

Department of State.

**CERTIFICATE OF AUTHORITY
OF
WADECO, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WADECO, INC.

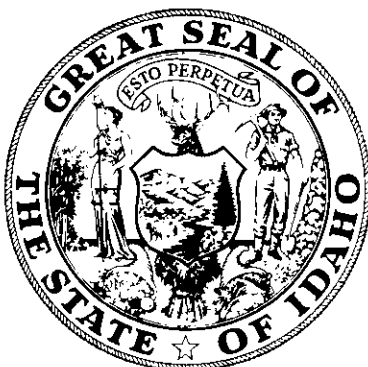
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to WADECO, INC.

to transact business in this State under the name WADECO, INC.

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated **October 28, 1985**



Robt. C. Anderson

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

OCT 28 3 35 PM '85
SECRETARY OF STATE

1. The name of the corporation is WADECO, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Arizona
4. The date of its incorporation is April 28, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o Stephen M. Savage, Esq., Fennemore, Craig, von Ammon, Udall & Powers, 1700 First Interstate Bldg., 100 West Washington St., Phoenix, Arizona 85003
6. The address to which correspondence should be addressed, if different from that in item 5 WADECO, INC., 2550 Eastman Ave., #5, Ventura, CA 93003
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
The fabrication, sale and rental of oil field equipment to drilling contractors
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Kenneth M. Schmidt</u>	<u>President & Director</u>	<u>2550 Eastman Ave., #5</u> <u>Ventura, CA 93003</u>
<u>Joseph M. Osowski</u>	<u>Secretary, Treasurer & Director</u>	<u>810, 300, 5th Ave. S.W.</u> <u>Calgary, Alberta, Canada</u> <u>T2P 3C4</u>
10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

(continued on reverse)

11. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated September 20, 19 85.

WADECO, INC.

By X

Kenneth M. Schmidt, Its President

and X

Joseph M. Osowski, Its Secretary

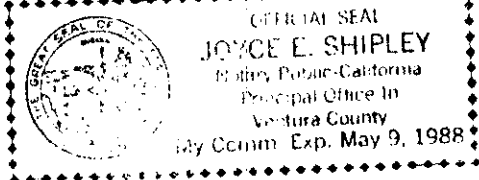
STATE OF CALIFORNIA)
) ss:
COUNTY OF VENTURA)

I, Joyce E. Shipley, a notary public, do hereby certify that on this 20 day of September, 19 85, personally appeared before me Kenneth M. Schmidt, who being by me first duly sworn, declared that he is the President of WADECO, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Joyce E. Shipley
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



State of Arizona

OCT 28 3 35 PM '85

SECRETARY OF STATE



OFFICE OF THE CORPORATION COMMISSION

To all to Whom these Presents shall Come, Greeting:

I, the Executive Secretary of the Arizona Corporation Commission, DO HEREBY
CERTIFY that

*** WADECO INC. ***

a Domestic Corporation organized under the laws of the State of Arizona, did incorporate on
APRIL 28, 1980.

I FURTHER CERTIFY that this corporation has filed all affidavits and annual
reports and paid all annual filing fees required to date and, therefore, is in good standing in
this state.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capital, this

18TH day of SEPTEMBER,

19 85, A.D.

James Matthews

Executive Secretary

By *[Signature]*
