

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 873028

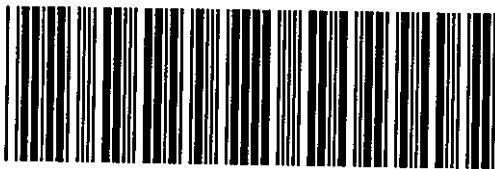
The Registrar of Companies for England and Wales hereby certifies that

DREXEL EQUIPMENT(U.K.)LIMITED

having by special resolution changed its name, is now incorporated
under the name of

TUBOSCOPE (UK) LIMITED

Given at Companies House, Cardiff, the 7th January 1998



C008730286

A handwritten signature in cursive script that reads "Robin Woodyatt".

ROBIN WOODYATT

For The Registrar Of Companies



C O M P A N I E S H O U S E

Company No. 873028

COMPANIES HOUSE
FEE PAID £100
EDINBURGH

7/1
CANCELLED RG
COMPANIES HOUSE
FEE PAID £100
EDINBURGH

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of
the sole member of

DREXEL EQUIPMENT (UK) LIMITED

PASSED: 31ST DECEMBER 1997

Pursuant to Section 381A of the Companies Act 1985, the following were passed on 31 December 1997 by the Member of Drexel Equipment (UK) Limited ("the Company"), by way of Written Resolution Procedure:-

As an Ordinary Resolution

"That the reorganisation of the Tuboscope Group of Companies within the United Kingdom (of which the Company forms part), be and is hereby approved, and in part implement of said reorganisation, authority be and is hereby given to the Company to enter into separate agreements ("the Agreements") for the purposes of the acquisition of the entire business, trade and undertaking of the following Companies:-

- [Handwritten signature]*
- ~~(a) Pressure Control Engineering Limited;~~
 - ~~(b) SSR (International) Limited;~~
 - (c) Tuboscope Vetco Capital Limited;
 - (d) Tuboscope Vetco (UK) Limited;
 - (e) Environmental Procedures (UK) Limited;
 - (f) Enaco Public Limited Company; and
 - (g) Pump Systems Limited
- [Handwritten signature]*

and that authority is hereby given to any two directors, or a director and the secretary of the Company to execute the Agreements on behalf of the Company and thereafter do all things necessary to implement the terms of each of the Agreements."



As a Special Resolution

"That the name of the Company be changed from Drexel Equipment (UK) Limited to Tuboscope (UK) Limited."

A handwritten signature in black ink, consisting of several loops and strokes, positioned above a dotted line.

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Director