

11-01-2002  
102268474

T U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record

ments or copy thereof.

1. Name and address of conveying party(ies)

Harrisburg/Woolley, Inc.  
12000 W. Little York Road  
Houston, Texas 77041

10-28-02

- Individual
- General Partnership
- Corporation-State of Delaware
- Other \_\_\_\_\_

- Association
- Limited Partnership

Additional name(s) and address(es) attached?  Yes  No

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

Name: Phoenix Energy Services, Inc.

Internal Address:

Street Address: 12000 West Little York Road  
Box 2108

City/State/Zip: Houston, Texas 77252

- Individual
- General Partnership
- Corporation-State of Delaware
- Other \_\_\_\_\_

- Association
- Limited Partnership

3. Nature of conveyance:

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

Execution Date: December 19, 1995

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) and address(es) attached?  Yes  No

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

Mark if additional numbers attached

A. Trademark Application No.(s):

Trademark Registration No.(s):

2,010,072

FINANCE SECTION

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

JONATHAN PIERCE  
Conley, Rose & Tayon, P.C.  
P. O. Box 3267  
Houston, Texas 77253-3267  
Telephone: (713) 238-8000  
Facsimile: (713) 238-8008

6. Total number of applications and trademarks involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Any deficiencies or overpayments are authorized to be charged to or credited to deposit account

8. Deposit Account Number: 03-2769

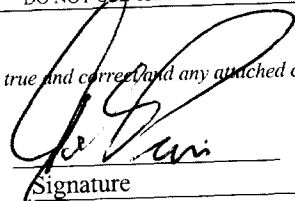
(Attach duplicate copy of this page if paying by deposit account)

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.

JONATHAN PIERCE  
Name of Person Signing



October 22, 2002  
Date

10/31/2002 LMUELLER 00000245 032769 2010072  
01 FC:8521 40.00 CH

Total number of pages including cover sheet, attachments and document: 3

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 OWNERSHIP, WHICH MERGES:

"HARRISBURG/WOOLLEY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PHOENIX ENERGY SERVICES, INC." UNDER THE NAME OF "PHOENIX ENERGY PRODUCTS, 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 DECEMBER, A.D. 1995, AT 9 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:

DATE: 7772983

12-29-95

2447420 8100M

TRADEMARK

REEL: 002608 FRAME: 0621

Jan. 8. 1996 3:24PM GIBSON DUNN & CRUTCHER LLP

No. 8755 P. 3/10  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/29/1995  
950312526 - 2447420

**CERTIFICATE OF OWNERSHIP AND MERGER,**

merging

**HARRISBURG/WOLLEY, INC.,**  
a Delaware corporation,


with and into its sole shareholder,

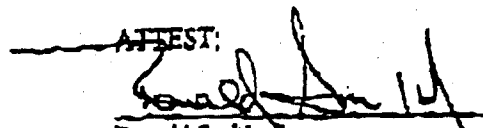
**PHOENIX ENERGY SERVICES, INC.,**  
a Delaware corporation

The undersigned, being the President and Secretary of Phoenix Energy Services, Inc., do hereby certify, swear and affirm the following with respect to the merger (the "Merger") of Harrisburg/Woolley, Inc., a Delaware corporation ("Harrisburg"), with and into its sole shareholder, Phoenix Energy Services, Inc., a Delaware corporation ("Phoenix"):

1. Attached hereto as Exhibit A is a true and correct copy of the resolutions of the Board of Directors of Phoenix approving and the Merger, adopted as of December 29, 1995.
2. The Effective Date of the Merger shall be December 31, 1995.
3. Phoenix shall be the surviving corporation, and the Certificate of Incorporation and Bylaws of Phoenix shall be the Certificate of Incorporation and Bylaws of the surviving corporation.
4. The name of Phoenix shall be changed to "Phoenix Energy Products, Inc." on the Effective Date.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of December 29, 1995.

  
Gerald Haga, President

ATTEST:  
  
Ronald Smith, Secretary

EA85530.102/2

DEC 29 1995 3:24PM

GIBSON DONN & CRUTCHER DWR

3124740448

No. 8755

P. 2/10

P. 02/15

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 OWNERSHIP, WHICH MERGES:

"HARRISBURG/WOLLEY, INC.", A DELAWARE CORPORATION, WITH AND INTO "PHOENIX ENERGY SERVICES, INC." UNDER THE NAME OF "PHOENIX ENERGY PRODUCTS, 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 DECEMBER, A.D. 1995, AT 9 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:

DATE: 7772983

12-29-95

2447420 8100M

TRADEMARK

REEL: 002608 FRAME: 0623

Jan. 8. 1996 3:24PM GIBSON DOWN & CRUTCHER DWR

No. 8755 P. 3/10  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/29/1995  
950312526 - 2447420

**CERTIFICATE OF OWNERSHIP AND MERGER,**

merging

**HARRISBURG/WOOLLEY, INC.,**  
a Delaware corporation,


with and into its sole shareholder,

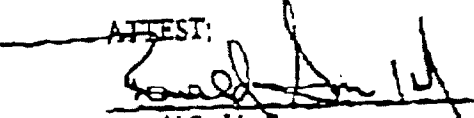
**PHOENIX ENERGY SERVICES, INC.,**  
a Delaware corporation

The undersigned, being the President and Secretary of Phoenix Energy Services, Inc., do hereby certify, swear and affirm the following with respect to the merger (the "Merger:") of Harrisburg/Woolley, Inc., a Delaware corporation ("Harrisburg"), with and into its sole shareholder, Phoenix Energy Services, Inc., a Delaware corporation ("Phoenix"):

1. Attached hereto as Exhibit A is a true and correct copy of the resolutions of the Board of Directors of Phoenix approving and the Merger, adopted as of December 29, 1995.
2. The Effective Date of the Merger shall be December 31, 1995.
3. Phoenix shall be the surviving corporation, and the Certificate of Incorporation and Bylaws of Phoenix shall be the Certificate of Incorporation and Bylaws of the surviving corporation.
4. The name of Phoenix shall be changed to "Phoenix Energy Products, Inc." on the Effective Date.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of December 29, 1995.

  
Gerald Hage, President

ATTEST:  
  
Ronald Smith, Secretary

EA25500102/2\*