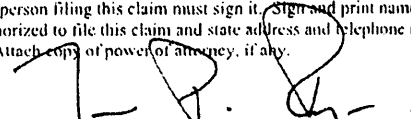



B 10 (Official Form 10) (04/10)

<b>UNITED STATES BANKRUPTCY COURT</b> <u>North District of Texas</u>		<b>PROOF OF CLAIM</b>
Name of Debtor: <b>AXIS ONSHORE, LP</b>		Case Number: <b>10-33569-sgj-11</b>
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.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): <b>E-Operating, LLC</b>		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: <b>Emily S. Donahue, Jackson Walker L.L.P.</b> <b>901 Main Street, Suite 6000, Dallas, TX 75202</b>  Telephone number: <b>2149536000</b>		
Name and address where payment should be sent (if different from above):   Telephone number: _____		
1. Amount of Claim as of Date Case Filed: \$ <u>521,386.46</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.  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.  Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).  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).  Contributions to an employee benefit plan - 11 U.S.C. § 507 (a)(5).  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).  Taxes or penalties owed to governmental units - 11 U.S.C. § 507 (a)(8).  Other - Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).  Amount entitled to priority:  \$ _____  *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.
2. Basis for Claim: <u>services - oil &amp; gas drilling and production</u> (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: _____  3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
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:    Real Estate    Motor Vehicle    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: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.  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 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>7-28-10</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.   <b>Member</b> <b>JAMES P. RYAN</b>		FOR COURT USE ONLY  <b>TriDimension</b>  00170

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.

**SUMMARY OF DOCUMENTATION SUPPORTING PROOF OF CLAIM OF**  
**E-OPERATING, LLC**  
**(TriDimension Energy, L.P., et al.)**

Summary. The documentation supporting the Proof of Claim of E-Operating, LLC (“E-Operating” or “Claimant”) includes the mineral liens (the “Subject Mineral Liens”) summarized below, together with the applicable contracts, agreements, invoices, and terms and conditions which govern the materials and services furnished by E-Operating:

County or Parish / State	Well / Lease	Lien Amount	Date Lien Recorded	Recording Information
Wilkinson/MS	Crosby 16-4 No. 1	\$13,294.75	7/27/10	Book 5, page 13 <i>et seq.</i>
Wilkinson/MS	Crosby 31-11 No. 1	\$642.00	7/27/10	Book 5, page 13 <i>et seq.</i>
Adams/MS	Davis Unit No. 1	\$17,725.65	7/27/10	Book 8, page 583 <i>et seq.</i>
Adams/MS	Junkin A-20	\$823.90	7/27/10	Book 8, page 583 <i>et seq.</i>
Jefferson/MS	Hall No. 2	\$74,202.68	7/27/10	(not yet available)
Tangipahoa/LA	Denkman No. 1	\$34,180.00	7/27/10	Book 1951, page 619 <i>et seq.</i>
Concordia/LA	(See attached)	\$180,849.48	7/27/10	Book 411, page 648 <i>et seq.</i>
Catahoula/LA	(See attached)	\$60,192.50	7/27/10	Book 261, page 791 <i>et seq.</i>
LaSalle /LA	(See attached)	\$49,030.50	7/27/10	Book 342, page 175 <i>et seq.</i>
Avoyelles/LA	(See attached)	90,445.00	7/27/10	Book 662, page 602 <i>et seq.</i>
<b>Total</b>		<b>\$521,386.46</b>		

Basis for Claim. As set forth in the notices of lien attached hereto which describe the Subject Mineral Liens, the basis for this Proof of Claim includes E-Operating’s performance of labor and services and furnishing of equipment, materials and machinery and/or the incurring of expenses for same in connection with the operations performed by the Axis Offshore on various oil and gas wells and associated oil and gas leases in which TriDimension holds an interest. Due to the voluminous nature of the records which evidence the work done and support the Subject Mineral Liens, not all of those records are provided herein. Such records will be furnished upon written request to Emily S. Donahue, of Jackson Walker L.L.P., 901 Main Street, Suite 6000, Dallas, Texas 75202, counsel for E-Operating. The total amount of E-Operating’s claim against Debtors as set forth above is \$521,386.46, exclusive of any contractual interest and attorneys’

fees. That amount is secured by the Subject Mineral Liens against the associated oil and gas wells and oil and gas leases.

Post-Petition Interest and Attorneys' Fees. E-Operating has incurred and is entitled to recover applicable post-petition interest, legal fees and expenses related to the claims of E-Operating against the Debtors. See 11 U.S.C. §§ 502 and 506. E-Operating reserves the right to amend this Proof of Claim to include such additional amounts as and when occurred related to E-Operating's claims against the Debtors.

Reservation of Rights. The execution and filing of this Proof of Claim is (a) without waiver or release of any of Claimant's rights, claims, actions, defenses, setoffs or counter-claims against the Debtors or against any other entity or person liable for all or part of the claims or rights of Claimant under applicable law, (b) not a consent by Claimant to the subject matter jurisdiction of the Bankruptcy Court with respect to any proceeding commenced before or after the Petition Date by or against or otherwise involving Claimant or the claims or rights of Claimant set forth herein, (c) without waiver of the right to withdraw the reference with respect to the subject matter of the claims or rights of Claimant set forth herein, any objection or other proceeding commenced with respect thereto or any other proceeding commenced in this bankruptcy case against or otherwise involving Claimant, (d) without waiver of, without prejudice to, and with full reservation of Claimant's rights to a jury trial or arbitration with respect to the subject matter of the claims or rights of Claimant set forth herein, and (e) not an election of remedy which waives or otherwise affects any other remedy available to Claimant.

