

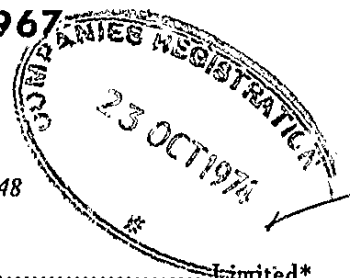
No. of Company 1189464

Form No. 41
(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Declaration of compliance

Pursuant to Section 15(2) of the Companies Act 1948



Name of Company WESTBURNE INTERNATIONAL SERVICES Limited*

I, DAVID MULLOCK
of Kempson House, Camomile Street, London EC3A 7ANDo solemnly and sincerely declare that I am (see note (a) below) a Solicitor of the
Supreme Court engaged in the formationof
..... WESTBURNE INTERNATIONAL SERVICES Limited*

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at 35 New Broad Street
..... in the City of London

the 22nd day of October

one thousand nine hundred and ..Seventy..Four.....

before me.

..... Eric Lewis

A Commissioner for Oaths (see note (b) below)

(a) "a Solicitor of the Supreme Court" (or in Scotland "a Solicitor")
"engaged in the formation", or "a person named in the articles of association as a
director", or "a person named in the articles of association as a secretary"

(b) or Notary Public or Justice of the Peace

* Delete "Limited" if not applicable.

Presented by:

Norton, Rose, Botterell & Roche,
Kempson House, Camomile Street,
Bishopsgate, London, EC3A 7AN

Presentor's reference: RJP/26/P.5503

1189464 | 3

No.

THE COMPANIES ACTS 1948 to 1967

10/2/2001 3232

050.00

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

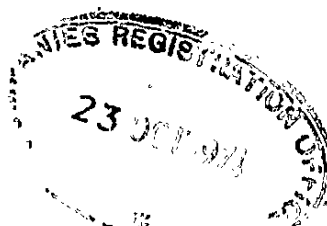
WESTBURNE INTERNATIONAL SERVICES LIMITED

1. The name of the Company is "WESTBURNE INTERNATIONAL SERVICES LIMITED".

2. The Registered Office of the Company will be situate in England.

3. The objects for which the Company is established are:-

- (A) To carry on the business of purchasing agents, managers, operators, operators agents, contractors, contractors agents, advisers, brokers, hirers and procurers of all equipment services and personnel required for or in connection with the business of exploring and drilling in any and all ways for petroleum, natural gas and related hydrocarbons or any of them.
- (B) To carry on the business of drilling in any and all ways for petroleum, natural gas and related hydrocarbons or any of them and in connection therewith to acquire by purchase, lease, assignment, participation arrangements, concession, joint venture or otherwise howsoever, either as agent or as principal, oil, natural gas or related hydrocarbons, permits, leases, rights and concessions of all kinds.
- (C) To carry on the business of exploring in any and all ways for petroleum, natural



gas and related hydrocarbons or any of them and in connection therewith to acquire by purchase, lease, assignment, participation arrangements, concessions, joint venture or otherwise howsoever, whether as agent or principal, oil, natural gas or related hydrocarbon permits, leases, rights and concessions of all kinds.

- (D) To carry on the business, whether as agent or principal, of producing, refining, processing or marketing of petroleum, petroleum products or natural gas.
- (E) To carry on the business, whether as agent or principal, of operating pipelines and transmission systems for the transmission of oil and natural gas or any of them.
- (F) To carry on the business, whether as agent or principal, of charterers and hirers of drilling units, drilling rigs, ships, vessels, support vessels, aircraft of all description, ship, air and insurance brokers.
- (G) To acquire by purchase or otherwise or to build, fit out, construct or to order or to procure to be built, fitted out and constructed or to acquire shares or other interest in, either for itself or for others, drilling units, rigs, ships and aircraft of all descriptions, with all necessary or convenient engines, tackle, equipment, furniture and stores and also to buy or otherwise acquire mortgage or charges on ships, aircraft and other craft or vehicles, or any shares therein.
- (H) To or to contract others to maintain, repair, improve, convert, alter, fit and refit, provide with engines, tackle, equipment, furniture and stores drilling units, rigs, ships, aircraft or vehicles whether owned by the Company or otherwise as agent for the owner, hirer, charterer or controller.
- (I) To employ or to arrange employment for managers, accountants, agents, drilling and shipping personnel, pilots, drivers, masters, firemen and other servants and persons in and about and for any of the

work or business of the Company, its principals, contractors, employers or associates.

- (J) To manage, purchase or otherwise acquire, take on lease or hire lands, houses, buildings, easements, properties, chattels, rights, secret processes, inventions, patents, copyrights, designs and trademarks or all or any of the business, property and liabilities of any person or company carrying on any business similar to that which the Company is authorised to carry on, or possessed of property suitable for the purpose of the Company, and pay for any assets acquired by the Company by shares, debentures, bonds, cash or otherwise, either in the Company or any other company, whether fully paid or otherwise.
- (K) To form, promote, subsidise and assist companies, syndicates or partnerships of all kinds and to issue on commission or otherwise underwrite, subscribe for and take or guarantee the payment of any dividend or interest on any shares, stocks, debentures or other capital or securities or obligations of any such companies, syndicates or partnerships, and to pay or provide for brokerage commission and underwriting in respect of any such issue.
- (L) To enter into partnerships or into any arrangement for sharing profits, union of interests, co-operation, reciprocal concessions or otherwise, with any person or company carrying on business within the objects of the Company.
- (M) To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.
- (N) To develop, work, improve, manage, lease, mortgage, charge, pledge, turn to account or otherwise deal with all or any part of the property of the Company, and to sell the property, business or undertaking of the Company, or any part thereof, for such consideration as the Company may

think fit, and in particular for shares, debentures or securities of any other company.

- (O) To construct, erect, maintain, alter, replace or remove any buildings, works, offices, erections, plant, machinery, tools, or equipment as may seem desirable for any of the business or in the interests of the Company, and to manufacture, buy, sell and generally deal in any plant, tools, machinery, goods or things of any description which may be conveniently dealt with in connection with any of the Company's objects.
- (P) To borrow and raise money in such manner as the Company shall think fit and in particular by the issue of debentures or debenture stock, mortgages or charges, perpetual or otherwise, charged upon all or any of the Company's property (both present and future) and undertaking including its uncalled capital.
- (Q) To guarantee, support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking property and assets (present and future) and uncalled capital of the Company or by both such methods, the liabilities of and the performance of the obligations of and the repayment or payment of the principal amounts of and premiums, interest and dividends on any securities of any person, firm or company including (without prejudice to the generality of the foregoing) any company which is for the time being the Company's holding company, as defined by Section 154 of the Companies Act, 1948 or another subsidiary as defined by the said section of the Company's holding company or otherwise associated with the Company in its business.
- (R) To grant indemnities of every description and to undertake obligations of every description.
- (S) To make, draw, accept, indorse and negotiate bills of exchange or other negotiable instruments.

- (T) To pay all or any expenses incurred in connection with the formation and promotion and incorporation of the Company and to pay commission to and remunerate any person or company for services rendered in underwriting or placing, or assisting to underwrite or place, any of the shares in the Company's capital or any debentures or other security of the Company, or in or about the formation or promotion of the Company or the conduct of its business.
- (U) To remunerate any person, firm or company rendering services to the Company, whether by cash payment or by the allotment to him it or them of shares or securities of the Company credited as paid up in full or in part or otherwise.
- (V) To make loans or donations to such persons and in such cases (and in the case of loans either of cash or of other assets) as the Company may think directly or indirectly conducive to any of its objects or otherwise expedient.
- (W) To distribute among the members in specie any property of the Company or any proceeds of sale, disposal or realisation of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
- (X) To subscribe for, purchase or otherwise acquire, take, hold, or sell any shares or stock, debentures or debenture stock, or other securities or obligations of any company and to invest or lend any of the moneys of the Company not immediately required for its operations in such manner, with or without security, as the Directors may determine.
- (Y) To amalgamate with any other company whose objects are or include objects similar to those of the Company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking subject to the liabilities of the Company or any such other company as aforesaid,

with or without winding up or by sale or purchase (for fully or partly paid up shares or otherwise) of all the shares or stock of the Company or any such other company as aforesaid or by partnership, or any arrangement in the nature of partnership, or in any other manner.

- (Z) To procure the Company to be registered or recognised in any country or place abroad.
- (AA) To appoint any person or persons, firm or firms, company or companies to be the agent or agents of the Company and to act as agents, managers, secretaries, contractors or in similar capacity.
- (BB) To insure the life of any person who may, in the opinion of the Company, be of value to the Company as having or holding for the Company interests, goodwill or influence or other assets and to pay the premiums on such insurance.
- (CC) To grant pensions, allowances, gratuities and bonuses to and to make payments for or towards insurance on the life or lives of Directors (including, but not by way of limitation, non-executive Directors), ex-Directors, officers, ex-officers, employees or ex-employees of the Company or its predecessors in business, or the dependants or connections of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions or other benefits for any such persons as aforesaid, their dependants or connections, and to support or subscribe to any charitable funds or institutions, society or club, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or such persons as aforesaid, or may be connected with any town or place where the Company carries on business, to institute and maintain any club or other establishment or profit-sharing scheme calculated to advance the interests of the Company or such persons as aforesaid, and to join, participate in and to subsidise or assist

any association of employers or employees or any trade association.

