
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Amendment No. 2

to

Form S-4

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

Parker Drilling Company*

(Exact Name of Registrant as Specified in its Charter)

Delaware

*(State or Other Jurisdiction of
Incorporation or Organization)*

1381

*(Primary Standard Industrial
Classification Code Number)*

73-0618660

*(I.R.S. Employer
Identification Number)*

James W. Whalen

Senior Vice President and Chief Financial Officer

Parker Drilling Company

1401 Enclave Parkway, Suite 600

Houston, Texas 77077

(281) 406-2000

*(Name, Address, Including Zip Code, and Telephone Number,
Including Area Code, of Agent For Service)*

1401 Enclave Parkway, Suite 600

Houston, Texas 77077

(281) 406-2000

*(Address, Including Zip Code, and Telephone Number,
Including Area Code)*

Copies to:

William S. Anderson, Esq.

Bracewell & Giuliani LLP

711 Louisiana Street, Suite 2300

Houston, Texas 77002-2770

(713) 221-1122

Facsimile: (713) 437-5370

Approximate date of commencement of proposed sale of the securities to the public: As soon as practicable after this registration statement becomes effective.

If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

* The companies listed on the next page in the Table of Additional Registrants are also included in this Registration Statement as additional Registrants.

The Registrants hereby amend this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrants shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until this Registration Statement shall become effective on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.

TABLE OF ADDITIONAL REGISTRANTS

Exact Name of Registrant as Specified in its Charter(1)	State or Other Jurisdiction of Incorporation or Organization	I.R.S. Employer Identification Number
Anachoreta, Inc.	Nevada	88-0103667
Canadian Rig Leasing, Inc.	Oklahoma	73-0972070
Choctaw International Rig Corp.	Nevada	73-1046415
Creek International Rig Corp.	Nevada	73-1046419
DGH, Inc.	Texas	75-1726918
Indocorp of Oklahoma, Inc.	Oklahoma	73-1336355
Pardril, Inc.	Oklahoma	73-0774469
Parker Aviation Inc.	Oklahoma	73-1126372
Parker Drilling (Kazakstan), Ltd.	Oklahoma	73-1319753
Parker Drilling Company Eastern Hemisphere, Ltd.	Oklahoma	73-0934907
Parker Drilling Company International Limited	Nevada	73-1046414
Parker Drilling Company International, Inc.	Delaware	73-1566544
Parker Drilling Company Limited	Nevada	73-1284516
Parker Drilling Company North America, Inc.	Nevada	73-1506381
Parker Drilling Company of Argentina, Inc.	Nevada	73-1547267
Parker Drilling Company of Bolivia, Inc.	Oklahoma	73-0995324
Parker Drilling Company of Mexico, LLC	Nevada	73-1670784
Parker Drilling Company of New Guinea, Inc.	Oklahoma	73-1331670
Parker Drilling Company of Niger	Oklahoma	73-1394204
Parker Drilling Company of Oklahoma, Incorporated	Oklahoma	73-0798949
Parker Drilling Company of Singapore, Ltd.	Oklahoma	73-1080045
Parker Drilling Company of South America, Inc.	Oklahoma	73-0760657
Parker Drilling Management Services, Inc.	Nevada	73-1567200
Parker Drilling Offshore Corporation	Nevada	76-0409092
Parker Drilling Offshore International, Inc.	Cayman Islands	76-0354348
Parker Drilling Offshore USA, L.L.C.	Oklahoma	72-1361469
Parker North America Operations, Inc.	Nevada	73-1571180
Parker Offshore Resources, L.P.	Oklahoma	65-1166976
Parker Technology, Inc.	Oklahoma	73-1326129
Parker Technology, L.L.C.	Louisiana	62-1681875
Parker Tools, LLC	Oklahoma	81-0588864
Parker USA Drilling Company	Nevada	73-1097039
Parker USA Resources, LLC	Oklahoma	81-0588873
Parker-VSE, Inc.	Nevada	75-1282282
PD Management Resources, L.P.	Oklahoma	65-1166974
Quail Tools, L.P.	Oklahoma	72-1361471
Quail USA, LLC	Oklahoma	82-0578885
Selective Drilling Corporation	Oklahoma	73-1284213
Universal Rig Service Corp.	Nevada	73-1097040

