

11-16-1998



100878392

RECORDATION FORM COVER SHEET
PATENTS ONLY

11/9/98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID# _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other _____

U.S. Government
(For Use ONLY by U.S. Government Agencies)

Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached Execution Date
Month Day Year

Name (line 1) **671905 ALBERTA INC.**

10 15 97

Name (line 2) _____

Second Party

Name (line 1) _____

Execution Date
Month Day Year

Name (line 2) _____

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1) **FLEMING OILFIELD SERVICES LTD.**

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment)

Name (line 2) **A CANADIAN CORPORATION**

Address (line 1) **360, 800 - 6TH AVE. S.W.**

Address (line 2) _____

Address (line 3) **CALGARY**

ALBERTA/CANADA

T2P 3G3

City

State/Country

Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name **RICHARD C. BEU**

Address (line 1) **P. O. BOX 42842**

Address (line 2) **SUITE 856**

Address (line 3) **HOUSTON, TEXAS 77242**

Address (line 4) _____

FOR OFFICE USE ONLY

PATENT

Correspondent Name and Address **Area Code and Telephone Number**

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Application Number(s) or Patent Number(s) Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)			Patent Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5472937"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT <input type="text"/>	PCT <input type="text"/>	PCT <input type="text"/>
PCT <input type="text"/>	PCT <input type="text"/>	PCT <input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account


Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

RICHARD C. BEU  10/20/98

Name of Person Signing Signature Date

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

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Submission Type

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 Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name (line 1)

Name (line 2)

Second Party

Name (line 1)

Name (line 2)

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1) If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Name (line 2)

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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Application Number(s) or Patent Number(s) Mark if additional numbers attached

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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

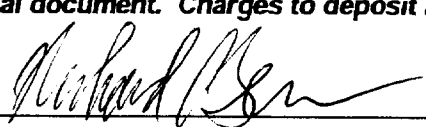
Method of Payment: Enclosed Deposit Account

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

RICHARD C. BEU  10/20/98
 Name of Person Signing Signature Date

11/9/98


APPOINTMENT OF DOMESTIC REPRESENTATIVE

Fleming Oilfield Services Ltd., a Canadian corporation, assignee of U.S. Patent No. 5472937, hereby appoints Richard C. Beu, a member of the bar of the State of Texas, as its attorneys with full power of substitution or revocation, to transact all related business in the U.S. Patent and Trademark Office regarding said Patent.

Please direct all communications concerning said Patent to:

Richard C. Beu
Corporate Counsel
M-I L.L.C.
P. O. Box 42842
Houston, Texas 77242
(713)308-9525

FLEMING OILFIELD SERVICES LTD.

By 
Neale D. Browne
President

ASSIGNMENT OF ALL OF AN
UNDIVIDED INTEREST
IN A PATENT

671905 Alberta Inc. ("671905"), whose full post office address is 360, 800 - 6th Ave. S.W., Calgary, Alberta, T2P 3G3, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged does hereby sell and assign to Fleming Oilfield Services Ltd. ("Fleming"), whose full post office address is 360, 800 - 6th Ave. S.W., Calgary, Alberta, T2P 3G3, all of 671905's interest, right and title in and to American Letters Patent #5,472,937 for an invention entitled "Invert Emulsion Drilling Mud" bearing the date December 5, 1995, the same to be held and enjoyed by the said assignee to the full end of the term for which the said Letters Patent are granted, as fully and entirely as the same could have been held and enjoyed by 671905 if this assignment and sale had not been made.

Signed at Calgary, Alberta, this 15th day of October, 1997.

671905 ALBERTA INC.

Per:


H. Fleming

(Corporate seal)

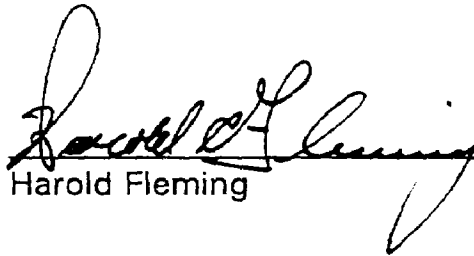
325121(1)


AFFIDAVIT OF EXECUTION OF AN ASSIGNMENT
EXECUTED BY A COMPANY HAVING A CORPORATE SEAL

I, Harold Fleming, the President of 671905 Alberta Inc., whose full post office address is 360, 800 - 6th Ave. S.W., Calgary, Alberta, T2P 3G3, make oath and say:

That the seal affixed to the attached assignment is the seal of the said company and has been properly affixed in accordance with the constitution and by-laws of the said company, and has been verified in accordance therewith under the hands of the directors or officers whose signatures appear on the assignment in verification thereof.

SWORN BEFORE ME at the City of)
)
Calgary, in the Province of Alberta,)
)
this 15th day of October, 1997.)