(DD) To do all or any of the above things in any part of the world and either as principals, agents, contractors, trustees, or otherwise, and either alone or in conjunction with others.

(EE) To do all such acts or things as are incidental or conducive to the attainment of the above objects or any of them.

It is hereby declared that the word "company" in this clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in the United Kingdom or elsewhere, and whether now existing or hereafter to be formed, and it is also hereby declared that the objects specified in each sub-clause, of this clause, shall except when otherwise expressed in such sub-clause, be in nowise limited or restricted by reference to or inference from the terms of any other sub-clause, or the name of the Company, and none of the sub-clauses shall be deemed merely subsidiary or auxiliary to the objects mentioned in the first sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 Ordinary Shares of £1 each with power to increase the capital and to consolidate and sub-divide the same. The Shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, redemption, voting or otherwise.

We, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	Number of Shares taken by each Subscriber (in words)
<i>R. J. Phillips</i> Kempson House Camomile Street Bishopsgate London EC3A 7AN Solicitor.	One
<i>M. T. Womack</i> Kempson House Camomile Street Bishopsgate London EC3A 7AN Solicitor.	One

DATED this 16th October, 1974.

WITNESS to the above Signatures:-

J. C. W. W. T.
Kempson House,
Camomile Street
Bishopsgate
London EC3A 7AN
Solicitor.

1189464 / 4

No.

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
of
WESTBURNE INTERNATIONAL SERVICES LIMITED

PRELIMINARY

1. In these Articles:-

"the Act" means the Companies Act, 1948

"Table A, Part I" means Part I of Table A in the First Schedule to the Companies Act, 1948 as amended by Part III of the Eighth Schedule to the Companies Act 1967.

"Table A, Part II" means Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by Part III of the Eighth Schedule to the Companies Act 1967.

2. Regulations 3, 24, 53, 77, 79, 88 to 94 (inclusive) and 136 of Table A, Part I shall not apply to the Company. The Articles hereinafter contained and the remaining regulations of Table A, Part I, subject to the modifications hereinafter expressed, together

with regulations 2 to 5 inclusive of Table A, Part II, shall constitute the regulations of the Company.

SHARES

3. The share capital of the Company [at the date of the adoption of these Articles] is £100 divided into 100 Ordinary Shares of £1 each.

4. Subject to any directions which may be given by the Company in General Meeting, any shares unissued at the date of adoption of these Articles and any new shares created on an increase of capital shall be under the control of the Directors, who may allot, grant options over or otherwise dispose of the same to such persons (including the Directors themselves) on such terms and at such times as they may think proper, provided that no shares shall be issued at a discount except as provided by section 57 of the Act.

5. Subject to the provisions of Section 58 of the Act, any Preference Shares may, with the sanction of a Special Resolution, be issued upon the terms that they are or at the option of the Company are liable to be redeemed.

LIEN

6. The lien conferred by regulation 11 of Table A, Part I, shall apply to all shares of the Company whether fully paid or not and to all shares registered in the name of any person indebted or under liability to the Company whether he be the sole registered holder thereof or one of several joint holders. The said regulation 11 shall be varied accordingly.

NOTICE OF GENERAL MEETINGS

7. The words and figures "regulation 134 of these regulations" shall be substituted for the words "the regulations of the Company" in regulation 50 of Table A, Part I.

PROCEEDINGS AT GENERAL MEETINGS

8. The words "the appointment of, and" shall be omitted in regulation 52 of Table A, Part I.

9. (A) A poll may be demanded at any General Meeting by the Chairman or by any member present in person or by proxy and entitled to vote. Regulation 58 of Table A, Part I, shall be altered accordingly.

(B) The words "or not carried by a particular majority" shall be inserted after the words "or lost" in regulation 58 of Table A, Part I.

10. A proxy shall be entitled to vote on a show of hands and regulation 62 of Table A, Part I, shall be modified accordingly.

11. Any such Resolution in writing as is referred to in regulation 5 of Table A, Part II, may consist of several documents in a like form each signed by one or more of the members (or their duly authorised representatives) in that Regulation referred to.

DIRECTORS

12. The number of the Directors shall not be less than two.

13. A Director shall not be required to hold any qualification shares in the Company, but nevertheless shall be entitled to attend and speak at any General Meeting and at any separate General Meeting of the holders of any class of shares in the capital of the Company.

14. The words "unless the Company otherwise direct" at the end of regulation 78 of Table A, Part I, shall be deleted.

BORROWING POWERS

15. The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue and create mortgages, charges, memoranda of deposit, debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party.

POWERS AND DUTIES OF DIRECTORS

16. Notwithstanding a Director is interested in any contract or arrangement with the Company he shall be counted for the purpose of a quorum at any meeting at which the same is considered, and shall be entitled to vote thereon, and paragraphs (2) and (4) of regulation 84 of Table A, Part I, shall be amended accordingly.

17. It shall not be necessary for the Directors to sign a book recording their attendances at meetings of Directors and regulation 86 of Table A, Part I, shall be amended accordingly.

18. The Directors may establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, or give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company, or who are or were at any time Directors (including, but not by way of limitation non-executive Directors) or officers of the Company or of any such other company as aforesaid, and holding or who held any salaried employment or office in the Company or such other company, and the wives, widows, families and dependants of any such persons. The Directors may also establish and subsidise or subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such person as aforesaid, and may make payments for or towards the insurance of any such persons as aforesaid, and subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful object. The Directors may do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid. Any Director holding any such employment or office shall be entitled to participate in and retain for his own benefit any such donation, gratuity, pension, allowance or emolument.

APPOINTMENT AND DISQUALIFICATION OF DIRECTORS

19. (A) Without prejudice to the powers of the Company under Section 184 of the Act to remove a Director by Ordinary Resolution the holder or holders for the time being of more than one half of the issued Ordinary Shares of the Company shall have the power from time to time and at any time to appoint any person or persons as a Director or Directors either as additional Directors or to fill any vacancy and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the member or members making the same or in the

case of a member being a company signed by one of its directors on its behalf and shall take effect upon lodgment at the registered office of the Company.

(B) The office of a Director shall be vacated:-

- (1) If by notice in writing to the Company he resigns the office of Director.
- (2) If he shall for more than six months have been absent without permission of the Directors from Meetings of the Directors held during that period.
- (3) If he becomes bankrupt or enters into any arrangement with his creditors.
- (4) If he is prohibited from being a Director by an order made under any of the provisions of section 188 of the Act.
- (5) If he becomes of unsound mind.
- (6) If he is removed from office under regulation 96 of Table A, Part I.
- (7) If he is removed from office under Article 19(A) of these Articles.

ROTATION OF DIRECTORS

20. The Directors shall not be liable to retire by rotation, and accordingly in each of regulations 95 and 97 of Table A, Part I, the second sentence thereof shall be deleted.

ALTERNATE DIRECTORS

21. Each Director shall have the power to nominate any other Director or any person approved for that purpose by a resolution of the Board to act as alternate Director in his place during his absence, and at his discretion to revoke such nomination, and on such appointment being made, each alternate Director, whilst so acting, shall be entitled to exercise and discharge all the functions, powers and duties and undertake all the liabilities and obligations of the Director he represents, and shall not be entitled to receive any remuneration from the Company. An alternate Director shall have one vote for each Director he represents, in addition to his

own vote if he is a Director, but shall not be counted more than once in the quorum. A nomination as an alternate Director shall ipso facto be revoked if the appointor ceases for any reason to be a Director.

22. Notice of all Board and General Meetings shall be sent to every alternate Director as if he were a Director and member of the Company until revocation of his appointment.

23. The appointment of an alternate Director shall be revoked and the alternate Director shall cease to hold office whenever the Director who appointed such alternate Director shall give notice in writing to the Secretary of the Company that he revokes such appointment.

24. Any instrument appointing an alternate Director shall be left at the registered office of the Company and shall, as nearly as circumstances will admit, be in the form or to the effect following:-

WESTBURNE INTERNATIONAL SERVICES LIMITED

"I, _____,
"of _____,
"a Director of the above named Company, in
"pursuance of the power in that behalf
"contained in the Articles of Association
"of the Company, do hereby nominate and
"appoint _____,
"of _____,
"to act as alternate Director in my place
"during my absence, and to exercise and
"discharge all my duties as a Director of
"the Company.

"As witness my hand this _____, 19 ____."

INDEMNITY

25. Every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or

in connection with any application under Section 448 of the Act in which relief is granted to him by the court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect insofar as its provisions are not avoided by Section 205 of the Act.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

R. J. Phillips

Kempson House
Camomile Street
Bishopsgate
London EC3A 7AN

Solicitor

M. T. Womack

Kempson House
Camomile Street
Bishopsgate
London EC3A 7AN

Solicitor

DATED this 16th day of October 1974

WITNESS to the above Signatures:-

J. C. Wright
Kempson House

Camomile Street
Bishopsgate
London EC3A 7AN

Solicitor



CERTIFICATE OF INCORPORATION

No. 1189464

I hereby certify that

WESTBURNE INTERNATIONAL SERVICES LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the
Company is Limited.