(1) The address, including zip code, and telephone number, including area code, of each of the additional Registrant's principal executive offices is c/o Parker Drilling Company, 1401 Enclave Parkway, Suite 600, Houston, Texas 77077, (281) 406-2000. The primary standard industrial classification code number of each of the additional Registrants is 1381. The name, address, including zip code, and telephone number, including area code, of the agent for service for each of the additional Registrants is James W. Whalen, Senior Vice President and Chief Financial Officer, Parker Drilling Company, 1401 Enclave Parkway, Suite 600, Houston, Texas 77077, (281) 406-2000.

PART II
INFORMATION NOT REQUIRED IN PROSPECTUS

Item 20. Indemnification of Directors and Officers

Section 145 of the General Corporation Law of the State of Delaware empowers a Delaware corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that such person is or was a director, officer, employee or agent of such corporation or is or was serving at the request of such corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. The indemnity may include expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, provided that such person acted in good faith and in a manner such person reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe such person's conduct was unlawful. A Delaware corporation may indemnify directors, officers, employees and other agents of such corporation in an action by or in the right of the corporation under the same conditions, except that no indemnification is permitted without judicial approval if the person to be indemnified has been adjudged to be liable to the corporation. Where a director, officer, employee or agent of the corporation is successful on the merits or otherwise in the defense of any action, suit or proceeding referred to above or in defense of any claim, issue or matter therein, the corporation must indemnify such person against the expenses (including attorneys' fees) which he or she actually and reasonably incurred in connection therewith.

The By-laws of Parker Drilling Company contains provisions that provide for indemnification of officers and directors to the fullest extent permitted by, and in the manner permissible under, the General Corporation Law of the State of Delaware.

As permitted by Section 102(b)(7) of the General Corporation Law of the State of Delaware, Parker Drilling Company's Certificate of Incorporation contains a provision eliminating the personal liability of a director to Parker Drilling Company or its stockholders for monetary damages for breach of fiduciary duty as a director, subject to certain exceptions.

Parker Drilling Company has entered into indemnification agreements with certain of its officers and directors that provide for indemnification of such officers and directors to the fullest extent permitted by, and in the manner permissible under, the General Corporation Law of the State of Delaware.

Parker Drilling Company maintains policies insuring its officers and directors against certain civil liabilities, including liabilities under the Securities Act.

Pursuant to the registration rights agreement, Parker Drilling Company has agreed to indemnify holders of registrable notes against certain liabilities. Also pursuant to the registration rights agreement, Parker Drilling Company and certain broker-dealers, including certain persons associated with such broker-dealers, have agreed to indemnify each other against certain liabilities.

Item 21. Exhibits and Financial Statement Schedules

(a) *Exhibits*

Exhibit Number	Description
4.1	— Indenture, dated as of October 10, 2003, among Parker Drilling Company, the guarantors named therein and JPMorgan Chase Bank, as Trustee — Incorporated by reference to Exhibit 4.1 to Parker Drilling Company's Registration Statement on Form S-4 (File No. 333-110374), filed on November 10, 2003.
4.2	— Form of 9 ⁵ / ₈ % Senior Note due 2013 (contained in the Indenture filed as Exhibit 4.1).

