



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

CONTINENTAL DRILLING COMPANY
a corporation duly organized and existing under the laws of **California** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **2nd** day of **November**, 19 **63**, a properly authenticated copy of its articles of incorporation, and on the **2nd** day of **November**, 19 **63**, a designation of **W. G. Radon** **T. H. Herle** or in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **2nd** day of **November**, A.D. 19 **63**.

Secretary of State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

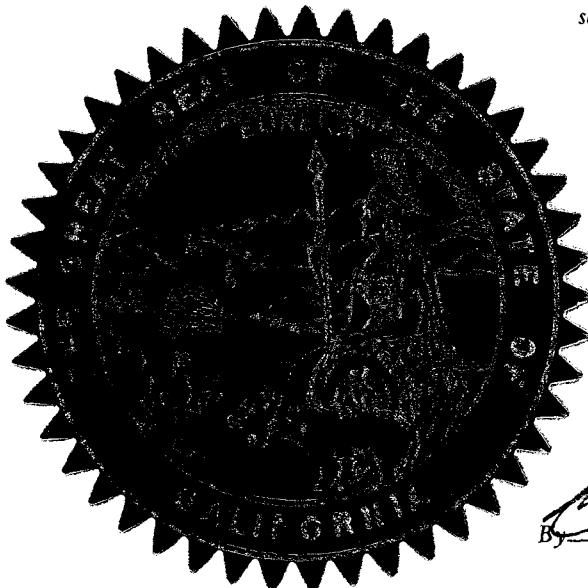
(PHOTOCOPY CERTIFICATION)

I, FRANK M. JORDAN, *Secretary of State of the State of California, hereby certify:*

That the photographic reproduction hereunto annexed was prepared by and in my office from the record on file of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I hereunto
set my hand and affix the Great
Seal of the State of California

this **AUG 6 1965**



Frank M. Jordan

Secretary of State

Walter C. Butler

Assistant Secretary of State

258987

ARTICLES OF INCORPORATION

OF

CONTINENTAL DRILLING COMPANY

FILED

In the office of the Secretary of State
of the State of California

DEC 17 1951

FRANK M. JORDAN, Secretary of State

[Signature]
Deputy

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of California, and we do hereby certify:

FIRST: That the name of said corporation shall be:

CONTINENTAL DRILLING COMPANY

SECOND: That the primary business in which the corporation intends initially to engage is to act as diamond drilling contractors and to manufacture, sell and distribute diamond core bits and drill supplies.

THIRD: That the other purposes for which said corporation is formed are:

(a) to make and enter into contracts and render services in connection with drilling, especially diamond drilling; to manufacture all kinds and varieties of diamond core bits, drill supplies, equipment, appliances, instruments and machines and any and all processes and products; to install, service and to promote the sale of and merchandise the same together with all operations in connection with the manufacture, distribution and sale of diamond core bits, drills, supplies, equipment, etc., which are usual and customary.

(b) To purchase or otherwise acquire, own, hold, sell, lease, exchange, assign, transfer, mortgage, pledge or otherwise dispose of, to guarantee, and to invest, trade and deal in and with personal property of every class and description.

(c) To purchase or otherwise acquire, hold, own, lease, sell, exchange, assign, transfer, mortgage or otherwise

dispose of, and to invest, trade, and deal in and with real property, and any and all interests therein.

(d) To enter into any kind of contract or agreement, cooperative or profit-sharing plan, with its officers or employees that the corporation may deem advantageous or expedient or otherwise to reward or pay such persons for their services as the directors may deem fit.

(e) To purchase, lease, or otherwise acquire, in whole or in part, the business, good will, rights, franchises and property of every kind, and to undertake the whole or any part of the assets or liabilities, of any person, firm, association or corporation engaged in or authorized to conduct any business similar to any business authorized to be conducted by this corporation, or owning property necessary or suitable for its purposes, and to pay for the same in cash, in the stocks or bonds of this corporation, or otherwise; to hold or in any manner dispose of the whole or any part of the business or property so acquired, and to exercise all the powers necessary or incidental to the conduct of such business.

(f) To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time, for any of the objects or purposes of this corporation, and to mortgage, pledge, hypothecate, and/or convey in trust, any or all of its property to secure the payment thereof.

(g) To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm, association, corporation, municipality, state or government, or any subdivision, district or department thereof.