Given under my hand at London the 5TH NOVEMBER 1974

N Taylor
N. TAYLOR

Assistant Registrar of Companies

No. of Company: 1189464

24

form No. C.A.51

THE COMPANIES ACTS 1948 TO 1980

(COPY)

SPECIAL **resolution** (1)

pursuant to section 141 of the Companies Act 1948
of Westburne International Services



..... Limited
Passed the 14th day of JUNE 1985.

At an Extraordinary General Meeting of the members of the above-named company, duly
convened and held at Hamilton, Bermuda

on the 14th day of JUNE 1985
the following (1) SPECIAL RESOLUTION was duly passed:—

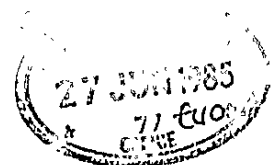
(2)

That the name of the company be changed to:

Westburne Drilling Ltd.


Chairman

Geo. NW 000025



NOTES:

- (1) Insert "Special" or "Extraordinary" as the case may be.
- (2) This copy Resolution must be signed by the Chairman of the Meeting or a Director or the Secretary of the Company, and must then be filed with the Registrar of Companies within 15 days after being passed, and can be sent to Jordan & Sons Ltd. for that purpose.



Printed & Supplied by:—
Jordan & Sons Limited Company Formation and Information Services, Stationers and Publishers
Jordan House, 47 Brunswick Place, London N1 6EE. Telephone: 01-253 3030 Telex: 261010

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1189464

/25

I hereby certify that

WESTBURNE INTERNATIONAL SERVICES LIMITED

having by special resolution changed its name, is now
incorporated under the name of
WESTBURNE DRILLING LTD.

Given under my hand at the Companies Registration Office,
Cardiff the 11TH JULY 1985

A handwritten signature in dark ink, appearing to read 'D. C. H. Busher'.

D. C. H. BUSHER
an authorised officer

G

COMPANIES FORM No. 225(1)

225(1)

Notice of new accounting reference date given during the course of an accounting reference period

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985

22

Please complete legibly, preferably in black type, or bold black lettering

*Insert full name of company

To the Registrar of Companies

For official use

Company number

- 228

1189464

Name of company

* WESTBURNE DRIVING LIMITED
(FORMERLY WESTBURNE INTERNATIONAL SERVICES LIMITED)

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Note
Please read notes 1 to 5 overleaf before completing this form

Day Month

3 1 0 3

†Delete as appropriate

The current accounting reference period of the company is to be treated as [shortened] [extended]† and ~~is to be treated as having come to an end~~ [will come to an end]† on

Day Month Year

3 1 0 3 1 9 8 6

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

See note 4c and complete r* appropriate

The company is a [subsidiary] [holding company]† of
WESTBURNE DRIVING (CANADA) LIMITED
CALGARY, ALBERTA, CANADA, company number
the accounting reference date of which is 31 MARCH

Signed

[Director]

[Secretary]†

Date 28 January 1986

Presentor's name, address and reference (if any):

WESTBURNE DRIVING LTD
35 WARRICK STREET,
CHELSEA,
LONDON SW3 4QS

For official use
General Section

Post room



G

COMPANIES FORM No. 225(1)

Notice of new accounting reference date given during the course of an accounting reference period

225(1)

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

To the Registrar of Companies

For official use

Company number

Please complete legibly, preferably in black type, or bold block lettering

--	--	--	--

1189464

Name of company

* WESTBURNE DRILLING LIMITED																			
------------------------------	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

* insert full name of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3	1	0	1
---	---	---	---

Note
Please read notes 1 to 4 overleaf before completing this form

Day Month Year

3	1	0	1	1	9	8	8
---	---	---	---	---	---	---	---

The current accounting reference period of the company is to be treated as [shortened][extended]† and [is to be treated as having come to an end][will come to an end]† on

† delete as appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

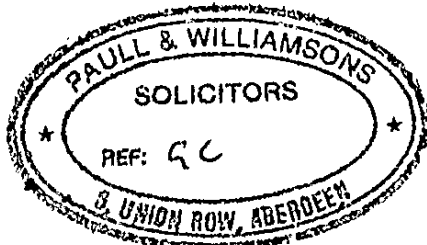
The company is a [subsidiary][holding company]† of _____
_____, company number _____
the accounting reference date of which is _____

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____
and it is still in force.
Signed _____ Designation‡ Director Date 22 March, 1988

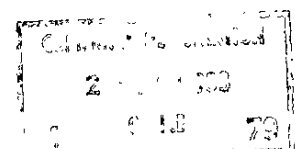
‡ Insert
Director,
Secretary,
Receiver,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Presentor's name address and reference (if any):



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General Section

Post room



No 1189464

THE COMPANIES ACT, 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

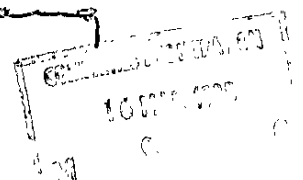
WESTBURNE DRILLING LIMITED

Passed 3 March, 1987

At an Extraordinary General Meeting of the Members of Westburne Drilling Limited held at Wood Offshore Centre, Greenbank Crescent, East Tullos, Aberdeen on 3 March, 1987 the following Resolutions were passed AS ORDINARY RESOLUTIONS:-

1. " That the authorised share capital of the Company be and is hereby increased from £100 to ⁸⁷ £2,628,100 by the creation of 2,628,000 Redeemable Convertible Non-cumulative Preferred shares of £1 each. " *Re*
2. " That the Directors be and are hereby authorised to allot, at any time before 31 March, 1987, such Preferred shares in the capital of the Company as are applied for by Westburne Petroleum Services Limited for full value at par, the members having waived all rights of pre-emption under the Articles of Association in respect of such shares. "

[Signature]
Director.



**Notice of increase
in nominal capital****123**Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

--	--	--	--

1189464

Name of company

* insert full name
of company

* WESTBURNE DRILLING LIMITED

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 3 March, 1987 the nominal capital of the company has been
increased by £ 2,628,000 beyond the registered capital of £ 100.

§ the copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached. §

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follow:

8%
2,628,000 Redeemable Convertible Non-cumulative
Preferred shares of £1 each.

Please tick here if
continued overleaf☐† delete as
appropriate

Signed

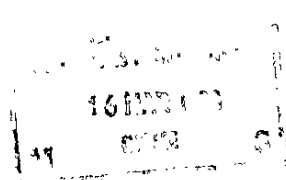
[Director][Secretary]† Date

4 March, 1987

PRINTED AND SUPPLIED BY

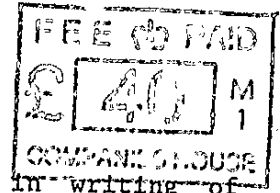
JordansJORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON N1 6EE
TELEPHONE 01 253 3000
TELEX 251010Presentor's name address and
reference (if any):For official Use
General Section

Post room



1189464

5/6



Extraordinary Resolution in writing of
all of the shareholders of Westburne
Drilling Limited passed on the 21st day
of April, 1989.

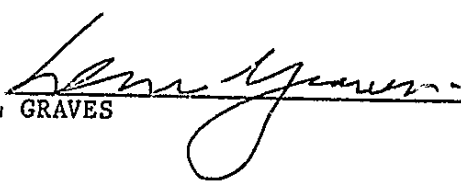
WHEREAS in terms of an agreement with the previous shareholders of the
Westburne Drilling group of companies, the company cannot use the Westburne name
after April 25, 1989;

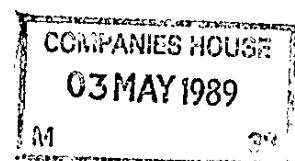
BE IT HEREBY RESOLVED:

That the name of the company be changed to NABORS DRILLING (UK) LIMITED
(with effect from April 25, 1989;)

WE, the undersigned, being all of the shareholders as would be
entitled to vote thereon at an extraordinary meeting of shareholders called for
the purpose do hereby approve and consent to and approve of the passing of the
foregoing resolution all as witness our signature hereto this 21st day of April,
1989.


Asst. Secretary
WESTBURNE DRILLING CANADA LIMITED


DON GRAVES



RBS

013621

240

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1189464

I hereby certify that

WESTBURNE DRILLING LTD.

having by special resolution changed its name,

is now incorporated under the name of

NABORS DRILLING (UK) LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 15 MAY 1989


P. DEVAN

an authorised officer

G

COMPANIES FORM No. 225(1)

Notice of new accounting reference date given during the course of an accounting reference period

225(1)

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use

Company number

--	--	--	--	--

1189464

Name of company

*

WESTBURNE DRILLING LIMITED

* insert full name of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3	0	0	9
---	---	---	---

Note
Please read notes 1 to 5 overleaf before completing this form

The current accounting reference period of the company is to be treated as [shortened][extended]† and ~~is to be treated as having come to an end~~[will come to an end]† on

Day Month Year

3	0	0	9	1	9	8	9
---	---	---	---	---	---	---	---

† delete as appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary][holding company]† of _____

_____, company number _____

the accounting reference date of which is _____

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____ and it is still in force.

