

08-21-2002



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WRD 8-19-02

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Performance Boring Technologies, Inc.Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of Conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: **April 8, 2002**

2. Name and address of receiving party(ies):

Name: **Performance Drilling Wyoming**Street Address: **P.O. Box 4175**City: **Casper** State: **Wyoming**Zip: **82604**Additional name(s) of receiving party(ies) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s): **10/036,804**B. Patent No.(s): **6,349,778**Additional number(s) attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning this document should be mailed:

Name: **John P. Murtaugh**Street Address: **526 Superior Avenue East**
Suite 1200City: **Cleveland** State: **OH** Zip: **44114-1484**6. Total number of applications and patents involved: **2**7. Total Fee (37 C.F.R. §3.41) **\$80.00**

- ☒ Enclosed
☒ Authorized to be charged to Deposit Account
for any uncovered fees

8. Deposit Account No.

16-0820, Order No. 32237US1

(Attach duplicate copy of this page if paying by deposit account)

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FC:581

80.00 DP

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9. 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.

John P. Murtaugh
Name of Person SigningJohn P. Murtaugh
SignatureAug. 13, 2002
DateTotal number of pages including cover sheet, attachments, and document: **9**

ARTICLES OF MERGER

FILED: 04/29/2002

CID: 1999-00346268

WY Secretary of State

Doc. ID: 2002-00434814

OF
99-346268 D SURVIVOR
PERFORMANCE DRILLING WYOMING and
PERFORMANCE BORING TECHNOLOGIES, INC.
2000-401349

204420

PERFORMANCE DRILLING WYOMING, a Wyoming corporation, and PERFORMANCE BORING TECHNOLOGIES, INC., a Wyoming corporation, for the purpose of merging PERFORMANCE BORING TECHNOLOGIES, INC., into PERFORMANCE DRILLING WYOMING, with PERFORMANCE DRILLING WYOMING being the surviving corporation as a Wyoming corporation, do hereby adopt the following Articles of Merger pursuant to W. S. §§ 17-16-1101 and 17-16-1105:

ARTICLE I

The plan of merger is set forth in the Agreement of Merger as recommended by the sole shareholder of the two corporations, approved by unanimous vote of all outstanding shares of each corporation entitled to vote, and duly authorized and executed by each corporation, and is set forth herein as follows:

AGREEMENT OF MERGER

AGREEMENT AND PLAN OF MERGER made and entered into this 29th day of March, 2002, by and between PERFORMANCE DRILLING WYOMING, a Wyoming corporation, at times referred to as the surviving corporation, and PERFORMANCE BORING TECHNOLOGIES, INC., a Wyoming corporation.

RECITALS

WHEREAS, PERFORMANCE DRILLING WYOMING and PERFORMANCE BORING TECHNOLOGIES, INC., at times referred to as the constituent corporations, desire to merge pursuant to the applicable statutes of the State of Wyoming in accordance with the terms and conditions hereinafter set forth; and

WHEREAS, PERFORMANCE DRILLING WYOMING, is duly organized and existing under the laws of the State of Wyoming, having been incorporated on June 10, 1999; and

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WHEREAS, PERFORMANCE BORING TECHNOLOGIES, INC., is duly organized and existing under the laws of the State of Wyoming, having been incorporated on February 9, 2000; and

WHEREAS, PERFORMANCE DRILLING WYOMING has authorized shares consisting of 50,000 shares of common shares of no par value, of which 500 shares are now issued and outstanding; and

WHEREAS, PERFORMANCE BORING TECHNOLOGIES, INC., has authorized shares consisting of 50,000 shares of common shares of no par value, of which 9,900 shares are now issued and outstanding.

NOW THEREFORE, the constituent corporations do hereby agree each with the other that PERFORMANCE BORING TECHNOLOGIES, INC., be merged into PERFORMANCE DRILLING WYOMING, as the surviving corporation, pursuant to the applicable statutes of the State of Wyoming and subject to the following terms and conditions:

1. **ARTICLES OF INCORPORATION OF SURVIVING CORPORATION.**
The Articles of Incorporation of the surviving corporation, prior to the effective date of this merger, shall be amended to change the aggregate number of shares as follows:

ARTICLE III

The aggregate number of shares, which the corporation shall have authority to issue, is One Hundred Thousand (100,000) shares of common stock having no par value of one class only.

