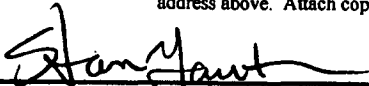



B 10 (Official Form 10) (04/10)

<b>UNITED STATES BANKRUPTCY COURT Northern District of Texas</b>		<b>PROOF OF CLAIM</b>
Name of Debtor: <b>AXIS ONSHORE, LP</b>		Case Number: <b>10-33569</b>
<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): <b>A&amp;T WELL SERVICE, INC.</b>		<input checked="" type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.  Court Claim Number: <u>unknown</u> (if known)  Filed on: <u>6/16/10</u>
Name and address where notices should be sent: <b>Stan Gauthier, II, Attorney at Law</b> <b>1405 W. Pinhook Rd., Suite 105</b> <b>Lafayette, La. 70503</b>  Telephone number: <b>(337) 234-0099</b>		
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:		
<b>1. Amount of Claim as of Date Case Filed:</b> \$ <u>13,306.00</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.		<b>5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a).</b> 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.  <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).  <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) 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).  <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).  <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).  <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).  <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)( )  <b>Amount entitled to priority:</b> \$ _____  <i>*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>
<b>2. Basis for Claim:</b> _____ (See instruction #2 on reverse side.)  <b>3. Last four digits of any number by which creditor identifies debtor:</b> <u>N/A</u>  <b>3a. Debtor may have scheduled account as:</b> _____ (See instruction #3a on reverse side.)		
<b>4. Secured Claim (See instruction #4 on reverse side.)</b> 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: \$ _____		
<b>6. Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim.  <b>7. Documents:</b> 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 instruction 7 and 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: _____		
Date: <u>7/14/10</u> 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.  		FOR COURT USE ONLY  TriDimension  00060



# Invoice

1094 Bergeron Rigs Road  
Breaux Bridge, LA 70517

<b>Bill To</b>
Telluride P.O. Box 907 Vidalia, LA 71373

<b>Date</b>
8/19/2009
<b>Invoice #</b>
29292

<b>Well Information</b>	
<b>Field:</b>	Larto Lake
<b>Lease:</b>	Misaianna 18-11
<b>Well:</b>	2
<b>Serial:</b>	299982
<b>Parish:</b>	Catahoula

<b>AFE#</b>
<b>Terms</b>
Net 30

Serviced	Ticket #	Description	Quantity	Rate	Amount
8/14/2009	41649	Swab Unit/helper-per hr	10	160.00	1,600.00
8/15/2009	41649	Swab Unit/helper-per hr	10	160.00	1,600.00
8/15/2009	41649	Swab Cups	6	27.00	162.00
8/15/2009	41649	Line Wipers	4	20.00	80.00
8/15/2009	41649	Pickup Mileage	600	1.50	900.00
8/15/2009	41649	Rig Mileage	150	2.50	375.00
8/15/2009	41649	Environmental Fee-per day	2	100.00	200.00
8/15/2009	41649	Line Charge-2 days	4,400	0.02	88.00
8/17/2009	41650	Swab Unit/helper-per hr	9	160.00	1,440.00
8/17/2009	41650	Pickup Mileage	300	1.50	450.00
8/17/2009	41650	Rig Mileage	150	2.50	375.00
8/17/2009	41650	Environmental Fee-per day		100.00	100.00
8/17/2009	41650	Line Charge	5,900	0.02	118.00
8/17/2009	41650	Tax Exempt		0.00%	0.00

SEE ATTACHED	<b>Total</b>	57,488.00
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Thank you for your business!

Phone #	337/332-4215
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DAILY FIELD TICKET

41649

WELL SERVICE, INC.

1094 BERGERON RIGS ROAD - BREAUX BRIDGE, LA 70517

U.S. WATS: 1-800-234-4091

OFFICE: 337-332-4215

FAX: 337-332-4055

WORKOVER RIGS  
SWABBING UNITS  
WIRELINE TRUCKS  
SWAB TRUCKS  
ROD OVERSHOTS  
TUBING TEST TRUCKS



ACCOUNT Talluride DATE 8-14-15 2009  
 ADDRESS \_\_\_\_\_ WORK ORDER # \_\_\_\_\_  
 PARISH Cat. SER. # 239982 AFE # Louisiana  
 LEASE Missanny WELL # 18-11-2 FIELD Longbranch

