

State of Idaho

Department of State

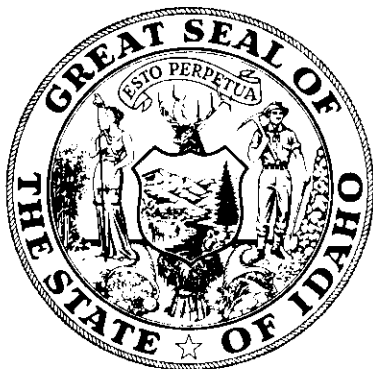
CERTIFICATE OF AUTHORITY OF

PRIDE OIL WELL SERVICE COMPANY

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

Dated **March 5, 1984**



Pete T. Cenarrusa

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:

1. The name of the corporation is PRIDE OIL WELL SERVICE COMPANY

2. *The name which it shall use in Idaho is PRIDE OIL WELL SERVICE COMPANY

3. It is incorporated under the laws of Texas

4. The date of its incorporation is April 25, 1983 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 3040 Post Oak Blvd., Suite 1500, Houston, Texas 77056

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

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: To engage in any lawful business

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

Table with 3 columns: Name, Office, Address. Content: SEE ATTACHED RIDER

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

Table with 3 columns: Number of Shares, Class, Par Value Per Share or Statement That Shares Are Without Par Value. Content: 100,000, common, without par value

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, 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
<u>1,000</u>	<u>common</u>	<u>without par value</u>

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 copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 25, 1984

PRIDE OIL WELL SERVICE COMPANY

By

Ray H. Tolson
Ray H. Tolson

Its _____ President

and

Richard O. Ryan
Richard O. Ryan

Its _____ Secretary

STATE OF TEXAS)

) ss:

COUNTY OF HARRIS)

I, Nanette Darby, a notary public, do hereby certify that on this 25th day of January, 1984, personally appeared before me Ray H. Tolson, who being by me first duly sworn, declared that he is the President of PRIDE OIL WELL SERVICE COMPANY

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

NANETTE DARBY
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES 8/6/85

Notary Public

Nanette Darby

*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.

PRIDE OIL WELL SERVICE COMPANY

Names and addresses of directors.

<u>Name</u>	<u>Street and Number</u>	<u>City and State</u> <u>(Include Zip Code)</u>	<u>Term Expires</u>
Ray H. Tolson	3040 Post Oak Blvd. Suite 1500	Houston, Texas 77056	10-19-84
Dexter Polk	3040 Post Oak Blvd. Suite 1500	Houston, Texas 77056	10-19-84
John D. Harris	1600 Dellwood Lane	Alice, Texas 78332	10-19-84
F. B. Lloyd, Jr.	1317 Washington St.	Alice, Texas 78332	10-19-84
Richard O. Ryan	3040 Post Oak Blvd. Suite 1500	Houston, Texas 77056	10-19-84
T. H. Roberts, Jr.	Sycamore Road	DeKalb, Illinois 60115	10-19-84
C. C. Roberts	Sycamore Road	DeKalb, Illinois 60115	10-19-84
Bruce P. Bickner	Sycamore Road	DeKalb, Illinois 60115	10-19-84
Clifford Heglin	Sycamore Road	DeKalb, Illinois 60115	10-19-84

Names, addresses and titles of officers and when term expires.

<u>Name</u>	<u>Street and Number</u>	<u>City and State</u>	<u>Title</u>	<u>Term expires</u>
Ray H. Tolson	3040 Post Oak Blvd Suite 1500	Houston, Texas 77056	President	10-19-84
Dexter Polk	3040 Post Oak Blvd Suite 1500	Houston, Texas 77056	Vice Pres.	10-19-84
John D. Harris	1600 Dellwood Lane	Alice, Texas 78332	Vice Pres. & Asst. Secretary Treasurer	10-19-84
B. P. Bickner	Sycamore Road	DeKalb, Illinois 60116	Vice Pres.	10-19-84
Richard O. Ryan	3040 Post Oak Blvd Suite 1500	Houston, Texas 77056	Vice Pres.- Finance & Administration & Secretary	10-19-84