Claimant expressly reserves all rights including, without limitation, its rights (a) to amend, modify or supplement in any respect this Proof of Claim, including any exhibits, (b) to file additional proofs of claim, and (c) against third parties. Additional documentation related to

Claimant's Proof of Claim is available upon written request to Emily S. Donahue, of Jackson Walker L.L.P., 901 Main Street, Suite 6000, Dallas, Texas 75202, counsel for Claimant.

**NOTICE OF CONSTRUCTION LIEN**

**STATE OF LOUISIANA**

**PARISH OF CONCORDIA**

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

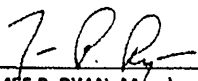
1. He is the Member, Mgr. of E-OPERATING, LLC, a Louisiana Corporation (hereafter, "E-Operating"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

**SEE ATTACHED EXHIBIT "A"**

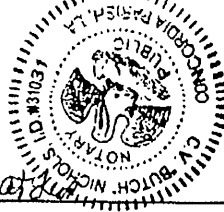
3. On or about March 31, 2010, and April 22, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of AXIS, and/or one of its subsidiary or related companies and for the benefit of AXIS and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$13,936.75.
5. Suit has not been filed at this time.

**E-OPERATING, LLC**

By:

  
**JAMES P. RYAN, Member Mgr.**  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



[Signature]  
Notary Public

My Commission Expires: 07/27/2011

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

*Index to:*

*Sec. 16, T4N-R1W*

*Sec. 31, T3N-R1E*

EXHIBIT "A"

Well Name & Number	County	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
Crosby 16-4 No. 1	Wilkinson	1265	4/22/2010	1356	16,4N-1W	\$3,531.00
			4/23/2010	1357	16,4N-1W	\$4,135.55
			4/26/2010	1358	16,4N-1W	\$2,519.85
Crosby 16-4 No. 1	Wilkinson	1332	4/22/2010	1584	16,4N-1W	\$914.85
Crosby 16-4 No. 1	Wilkinson	1337	4/22/2010	1627	16,4N-1W	\$535.00
Crosby 16-4 No. 1	Wilkinson	1341	4/23/2010	1628	16,4N-1W	\$321.00
Crosby 16-4 No. 1	Wilkinson	1343	4/23/2010	1585	16,4N-1W	\$1,016.50
Crosby 16-4 No. 1	Wilkinson	1352	4/26/2010	1629	16,4N-1W	\$321.00
Crosby 31-11 No. 1	Wilkinson	1486	3/31/2010	7247	31,3N-1E	\$642.00
Total						\$13,936.75

STATE OF LOUISIANA  
PARISH OF CONCORDIA

This instrument was filed for record on the 27<sup>th</sup>  
day of July, 2010 at 2:20 o'clock a  
and was recorded in 17003 Book 44  
648 and        of the records of this office

Document No. 216877

A true copy of the original

Sherris Martin  
Deputy Clerk of Court  
Concordia Parish, Louisiana  
Vidalia, Louisiana July 27, 2010

**NOTICE OF CONSTRUCTION LIEN**

STATE OF LOUISIANA

PARISH OF CONCORDIA

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

1. He is the **Member, Mgr. of E-OPERATING, LLC**, a Louisiana Corporation (hereafter, "**E-Operating**"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

**SEE ATTACHED EXHIBIT "A"**

3. On or about January 29, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of **AXIS**, and/or one of its subsidiary or related companies and for the benefit of **AXIS** and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$180,849.48.
5. Suit has not been filed at this time.

**E-OPERATING, LLC**

By: J. P. Ryan

**JAMES P. RYAN, Member Mgr.**  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170



SWORN TO AND SUBSCRIBED before me on this 27<sup>th</sup> day of July, 2010.



