

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: § **CASE NO. 15-35615**
§
RAAM Global Energy Company, § **(Chapter 11)**
et al. §
§ **JOINTLY ADMINISTERED**
DEBTORS. §

**DECLARATION OF HARRY A. PERRIN
ON BEHALF OF VINSON & ELKINS LLP AND
BANKRUPTCY RULE 2014 AND 2016 DISCLOSURE**

I, Harry A. Perrin, declare as follows:

Responsible Attorney

1. I am duly authorized to make and submit this declaration (the “Declaration”) in support of the *Application to Employ Vinson & Elkins LLP as Counsel for the Debtors Nunc Pro Tunc to the Petition Date* (the “Application”) filed contemporaneously herewith.¹

2. The statements set forth in this Declaration are based upon my personal knowledge, upon information and belief, and upon records relating to the Debtors’ matters kept in the ordinary course of business that were reviewed by me or other attorneys employed by Vinson & Elkins LLP (“V&E”). The information herein is preliminary only, and to the extent that any information disclosed herein requires amendment or modification upon V&E’s completion of further analysis, changed circumstances, or as additional information becomes available to V&E, a supplemental declaration or affidavit will be submitted to the Court reflecting the same. It is my intention to periodically re-review conflicts as the above-captioned chapter 11 cases (the “Cases”) progress.

3. I am an attorney who has been licensed to practice law in the State of Texas since May 26, 1980. I am a partner of V&E, which has been engaged by RAAM Global Energy Company and its subsidiaries (the “Debtors”)² to represent them as their chapter 11 counsel in the Cases. V&E has offices throughout the world, including those maintained in Abu Dhabi, Austin, Beijing, Dallas, Dubai, Hong Kong, Houston, London, Moscow, New York, Palo Alto, Riyadh, San Francisco, Tokyo, and Washington, D.C. I maintain my office in the Firm’s Houston, Texas office at First City Tower, 1001 Fannin Street, Suite 2500, Houston, Texas 77002-6760.

¹ Capitalized terms not defined herein have the meaning set forth in the Application.

² The Debtors are RAAM Global Energy Company [2973], Century Exploration New Orleans, LLC [4948], Century Exploration Houston, LLC [9624], Century Exploration Resources, LLC [7252].

General Statement

4. Insofar as I have been able to ascertain to the present time after additional due diligence, and except as set forth in this Declaration, V&E:

- a. does not hold or represent any interests adverse to the Debtors' estates, is a "disinterested person" as defined in Bankruptcy Code § 101(14), and is eligible to serve as counsel for the Debtors under Bankruptcy Code § 327(a);
- b. is not a creditor, equity security holder, or insider of the Debtors and does not represent any entity (or their attorneys and accountants) other than the Debtors in connection with the Cases;
- c. is not, and was not within the past two years, a director, officer, or employee of the Debtors;
- d. has no interests materially adverse to the interests of the Debtors' estates or of any class of creditors of the Debtors, by reason of any direct or indirect relationship to, connection with, or interests in, the Debtors or for any other reason; and
- e. has no connection, other than as disclosed herein, with the Debtors, their creditors, or any other party in interest (or with their respective attorneys or accountants), or with the United States Trustee or any person employed in the Office of the United States Trustee.

Search Methods for Potential Conflicts

5. V&E utilizes standard procedures (the "Firm Procedures") to investigate its relationships to parties that may have connections to a debtor. In utilizing the Firm Procedures, the following actions were taken to identify parties that may have connections to the Debtors and to ascertain V&E's connections to such parties:

- a. First, a V&E attorney and other personnel used V&E's conflicts database (the "Database"), which is designed to reveal the potential for conflicts of interest and other connections to existing and former clients and to non-client third parties. The Database contains, *inter alia*, the names of any entity for which V&E has provided services or has otherwise billed for services for approximately the past thirty years. The Database search results were printed and reviewed for conflicts by such V&E attorney and other personnel. To the extent any potential conflicts were identified, I contacted attorneys at V&E who may have appeared on the report as having previous or current connections to entities that may be either related to the Debtors or connected to the Cases in any way. From these attorneys, I obtained information and guidance with regard to the particular connections reflected.
- b. V&E searched the parties listed on **Schedule 1**, attached hereto. Such parties include, among others:

- The Debtors and their known affiliates;
- Certain creditors of the Debtors, including holders of claims for borrowed money, trade credit, or similar indebtedness (actual, contingent, liquidated, or unliquidated), including claims on account of guarantees; and
- Certain attorneys and accountants for creditors.

V&E's Connections with Parties in Interest in Matters Unrelated to the Cases

6. V&E previously has represented, currently represents, and may in the future represent entities that are claimants in matters unrelated to the Cases. V&E employs approximately 650 attorneys and has a large and diversified legal practice that encompasses the representation of many financial institutions and commercial organizations. Some of these institutions and organizations are or may consider themselves to be creditors or parties in interest in the Cases. The following lists are the product of implementing the Firm Procedures described above and are based on the relationship of the indicated entities or their affiliates with the Debtors and V&E:

a. Creditors.