Exhibit Number	Description
4.3	— Registration Rights Agreement, dated as of April 21, 2005, among Parker Drilling Company, the guarantors named therein and Lehman Brothers Inc. — Incorporated by reference to Exhibit 4.2 to Parker Drilling Company’s Current Report on Form 8-K (File No. 001-07573), filed on April 22, 2005.
5.1	— Validity Opinion of Bracewell & Giuliani LLP.
5.2*	— Opinion of General Counsel of Parker Drilling Company.
5.3*	— Opinion of Jones, Walker, Waechter, Poitevent, Carrère & Denégre, L.L.P.
5.4*	— Opinion of Kummer Kaempfer Bonner & Renshaw.
5.5*	— Opinion of Maples and Calder.
12.1*	— Computation of Ratio of Earnings to Fixed Charges.
15.1*	— Letter re Unaudited Interim Financial Information.
23.1*	— Consent of PricewaterhouseCoopers LLP.
23.2	— Consent of Bracewell & Giuliani LLP (included in their opinion filed as Exhibit 5.1).
23.3*	— Consent of General Counsel of Parker Drilling Company (included in his opinion filed as Exhibit 5.2).
23.4*	— Consent of Jones, Walker, Waechter, Poitevent, Carrère & Denégre, L.L.P. (included in their opinion filed as Exhibit 5.3).
23.5*	— Consent of Kummer Kaempfer Bonner & Renshaw (included in their opinion filed as Exhibit 5.4).
23.6*	— Consent of Maples and Calder (included in their opinion filed as Exhibit 5.5).
24*	— Powers of attorney (set forth on the signature pages hereto).
25.1	— Form T-1 Statement of Eligibility Under the Trust Indenture Act of 1939 of JPMorgan Chase Bank — Incorporated by reference to Exhibit 25.1 to Parker Drilling Company’s Registration Statement on Form S-4 (File No. 333-110374), filed on November 10, 2003.
99.1*	Form of Letter of Transmittal.
99.2*	Form of Notice of Guaranteed Delivery.
99.3*	Form of Letter to Brokers, Dealers, Commercial Banks, Trust Companies and other Nominees.
99.4*	Form of Broker’s Letter to Clients.
99.5*	Form of Exchange Agreement between Parker Drilling Company and JPMorgan Chase Bank, National Association.

* Previously filed.

(b) Financial Statement Schedules are omitted because they are either not required, are not applicable or because equivalent information has been incorporated herein by reference or included in the financial statements, the notes thereto or elsewhere herein.

(c) There are no reports, opinions or appraisals included herein.

Item 22. *Undertakings*

1. (a) The undersigned registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(i) To include any prospectus required by section 10(a)(3) of the Securities Act of 1933;

(ii) To reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered



(if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than a 20% change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective registration statement;

(iii) To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

(2) That, for the purpose of determining any liability under the Securities Act of 1933, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

2. The undersigned registrant hereby undertakes that, for purposes of determining any liability under the Securities Act of 1933, each filing of the registrant's annual report pursuant to section 13(a) or section 15(d) of the Securities Exchange Act of 1934 (and, where applicable, each filing of an employee benefit plan's annual report pursuant to section 15(d) of the Securities Exchange Act of 1934) that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

3. Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the registrant pursuant to the foregoing provisions or otherwise, the registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

4. The undersigned registrant hereby undertakes to respond to requests for information that is incorporated by reference into the prospectus pursuant to Items 4, 10(b), 11 or 13 of this Form, within one business day of receipt of such request, and to send the incorporated documents by first class mail or other equally prompt means. This includes information contained in documents filed subsequent to the effective date of the registration statement through the date of responding to the request.

5. The undersigned registrant hereby undertakes to supply by means of a post-effective amendment all information concerning a transaction, and the company being acquired involved therein, that was not the subject of and included in the registration statement when it became effective.