C.V. Butch Nichols  
Notary Public

My Commission Expires: at death

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

of 36  
EXHIBIT A

Well Name & Number	Parish	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
GM Rhodes B #13	Concordia	1001	2/8/2010	1034	29,9N-10E	1,020.00
			2/9/2010	1035	29,9N-10E	3,920.00
			2/10/2010	1036	29,9N-10E	390.00
Brushy Bayou #4	Concordia	1003	2/5/2010	1007	7,7N-8E	2,785.00
			2/6/2010	1008	7,7N-8E	2,608.00
			2/8/2010	1009	7,7N-8E	945.00
Brushy Bayou #7	Concordia	1004	1/29/2010	1001	7,7N-8E	2,070.00
			2/1/2010	1002	7,7N-8E	3,005.00
			2/2/2010	1003	7,7N-8E	3,478.00
			2/3/2010	1004	7,7N-8E	3,333.00
			2/4/2010	1005	7,7N-8E	2,135.00
			2/5/2010	1006	7,7N-8E	510.00
			2/10/2010	1013	7,7N-8E	1,750.00
Brushy Bayou #7	Concordia	1026	2/5/2010	1039	7,7N-8E	1,165.00
Brushy Bayou #7	Concordia	1027	2/5/2010	6876	7,7N-8E	1,200.00
Brushy Bayou #7	Concordia	1029	2/5/2010	6962	7,7N-8E	470.00
Brushy Bayou #7	Concordia	1030	2/5/2010	8912	7,7N-8E	1,030.00
Brushy Bayou #7	Concordia	1032	2/8/2010	1008	7,7N-8E	600.00
G M Rhodes #13	Concordia	1033	2/8/2010	1009	29,9N-10E	555.00
Brushy Bayou #7	Concordia	1035	2/8/2010	6878	7,7N-8E	625.00
Brushy Bayou #7	Concordia	1036	2/8/2010	1004	7,7N-8E	840.00
Brushy Bayou #7	Concordia	1037	2/8/2010	1005	7,7N-8E	1,500.00
Brushy Bayou #7	Concordia	1040	2/9/2010	6880	7,7N-8E	300.00
K G Lee 2 & 5	Concordia	1059	2/15/2010	1044	11,2N-8E	1,060.00
G M Rhodes B #15	Concordia	1070	2/18/2010	1043	30,9N-10E	2,975.00
			2/19/2010	1044	30,9N-10E	1,020.00
Rhodes & Testa LSJ TB	Concordia	1111	3/10/2010	1153	N/A	1,000.00
Yahey #1	Concordia	1113	3/12/2010	1065	33,4N-8E	862.50
			3/15/2010	1066	33,4N-8E	2,910.00
G M Rhodes C-1	Concordia	1118	3/11/2010	1091	29,9N-10E	2,697.50
			3/12/2010	1093	29,9N-10E	1,600.00
Yahey NB #5	Concordia	1126	3/8/2010	1179	25,4N-8E	455.00
G M Rhodes C1	Concordia	1133	3/11/2010	1110	29,9N-10E	370.00
Learned Peabody RP #7	Concordia	1135	3/11/2010	1111	AC.,8N-10E	795.00
Learned Peabody RP #7	Concordia	1136	3/12/2010	1112	AC.,8N-10E	710.00

EXHIBIT A  
of 36

Lake St. John Tank Battery	Concordia	1137	3/12/2010	1113	N/A	340.00
Yakey NB #1	Concordia	1139	3/12/2010	1201	25,4N-8E	370.00
Yakey NB #1	Concordia	1140	3/12/2010	1154	25,4N-8E	300.00
Lake St. John Tank Battery	Concordia	1141	3/12/2010	1155	N/A	200.00
Lake St. John Tank Battery	Concordia	1142	3/12/2010	1184	N/A	500.00
Brushy Bayou #4	Concordia	1147	3/26/2010	1127	7,7N-8E	3,120.00
Yakey NB #1	Concordia	1148	3/15/2010	1163	25,4N-8E	340.00
Yakey NB #5	Concordia	1149	3/16/2010	1129	25,4N-8E	510.00
K G Lee Lease	Concordia	1150	3/16/2010	1204	19, 2N-8E	680.00
K G Lee Lease	Concordia	1152	3/16/2010	7234	19, 2N-8E	250.00
Yakey Etal NB Lease	Concordia	1153	3/17/2010	1188	25,4N-8E	500.00
K G Lee Lease	Concordia	1156	3/17/2010	1117	19,2N-8E	935.00
Yakey Lease	Concordia	1159	3/18/2010	1162	33,4N-8E	250.00
NB Yakey Lease	Concordia	1160	3/18/2010	1118	25,4N-8E	510.00
K G Lee	Concordia	1161	3/19/2010	7237	10, 2N-8E	250.00
Brushy Bayou #4	Concordia	1186	3/25/2010	1212	7,7N-8E	455.00
Brushy Bayou #4	Concordia	1187	3/25/2010	1198	7,7N-8E	500.00
I H Yakey NB #1	Concordia	1195	4/5/2010	1112	25,4N-8E	2,280.00
			4/6/2010	1114	25,4N-8E	3,930.00
			4/7/2010	1115	25,4N-8E	390.00
Joseph testa #9	Concordia	1199	3/31/2010	1131	29,9N-10E	3,510.00
			4/1/2010	1132	29,9N-10E	2,752.50
K G Lee Lease	Concordia	1217	4/1/2010	1327	10,2N-8E	740.00
K G Lee Lease	Concordia	1219	4/1/2010	1554	10,2N-8E	300.00
K G Lee Lease	Concordia	1225	4/5/2010	1559	10,2N-8E	300.00
Testa #9	Concordia	1231	4/5/2010	1305	29,9N-10E	250.00
Yakey NB #1	Concordia	1251	4/8/2010	1310	25,4N-8E	300.00
K G Lee #3	Concordia	1253	4/9/2010	1563	20,2N-8E	170.00
H Yakey Etal NB #1	Concordia	1254	4/9/2010	1562	25,4N-8E	200.00
K G Lee Tank Battery	Concordia	1260	4/9/2010	1312	N/A	400.00
J Dale SWD #23	Concordia	1267	4/15/2010	1144	31,7N-8E	3,262.50
Mobile Fee #7	Concordia	1269	4/19/2010	1148	75,2N-8E	1,310.00
			4/20/2010	1149	75,2N-8E	3,337.50

of 36  
EXHIBIT A"