(i) V&E has previously represented, and may in the future represent, creditors of the Debtors in matters unrelated to the Cases, as follows:

- Aggreko, LLC (2008)
- Affiliates of AT&T (1995)
- Baker Hughes and its affiliates (2014)
- Bank of New York Mellon Corporation (2012)
- CDM Resource Management LLC (2010)
- Affiliates of Chevron U.S.A. (2011)
- Comcast Corporation (2011)
- Core Laboratories, LP (2003)
- Cox Communications, Inc. (2012)
- Eric Anderson (2008)
- Gulf Oil Corporation and its affiliates (1999)
- James Duke (2006)
- James Glass (2014)
- Japan Petroleum Exploration Co., Ltd. and its affiliates (2014)
- John and Sherrie Moran (1987)

- Lloyds Underwriters (1996)
- Louisiana Office of Conservation (1981)
- Nationwide Insurance Company (2012)
- Neustar Inc. (2012)
- Manuel Rodriguez (1981)
- Michael R. Baxter (1999)
- Affiliates of Office Depot (2012)
- Orkin, Inc. (2006)
- Pitney Bowes (2006)
- Affiliates of SEACOR Liftboats, LLC (1995)
- Schlumberger and its affiliates (2012)
- Stabill Drill Specialties, Inc. (1983)
- Stonehill Capital Management, LLC (2009)
- Affiliates of Teledraft Company (2009)
- Tesco Corporation (1998)
- Time Warner Cable Inc. (2012)
- Total Minatome Corporation (1998)
- U.S. Fire Insurance Company (2005)
- Waste Management of Texas, Inc. and its affiliates (2006)
- Weatherford Laboratories, Inc. (2012)
- The Woodlands Land Development Co, L.P. (2003)
- The Woodlands Joint Power Agency (1999)
- Xerox Corporation (1999)

(ii) V&E currently represents, and may in the future represent, creditors of the Debtors in matters unrelated to the Cases, as follows:

- AIG Property Casualty, Inc.
- Cactus Wellhead, LLC

(iii) V&E has previously represented, currently represents, and may in the future represent, creditors of the Debtors in matters unrelated to the Cases, as follows:

- Accelerated Production Systems, Inc.
- Ace American Insurance Co.
- Ace USA, Inc.

- Alpine Associates, L.P.
- American Express and its affiliates
- Axiom Energy Services, LP
- Blue Cross & Blue Shield and its affiliates
- BP Energy Company and its affiliates
- Cargill, Incorporated
- Devon Energy Production Co. LP
- Entergy Gulf States, Inc. and its affiliates
- Exterran Partners, LP
- Frank's International, LLC
- Halliburton Energy Services, Inc. and its affiliates
- Highbridge Principal Strategies, LLC and its affiliates
- Affiliates of M-I, LLC
- MSD Capital, L.P.
- Affiliates of MSDC Management, L.P.
- Affiliates of Multi-Chem Group, LLC
- Affiliates of National Oilwell Varco, LP
- Premium Oilfield Services, LLC
- Affiliates of RLI Insurance Company
- Affiliates of Talos Energy Offshore LLC
- Tetra Technologies, Inc.
- Texas Eastern Transmission, LP and its affiliates
- Weatherford International, Ltd. and its affiliates
- Affiliates of Windstream Kentucky East, Inc.

b. Attorneys and Accountants. V&E has previously represented, currently represents, and may in the future represent attorneys and accountants for the Debtors or for creditors of the Debtors, in matters unrelated to the Cases, as follows:

- Ernst & Young LLP

7. V&E has not, does not, and will not represent any of the aforementioned entities, or any of their respective subsidiaries or affiliates, in matters related to the Debtors or the Cases.

8. V&E has not represented the Debtors in connection with the Cases prior to 2015.³
9. In addition to the foregoing, I have learned that:
 - a. an attorney who is employed as counsel by V&E in its Austin, Texas office is married to an employee of the Office of the United States Trustee for Region 7 in Austin, Texas;⁴
 - b. various attorneys employed by V&E have clerked and/or interned for judges in the Southern District of Texas;
 - c. two former attorneys employed by V&E as partners are married to judges for the Southern District of Texas;⁵
 - d. an attorney who is employed as a partner by V&E in its Houston, Texas office is on the board of directors for Houston Urban Debate League, a non-profit corporation, as is Judge Isgur;⁶
 - e. an attorney who formerly worked as a partner for Kirkland & Ellis LLP will be joining V&E as a partner, and in such time as this individual was a partner at Kirkland & Ellis LLP, he represented a creditor in the Cases;⁷ and
 - f. various attorneys employed by V&E are active and hold leadership positions in state and local bar activities, continuing legal education activities, and law school affiliations and organizations, any and all of which may also involve judges and other personnel of the United States Bankruptcy Court for the Southern District of Texas, the District Court for the Southern District of Texas, the United States Trustee for Region 7, or any attorney for or employee of the Office of the United States Trustee for Region 7.

10. V&E has previously represented and currently represents Parkman Whaling LLC (“Parkman Whaling”), the Debtors’ proposed financial advisors, in matters unrelated to the Cases. Additionally, V&E has worked on engagements where Parkman Whaling and Blackhill Partners, LLC (“Blackhill”), the Debtors’ proposed Chief Restructuring Officer, were hired to

³ V&E has served as the Debtors’ corporate, securities, tax, and litigation counsel since June 2010.

⁴ This attorney will not be working on the Cases in any capacity.