Signed Paul Williams Designation† Secretary Date 3 May, 1989

† Insert
Director,
Secretary,
Receiver,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

PRINTED AND SUPPLIED BY

Jordans
JORDAN & SONS LIMITED
21 ST THOMAS STREET
BRISTOL BT1 6JS
TELEPHONE 0272 236600
TELEX 440119 FAX 0272 236663
DX 78161 BRISTOL
TELEX JMGOLD 74 JORDON



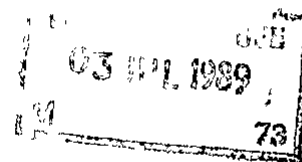
5/87

Presenter's name address and reference (if any):



For official Use
General Section

Post room



Touche Ross & Co
28 Queen Road
Aberdeen AB9 6YE
Telephone: National 0224 325375
International +44 224 325375
Telex 723363 TRABER G
Telecopier: 0224 313611

1189464
Touche Ross

Chartered Accountants

Our ref: DLC/GMcG

21 August 1989

The Directors
Westburne Drilling Limited
Wood Offshore Centre
Greenbank Terrace
Tullos
Aberdeen

Dear Sirs

We hereby resign as auditors to Westburne Drilling Limited and can confirm that there are no circumstances in connection with our resignation which we consider should be brought to the notice of the members or creditors of the company.

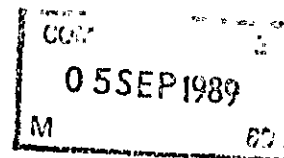
Yours faithfully

Touche Ross L

Chartered Accountants
Incorporated in England
Registered Office: 28 Queen Road, Aberdeen AB9 6YE
Telephone: 0224 325375
Telex: 723363 TRABER G
Telecopier: 0224 313611

Registered in England
Registered Office: 28 Queen Road, Aberdeen AB9 6YE
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Registered Office: 28 Queen Road, Aberdeen AB9 6YE
Telephone: 0224 325375
Telex: 723363 TRABER G
Telecopier: 0224 313611



Touche Ross International

1189466

THE COMPANIES ACT, 1985

COMPANY LIMITED BY SHARES

RESOLUTION

of

NABORS DRILLING (U.K.) LIMITED

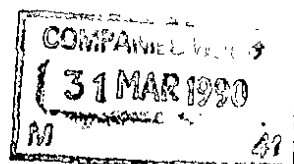
Passed: 27 March 1990

At an Extraordinary General Meeting of the Members of Nabors Drilling (U.K.) Limited held at Investment House, 6 Union Row, Aberdeen, on 27th March 1990 on the following Resolution was passed AS A SPECIAL RESOLUTION:-

"That Clause 3 of the Memorandum of Association be amended by the deletion of the existing paragraph Q and its substitution by the following:-

"(Q) To promote the interests of any person, firm or company, including (without prejudice to the generality of the foregoing) any company which is for the time being (1) the Company's holding company or (2) a subsidiary of the Company or (3) a subsidiary of the Company's holding company or (4) otherwise associated with the Company in business by reason of common shareholdings or in any manner whatever and, in particular, by paying or discharging the liabilities or borrowings of any such person, firm or company or giving any undertaking to do so, by giving any indemnity or guarantee in respect of such liabilities and by giving any security or charge (of all or any part of the property and undertaking present and future and uncalled capital of the Company or otherwise) for any such indemnity or guarantee or for the payment of money or performance of obligations by any such person, firm or company as aforesaid either with or without consideration and whether or not any benefit flows to the Company other than the promotion of such interests as aforesaid to the extent that the promotion of the interests of any such person, firm or company as aforesaid shall be an object and not a power of the Company".


Chairman.



11894.64


NABORS DRILLING (UK) LIMITED

WRITTEN RESOLUTION OF THE SHAREHOLDERS OF NABORS DRILLING (UK) LIMITED
PASSED PURSUANT TO REGULATION 11 OF THE COMPANY'S ARTICLES OF ASSOCIATION

RESOLVED:-

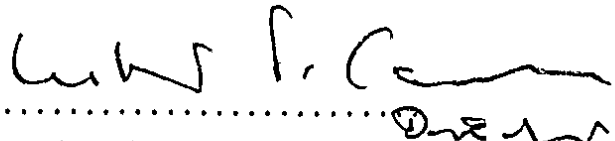
"That the Articles of Association of the Company be amended by the re-numbering of the existing Regulation 14 as 14 (a), and the addition of the following paragraph as Regulation 14 (b):-

- '14. (b) A Director may participate in a Meeting of Directors or of a Committee of Directors by means of such telephone or other communications facility as permits all persons participating at the Meeting to hear each other, and a Director thus participating in such a Meeting is deemed to be present at the Meeting. Any Minutes or Resolutions of such Directors' Meeting shall be sufficiently authenticated if signed by the Chairman of the Meeting.'"



For and on behalf of
NABORS INDUSTRIES INC.

27 March 1990



For and on behalf of
P. & W. TRUSTEES (ABERDEEN)
LIMITED

27 March 1990



Company No: 1189464

6 May
10/6/90

NABORS DRILLING (UK) LIMITED



WRITTEN RESOLUTION OF THE SHAREHOLDERS OF NABORS DRILLING (UK) LIMITED
PASSED PURSUANT TO REGULATION 11 OF THE COMPANY'S ARTICLES OF ASSOCIATION

RESOLVED:-

"That the name of the Company be changed to "Loffland Nabors UK Limited."

Richard A. Stratton
For and on behalf of
Nabors Industries Inc

Date. *30 May 1990*

William J. Stratton
For and on behalf of
P. & W. Trustees (Aberdeen)
Limited

Date. *22 May 1990*

£40 - Royal Scot
COMPANIES HOUSE
1 JUN 1990
M 28
022446

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1189464

I hereby certify that

NABORS DRILLING (UK) LIMITED

having by special resolution changed its name,
is now incorporated under the name of

LOFFLAND NABORS UK LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 14 JUNE 1990


P. BEVAN

an authorised officer

No. 1189464

314
ACCEPT UNSTAMPED & 40

NETCN 35657

LOFFLAND NABORS UK LIMITED ("the Company") SIGNED *RS H-54*

DATE *14-8-90*

WRITTEN RESOLUTION of the Members of the Company passed pursuant to Regulation 9 of Part II of Table A in the First Schedule to the Companies Act 1948 as incorporated by reference in the Company's Articles of Association.

We, the undersigned, being all of the Members of the Company hereby resolved that the following be passed AS A SPECIAL RESOLUTION:-

"That the name of the Company be changed from Loffland Nabors UK Limited to Nabors Europe Limited".

Richard A. Stratton

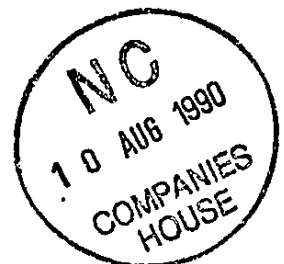
Authorised signatory for and on behalf of
Nabors Industries Inc.

July 27, 1990
Date

William J. Cunningham
William J. Cunningham

Authorised signatory for and on behalf of
P. & W. Trustees (Aberdeen) Limited

July 26 1990
Date



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1189464

I hereby certify that

LOFFLAND NABORS UK LIMITED


having by special resolution changed its name,

is now incorporated under the name of

NABORS EUROPE LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 20 AUGUST 1990


MRS. M. MOSS

an authorised officer

No. 1189464

RES. FOR PUBLIC FILE.

NO ACTION TAKEN ON
LOFFLAND NABORS UK LIMITED ("the Company")

CHANGE OF NAME

WRITTEN RESOLUTION of the Members of the Company passed pursuant to Regulation 5 of Part II of Table A in the First Schedule to the Companies Act 1948 as incorporated by reference in the Company's Articles of Association.

We, the undersigned, being all of the Members of the Company hereby resolved that the following be passed AS A SPECIAL RESOLUTION:

"That the name of the Company be changed from Loffland Nabors UK Limited to Nabors Europe Limited".

RES. FOR PUBLIC FILE.

NO ACTION TAKEN ON
CHANGE OF NAME

Richard A. Stratton

Authorized signatory for and on behalf of
Nabors Industries Inc.

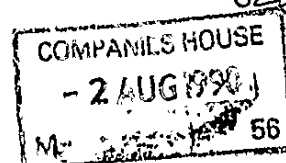
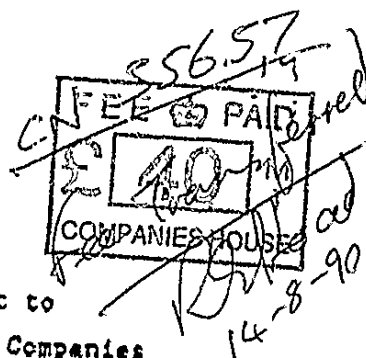
...July...27, 1990....
Date

James S. C. ...
Authorized signatory for and on behalf of
P. & W. Trustees (Aberdeen) Limited

26th Jan 1990
Date

RES. FOR PUBLIC FILE.