John H. Witmer, Jr.	Sycamore Road	DeKalb Illinois 60116	Vice Pres.	10-19-84
Joe Elam	3040 Post Oak Blvd Suite 1500	Houston, Texas 77056	Vice Pres.	10-19-84
Gene Fowler	3040 Post Oak Blvd Suite 1500	Houston, Texas 77056	Controller & Treasurer	10-19-84
Robert Beasley	7215 Rosedale Hwy.	Bakersfield, California 93308	Asst. Sec.- Treasurer	10-19-84
Mary E. Pesut	Sycamore Road	DeKalb, Illinois 60116	Asst. Sec.- Treasurer	10-19-84
Doris Riippi	Sycamore Road	DeKalb Illinois 60116	Asst. Sec.- Treasurer	10-19-84



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:

PRIDE OIL WELL SERVICE COMPANY

Articles of Incorporation

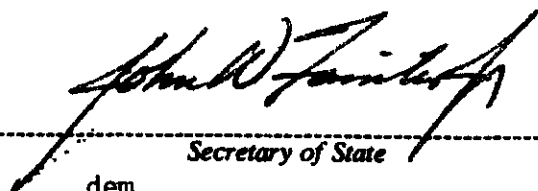
April 25, 1983

Articles of Merger

August 26, 1983

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

16th day of February A. D. 19 84


Secretary of State

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FILED
The Office of the
Secretary of State of Texas

APR 25 1983

ARTICLES OF INCORPORATION
OF
R. H. T., INC.

Clerk E
Corporations Section

The undersigned, being a natural person of the age of 18 years or more, acting as incorporator of a corporation under the Texas Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is R. H. T., Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares, without par value.

ARTICLE FIVE

The corporation will not commence its business until it has received for the issuance of its shares consideration of the value of ONE THOUSAND AND NO/100 (\$1,000.00) DOLLARS, consisting of money, labor done or property actually received which sum is not less than ONE THOUSAND AND NO/100 (\$1,000.00) DOLLARS.

ARTICLE SIX

The post office address of the Initial Registered Office is 3040 Post Oak Boulevard, Suite 1500, Houston, Texas, 77056, and the name of its Initial Registered Agent at such address is Ray H. Tolson.

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors is One (1), and the name and the address of the person who is to serve as Director until the first annual meeting of the Shareholders, or until his successors are elected and qualified, are:

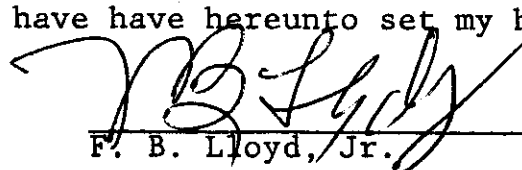
<u>NAME</u>	<u>ADDRESS</u>
Ray H. Tolson	3040 Post Oak Boulevard Suite 1500 Houston, Texas 77056

ARTICLE EIGHT

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
F. B. Lloyd, Jr.	112 N. Adams Street Alice, Texas 78332

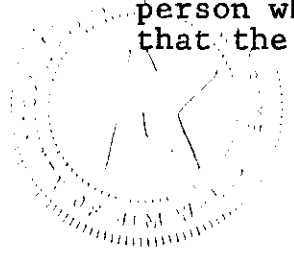
IN WITNESS WHEREOF, I have have hereunto set my hand this 22nd day of April, 1983.




 F. B. Lloyd, Jr.

THE STATE OF TEXAS §
 COUNTY OF JIM WELLS §

I, a Notary Public in and for the County and State aforesaid, do hereby certify that on this 22nd day of April, 1983, personally appeared before me F. B. LLOYD, JR., who, being by me first duly sworn, upon oath declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.