All issued and outstanding shares shall have unlimited voting rights and shall be entitled to share in the distribution of net assets upon dissolution of the corporation.

Stock may be issued for such consideration as is permitted under Wyoming law, now or hereafter in effect, and the Officers shall determine the value of such consideration, or, if the corporation has no Officers, by the shareholders, whose judgment as to the value received shall be conclusive. All stock when issued shall be fully paid and non-assessable.

2. **BYLAWS/SHAREHOLDERS AGREEMENT OF SURVIVING CORPORATION.** The Bylaws or Shareholders Agreement, as applicable, of PERFORMANCE DRILLING WYOMING, in force on the effective date of the merger shall be the Bylaws, or Shareholders Agreement, as applicable, of the surviving corporation until altered, amended, or repealed.

3. **CONVERSION OF SHARES OF THE CONSTITUENT CORPORATIONS.** The manner of converting shares of the constituent corporations into shares of the surviving corporation shall be as follows:
- a. Each share of **PERFORMANCE BORING TECHNOLOGIES, INC.**, whether unissued or issued and outstanding on the effective date of the merger, shall continue to be one common share of the surviving corporation. After the merger becomes effective, each holder of an outstanding certificate or certificates theretofore representing shares of **PERFORMANCE BORING TECHNOLOGIES, INC.**, may surrender the same to the surviving corporation or an agent appointed by it. Such holder shall be entitled upon such surrender to receive in exchange therefor a certificate or certificates representing the number of full shares of fully paid and nonassessable shares of the surviving corporation into which the shares of **PERFORMANCE BORING TECHNOLOGIES**, theretofore represented by the certificate or certificates so surrendered, shall have been changed and converted. Until so surrendered, each outstanding certificate which, prior to the effective date of the merger, represented shares of **PERFORMANCE BORING TECHNOLOGIES, INC.**, shall be deemed, for all corporate purposes other than payment of dividends, to evidence ownership of the number of full shares of the surviving corporation into which the same have been so changed and converted.
4. **OFFICERS.** Initially, the Officers of the surviving corporation shall consist of the persons who are Officers of **PERFORMANCE DRILLING WYOMING** when the merger becomes effective, and such officers shall serve until their respective successors are duly elected and qualified.
5. **SHARES.** On the effective date of the merger, the capital of the surviving corporation shall be an amount equal to the aggregate value of all of the issued shares of the capital shares of said corporation, after giving effect to the terms and provisions of the Agreement of Merger.

6. **PROHIBITED ACTIONS.** Prior to the effective date of the merger, neither of the constituent corporations will engage in any activity or transaction other than in the ordinary course of business without first obtaining the approval of the other; and neither of them will issue any rights to subscribe to, or to convert any obligation into, any shares of its capital shares otherwise than upon exercise of a right of purchase or conversion outstanding at the time of execution of this Agreement of Merger.
7. **EFFECTIVE MERGER.** When the merger becomes effective, all rights, privileges, powers, and franchises and all property and assets of every kind and description of PERFORMANCE BORING TECHNOLOGIES, INC., shall be vested in and held and enjoyed by the surviving corporation without further act or deed. All the estates and interest of every kind of the constituent corporations, including all debts due to either of them on whatever account, shall be the property of the surviving corporation as they were of the respective constituent corporations. The title to any real estate vested by deed or otherwise in either of the constituent corporations shall not revert to or be in any way impaired by reason of this merger. All rights of creditors and all liens upon any property of either of the constituent corporations shall be preserved unimpaired; and all debts, liabilities, and duties of the respective constituent corporations shall thenceforth attach to the surviving corporation and may be enforced against it to the same extent as if such debts, liabilities, and duties had been incurred or contracted by it.

To the extent permitted by law, from time to time, as when requested by the surviving corporation or by its successors or assigns, PERFORMANCE BORING TECHNOLOGIES, INC., shall execute and deliver, or cause to be executed and delivered, all such deeds and instruments, and take, or cause to be taken, such further or desirable actions in order to vest in and conform to the surviving corporation title to, and possession of, any property of PERFORMANCE BORING TECHNOLOGIES, INC.