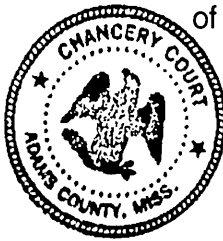
			4/21/2010	1150	75,2N-8E	3,337.50
K G Lee #3	Concordia	1270	4/22/2010	1251	12,2N-8E	1,600.00
			4/23/2010	1252	12,2N-8E	1,750.00
			4/26/2010	1253	12,2N-8E	3,627.50
J Dale SWD #23	Concordia	1283	4/14/2010	1266	31,7N-8E	340.00
J Dale SWD #13	Concordia	1289	4/14/2010	1316	31,7N-8E	375.00
John Dale SWD #23	Concordia	1296	4/15/2010	1579	31,7N-8E	760.00
Mobil Fee #7	Concordia	1297	4/15/2010	1354	75,2N-8E	300.00
Mobil Fee Lease #7	Concordia	1302	4/16/2010	1336	75,2N-8E	965.00
j Dale SWD #3	Concordia	1305	4/16/2010	1570	31,7N-8E	375.00
Mobil Fee Lease #7	Concordia	1308	4/17/2010	1337	75,2N-8E	455.00
Mobil fee #7	Concordia	1313	4/19/2010	1322	75,2N-8E	300.00
Mobil Fee #7	Concordia	1316	4/19/2010	1571	75,2N-8E	750.00
Mobil Fee #7	Concordia	1317	4/19/2010	1531	75,2N-8E	780.00
Mobil Fee #7	Concordia	1325	4/20/2010	1532	75,2N-8E	1,310.00
Mobil Fee #7	Concordia	1327	4/21/2010	1340	75,2N-8E	500.00
Mobil Fee lease #7	Concordia	1330	4/21/2010	1533	75,2N-8E	1,310.00
K G Lee #3 SWD	Concordia	1331	4/22/2010	1534	12,2N-8E	1,060.00
K G Lee #3	Concordia	1333	4/22/2010	1345	20,2N-8E	800.00
K G Lee SWD #3	Concordia	1334	4/22/2010	1271	12,2N-8E	440.00
Mobil Fee #7	Concordia	1335	4/22/2010	1342	75,2N-8E	500.00
K G Lee SWD #3	Concordia	1336	4/22/2010	1626	12,2N-8E	875.00
K G Lee #3 SWD	Concordia	1338	4/23/2010	1346	12,2N-8E	655.00
K G Lee SWD #3	Concordia	1339	4/23/2010	1276	12,2N-8E	400.00
K G Lee #3 SWD	Concordia	1342	4/23/2010	1536	12,2N-8E	810.00
Brushy Bayou #4	Concordia	1347	5/4/2010	1261	7,7N-8E	3,150.00
			5/5/2010	1262	7,7N-8E	2,242.50
K G Lee SWD #3	Concordia	1349	4/27/2010	1254	12,2N-8E	3,627.50
			4/28/2010	1255	12,2N-8E	3,337.50
			4/29/2010	1256	12,2N-8E	1,095.00
			5/5/2010	1263	12,2N-8E	875.00
			5/7/2010	1265	12,2N-8E	2,035.00
			5/11/2010	1268	12,2N-8E	2,760.00
			5/12/2010	1269	12,2N-8E	3,337.50
K G Lee #3 SWD	Concordia	1353	4/26/2010	1537	12,2N-8E	1,030.00

of 36  
EXHIBIT "A"

K G Lee SWD #3	Concordia	1354	4/26/2010	1587	12,2N-8E	570.00
Lake St. John SWD	Concordia	1355	4/26/2010	1586	30,9N-10E	380.00
K G Lee SWD #3	Concordia	1358	4/27/2010	1280	12,2N-8E	500.00
K G Lee #3 SWD	Concordia	1359	4/27/2010	1538	12,2N-8E	1,280.00
K G Lee SWD #3	Concordia	1361	4/27/2010	1272	12,2N-8E	370.00
K G Lee SWD #3	Concordia	1362	4/27/2010	1588	12,2N-8E	1,235.00
K G Lee SWD #3	Concordia	1363	4/28/2010	1589	12,2N-8E	1,045.00
K G Lee #3 SWD	Concordia	1364	4/28/2010	1539	12,2N-8E	780.00
K G Lee SWD #3	Concordia	1370	4/29/2010	1633	12,2N-8E	200.00
K G Lee SWD #3	Concordia	1371	4/29/2010	1591	12,2N-8E	285.00
J Dale SWD	Concordia	1372	4/29/2010	1590	31,7N-8E	285.00
K G Lee lease	Concordia	1398	5/6/2010	1285	12,2N-8E	300.00
K G Lee #3 SWD	Concordia	1405	5/7/2010	1543	12,2N-8E	540.00
G M Rhodes B #15	Concordia	1407	5/14/2010	1178	30,9N-10E	2,112.50
K G Lee SWD #3	Concordia	1411	5/13/2010	1270	12,2N-8E	3,607.50
			5/14/2010	1271	12,2N-8E	3,482.50
K G Lee SWD C-4	Concordia	1412	5/17/2010	1272	20,2N-8E	2,575.00
			5/18/2010	1273	20,2N-8E	3,047.50
K G Lee SWD #3	Concordia	1433	5/11/2010	1594	12,2N-8E	475.00
K G Lee SWD #3	Concordia	1438	5/12/2010	1595	12,2N-8E	1,140.00
K G Lee #3 SWD	Concordia	1439	5/12/2010	1287	12,2N-8E	300.00
K G Lee #3 SWD	Concordia	1441	5/13/2010	1546	12,2N-8E	710.00
K G Lee SWD #3	Concordia	1444	5/13/2010	1596	12,2N-8E	760.00
School Board	Concordia	1445	5/14/2010	1241	64,2N-8E	625.00
School Board Lease	Concordia	1446	5/14/2010	1360	64,2N-8E	200.00
K G Lee Lease	Concordia	1448	5/14/2010	1361	12,2N-8E	200.00
K G Lee SWD #3	Concordia	1450	5/14/2010	1597	12,2N-8E	427.50
Yahey NB-2A	Concordia	1451	5/14/2010	1598	25,4N-8E	237.50
K G Lee C-4 SWD	Concordia	1452	5/14/2010	1501	20,2N-8E	540.00
K G Lee #3	Concordia	1456	5/18/2010	1639	20,2N-8E	300.00
K G Lee #C-4 SWD	Concordia	1458	5/18/2010	1599	20,2N-8E	665.00
Peabody	Concordia	1463	5/19/2010	1641	44,2N-8E	200.00