RIG	DATE	OURS	RATE	AMOUNT
Rig # <u>3 W/2 men</u>	<u>8-14-09</u>	<u>10</u>	<u>160.00</u>	<u>1600.00</u>
Extra Equipment	<u>8-15-09</u>	<u>10</u>	<u>160.00</u>	<u>1600.00</u>
<u>2 7/8 cups</u>		<u>6</u>	<u>27.00</u>	<u>162.00</u>
<u>9 1/16 supers</u>		<u>4</u>	<u>20.00</u>	<u>80.00</u>
<u>PU miles</u>		<u>600</u>	<u>1.50</u>	<u>900.00</u>
<u>150 miles Swab unit miles</u>		<u>2.50</u>	<u>150.00</u>	<u>375.00</u>
<u>2 days Inst Envis Fee</u>				<u>200.00</u>
<u>2 days Line Charge</u>		<u>4400</u>	<u>.02</u>	<u>88.00</u>
TOTAL				<u>5005.00</u>

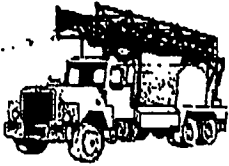
8-14-09  
 Description of work done: Draw to loc standing by mobile rig  
WT# Set Packer + N/D BOPs + N/A tree  
WT# tag 50 ft. well had communication 7-liner level staying 1400 ft. on 8th run rod oil  
S.D 7 W

8-15-09 Open well 320' on tubing - 180' on casing  
well unload oil then load RU WT# tag 500 ft  
make 5 runs well came in 7 lowering to rig tag  
w/10 pressure watch well S.D 7 weekend

8-14-09 Chris Hural  
 8-15-09 John Lee

1 1/2% Interest per month on all accounts over 30 days.

Signature: [Signature] Foreman: Dave J. Hawley



DAILY FIELD TICKET

41650

**WELL SERVICE, INC.**

1094 BERGERON RIGS ROAD - BREAUX BRIDGE, LA 70517  
 U.S. WATS: 1-800-234-4091  
 OFFICE: 337-332-4215  
 FAX: 337-332-4055



WORKOVER RIGS  
 SWABBING UNITS  
 WIRELINE TRUCKS  
 SWAB TRUCKS  
 ROD OVERSHOTS  
 TUBING TEST TRUCKS

ACCOUNT Telluride Missions 18-11-#2 DATE 8-17 2009  
 ADDRESS \_\_\_\_\_ WORK ORDER # \_\_\_\_\_  
 PARISH Catahoula SER. # \_\_\_\_\_ AFE # \_\_\_\_\_  
 LEASE \_\_\_\_\_ WELL # \_\_\_\_\_ FIELD Longbranch

DESCRIPTION	HOURS	RATE	AMOUNT
Rig # <u>3 W/2 men</u>	<u>9</u>	<u>160.00</u>	<u>1440.00</u>
Extra Equipment			
<u>Plumbing</u>	<u>300</u>	<u>1.50</u>	<u>450.00</u>
<u>Swab unit m/day</u>	<u>150</u>	<u>2.50</u>	<u>375.00</u>
<u>Ins &amp; Emis</u>			<u>100.00</u>
<u>Line Charge</u>	<u>5900</u>	<u>.02</u>	<u>118.00</u>
TOTAL			<u>2748.00</u>

Description of work done: Had to see well shut in w/on order  
tried to pull blanking tool made several  
attempts finally got it. LD same.  
RID moved  
off

*Chris Hurst*

1 1/4% Interest per month on all accounts over 30 days.

Signature: [Signature] Foreman: Dave J Harchy



# Invoice

<b>Bill To</b>	
Telluride P.O. Box 907 Vidalia, LA 71373	

<b>Date</b>
1/4/2010
<b>Invoice #</b>
29702

<b>Well Information</b>	
<b>Field:</b>	Wildcat-SO Lafayette Dist
<b>Lease:</b>	H.M. Brian
<b>Well:</b>	1
<b>Serial:</b>	240288
<b>Parish:</b>	