⁵ One former attorney is married to Judge Atlas, and the other former attorney is married to Judge Brown.

⁶ This attorney will not be working on the Cases in any capacity.

⁷ This attorney will not be working on the Cases in any capacity, and waivers have been received from all respective clients. In addition, to prevent inadvertent disclosure of this creditor’s and the Debtors’ confidential information, V&E will take appropriate internal measures, including setting up ethical walls, to prevent this individual from having access to any information (including electronic records and files) regarding V&E’s representation of the Debtors related to the Cases. V&E also will prohibit V&E attorneys from communicating with this individual regarding the Cases and any related matters. These steps are designed to prevent access by V&E attorneys involved in the representation of the Debtors to such creditor’s confidential information.

represent V&E's clients. Furthermore, V&E has previously worked on client engagements adverse to matters upon which Parkman Whaling and Blackhill were engaged.

11. The foregoing facts are disclosed in an abundance of caution as prescribed by Bankruptcy Rule 2014(a).

V&E's Rates, Retainer, Invoices to Date, and Billing Practices

12. V&E has agreed to charge (subject to the Court's approval), the same standard and customary hourly rates that V&E charges its other clients for similar work. The standard hourly rates of the V&E attorneys expected to perform a significant amount of legal services in the Cases are \$340 for the most junior associate to \$1,300 for the most senior partner. The standard hourly rate of the V&E paraprofessionals expected to perform most of the services in the Cases is \$250. Absent special circumstances not present here, the professionals included in this engagement do not vary their rates based on the geographic location of the Cases. In addition, the Debtors have agreed to reimburse V&E for its out-of-pocket expenses for rendering such services. These billing rates and financial terms are the same for V&E's representation of the Debtors pre-petition and post-petition.

13. Within the year prior to the Petition Date, the Debtors have paid V&E \$4,605,657.95 (including the Retainer). The following table sets forth each payment received by V&E from October 26, 2014 through the Petition Date:

Invoice Date(s)	Invoice No(s).	Payment Date	Amount
10/17/2014	25479961	11/4/2014	\$17,393.80
9/23/2014	25476419		
10/17/2014	25479600	11/4/2014	\$287,642.15
9/26/2014	25478041		
10/17/2014	25479601	11/12/2014	\$59,810.41
11/25/2014	25483490	12/10/2014	\$1,982.50
12/4/2014	25481455	1/5/2015	\$45,618.75
12/4/2014	25482993	1/5/2015	\$46,031.90
12/19/2014	25484230	1/20/2015	\$8,508.74
12/19/2014	25484227	1/20/2015	\$32,857.24
12/22/2014	25486040		
1/23/2015	25487247		
1/28/2015	25488678	3/4/2015	\$109,597.65 ⁸
2/19/2015	25489692		
1/23/2015	25487244	3/5/2015	\$2,897.50
2/20/2015	25489837	3/17/2015	\$16,014.21

⁸ This payment included a duplicate payment of \$2,174.70 for Invoice No. 25488678. This amount was refunded to the Debtors on May 5, 2015.

Invoice Date(s)	Invoice No(s).	Payment Date	Amount
2/20/2015	25489838	4/6/2015	\$39,764.72
3/24/2015	25492787	5/4/2015	\$923.22
3/24/2015	25492796	5/4/2015	\$61,250.91
4/17/2015	25495075	5/11/2015	\$437,708.11
6/22/2015	25499892	7/6/2015	\$470,822.79
7/27/2015	25503472	7/28/2015	\$475,625.35
7/27/2015	2553611	7/28/2015	\$750,000.00 ⁹
7/21/2015	25502851	7/29/2015	\$428,170.05
7/31/2015	25503924	8/4/2015	\$214,600.00
8/7/2015	25504357	8/14/2015	\$211,427.64
8/14/2015	25504831	8/18/2015	\$120,139.92
8/24/2015	25505704	8/25/2015	\$128,975.30
8/31/2015	25506389	9/1/2015	\$74,505.07
9/8/2015	25506774	9/11/2015	\$79,044.30
9/14/2015	25507206	9/17/2015	\$57,477.30
9/21/2015	25508161	9/24/2015	\$82,822.30
10/14/2015	25509440	10/15/2015	\$69,506.93
9/28/2015 10/2/2015	25508599 25508950	10/15/2015	\$85,791.52
10/19/2015	25510190	10/22/2015	\$1,681.42
10/19/2015	25510190	10/23/2015	\$54,217.50 ¹⁰
10/22/2015	25510702	10/23/2015	\$132,848.75
TOTAL:			\$4,605,657.95

14. As of the Petition Date, the balance of the Retainer is \$750,000. Such funds will be held in the client retainer trust account, subject to further Order of this Court.

15. Prior to the Petition Date, V&E voluntarily wrote off certain pre-petition fees and expenses owed to V&E by the Debtors. Specifically, on July 22, 2015, V&E wrote off \$2,266 in unpaid fees and expenses from Invoice No. 25369032. Additionally, on July 29, 2015, V&E wrote off \$226,744.02 in unpaid fees and expenses from Invoice No. 25498056.

⁹ This payment was the funding of the Retainer.

