began operating through a newly created division, the Security/DBS Division.
- (2) that effective September 28, 1998, Dresser Industries, Inc. merged with Halliburton N.C., Inc. and the surviving company was Dresser Industries, Inc. ("DII").
- (3) that effective January 31, 1999 DII contributed all of the assets of the Security/DBS Division to HESI.

WITNESS MY HAND AND SEAL of office this 18th day of October, 1999.

Halliburton Energy Services, Inc.

By: 
 C. H. White
 Assistant Secretary

STATE OF TEXAS

§
§
§

COUNTY OF HARRIS

SUBSCRIBED AND SWORN TO, before me, the undersigned Notary Public, by C. H. White, known to me to be the Assistant Secretary of Halliburton Energy Services, Inc., and who acknowledged to me that he had executed the foregoing instrument for and on behalf of said Company on his free accord, in his official capacity and as the act and deed of said Company this 18th day of October, 1999.


 Notary Public, State of T E X A S

TO: Halliburton Energy Services, Inc.

FROM: David J. Lesar
Executive Vice President
Dresser Industries, Inc.

SUBJECT: Contribution of Assets

DATE: January 31, 1999

Please accept this memo as further evidence that effective at 5:30 p.m. CST on January 31, 1999, Dresser Industries, Inc. ("DII") contributed the capital stock of Dresser Corporation and all of the assets of DII that are (i) general corporate assets not related to a group or Division and (ii) that are assets of the Energy Group including Baroid Drilling Fluids Division, Dresser Oil Tools Division, Security DBS Division, Dresser Wheatley Division, Metals Division and Sperry-Sun Division to Halliburton Energy Services, Inc. in consideration of the sum of ten dollars (\$10.00) and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged and further the assumption by Halliburton Energy Services, Inc. of (x) the DII debt payable to Dresser Corporation and (y) the liabilities and obligations of DII that relate to the Energy Group, together with all other non-Dresser Equipment Group liabilities and obligations.

DII specifically excludes all other assets from this contribution including (i) the capital stock of DII's subsidiaries other than the capital stock Dresser Corporation contributed above, (ii) the assets of the Dresser Equipment Group (such assets having been previously contributed to Dresser Equipment Group, Inc.), including the DMD Division, Roots Division, Waukesha Engine Division, Valve Division, Instrument Division and Wayne Division and (iii) DII's interest in the Dresser-Rand Company and Ingersoll-Dresser Pump Company Partnerships pending the written amendment of such partnership agreements consistent with the previous oral agreement to so amend.



David J. Lesar
Executive Vice President



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State of Delaware
Office of the Secretary of State PAGE 1

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 MERGER, WHICH MERGES:

"HALLIBURTON N.C., INC.", A DELAWARE CORPORATION,
WITH AND INTO "DRESSER INDUSTRIES, INC." UNDER THE NAME OF "DRESSER INDUSTRIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1998, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

0499416 8100M

981376958

AUTHENTICATION: 9327935

DATE: 09-29-98

TRADEMARK
REEL: 2586 FRAME: 0511

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 DISSOLUTION OF "DB STRATABIT, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 1997, AT 9:11 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

2258588 8100

971368612

AUTHENTICATION:

8731990

DATE:

10-30-97

TRADEMARK
REEL: 2586 FRAME: 0512

**CERTIFICATE OF DISSOLUTION
OF DB STRATABIT, INC.
BY WRITTEN CONSENT
OF ALL STOCKHOLDERS ENTITLED TO VOTE**

DB STRATABIT, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name of the corporation is DB STRATABIT, INC.

SECOND: That dissolution was authorized on October 20, 1997.

THIRD: That dissolution has been duly authorized by the sole stockholder of the corporation entitled to vote on a dissolution in accordance with subsection (c) of Section 275 of the General Corporation Law of the State of Delaware, and that this Certificate of Dissolution shall be effective on October 30, 1997.