<b>AFE#</b>
<b>Terms</b>
Net 30

Serviced	Ticket #	Description	Quantity	Rate	Amount
1/2/2010	42393	Swab Unit/helper-per hr	10	160.00	1,600.00
1/2/2010	42393	Swab Cups	10	27.00	270.00
1/2/2010	42393	Line Wipers	2	20.00	40.00
1/2/2010	42393	Line Charge	5,700	0.02	114.00
1/2/2010	42393	Environmental Fee-per day		100.00	100.00
1/2/2010	42393	Acid Swabbing Charge		1,000.00	1,000.00
1/2/2010	42393	Rig Mileage	100	2.50	250.00
1/2/2010	42393	Pickup Mileage	200	1.50	300.00
1/3/2010	42394	Swab Unit/helper-per hr	6	160.00	960.00
1/3/2010	42394	Swab Cups	4	27.00	108.00
1/3/2010	42394	Line Wipers	2	20.00	40.00
1/3/2010	42394	Line Charge	6,400	0.02	128.00
1/3/2010	42394	Environmental Fee-per day		100.00	100.00
1/3/2010	42394	Rig Mileage	100	2.50	250.00
1/3/2010	42394	Pickup Mileage	200	1.50	300.00
		Tax Exempt		0.00%	0.00

SEE ATTACHED	<b>Total</b>	\$5,560.00
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Thank you for your business!

Phone #	337/332-4215
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DAILY FIELD TICKET

42393

**WELL SERVICE, INC.**

1094 BERGERON RIGS ROAD - BREAUX BRIDGE, LA 70517  
 U.S. WATS: 1-800-234-4091  
 OFFICE: 337-332-4215  
 FAX: 337-332-4055



WORKOVER RIGS  
 SWABBING UNITS  
 WIRELINE TRUCKS  
 SWAB TRUCKS  
 ROD OVERSHOTS  
 TUBING TEST TRUCKS

ACCOUNT Axis Onshore LP DATE 1-2 2010  
 ADDRESS \_\_\_\_\_ WORK ORDER # \_\_\_\_\_  
 PARISH East Baton Rouge SER. # 240268 AFE # \_\_\_\_\_  
 LEASE H.M. Brian WELL # 1 FIELD Wildcat-50 Lafayette Dist

RIG	HOURS	RATE	AMOUNT
Rig # <u>9 w/2 man crew</u>	<u>10</u>	<u>160.00</u>	<u>1,600.00</u>
Extra Equipment <u>2 3/4 swab caps</u>	<u>10</u>	<u>27.00</u>	<u>270.00</u>
<u>line wipers</u>	<u>2</u>	<u>20.00</u>	<u>40.00</u>
<u>line usage</u>	<u>5,700'</u>	<u>24.00</u>	<u>114.00</u>
<u>Env. &amp; Ins.</u>	<u>Daily</u>	<u>100.00</u>	<u>100.00</u>
<u>Swabbing Acid</u>	<u>1,000'</u>	<u>1.00</u>	<u>1,000.00</u>
<u>Unit Travel</u>	<u>100 mi.</u>	<u>2.50</u>	<u>250.00</u>
<u>Roundtrip P/U</u>	<u>200 mi.</u>	<u>1.50</u>	<u>300.00</u>
<u>Jordan</u>			
<u>Shawn</u>			
<b>TOTAL</b>			<b><u>3,674.00</u></b>

Description of work done: Rigged up to swab. 1st trip fluid at 300'  
Pulling 1000' a trip Made 20 trips Recovered 105 bbl  
Deepest pull 5700'. Secured well for the night

All work done as requested

Thanks

1 1/2% interest per month on all accounts over 30 days.

Signature: Jean Judice

Foreman: Jordan Jordan



DAILY FIELD TICKET

42394

WELL SERVICE, INC.

1084 BERGERON RIGS ROAD - BREAUX BRIDGE, LA 70517

U.S. WATS: 1-800-234-4091

OFFICE: 337-332-4215

FAX: 337-332-4055

WORKOVER RIGS  
SWABBING UNITS  
WIRELINE TRUCKS  
SWAB TRUCKS  
ROD OVERSHOTS  
TUBING TEST TRUCKS



ACCOUNT Axis onshore LP DATE 1-3 20 10  
 ADDRESS \_\_\_\_\_ WORK ORDER # \_\_\_\_\_  
 PARISH East Baton Rouge SER. # 240264 AFE # \_\_\_\_\_  
 LEASE H.M. Brian WELL # 1 FIELD Wildcat

RIG	HOURS	RATE	AMOUNT
Rig # <u>9 w/ 2 man crew</u>	<u>6</u>	<u>160</u>	<u>960.00</u>
Extra Equipment <u>2 7/8 swab cups</u>	<u>4</u>	<u>27.00</u>	<u>108.00</u>
<u>line wipers</u>	<u>2</u>	<u>20.00</u>	<u>40.00</u>
<u>line usage</u>	<u>6,400</u>	<u>2.00</u>	<u>128.00</u>
<u>Env. &amp; Ins.</u>	<u>Daily</u>	<u>100</u>	<u>100.00</u>
<u>Unit travel</u>	<u>100 mil</u>	<u>2.50</u>	<u>250.00</u>
<u>Round trip P/U</u>	<u>200 mil</u>	<u>1.50</u>	<u>300.00</u>
<u>Jordan</u>			
<u>Shawn</u>			
	TOTAL		<u>886.00</u>

Description of work done: Arrived on location opened well tubing & casing on vacuum. 1st trip fluid at 5,200' pulling a 1,000' a trip. Fluid staying at 5,400' made 5 trips Recovered 15 bbls Deep part pull 6,400' Big down Released.