¹⁰ Due to logistical reasons and as an accommodation to the Debtors, the Debtors paid this invoice in the amount of \$54,217.50 by check. Such check was deposited and credited to V&E's bank account on October 23, 2015, prior to the Petition Date. V&E's bank has advised that it collected funds on October 23, 2015, prior to the Petition Date. The funds relating to such check may have been removed from the Debtors' bank account on October 26, 2015 (the Petition Date), and it is unclear whether such funds were removed from the Debtors' bank account before or after the afternoon filing of the Debtors' chapter 11 petitions.

16. On October 22, 2015, in anticipation of the filing of the Cases and the significant weekend work related thereto, V&E invoiced the Debtors for the estimated fees V&E expected to incur between October 22, 2015 through October 25, 2015 (the “Estimated Period”) in the amount of \$60,000 for a conservative estimate of the amount of fees to be incurred in such period. V&E incurred actual fees and expenses of \$93,585.75 during the Estimation Period, which exceeded the estimated amount invoiced by \$33,585.75. Since the Petition Date was on a Monday, this amount could not be paid prior to the filing of the Cases. In addition, approximately \$7,485.90 in fees and expenses incurred by V&E in the week prior to the Petition Date were unable to be billed prior to the filing of the Cases. As a result of the foregoing, pre-petition fees and expenses of approximately \$41,071.65 have not been paid (the “Unpaid Fees”).¹¹ As set forth in the Application, V&E seeks Court approval to apply the Retainer to the Unpaid Fees.

17. V&E will apply to the Court for allowance of all post-petition compensation and reimbursement of expenses in accordance with Bankruptcy Code, Bankruptcy Local Rules, the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases (the “Complex Chapter 11 Guidelines”), and Orders of the Court. The attorneys who will be rendering bankruptcy legal services on behalf of the Debtors have reviewed and are generally familiar with the Bankruptcy Local Rules and the Complex Chapter 11 Guidelines.

18. All V&E attorneys and employees who provide services to the Debtors will maintain billing records setting forth complete and detailed activity descriptions, including a time allotment billed in increments of one-tenth of an hour. Travel time will be separately described, work performed while traveling will so indicate, and all meetings, hearings, and computer assisted legal research for which time is billed will be identified. Activity descriptions will be presented chronologically within each project category.

19. No promises have been received by V&E or any of its attorneys as to payment or compensation in connection with the Cases other than in accordance with the provisions of the Bankruptcy Code. V&E has no agreement with any entity to share compensation received by V&E or by such entity.

Pursuant to 28 U.S.C. § 1746, I, the undersigned, declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Signed: November 13, 2015.

/s/ Harry A. Perrin
Harry A. Perrin

¹¹ This amount may be adjusted for any pre-petition charges not reflected in V&E’s accounting system at the time of such estimate.

SCHEDULE 1

<u>Schedule</u>	<u>Category</u>
1(a)	Bond Issuer
1(b)	Bond Holders
1(c)	First Lien Lenders
1(d)	Insurers
1(e)	Key Shareholders
1(f)	Litigation Counterparties
1(g)	Professionals
1(h)	Vendors and Contracts
1(i)	Creditors

V&E's inclusion of the parties in these schedules is solely to illustrate V&E's conflict search process and is not an admission that any party has a valid claim against the Debtors or that any party properly belongs in the schedules or has a claim or legal relationship to the Debtors of the nature described herein.

SCHEDULE 1(a)

Bond Issuer

ACE American Insurance Co.
Bureau of Ocean Management
Chevron
Chevron U.S.A. Inc. and Japex Gulf of Mexico
Devon Energy Production Co. LP
Farallon Capital Management, LLC
Howard A. Settle
Howard A. Settle 401(k)
Mickey Settle - Retirement Fund
Millstreet Capital Management, LLC
Northeast Investors Trust
Osterweis Capital Management
RLI Corp.
State of California, Department of Conservation
State of Louisiana, Department of Wildlife & Fisheries
State of Louisiana, Office of Conservation
State of Oklahoma
Stonehill Capital Management LLC
Total Minatome Corporation
TX RRC - Century Exploration Houston, LLC
TX RRC - Century Exploration Resources, LLC
USDI, BIA (Nationwide O&G)
Winebrenner Capital Partners

SCHEDULE 1(b)

Bond Holders

Adrian E. Marrero
Aegis Financial Corporation
Alice Settle
Alpine Associates, L.P.
Alpine Partners LP
Amy L. Bergquist
Arielle Kimmer
Arthur Sturman
AT&T Retirement Savings Plan
Bank of Colorado
Barbara E. Yarema
Benjamin Goldfield
Betty A. Schaefer
Carl J. Wojciechowski
Cheng K. Hsu
Christine M. Terrazzano
Clearstream
Code Environmental Services, Inc.
Corner Banca S.A.
Daniel Cabal
Davar Rad
Davar Rad Revocable Trust
David Gulliford
David Levitt
David R. Rumschik
Deborah Spielman Beeders
Desmond Wealth Management, Inc.
Donal Dibiccari
E. Smith
Earl Winebrenner
Edwin R. Cooke
EJF Capital, LLC
Erik Larson
Ernst L. Schultz IRA
Eugene D. Kulakowski
Eugene V. Massey
Euroclear Bank
Fai Jor
Farallon Capital Management, LLC
Farallon Partners, LLC
Frank E. Veltri