NO ACTION TAKEN ON
CHANGE OF NAME



G

COMPANIES FORM No 123

123

Notice of increase
in nominal capital

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company Number

--	--	--

1189464

Name of company

Nabors Europe Limited

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 22 August 1990 the nominal capital of the company has been increased by £100.00 beyond the registered capital of £2628100.00.

A copy of the resolution authorising the increase is attached.

The conditions (eg voting rights, dividend rights, winding-up rights etc) subject to which the new shares have been or are to be issued are as follow:

To rank pari passu in all respects with the existing Ordinary Shares of £1.00 each in the capital of the Company

Please tick if continuation
sheet(s) are attached

☐

Signed

Designation

Secretary

Date 24 Oct 1990

Presentor's name, address
and reference (if any):

Paul & Williamsons
Investment House
6 Union Row
ABERDEEN
AB9 8DQ

CHAPP

For official use
General section

Post room

COMPANIES HOUSE
25 OCT 1990

1189464

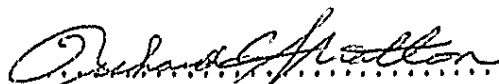
No: 1189464

NABORS EUROPE LIMITED ("the Company")


WRITTEN RESOLUTION of the members of the Company passed pursuant to Regulation 5 of Part II of Table A in the First Schedule to the Companies Act 1948 as incorporated by reference in the Company's Articles of Association.

We, the under-noted, being all of the members of the Company hereby resolve that the following Resolutions be passed AS ORDINARY RESOLUTIONS:-

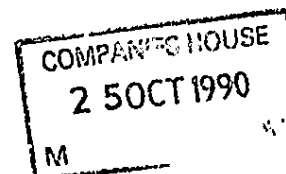
- (1) "THAT the authorised share capital of the Company be increased to £2,628,200 by the creation of an additional 100 Ordinary Shares of £1 each, which shares shall rank pari passu in all respects with the existing Ordinary Shares of £1 each, in the capital of the Company."
- (2) "THAT the Directors be unconditionally authorised pursuant to Section 80 of the Companies Act, 1985 to allot all such additional 100 Ordinary Shares of £1 each in the authorised share capital of the Company at any time or times during the period of five years from the date hereof."


.....
Authorised Signatory for and on
behalf of NABORS INDUSTRIES, INC.

22 Aug. 1990
.....
DATE


.....
Authorised Signatory for and on
behalf of P. & W. TRUSTEES
(ABERDEEN) LIMITED

22 Aug 1990
.....
DATE



Company No: 1189464

THE COMPANIES ACTS 1985 to 1989

COMPANY BY SHARES

ELECTIVE RESOLUTIONS

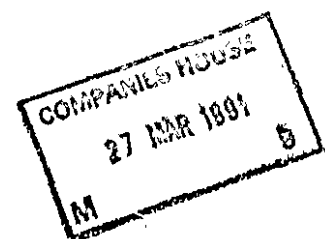
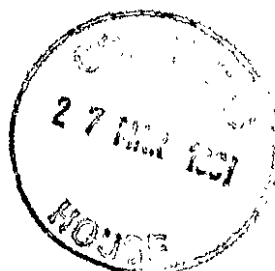
of

NABORS EUROPE LIMITED

At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at Kirkton Avenue, Pitmedden Road Industrial Estate, Dyce, Aberdeen, on the Fourteenth day of February 1991, the following Elective Resolutions were passed unanimously, in person or by proxy, by all the Members entitled to attend and vote at the Meeting:-

1. "That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings for 1991 and subsequent years."
2. "That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting in respect of the financial year ending 1991, and subsequent financial years."
3. "That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint Auditors annually."

Richard Hutton
Chairman



THE COMPANIES ACT, 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

NABORS EUROPE LIMITED

By Written Resolution of the Members of NABORS EUROPE LIMITED made pursuant to Section 381A of the Companies Act 1985 on 22nd August, 1991 the following were passed:-

AS A SPECIAL RESOLUTION:

"That the Articles of Association of the Company be and are hereby amended by the inclusion of a new Article 5A in the following terms:

5A Subject to the provisions of the Companies Act 1985, the Company may purchase its own shares (including any redeemable shares) and, if it is a private company, make a payment in respect of the redemption or purchase of its own shares otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares."


AS A SPECIAL RESOLUTION:

"That a Minute of Agreement between the Company and Nabors Industries Inc. for the purchase by the Company from Nabors Industries Inc. of a total of 2,620,000 8% Redeemable Convertible Non-Cumulative Preferred Ordinary Shares of £1 each in the capital of the Company held by them for a total consideration of £2,620,000, a copy of which has been supplied to us with this Resolution, be approved for the purposes of Section 164 of the Companies Act 1985."

23 AUG 1991

AS A SPECIAL RESOLUTION:

"That the payment by the Company of £2,620,000 out of capital in respect of the purchase by the Company of £2,620,000 8% Redeemable Convertible Non-Cumulative Preferred Ordinary Shares of £1 each in the capital of the Company at a total consideration of £2,620,000, as specified in the Statutory Declaration of all of the Directors of the Company and the Report of the Auditors of the Company, copies of which have been supplied to us with this Resolution, be approved for the purposes of Section 173 of the Companies Act 1985."

A handwritten signature in dark ink, consisting of a series of loops and a final flourish, positioned above a dotted line.

.....
Chairman

G**Declaration in relation to
the redemption or purchase
of shares out of capital****173**Please do not
write in
this margin

Pursuant to section 173 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering* insert full name
of companyNote
Please read the notes
on page 2 before
completing this form.* insert name(s) and
address(es) of all
the directors† delete as
appropriate‡ delete whichever
is inappropriate

To the Registrar of Companies

For official use

Company number

[] [] [] []

1189464

Name of company

NABORS EUROPE LIMITED

†/We of ANGUS PETRIE, 120 QUEEN'S ROAD, ABERDEEN

STEVEN CRAWFORD HOLMES, 4 GLENHOMIE WALK, DYCE, ABERDEEN

WILLIAM FRANKLIN WINDSOR, 134 DEESIDE GARDENS, ABERDEEN

~~(the sole director)~~ all the directors† of the above company do solemnly and sincerely declare that:

The business of the company is:

(a) ~~that of a (recognised bank) (licensed institution)† within the meaning of the Banking Act 1979~~(b) ~~that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on
insurance business in the United Kingdom~~

(c) that of something other than the above‡

The company is proposing to make a payment out of capital for the redemption or purchase of its own
sharesThe amount of the permissible capital payment for the shares in question is £ 2,620,000
(note 1)

Continued overleaf

Presentor's name address and
reference (if any):
Paull & Williamsons,
Solicitors, Investment House
6 Union Row, Aberdeen,
AB9 8DO

Ref: LO272009/LFC/MJT/CM

For official Use
General Section

Post room

COMPANIES ACT 1985
23 AUG 1991

1/We have made full enquiry into the affairs and prospects of the company, and 1/we have formed the opinion?

Please do not write in this margin

- (a) as regards its initial situation immediately following the date on which the payment out of capital is proposed to be made, that there will be no grounds on which the company could then be found unable to pay its debts (note 2), and
- (b) as regards its prospects for the year immediately following that date, that, having regard to my/our intentions with respect to the management of the company's business during that year and to the amount and character of the financial resources which will in my/our view be available during that year, the company will be able to continue to carry on business as a going concern (and will accordingly be able to pay its debts as they fall due) throughout that year.(note 2)

Please complete legibly, preferably in black type, or bold block lettering

And 1/we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at ABERDEEN

Declarant(s) to sign below

the 22ND day of AUGUST
one thousand nine hundred and NINETY ONE

before me MICHAEL JAMES TAIT

A Commissioner for Oaths, or Notary Public, or Justice of the Peace, or Solicitor having the powers conferred on a Commissioner for Oaths.

Michael J. Tait

Notes

- 1 'Permissible capital payment' means an amount which, taken together with
- (i) any available profits of the company; and

(ii) the proceeds of any fresh issue of shares made for the purposes of the redemption or purchase;

is equal to the price of redemption or purchase.

'Available profits' means the company's profits which are available for distribution (within the meaning of section 172 and 263 of the Companies Act 1985).

The question whether the company has any profits so available and the amount of any such profits is to be determined in accordance with section 172 of the Companies Act 1985.

- 2 Contingent and prospective liabilities of the company must be taken into account, see sections 173(4) & 517 of the Companies Act 1985.

- 3 A copy of this declaration together with a copy of the auditors report required by section 173 of the Companies Act 1985, must be delivered to the Registrar of Companies not later than the day on which the company publishes the notice required by section 175(1) of the Companies Act 1985, or first publishes or gives the notice required by section 175(2), whichever is the earlier.

