



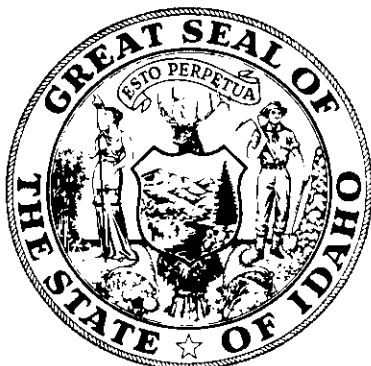
CERTIFICATE OF AUTHORITY
OF

CODELL DRILLING SUPPLY COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CODELL DRILLING SUPPLY COMPANY 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 CODELL DRILLING SUPPLY COMPANY to transact business in this State under the name CODELL DRILLING SUPPLY COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated **May 14, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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:

1. The name of the corporation is CODELL DRILLING SUPPLY COMPANY

2. The name which it shall use in Idaho is CODELL DRILLING SUPPLY COMPANY

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of UTAH

4. The date of its incorporation is SEPTEMBER 21, 1983 and the period of its duration is INDEFINITE

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1225 EAST FORT UNION BLVD. SUITE 100 MIDVALE, UTAH 84047

6. The address to which correspondence should be addressed, if different from that in item 5.

- SAME -

7. The street address of its proposed registered office in Idaho is P. O. BOX 464 NAMPA, IDAHO 83651
(1222 RUTH LANE), and the name of its proposed registered agent in Idaho at that address is W. ROY BROWN

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

OIL & GAS EXPLORATION AND DRILLING SUPPLIES

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>RICHARD A. BROWN</u>	<u>SECRETARY</u>	<u>SALT LAKE CITY, UTAH</u>
<u>W. ROY BROWN</u>	<u>PRESIDENT</u>	<u>NAMPA, IDAHO</u>
<u>BRENT C. WILLIAMS</u>	<u>DIRECTOR</u>	<u>SALT LAKE CITY, UTAH</u>
<u>MAY S. FARR</u>	<u>DIRECTOR</u>	<u>UPLAND, CALIFORNIA</u>
<u>THOMAS ROBINSON</u>	<u>DIRECTOR</u>	<u>SALT LAKE CITY, UTAH</u>

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by class, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
50,000	COMMON	NO PAR

11. The aggregate number of its issued shares, itemized by class, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
42,500	COMMON	NO PAR

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: MAY 1, 1985

CODELL DRILLING SUPPLY COMPANY

(Corporation Name)

By [Signature]
Its President/ ~~Vice President~~ (please specify)

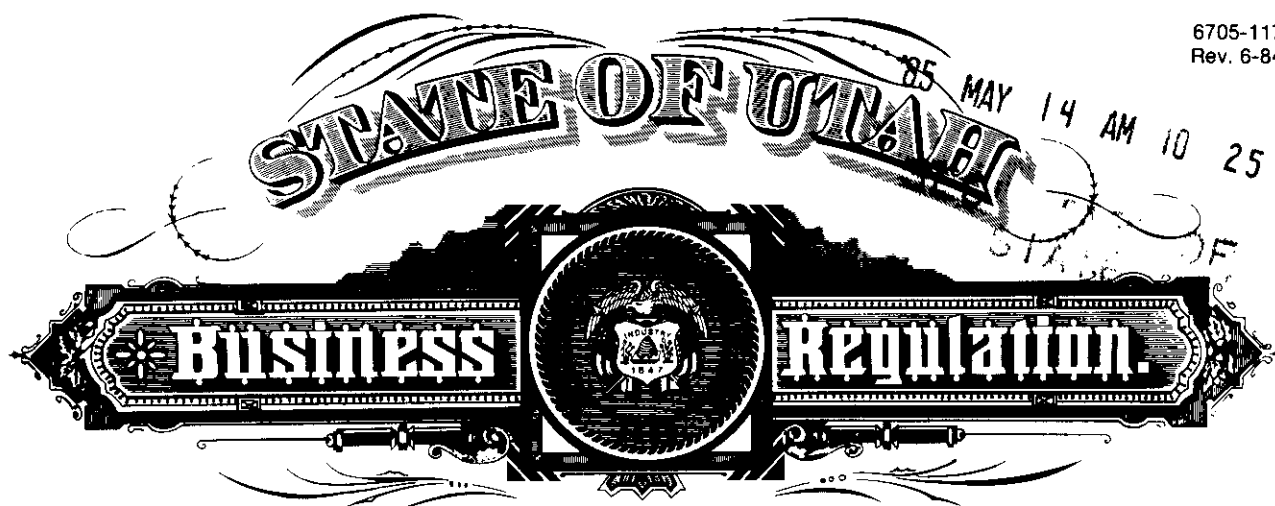
and [Signature]
Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF UTAH)
) ss:
COUNTY OF SALT LAKE)

I, Verethy Johnston, a notary public, do hereby certify that on
this 1st day of MAY, 1985, personally appeared before
me W. ROY BROWN, who being by me first duly sworn, declared that he
is the PRESIDENT of CODELL DRILLING SUPPLY COMPANY.

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

Verethy Johnston
Notary Public



The Department of Business Regulation, Division of Corporations and Commercial Code, certifies that CODELL DRILLING SUPPLY COMPANY is a Utah Corporation and is qualified to do business in the State of Utah. A Certificate of Incorporation was issued from this office on September 21, 1983 and said corporation is in good standing.

AS APPEARS OF RECORD IN THE DIVISION OFFICE.

File # 105771

Dated this 1st day of
..... May A.D. 19 85....

Randall R. Smart

Director, Division of Corporations and
Commercial Code

