


ASSIGNMENT OF REGISTERED TRADEMARKS

WHEREAS, IRI International Corporation, a Delaware corporation, with offices at 10000 Richmond Avenue, Houston Texas 77042 (hereafter called "Assignor"), is the owner of the all rights, title, and interest in and to the following trademarks, United States and foreign registrations therefor, and all common law rights in said trademarks and/or associated with the trademarks covered by the following registrations (collectively "Trademarks"):

Trademark	Registration Number	Date	Country
CARDWELL	TMA265477	December 31, 1981	Canada
HYDRA CAT	1,857,180	October 4, 1994	United States
IDECO	1,989,949	July 30, 1996	United States
	1,989,950	July 30, 1994	United States

WHEREAS, National-Oilwell, L.P. a Delaware Limited Partnership, with offices at 10000 Richmond Avenue, Suite 400, Houston, Texas 77042-4200 (hereafter called "Assignee"), is desirous of acquiring the Assignor's right, title and interest in and to each of said Trademarks;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to it in hand paid, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers unto Assignee, its successors and assigns, Assignor's entire right, title and interest in and to said Trademarks, together with the goodwill of the business symbolized by and associated with said Trademarks, and together with any and all rights and causes of action (including damages recoverable thereby) for past, present, and future unauthorized use of said Trademarks, including but not limited to all rights and causes of action for infringement and unfair competition.

Assignor further covenants that it or its representative will, upon request, but without expense to it, do all other lawful acts necessary to enable Assignee to obtain, maintain and enforce full benefits from the rights and interests herein assigned. This assignment shall be binding on the successors and assigns of Assignor and shall inure to the benefit of the successors and assigns of Assignee.

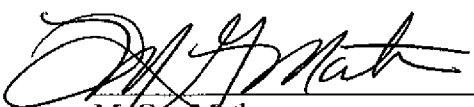
EXECUTED this the 24th day of January, 2003 but effective for all purposes the 1st day of January 2002.

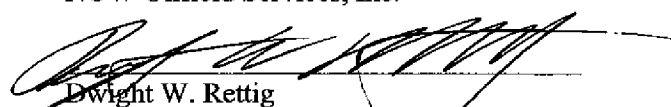
ASSIGNOR

ASSIGNEE

IRI INTERNATIONAL CORPORATION

NATIONAL-OILWELL, L.P.
by its general partner
NOW Oilfield Services, Inc.


M. Gay Mather
Secretary

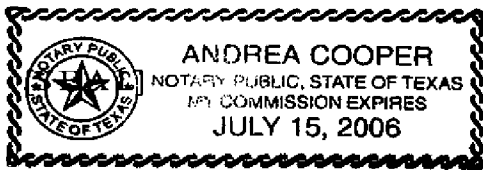

Dwight W. Rettig
Assistant Secretary and General Counsel

ASSIGNMENT OF TRADEMARKS - Continued

BEFORE ME, the undersigned, a Notary Public in and for the State of Texas, on this day personally appeared M. Gay Mather, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said IRI INTERNATIONAL CORPORATION, a Delaware corporation, and that she executed the same as the act and deed of such corporation and for the purpose and consideration therein expressed and in the capacity therein stated.

Further, on this day personally appeared Dwight W. Rettig, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said NATIONAL-OILWELL, L.P., a Delaware Limited Partnership, and that he executed the same as the act and deed of such Limited Partnership and for the purpose and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 24th day of January, 2003.



Andrea Cooper

Notary Public in and for the
State of TEXAS