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY

By: /s/ James W. Whalen

Name: James W. Whalen
Title: Senior Vice President and
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Amendment No. 2 to the registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Robert L. Parker	Chairman of the Board
* _____ Robert L. Parker Jr.	Director, President and Chief Executive Officer <i>(Principal Executive Officer)</i>
* _____ James W. Whalen	Senior Vice President and Chief Financial Officer <i>(Principal Financial Officer)</i>
* _____ W. Kirk Brassfield	Vice President, Finance and Accounting <i>(Principal Accounting Officer)</i>
* _____ R. Rudolph Reinfrank	Director
* _____ John W. Gibson, Jr.	Director
* _____ Robert E. McKee III	Director
* _____ Robert M. Gates	Director
* _____ Roger B. Plank	Director

*By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

ANACHORETA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Bruce J. Korver	Director
* _____ David W. McCann	President and Director <i>(Principal Executive Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

CANADIAN RIG LEASING, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ John G. Williams	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. McCann	Director

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

CHOCTAW INTERNATIONAL RIG CORP.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. McCann	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

CREEK INTERNATIONAL RIG CORP.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Bruce J. Korver	Director

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

DGH, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ David W. McCann	President <i>(Principal Executive Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

INDOCORP OF OKLAHOMA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

Signature	Title
* _____ David W. McCann	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARDRIL, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. McCann	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER AVIATION INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Donald F. Roseborough	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. McCann	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING (KAZAKSTAN), LTD.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Robert A. Wagner	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Gregory L. Helmen	President <i>(Principal Executive Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY EASTERN
HEMISPHERE, LTD.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ David W. McCann	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Robert A. Wagner	Director
* _____ Gregory L. Helmen	President <i>(Principal Executive Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY
INTERNATIONAL LIMITED

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Frank J. Husband	Director
* _____ Gregory L. Helmen	President <i>(Principal Executive Officer)</i>

By: /s/ James W. Whalen
James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY
INTERNATIONAL, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	Director
* _____ Gregory L. Helmen	President <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Robert A. Wagner	Director

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY LIMITED

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. McCann	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY NORTH
AMERICA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ R. Allen Henley	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF
ARGENTINA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF
BOLIVIA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF MEXICO,
LLC

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* <u>R. Allen Henley</u>	President, Chief Executive Officer and Manager of Parker Drilling Offshore USA, L.L.C., its sole member <i>(Principal Executive Officer)</i>
* <u>Bruce J. Korver</u>	Director of Parker Drilling Offshore Corporation, sole member of Parker Drilling Offshore USA, L.L.C.
* <u>R. Allen Henley</u>	Director of Parker Drilling Offshore Corporation, sole member of Parker Drilling Offshore USA, L.L.C.
* <u>David W. Tucker</u>	Vice President, Treasurer and Director of Parker Drilling Offshore Corporation, sole member of Parker Drilling Offshore USA, L.L.C. <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen
James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF NEW
GUINEA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. McCann	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF NIGER

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Bruce J. Korver	Director

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF
OKLAHOMA, INCORPORATED

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF
SINGAPORE, LTD.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. McCann	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING COMPANY OF SOUTH AMERICA, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Steve L. Carmichael	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING MANAGEMENT
SERVICES, INC.

By: /s/ Bruce J. Korver

Name: Bruce J. Korver
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ George H. Gentry, III	Director
* _____ David W. Tucker	President and Director <i>(Principal Executive Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING OFFSHORE CORPORATION

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ R. Allen Henley	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
*By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING OFFSHORE
INTERNATIONAL, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ David W. McCann	Director
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Frank J. Husband	President <i>(Principal Executive Officer)</i>
*By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER DRILLING OFFSHORE USA, L.L.C.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Treasurer and Secretary

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* R. Allen Henley	President, Chief Executive Officer and Manager <i>(Principal Executive Officer)</i>
* Bruce J. Korver	Director of Parker Drilling Offshore Corporation, its sole member
* R. Allen Henley	Director of Parker Drilling Offshore Corporation, its sole member
* David W. Tucker	Treasurer and Secretary and Director of Parker Drilling Offshore Corporation, its sole member <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen
James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER NORTH AMERICA
OPERATIONS, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	Director
* _____ Bruce J. Korver	Director
* _____ Robert A. Wagner	President <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen
James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER OFFSHORE RESOURCES, L.P.