Coopers
& Lybrand
Deloitte

chartered accountants

22 Athol Place
Aberdeen AB9 1YL

telephone 0224 212100
cables CoLybrand Aberdeen
telex 887474 COLYBRNG
telegram 0224 576183

a member firm of

Coopers
& Lybrand
(International)

your reference

our reference

**Auditors' Report To The Directors Of Nabors Europe Limited
Pursuant To Section 173(5) Of The Companies Act 1985**

We have examined the attached statutory declaration of the directors dated 22 August 1991 in connection with the company's proposed purchase of 2,620,000 8% Redeemable Convertible Non-Cumulative Preferred Shares of £1 each by a payment out of capital and reserves. We have enquired into the state of the company's affairs so far as necessary for us to review the bases for the statutory declaration.

In our opinion, the amount of £2,620,000 specified in the statutory declaration of the directors as the permissible capital payment for the shares to be purchased is properly determined in accordance with sections 171 and 172 of the Companies Act 1985.

We are not aware of anything to indicate that the opinion expressed by the directors in their declaration as to any of the matters mentioned in section 173(3) of the Companies Act 1985 is unreasonable in all the circumstances.

Coopers & Lybrand Deloitte

Aberdeen, 22 August 1991

COMPANIES ACT 1985
23 AUG 1991

1189464

WRITTEN RESOLUTIONS of the Members of
NABORS EUROPE LIMITED ("the Company")
made pursuant to Section 381A of the
Companies Act 1985

We, the undersigned, being all the Members of Nabors Europe Limited entitled to attend and vote at meetings of Members of the Company, hereby pass the following:-

AS AN ORDINARY RESOLUTION:

"That the authorised share capital of the Company be and is hereby decreased from £2,628,200 to £200 by the cancellation of £2,628,000 8% Redeemable Convertible Non-Cumulative Preferred Shares of £1 each."

AS A SPECIAL RESOLUTION:

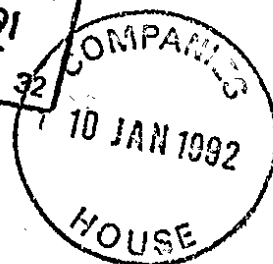
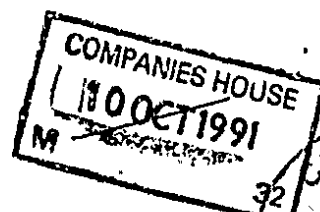
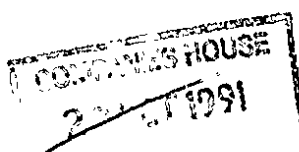
"That the regulations contained in the printed documents annexed hereto be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles thereof."

.....
Authorised Representative for
and on behalf of Nabors Industries Inc.

27th September, 1991

.....
Authorised Representative for
and on behalf of P. & W. Trustees (Aberdeen) Limited

27th September, 1991



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ARTICLES of ASSOCIATION

of

* NABORS EUROPE LIMITED

CONSTITUTION OF COMPANY

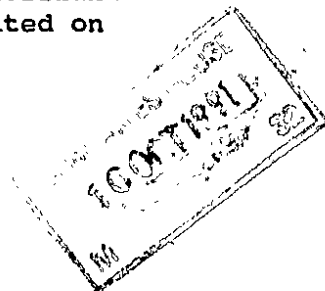
1. The Company is established as a private company within the meaning of Section 1(3) of the Companies Act 1985 (the said Act, including any statutory modification or re-enactment thereof for the time being in force being hereinafter referred to as "the Act")

The Regulations contained or incorporated in Table A in the Companies (Tables A to F) Regulations 1985 (such Table being hereinafter called "Table A") shall be deemed to be incorporated with these Articles and shall apply to the Company with the exception of Regulations 3, 4, 6, 23, 24, 25, 35, 44, 64 to 69 inclusive, 73 to 75 inclusive, 77, 80, 81, 85 to 89 inclusive, 93 to 97 inclusive, 101, 112, 115 and 118 of Table A and any other Regulation which is inconsistent with the additions and modifications hereinafter set forth.

SHARE CAPITAL

2. (a) The share capital of the Company at the date of adoption of these Articles is £200 divided into 200 Ordinary shares of £1.00 each.
- (b) The Directors are unconditionally authorised for the purpose of Section 80 of the Act to exercise for a period of five years from the date of adoption of these Articles any power of the Company to allot any shares of the Company from time

* Incorporated as Westburne International Services Limited on 5th November, 1974; Name changed to Westburne Drilling Limited on 11th July, 1985; to Nabors Drilling (UK) Limited on 15th May, 1989; to Loffland Nabors UK Limited on 17th June, 1990; and to Nabors Europe Limited on 20th August, 1990.



to time unissued (including "relevant securities" as defined in Section 80 (2) of the Act) up to the total amount of the authorised share capital of the Company for the time being remaining unissued.

- (c) The provisions of Section 89 (1) and Section 90 (2) to 90 (6) of the Act shall not apply to the Company and unless in any particular case all the holders for the time being of the issued shares in the capital of the Company otherwise agree, all shares (whether forming part of the original share capital of the Company or hereafter created) which it is determined to issue shall be offered in the first instance to all the holders of shares in the Company in proportion to the number of shares in the Company held by them respectively. The person to whom the offer is made may elect to accept such offer in respect of a lesser number of shares than his entitlement and to decline in respect of the balance. Such offer shall be made by notice specifying the number of shares to which each holder is entitled and prescribing a time (not being less than fourteen days) after which the offer, if not previously accepted, shall be deemed to be declined. After the expiration of that time or on receipt of an intimation from the person to whom the offer is made that he declines to accept any or all of the shares offered those shares so deemed to be declined shall be offered in the proportion aforesaid to the persons who have within the prescribed time accepted all the shares offered to them. Such further offer shall be made in the same manner and limited by a like prescribed time as the original offer. Any shares not accepted pursuant to such offer or further offer as aforesaid shall be under the control of the Directors who may dispose of such remaining shares in such manner as they think most beneficial to the Company. The Directors may likewise so dispose of any new shares which (by reason of the ratio which the shares which it is determined to issue bear to the shares held by a person entitled to receive notice as aforesaid) cannot in the opinion of the Directors be conveniently offered under this Regulation. For the purposes of this Regulation the executors or administrators of a deceased member who was a sole holder shall be treated as the holders of the shares registered in the name of the deceased member.
- (d) Subject to the provisions of the Act any shares of the Company may be issued on the terms that they are to be redeemed or are liable to be redeemed at the option of the Company or the member and any shares of the company may be purchased by the Company on such terms and conditions as the Company, before it enters into a contract or contingent contract for the purchase of such shares, may by special resolution determine. A payment in respect of such a redemption or purchase by the Company may with the sanction of a special resolution be made otherwise than out of the

distributable profits of the Company (within the meaning of Section 152 (1) (b) of the Act) or the proceeds of a fresh issue of shares made for the purpose of the redemption or purchase notwithstanding that such payment may constitute a payment out of capital.

- (e) Every member, upon becoming the holder of any shares, shall be entitled without payment to one certificate for all the shares of each class held by him (and, upon transferring a part of his holding of shares of any class, to a certificate for the balance of such holding) or several certificates each for one or more of his shares upon payment for every certificate after the first of such reasonable sum as the Directors may determine. Every certificate shall specify the number, class and distinguishing numbers (if any) of the shares to which it relates and the amount or respective amounts paid up thereon. The Company shall not be bound to issue more than one certificate for shares held jointly by several persons and delivery of a certificate to one joint holder shall be a sufficient delivery to all of them.

LIEN

LIEN

3. The lien conferred by Regulation 8 of Table A shall attach also to fully paid up shares and to all shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

UNDERWRITING

4. The Company may exercise the powers of paying commissions conferred by the Act. Subject to the provisions of the Act any such commission may be satisfied by the payment of cash or by the allotment of fully or partly paid shares or partly in one way and partly in the other.

TRANSFER OF SHARES

5. The Instrument of Transfer of any share shall be in the form recommended in The Stock Transfer Act, 1963, or in such other form as the Directors shall from time to time approve and, when lodged for registration, shall be accompanied by the Certificate of the Share to be transferred and such other evidence (if any) as the Directors may require to prove the title of the intending transferor.
6. All transfers of shares need be executed by the transferor only and he shall be deemed to remain the holder of the shares until the name of the transferee is entered in the Register of Members in respect thereof provided that, in the case of partly paid shares,

the Instrument of Transfer must also be signed by or on behalf of the transferee.

7. (a) Notwithstanding the succeeding provisions of this Article 7, the Directors may decline to register any transfer:-
- (1) of any share on which the Company has a lien;
 - (2) of any share (not being a fully paid share) to a person of whom they do not approve;
 - (3) of any share (whether or not it is a fully paid share) made pursuant to paragraph (g) hereof;

Provided that if the Directors so decline to register any transfer they shall within sixty days of the date on which the transfer was lodged with the Company, send to the transferee notice of the refusal specifying the reason(s) for same.