FOURTH: That the names and addresses of the directors and officers of DB STRATABIT, INC. are as follows:

DIRECTORS

<u>Name</u>	<u>Address</u>
Clint E. Ables	5112 Summit Hill Dallas, Texas 75287
David R. Smith	5703 Plumtree Dallas, Texas 75252
Rebecca R. Morris	1718 Fourteenth Place Plano, Texas 75074

OFFICERS

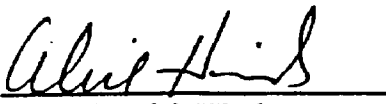
<u>Name</u>	<u>Office</u>	<u>Address</u>
Patrick M. Murray	Chairman	The Madison, Apt. No. 1516 4606 Cedar Springs Dallas, Texas 75219
Edward C. Spatz	President	3445 Haynie Avenue Dallas, Texas 75205
Clint E. Ables	Vice President	5112 Summit Hill Dallas, Texas 75287
George H. Juetten	Vice President and Treasurer	5435 Preston Fairways Circle Dallas, TX 75252
S. Neil Bishkin	Vice President	4914 Heatherbrook Dallas, Texas 75244
Rebecca R. Morris	Vice President and Secretary	1718 Fourteenth Place Plano, Texas 75074
Albert O. Cornelison	Vice President - Litigation	5400 Kinross Drive Plano, TX 75093
David R. Smith	Vice President - Tax	5703 Plumtree Dallas, Texas 75252
Eugene A. Fisher	Vice President - Tax Administration	514 North Collins Road Sunnyvale, TX 75182
Alice (Ande) Hinds	Assistant Secretary	3617 Granada Dallas, TX 75205
Patricia K. Suttles	Assistant Secretary	2206 East Fieldcircle Missouri City, Texas 77459
Donald H. Newman	Assistant Treasurer	2216 Canyon Creek Pl. Richardson, Texas 75080
Richard T. Kernan	Assistant Treasurer	5913 Loch Lomond Drive Plano, TX 75093

IN WITNESS WHEREOF, said DB STRATABIT, INC., has caused this certificate to be signed by Rebecca R. Morris, its Vice President, and attested by Alice (Ande) Hinds, its Assistant Secretary, this 30th day of October, 1997.

DB STRATABIT, INC.

By: 
Rebecca R. Morris
Vice President

ATTEST:

By: 
Alice (Ande) Hinds
Assistant Secretary

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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 DISSOLUTION OF "DB STRATABIT (USA) INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 1997, AT 9:10 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2128599 8100

DATE:

8731964

971368607

TRADEMARK 0-710-97

REEL: 2586 FRAME: 0516

**CERTIFICATE OF DISSOLUTION
OF DB STRATABIT (USA), INC.
BY WRITTEN CONSENT
OF ALL STOCKHOLDERS ENTITLED TO VOTE**

DB STRATABIT (USA), INC., a corporation organized and existing under the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name of the corporation is DB STRATABIT (USA), INC.

SECOND: That dissolution was authorized on October 30, 1997.

THIRD: That dissolution has been duly authorized by the sole stockholder of the corporation entitled to vote on a dissolution in accordance with subsection (c) of Section 275 of the General Corporation Law of the State of Delaware, and that this Certificate of Dissolution shall be effective on October 30, 1997.

FOURTH: That the names and addresses of the directors and officers of DB STRATABIT (USA), INC. are as follows:

DIRECTORS

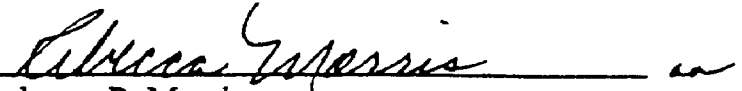
<u>Name</u>	<u>Address</u>
Clint E. Ables	5112 Summit Hill Dallas, Texas 75287
David R. Smith	5703 Plumtree Dallas, Texas 75252
Rebecca R. Morris	1718 Fourteenth Place Plano, Texas 75074

OFFICERS

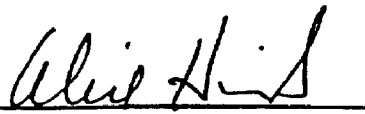
<u>Name</u>	<u>Office</u>	<u>Address</u>
Edward C. Spatz	President	3445 Haynie Avenue Dallas, Texas 75205
Clint E. Ables	Vice President	5112 Summit Hill Dallas, Texas 75287
George H. Juetten	Vice President and Treasurer	5435 Preston Fairways Circle Dallas, TX 75252
S. Neil Bishkin	Vice President	4914 Heatherbrook Dallas, Texas 75244
Rebecca R. Morris	Vice President and Secretary	1718 Fourteenth Place Plano, Texas 75074
Albert O. Cornelison	Vice President - Litigation	5400 Kinross Drive Plano, TX 75093
David R. Smith	Vice President - Tax	5703 Plumtree Dallas, Texas 75252
Eugene A. Fisher	Vice President - Tax Administration	514 North Collins Road Sunnyvale, TX 75182
Alice (Ande) Hinds	Assistant Secretary	3617 Granada Dallas, TX 75205
Patricia K. Suttles	Assistant Secretary	2206 East Fieldcircle Missouri City, Texas 77459
Donald H. Newman	Assistant Treasurer	2216 Canyon Creek Pl. Richardson, Texas 75080
Richard T. Kernan	Assistant Treasurer	5913 Loch Lomond Drive Plano, TX 75093

