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**RECORDATION FORM COVER SHEET
PATENTS ONLY**

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

Name (line 1) Execution Date
Month Day Year

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) If document to be recorded
is an assignment and the
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representative is attached.
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Name (line 2)

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City State/Country Zip Code

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Address (line 1)

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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)

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 PCT PCT
PCT PCT PCT

Number of Properties

Enter the total number of properties involved. #

Fee Amount

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

Method of Payment:
Deposit Account

Enclosed 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.

Arnold H. Krumholz

December 18, 2000

Name of Person Signing

Signature

Date

Certified Copy

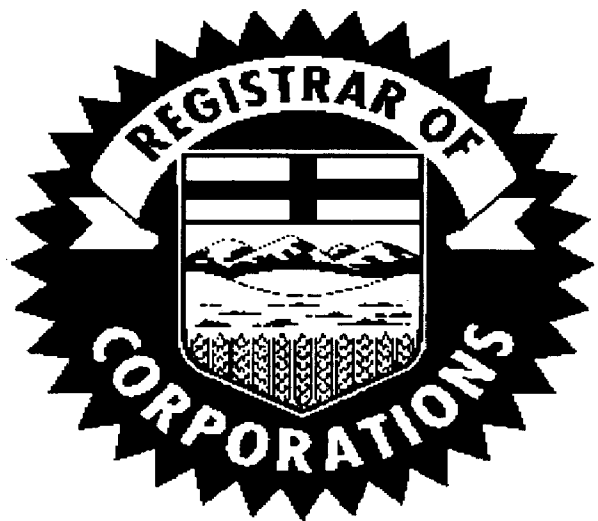
CORPORATE ACCESS NUMBER: 208130500

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

**NEWPARK CANADA INC.
IS THE RESULT OF AN AMALGAMATION FILED ON 1999/01/01.**



**PATENT
REEL: 011420 FRAME: 0003**

BUSINESS CORPORATIONS ACT
(Section 179)

ALBERTA CONSUMER AND CORPORATE AFFAIRS
ARTICLES OF AMALGAMATION
(Form 9)

1. NAME OF AMALGAMATED CORPORATION

NEWPARK CANADA INC.

2. CORPORATE ACCESS NO.

3. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE:

PLEASE SEE THE ATTACHED SCHEDULE "A" SETTING OUT THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE.

4. RESTRICTIONS IF ANY ON SHARE TRANSFERS:

PLEASE SEE THE ATTACHED SCHEDULE "B" SETTING OUT RESTRICTIONS IF ANY ON SHARE TRANSFERS.

5. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS:

THE CORPORATION SHALL HAVE A MINIMUM OF ONE (1) AND A MAXIMUM OF TEN (10) DIRECTORS.

6. RESTRICTIONS IF ANY ON BUSINESS THE CORPORATION MAY CARRY ON:

NONE

7. OTHER RULES OR PROVISIONS IF ANY:

PLEASE SEE THE ATTACHED SCHEDULE "C" SETTING OUT OTHER PROVISIONS.

8. Name of Amalgamating Corporations:

Corporate Access No.

NEWPARK DRILLING FLUIDS CANADA INC.

208129957

NEWPARK CANADA INC.

208121699

9. DATE

Jan. 1, 1999

SIGNATURE

ARTHUR M. SZABO

TITLE

Solicitor

Received	DEC 30 1998
Initials	<i>DVR</i>
Filed	JAN 01 1999

PATENT