

10-23-2007

Electronic Version v1.1
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103455273

7-16-07

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Technip Offshore International		01/01/2003	JOINT STOCK COMPANY: FRANCE

RECEIVING PARTY DATA

Name:	Technip France
Street Address:	6/8 Allee De L'Arche - Fauborg De L'Arche Zac Danton
City:	92400 Courbevoie
State/Country:	FRANCE
Entity Type:	JOINT STOCK COMPANY: FRANCE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1069736	COFLEXIP CP

CORRESPONDENCE DATA

Fax Number: (202)663-8007
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-663-8000
 Email: va-logocops@pillsburywinthrop.com

Correspondent Name: Patrick J. Jennings
 Address Line 1: 2300 N Street, N.W.
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER: 81347/31886

DOMESTIC REPRESENTATIVE

Name: Patrick J. Jennings
 Address Line 1: 2300 N Street, N.W.
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

CH \$40.00 1069736

NAME OF SUBMITTER:	Patrick J. Jennings
Signature:	/Pat Jennings/
Date:	07/16/2007

Total Attachments: 11

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Company Registration Certificates for:

Coflexip, Technip France, Technip Offshore International

I, **Fiona McKenzie, of Murgitroyd & Company, Scotland House, 165-169
Scotland Street, Glasgow, G5 8PL, hereby declare that I am the
translator of the document attached and certify that the following is a
true translation to the best of my knowledge and belief.**

Fiona McKenzie..... Dated this 1st day of February 2005

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Certificate of 01 February 2004

IDENTIFICATION

<i>Corporate name:</i>	COFLEXIP
<i>Identification number:</i>	775 729 072 NANTERRE TRADE AND COMPANIES REGISTER
<i>Management number:</i>	1991 B 01207
<i>Date of registration:</i>	11 March 1991
<i>Date of deregistration:</i>	28 August 2003

INFORMATION CONCERNING THE PERSON

<i>Legal form:</i>	"société anonyme" - French law joint stock company
<i>Capital:</i>	30,231,484.80 Euro
<i>Address of registered office:</i>	170 PL HENRI REGNAULT LA DEFENSE 6 - 92973 PARIS LA DEFENSE CEDEX
<i>Term of the company:</i>	Up to 30 AUGUST 2070
<i>Date accounts drawn up:</i>	31 December
<i>Constitution - Filing of the certificate of incorporation:</i>	At the Registry of the Commercial Court of VERSAILLES on 06 August 1971 under number 42580
<i>Publication:</i>	"Petites Affiches" [gazette for legal publications] on 30 August 1971
<i>Transferred from:</i>	PARIS
<i>Filing of the certificate:</i>	At the Registry of the Commercial Court of NANTERRE on 11 February 2002 under number 3091
<i>Publication to the Registry regarding the new registered office:</i>	"Petites Affiches" journal on 22 January 2002

MANAGEMENT

<i>President and Chief Executive Officer</i>	Mr. HENRI DOMINIQUE born on 11/08/1955 in PARIS 75012 French nationality residing at 61 AVE FOCH 94300 VINCENNES
<i>Member of the Board</i>	Mr. PIERROT DESEILLIGNY JEAN born on 07/04/1943 in NEUILLY SUR SEINE 92200 French nationality residing at 4 RUE GABRIELLE 92150 SURESNES
<i>Member of the Board</i>	Ms. WEIXLER ANNE ELISABETH HENRIETTE Name used: DECRESSAC born on 01/02/1957 in ST DIE 88100 French nationality residing at 5 RUE DE SAINT CLOUD 92410 VILLE D AVRAY
<i>Member of the Board</i>	Mr. BURLIN DANIEL born on 10/04/1942 in PHALEMPEN 59133 French nationality residing at 59 BLD SUCHET 75016 PARIS