Frederick Blackwell
George A. Stumpf
George B. Nathan
Geza Eckert
Gibbes Bay Advisors, LLC
Gilbert Nathan
Guy Norelli
Hashim Abdulkader
Howard A. Settle
Howard A. Settle 401(k)
Huntleigh Securities Corporation
Ivona Smith
Jacob Avneri
James G. O'Rourke
James McLaughlin
James Oliver Sherman
James Pratt
Janice R. Christy
Jean Canicatti
Jean Mabardi
Jerry Scott
Jesse B. Kight
Jim Adelson
John A. Klein
John Morrison
John P. Startare
Jon M. Ritchie
Jose Conrado Faga
Ken Kempler
Larry Joseph Meyers
Lawrence Greenapple
Lee Small, Trustee
Lemanik S.A.
Lisa S. Goodell
Lynn Cauffman
Lynn Fowler
Manual R. Rodriguez
Mario Della Cava
Mary Jane West, Trustee
Matilee M. Herrin
Matt Fleissner
Melissa L. Creyer
Michael Allan Krueger
Michael Berg
Mickey Settle - Retirement Fund

Millennium Advisors LLC
Millstreet Capital Management, LLC
MSD Capital, L.P.
MSDC Management LP
Nelson Moulton
Northeast Investors Trust Co.
Odeon Capital Group, LLC
Olga Silvay-Mandau
Osterweis Capital Management, LLC
Palisades Partners LP
Patty Cooper Tod
Paul T. Weiss
Peak 6 Advisors, LLC
Pergament Advisors LP
Phillip J. Perkowski, Trustee
Picton Mahoney Asset Management
Richard E. Rossman
Richard Ivory
Rob Mancino
Robert Donald Oldfield III
Robert J. Anderson
Roland Jackson Smith
Roland H. Hansen
Ronald Peterson
Sabina Steiner
Scott's Cove Management, LLC
Sherborn Investors Management
Sierra Pacific Industries LLC
Sinead Murphy
Six Securities Services
Stephen J. Strutynski
Stephen L. Ramsdell
Stephen Louis Walker
Stephen V. Yates
Steve Sloan
Steven and Judy Schultz
Steven M. Gelb
Stonehill Capital Management, LLC
Thomas A. Whatley
Thomas H. Perkowski, Trustee
Thomas Ivory
Thomas M. Lewry
Thornburg Investment Management, Inc.
Vertex One Asset Management, Inc.
Wai Chung Alice Wheeler

William B. Young
William L. Lamplugh
William T. Bloyd

Winebrenner Capital Partners

SCHEDULE 1(c)

First Lien Lenders

BP Energy Company
Highbridge Principal Strategies - Specialty Loan Fund III, L.P.
American United Life Insurance Company
Cargill, Incorporated
Highbridge Aiguilles Rouges Sector A Investment Fund, L.P.
Highbridge Principal Strategies - Jade Real Assets Fund, L.P.
Highbridge Principal Strategies - NDT Senior Loan Fund, L.P.
Highbridge Principal Strategies - Specialty Loan Institutional Fund III, L.P.
Highbridge Principal Strategies - Specialty Loan VG Fund , L.P.
Highbridge Specialty Loan Institutional Holdings Limited
Highbridge Specialty Loan Sector A Investment Fund, L.P.
Lincoln Investment Solutions, Inc.

SCHEDULE 1(d)

Insurers

ACE Surety Underwriting Services
AGCS Marine Insurance Company
AIG Property Casualty
American Longshore Mutual Association through The American Equity Underwriters, Inc.
Anthem Blue Cross & Blue Shield
Chubb Specialty Insurance
Gemini Insurance Company through JH Blades & Co., Inc.
Gotham Insurance Company through Prosgit Specialty Management Company, Inc.
The Hartford through The American Equity Underwriters, Inc.
Liberty International Underwriters
Lloyds Underwriters through IR Underwriting Services, Inc.
Lloyds Underwriters through RKH Marine & Energy
Nationwide Insurance Company through Harleysville
QBE Syndicate 1036 through Burnett & Company, Inc.
RLI Insurance Company
The Travelers Indemnity Company of Connecticut
US Fire Insurance Company/Crum & Forster

SCHEDULE 1(e)

Key Shareholders

1109382 Ontario Inc.
2004 Beck Family Trust
A.P. Golden, III
Addison Foster Pettit
Ahmed F. Abu Khadra
Albemarle Family Trust
Alexander Bos
Allied Bank
Ambrose Givens
Ann L. Aldridge Revocable Trust, Dated October 28, 2009
Ashley Minga
B & K Investments, LLC
Barbara Thompson
Benjamin T. Lewry
Bernard Coons
Betty Ann Schaeffer Irrevocable Trust, Stephanie W. Lewry, Trustee
Blake Cantley
Bothree Holdings Limited BVI
Bradford A. Gray Revocable Trust of 1994
Brian T. Scott Irrevocable Trust, Dated 1991
Bruce B. and Rene B. Bowen, Trustees of The Bowen Family Trust U/A, Dated June 22, 1994
Bruce Whitley
Caffrey Family Limited Partnership
Calvin L. Baird Jr.
Carl R. Vercollone
Caroline Combs Johnson
Carolyn L. McConnell
Carrie Elizabeth Barr
Cary W. Barr
Charles J. Lisle
Charles Schwab & Co., FBO Nancy Bartlett Trust
Cindy R. Hipsher
Claudia E. Lewry
Constance S. Collis and William J. Collis
Craig Benson
Dale R. Anderson
David A. Duff
David A. Seay
David S. McNamee
David T. Lewry
David T. Zakrzewski