 Notary Public, State of Texas
 Name: Olivia E. Garcia
 My Commission Expires: 09-30-84

ARTICLES OF MERGER
OF

PRIDE OIL WELL SERVICE COMPANY
CHARTER NUMBER 426771

WITH AND INTO

R. H. T., INC.
CHARTER NUMBER 652724

AND CHANGE OF NAME TO

PRIDE OIL WELL SERVICE COMPANY

FILED
In the Office of the
Secretary of State of Texas

AUG 26 1983

Clerk III - W
Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, Pride Oil Well Service Company, a Texas corporation, and R. H. T., Inc., a Texas corporation, and subject to the provisions of the Texas Business Corporation Act, do hereby adopt the following Articles of Merger for the purpose of merging Pride Oil Well Service Company with and into R. H. T., Inc. and changing the name of R. H. T., Inc. to Pride Oil Well Service Company, as follows:

I.

The Plan of Merger of said corporation is as set forth in that certain Agreement and Plan of Merger dated July 27, 1983, heretofore adopted by each of the said corporations in the manner prescribed by the applicable Articles of the Texas Business Corporation Act, a copy of which Agreement and Plan of Merger is attached hereto, marked Exhibit "A", and by reference is hereby incorporated herein for all purposes.

II.

As to each of the undersigned corporations, the number of shares outstanding the description and number of outstanding shares of each class entitled to vote as a class on such plan, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Class of Stock</u>	<u>Total Number Of Shares Voted For</u>	<u>Total Number Of Shares Voted Against</u>
Pride Oil Well Service Company	9,888,000	No Par Common	9,888,000	0
Pride Oil Well Service Company	8,600,000	No Par Con- tible Preferred	8,600,000	0
R. H. T., Inc.	1,000	No Par Common	1,000	0

EXECUTED this 27th day of July, 1983.

PRIDE OIL WELL SERVICE COMPANY

By: Ray H. Tolson
Ray H. Tolson, President

ATTEST:

Richard D. Ryan
Secretary

R. H. T. INC.

By: Ray H. Tolson
Ray H. Tolson, President

ATTEST:

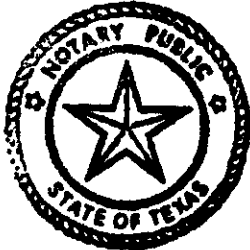
Richard D. Ryan
Secretary

THE STATE OF TEXAS
COUNTY OF JIM WELLS

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BEFORE ME, a notary public, on this day personally appeared RAY H. TOLSON, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of August, A.D., 1983.



OLIVIA E. GARCIA
MY COMMISSION EXPIRES:

09-30-84

Olivia E. Garcia
Notary Public, State of Texas

THE STATE OF TEXAS
COUNTY OF JIM WELLS

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BEFORE ME, a notary public, on this day personally appeared RAY H. TOLSON, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of August, A.D., 1983.



OLIVIA E. GARCIA
MY COMMISSION EXPIRES:

09-30-84

Olivia E. Garcia
Notary Public, State of Texas

AGREEMENT AND PLAN OF MERGER
OF

PRIDE OIL WELL SERVICE COMPANY
CHARTER NUMBER 426771

WITH AND INTO

R. H. T., INC.
CHARTER NUMBER 652724

AND CHANGE OF NAME TO

PRIDE OIL WELL SERVICE COMPANY

THE STATE OF TEXAS §
COUNTY OF HARRIS § KNOW ALL MEN BY THESE PRESENTS: THAT

THIS Agreement and Plan of Merger by and between PRIDE OIL WELL SERVICE COMPANY, (hereinafter called "Pride") and R. H. T., INC., (hereinafter called "RHT"),

W I T N E S S E T H:

WHEREAS, Pride is a corporation duly organized and existing under the laws of the State of Texas, having as of the date of this Agreement authority to issue 30,000,000 shares of common capital stock, without par value and 10,000,000 shares of Convertible Preferred Stock; and

WHEREAS, Pride has issued and there is presently outstanding 9,888,000 shares of Common Stock, without par value, and 8,600,000 shares of Convertible Preferred Stock, without par value; and

WHEREAS, RHT is a corporation duly organized and existing under the laws of the State of Texas, having as of the effective date of this Agreement authority to issue 100,000 shares of Common Stock, without par value, and

EXHIBIT A.

