

3-7-03

03-28-2003



To the Honorable Commissioner of Patent.

102402796

and original documents or copy thereof.

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

Drexel Holdings, Inc.

- Individual(s)
- Association
- Limited Partnership
- Corporation of Delaware
- 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: July 31, 1997

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

Name: Tuboscope Vetco International Inc.

Address: 2835 Holmes Road
Houston, Texas 77051

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation of Texas
- 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 BYRME 00000086 1275804

Total number of pages including cover sheet, attachments and documents: 7

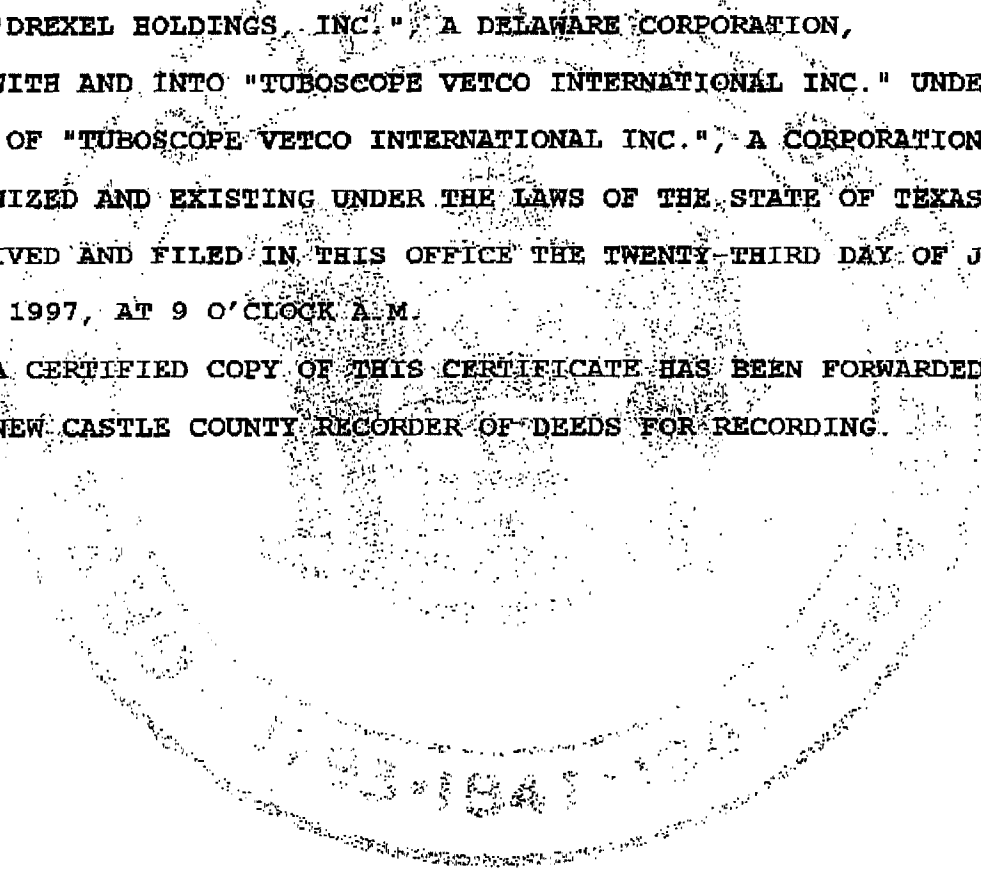
01 FC:0521 40.00 OP
02 FC:0522 25.00 OP

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:

"DREXEL HOLDINGS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "TUBOSCOPE VETCO INTERNATIONAL INC." UNDER THE NAME OF "TUBOSCOPE VETCO INTERNATIONAL INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF TEXAS, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF JULY, A.D. 1997, 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

2782933 8100M

971244609

AUTHENTICATION: 8597101

DATE: 08-08-97

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/23/1997
971244609 - 2062582

**CERTIFICATE OF MERGER
OF
DREXEL HOLDINGS, INC.
INTO
TUBOSCOPE VETCO INTERNATIONAL INC.**

**(PURSUANT TO SECTION 252 OF THE GENERAL
CORPORATION LAW OF DELAWARE)**

Tuboscope Vetco International Inc., a Texas corporation (the "Corporation"), does hereby certify:

1. The name and state of incorporation of each of the constituent corporations are:
 - a. Drexel Holdings, Inc., a Delaware corporation; and
 - b. Tuboscope Vetco International Inc., a Texas corporation.
2. A Plan of Merger has been approved, adopted, certified, executed and acknowledged by Corporation and by Drexel Holdings, Inc. in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is Tuboscope Vetco International Inc.
4. The certificate of incorporation of Corporation shall be the certificate of incorporation of the surviving corporation.
5. The surviving Corporation is a corporation of the State of Texas.
6. The executed Plan of Merger is on file at the principal place of business of Corporation at 2835 Holmes Road, Houston, Texas 77051.
7. A copy of the Plan of Merger will be furnished by Corporation, on request and without cost, to the shareholder of Drexel Holdings, Inc.
8. Corporation hereby agrees that it may be served with process in Delaware in any proceeding for enforcement of any obligation of Drexel Holdings, Inc., as well as for enforcement of any obligation of Corporation arising from the merger, including any suit or other proceeding to enforce the right of the stockholder as determined in appraisal proceedings pursuant to 8 Del.C. §262,


and Corporation hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Secretary of State to Corporation at the following address:

Tuboscope Vetco International Inc.
Attn: James F. Maroney, III
2835 Holmes Road
Houston, Texas 77051

9. The effective date of the merger shall be July 31, 1997.

IN WITNESS WHEREOF, Corporation has caused this certificate to be signed by John F. Lauletta, its authorized officer, on the 21st day of July, 1997.

TUBOSCOPE VETCO INTERNATIONAL INC.


John F. Lauletta, President
Date: 7/21/97

JCK-ME



The State of Texas

Secretary of State

CERTIFICATE OF MERGER

TUBOSCOPE VETCO INTERNATIONAL INC.

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT THE ATTACHED ATTACHED ARTICLES OF MERGER OF

DREXEL HOLDINGS, INC. A DELAWARE NO PERMIT

WITH

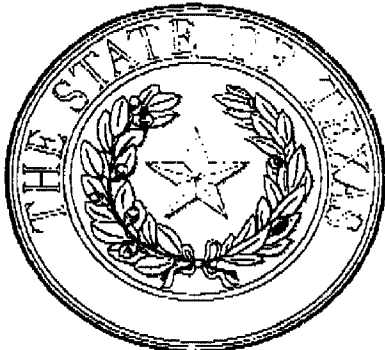
TUBOSCOPE VETCO INTERNATIONAL INC. A TEXAS CORPORATION

HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF MERGER.

DATED JULY 23, 1997

EFFECTIVE JULY 31, 1997



Handwritten signature

Antonio O. Garza, Jr., Secretary of State

**ARTICLES OF MERGER
of
DREXEL HOLDINGS, INC.
INTO
TUBOSCOPE VETCO INTERNATIONAL INC.**

FILED
In the Office of the
Secretary of State of Texas

JUL 23 1997

CORPORATIONS SECTION

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of effecting a merger in accordance with the provisions of Article 5.01 of the Texas Business Corporation Act.

1. A Plan of Merger adopted in accordance with the provisions of Article 5.04 of the Texas Business Corporation Act providing for the combination of Drexel Holdings, Inc., and Tuboscope Vetco International Inc., and resulting in Tuboscope Vetco International Inc., being the surviving corporation.
2. The name of each of the undersigned corporations, the type of such corporation and the laws under which such corporation or other entity was organized are:

<u>Name of Corporation</u>	<u>Type of Corporation</u>	<u>State</u>
Drexel Holdings, Inc.	C-corporation	Delaware
Tuboscope Vetco International Inc.	C-corporation	Texas

3. As to each of the undersigned corporations, the approval of whose shareholders is required, the number of outstanding shares of each class or series of stock of such corporation entitled to vote, with other shares or as a class, on the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>
Drexel Holdings, Inc.	1,000	1,000
Tuboscope Vetco International Inc.	1,000	1,000

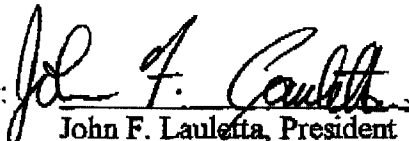
4. As to each of the undersigned domestic corporations, the approval of whose shareholders is required, the number of shares, entitled to vote, voted for and against the Plan of Merger, respectively, are as follows:


<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
Drexel Holdings, Inc.	1,000	0
Tuboscope Vetco International Inc.	1,000	0

- 5. The Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which each foreign corporation or other entity that is a party to the Plan of Merger was incorporated or organized and by its constituent documents.
- 6. The effective date of the merger shall be July 31, 1997.

Drexel Holdings, Inc.

Tuboscope Vetco International Inc.

By: 
 John F. Lauletta, President
 Date: July 21, 1997

By: 
 John F. Lauletta, President
 Date: July 21, 1997