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

<i>Member of the Board</i>	Mr. VALOT DANIEL LOUIS LUCIEN born on 24/08/1944 in BROTTE LES LUXEUIL 70300 French nationality residing at 86 AV DE BRETEUIL 75015 PARIS
<i>Member of the Board</i>	Mr. PICARD PATRICK born on 01/02/1947 in ROZAY EN BRIE 77540 French nationality residing at 19 RUE DE VERSAILLES 78150 LE CHESNAY
<i>Member of the Board</i>	Mr. DUBOIS OLIVIER born on 20/03/1954 in PARIS 75013 French nationality residing at 12 RUE NOTRE DAME DES CHAMPS 75006 PARIS
<i>Member of the Board</i>	Mr. REPLUMAZ IVAN born on 02/09/1951 in LYON 69003 French nationality residing at 6 RUE DU BOULET 78720 DAMPIERRE EN YVELINES
<i>Official Auditor</i>	AMYOT EXCO GRANT THORNTON (632 013 843 PARIS TRADE AND COMPANIES REGISTER) 104 AV DES CHAMPS-ELYSEES 75008 PARIS Legal form "société anonyme à directoire" - French law joint stock company with a directorate
<i>Official Auditor</i>	ERNST & YOUNG AUDIT (344 366 315 PARIS TRADE AND COMPANIES REGISTER) 4 RUE AUBER 75009 PARIS Legal form "société anonyme" - French law joint stock company with a directorate
<i>Deputy Auditor</i>	Mr. CARREGA FRANCOIS born on 07/03/1950 in ORAN (ALGERIA) French nationality residing at 13 BLD DES INVALIDES 75007 PARIS
<i>Deputy Auditor</i>	Mr. SMOL JEAN-PIERRE born on 25/01/1957 in PARIS 75008 French nationality residing at 104 AVE DES CHAMPS ELYSEES 75008 PARIS

INFORMATION CONCERNING THE BUSINESS

<i>Origin of the company:</i>	this company, already set up, transferred its registered office from 23 AV DE NEUILLY 75116 PARIS as from 14 December 2001
<i>Method of operation:</i>	without activity since 03/07/2003 WITH RETROACTIVE EFFECT TO 01/01/2003

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THE ORIGINAL ISSUED BY THE REGISTRY OF THE COMMERCIAL COURT IS PROVIDED ON SAFETY PAPER

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

OBSERVATIONS

12 August 1992	, number 19149	Partial contribution of assets from all of its assets linked to operation of the branch of its business concerning the commercial part of its activity, namely studying, marketing and installing products and services and effecting performance of contracts relating thereto pertaining to the company Coflexip International as from 28 April 1992
24 August 2002	, number 89021	Harmonizing of the articles of association with law 2001 -420 of 15 May 2001 (Law on New Economic Regulations)
28 August 2003	, number 13598	Putting of the company into sleepers as from 03/07/2003 WITH RETROACTIVE EFFECT TO 01/01/2003 CONTRIBUTION TO THE COMPANY TECHNIP OFFSHORE INTERNATIONAL SA (NANTERRE TRADE AND COMPANIES REGISTER B 383966421) OF ALL ITS ASSETS (WITH THE EXCEPTION OF ITS EQUITY INTEREST IN TECHNIP OFFSHORE INTERNATIONAL AND ITS TREASURY STOCK), i.e. ESSENTIALLY THE INDUSTRIAL SITE IN THE TRAIT AREA (SEINE MARITIME), KNOW-HOW, PATENTS AND TRADEMARKS, EQUITY INTERESTS AND THE FUNCTIONAL AND OPERATIONAL ACTIVITIES RELATING THERETO -
28 August 2003	, number 13599	Deregistration, merger by acquisition by THE COMPANY TECHNIP (NANTERRE TRADE AND COMPANIES REGISTER B 589803261) ON 11/07/2003 WITH EFFECT FROM 01/01/2003

PLACES OF BUSINESS IN THE JURISDICTION OF THE REGISTRY

Address:	88 TER AVE DU GAL LECLERC 92100 BOULOGNE
Business:	Manufacturing, purchase, sale, trading of flexible tubes and related materials, supplying of all services related to these products
APE code:	351 B
Date operations began:	01 December 1971
Method of operation:	direct operation

PLACES OF BUSINESS OUTSIDE THE REGISTRY OF THE COURTS OFFICE

Registry of PARIS (7501)	Management number 1994 B 03376
Secondary place of business	
Registry of ROUEN (7608)	Management number 74B7 7
Secondary Place of business	

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

Certificate issued in NANTERRE, on 02 February 2004 comprising 4 page(s).

