

3-7-03



102402794

To the Honorable Commissioner of Patents and

ginal documents or copy thereof.

1. Name(s) of conveying party(ies):

Tuboscope Vetco International, L.P.

- Individual(s)
- Association
- Limited Partnership of Texas
- Corporation
- General Partnership
- Other:

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: January 1, 2001

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

Name: Varco, L.P.

Address: 2835 Holmes Road
Houston, Texas 77051

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

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

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

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

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

1,275,804
1,268,912

Additional numbers attached? Yes No

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

Name: Christina J. Hieber

Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Christina J. Hieber

Name of person signing

Signature

March 7, 2003

Date

03/27/2003 INVTM 00000088 1275804

Total number of pages including cover sheet, attachments and documents: 5

01 FC:AS21 40.00 OP
02 FC:AS22 25.00 OP

State of Delaware
Office of the Secretary of State

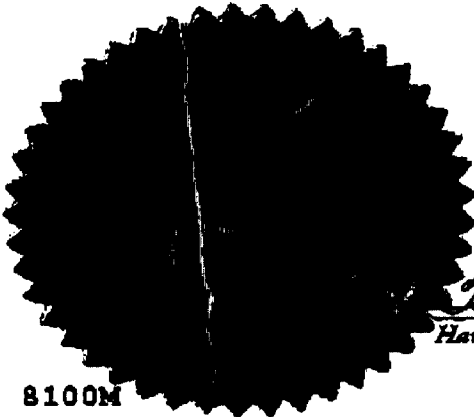
PAGE 1

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 MERGER, WHICH MERGES:

"TUBOSCOPE VETCO INTERNATIONAL, L.P.", A TEXAS LIMITED PARTNERSHIP,

WITH AND INTO "VARCO SYSTEMS, L.P." UNDER THE NAME OF "VARCO, L.P.", A LIMITED PARTNERSHIP 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. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3229081 8100M

AUTHENTICATION: 1114683

010214325

DATE: 05-03-01

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 09:00 AM 12/29/2000
 001657927 - 3229081

CERTIFICATE OF MERGER
 OF
 TUBOSCOPE VETCO INTERNATIONAL, L.P.
 (a Texas limited partnership)
 INTO
 VARCO SYSTEMS, L.P.
 (a Delaware limited partnership)

The undersigned limited partnership organized and existing under and by virtue of the Delaware Revised Uniform Limited Partnership Act, does hereby certify:

FIRST: That the name and state of organization of each of the constituent entities of the merger is as follows:

<u>Name of Limited Partnership</u>	<u>State</u>
Tuboscope Vetco International, L.P.	Texas
Varco Systems, L.P.	Delaware

SECOND: That an Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by TUBOSCOPE VETCO INTERNATIONAL, L.P., a Texas limited partnership ("Tuboscope"), and by VARCO SYSTEMS, L.P., a Delaware limited partnership ("Varco"), in accordance with the provisions of subsection (b) of Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

THIRD: That the name of the surviving entity shall be "Varco, L.P.," a Delaware limited partnership.

FOURTH: That the certificate of limited partnership of Varco Systems, L.P., as amended to reflect the same change of the surviving entity to Varco, L.P., shall be the certificate of limited partnership of the surviving entity.

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TRADEMARK
 REEL: 002701 FRAME: 0112

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of Varco, the surviving entity, at 2835 Holmes Road, Houston, Texas 77051.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by Varco, on request and without cost, to any partner of Tuboscope or any partner of Varco.

SEVENTH: That the effective date of the Merger shall be January 1, 2001.

[Signature Page Follows]

IN WITNESS WHEREOF, Varco has caused this certificate to be executed on the 20th day of December, 2000.

VARCO SYSTEMS, L.P.,
a Delaware limited partnership

By: ~~TUBO-FGS, LLC~~, a Delaware limited liability company, its General Partner

By: 

James F. Maroney III, Manager