All work done as requested

Thanks

1 1/2% interest per month on all accounts over 30 days.

Signature: [Signature] Foreman: [Signature]

Telluride Exploration, LLC  
405 Texas St.  
Vidalia, LA 71373

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June 25, 2010

Stan Gauthier, II, Esq.  
1405 West Pinhook Road, Suite 105  
Lafayette, Louisiana 70503

Re: A&T Well Service, Inc.  
Invoices Nos. 29292 and 29702

Dear M. Gauthier:

We are in receipt of and thank you for your letter of May 27, 2010. Therein, you have advised of your representation of A&T Well Service, Inc. and are seeking collection of monies for services allegedly furnished to Telluride Exploration, L.L.C.

Please be advised, however, that, to the extent any such services have been rendered in connection with the wells identified in the abovereferenced invoices, such services were not rendered for or on behalf of Telluride Exploration, L.L.C., and, thus, Telluride Exploration, L.L.C. is not the party responsible for same.

Rather, and concerning your Invoice No. 29702 (in the amount of \$5,560), and the H. M. Brian No. 1 Well to which such Invoice apparently relates, we note that any work performed on such Well would have been at the request and direction of Pryme Oil and Gas, Inc., and, thus, you should submit any requests for payment thereunder directly to Pryme, as follows:

Pryme Oil and Gas, Inc.  
Attn: Ryan Messer  
1001 Texas Avenue  
Houston, Texas 77002

Additionally, concerning your Invoice No. 29292 (in the amount of \$7,488), and the Missiana 18-11 No. 2 Well to which such Invoice apparently relates, please be advised that the operator of such Well is Axis Onshore, LP and, thus, to the extent any monies are, in fact, due under such Invoice, such should be billed directly to it, as follows:

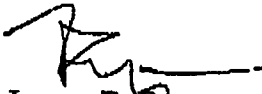


Stan Gauthier, II, Esq  
June 25, 2010  
Page 2

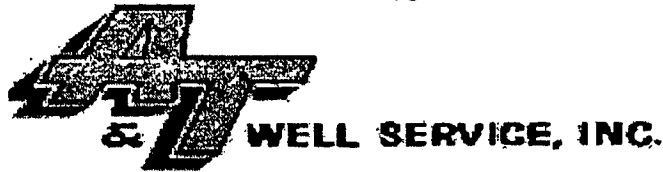
Axis Onshore, LP  
16610 Dallas Parkway, Suite 2500  
Dallas, Texas 75248

Please feel free to contact me at my office in the event you have  
questions concerning this matter.

Sincerely,



James P. Ryan



# Invoice

1094 Bergeron Rigs Road  
Breaux Bridge, LA 70517

<b>Bill To</b>
Axis Onshore, I.P 16610 Dallas Parkway Suite 2500 Dallas, TX 75248

<b>Date</b>
1/6/2010
<b>Invoice #</b>
29710

<b>Well Information</b>	
<b>Field:</b>	Long Branch
<b>Lease:</b>	Beltzhoover
<b>Well:</b>	5
<b>Serial:</b>	234086
<b>Parish:</b>	Catahoula

<b>AFE#</b>
<b>Terms</b>
Net 30

Serviced	Ticket #	Description	Quantity	Rate	Amount
1/5/2010	41930	Test Tubing Unit-per hr.	17	140.00	2,380.00
1/5/2010	41930	Environmental Fee-per day		100.00	100.00
1/5/2010	41930	Test Report	76	2.50	190.00

SEE ATTACHED	<b>Total</b>	\$2,670.00
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Thank you for your business!