EXHIBIT "A"

G M Rhodes #12	Concordia	1472	5/21/2010	1500	29,9N-10E	530.00
G M Rhodes #1	Concordia	1473	5/21/2010	1498	29,9N-10E	165.00
G M Rhodes #15	Concordia	1474	5/21/2010	1499	30,9N-10E	330.00
K G Lee #3	Concordia	1475	5/21/2010	1851	20,2N-8E	660.00
G M Rhodes #B14	Concordia	1476	5/21/2010	1852	29,9N-10E	165.00
Testa #9	Concordia	1487	3/31/2010	7248	29,9N-10E	500.00
Lake St. John Tank Battery	Concordia	1488	4/21/2010	1356	N/A	960.00
LSJ Tank Battery	Concordia	1489	4/21/2010	1231	N/A	710.00
Lake St. John tank Battery	Concordia	1490	4/21/2010	1575	N/A	500.00
Lake St. John Tank Battery	Concordia	1491	4/22/2010	1232	N/A	710.00
Lake St. John Tank Battery	Concordia	1492	4/22/2010	1357	N/A	320.00
Lake St. John	Concordia	1493	4/23/2010	1278	N/A	500.00
Lake St. John Tank Battery	Concordia	1494	4/26/2010	1233	N/A	405.00
K G Lee C-4 SWD	Concordia	1495	5/17/2010	1502	20,2N-8E	570.00
K G Lee No. 3 SWD	Concordia	1042	5/12/2010	22	12,2N-8E	9,485.08
Roy O. Martin No. 2	Concordia	1043	4/7/2010	8	19,3N-7E	622.22
Roy O. Martin No. 2	Concordia	1044	4/19/2010	13	19,3N-7E	345.68
Total						\$180,849.48



STATE OF MISSISSIPPI  
ADAMS COUNTY

I, Thomas J. O'Beirne, Chancery Clerk in and for  
said County and State do hereby certify that the  
above and foregoing instrument is a true and  
correct copy of original recorded in Construction Lien  
Book 8 Page 583  
in the office of the Chancery Clerk, Adams County,  
Mississippi.

Given under my hand and seal of office this the

21 day of July, A.D., 2010  
THOMAS J. O'BEIRNE, Chancery Clerk

By Clawdia White D.C.

### NOTICE OF CONSTRUCTION LIEN

STATE OF LOUISIANA

PARISH OF CONCORDIA

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having  
been being first duly sworn by the undersigned Notary Public, deposes and says that:

1. He is the **Member, Mgr. of E-OPERATING, LLC**, a Louisiana Corporation (hereafter, "E-Operating"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas well described below, and for the further benefit of the owners of said oil/gas well and equipment situated thereon:

#### **SEE ATTACHED EXHIBIT "A"**

3. On or about March 3, 2010, E-Operating began supplying labor and material for the repair and servicing of the referenced wells upon the request of AXIS, and/or one of its subsidiary or related companies and for the benefit of AXIS and the owners of the well. An Itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$18,549.55.
5. Suit has not been filed at this time.

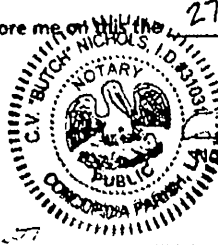
**E-OPERATING, LLC**

By:

J. P. Ryan  
JAMES P. RYAN, Member Mgr.

1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

SWORN TO AND SUBSCRIBED before me on this 27th day of July, 2010.



Butch Nichols  
Notary Public

My Commission Expires: at 12-31-11

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170



EXHIBIT "A"