WHEREAS, RHT, as of this date, has issued and there is outstanding 1,000 shares of Common Stock, without par value; and

WHEREAS, the Board of Directors of each of said corporations deems it advisable that Pride merge with and into RHT and that each of said Boards of Directors has by Resolution duly approved and adopted this Agreement and Plan of Merger and has duly resolved that the same be submitted to a vote of the Stockholders of each of said corporations in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act; and

WHEREAS, all of the Stockholders of each of said corporations deem it advisable that Pride merge with and into RHT and all of said Stockholders of both of said corporations have by Resolution duly approved and adopted this Agreement and Plan of Merger;

NOW, THEREFORE, for and in consideration of the premises, the mutual agreements, provisions, covenants and grants herein contained, the parties hereto hereby agree that, subject to the conditions herein expressed, Pride shall be merged with and into RHT and that the terms and conditions of the merger hereby agreed upon and the mode of carrying the same into effect and the manner of converting shares of the capital stock of Pride into shares of capital stock of RHT are and shall be as hereinafter set forth:

I.

Except as herein otherwise specifically set forth, the identity, existence, purposes, powers, franchises, rights and

immunities of RHT shall continue unaffected and unimpaired by the merger. The separate existence of Pride, except insofar as it may be continued by statute, shall cease upon the effective date of this merger and thereupon Pride and RHT shall be and become a single corporation, to-wit:

"R. H. T., INC."

which corporation shall continue in existence. The date upon which this merger shall become effective, if at all, shall be the date of the issuance of the Certificates of Merger by the Secretary of State of Texas in accordance with Article 5.05 of the Texas Business Corporation Act.

The corporation shall change its name in the amended and restated Articles of Incorporation, hereinafter set forth and shall continue its existence under the name of "PRIDE OIL WELL SERVICE COMPANY".

II.

The Articles of Incorporation of RHT shall remain in effect until the Articles of Merger have been executed and filed with the Secretary of State of Texas and the Certificate of Merger of the Secretary of State has been issued, at which time the name of the corporation shall be changed to "PRIDE OIL WELL SERVICE COMPANY" and the Articles of Incorporation of RHT shall be amended to thereafter provide as follows:

"RESTATED ARTICLES OF INCORPORATION
OF
R. H. T., INC.
RENAMED
PRIDE OIL WELL SERVICE COMPANY"

Pursuant to the provisions of Article 5.06 of the Texas Business Corporation Act, R. H. T., Inc. adopts the following Articles of Incorporation of R. H. T., Inc. by amending Article One to change its name to PRIDE OIL WELL SERVICE COMPANY by amending Article Four by providing for the issuance of 100,000 shares of Common Capital Stock without par value, and elimination of preemptive rights; and by amending Article Six to change the Registered Office and Registered Agent of the corporation. The restated Articles of Incorporation of R. H. T., Inc. as hereby amended, are as follows:

ARTICLE ONE

The name of the corporation is PRIDE OIL WELL SERVICE COMPANY.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares without par value. No holder of any share of stock of the corporation shall, as such holder, have any right to purchase or subscribe for any stock which the corporation may issue or sell, whether or not exchangeable for any stock of the corporation, whether out of

unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of the corporation acquired by it after the issue thereof; nor shall any holder of any shares of the capital stock of the corporation, as such holder, have any right to purchase or subscribe for any obligation which the corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the stock of the corporation, or to which shall be attached or appurtenant any warrants or other instrument or instruments that shall confer upon the holder or holders of such obligation the right to subscribe for or purchase from the corporation any shares of its capital stock.