Deborah G. Ridgley
Deborah T. McMurry
Dennis B. Tower & Susan Tower, Trustees, The Tower Family Trust, Dated April 12, 1996
DLS Consulting
Don K. Poole Revocable Trust
Donald & Madeline Meyer
Donna D. Mills
Doug Sherman
Dr. Walid A. Hashem
Edwin Turlington
Eric B. Spillmon
Eric D. and Lacie M. Hooks
Eric R. Anderson
F. Lee Hess
Fredric Z. Haller
G. G. & Three Daughters, LLC
Gary R. Wallace, M.D.
George D. Poole, III
Greendale Enterprises Ltd. BVI
H. Foster Pettit
Harrison Foster Pettit, Jr
Harrison O. French, III
Harry C. Kelly, Jr.
Harry Lockstadt, M.D.
Heather Willems
Howard A. Settle
Howard W. Seidler
Huston Barrow Combs
J&M Real Estate Holdings LLC
James and Dianne Drennan, Trustees of The James & Dianne Drennan Revocable Trust, Dated
April 17, 2001
James "Arch" Jones
James Duke
James G. Glass
James Hunter East Revocable Trust
James L. Moore, Jr. Family Trust U/A/D February 26, 1981, Lee Moore, Trustee
Jeff T. Craycraft
Jennifer L. Bontrager
Jeremy Fontenot
Jeremy Greenhalgh
Jerry Sheets
Jessica Risien
Jimmy W. White
JKL Investment Partners, LLC
Jo Jean Pettit, Trustee

Joanne W. Nelson
John L. Moran & Sherry R. Moran Revocable Living Trust
John Lewis
John S. Sawyer
John Springer
John W. Gray Revocable Trust of 1994 U/D/T December 16, 1994
Jon A. Richards
Jonathan B. Rudney
Judy Lawton
Julia C. Burchard, Trustee, Julia C. Burchard Inter Vivos Trust
Karen A. Benoit
Karis Lieto
Kathryn Warnecke Ryan
Kelley Living Trust, Dated November 17, 2011
Kenneth Young
Kentuckiana Farms General Partnership
Kevin Clark
Kevin Pruitt
Kimberly Clifton
Larry E. Botts
Lawco Resources, LLC
Lawrence and Elaine Cole
Lee Marine Products, Inc.
Leon M. Smith Jr.
Leslie G. Taylor
Lewry 2012 Exemption Trust, Dated October 15, 2012
Linda Dillard
Manchester Community Music School
Marcel Dupuis
Mark J. Wojna
Mark Sassella
Marla Kristine Blair
Mary E. Scott Irrevocable Trust, Dated 1991
Mary Elizabeth Nickels
Matthew Hester
Michael J. Willis
Michelle G. Schnider
Mickey L. Settle
Mike Kent
Mike Sullivan
Mildred M. Quinn, Trustee of The Mildred M. Quinn Revocable Trust
Millennium Trust Co. LLC, Custodian FBO Mast Rd Grain & Bldg Materials Inc.
Milly Ann Stewart
N. Gregory Pettit
Nahalah Holdings, LLC

Nicholas R. Glancy
OBLR LLC
Pacseis, Inc.
Paige D. Lee
Patricia Henderson
Patty W. Greer
Paul Vagis
Paul W. Mahan Trust, Dated September 28, 1993, Paul W. Mahan, Trustee
Phil Thomas
Phillip Cherry
Quinn Investments Limited Partnership
Renee Richards
Ricardo Vasquez
Richard A. Warwick
Richard D. Bartlett IRA #XXXX75586, Millennium Trust Company, LLC
Richard D. Oliver
Richard J. Reynolds
Richard L. Mahan Trust, Dated December 1, 2000, Richard L. Mahan, Trustee
Richard P. Dupuis
Rick Lawrence
Robert & Lynda Connaughton
Robert Daniel Barr
Robert E. Fox
Robert L. Pollard, Jr., Trustee Under Trust Agreement Dated February 18, 2008
Robert M. Rooney
Robert M. Scott Irrevocable Trust, Dated 1991
Robin P. Seale, Trustee Under Trust Agreement Dated February 18, 2008
Roger Craig Aldridge
Roger M. Dalton
Rossie Pettit Davan
Sally Brewer
Samuel Harms
Scott Allison
Serev Investments LP
Sheila E. Beck
Skroke, LLC
Stacey B. Lobre
Stephanie W. Lewry
Stephanie W. Lewry Revocable Trust
Stephen & Jeanne E. Wisniewski Revocable Living Trust
Stephen Davis Pettit
Steven Parks
Steven Sabrier
Stuart Brogadir IRA #XXXX149U5, Millennium Trust Company, LLC
Thomas C. Bergeon