Well Name & Number	County	Invoice #	Date of Service	Field Ticket #	Sec., T&R	Amount
Davis Unit No. 1	Adams	1121	3/3/2010	1105	16, 7N-2W	\$428.00
Davis Unit No. 1	Adams	1122	3/4/2010	1156	16, 7N-2W	\$428.00
Davis Unit No. 1	Adams	1131	3/10/2010	1109	16, 7N-2W	\$107.00
Davis Unit No. 1	Adams	1132	3/11/2010	1127	16, 7N-2W	\$370.00
Davis Unit No. 1	Adams	1138	3/12/2010	1202	16, 7N-2W	\$455.00
Davis Unit No. 1	Adams	1162	3/19/2010	7238	16, 7N-2W	\$535.00
Davis Unit No. 1	Adams	1163	3/19/2010	1119	16, 7N-2W	\$749.00
Davis Unit No. 1	Adams	1164	3/19/2010	1252	16, 7N-2W	\$9,148.50
Davis Unit No. 1	Adams	1170	3/22/2010	7240	16, 7N-2W	\$642.00
Davis Unit No. 1	Adams	1171	3/22/2010	1193	16, 7N-2W	\$642.00
Davis Unit No. 1	Adams	1172	3/22/2010	1209	16, 7N-2W	\$700.85
Davis Unit No. 1	Adams	1174	3/23/2010	1210	16, 7N-2W	\$1,102.10
Davis Unit No. 1	Adams	1175	3/23/2010	1255	16, 7N-2W	\$1,369.60
Davis Unit No. 1	Adams	1209	3/31/2010	1553	16, 7N-2W	\$321.00
Davis Unit No. 1	Adams	1238	4/6/2010	1307	16, 7N-2W	\$321.00
Davis Unit No. 1	Adams	1239	4/6/2010	1261	16, 7N-2W	\$406.60
Junkin A-20	Adams	1424	5/10/2010	1239	19, 8N-3W	\$395.90
Junkin A-20	Adams	1425	5/10/2010	1636	19, 8N-3W	\$428.00
Total						\$18,549.55

State of Mississippi County of Jefferson  
Filed for record this the 27th day of  
July A.D. 2010 at 12:00  
o'clock P m.  
By Delorise Frye, Clerk D.C.

**NOTICE OF CONSTRUCTION LIEN**

STATE OF LOUISIANA

PARISH OF CONCORDIA

BEFORE ME, the undersigned authority in and for said parish and state, James P. Ryan, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

1. He is the Member, Mgr. of E-OPERATING, LLC, a Louisiana Corporation (hereafter, "E-Operating"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of AXIS ONSHORE, LP ("AXIS"), as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

SEE ATTACHED EXHIBIT "A"

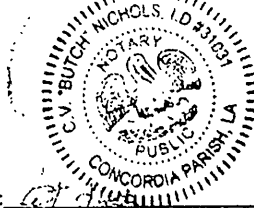
3. On or about March 16, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of AXIS, and/or one of its subsidiary or related companies and for the benefit of AXIS and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$74,202.68.
5. Suit has not been filed at this time.

E-OPERATING, LLC

By: J. P. Ryan  
JAMES P. RYAN, Member Mgr.  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

State of Mississippi County of Jefferson  
Attest A true copy: This 27th  
day of July 2010  
By Delorise Frye, Chancery Clerk D.C.

SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



J. Butch Nichols  
Notary Public

My Commission Expires: Oct 1, 2011

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

EXHIBIT "A"

Well Name & Number	County	Invoice	Date of Service	Field Ticket #	Sec., T &-R	Amount
Hall No. 2	Jefferson	1143	3/16/2010	1159	21,8N-1W	\$10,000.00
Hall No. 2	Jefferson	1151	3/16/2010	1186	21,8N-1W	\$321.00
Hall No. 2	Jefferson	1155	3/17/2010	7235	21,8N-1W	\$936.25
Hall No. 2	Jefferson	1166	3/20/2010	1192	21,8N-1W	\$749.00
Hall No. 2	Jefferson	1167	3/20/2010	7239	21,8N-1W	\$749.00
Hall No. 2	Jefferson	1168	3/21/2010	1253	21,8N-1W	\$1,155.60
Hall No. 2	Jefferson	1176	3/23/2010	7242	21,8N-1W	\$1,524.75
Hall No. 2	Jefferson	1177	3/23/2010	1195	21,8N-1W	\$1,524.75
Hall No. 2	Jefferson	1182	3/24/2010	1197	21,8N-1W	\$1,524.75
Hall No. 2	Jefferson	1194	3/30/2010	1106	21,8N-1W	\$2,439.60
			4/5/2010	1111	21,8N-1W	\$1,428.45
Hall No. 2	Jefferson	1207	3/30/2010	1125	21,8N-1W	\$428.00
Hall No. 2	Jefferson	1212	3/31/2010	1217	21,8N-1W	\$1,134.20
Hall No. 2	Jefferson	1213	3/31/2010	1139	21,8N-1W	\$1,134.20
Hall No. 2	Jefferson	1215	4/1/2010	1218	21,8N-1W	\$732.95
Hall No. 2	Jefferson	1264	4/13/2010	1121	21,8N-1W	\$3,282.22
			4/14/2010	1123	21,8N-1W	\$3,587.18
			4/15/2010	1124	21,8N-1W	\$1,872.50
			4/16/2010	1125	21,8N-1W	\$3,052.18
			4/19/2010	1351	21,8N-1W	\$4,063.33
			4/20/2010	1352	21,8N-1W	\$1,934.02
Hall No. 2	Jefferson	1278	4/13/2010	1566	21,8N-1W	\$535.00
Hall No. 2	Jefferson	1282	4/13/2010	1577	21,8N-1W	\$406.60
Hall No. 2	Jefferson	1291	4/14/2010	1578	21,8N-1W	\$609.90
Hall No. 2	Jefferson	1303	4/16/2010	1580	21,8N-1W	\$304.95