ARTICLE FIVE

The corporation will not commence its business until it has received for the issuance of its shares consideration of the value of One Thousand (\$1,000.00) Dollars, consisting of money, labor done or property actually received, which sum is not less than One Thousand (\$1,000.00) Dollars.

ARTICLE SIX

The post office address of its initial registered office is 811 Dallas Avenue, Houston, Texas, 77002. The name of its registered agent at such address is C T Corporation System.

ARTICLE SEVEN

The number of Directors, constituting the present Board of Directors, which shall continue as Directors of the corporation, is nine (9), which shall constitute the Board of Directors of

the corporation until the number of Directors is increased or decreased in the manner provided by the By-Laws of the corporation. The names and addresses of the present Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray H. Tolson	3040 Post Oak Boulevard Suite 1500 Houston, Texas 77056
John D. Harris	1600 Delwood Lane Alice, Texas 78332
Dexter Polk	3040 Post Oak Boulevard Suite 1500 Houston, Texas 77056
F. B. Lloyd, Jr.	1317 Washington Street Alice, Texas 78332
Richard O. Ryan	3040 Post Oak Boulevard Suite 1500 Houston, Texas 77056
T. H. Roberts, Jr.	Sycamore Road DeKalb, Illinois 60115
C. C. Roberts	Sycamore Road DeKalb, Illinois 60115
Bruce P. Bickner	Sycamore Road DeKalb, Illinois 60115
Clifford Heglin	Sycamore Road DeKalb, Illinois 60115

III.

On the effective date hereof the manner and basis of conversion and issuance of shares of stock to the Stockholders of Pride and RHT as a result of the merger is as follows:

- A. DEKALB is the owner of all of the outstanding shares of capital stock of RHT, being 1,000 shares of common capital stock, without par value. Such stock will be and become the only issued and outstanding shares of common capital stock of the surviving corporation.

- B. DEKALB presently owns 1,500,000 shares of common stock and 8,600,000 shares of Convertible Preferred Stock of Pride. Upon such merger all of said stock will be cancelled.
- C. The following Stockholders own the number of shares of common stock of Pride set forth opposite their names. Upon such merger the Pride stock held by such Stockholders will be exchanged for and converted into the number of DEKALB AgResearch, Inc. Class "A" common stock (hereinafter called "DEKALB stock") set forth opposite their names.

The Stockholders whose Pride stock will be so exchanged and the number of DEKALB shares to be received are as follows:

<u>Name</u>	<u>No. of Pride Shares</u>	<u>No. of DEKALB Shares</u>
Ray H. Tolson	3,182,666	42720
Jane G. Tolson	3,182,667	42720
John D. Harris	462,667	6210
Dexter Polk	500,000	6711
F. B. Lloyd, Jr., Trustee for the Steven Ray Tolson Trust	500,000	6711
F. B. Lloyd, Jr., Trustee for the Stanley Allen Tolson Trust	500,000	6711
F. B. Lloyd, Jr., Trustee for the Jewel V. Anderson Trust	30,000	403
F. B. Lloyd, Jr. Trustee for the Ruby Fumagalli Trust	30,000	403

- D. Upon such merger all Pride stock held by the Stockholders listed in Paragraph C hereof will be exchanged for DEKALB stock in the manner set forth above, but the DEKALB stock to which a Stockholder is entitled will not be delivered to, transferred to nor dividends thereon paid to the said Stockholders until the Certificates evidencing Pride stock held by a Stockholder are surrendered to the surviving corporation; otherwise, all Pride stock held by any of the Pride Stockholders will be cancelled and of no further force or effect.

IV.