Thomas M. Lewry
Thomas M. Lewry and Benjamin T. Lewry, Trustees of The Benjamin T. Lewry Trust
Thomas M. Lewry and Claudia T. Lewry, Trustees of The Claudia T. Lewry Trust
Thomas M. Lewry and David T. Lewry, Trustees of The David T. Lewry Trust
Thomas M. Lewry, Roth/IRA #XXXX62ZN3, Millennium Trust Company, LLC
Thomas R. and Nelia C. Padgett
Thomas S. Cassell
Thornburg Investment Management
Todd Weinberg
Trina Williquette
Van Meter Pettit
Von Greppe Family Trust, Dated January 31, 2007, James A. Von Greppe, Trustee
W. Kirk Bosche
Walchek Integrity, L.P.
Wallace Scott Davis Revocable Trust
Wanda Henry
Wilfrid G. Poirier
William A Combs, Jr., Trustee
William B. Gess, III
William Downs Pettit
William E. Lenkaitis IRA, The Kingdom Trust Company
William F. Blackburn, III
William F. Blackburn, III, IRA
William R. Hilliard Jr.
William Sanford Barr
William T. Vennes
Wilmington Trust, National Association
Yonshin Willis
York Private Equity, LLC

SCHEDULE 1(f)

Litigation Counterparties

Champion Exploration, LLC
Louisiana Department of Environmental Quality
United States of America

SCHEDULE 1(g)

Professionals

HLP Engineering Inc.
Kevin Gros Consulting & Marine Services, Inc.
Leefe Gibbs Sullivan Dupre & Aldous
Pelican Energy Consultants, LLC

SCHEDULE 1(h)

Vendors and Contracts

A&H Electric Company
Acadiana Production Services, Inc.
Accelerated Production Services, Inc.
Acme Truck Line, Inc.
Aggreko, LLC
Altec, Inc.
AMC Liftboats, Inc.
API Control Systems, Inc.
Aquatex Water Conditioning, Inc.
Aqueos Corporation
Aqua-Tech Services, LLC
AT&T
Axiom Energy Services, LP
Baker Hughes Business Support Services
Bank of New York Mellon Corporation
Blanchard Contractors, Inc.
BGI Gulf Coast LLC
Broadwall Mgmt. Corp./Lakeway Associates LLC
C&C Technologies, Inc.
Cactus Wellhead, LLC
Cardinal Coil Tubing, LLC
Carrizo Oil & Gas, Inc.
CDM Resource Management, LLC
Champions Pipe & Supply, Inc.
Cinco Pipe & Supply, LLC
Comcast
Comfort Systems USA
Compliance Technology Group, LLC
Convergint Technologies, LLC
Cooper's Petroleum Distribution, Inc.
Core Laboratories, LP
Cox Communications, Inc.
C-Port/Stone, LLC
Crescent Drilling & Production, Inc.
Crescent Drilling Foreman, Inc.
Crosby Tugs, LLC
Deep South Oilfield Construction
Dishman & Bennett Specialty Co., Inc.
Enertia Software
Entergy Gulf States, Inc.
Eric G. Ryals, INC.

Exterran Partners
Filter Resources, Inc.
Flow Services & Consulting
Francis Torque Service
Frank & Son Boat Rental, Inc.
Frank's International
Fieldwood Energy Offshore LLC
General Production Service Inc.
Global Vessel & Tank, LLC
GNUSoft
Gulf Coast chemical, LLC
Gulf Oil Corporation
Gulf Wells, Inc.
Halliburton Energy Services, Inc.
Houma Armature Works & Supply Inc.
IHS Global, Inc.
Iliad Holdings, Inc.
Inland Services, Inc.
Iron Mountain
Island Operating Company, Inc.
Japan Petroleum Exploration Co., Ltd.
John W. Stone Oil Distributor, LLC
Knight Oil Tools Inc.
L&M Botruc Rental, Inc.
Lahaye Consulting & Management LLC
Louisiana Valve Source
Magnum Mud Equipment Company Inc.
Martin Energy Services, LLC
Measurement Technologies, Inc.
Merit Oilfield Services
M-I, LLC
Mike Baxter
Montco Oilfield Contractors, LLC
Multi Chem Group, LLC
National Oilwell Varco, LP
Neo Products, LLC
Network Billing Systems, LLC d/b/a Fusion
Offshore Energy Services, Inc.
Offshore Rental, Ltd
Offshore Marine Contractors, Inc.
Otis Elevator Company
Orkin, Inc.
Pacific Process Systems, Inc.
Parks Lease & Vacuum Service, LP
Pelican Energy Consultants, LLC

Precision Pump & Valve II, Inc.
PRE-Heat, Inc.
Premier Pipe, LLC
Premium Oilfield Services, LLC
Prime Tank, LLC
Procure Services
Production Management Industries
Protection One
Quality Energy Services Inc.
Quality Preheat & Pressure
R360 Environmental Solutions, Inc.
R C Logistics, LLC
Rec Marine Logistics, LLC
Right Hand Oilfield Associates, LLC
Safety System Services
Schlumberger Technology Corp.
SEACOR Liftboats, LLC
Shelf Workboats, LLC
Stabil Drill Specialties, Inc.
Star Service, Inc.
Stokes & Spiehler Onshore, Inc.
Streamline Productions Systems, Inc.
Superior Vacuum Services, LLC
Talos Energy Offshore, LLC
Tarpon Rentals, Inc.
Teledrift Company
Tetra Technologies, Inc.
Tesco Corporation (US)
Texas Eastern Transmission, LP
The Woodlands Joint Power Agency
Thomas Tools
Tiger Tanks, Inc.
Tim's Wireline Services, Ltd.
Total Production Supply, LLC
TW Telecom
United Control Systems
United Fire & Safety, LLC
Waste Management of Texas Inc.
Weatherford Laboratories
Wheeler Ridge-Maricopa Water Storage
WMX Technologies, Inc.
United Vision Logistics
Vas Gauging, Inc.
Verizon
Xcellence

