
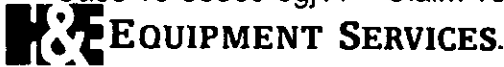


B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT Northern District of Texas		PROOF OF CLAIM
Name of Debtor: AXIS ONSHORE, LP		Case Number: 10-33569
<i>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</i>		
Name of Creditor (the person or other entity to whom the debtor owes money or property): H & E EQUIPMENT SERVICES, INC		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on _____
Name and address where notices should be sent: 11100 MEAD RD STE 200 BATON ROUGE, LA 70816		
Telephone number: (225) 298-5200		
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
Telephone number:		
1. Amount of Claim as of Date Case Filed: \$ <u>11,186.99</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim.
2. Basis for Claim: <u>EQUIPMENT RENTALS</u> (See instruction #2 on reverse side)		<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B)
3. Last four digits of any number by which creditor identifies debtor: <u>7980</u>		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).
3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side)		<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate: _____ % Amount of arrearage and other charges as of time case filed included in secured claim: _____ If any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		<input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		<input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING If the documents are not available, please explain.		<input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)() Amount entitled to priority: \$ _____ *Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
Date: 06/16/2010	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <i>Mary Cardini</i> MARY CARDINI, LEGAL COLLECTION MANAGER	FOR COURT USE ONLY TriDimension  00031

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both 18 U.S.C. §§ 152 and 3571



H&E Equipment Services, Inc.
 5732 South Mac Arthur Drive
 Alexandria LA 71302
 Phone (318)443-7173
 Fax (318)443-4844

Regional Credit Office
 Phone (866)360-9274
 Fax (225)756-3621

Invoice

<p>Bill-To-Party AXIS ONSHORE, LP 16610 DALLAS PKWY STE 2500 DALLAS TX 75248</p>
<p>Ship-To-Party AXIS ONSHORE, LP HWY 8 JENA LA 71342</p>

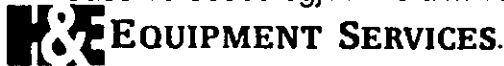
<p>Information Invoice No. 90002361 Invoice Date 02/18/2010 Customer No. 1027980 Currency USD Term of Payment Net due in 30 days Sales Rep 1 Randy Turner</p>
<p>Rental Reference No. 101218 Contract Number 28000058 Rental Dates From: 02-02-2010 to 03-01-2010</p>

Item Year	Material Equipment	Description Serial	Quantity Make	Unit Price Model	Amount
1	11584	8000# REACH LIFT	1 EA	1,850.00	1,850.00
2005	GH050193	RS842JW0815510	GW - GEHL - AWP/SBFL	RS8-42	
390/Daily;1000/Weekly;1850/Monthly					
2	DELIVERYCHG	Delivery Charge	1 EA	350.00	350.00
3	LOSSDAMAGE	Loss Damage Waiver	1 EA	277.50	277.50
15/%					
<p>PLEASE REMIT TO: P.O. Box 849850 Dallas TX 75284</p>			<p>Subtotal</p>		2,477.50
			<p>Tax</p>		159.56
			<p>Total Amount</p>		2,637.06

Tax includes all applicable state, local, and miscellaneous surcharges.

See reverse side for Terms and Conditions.

We Rent Reliability!



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<p>Bill-To-Party AXIS ONSHORE, LP 16610 DALLAS PKWY STE 2500 DALLAS TX 75248</p>	<p>Information Invoice No. 90007909 Invoice Date 03/18/2010 Customer No. 1027980 Currency USD Term of Payment Net due in 30 days Sales Rep 1 Randy Turner</p>
<p>Ship-To-Party AXIS ONSHORE, LP HWY 8 JENA LA 71342</p>	<p>Rental Reference No. 103082 Contract Number 28000058 Rental Dates From: 03-02-2010 to 03-29-2010</p>

Item Year	Material Equipment	Description Serial	Quantity Make	Unit Price Model	Amount
1	11584	8000# REACH LIFT	1 EA	1,850.00	1,850.00
2005	GH050193	RS842JW0815510	GW - GEHL - AWP/SBFL	RS8-42	
		390/Daily;1000/Weekly;1850/Monthly			
2	LOSSDAMAGE	Loss Damage Waiver	1 EA	277.50	277.50
		15/%			
PLEASE REMIT TO: P.O. Box 849850 Dallas TX 75284				Subtotal	2,127.50
				Tax	159.56
				Total Amount	2,287.06

Tax includes all applicable state, local, and miscellaneous surcharges.
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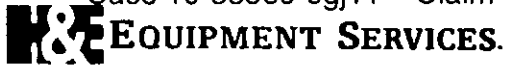
Invoice

Bill-To-Party AXIS ONSHORE, LP 16610 DALLAS PKWY STE 2500 DALLAS TX 75248
Ship-To-Party AXIS ONSHORE, LP HWY 8 JENA LA 71342