Hall No. 2	Jefferson	1311	4/19/2010	1582	21,8N-1W	\$1,016.50
Hall No. 2	Jefferson	1319	4/20/2010	1573	21,8N-1W	\$535.00
Hall No. 2	Jefferson	1322	4/20/2010	1583	21,8N-1W	\$406.60
Hall No. 2	Jefferson	1368	4/28/2010	1632	21,8N-1W	\$321.00
Hall No. 2	Jefferson	1373	4/29/2010	1234	21,8N-1W	\$1,032.55
Hall No. 2	Jefferson	1374	4/29/2010	1467	21,8N-1W	\$2,439.60
Hall No. 2	Jefferson	1375	4/30/2010	1235	21,8N-1W	\$486.85
Hall No. 2	Jefferson	1376	4/30/2010	1468	21,8N-1W	\$2,086.50
Hall No. 2	Jefferson	1379	5/3/2010	1470	21,8N-1W	\$909.50
Hall No. 2	Jefferson	1383	5/4/2010	1349	21,8N-1W	\$818.55
Hall No. 2	Jefferson	1385	5/4/2010	1471	21,8N-1W	\$1,605.00
Hall No. 2	Jefferson	1388	5/5/2010	2006	21,8N-1W	\$395.90
Hall No. 2	Jefferson	1394	5/5/2010	1472	21,8N-1W	\$1,968.80
Hall No. 2	Jefferson	1437	5/12/2010	1	21,8N-1W	\$1,802.95
Hall No. 2	Jefferson	1442	5/13/2010	1638	21,8N-1W	\$1,203.75
Hall No. 2	Jefferson	1443	5/13/2010	1494	21,8N-1W	\$2,156.05
Hall No. 2	Jefferson	1449	5/14/2010	1495	21,8N-1W	\$2,156.05
Hall No. 2	Jefferson	1454	5/17/2010	1488	21,8N-1W	\$2,332.60
Hall No. 2	Jefferson	1455	5/18/2010	1496	21,8N-1W	\$1,979.50
Hall No. 2	Jefferson	1457	5/18/2010	1761	21,8N-1W	\$818.55
Hall No. 2	Jefferson	1459	5/19/2010	1481	21,8N-1W	\$2,086.50
Hall No. 2	Jefferson	1464	5/19/2010	1640	21,8N-1W	\$214.00
Total						\$74,202.68

of 36  
**Tangipahoa Parish Recording Page**

Julian E. Dufreche  
Clerk of Court  
P. O. Box 667  
110 North Bay Street, Suite 100  
Amite, LA 70422  
(985) 748-4146

Received From :  
E-Operating LLC

First MORTGAGOR  
AXIS ONSHORE

First MORTGAGEE  
E-OPERATING LLC

Index Type : Mortgages  
Type of Document : Lien

File Number : 835124

Book : 1951 Page : 619

Recording Pages : 34

**Recorded Information**

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for  
Tangipahoa Parish, Louisiana

  
Deputy Clerk

On (Recorded Date) : 07/27/2010

At (Recorded Time) : 1:14:44:000 PM



Doc ID - 009898880034

CLERK OF COURT  
JULIAN E. DUFRECHE  
Parish of Tangipahoa

I certify that this is a true copy of the attached  
document that was filed for registry and  
Recorded 07/27/2010 at 1:14:44  
Recorded in Book 1951 Page 619  
File Number 835124

  
Deputy Clerk



Return To :

Do not Detach this Recording Page from Original Document

**NOTICE OF CONSTRUCTION LIEN**

**STATE OF LOUISIANA**

**PARISH OF CONCORDIA**

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

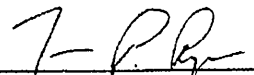
1. He is the **Member, Mgr. of E-OPERATING, LLC**, a Louisiana Corporation (hereafter, "**E-Operating**"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas well described below, and for the further benefit of the owners of said oil/gas well and equipment situated thereon:

**SEE ATTACHED EXHIBIT "A"**

3. On or about February 20, 2010, E-Operating began supplying labor and material for the repair and servicing of the referenced wells upon the request of **AXIS**, and/or one of its subsidiary or related companies and for the benefit of **AXIS** and the owners of the well. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$34,180.00.
5. Suit has not been filed at this time.

**E-OPERATING, LLC**

By:

  
**JAMES P. RYAN, Member Mgr.**  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



C.V. Butch Nichols  
Notary Public

My Commission Expires: 12/31/11

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170



EXHIBIT "A"

Well Name & Number	Parish	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
Denkman No. 1	Tangipahoa	1060	2/20/2010	6889	31,2S-7E	\$1,500.00
Denkman No. 1	Tangipahoa	1069	2/20/2010	1045	31,2S-7E	\$1,402.50
			2/22/2010	1046	31,2S-7E	\$3,850.00
Denkman No. 1	Tangipahoa	1073	2/23/2010	1047	31,2S-7E	\$2,685.00
			2/24/2010	1048	31,2S-7E	\$2,805.00
			2/25/2010	1049	31,2S-7E	\$3,435.00
			2/26/2010	1050	31,2S-7E	\$2,647.50
Denkman No. 1	Tangipahoa	1081	2/23/2010	7216	31,2S-7E	\$500.00
Denkman No. 1	Tangipahoa	1087	3/1/2010	1052	31,2S-7E	\$3,435.00
			3/2/2010	1054	31,2S-7E	\$3,750.00
			3/3/2010	1055	31,2S-7E	\$2,820.00
Denkman No. 1	Tangipahoa	1097	3/1/2010	6895	31,2S-7E	\$750.00
Denkman No. 1	Tangipahoa	1099	3/11/2010	7222	31,2S-7E	\$750.00
Denkman No. 1	Tangipahoa	1101	3/2/2010	6896	31,2S-7E	\$1,000.00
Denkman No. 1	Tangipahoa	1103	3/3/2010	7224	31,2S-7E	\$600.00
Denkman No. 1	Tangipahoa	1104	3/3/2010	6897	31,2S-7E	\$1,000.00
Denkman No. 1	Tangipahoa	1107	3/5/2010	7227	31,2S-7E	\$750.00
Denkman No. 1	Tangipahoa	1123	3/5/2010	1157	31,2S-7E	\$500.00
Total						\$34,180.00