IN WITNESS WHEREOF, said DB STRATABIT (USA), INC., has caused this certificate to be signed by Rebecca R. Morris, its Vice President, and attested by Alice (Ande) Hinds, its Assistant Secretary, this 30th day of October, 1997.

DB STRATABIT (USA), INC.

By: 
Rebecca R. Morris
Vice President

ATTEST:

By: 
Alice (Ande) Hinds
Assistant Secretary

A:ALIQCERT-DIS.DE

STOCK PURCHASE AND ASSIGNMENT AGREEMENT

This STOCK PURCHASE AND ASSIGNMENT AGREEMENT (this "Agreement") is made and entered into on the 5th day of April, 1991, among Baroid Corporation, a corporation organized under the laws of the State of Delaware of the United States of America ("Baroid"), DB Stratabit, Inc., a corporation organized under the laws of the State of Delaware of the United States of America and a wholly owned subsidiary of Baroid (the "Purchaser"), and Diamant Boart S.A., a limited liability company organized under the laws of Belgium ("Seller").

W I T N E S S E T H:

WHEREAS, Diamant Boart Stratabit S.A., a limited liability company organized under the laws of Belgium (the "Company"), together with the Transferred Subsidiaries (as hereinafter defined), presently conducts the business of developing, manufacturing, selling, renting and marketing steel-body and matrix diamond drill bits and downhole tools, and providing coring products and services (such business as presently conducted, the "Business").

WHEREAS, Seller is the record and beneficial owner of all of the issued and outstanding shares of capital stock of the Company constituting in the aggregate 1,149,150 common shares (the "Shares"), of which 574,575 common shares have been purchased as of the date hereof by Seller from Sandvik Invest AB, a limited liability company organized under the laws of Sweden ("Sandvik Invest") and a wholly owned subsidiary of Sandvik AB, a limited liability company organized under the laws of Sweden ("Sandvik"), pursuant to the terms of a Stock Purchase Agreement dated even date herewith by and among Seller, Sandvik and Sandvik Invest (the "Sandvik Purchase Agreement"), an originally executed copy of which has been delivered to Purchaser and Baroid, and receipt of which they hereby acknowledge.

WHEREAS, pursuant and subject to the terms of the Sandvik Purchase Agreement, Seller has the right to assign to Purchaser the benefits of the Sandvik Purchase Agreement, and the rights of Seller against Sandvik and Sandvik Invest thereunder, whereupon Sandvik, Sandvik Invest and Seller shall be directly liable, on a joint and several basis, to Purchaser and Baroid with respect to certain obligations thereunder including, without limitation, the indemnification obligations thereunder, and whereupon the covenants of Sandvik and Sandvik Invest, including without limitation a non-competition covenant contained in the Sandvik Purchase Agreement, shall run to the benefit of Purchaser and Baroid.

WHEREAS, Seller desires to sell, assign and deliver ("Transfer") to Purchaser, and Baroid and Purchaser desire that Purchaser purchase and accept from Seller, the Shares upon the terms and subject to the conditions set forth in this Agreement.

WHEREAS, in consideration of such purchase, Purchaser further desires, and Seller has agreed, that Seller assign to Purchaser all of Seller's rights under the Sandvik Purchase Agreement.

NOW, THEREFORE, in consideration of the mutual promises hereinafter set forth and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereto, upon the terms and subject to the conditions herein, agree as follows:

I. PURCHASE AND SALE OF SHARES AND ASSIGNMENT

1.1 Purchase and Sale of Shares. Upon the terms and subject to the conditions set forth in this Agreement, Seller hereby Transfers to Purchaser, and Purchaser hereby purchases and accepts from Seller, the Shares.

1.2 Assignment. Seller hereby irrevocably and unconditionally assigns to Baroid and Purchaser all of Seller's rights, benefits and remedies under the Sandvik Purchase Agreement (including, without limitation, the rights to indemnification under Article VII thereof and the covenants set forth in Section 8.7 thereof), effective as of the date hereof, in exchange for the consideration described below, it being understood that neither Baroid nor Purchaser shall assume any of Seller's obligations under the Sandvik Purchase Agreement.