The Clerk,

SIGNATURE

End of the certificate

"Kbis"- Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

IDENTIFICATION

<i>Corporate name:</i>	TECHNIP OFFSHORE INTERNATIONAL
<i>Identification number:</i>	383 966 421 NANTERRE TRADE AND COMPANIES REGISTER
<i>Management number:</i>	1991 B 06096
<i>Date of registration:</i>	30 December 1991

INFORMATION CONCERNING THE PERSON

<i>Legal form:</i>	"société anonyme" - French law joint stock company
<i>Capital:</i>	6,300,934.00 Euro
<i>Address of registered office:</i>	6/8 ALLEE DE L'ARCHE FAUBOURG DE L'ARCHE ZAC DANTON 92400 COURBEVOIE
<i>Term of the company:</i>	Up to 30 DECEMBER 2090
<i>Date accounts drawn up:</i>	31 December
<i>Constitution - Filing of the certificate of incorporation:</i>	At the Registry of the Commercial Court of NANTERRE on 30 December 1991 under number 029559
<i>Publication:</i>	"Petites Affiches" [gazette for legal publications] on 25 December 1991

MANAGEMENT

<i>President and Chief Executive Officer</i>	Mr. REPLUMAZ IVAN <i>born on 02/09/1951 in LYON 69003</i> <i>French nationality</i> <i>residing at 6 RUE DU BOULET 78720 DAMPIERRE EN YVELINES</i>
<i>Member of the Board</i>	Mr. BARRIL PHILIPPE <i>born on 15/10/1964 in LE HAVRE 76600</i> <i>French nationality</i> <i>residing at 29 RUE LE CORBUSIER 92100 BOULOGNE BILLANCOURT</i>
<i>Member of the Board</i>	Mr. COYARD IVAN <i>born on 31/12/1967 in ANGERS 49000</i> <i>French nationality</i> <i>residing at 8 RUE DE L'ARMORIQUE 75015 PARIS</i>
<i>Member of the Board</i>	Mr. HENRI DOMINIQUE <i>born on 11/08/1955 in PARIS 75012</i> <i>French nationality</i> <i>residing at: 61 AVE FOCH 94300 VINCENNES</i>
<i>Member of the Board</i>	Mr. PICARD PATRICK <i>born on 01/02/1947 in ROZAY EN BRIE 77540</i> <i>French nationality</i> <i>residing at 19 RUE DE VERSAILLES 78150 LE CHESNAY</i>
<i>Official Auditor</i>	(344 366 315 PARIS TRADE AND COMPANIES

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THE ORIGINAL ISSUED BY THE REGISTRY OF THE COMMERCIAL COURT IS PROVIDED ON SAFETY PAPER

"Kbis"- Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Certificate of 01 February 2004

	REGISTER) ERNST & YOUNG AUDIT <i>residing at 4 RUE AUBER 75009 PARIS</i>
<i>Official Auditor</i>	(642 002 216 PARIS TRADE AND COMPANIES REGISTER) AMYOT EXCO AUDIT <i>residing at 7 RUE DE MADRID 75008 PARIS</i>
<i>Deputy Auditor</i>	CARREGA FRANCOIS <i>born on 07/03/1950 in ORAN (ALGERIA)</i> <i>French nationality</i> <i>residing at 64 RUE DU ROCHER 75008 PARIS</i>
<i>Deputy Auditor</i>	ZAGOURI ANDRE <i>born on 13/03/1936 in ALEXANDRIA (EGYPT)</i> <i>French nationality</i> <i>residing at 29 AVENUE HOCHE 75008 PARIS</i>

INFORMATION CONCERNING THE BUSINESS

<i>Origin of the company:</i>	this company is in the process of being set up
<i>Origin of the funds:</i>	creation of a business
<i>Business:</i>	manufacturing, purchase, sale, trading of flexible tubes and related materials supplying of all services related
<i>Address of main place of business:</i>	6-8 ALLEE DE L'ARCHE FAUBOURG DE L'ARCHE ZAC DANTON 92400 COURBEVOIE
<i>Date operations begun:</i>	23 December 1991
<i>Method of operation:</i>	direct operation