X-Chem, LLC
Xpress Supply, LLC

SCHEDULE 1(h)

Creditors

Acadiana Production Services, Inc.
Accelerated Production Services, Inc.
Acme Truck Line, Inc.
Aggreko, LLC
Altec, Inc.
Always in Season, Inc.
AMC Liftboats, Inc.
American Express
Anthem Blue Cross & Blue Shield
API Control System Solutions, Inc.
Aqua-Tech Services, LLC
Aqueos Corporation
Asset Risk Management, LLC
Axiom Energy Services, LP
Baker Hughes Business Support Services
BGI Gulf Coast LLC
Blanchard Contractors, Inc.
Broadwall Mgmt. Corp./Lakeway Associates LLC
C&C Technologies, INC
Cactus Wellhead, LLC
Cardinal Coil Tubing, LLC
Carrizo Oil & Gas, Inc.
CDM Resource Management, LLC
Champions Pipe & Supply Inc.
Cinco Pipe and Supply, LLC
Comcast
Compliance Technology Group, LLC
Cooper's Petroleum Distribution Inc.
Core Laboratories, LP
C-Port/Stone, LLC
C Sean Prothro
Crescent Drilling & Production Inc.
Crescent Drilling Foreman, Inc.
Crosby Tugs, LLC
Curbstone Financial Corporation
Daniel Office Products, Inc.
David Stetson
Deep South Oilfield Construction LLC
Dishman & Bennett Specialty Co., Inc.
Doyle Water Distributors Inc.
Entergy Gulf States, Inc.

Eric G. Ryals, Inc.
Ernst & Young, LLP
Exterran Partners, L.P.
Fieldwood Energy Offshore LLC
Filter Resources, Inc.
First Choice Coffee Services
Flow Services & Consulting
Francis Torque Service
Frank & Son Boat Rental Inc.
Frank's International
General Production Service, Inc.
Global Vessel & Tank, LLC
Gulf Coast Chemical, LLC
Gulf Wells, Inc.
Halliburton Energy Services, Inc.
High Quality Cleaning Services
HLP Engineering Inc.
Houma Armature Works & Supply Inc.
IHS Global, Inc.
Iliad Holdings, Inc.
Inland Services, Inc.
Island Operating Company Inc.
John W. Stone Oil Distributor, LLC
Kevin Gros Consulting
Knight Oil Tools Inc.
L&M Botruc Rental, Inc.
Lahaye Consulting & Management LLC
LandWorks, Inc.
Leefe Gibbs Sullivan Dupre & Aldous
Louisiana Valve Source
Magnum Mud Equipment Company Inc.
Martin Energy Services, LLC
Matthew Hester
Measurement Technologies, Inc.
Merit Oilfield Services
M-I, LLC
Mike Baxter
Montco Oilfield Contractors, LLC
Multi Chem Group LLC
National Oilwell Varco, LP
Neo Products, LLC
Network Billing Systems, LLC
Neustar, Inc.
Office Max
Offshore Energy Services, Inc.

Offshore Marine Contractors, Inc.
Offshore Rental Ltd.
On-Site Shred
Pacific Process Systems Inc.
Parks Lease & Vacuum Service, LP
Pelican Energy Consultants, LLC
Peloton Computer Services Inc.
Pitney Bowes Inc.
Precision Pump & Valve II, Inc.
Pre-Heat Inc.
Premier Pipe, LLC
Premium Oilfield Services, LLC
Prime Tank, LLC
Production Management Industries, LLC
Quality Energy Services Inc.
Quality Preheat & Pressure
R360 Environmental Solutions, Inc.
RAM Development Company LLC
R C Logistics LLC
Rec Marine Logistics, LLC
Right Hand Oilfield Associates LLC
Safety Systems Services
Schlumberger Technology Corp.
SEACOR Liftboats, LLC
Shelf Workboats, LLC
Spatial Energy, LLC
Stabil Drill Specialties, Inc.
Stokes & Spiehler Onshore, Inc.
Streamline Production Systems
Superior Vacuum Services, LLC
Talos Energy Offshore, LLC
Tarpon Rentals, Inc.
Teledrfit Company
Tesco Corporation (US)
Texas Eastern Transmission, LP
Tetra Technologies, Inc.
The Woodlands Land Company, L.P.
Thomas Tools
Thompson's Landscaping
Tiger Tanks, Inc.
Time Warner Cable
Tim's Wireline Services Ltd.
Total Production Supply, LLC
United Control Systems
United Fire & Safety, LLC

United Vision Logistics
Vas Gauging, Inc.
Weatherford Laboratories
Wheeler Ridge-Maricopa Water Storage
Windstream Kentucky East, Inc.
X-Chem, LLC
Xerox Corporation
Xpress Supply, LLC