II. PURCHASE PRICE

2.1. Closing Payment. Subject to adjustment as set forth in Sections 2.2 and 2.3 hereof at the Closing, Baroid shall deliver or cause the Purchaser to, and the Purchaser shall, deliver to Seller the aggregate consideration as follows (the "Purchase Price"): (i) against delivery of the Shares and of an instrument of assignment of the Sandvik Purchase Agreement, duly executed by Seller and substantially in the form of Exhibit H hereto and acknowledged and agreed to by Sandvik and Sandvik Invest (the "Instrument of Assignment") (a) in immediately available funds (in United States Dollars) to Seller or Seller's order, by bank wire transfer to an account or accounts at a bank or banks specified by Seller prior to the Closing, and (b) warrants at an exercise price of _____ per share in substantially the form attached hereto as Exhibit A to acquire up to _____ shares in the aggregate of the common stock, par value _____ per share, of Baroid in the denominations and in the names of Seller and Sandvik (the "Warrants") of

IN WITNESS WHEREOF, the parties hereto have executed this Agreement the day and year first above written in three originals of which each party acknowledges receipt.

BAROID CORPORATION

By /s/ Robert J. Leidich
Name: Robert J. Leidich
Title: Vice President

DB STRATABIT, INC.

By /s/ Robert J. Leidich
Name: Robert J. Leidich
Title: Vice President

DIAMANT BOART S.A.

By /s/ Philippe Liotier
Name: Philippe Liotier
Title: Managing Director

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, STRATA BIT CORPORATION, having its principal place of business at 15955 West Hardy, Houston, Texas 77060 (hereinafter referred to as "ASSIGNOR") is desirous of transferring whatever right, title and interest ASSIGNOR owns in U.S. Trademark Registration No. 1,366,324, issued October 22, 1985 for the Mark: "PD".

WHEREAS, DIAMANT BOART-STRATABIT (USA) INC., a Delaware corporation, having its principal place of business at 15955 West Hardy, Houston, Texas 77060 (hereinafter referred to as "ASSIGNEE") is desirous of acquiring ASSIGNOR's interest in and to U.S. Registration No. 1,366,324.

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable considerations to ASSIGNOR, the receipt of which is hereby acknowledged, ASSIGNOR has agreed to and does hereby assign unto the said ASSIGNEE whatever right, title and interest ASSIGNOR owns in and to U.S. Registration No. 1,366,324 together with the goodwill of the business symbolized by the Mark: "PD".

ASSIGNOR authorizes the Commissioner of Patents of the United States, and any Official of any foreign country or countries, whose duty it is to issue registrations for trademarks or other evidence or forms of industrial property protection, to issue them to ASSIGNEE in accordance with the terms of this instrument.

IN TESTIMONY WHEREOF, I hereby set my hand this
29th day of February, 1988.

STRATA BIT CORPORATION

By Ed B. Williams
Ed B. Williams
President

Subscribed and Sworn to before me, a Notary Public this
29th day of February, 1988.

Rose M. Davis
ROSE M. DAVIS
My Commission Expires: 10-05-91

RECORDED
PATENT & TRADE-MARK OFFICE

HNR - 8 1988

[Handwritten signature]

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

Mark: CLAW
PD

Reg. No. 1525248
Reg. No. 1366324

Box Assignment
Assistant Commissioner for Trademarks
Washington, D.C. 20231

Dear Sir:

Transmitted herewith are the following:

- 1) Assignment from Diamant Boart Stratabit, (USA), Inc. and DB Stratabit (USA), Inc. to Halliburton Energy Services, Inc.
- 2) Assignment Recordation Form Cover Sheet
- 3) A self-addressed postcard to acknowledge receipt

Please charge any required amounts due to Deposit Account 08-0300.

Halliburton Energy Services, Inc.

Carolyn S. Waldo
Carolyn S. Waldo

9/5/02
Date

HALLIBURTON ENERGY SERVICES, INC.

2601 Beltline Road
Bldg. 1-B, Room 121
Carrollton, TX 75006
(972) 478-5127

CERTIFICATE OF MAILING BY "First Class Mail"

I hereby certify that this paper or fee is being deposited with the United States Postal Service "First Class Mail to Addressee" on the date indicated below and is addressed to Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513.

Carolyn S. Waldo
Signature of Person Mailing

9/5/02
Date