OBSERVATIONS

<i>07 August 1992</i> , <i>number 18802:</i>	Partial assets contribution of an activity sector which is complete and autonomous, relative to the commercial part of its activity and corresponding to its international marketing department, in other words the study, the marketing and installation of products and services submitted by Coflexip and the performance of contracts obtained worldwide, excluding in the American continent, Norway, Sweden, Denmark, the United Kingdom and Ireland, which are handled by Coflexip registered in Nanterre Trade and Companies Register b 775 729 072 as from 28 April 1992
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"Kbis"- Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Certificate of 01 February 2004

28 August 2003 , number 13608

Increase in capital following the contribution from the company COFLEXIP SA (Nanterre Trade and Companies Register B775729072) to TECHNIP OFFSHORE INTERNATIONAL of all of its assets except its interest in TECHNIP OFFSHORE INTERNATIONAL and its treasury stock, essentially the industrial site in the TRAIT area (SEINE MARITIME), know-how, patents and trademarks, equity interests and associated functional and operational activities
Contribution from the company TECHNIP OFFSHORE INTERNATIONAL to the company FLEXI FRANCE (Rouen Trade and Companies Register B 428734123) of the industrial site in the TRAIT area (SEINE MARITIME) and associated functional and operational activities - Contribution from the company TECHNIP OFFSHORE INTERNATIONAL to TECHNIP FRANCE SA (Nanterre B Trade and Companies Register B391637865) of all of its functional and operational activities, especially including contracts, know-how, patents and trademarks, with the exception of a part of the industrial site in the TRAIT area (SEINE MARITIME)

28 August 2003 , number 13610

(following observation 13608) which has been contributed by TECHNIP OFFSHORE INTERNATIONAL to FLEXI FRANCE as well as its associated shareholdings and receivables - Effective date of the 3 contributions is 03/07/2003 with retroactive effect to 01/01/2003 -

Certificate issued in NANTERRE, on 02 February 2004 comprising 3 page(s).

The Clerk,

SIGNATURE

End of the certificate

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

IDENTIFICATION

<i>Corporate name:</i>	TECHNIP FRANCE
<i>Identification number:</i>	391 637 865 NANTERRE TRADE AND COMPANIES REGISTER
<i>Management number:</i>	1993 B 02938
<i>Date of registration:</i>	01 July 1993

INFORMATION CONCERNING THE PERSON

<i>Legal form:</i>	"société anonyme" - French law joint stock company
<i>Capital:</i>	22,548,292.00 Euro
<i>Address of registered office:</i>	5/8 ALLEE DE L'ARCHE - FAUBOURG DE L'ARCHE - ZAC DANTON 92400 COURBEVOIE
<i>Term of the company:</i>	Up to 01 JULY 2092
<i>Date accounts drawn up:</i>	31 December
<i>Constitution - Filing of the certificate of incorporation:</i>	At the Registry of the Commercial Court of NANTERRE on 30 June 1993 under number 014970
<i>Publication:</i>	"Journal spécial des sociétés françaises" [gazette for legal publications] on 30 April 1993

MANAGEMENT

<i>President and Chief Executive Officer</i>	Mr. ALEV SAMSON born on 23/04/1944 in ISTANBUL (TURKEY) French nationality residing at 1 RES LE MAIL 9 BIS AVE EGLE 78600 MAISONS LAFFITTE
<i>Executive Vice President</i>	Mr. DE LESQUEN DU PLESSIS CASSO BRUNO born on 22/12/1946 in VERSAILLES 78000 French nationality residing at 1 RUE ST JAMES 92200 NEULLY SUR SEINE
<i>Member of the Board</i>	Mr. BURLIN DANIEL born on 10/04/1942 in PHALEMPIN 59133 French nationality residing at 59 BD SUCHET 75016 PARIS
<i>Member of the Board</i>	TECHNIP (589 803 261 NANTERRE TRADE AND COMPANIES REGISTER) 6/8 ALL DE L'ARCHE FBG DE L'ARCHE ZAC - DANTON 92400 COURBEVOIE represented by Mr. VALOT DANIEL born on 24/08/1944 in LUXEUIL LES BAINS 70300 French nationality

