

Department of State.

CERTIFICATE OF AUTHORITY
OF

CUDD PRESSURE CONTROL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **CUDD PRESSURE CONTROL, INC.**

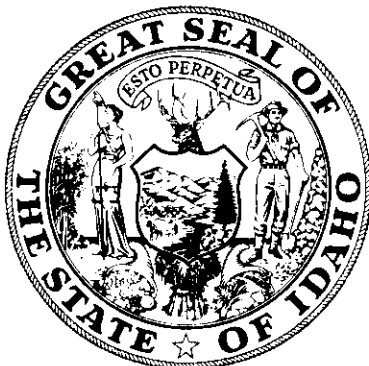
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CUDD PRESSURE CONTROL, INC.

to transact business in this State under the name CUDD PRESSURE CONTROL, INC.

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated March 29, 1982



Robt. C. Canarus

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 CUDD PRESSURE CONTROL, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is January 21, 1980 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 100 West Tenth Street, Wilmington, Delaware 19801
6. The 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
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To conduct and engage in the oil service industry including but not limited working with materials, machinery, implement and articles of all kinds and descriptions deemed necessary and of advantage to the carrying out of the business of the corporation.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED RIDER		

9. The aggregate number of shares which it has authority to issue, 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
1,000	common	\$1.00

(continued on reverse)

10. 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>\$1.00</u>

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

12. 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 March 5, 19 82.

CUDD PRESSURE CONTROL, INC.

By

Leland F. Mayo

Its Vice President

and

H. Tim Crow

Its Secretary

STATE OF GEORGIA)

) ss:

COUNTY OF FULTON)

I, Deborah C. Annis, a notary public, do hereby certify that on this 5th day of March, 19 82, personally appeared before me Leland F. Mayo, who being by me first duly sworn, declared that he is the Vice President of CUDD PRESSURE CONTROL, INC.

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

Deborah C. Annis
DEBORAH C. ANNIS

Notary Public, Georgia, State at Large
My Commission Expires June 19, 1982

Notary Public

*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.

CUDD PRESSURE CONTROL, INC.

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
O. Wayne Rollins	Director	2170 Piedmont Rd., N.E. Atlanta, Georgia 30324
Gary W. Rollins	Director	2170 Piedmont Rd., N.E. Atlanta, Georgia 30324
R. Randall Rollins	Director/V.P. Asst. Sec.	2170 Piedmont Rd., N.E. Atlanta, Georgia 30324
Bobby Joe Cudd	President	5350 South Western Avenue Oklahoma City, Oklahoma 73109
Charles R. Patterson, Jr.,	Vice President	5350 South Western Avenue Oklahoma City, Oklahoma 73109
Leland F. Mayo	Vice President	5350 South Western Avenue Oklahoma, City, Oklahoma 73109
James R. Hicks	Treas./Asst. Sec.	2170 Piedmont Rd., N.E. Atlanta, Georgia 30324
H. Tim Crow	Secretary	2170 Piedmont Rd., N.E. Atlanta, Georgia 30324

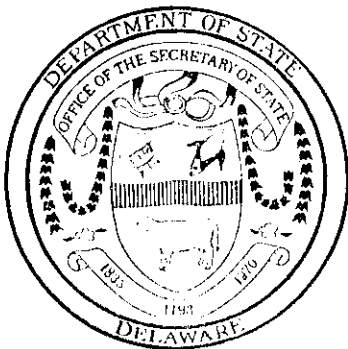


State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of _____ Incorporation _____
filed in this office on _____ January 21, 1980 _____.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

BY: _____

E. Curran

DATE: _____ March 17, 1982 _____

1-21-80 - 9 A.M.

CERTIFICATE OF INCORPORATION
OF
PRESSURE CONTROL, INC.

The undersigned, being a natural person of the age of at least 18 years and acting as the incorporator to organize a corporation under the provisions of the Delaware General Corporation Law, does hereby adopt and sign the following Certificate of Incorporation:

I.

The name of the Corporation is: Pressure Control, Inc.

II.

Its registered office in the State of Delaware is located at 229 South State Street in the City of Dover, County of Kent. The registered agent at such address is THE PRENTICE-HALL CORPORATION SYSTEM, INC.

III.

The nature of the business and the purposes to be conducted and promoted are as follows:

To conduct and engage in the oil service industry including but not limited to working with materials, machinery, implements and articles of all kinds and descriptions deemed necessary and of advantage to the carrying out of the business of the corporation;

Further, to engage in any lawful act or activity for which corporations may be incorporated under the Delaware General Corporation Law, and to exercise all the rights, privileges, immunities, and authority

granted to or exercised by business corporations under the laws of the State of Delaware now in effect or that will become effective during the existence of the corporation.

IV.

The total number of shares of stock which the corporation shall have authority to issue in One Thousand (1,000), all of the par value of One Dollar (\$1.00) each. All such shares are of one class and are designated as Common Stock.

V.