By: Parker Drilling Management Services, Inc., its general partner

By: /s/ David W. Tucker

Name: David W. Tucker

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director of Parker Drilling Management Services, Inc.
* _____ George H. Gentry, III	Director of Parker Drilling Management Services, Inc.
* _____ David W. Tucker	Director of Parker Drilling Management Services, Inc.
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER TECHNOLOGY, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>
* _____ Denis Graham	President and Director <i>(Principal Executive Officer)</i>
* _____ Bruce J. Korver	Director

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER TECHNOLOGY, L.L.C.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

Signature	Title
* _____ Denis Graham	President and Manager <i>(Principal Executive Officer)</i>
* _____ Bruce J. Korver	Director of Parker Drilling Offshore Corporation, its sole member
* _____ R. Allen Henley	Director of Parker Drilling Offshore Corporation, its sole member
* _____ David W. Tucker	Vice President and Treasurer and Director of Parker Drilling Offshore Corporation, its sole member <i>(Principal Financial Officer)</i>
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER TOOLS, LLC

By: /s/ Jean Ann White

Name: Jean Ann White
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Tom Junk	President <i>(Principal Executive Officer)</i>
* _____ Jean Ann White	Vice President and Treasurer <i>(Principal Financial Officer)</i>
* _____ Bruce J. Korver	Director of Parker Drilling Offshore Corporation, its sole member
* _____ R. Allen Henley	Director of Parker Drilling Offshore Corporation, its sole member
* _____ David W. Tucker	Director of Parker Drilling Offshore Corporation, its sole member
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER USA DRILLING COMPANY

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Frank J. Husband	Director
* _____ Bruce J. Korver	Director
* _____ R. Allen Henley	President <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER USA RESOURCES, LLC

By: /s/ Jean Ann White

Name: Jean Ann White
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

Signature	Title
* _____ Tom Junk	President <i>(Principal Executive Officer)</i>
* _____ Jean Ann White	Vice President and Treasurer <i>(Principal Financial Officer)</i>
* _____ Bruce J. Korver	Director of Parker Drilling Management Services, Inc., its sole member
* _____ George H. Gentry, III	Director of Parker Drilling Management Services, Inc., its sole member
* _____ David W. Tucker	Director of Parker Drilling Management Services, Inc., its sole member
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PARKER-VSE, INC.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Robert A. Wagner	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

PD MANAGEMENT RESOURCES, L.P.

By: Parker Drilling Management Services, Inc.,
its general partner

By: /s/ David W. Tucker

Name: David W. Tucker

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director of Parker Drilling Management Services, Inc., its general partner
* _____ George H. Gentry, III	Director of Parker Drilling Management Services, Inc., its general partner
* _____ David W. Tucker	Director of Parker Drilling Management Services, Inc., its general partner
By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

QUAIL TOOLS, L.P.

By: Quail USA, LLC, its general partner

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director of Parker Drilling Offshore Corporation, the sole member of Quail USA, LLC, its general partner
* _____ R. Allen Henley	Director of Parker Drilling Offshore Corporation, the sole member of Quail USA, LLC, its general partner
* _____ David W. Tucker	Director of Parker Drilling Offshore Corporation, the sole member of Quail USA, LLC, its general partner
*By: /s/ James W. Whalen _____ James W. Whalen <i>Attorney-in-Fact</i>	

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

QUAIL USA, LLC

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ W. Kirk Brassfield	President <i>(Principal Executive Officer)</i>
* _____ Bruce J. Korver	Director of Parker Drilling Offshore Corporation, its sole member
* _____ R. Allen Henley	Director of Parker Drilling Offshore Corporation, its sole member
* _____ David W. Tucker	Vice President, Treasurer and Director of Parker Drilling Offshore Corporation, its sole member <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

SELECTIVE DRILLING CORPORATION

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant has duly caused this Amendment No. 2 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on October 11, 2005.

