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ACCOUNT NO. : 072100000032

REFERENCE : 427324 4337383

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 70.00

FILED
AUG 17 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 16, 2001

ORDER TIME : 2:27 PM

ORDER NO. : 427324-005

CUSTOMER NO: 4337383

000004540660--0

CUSTOMER: Ms. Joan Mueller
Key Energy Services, Inc.
2 Tower Center
28th Floor
East Brunswick, NJ 08816

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 17 PM 3:12
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FOREIGN FILINGS

NAME: BROOKS WELL SERVICING, INC.

OK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

TRANSMITTAL LETTER

01 AUG 17 AM 9:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: BROOKS WELL SERVICING, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JOAN C. MUELLER
(Name of Person)

KEY ENERGY SERVICES, INC.
(Firm/Company)

400 SOUTH RIVER ROAD
(Address)

NEW HOPE, PA 18938
(City/State and Zip code)

For further information concerning this matter, please call:

JOAN C. MUELLER at (215) 862-7900
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BROOKS WELL SERVICING, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 75-2739749
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. DECEMBER 22, 1997 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6 DESTA DRIVE, SUITE 4400, MIDLAND, TX 79705
(Principal office address)
400 SOUTH RIVER ROAD, NEW HOPE, PA 18938
(Current mailing address)
OIL AND GAS WELL SERVICING
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

Laura R. Dunlap

(Registered agent's signature)

Laura R. Dunlap
as its agent

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

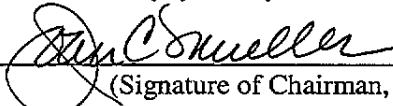
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joan C. Mueller, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

ADDENDUM

**DIRECTORS AND OFFICERS
OF
BROOKS WELL SERVICE, INC.**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Joe Eustace	President	2911 Texas Ave., College Station, TX 77845
Francis D. John	Vice President and Director	400 South River Road, New Hope, PA 18938
Thomas K. Grundman	Vice President	400 South River Road, New Hope, PA 18938
James J. Byerlotzer	Vice President	6 Desta Drive, 4400, Midland, TX 79705
Phillip M. Burch	Vice President and Treasurer	6 Desta Drive, Ste 4400, Midland, TX 79705
Mary Hughes	Asst. Treas. and Asst. Secy.	2911 Texas Ave., College Station, TX 77845
Jack D. Loftis, Jr.	Secretary	400 South River Road, New Hope, PA 18938
Joan C. Mueller	Assistant Secretary	400 South River Road, New Hope, PA 18938
Lonnie Hobbs	Assistant Secretary	6 Desta Drive, Ste 4400, Midland, TX 79705
Diane V. Garrity	Assistant Secretary	400 South River Road, New Hope, PA 18938

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROOKS WELL SERVICING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF AUGUST, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROOKS WELL SERVICING, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
AUG 17 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2836854 8300

AUTHENTICATION: 1298318

010403131

DATE: 08-16-01