



CERTIFICATE OF INCORPORATION
OF

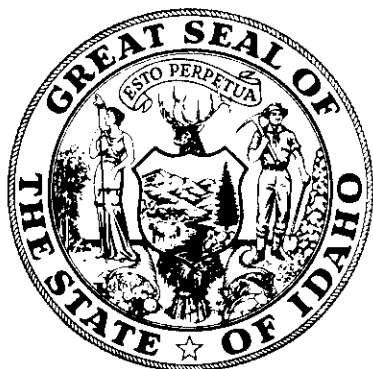
WIRELINE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____
WIRELINE, INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 16, 1981



SECRETARY OF STATE

by: Penny Gura

ARTICLES OF INCORPORATION

WIRELINE, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of the corporation is WIRELINE, INC.

ARTICLE II

PERIOD OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III

CORPORATE PURPOSES

The purposes of the corporation are:

A) Establish, own, maintain and operate a modern up-to-date business enterprise for engaging in all phases of petroleum wireline operations and related businesses; establishment of petroleum business related to the acquisition and leasing and/or sale of any and all types of tools and equipment in the providing of specified services to the oil industry.

B) To sue and be sued in the corporate name.

C) In any legal manner to acquire, hold, vote and use, alienate and encumber, to deal in and with, shares, memberships, or other interests in, or obligations of, other business, non-profit or foreign corporations, associations, partnerships, joint ventures, individuals or governmental entities.

D) In any legal manner to acquire, hold, use and alienate or encumber property of any kind, including its own shares.

E) To make contracts and guarantees, including guarantees of the obligations of other business, non-profit or foreign corporations, associations, partnerships, joint ventures, individuals or governmental entities, to incur liabilities, to borrow money, to issue notes, bonds and other obligations, and to secure any of its obligations by hypothecation of any kind of property.

F) To lend money for its corporate purposes and invest and re-invest in funds to take and hold property and rights of any kind of security for loans or investments.

G) To conduct business and exercise its powers in this state and elsewhere as may be permitted by law.

H) To elect or appoint officers and agents, to define their duties and to fix their compensation; to pay pensions and establish pension plans, pension trusts, profit-sharing plans and other incentive and benefit plans for any and all of its directors, officers and employees; and to establish stock bonus plans, stock option plans and plans for the offered sale of any or all of its unissued shares or of shares purchased or to be purchased, to the employees of the corporation or to employees of subsidiary corporations or to trustees on their behalf, which plans (a) may include the establishment of a special fund or funds for the purpose of such shares in which such employees, during the period of their employment or any other period of time, may be privileged to shares on such terms as are imposed with respect thereto, and (b) may provide for the payment for the price of such shares in installments.

I) To make and alter by-laws, not inconsistent with the laws of this state or with the articles for the administration and regulation of the affairs of the corporation.

J) To make donations for the public welfare, or for charitable, scientific, education or civic purposes.

K) In time of war or other national emergency, to do any lawful business in aid thereof, at the request or direction of any apparently authorized governmental authority..

L) To engage in any or lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE IV

REGISTERED OFFICE

AND REGISTERED AGENT

The address of the corporation's initial registered office in the State of Idaho is Medical Arts Building, City of Montpelier, County of Bear Lake, Idaho 83254. The name of the corporation's initial registered agent at such address is KARL J. ALDER.

ARTICLE V

ISSUANCE OF STOCK

This corporation has authority to issue:

TEN THOUSAND SHARES OF STOCK HAVING NO PAR VALUE.

Holders of fractional shares are permitted voting rights to the extent of the fraction of a share owned.

ARTICLE VI

PRE-EMPTIVE RIGHTS

Share holders shall have pre-emptive rights, including issuance of stock for other consideration than cash or which may be issued for any other reason or consideration. In conjunction with the aforementioned pre-emptive rights, the corporation shall have the right of first refusal in acquiring any outstanding shares of stock for which the possessing share holder desires to sell or in any way transfer his interest in the stock. If the corporation elects to waive its rights of purchasing outstanding stock, other share holders shall then have the second right of refusal to purchase the aforementioned stock. If more than one share holder desires to purchase the outstanding stock, the stock shall then be purchased in the ratio or percentage of the stock owned by the purchasing share holders.

ARTICLE VII

BY-LAWS

The rights, duties and obligations and powers of the various officers and directors of this corporation, together with other rules and regulations for the governing of said corporation, shall be adopted by the stock holders of said corporation in the form of by-laws, such by-laws to be adopted at the first annual meeting of the stock holders. The annual meeting of the corporation shall be provided for in said by-laws.

ARTICLE VIII

DIRECTORS

The number of directors constituting the initial Board of Directors is three. The names and addresses of the persons who are to serve as directors until the first annual meeting of the share holders or until their successors are elected and qualify are:

Kenneth Eugene Byrne
339 South 7th Street
Montpelier, ID 83254

Joseph Wm. Dunford
484 Washington
Montpelier, ID 83254

Brian K. Julian
518 Washington
Montpelier, ID 83254

The officers of this corporation shall consist of a board of three officers, President, Vice-President and Secretary-Treasurer. Said officers may be, but shall not be required to be, members of the Board of Directors. The corporate powers, business and property of this corporation shall be exercised, conducted and controlled by the Board of Directors.

ARTICLE IX

INCORPORATOR

The name and address of each incorporator is:

Kenneth Eugene Byrne
339 South 7th Street
Montpelier, ID 83254

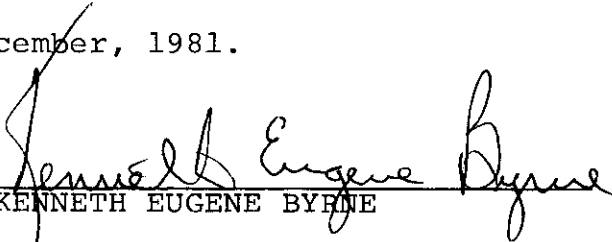
ARTICLE X
INDEMNIFICATION OF
DIRECTORS AND OFFICERS

Any director and/or officer shall be indemnified against all liabilities, civil and criminal, incurred in relation to their duties, including all reasonable expenses of defense, except to the extent that they shall have been finally adjudged to be liable for negligence or misconduct in the matter out of which the liability arises.

ARTICLE XI
RESERVATION OF RIGHTS

The corporation reserves the right to amend, alter or repeal any provision herein contained in the manner now, or hereinafter prescribed by the statutes of the State of Idaho, and all rights and powers conferred herein and are granted subject to this reservation.

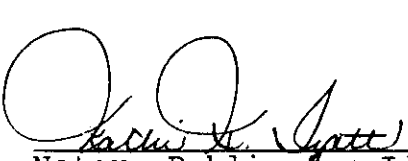
I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record these Articles of Incorporation and certify that the facts stated therein are true and have herewith set my hand and seal this 11th day of December, 1981.


KENNETH EUGENE BYRNE

STATE OF IDAHO)
) ss.
County of Bear Lake)

On this 11th day of December, 1981, before me, a Notary Public in and for said State, personally appeared KENNETH EUGENE BYRNE, known to me to be the person who subscribed his name to the within instrument and who acknowledged to me that he signed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first hereinabove written.


Notary Public for Idaho
Residing at Fish Haven