UNIVERSAL RIG SERVICE CORP.

By: /s/ David W. Tucker

Name: David W. Tucker
Title: Vice President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities indicated on October 11, 2005.

<u>Signature</u>	<u>Title</u>
* _____ Bruce J. Korver	Director
* _____ Frank J. Husband	President and Director <i>(Principal Executive Officer)</i>
* _____ David W. Tucker	Vice President, Treasurer and Director <i>(Principal Financial Officer)</i>

By: /s/ James W. Whalen

James W. Whalen
Attorney-in-Fact

EXHIBIT INDEX

Exhibit Number	Description
4.1	— Indenture, dated as of October 10, 2003, among Parker Drilling Company, the guarantors named therein and JPMorgan Chase Bank, as Trustee — Incorporated by reference to Exhibit 4.1 to Parker Drilling Company's Registration Statement on Form S-4 (File No. 333-110374), filed on November 10, 2003.
4.2	— Form of 9 ⁵ / ₈ % Senior Note due 2013 (contained in the Indenture filed as Exhibit 4.1).
4.3	— Registration Rights Agreement, dated as of April 21, 2005, among Parker Drilling Company, the guarantors named therein and Lehman Brothers Inc. — Incorporated by reference to Exhibit 4.2 to Parker Drilling Company's Current Report on Form 8-K (File No. 001-07573), filed on April 22, 2005.
5.1	— Validity Opinion of Bracewell & Giuliani LLP.
5.2*	— Opinion of General Counsel of Parker Drilling Company.
5.3*	— Opinion of Jones, Walker, Waechter, Poitevent, Carrère & Denégre, L.L.P.
5.4*	— Opinion of Kummer Kaempfer Bonner & Renshaw.
5.5*	— Opinion of Maples and Calder.
12.1*	— Computation of Ratio of Earnings to Fixed Charges.
15.1*	— Letter re Unaudited Interim Financial Information.
23.1*	— Consent of PricewaterhouseCoopers LLP.
23.2	— Consent of Bracewell & Giuliani LLP (included in their opinion filed as Exhibit 5.1).
23.3*	— Consent of General Counsel of Parker Drilling Company (included in his opinion filed as Exhibit 5.2).
23.4*	— Consent of Jones, Walker, Waechter, Poitevent, Carrère & Denégre, L.L.P. (included in their opinion filed as Exhibit 5.3).
23.5*	— Consent of Kummer Kaempfer Bonner & Renshaw (included in their opinion filed as Exhibit 5.4).
23.6*	— Consent of Maples and Calder (included in their opinion filed as Exhibit 5.5).
24*	— Powers of attorney (set forth on the signature pages hereto).
25.1	— Form T-1 Statement of Eligibility Under the Trust Indenture Act of 1939 of JPMorgan Chase Bank — Incorporated by reference to Exhibit 25.1 to Parker Drilling Company's Registration Statement on Form S-4 (File No. 333-110374), filed on November 10, 2003.
99.1*	— Form of Letter of Transmittal.
99.2*	— Form of Notice of Guaranteed Delivery.
99.3*	— Form of Letter to Brokers, Dealers, Commercial Banks, Trust Companies and other Nominees.
99.4*	— Form of Broker's Letter to Clients.
99.5*	— Form of Exchange Agreement between Parker Drilling Company and JPMorgan Chase Bank, National Association.

* Previously filed.

October 11, 2005

Parker Drilling Company
1401 Enclave Parkway, Suite 600
Houston, Texas 77077

Ladies and Gentlemen:

We have acted as special counsel to Parker Drilling Company, a Delaware corporation (the "Company"), in connection with the Registration Statement on Form S-4 (No. 333-126669) (the "Registration Statement") initially filed by the Company on July 18, 2005 with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended (the "Securities Act"), relating to an offer to exchange (the "Exchange Offer") an aggregate principal amount of up to \$50,000,000 of 9⁵/₈% Senior Notes due 2013 of the Company (the "Exchange Notes"), which will have been registered under the Securities Act, for an equal principal amount of the Company's outstanding 9⁵/₈% Senior Notes due 2013 (the "Original Notes").

