

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

01-10-2003



102333816

or copy thereof.

To the Honorable Commissioner of Patents and Trademarks, P.
OFFICE OF PUBLIC RECORD

1. Name of conveying party(ies):

WELLDYNAMICS, INC. f/k/a PES, INC.
445 Woodline Drive
Spring, Texas 77386

2002 DEC 17 AM 9:58

FINANCE SECTION

- Individual(s)
 General Partnership
 Corporation- Texas
 Other

- Association
 Limited Partnership

12-17-02

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

HALLIBURTON ENERGY SERVICES, INC.
2601 Beltline Road
Carrollton, Texas 75006

- 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: December 11, 2002

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

Yes X No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2570764

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 : 08-0300

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
Name of Person Signing

Carolyn S. Waldo
Signature

12/12/02
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.

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TRADEMARK
REEL: 002646 FRAME: 0318

TRADEMARK ASSIGNMENT

WHEREAS, WELLDYNAMICS, INC., a corporation of the State of Texas, having an address at 445 Woodline Drive, Spring, Texas 77386 USA (hereinafter called "ASSIGNOR") is the owner, by assignment or agreement, of all right, title and interest in and to the United States Trademark Registration entitled "PES" registration number 2570764, Current registration date May 21, 2002 (hereinafter referred to as "TRADEMARK").

WHEREAS, HALLIBURTON ENERGY SERVICES, INC., a corporation of the State of Delaware, having an address at 2601 Beltline Road, Carrollton, Texas 75006 USA., (hereinafter called "ASSIGNEE"), is desirous of acquiring the ASSIGNOR'S entire right, title and interest in and to said TRADEMARK and the goodwill connected therewith.

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby Sell, Assign, and Transfer to ASSIGNEE, its successors and assigns ASSIGNOR'S entire worldwide right, title and interest in and to said TRADEMARK together with the goodwill connected therewith, and the right to recover for past infringements of TRADEMARK, the same to be held and enjoyed by the ASSIGNEE for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives;

ASSIGNOR hereby covenants that it has the full right to convey the interest in said TRADEMARK herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith;

ASSIGNOR further agrees to execute and deliver, from time to time, all further instruments of conveyance, assignment and further assurances and perform all such other acts as may reasonably be required to transfer and assign all of ASSIGNOR'S right, title and interest in and to and under said TRADEMARK.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this assignment to be executed by its duly authorized officer as of this 11th day of December, 2002.

Amia Helary
WITNESS

De Wain
WITNESS

By: Jerry W. Wauters
Jerry W. Wauters
Director, Reservoir Solutions & Sales
WELLDYNAMICS, INC.

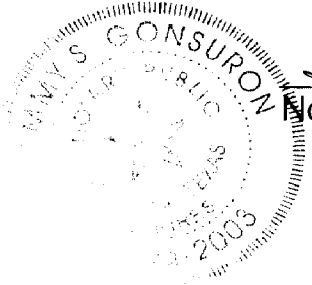
THE STATE OF Texas
COUNTY OF Harris

§
§
§

BEFORE ME, the undersigned authority, on this day personally appeared Jerry W. Wauters, Direct, Reservoir Solutions & Sales, WELLDYNAMICS, INC., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 11th day of December, 2002.

Sammy Snowdon
Notary Public





The State of Texas

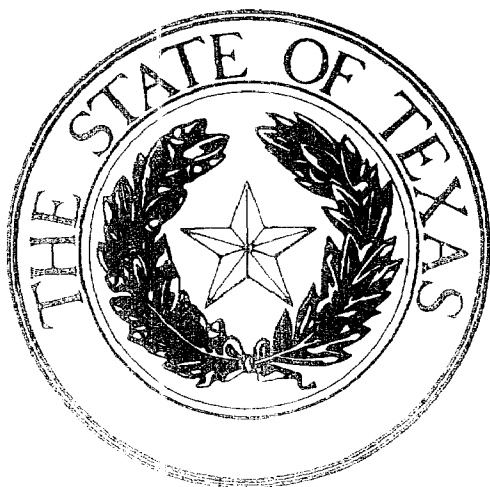
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

WELLDYNAMICS INC.
FORMERLY: PES INCORPORATED
FILE NO. 1335241-00

ARTICLES OF AMENDMENT

MAY 2, 2001



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 3, 2001.

Henry Cuellar
Secretary of State VT

TRADEMARK
REEL: 002646 FRAME: 0321

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PES INCORPORATED**

FILED
In the Office of the
Secretary of State of Texas
MAY 02 2001
Corporations Section

PES INCORPORATED (the "Corporation"), a corporation organized under the laws of the State of Texas, by its President and Secretary does hereby certify:

- 1. That by Unanimous Consent of the Board of Directors dated April 26, 2001, a resolution was passed declaring that the following change and amendment in the Articles of Incorporation is advisable:

WHEREAS, Article One of the Articles of Incorporation states "The name of this Corporation is PES Incorporated".

IT IS THEREFORE RESOLVED, that said Article One of the Articles of Incorporation be amended to read: "The name of this Corporation is WellDynamics Inc." and further

RESOLVED, that said amendment is advisable and the consent of the stockholder of this Corporation was called to take action on the foregoing resolution.

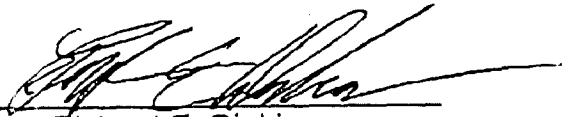
- 2. That pursuant thereto, by written consent dated April 26, 2001, the Corporation's stockholder, being the sole holder of all of the Corporation's 200,000 shares of issued stock, representing 100% of the voting power and entitled to vote on the adoption of said amendment, voted to amend the Articles of Incorporation so that the same shall read as follows and so that the following amended article shall in all respects take the place of the original Article One of the Articles of Incorporation of this Corporation and any and all amendments thereto:

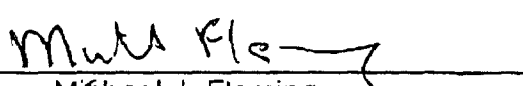
ARTICLE ONE


The name of this corporation is WellDynamics Inc.

Attest:

PES Incorporated

By: 
Richard E. Dinkins
Secretary

By: 
Michael J. Fleming
President

Approved
Law Department
BY: 
DATE: 