(h) To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the objects

hereinbefore enumerated, or calculated, directly or indirectly, to promote the interest of the corporation; and in carrying on its purpose, or for the purpose of attaining or furthering any of its business, to do any and all such acts and things, and to exercise any and all other powers which a co-partner or natural person could do or exercise, and which now or hereafter may be authorized by law, in any part of the world.

(1) The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and the statements contained in each clause shall be in no wise limited or restricted, by reference to, or inference from, the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

FOURTH: The principal office for the transaction of the business of this corporation shall be located at 52, West 6th Street, Room 1142, Los Angeles 14, California, County of Los Angeles.

FIFTH: The number of shares which may be issued by this corporation is one hundred (100) shares; and the par value of each share is One Thousand Dollars (\$1,000.00); and the aggregate par value of all shares is the sum of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of said corporation shall be three (3), and the names and addresses of the persons who are appointed to act as the first Directors and to hold office until the selection and qualification of their successors, are as follows:

R. F. THIES

3508 Shasta Circle
Los Angeles, California

RICHARD O. THIES

3508 Shasta Circle
Los Angeles, California

BOND H. JOBE

5612 Tyler Avenue
Arcadia, California

SEVENTH: Before there can be a valid sale or transfer of any of the shares of this corporation by the holders thereof, the holder of the shares to be sold or transferred shall first give notice in writing to the Secretary of this corporation of his intention to sell or transfer such shares. Said notice shall specify the number of shares to be sold or transferred, the price per share, and the terms upon which such holder intends to make such sale or transfer. The Secretary shall, within five (5) days thereafter, mail or deliver a copy of said notice to each of the other shareholders of record of this corporation. Such notice may be delivered to such shareholders personally or may be mailed to the last known address of such shareholders, as the same may appear on the books of this corporation. Within forty (40) days after the mailing or delivering of said notices to such shareholders, any such shareholder or shareholders desiring to acquire any part or all of the shares referred to in said notice shall deliver by mail or otherwise to the Secretary of this corporation a written offer or offers to purchase a specified number or numbers of such shares at the price and upon the terms stated in said notice.

If the total number of shares specified in such offers exceeds the number of shares referred to in said notice, each offering shareholder shall be entitled to purchase such proportion of the shares referred to in said notice to the Secretary, as the number of shares of this corporation, which he holds, bears to the total number of shares held by all such shareholders desiring to purchase the shares referred to in said notice to the Secretary.

If all of the shares referred to in said notice to the Secretary are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain undisposed of, as the total number of shares which he holds bears to the total number of shares held by all of the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

If none or only a part of the shares referred to in said notice to the Secretary is purchased, as aforesaid, in accordance with the offers made within said forty (40) day period, the shareholders desiring to sell or transfer may dispose of all shares of stock referred to in said notice to the person or persons he may so desire; provided, however, that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in said notice to the Secretary.

Any sale or transfer, or purported sale or transfer, of the shares of said corporation shall be null and void unless the terms, conditions and provisions of this Paragraph Seventh are strictly observed and followed.

IN WITNESS WHEREOF, the persons named herein as Directors have set their hands this _____ day of _____, 1951, at Los Angeles, California.

R. F. Thies
R. F. Thies

Richard O. Thies
Richard O. Thies

Bond H. Jobe
Bond H. Jobe

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On this 14th day of December, 1951, before me,
a Notary Public in and for the County of Los Angeles, State of
California, personally appeared R. F. THIES ~~and others~~
known to be to be ^{one} ~~one~~ of the persons whose names are subscribed
to the foregoing instrument, and acknowledged to me that ~~they~~ he
executed the same.

WITNESS my hand and official seal the day and year
in this certificate first above written.

Paul Brown
Notary Public in and for said
County and State

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On this 6th day of Dec, 1951, before me,
a Notary Public in and for the County of Los Angeles, State of
California, personally appeared BOND H. JOSE known to me to be
one of the persons whose names are subscribed to the foregoing
instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal the day and year
in this certificate first above written.

J. J. Connell
J. J. CONNELL, Notary Public
My Commission Expires July 9, 1952

J. J. Connell
Notary Public in and for said
County and State

STATE OF OREGON

COUNTY OF

)
) ss.
)

On this 10th day of December, 1951, before me,
a Notary Public in and for the County of Marion,
State of Oregon, personally appeared RICHARD O. THIES, known to
me to be one of the persons whose names are subscribed to the
foregoing instrument, and acknowledged to me that he executed
the same.

WITNESS my hand and official seal the day and year
in this certificate first above written.

E. A. F. S.
Notary Public in and for said County
and State.

Notary Public for Oregon
My Commission Expires April 10, 1954