The Original Notes were, and the Exchange Notes will be, issued under an Indenture, dated as of October 10, 2003 (the "Indenture"), between the Company, the subsidiary guarantors named therein (the "Guarantors") and JPMorgan Chase Bank, as Trustee (the "Trustee"). The Exchange Notes will be unconditionally and irrevocably guaranteed (the "Guarantees") as to payment of principal, premium, if any, and interest by each of the Guarantors pursuant to the Indenture.

In connection with the opinion set forth below, we have examined (i) the Registration Statement; (ii) the Indenture; and (iii) a specimen of the Exchange Notes. We also have made such investigations of law and examined originals or copies of such other documents and records as we have deemed necessary and relevant as a basis for the opinion hereinafter expressed. With your approval, we have relied as to certain matters on information obtained from public officials, officers of the Company and other sources believed by us to be responsible. In the course of the foregoing investigations and examinations, we assumed (i) the genuineness of all signatures on, and the authenticity of, all documents and records submitted to us as originals and the conformity to original documents and records of all documents and records submitted to us as copies; and (ii) the truthfulness of all statements of fact set forth in the documents and records

examined by us. We have also assumed, with your approval, that (i) the Indenture has been duly authorized, executed and delivered by the Trustee; (ii) the Exchange Notes will conform to the specimen thereof examined by us; and (iii) the Trustee's certificates of authentication of the Exchange Notes will be manually signed by one of the Trustee's authorized officers.

Based on the foregoing and subject to the qualifications, limitations and assumptions set forth herein, and having due regard for such legal considerations as we deem relevant, we advise you that, in our opinion, when (i) the Registration Statement becomes effective under the Securities Act; (ii) the Indenture has been duly qualified under the Trust Indenture Act of 1939, as amended; (iii) the Original Notes have been validly tendered and not withdrawn and have been received and accepted by the Company in accordance with the terms of the Exchange Offer as set forth in the Registration Statement; and (iv) the Exchange Notes have been duly executed, authenticated, issued and delivered upon consummation of the Exchange Offer in accordance with the terms of the Indenture and the Exchange Offer as set forth in the Registration Statement, the Exchange Notes issued in exchange for Original Notes in accordance with the terms of the Exchange Offer as set forth in the Registration Statement will constitute valid and binding obligations of the Company and the Guarantees thereof will constitute valid and binding obligations of the Guarantors.

The foregoing opinion is based on and is limited to the laws of the State of Texas, the General Corporation Law of the State of Delaware, the relevant contract law of the State of New York and the relevant federal law of the United States of America. We express no opinion with respect to the state securities or blue sky laws of any jurisdiction or with respect to the law of any other jurisdiction. We are not admitted to the practice of law in the State of Delaware. We also express no opinion with respect to the anti-fraud provisions of the federal securities laws or with respect to federal or state laws relating to fraudulent transfers. With respect to all matters of Louisiana law, we have, with your approval, relied upon the opinion, dated September 16, 2005, of Jones, Walker, Waechter, Poitevent, Carrere & Denegre, L.L.P., and our opinion is subject to the same assumptions, qualifications and limitations with respect to such matters as are contained in such opinion of Jones, Walker, Waechter, Poitevent, Carrere & Denegre, L.L.P. With respect to all matters of Nevada law, we have, with your approval, relied upon the opinion, dated September 16, 2005, of Kummer Kaempfer Bonner & Renshaw, and our opinion is subject to the same assumptions, qualifications and limitations with respect to such matters as are contained in such opinion of Kummer Kaempfer Bonner & Renshaw. With respect to all matters of Cayman Island law, we have, with your approval, relied upon the opinion, dated September 16, 2005, of Maples and Calder, and our opinion is subject to the same assumptions, qualifications and limitations with respect to such matters as are contained in such opinion of Maples and Calder. With respect to all

matters of Oklahoma law, we have, with your approval, relied upon the opinion, dated September 16, 2005, of Ronald C. Potter, Vice President, General Counsel and Corporate Secretary of the Company, and our opinion is subject to the same assumptions, qualifications and limitations with respect to such matters as are contained in such opinion of Ronald C. Potter.

