



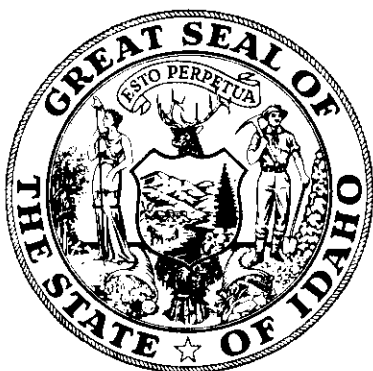
CERTIFICATE OF MERGER OR CONSOLIDATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that
duplicate originals of Articles of merger of _____
SIERRA PRODUCTION SERVICE, INC.

into PRIDE OIL WELL SERVICE COMPANY,
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
merger, and attach hereto a duplicate original of the Articles of
merger.

Dated June 9, 19 81.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk



JUN 9 8 37 AM '81
SECRETARY OF STATE

The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

Articles of Merger of SIERRA PRODUCTION SERVICE, INC., a California corporation, and PRIDE OIL WELL SERVICE COMPANY, a Texas corporation, for which a Certificate of Merger was issued on May 11, 1981; that according to the terms of the Merger the surviving corporation was PRIDE OIL WELL SERVICE COMPANY, a Texas corporation.

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

2nd. day of *June*, A. D. 19 *81*.

Glenn Stucke Jr.
Secretary of State

ARTICLES OF MERGER

OF

SIERRA PRODUCTION SERVICE, INC.,

A California Corporation

INTO

PRIDE OIL WELL SERVICE COMPANY,

A Texas Corporation

FILED
In the Office of the
Secretary of State of Texas

MAY 11 1981

CLERK
Corporation Division

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, PRIDE OIL WELL SERVICE COMPANY, a corporation organized under the laws of the State of Texas, and owning at least ninety percent of the shares of SIERRA PRODUCTION SERVICE, INC., a corporation organized under the laws of the State of California, hereby executes the following Articles of Merger:

1. The following is a copy of a resolution of the Board of Directors of PRIDE OIL WELL SERVICE COMPANY adopted on January 5, 1981:

"RESOLVED, that Pride Oil Well Service Company merge and it hereby does merge into itself Sierra Production Service, Inc. and assumes all of its obligations; and

"FURTHER RESOLVED, that the proper officers of Pride Oil Well Service Company be, and they hereby are, directed to make and execute Articles of Merger setting forth a copy of the resolutions to merge Sierra Production Service, Inc., and assume its liabilities and obligations as of the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Texas, which may be in anywise necessary or proper to effect said merger."

2. The number of outstanding shares of each class of the subsidiary corporation and the number of shares of each class owned by the surviving corporation is:

| <u>Class</u> | <u>No. of Shares Outstanding</u> | <u>No. of Shares Owned by Parent</u> |
|------------------|--------------------------------------|--|
| \$100 par common | 400 | 400 |

3. The laws of California, the jurisdiction under which SIERRA PRODUCTION SERVICE, INC. is organized, permits such a merger.

4. The laws of Texas, the jurisdiction under which PRIDE OIL WELL SERVICE COMPANY is organized, permits such a merger.

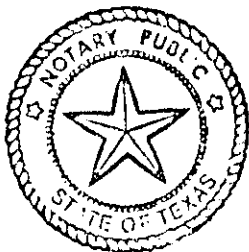
PRIDE OIL WELL SERVICE COMPANY

By: Ray H. Felder
President (or Vice-President)

By: Richard D. Ryan
Secretary (or Assistant-Secretary)

THE STATE OF Texas X
COUNTY OF Hidalgo X

I, F.B. LLOYD JR, a notary public, do hereby certify that on this 06 day of MAY, 1981, personally appeared before me RAY N. Tolson, who being by me first duly sworn, declared that they are the President and Secretary, respectively, of PRIDE OIL WELL SERVICE COMPANY, that they signed the foregoing document as President and Secretary, respectively, of said corporation, and that the statements therein contained are true.



F. B. LLOYD, JR.
MY COMMISSION EXPIRES
9/26/81

F.B. Lloyd Jr
Notary Public The State
County of Texas

(Seal of Notary)

AGREEMENT OF MERGER
OF
SIERRA PRODUCTION SERVICE, INC.,
A California Corporation
INTO
PRIDE OIL WELL SERVICE COMPANY,
A Texas Corporation

This Agreement of Merger is entered into between Pride Oil Well Service Company, a Texas Corporation ("Surviving Corporation") and Sierra Production Service, Inc., a California Corporation ("Disappearing Corporation")

1. Disappearing Corporation shall be merged into Surviving Corporation, with the latter as the surviving corporation.
2. The outstanding shares of Disappearing Corporation shall be cancelled and no shares of Surviving Corporation shall be issued in exchange therefor.
3. Disappearing Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
4. The effect and effective date of the merger are as prescribe by the law of Texas.

Dated: July 5, 19 81

Pride Oil Well Service Company

By Ray H. Folsom
President

Sierra Production Service, Inc.

By Ray H. Folsom
President