

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Offshore Logistics, Inc.		01/31/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bristow Group Inc.		
Street Address:	2000 West Sam Houston Parkway South		
Internal Address:	Suite 1700		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77042		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78770990	BRISTOW	
CORRESPONDENCE DATA			
Fax Number:	(214)999-3623		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	713 276 5320		
Email:	theadley@gardere.com, ip@gardere.com, msweeney@gardere.com		
Correspondent Name:	Tim Headley		
Address Line 1:	Gardere Wynne Sewell LLP		
Address Line 2:	IP Section - 1601 Elm Street, Suite 3000		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	129053-3000		
NAME OF SUBMITTER:	Tim Headley		
Signature:	/Tim Headley/		

CH \$40.00 78770990

Date:

02/24/2006

Total Attachments: 3

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Delaware

PAGE 1

The First State

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 OWNERSHIP, WHICH MERGES:

"OL SUB, INC.", A DELAWARE CORPORATION,

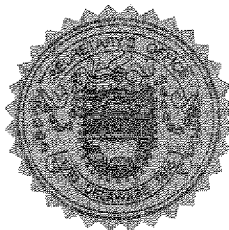
WITH AND INTO "OFFSHORE LOGISTICS, INC." UNDER THE NAME OF "BRISTOW GROUP INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2006, AT 9:48 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF FEBRUARY, A.D. 2006, AT 12:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2145253 8100M

060089661



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4487900

DATE: 01-31-06

TRADEMARK
REEL: 003253 FRAME: 0215

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

OL SUB, INC.

INTO

OFFSHORE LOGISTICS, INC.

(Pursuant to Section 253 of the Delaware General Corporation Law)

Offshore Logistics, Inc., a corporation organized and existing under the laws of Delaware (the "Corporation"), does hereby certify that:

FIRST: The Corporation owns all of the outstanding shares of each class of stock of OL Sub, Inc., a Delaware corporation incorporated on the 24th day of January, 2006, pursuant to the Delaware General Corporation Law.

SECOND: The Corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on November 28-29, 2005, determined to and did merge into itself said OL Sub, Inc., by the adoption thereof:

RESOLVED, that Offshore Logistics, Inc. merge, and it hereby does merge, into itself, its wholly owned subsidiary, OL Sub, Inc., and assumes all of the obligations of OL Sub, Inc.; and

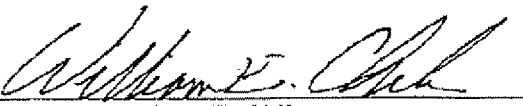
FURTHER RESOLVED, that the Certificate of Incorporation of Offshore Logistics, Inc. shall be amended by changing the name of Offshore Logistics, Inc. to Bristow Group Inc., but otherwise shall remain in full force and effect until further amended in accordance with the Delaware General Corporation Law; and

FURTHER RESOLVED, that the proper officers of Offshore Logistics, Inc. be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge OL Sub, Inc. and to assume its obligations and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

THIRD: This Certificate of Ownership and Merger shall be effective at 12:01 a.m. on February 1, 2006.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by a duly authorized officer, this 26th day of January, 2006.

OFFSHORE LOGISTICS, INC.

By: 
Name: William E. Chiles
Title: President and Chief Executive Officer

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