The enforceability of the obligations of the Company under the Exchange Notes and the Indenture and of the Guarantors under the Guarantees and the Indenture are subject to the effect of any applicable bankruptcy (including, without limitation, fraudulent conveyance and preference), insolvency, reorganization, rehabilitation, moratorium or similar laws and decisions relating to or affecting the enforcement of creditors' rights generally, to a provision included in the Company's Certificate of Incorporation as contemplated by Section 102(b)(2) of the General Corporation Law of the State of Delaware, and to general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law), including, without limitation, concepts of materiality, reasonableness, good faith and fair dealing, and the possible unavailability of specific performance or injunctive relief. Such principles are of general application, and in applying such principles a court, among other things, might decline to order the Company and the Guarantors to perform covenants. We express no opinion as to the validity, binding effect or enforceability of any provisions of the Indenture, the Exchange Notes or the Guarantees that requires or relates to the payment of liquidated damages at a rate or in an amount that a court would determine in the circumstances under applicable law to be commercially unreasonable or a penalty or a forfeiture. Further, we express no opinion with respect to the enforceability of provisions in the Exchange Notes or the Indenture with respect to waiver, delay, extension or omission of notice of enforcement of rights or remedies or waivers of defenses or waivers of benefits of stay, extension, moratorium, redemption, statutes of limitations or other nonwaivable benefits provided by operation of law. In addition, the enforceability of any exculpation, indemnification or contribution provisions contained in the Indenture may be limited by applicable law or public policy.

In connection with the foregoing opinion, we have also assumed, with your approval, that at the time of the issuance and delivery of the Exchange Notes there will not have occurred any change in law affecting the validity, binding character or enforceability of the Exchange Notes or the Guarantees and that the issuance and delivery of the Exchange Notes and the Guarantees, all of the terms of the Exchange Notes and the Guarantees and the performance by the Company and the Guarantors of their respective obligations thereunder will comply with applicable law and with each requirement or restriction imposed by any court or governmental body having jurisdiction over the Company or any Guarantor and will not result in a default under or a breach of any agreement or instrument then binding upon the Company or any Guarantor.

Parker Drilling Company
October 11, 2005
Page 4

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to us under the heading "Validity of the Exchange Notes" in the prospectus forming a part of the Registration Statement. In giving such consent, we do not hereby admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act.

Very truly yours,
Bracewell & Giuliani LLP

Parker Drilling Company
1401 Enclave Parkway, Suite 600
Houston, Texas 77077

October 11, 2005

Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-7010

Attention: Jason Wynn

Re: Parker Drilling Company's Registration Statement on
Form S-4 (SEC File No. 333-126669) (the "Registration Statement")

Ladies and Gentlemen:

The undersigned, Parker Drilling Company (the "Company"), pursuant to Rule 461 promulgated under the Securities Act of 1933, as amended, hereby respectfully requests that the effective date of the above-referenced Registration Statement on Form S-4 be accelerated to 11:00 a.m. Eastern Standard Time on Friday, October 14, 2005, or as soon thereafter as practicable.

The Company acknowledges that (i) should the Securities and Exchange Commission (the "Commission") or the staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing; (ii) the action of the Commission or the staff, acting pursuant to delegated authority, in declaring the filing effective, does not relieve the Company from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and (iii) the Company may not staff comments and the declaration of effectiveness as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Very truly yours,

Parker Drilling Company

By: /s/ W. Kirk Brassfield
W. Kirk Brassfield
Vice President, Finance and Accounting