- (b) Any person proposing to transfer any shares (hereinafter called "the proposing transferor") shall give notice in writing (hereinafter called "the Transfer Notice") to the Company that he desires to transfer the same and specifying the sum which in his opinion constitutes the fair value thereof. A Transfer Notice shall, on receipt by the Company, constitute the company the agent of the proposing transferor for the sale of all (but not some of) the shares referred to therein at the price specified therein, or at such lower price as may be determined in accordance with paragraph (d) hereof.
- (c) The shares included in any Transfer Notice shall be offered by notice in writing (hereinafter called "the Option Notice") not later than the seventh day after receipt by the Company of the Transfer Notice in the first place to the members (other than the proposing transferor) as nearly as may be in proportion to the shares held by them respectively. The Option Notice shall in each case specify the date of receipt by the Company of the Transfer Notice and the price specified therein and shall invite each member to state in his reply how many (if any) shares in excess of his proportion he desires to purchase. The Option Notice shall further limit the time in which the offer may be accepted (not being less than Twenty One Days from either the date of the Option Notice or the date of the Certificate of Valuation under paragraph (d) hereof whichever is the longer) and if any member does not before the expiry of such limit claim by notice in writing the shares offered to him they shall be used to satisfy the claims for excess shares in proportion to the existing shares held by the claimants respectively but so that no such claimant shall be bound to take more excess shares than he shall have applied for. If

any shares shall not be capable without fractions of being offered to the members in proportion to their existing holdings, the same shall be offered to the members or some of them, in such proportions or in such manner as may be determined by lots drawn in regard thereto, and the lots shall be drawn in such manner as the Directors may think fit. Any member who desires as above to purchase any shares included in a Transfer Notice is hereinafter called "the purchaser".

- (d) If an intending purchaser or the Directors consider that the price specified in the Transfer Notice is in excess of the fair value of the shares included therein he or they shall not later than the seventh day after receipt of the Option Notice in the case of an intending purchaser or not later than the seventh day after receipt of the Transfer Notice in the case of the Directors, request in writing that the auditor for the time being of the Company (or, with the agreement of the proposing transferor and the intending purchaser and/or the Directors, a person nominated by the President of the Institute of Chartered Accountants in Scotland) certify in writing the sum which in his opinion is the fair value of the shares included in the Transfer Notice as at the date of the Transfer Notice in accordance with these presents and for the purpose of this Article reference to the auditor shall include any person so nominated. All costs in making such valuation shall be borne by the Company. In certifying the fair value of the shares the auditor shall be considered to be acting as an expert and not as an arbiter and accordingly any provisions of law or statute relating to arbitration shall not apply.
- (e) If a purchaser or purchasers shall be found for all the shares included in any Transfer Notice, the Company shall within seven days after the later of the acceptance date specified in the Option Notice and the date of the Certificate of Valuation given under paragraph (d) of this Article, give notice (hereinafter called "the Sale Notice") to the proposing transferor specifying the purchaser(s) of such shares and the price payable, being the lower of the price specified in the Transfer Notice and the fair value determined as aforesaid. If the fair value determined as aforesaid is less than the price specified in the Transfer Notice the proposing transferor shall within seven days of receipt of the Sale Notice give notice in writing to the Company, stating whether he is prepared to transfer the shares in pursuance of the Sale Notice. If he is not prepared so to transfer the shares the Transfer Notice shall be deemed to be revoked, the Company shall no longer be the agent of the proposing transferor for the sale of the shares and the proposing transferor shall forthwith reimburse the Company the full costs incurred in determining the fair value as aforesaid. If he is prepared to transfer the shares in pursuance of the Sale Notice, or if the price

specified in the Sale Notice is not less than the price specified in the Transfer Notice, the proposing transferor shall upon payment of the said price, transfer the shares to the purchaser(s), and the Directors shall register any transfer pursuant to this paragraph.

- (f) If in any case the proposing transferor after having become bound as aforesaid makes default in transferring any shares included in the Transfer Notice, the Company may receive the purchase money on his behalf and may authorise some person to execute a transfer of such shares in favour of the purchaser(s) who shall thereupon be registered as the holder(s) thereof. The receipt of the Company for the purchase money shall be a good discharge to the purchaser(s).
- (g) If the Company shall not give a Sale Notice to the proposing transferor he shall, not later than the thirtieth day after the expiry of the time allowed for giving a Sale Notice, be at liberty to transfer all or any of the shares included in the Transfer Notice to any person pursuant to a bona fide sale at any price not less than the price specified in the Transfer Notice or the fair value determined as aforesaid (whichever is the lower) after deducting, (where appropriate), any net dividend or other distribution declared or made after the date of the Transfer Notice and to be retained by the proposing transferor, and the proposing transferor shall not be required to give a Transfer Notice in respect thereof during the said period of thirty days. Provided that the Directors shall have the powers conferred by paragraph (a) hereof to decline to register any transfer so made.
- (h) Whenever any member of the Company who is employed by the Company in any capacity is dismissed from such employment or ceases to be employed by the Company, the Directors may at any time not later than sixty days after his dismissal or his ceasing to be employed resolve that such member do retire, and thereupon he shall (unless he has already served a Transfer Notice) be deemed to have served a Transfer Notice pursuant to paragraph (b) of this Article and to have specified therein the fair value to be certified in accordance with paragraph (d) of this Article. Notice of the passing of any such Resolution shall forthwith be given to the member affected thereby.

FORFEITURE OF SHARES

- 8. In Regulation 18 of Table A the words "and all expenses that may have been incurred by the Company by reason of such non-payment" shall be added at the end of the first sentence of said Regulation.

GENERAL MEETINGS

9. Every notice convening a general meeting shall comply with the provisions of Section 372 (3) of the Act as to giving information to members in regard to their right to appoint proxies.
10. Subject as hereinafter provided if at any adjourned meeting a quorum is not present within half an hour from the time appointed for the adjourned meeting, the meeting shall be dissolved. Provided that if a meeting to consider only a resolution or resolutions for the winding up of the Company and the appointment of a Liquidator be adjourned, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the adjourned meeting, such of the members present in person or by proxy shall constitute a quorum. Regulation 41 of Table A shall be modified accordingly.
11. In Regulation 43 of Table A the words "the members present" shall be held to be deleted and the words "the persons present, being members or proxies for members" shall be inserted in lieu thereof.
12. In Regulation 46 of Table A paragraphs (b) to (d) inclusive and the part of said Regulation following thereon shall be held to be delete and the words "(b) by any member present in person or by proxy and entitled to vote" shall be inserted in lieu thereof.

VOTES OF MEMBERS

13. It shall suffice that Instruments appointing proxies be deposited at the registered office of the Company at least 24 hours before the time for holding the meeting, and Regulation 62 of Table A shall be modified accordingly.

DIRECTORS

14. The minimum number of the Directors shall be determined by the Company in general meeting but failing such determination shall be one. In the event of the minimum number of Directors fixed by or pursuant to these Articles or Table A being one, a sole Director shall have authority to exercise all the powers and discretions by Table A or these Articles expressed to be vested in the Directors generally.
15. A Director shall not be required to hold shares of the Company in order to qualify for office as a Director but he shall be entitled to receive notice of and attend and speak at every general meeting of the Company and at every separate meeting of the holders of any class of shares in the capital of the Company.

ALTERNATE DIRECTORS

16. (a) Any Director (other than as Alternate Director) may at any time appoint any person to be his Alternate (hereinafter called an "Alternate Director") and may at any time

terminate such appointment.

- (b) The appointment of an Alternate Director shall determine on the happening of any event which if he were a Director would cause him to vacate such office or if the Director concerned (hereinafter called "his principal") ceases to be a Director.
- (c) An Alternate Director shall be entitled to receive Notice of Meetings of the Directors and to attend and where applicable vote as a Director and to be counted in the quorum at any such meeting at which his principal is not personally present and generally at such meetings to perform all functions of his principal as a Director. If his principal is for the time being unable to act through ill health or disability an Alternate Director's signature to any resolution in writing of the Directors shall be as effective as the signature of his principal. An Alternate Director shall not (save as aforesaid) have power to act as a Director nor shall he be deemed to be a Director for the purposes of these Articles nor the agent of his principal, but he shall, in the execution of his duties as aforesaid, be subject to the provisions of the Articles with regard to Directors.
- (d) An Alternate Director shall be entitled to contract and be interested in and benefit from contracts or arrangements and to be repaid expenses and to be indemnified to the same extent mutatis mutandis as if he were a Director, but he shall not be entitled to receive any remuneration from the Company in respect of his appointment as Alternate Director.