The name and mailing address of the incorporator are as follows:

J. Wayne Crosby	Arnall, Golden & Gregory 1000 Fulton Federal Building Atlanta, Georgia 30303
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VI.

The powers of the incorporator are to terminate upon the filing of the Certificate of Incorporation. The names and mailing addresses of the persons who are to serve as the directors until the first annual meeting of stockholders or until their successors are elected and qualified are as follows:

O. Wayne Rollins	2170 Piedmont Rd. N.E. Atlanta, Georgia 30324
R. Randall Rollins	2170 Piedmont Rd. N.E. Atlanta, Georgia 30324
Gary W. Rollins	2170 Piedmont Rd. N.E. Atlanta, Georgia 30324

IN WITNESS WHEREOF, the undersigned has executed this
Certificate of Incorporation on this 18th day of January, 1980.

J. Wayne Crosby
J. Wayne Crosby, Incorporator

STATE OF GEORGIA)

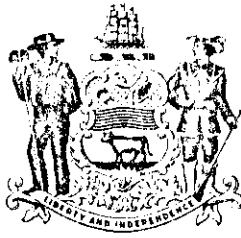
COUNTY OF FULTON)

SS.:

I, Marianne R. Howell, a notary public do hereby certify that on this 18th day of January, 1980, personally appeared before me Quinn Crosby, who being by me first duly sworn declared that he is the person who signed the foregoing document as the incorporator and that the statements therein contained are true.

Marianne R. Howell
Notary Public

Notary Public, Georgia, State at Large
My Commission Expires April 24, 1983



State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of Amendment
filed in this office on September 22, 1980.



Handwritten signature of Glenn C. Kenton.

Glenn C. Kenton, Secretary of State

BY: Handwritten signature of E. Curran.

DATE: March 17, 1982

9-22-80 - 9.A.m.

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PRESSURE CONTROL, INC.

PRESSURE CONTROL, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

The Amendment to the Corporation's Certificate of Incorporation set forth in the following resolution approved by the Corporation's Board of Directors and Sole Shareholder was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware:


"RESOLVED, that Article I. of the Corporation's Certificate of Incorporation is hereby deleted in its entirety and a substitute Article I is inserted to read as follows:

'I.

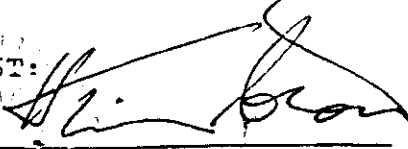
The name of this corporation is Cudd Pressure Control, Inc.'"

IN WITNESS WHEREOF, Pressure Control, Inc., has caused this Certificate to be signed and attested by its duly authorized officers, this 17th day of September, 1980.

PRESSURE CONTROL, INC.


R. RANDALL ROLLINS
Vice President

ATTEST:


H. Tim Crow
Secretary

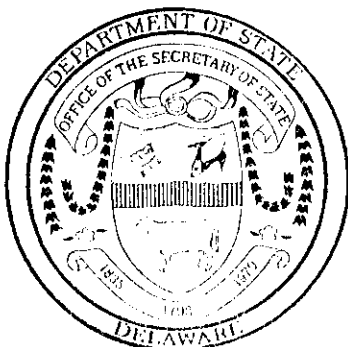


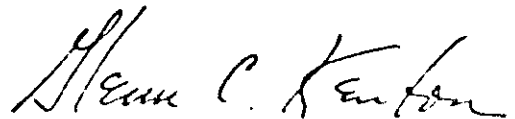
State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of Change of Agent and Location of Registered Office
filed in this office on December 1, 1980.




Glenn C. Kenton, Secretary of State

BY: 

DATE: March 17, 1982

CERTIFICATE OF CHANGE OF REGISTERED AGENT

AND

REGISTERED OFFICE

★ ★ ★ ★ ★

CUDD PRESSURE CONTROL, INC.
(formerly Pressure Control, Inc.) , a corporation organized and existing
under and by virtue of the General Corporation Law of the State of Delaware,
DOES HEREBY CERTIFY:

The present registered agent of the corporation is The Prentice-Hall
Corporation System, Inc. and the present registered office of the
corporation is in the county of Kent

The Board of Directors of CUDD PRESSURE CONTROL, INC.
adopted the following resolution on the 28th day of October
19 80.

Resolved, that the registered office of CUDD PRESSURE CONTROL, INC.

in the state of Delaware be and it hereby is changed to No. 100 West Tenth
Street, in the City of Wilmington, County of New Castle, and the authorization
of the present registered agent of this corporation be and the same is hereby
withdrawn, and THE CORPORATION TRUST COMPANY, shall be and is
hereby constituted and appointed the registered agent of this corporation at
the address of its registered office.

IN WITNESS WHEREOF, CUDD PRESSURE CONTROL, INC. has caused
this statement to be signed by R. Randall Rollins , its
Vice President and attested by H. Tim Crow ,
its Secretary this 7th day of November , 19 80.

By H. Tim Crow
Vice President

ATTEST:

By H. Tim Crow
Secretary