

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	02/02/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Willbros Group, Inc.		02/02/2009
			Entity Type
			CORPORATION: PANAMA
RECEIVING PARTY DATA			
Name:	Willbros Group, Inc.		
Street Address:	4400 Post Oak Parkway		
Internal Address:	Suite 1000		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77098		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Registration Number:	3420027	WILLBROS
	Registration Number:	3420028	W WILLBROS
CORRESPONDENCE DATA			
Fax Number:	2142000853		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	ipdocketing@haynesboone.com		
Correspondent Name:	Mark Tidwell, Haynes and Boone, LLP		
Address Line 1:	2323 Victory Avenue, Suite 700		
Address Line 4:	Dallas, TEXAS 75219		
ATTORNEY DOCKET NUMBER:	44429.5, 7		
NAME OF SUBMITTER:	Mark Tidwell		

OP \$65.00 3420027

Signature:	/Mark Tidwell/
Date:	03/04/2014
Total Attachments: 3 source=0011 - Certificate of Inspector of Election, dated February 2, 2009#page1.tif source=0011 - Certificate of Inspector of Election, dated February 2, 2009#page2.tif source=0011 - Certificate of Inspector of Election, dated February 2, 2009#page3.tif	

**WILLBROS GROUP, INC.
SPECIAL MEETING OF STOCKHOLDERS**

FEBRUARY 2, 2009

REPORT OF INSPECTOR OF ELECTION

1. The Inspector reports that there are present at this meeting, in person or by proxy, stockholders holding 31,542,811 shares of the Common Stock of WILLBROS GROUP, INC., or 80.58% of the total stock outstanding and entitled to vote.

2. The Inspector reports that the ballots have been voted as follows:

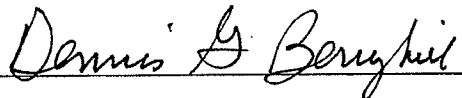
A. Approval of Merger Agreement.

Regarding the proposal to approve and adopt the Agreement and Plan of Merger among Willbros Group, Inc., a Delaware corporation ("Willbros Delaware"), Willbros Group, Inc., a Republic of Panama corporation ("Willbros Panama"), and Willbros Merger, Inc., a Delaware corporation ("Merger Sub"), whereby Merger Sub will merge with and into Willbros Panama and Willbros Panama will be the surviving company in the merger and become a wholly-owned subsidiary of Willbros Delaware, 31,428,615 shares (or 80.29% of the total shares outstanding and entitled to vote) were voted FOR the proposal, 100,526 shares (or 0.26%) AGAINST and 13,670 shares (or 0.03%) ABSTAINED. There were 0-broker non-votes.

B. Approval to Postpone or Adjourn Special Meeting to Solicit Additional Proxies.

Regarding the proposal to approve postponements or adjournments of the special meeting, if necessary, to solicit additional proxies, _____ shares (or _____% of the total shares outstanding and entitled to vote) were voted FOR the proposal, _____ shares (or _____%) AGAINST and _____ shares (or _____%) ABSTAINED. There were _____ broker non-votes.

INSPECTOR OF ELECTION



**WILLBROS GROUP, INC.
SPECIAL MEETING OF STOCKHOLDERS**

FEBRUARY 2, 2009

OATH OF INSPECTOR OF ELECTION

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

I, the undersigned, being an Inspector of Election designated to act at the Special Meeting of Stockholders of WILLBROS GROUP, INC. to be held on February 2, 2009, do hereby solemnly swear to faithfully execute the duties of Inspector at such meeting, with strict impartiality and according to the best of my ability.

Dennis G Benzhuil
Inspector

SUBSCRIBED AND SWORN TO BEFORE ME this 2nd day of Feb, 2009.

[Signature]
Notary Public
Harris County, Texas

(SEAL)
My Commission Expires:

Notary Commission Number:



Oath of Inspector of Election

Willbros Group, Inc.

Georgeson

Special Meeting Date: February 2, 2009
 Vote Report as of: February 2, 2009

Shares Outstanding: 39,145,111

Quorum:	31,542,811	Shares
	80.58%	% of O/S

	FOR	% O/S	% CAST	AGAINST	% O/S	% CAST	ABSTAIN	% O/S	% CAST
Proposal 1 - Reincorporate to Delaware Shares voted to date	31,428,615			100,526			13,670		
PROPOSAL 1 TOTALS	31,428,615	80.29%	99.64%	100,526	0.26%	0.32%	13,670	0.03%	0.04%

	FOR	% O/S	% CAST	AGAINST	% O/S	% CAST	ABSTAIN	% O/S	% CAST
Proposal 2 - Adjournment Shares voted to date	30,984,791			543,330			14,690		
PROPOSAL 2 TOTALS	30,984,791	79.15%	98.23%	543,330	1.39%	1.72%	14,690	0.04%	0.05%