DIRECTORS' INTERESTS

17. (a) No Director or intending Director shall be disqualified by his office from contracting with the Company either as vendor, purchaser, lessor, customer or otherwise nor shall any such contract or any contract or any transaction or arrangement (whether or not constituting a contract) entered into with or by or on behalf of the Company with any company or partnership of or in which any Director shall be a member or otherwise interested be avoided nor shall any Director so contracting or being such member or so interested be liable to account to the Company for any profit realized by any such contract, transaction or arrangement by reason only of such Director holding that office or of the fiduciary relationship thereby established, provided that the fact of his being interested therein and the nature of his interest be disclosed by him at the meeting of Directors at which the contract, transaction or arrangement is first taken into consideration, if his interest then exists, or in any other case at the first meeting of the Directors after the acquisition of his interest; and such Director may vote and have his vote counted in respect of any such contract,

transaction or arrangement and shall be counted in the quorum present at the meeting. Provided, if the Director be a sole Director or if all the Directors be interested in the contract, transaction or arrangement, the contract, transaction or arrangement may only be entered into by the Company in general meeting, and before the contract, transaction or arrangement is entered into the Director or Directors must disclose his or their interest to the meeting;

(b) For the purposes of this Regulation:-

(i) a general notice given to the Directors that a Director is to be regarded as having an interest of the nature and extent specified in the notice in any contract, transaction or arrangement in which a specified person or class of persons is interests shall be deemed to be a disclosure that the Director has an interest in any such transaction of the nature and extent so specified; and

(ii) an interest of which a Director has no knowledge and of which it is unreasonable to expect him to have knowledge shall not be treated as an interest of his;

(c) If a question arises at a meeting of Directors or of a Committee of Directors as to the right of a Director to vote, the question may before the conclusion of the meeting, be referred to the Chairman of the meeting and his ruling in relation to any Director other than himself shall be final and conclusive.

GRATUITIES AND PENSIONS

10. The Directors may establish and maintain or procure the establishment and maintenance of any non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is the holding company or a subsidiary company of the Company whether or not they have held any salaried employment or office in the Company or such other company, and the wives, widows, families and dependents of of any such persons, and also establish and subsidise or subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and wellbeing of the Company or of any such other company as aforesaid and make payments for or towards the insurance of any such persons as aforesaid and subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful object and do any of the matters aforesaid either alone or in conjunction with any such other Company aforesaid. Any Director shall be entitled to participate in and retain for his own benefit any such donation, gratuity, pension, allowance or emolument and may vote in

favour of the exercise of any of the powers aforesaid notwithstanding that he is or may become interested therein.

DISQUALIFICATION AND REMOVAL OF DIRECTORS

19. The office of Director shall be vacated if the Director:-
- (a) becomes apparently insolvent or makes any arrangement or composition with his creditors generally;
 - (b) he is or may be suffering from mental disorder and either:-
 - (i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act, 1983 or, in Scotland, an application for admission under the Mental Health (Scotland) Act, 1984; or
 - (ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs;
 - (c) resigns his office by notice in writing to the Company;
 - (d) has his appointment cancelled by the Company in general meeting;
 - (e) becomes prohibited by law from being a Director or ceases to be a Director by virtue of any provision of the Act; or
 - (f) shall for more than six consecutive months have been absent without permission of the Directors from meetings of the Directors held during that period and the Directors resolve that his office be vacated.

ROTATION OF DIRECTORS

20. The Directors shall not be subject to retirement by rotation and accordingly Regulations 73 to 75 of Table A shall not apply and in Regulation 76 the words "other than a Director retiring by rotation" shall be deleted and all other references in Table A to retirement by rotation shall be disregarded.

PROCEEDINGS OF DIRECTORS

21. (a) The Directors may meet together for the despatch of business, adjourn and otherwise regulate their proceedings as they think fit. A Director may and the Secretary at the request of a Director shall call a meeting of the Directors. It shall not be necessary to give notice of a meeting to a Director who is absent from the United Kingdom. Questions

arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote. A Director who is also an Alternate Director shall be entitled in the absence of his principal to a separate vote on behalf of his principal in addition to his own vote;

- (b) The quorum necessary for the transaction of all business of the Directors shall be two-thirds of the Directors for the time being (determined in accordance with Regulation 14 hereof) or if their number is not three or a multiple of three, the number nearest two-thirds, present in person or represented by an Alternate Director appointed under Regulation 16 hereof;
- (c) A Resolution in writing, signed or approved by letter, telegram, telex or cablegram by all the Directors entitled to receive notice of a meeting of Directors or by a sole Director or by all the members of a committee or by a sole member of a committee shall be as valid as a resolution duly passed at a meeting of the Directors or of such a committee. When signed, a resolution may consist of several documents each signed by one or more of the persons aforesaid; A Resolution signed by an Alternate Director need not also be signed by his principal and if it is signed by a Director who has appointed an Alternate Director it need not be signed by the Alternate Director in that capacity.

THE SEAL

- 22. (a) If the company has a seal it shall only be used with the authority of the Directors or of a Committee of Directors. The Directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Director and by the Secretary or second Director.
- (b) The Company may exercise the powers conferred by Section 39 of the Act with regard to having an official seal for use abroad, and such powers shall be vested in the Directors.

ACCOUNTS

- 23. The Accounts and other documents to be prepared by the Directors shall be prepared in accordance with Section 229, Section 235 and Schedule 7 of the Act.

NOTICES

- 24. Every Notice to be given by the Company will be sent by pre-paid letter post, cable, telex or telegram to the registered address, or, if appropriate, to the address for the time being supplied for the purpose to the Secretary of the Company by the person entitled to receive the same; every Notice to be sent by letter post to an

address within the United Kingdom shall be deemed to have been served on the expiry of twenty four hours from the time of posting and every Notice to be sent by Airmail to an address outwith the United Kingdom shall be deemed to have been served on the expiry of ten days from the time of posting and every Notice sent by cable, telex or telegram shall be deemed to have been served on the expiry of twelve hours from the time when the cable, telex or telegram was dispatched by or on behalf of the Company. In the case of joint holders of a share all Notices shall be given to the joint holders whose name stands first in the Register of Members in respect of the joint holding and Notice so given shall be sufficient Notice to all the joint holders. A member whose registered address is not within the United Kingdom and who gives the Company an address within the United Kingdom at which notices may be given to him, shall be entitled to have notices given to him at that address.

WINDING UP

25. If the Company shall be wound-up any Director, Agent, Trustee or Member of the Company alone or jointly with any other person may become a purchaser of property belonging to the Company.

INDEMNITY

26. Every Director or other Officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liability which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under Section 727 of the Act in which relief is granted to him by the Court and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to be incurred by the Company in the execution of the duties of his office or in relation thereto. But these Articles shall only have effect insofar as the provisions are not avoided by Section 310 of the Act.
27. The Directors may from time to time require any person whose name is entered in the Register of Members of the Company to furnish them with any information which they may consider necessary for the purpose of determining whether or not the Company is a Close Company within the meaning of Section 414 (1) of The Income & Corporation Taxes Act, 1988; and if such requirement is not complied with they may withhold any dividends or other payments otherwise due or becoming due in respect of the shares registered in the name of such person.

G

COMPANIES FORM No. 122

122

Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

Please complete
legibly, preferably
in black type, or
bold block lettering

--	--	--	--	--

1189464

Name of company

* NABORS EUROPE LIMITED

* Insert full name
of company

gives notice that:

By Ordinary Resolution dated 27th September 1991 the authorised share capital of the Company was decreased from £2,628,200 to £200 by the cancellation of £2,628,000 8% Redeemable Convertible Non-Cumulative Preferred Shares of £1 each, following the purchase of these shares in accordance with the Company's Articles.

† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation† Secretaries

Date 9 October 1991

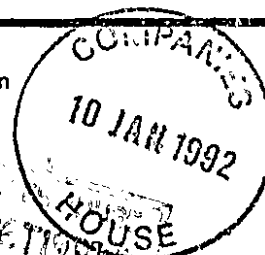
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P O BOX 851 GUS
TELEPHONE 0272 233600
TEL/FAX 440119 FAX 0272 230063
OX 7161 BRISTOL
TELECOM GOLD 74 JOR007

5/87

Presentor's name address and
reference (if any):Paul & Williamson
Solicitors
Investment House
6 Union Row
Aberdeen
Ref: L0272009/LFC/MJTFor official Use
General Section

Post room

COMPANIES HOUSE
28 OCT 1991

G**Return by a company purchasing its own shares****169****PRESENTED**

Pursuant to section 169 of the Companies Act 1985

18.11.1991,

No. 206674

PRESENTED

12.10.1991

CS1/ 2810

Please do not
write in
this margin

To the Registrar of Companies

For official use

Company number

Please do not write
in the space below.
For Inland Revenue
use only.Please complete
legibly, preferably
in black type, or
bold block lettering

[] [] [] []

1189464

Name of company

* NABORS EUROPE LIMITED

* Insert full name
of company**Note**This return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were delivered
to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	8% Red. Con. Non-Cum. Pref.		
Number of shares purchased	2,620,000		
Nominal value of each share	£1.00		
Date(s) on which the shares were delivered to the company	27 Sept. 1991		
Maximum prices paid for each share	£1.00		
Minimum prices paid for each share	£1.00		

‡ A private company
is not required to
give this informationThe aggregate amount paid by the company for the shares
to which this return relates was:

£2,620,000

Stamp duty payable pursuant to section 66 of the Finance Act
1986 on the aggregate amount at 50p per £100 or part of £100

£Nil (Exempt)

‡ Insert
Director,
Secretary,
Receiver,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation: Secretaries

Date 16th October, 1991

Presenter's name address and
reference (if any):Paul & Williamson,
Investment House,
6 Union Row,
Aberdeen. AB9 8DQ.

Ref : L0272009/LFC/MJT/LM

For official Use
General Section

Post room

COMPANIES HOUSE
10 JAN 1992

M

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