<b>Phone #</b>	337/332-4215
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**A & T WELL SERVICE, INC.**  
 1094 Bergeron Rigs Road  
 Breaux Bridge, LA 70517

# Invoice

<b>Bill To</b>	
Axis Onshore, LP 16610 Dallas Parkway Suite 2500 Dallas, TX 75248	
<b>Well Information</b>	
Field:	Harrisonburg
Lease:	Lambert-Barron A SWD
Well:	1
Serial:	108937
Parish:	Catahoula

<b>Date</b>
4/19/2010
<b>Invoice #</b>
30097

<b>AFE#</b>
<b>Terms</b>
Net 30

Serviced	Ticket #	Description	Quantity	Rate	Amount
4/13/2010	42901	Swab Unit/helper-per hr	10	160.00	1,600.00
4/13/2010	42901	Swab Cups	3	30.00	90.00
4/13/2010	42901	Line Wipers	2	20.00	40.00
4/13/2010	42901	Line Charge	900	0.02	18.00
4/13/2010	42901	Environmental Fee-per day		100.00	100.00
4/13/2010	42901	Rig Mileage	400	2.50	1,000.00
4/13/2010	42901	Pickup-Mileage	400	1.50	600.00

SEE ATTACHED	<b>Total</b>	\$3,448.00
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Thank you for your business!

Phone #	337/332-4215
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DAILY FIELD TICKET

42901

**WELL SERVICE, INC.**

1094 BERGERON RIGS ROAD - BREAUX BRIDGE, LA 70517

U.S. WATS: 1-800-234-4091

OFFICE: 337-332-4215

FAX: 337-332-4055

WORKOVER RIGS  
SWABBING UNITS  
WIRELINE TRUCKS  
SWAB TRUCKS  
ROD OVERSHOTS  
TUBING TEST TRUCKS



ACCOUNT Axis Onshore DATE 4-13-2010  
 ADDRESS \_\_\_\_\_ WORK ORDER # \_\_\_\_\_  
 PARISH Catahoula SER. # 108937 AFE # \_\_\_\_\_  
 LEASE Lambert-Barlow WELL # A-15VD FIELD Harrisonburg

RIG	HOURS	RATE	AMOUNT
Rig # <u>9 w/2 man crew</u>	<u>20</u>	<u>160</u>	<u>1,600.00</u>
Extra Equipment <u>2 7/8 sand cups</u>	<u>3</u>	<u>30</u>	<u>90.00</u>
<u>line wipers</u>	<u>2</u>	<u>20</u>	<u>40.00</u>
<u>line usage 900'</u>	<u>900'</u>	<u>24</u>	<u>18.00</u>
<u>Env. &amp; Ins. Daily</u>	<u>Daily</u>	<u>100</u>	<u>100.00</u>
<u>Unit travel 400mil</u>	<u>400mil</u>	<u>2.50</u>	<u>1,000.00</u>
<u>BT/PU mile 400mil</u>	<u>400mil</u>	<u>1.50</u>	<u>600.00</u>
<u>Jordan</u>			
<u>Ty</u>			
<b>TOTAL</b>			<u>\$3,448.00</u>

Description of work done: Big up on well 1st run fluid at surface  
made 42 run Rec - 98 bbl's Big down

Release!

Thank's

1 1/2% interest per month on all accounts over 30 days.

Signature: A. Daniels Foreman: Jim Johnson

# 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):**

<b>Creditor:</b> (13250238) <u>History</u> A & T Well Service, Inc. c/o Stan Gauthier, II Attorney at Law 1405 West Pinbook Road, Suite 105 Lafayette, LA 70503	<b>Claim No: 12</b> <i>Original Filed</i> Date: 06/16/2010 <i>Original Entered</i> Date: 06/23/2010 <i>Last Amendment</i> Filed: 07/16/2010 <i>Last Amendment</i> Entered: 07/19/2010	<b>Status:</b> Filed by: CR Entered by: Modified: 07/19/2010
Unsecured claimed: \$13306.00 <b>Total      claimed: \$13306.00</b>		
<b>History:</b> <u>Details</u> <u>12-1</u> 06/16/2010 Claim #12 filed by A & T Well Service, Inc., total amount claimed: \$5818 (Rielly, Bill ) <u>Details</u> <u>12-2</u> 07/16/2010 Amended Claim #12(originally filed as claim #27) filed by A & T Well Service, Inc., total amount claimed: \$13306 (Tello, Chris )		
<b>Description:</b>		
<b>Remarks:</b>		

## 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
<b>Unsecured</b>	\$13306.00	
<b>Secured</b>		
<b>Priority</b>		
<b>Unknown</b>		
<b>Administrative</b>		
<b>Total</b>	<b>\$13306.00</b>	<b>\$0.00</b>