8. **RIGHT TO AMEND ARTICLES OF INCORPORATION.** The surviving corporation hereby reserves the right to amend, alter, change or repeal its current Articles of Incorporation in the manner now or hereafter prescribed by statute or Bylaw; and all rights or powers conferred herein in such amended Articles of Incorporation on shareholders and officers are subject to this reservation.

9. **EFFECTIVE DATE.** This Agreement of Merger shall be submitted to the shareholders of each of the constituent corporations as provided by the applicable laws of the state of Wyoming at meetings which shall be held on or before the 29th day of March, 2002 or such later date as the Officers of the constituent corporations shall mutually approve. If this Agreement is duly adopted by the requisite votes of shareholders, Articles of Merger shall be sent for filing to the Secretary of State of the State of Wyoming, and the merger shall become effective upon the filing thereof by said Secretary of State. The constituent corporations shall do all other acts and things as shall be necessary according to the laws of the State of Wyoming in order to effectuate the merger.
10. **PERFORMANCE DRILLING WYOMING** shall pay all expenses of accomplishing this merger.

ARTICLE II

As to **PERFORMANCE BORING TECHNOLOGIES, INC.**, an affirmative vote of the majority of the shares entitled to vote thereon is required for approval of the merger, and at the time the proposed merger was presented to the shareholders, there were 9,900 shares outstanding and entitled to vote, of which 9,900 voted in favor of the merger and zero (0) voted against the merger.

ARTICLE III

As to **PERFORMANCE DRILLING WYOMING**, an affirmative vote of two-thirds (2/3) of the shares entitled to vote thereon is required for approval of the merger, and at the time the proposed merger was presented to the shareholders there were 500 shares outstanding and entitled to vote, of which 500 voted in favor of the merger and zero (0) voted against the merger.

ARTICLE IV

Adoption of the Plan of Merger and performance of its terms were duly approved by a unanimous vote of all outstanding shares entitled to vote in each corporation, and by their respective Officers.

IN WITNESS WHEREOF, we have executed these Articles of Merger in duplicate originals this 29th day of March, 2002.

PERFORMANCE DRILLING WYOMING

By _____

It's Vice President

ATTEST:

Lynn Hlav

Secretary

PERFORMANCE BORING TECHNOLOGIES, INC.,

By _____

It's Vice President

ATTEST:

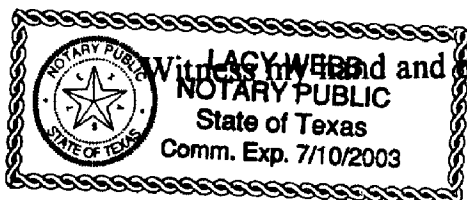
Lynn Hlav

Secretary

STATE OF Texas)

COUNTY OF Harris) ss.

Subscribed in my presence and sworn to before me by Rob Davie
Vice President of PERFORMANCE DRILLING WYOMING, a Wyoming corporation,
this 8th day of April, 2002.



Lacy Webb
Notary Public

My Commission Expires:

7/10/2003

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STATE OF Texas)
COUNTY OF Harris) ss.

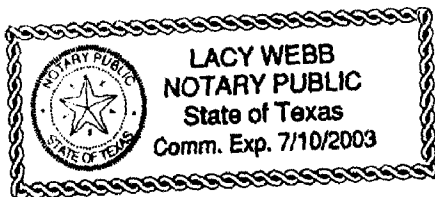
Subscribed in my presence and sworn to before me by Rob Davis
Vice President of PERFORMANCE BORING TECHNOLOGIES, INC., a Wyoming
corporation, this 8th day of April, 2002.

Witness my hand and official seal.

Lacy Webb
Notary Public

My Commission Expires:

7/10/2003



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State of Wyoming

Office of the Secretary of State



United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that the filing requirements for the issuances of this certificate have been fulfilled.

CERTIFICATE OF MERGER

OF

PERFORMANCE BORING TECHNOLOGIES, INC. (WY)
merged into: PEFORMANCE DRILLING WYOMING (WY)(SURVIVOR)

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues this Certificate.



IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the Great Seal of the State of Wyoming. Done at
Cheyenne, the Capital, this 29th day of APRIL A.D., 2002.

Joseph B. Meyer

Secretary of State

By

Joseph B. Meyer

PATENT

RECORDED: 08/19/2002

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