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

	RESIDING AT: 86 AVENUE DE BRETEUIL 75015 PARIS
<i>Member of the Board</i>	Mr. DESEILLIGNY JEAN born on 07/04/1943 in NEUILLY SUR SEINE 92200 French nationality residing at 4 RUE BELLE GABRIELLE 92150 SURESNES
<i>Member of the Board</i>	Mr. DUBOIS OLIVIER born on 20/03/1954 in PARIS 75013 French nationality residing at 12 RUE NOTRE DAME DES CHAMPS 75006 PARIS
<i>Member of the Board</i>	Mr. MEARY JEAN-NOEL born on 12/02/1949 in PARIS 75006 French nationality residing at 74 ROUTE DE LA REINE 92100 BOULOGNE BILLANCOURT
<i>Member of the Board</i>	Mr. BARRIL PHILIPPE born on 15/10/1964 in LE HAVRE CEDEX 76050 French nationality residing at 29 RUE LE CORBUSIER 92100 BOULOGNE BILLANCOURT
<i>Official Auditor</i>	BARBIER FRINAULT ET AUTRES residing at 41 RUE YBRY 92576 NEUILLY SUR SEINE
<i>Deputy Auditor</i>	Mr. PUISSOCHET GILLES born on 10/05/1960 in QUIMPER 29 French nationality residing at 41 RUE YBRY 92200 NEUILLY SUR SEINE

INFORMATION CONCERNING THE BUSINESS

<i>Origin of the company:</i>	this company is in the process of being set up
<i>Origin of the funds:</i>	creation of a business
<i>Business:</i>	Design and creation of industrial units -
<i>Address of main place of business:</i>	6/8 ALLEE DE L'ARCHE - FAUBOURG DE L'ARCHE - ZAC D'ANTON 92400 COURBEVOIE
<i>Date operations began:</i>	24 June 1993
<i>Method of operation:</i>	direct operation

"Kbis" - Company Registration - Certificate

REGISTRATION IN THE TRADE AND COMPANIES REGISTER

Certificate of 01 February 2004

OBSERVATIONS

27 May 1999	, number 32156	Increase in capital following a contribution of Technip assets (b589803261) as from: 30th April 1999 -
24 October 2000	, number 58548	Partial asset contribution of the engineering business branch made by the company Technip (Nanterre Trade and Companies Register b589803261) as from 30/04/1999 -
25 May 2001	, number 68497	Merger by acquisition of the firm Krebs Speichim sa (380745778 Nanterre Trade and Companies Register) from: 30/03/2001
21 August 2003	, number 13263	INCREASE IN CAPITAL FOLLOWING CONTRIBUTION FROM THE COMPANY TECHNIP OFFSHORE INTERNATIONAL - SA - 88 TER AVENUE GENERAL LECLERC 92100 BOULOGNE BILLANCOURT 383 966 421 TRADE AND COMPANIES REGISTER TO THE COMPANY TECHNIP FRANCE OF ALL OF ITS FUNCTIONAL AND OPERATIONAL ACTIVITIES, ESPECIALLY INCLUDING CONTRACTS, KNOW-HOW, PATENTS AND TRADEMARKS, WITH THE EXCEPTION ON THE ONE HAND OF THE INDUSTRIAL SITE IN THE TRAIT AREA (SEINE MARITIME REGION) WHICH HAS BEEN CONTRIBUTED BY TECHNIP OFFSHORE INTERNATIONAL TO THE COMPANY FLEXI FRANCE, AS WELL AS, ON THE OTHER HAND, ASSOCIATED INTERESTS AND RECEIVABLES. EFFECTIVE DATE OF THE CONTRIBUTION: 03.07.2003 - RETROACTIVE DATE: 01.01.2003 -

PLACES OF BUSINESS OUTSIDE THE JURISDICTION OF THE CLERK OF THE COURTS OFFICE

Registry of LYON (6901)
Secondary place of business

Management number 1999 B 01655

Certificate issued in NANTERRE, on 02 February 2004 comprising 3 page(s).

The Clerk,

SIGNATURE

End of the certificate