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RECORDATION FORM COVER SHEET
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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 #

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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
05-03-1996

Name (line 1)

Name (line 2)

Second Party

Execution Date
Month Day Year
05-03-1996

Name (line 1)

Name (line 2)

4838068

Receiving Party

Mark if additional names of receiving parties attached

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.)

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City State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

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FOR OFFICE USE ONLY

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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.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
PATENT

REEL: 011436 FRAME: 0238

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

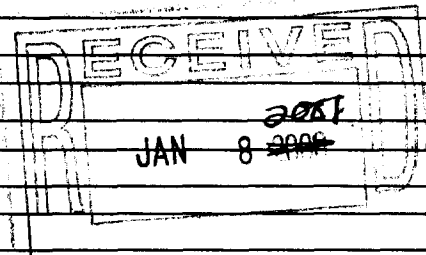
Name

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="4,838,068"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="4,893,844"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5,092,635"/>	<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 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: 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.

Douglas H. May *Douglas H. May* Dec 14 - 2000

Name of Person Signing Signature Date

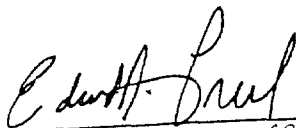
Reg. No. 25697

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"EVI ACQUISITION, INC.", A DELAWARE CORPORATION,
WITH AND INTO "GRANT PRIDECO, INC." UNDER THE NAME OF "GRANT PRIDECO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D. 1996, AT 12:01 O'CLOCK P.M.




Edward J. Freel, Secretary of State

AUTHENTICATION:

9182036

DATE:

07-07-98

2234047 8100M

981262820

PATENT
REEL: 011436 FRAME: 0240

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:01 PM 05/03/1996
960129210 - 2234047

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
EVI ACQUISITION, INC.
INTO
GRANT PRIDECO, INC.**

Grant Prideco, Inc., a corporation organized and existing under the laws of Delaware, DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 22nd day of June, 1990, pursuant to the Delaware General Corporation Law.

SECOND: That this corporation owns all of the outstanding shares of the stock of EVI Acquisition, Inc., a corporation incorporated on the 6th day of April, 1993, pursuant to the Delaware General Corporation Law.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the Board on the 3rd day of May, 1996, determined to and did merge into itself said EVI Acquisition, Inc.:

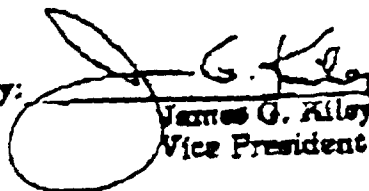
RESOLVED, that Grant Prideco, Inc. merge, and it hereby does merge into itself said EVI Acquisition, Inc. and assumes all its obligations; and

FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware.

IN WITNESS WHEREOF, said Grant Prideco, Inc. has caused this Certificate to be signed by James G. Kiley, its Vice President, this 3rd day of May, 1996.

GRANT PRIDECO, INC.

By: _____

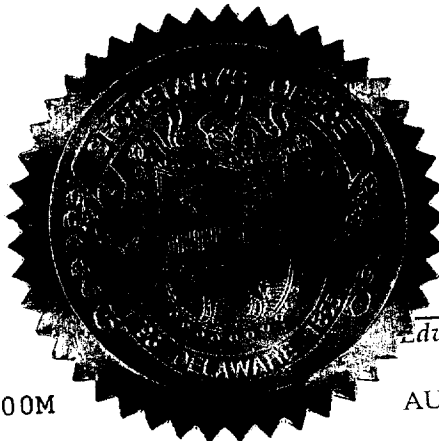

James G. Kiley
Vice President

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"EVI ACQUISITION, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ENERPRO INTERNATIONAL, INC." UNDER THE NAME OF "EVI ACQUISITION, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D. 1996, AT 12 O'CLOCK P.M.



Edward J. Freel
Edward J. Freel, Secretary of State

2618614 8100M

001091968

AUTHENTICATION: 0276541

DATE: 02-24-00

PATENT
REEL: 011436 FRAME: 0242

CERTIFICATE OF MERGER

Pursuant to the provisions of Section 251(c) of the Delaware General Corporation Law (the "DGCL"), the undersigned corporation submits the following Certificate of Merger for the purpose of effecting a merger of domestic corporations under the DGCL.

1. The name and state of incorporation of each of the constituent corporations is as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
ENERPRO International, Inc.	Delaware
EVI Acquisition, Inc.	Delaware

2. An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the DGCL.

3. The name of the surviving corporation is ENERPRO International, Inc. and Article First of the restated certificate of incorporation of the surviving corporation is hereby amended to be, EVI Acquisition, Inc.

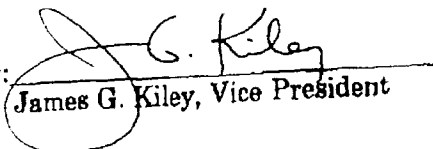
4. The restated certificate of incorporation of the surviving corporation shall be amended in its entirety as set forth in Appendix A attached hereto.

5. The executed agreement of merger is on file at the principal place of business of the surviving corporation, located at 1360 Post Oak Boulevard, Suite 1000, Houston, Texas 77056.

6. A copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

Dated the 3rd day of May, 1996

ENERPRO International, Inc.

By: 
James G. Kiley, Vice President

Appendix A

RESTATED CERTIFICATE OF INCORPORATION

EVI Acquisition, Inc.

First: The name of the Corporation is EVI Acquisition, Inc.

Second: The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

Third: The nature of the business and purpose to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

Fourth: The total number of shares of stock that the Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, of the par value of \$.01 per share.

Fifth: The Corporation is to have perpetual existence.

Sixth: Election of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

Seventh: All of the powers of the Corporation, insofar as the same may be lawfully vested by this Certificate of Incorporation in the Board of Directors of the Corporation, are hereby conferred upon the Board of Directors of the Corporation.

In furtherance and not in limitation of the foregoing provisions of this Article Eighth, and for the purpose of the orderly management of the business and the conduct of the affairs of the Corporation, the Board of Directors of the Corporation shall have the power to adopt, amend or repeal from time to time the by-laws of the Corporation, subject to the right of the stockholders of the Corporation entitled to vote thereon to adopt, amend or repeal by-laws of the Corporation.

Eighth: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.