Harold Fleming


A Commissioner for Oaths/Notary)
Public in and for the Province of)
Alberta BRUCE A. LAWRENCE)

325121(2)



Industry Canada

Industrie Canada

**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

M-I DRILLING FLUIDS CANADA, INC.

350753-0

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

July 1, 1998/le 1 juillet 1998

Director - Directeur

Date of Amalgamation - Date de fusion

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RESOLUTION IN WRITING OF THE DIRECTORS OF M-I DRILLING FLUIDS CANADA, INC. (the "Amalgamating Holding Corporation"), PASSED WITHOUT THE HOLDING OF A MEETING AND MADE EFFECTIVE THE 1st DAY OF JULY, 1998

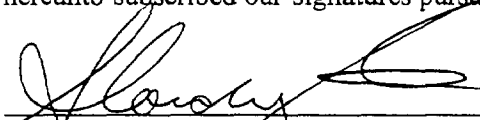
WHEREAS:

The Amalgamating Holding Corporation is a company duly registered under the laws of Canada, and has agreed to amalgamate with its wholly-owned subsidiary Fleming Oilfield Services Ltd. (the "Amalgamating Subsidiary Corporation"), pursuant to Section 184(1) of the *Canada Business Corporations Act*.

NOW THEREFORE BE IT RESOLVED THAT:

- (1) The amalgamation of the Amalgamating Holding Corporation with the Amalgamating Subsidiary Corporation, pursuant to Section 184(1) of the *Canada Business Corporation Act* be and the same is hereby approved and the Amalgamated Corporation shall be named "M-I Drilling Fluids Canada, Inc." (the "Amalgamated Corporation");
- (2) The shares of the Amalgamating Subsidiary Corporation shall be cancelled without any repayment of capital in respect of those shares;
- (3) The Articles of Amalgamation will be the same as the Articles of the Amalgamation of Amalgamating Holding Corporation.
- (4) No securities shall be issued by the Amalgamated Corporation in connection with the amalgamation and the stated capital of the Amalgamated Corporation shall be the same as the stated capital of the Amalgamating Holding Corporation;
- (5) The By-Laws of the Amalgamating Holding Corporation shall be the By-Laws of the Amalgamated Corporation until repealed, amended or altered.
- (6) Neale Browne as the President of the Amalgamating Holding Corporation be and he is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

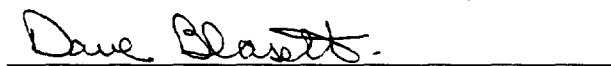
WE, the undersigned, being all of the Directors of M-I DRILLING FLUIDS CANADA, INC., do hereby consent to the foregoing resolutions of the Amalgamating Holding Corporation and have hereunto subscribed our signatures pursuant to Section 117(1) of the *Canada Business Corporations Act*.


STAN CORDINGLEY


NEALE BROWNE


BRYAN L. DUDMAN


LARRY D. BARKER


DAVID A. BLASETTI

RESOLUTION IN WRITING OF THE DIRECTORS OF FLEMING OILFIELD SERVICES LTD. (the "Amalgamating Subsidiary Corporation"), PASSED WITHOUT THE HOLDING OF A MEETING AND MADE EFFECTIVE THE 1st DAY OF JULY, 1998


WHEREAS:


The Amalgamating Subsidiary Corporation is a company duly registered under the laws of Canada, and has agreed to amalgamate with its holding corporation, M-I Drilling Fluids Canada, Inc., (the "Amalgamating Holding Corporation"), pursuant to Section 184(1) of the *Canada Business Corporations Act*.

NOW THEREFORE BE IT RESOLVED THAT:

- (1) The amalgamation of the Amalgamating Holding Corporation with the Amalgamating Subsidiary Corporation, pursuant to Section 184(1) of the *Canada Business Corporation Act* be and the same is hereby approved and the Amalgamated Corporation shall be named "M-I Drilling Fluids Canada, Inc." (the "Amalgamated Corporation");
- (2) The shares of the Amalgamating Subsidiary Corporation shall be cancelled without any repayment of capital in respect of those shares;
- (3) The Articles of Amalgamation will be the same as the Articles of Amalgamation of the Amalgamating Holding Corporation.
- (4) No securities shall be issued by the Amalgamated Corporation in connection with the amalgamation and the stated capital of the Amalgamated Corporation shall be the same as the stated capital of the Amalgamating Holding Corporation;
- (5) The By-Laws of the Amalgamating Holding Corporation shall be the By-Laws of the Amalgamated Corporation until repealed, amended or altered.
- (6) Neale Browne as the President of the Amalgamating Subsidiary Corporation be and he is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

WE, the undersigned, being all of the Directors of FLEMING OILFIELD SERVICES LTD., do hereby consent to the foregoing resolutions of the Amalgamating Subsidiary Corporation and have hereunto subscribed our signatures pursuant to Section 117(1) of the *Canada Business Corporations Act*.


STAN CORDINGLEY


NEALE BROWNE


BRYAN L. DUDMAN