On the effective date of this merger, the surviving corporation shall, without other transfer, succeed to and possess all of the rights, privileges, powers and franchises, as well of a public as of a private nature, and be subject to all of the restrictions, disabilities and duties of Pride and RHT and all and singular the rights, privileges, powers and franchises of Pride and RHT, and all property, real, personal and mixed, and all debts due to Pride and RHT on whatever account, and all other things in action or belonging to Pride or RHT shall be vested in the surviving corporation; and all property rights, privileges, powers and franchises and all other interests of Pride and RHT shall be thereafter the property of the surviving corporation as they were of Pride and RHT on or before the effective date of said merger; and the title to any real estate, vested by Deed or otherwise, in Pride or RHT shall not revert or be in any way impaired by reason of said merger; provided however, that all rights of the employees and creditors of Pride and RHT, and all liens upon any property of Pride and RHT shall be preserved unimpaired, but limited to liens on the property affected by such

liens at the time of the effective date of this merger; and all debts, liabilities and duties of Pride and RHT shall henceforth attach to the surviving corporation and may be enforced against it to the same extent as if the said debts, liabilities and duties had been incurred or contracted for by the surviving corporation. Pride and RHT each hereby agree that from time to time, as and when requested by the surviving corporation and by its successors or assigns, they will execute and deliver, or cause to be executed and delivered, all such deeds and other instruments and will take or cause to be taken such further or other actions as the surviving corporation may deem necessary or desirable in order to vest in or perfect in or confirm of record or otherwise to the surviving corporation title to and possession of all said property, rights, privileges, powers and franchises and in all other respects effectively carry out and effectuate the purpose of this Agreement. RHT hereby agrees that it will and does, upon the effective date of the merger, assume all of the obligations of Pride.

V.

Prior to the effective date of this merger neither Pride nor RHT will engage in any activity or transaction other than in the ordinary course of business without first obtaining the approval of the other.

VI.

Anything herein or elsewhere to the contrary notwithstanding, it is expressly recognized and agreed that the plan of merger

herein contained may be terminated and abandoned before the effective date of such merger by the Board of Directors of either of the corporations involved in this merger.

VII.

On the effective date of the merger, Bruce P. Bickner will become Chairman of the Board of Directors, Ray H. Tolson will become President and Chief Executive Officer, and all of the officers of Pride shall serve in their current capacities as officers of the surviving corporation.

VIII.

On the effective date of this merger, the By-Laws of RHT shall be and become the By-Laws of the surviving corporation.

IX.

For the convenience of the parties and to facilitate the filing or recording of this Agreement and Plan of Merger, this Agreement and Plan of Merger may be executed in multiple originals or in counterparts, and each such instrument whether fully executed or executed in part, shall be deemed to be an original instrument.

IN TESTIMONY WHEREOF, pursuant to and in conformity with duly adopted Resolutions of the respective Boards of Directors of the parties hereto, the parties hereto have caused this Agreement and Plan of Merger to be signed in their respective corporate names and by their respective Presidents and attested by their respective Secretaries.

EXECUTED this 27th day of July, 1983.

PRIDE OIL WELL SERVICE COMPANY

By: Ray H. Tolson
Ray H. Tolson, President

ATTEST:

Richard O Ryan
Secretary

R. H. T. INC.

By: Ray H. Tolson
Ray H. Tolson, President

ATTEST:

Richard O Ryan
Secretary

THE STATE OF Illinois §
COUNTY OF DeKalb §

This instrument was acknowledged before me on the 27th
day of July, 1983, by RAY H. TOLSON, President
of Pride Oil Well Service Company, a Texas corporation, on behalf
of said corporation.

Denise J. McCabe
Notary Public, State of Illinois
Print Name: Denise J. McCabe
My Commission Expires: 10-19-83

THE STATE OF Illinois
COUNTY OF DeKalb

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This instrument was acknowledged before me on the 27th
day of July, 1983, by RAY H. TOLSON, President
of R. H. T., INC., a Texas corporation, on behalf of said
corporation.

Denise J. McCabe
Notary Public, State of Illinois
Print Name: Denise J. McCabe
My Commission Expires: 10-19-83