Information Invoice No. 90016291 Invoice Date 04/15/2010 Customer No. 1027980 Currency USD Term of Payment Net due in 30 days Sales Rep 1 Randy Turner
Rental Reference No. 106959 Contract Number 28000058 Rental Dates From: 03-30-2010 to 04-26-2010

Item Year	Material Equipment	Description Serial	Quantity Make	Unit Price Model	Amount	
1	11584	8000# REACH LIFT	1 EA	1,850.00	1,850.00	
2005	GH050193	RS842JW0815510	GW - GEHL - AWP/SBFL	RS8-42		
390/Daily;1000/Weekly;1850/Monthly						
2	LOSSDAMAGE	Loss Damage Waiver	1 EA	277.50	277.50	
PLEASE REMIT TO: P.O. Box 849850 Dallas TX 75284					Subtotal Tax Total Amount	2,127.50 159.56 2,287.06

Tax includes all applicable state, local, and miscellaneous surcharges.
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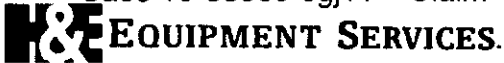
Bill-To-Party AXIS ONSHORE, LP 16610 DALLAS PKWY STE 2500 DALLAS TX 75248
Ship-To-Party AXIS ONSHORE, LP HWY 8 JENA LA 71342

Information Invoice No. 90028767 Invoice Date 05/13/2010 Customer No. 1027980 Currency USD Term of Payment Net due in 30 days Sales Rep 1 Randy Turner Rental Reference No. 112670 Contract Number 28000058 Rental Dates From: 04-27-2010 to 05-24-2010
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Item Year	Material Equipment	Description Serial	Quantity Makers	Unit Price Model	Amount
1	11584	8000# REACH LIFT	1 EA	1,850.00	1,850.00
2005	GH050193	RS842JW0815510	GW - GEHL - AWP/SBFL	RS8-42	
390/Daily;1000/Weekly;1850/Monthly					
2	LOSSDAMAGE	Loss Damage Waiver	1 EA	277.50	277.50

PLEASE REMIT TO: P.O. Box 849850 Dallas TX 75284	Subtotal	2,127.50
	Tax	159.56
	Total Amount	2,287.06

Tax includes all applicable state, local, and miscellaneous surcharges.
 See reverse side for Terms and Conditions.
 We Rent Reliability!



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Invoice

Bill To Party AXIS ONSHORE, LP 16610 DALLAS PKWY STE 2500 DALLAS TX 75248
Ship To Party AXIS ONSHORE, LP HWY 8 JENA LA 71342

Information: Invoice No. 90038048 Invoice Date 06/02/2010 Customer No. 1027980 Currency USD Term of Payment Net due in 30 days Sales Rep 1 Randy Turner
Rental Reference No. 116971 Contract Number 28000058 Rental Dates From: 05-25-2010 to 05-27-2010

Item Year	Material Equipment	Description Serial	Quantity Make	Unit Price Model	Amount
1	11584	8000# REACH LIFT	1 EA	1,000.00	1,000.00
2005	GH050193	RS842JW0815510	GW - GEHL - AWP/SBFL	RS8-42	
390/Daily;1000/Weekly;1850/Monthly					
2	PICKUPCHG	Pick Up Charge	1 EA	350.00	350.00
3	LOSSDAMAGE	Loss Damage Waiver	1 EA	150.00	150.00
4	DIESEL	Diesel Fuel	14 GAL	6.50	91.00

PLEASE REMIT TO: P.O. Box 849850 Dallas TX 75284	Subtotal	1,591.00
	Tax	97.75
	Total Amount	1,688.75

Tax includes all applicable state, local, and miscellaneous surcharges.

See reverse side for Terms and Conditions.

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Northern District of Texas Claims Register

10-33569-sgj11 Axis Onshore, LP

Judge: Stacey G. Jernigan **Chapter:** 11

Office: Dallas

Last Date to file claims: 07/28/2010

Trustee:

Last Date to file (Govt):

Creditor: (13250856) <u>History</u> H & E Equipment Services, Inc. 11100 Mead Road, Suite 200 Baton Rouge, LA 70816	Claim No: 13 <i>Original Filed</i> Date: 06/18/2010 <i>Original Entered</i> Date: 06/23/2010	Status: Filed by: CR Entered by: Rielly, Bill Modified:
Unsecured claimed: \$11186.99 Total claimed: \$11186.99		
History: Details <u>13-1</u> 06/18/2010 Claim #13 filed by H & E Equipment Services, Inc., total amount claimed: \$11186.99 (Rielly, Bill)		
Description:		
Remarks:		

Claims Register Summary

Case Name: Axis Onshore, LP

Case Number: 10-33569-sgj11

Chapter: 11

Date Filed: 05/21/2010

Total Number Of Claims: 1

	Total Amount Claimed	Total Amount Allowed
Unsecured	\$11186.99	
Secured		
Priority		
Unknown		
Administrative		
Total	\$11186.99	\$0.00