



CERTIFICATE OF AUTHORITY
OF

CADENZA CORPORATION

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

Dated August 3, 1984



Pete T. Cenarrusa
SECRETARY OF STATE

Shirley J. Clark
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 Cadenza Corp.
2. *The name which it shall use in Idaho is H & W Drilling Fluids, Inc.
3. It is incorporated under the laws of State of Colorado
4. The date of its incorporation is February 1, 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 1777 Larimer #702, Denver, Colorado 80202
6. The street address of its proposed registered office in Idaho is ~~ICA~~ CT Corporation System
300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Sales and Service Drilling Mud
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Bob Hill</u>	<u>President - Director</u>	<u>12323 Buckhorn Road, Littleton, CO 80127</u>
	<u>Vice President</u>	
<u>Fred Williamson</u>	<u>Sec./ Treas - Director</u>	<u>6563 S. Heritage Pl. E., Englewood, CO 80111</u>
<u>Mike Logan</u>	<u>Director</u>	<u>855 S. Milwaukee, Denver, CO 80209</u>

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
<u>250,000</u>	<u>General</u>	<u>None</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(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
50,000	General	None

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 August 16, 1983

Cadenza Corp.

By

Its President

and

Its Secretary

STATE OF COLORADO)
COUNTY OF DENVER) ss:

I, Mary Lou More, a notary public, do hereby certify that on this 16th day of August, 1983, personally appeared before me Bob Hill & Fred Williamson, who being by me first duly sworn, declared that they are the President and Secretary, respectively of Cadenza Corp.

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

My commission expires:
12/31/84

Notary Public
828 Midland Savings Bldg. Denver, CO 80202

*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.

RESOLUTION OF BOARD OF DIRECTORS
OF CADENZA CORPORATION

Aug 3 8 51 AM '84

WHEREAS, ~~as a result of~~ ^{it is} now deemed expedient to use a trade name for purposes of doing business in other states, be it

RESOLVED that this Company assume the trade name of H&W Drilling Fluids, Inc., and that the officers of the Company are hereby empowered and directed to file in the offices of the Secretary of States in which business shall be transacted the requisite certificate setting forth the trade name hereby authorized and effected.

I, Fred Williamson, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate Seal of Cadenza Corporation, a Corporation organized and existing under the laws of the State of Colorado and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation on July 2, 1984, and that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have covered the corporate seal of said Corporation to be hereunto affixed, this 30th day of July, 1984.


Secretary

STATE OF COLORADO



DEPARTMENT OF
STATE

CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

CHENOM CORP
1000 DIRECT CORPORATION

has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.



DATED:

APR 20 1984

Natalie Meyer

SECRETARY OF STATE