**NOTICE OF CONSTRUCTION LIEN**

STATE OF LOUISIANA

PARISH OF CONCORDIA

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

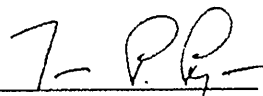
1. He is the **Member, Mgr. of E-OPERATING, LLC**, a Louisiana Corporation (hereafter, "**E-Operating**"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

**SEE ATTACHED EXHIBIT "A"**

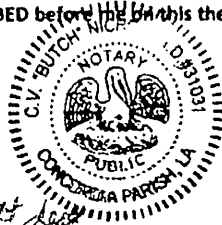
3. On or about March 4, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of **AXIS**, and/or one of its subsidiary or related companies and for the benefit of **AXIS** and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$60,192.50.
5. Suit has not been filed at this time.

**E-OPERATING, LLC**

By:

  
**JAMES P. RYAN, Member Mgr.**  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



C.V. Butcher, Jr.  
Notary Public

My Commission Expires: 07/27/11

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

of 36  
EXHIBIT A

Well Name & Number	Parish	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
Barron No. 1	Catahoula	1091	3/4/2010	1085	18,9N-7E	\$1,020.00
			3/5/2010	1086	18,9N-7E	\$3,055.00
			3/8/2010	1087	18,9N-7E	\$2,475.00
Beltzhoover	Catahoula	1108	3/5/2010	1024	36,6N-5E	\$710.00
Catahoula Bank No. 1	Catahoula	1115	3/17/2010	1071	24,8N-6E	\$2,695.00
			3/18/2010	1072	24,8N-6E	\$3,930.00
Barron No. 1	Catahoula	1116	3/9/2010	1088	18,9N-7E	\$1,020.00
Beltzhoover Pilot No. 1	Catahoula	1117	3/15/2010	1094	29,6N-6E	\$3,332.50
			3/16/2010	1095	29,6N-6E	\$2,620.00
Beltzhoover No. 1	Catahoula	1124	3/5/2010	1158	36,6N-5E	\$300.00
Beltzhoover No. 1	Catahoula	1125	3/8/2010	7228	36,6N-5E	\$375.00
Catahoula B&T No. 1	Catahoula	1145	3/19/2010	1073	24,8N-6E	\$1,492.50
Brooks No. 1	Catahoula	1157	3/18/2010	1189	14,8N-6E	\$800.00
Placid Fee Lease	Catahoula	1179	3/24/2010	1121	29,6N-6E	\$400.00
Placid Fee Lease	Catahoula	1183	3/24/2010	1256	29,6N-6E	\$740.00
Barron A-1 SWD	Catahoula	1198	4/12/2010	1120	18,9N-7E	\$4,327.50
Catahoula No. 1	Catahoula	1226	4/5/2010	1558	24,8N-6E	\$200.00
Catahoula No. 1	Catahoula	1232	4/5/2010	1260	24,8N-6E	\$340.00
Barron A-1 SWD	Catahoula	1263	4/14/2010	1122	18,9N-7E	\$1,177.50
Walters No. 3	Catahoula	1268	4/13/2010	1142	39,9N-6E	\$2,715.00
			4/14/2010	1143	39,9N-6E	\$3,117.50
			4/16/2010	1145	39,9N-6E	\$2,405.00
			4/19/2010	1146	39,9N-6E	\$665.00
Beltzhoover No. 1	Catahoula	1273	4/12/2010	1565	36,6N-5E	\$750.00
Barron SWD No. 1	Catahoula	1274	4/12/2010	1576	18,9N-7E	\$950.00
Beltzhoover No. 1	Catahoula	1276	4/13/2010	1527	36,6N-5E	\$1,030.00
Beltzhoover No. 1	Catahoula	1277	4/13/2010	1224	36,6N-5E	\$1,280.00
Beltzhoover No. 1	Catahoula	1284	4/14/2010	1528	36,6N-5E	\$1,030.00
Beltzhoover No. 1	Catahoula	1285	4/14/2010	1226	36,6N-5E	\$1,155.00
Barron No. 1	Catahoula	1344	4/26/2010	1359	18,9N-7E	\$1,095.00
			4/27/2010	1361	18,9N-7E	\$3,922.50
			4/28/2010	1362	18,9N-7E	\$1,095.00
Walters No. 3	Catahoula	1348	5/7/2010	1266	39,9N-6E	\$1,020.00
			5/10/2010	1267	39,9N-6E	\$3,482.50

of 36  
EXHIBIT "A"

Barron No. 1	Catahoula	1357	4/27/2010	1630	18,9N-7E	\$200.00
Barron No. 1	Catahoula	1367	4/28/2010	1631	18,9N-7E	\$300.00
Missianna No. 1 SWD	Catahoula	1389	5/5/2010	1752	17,5N-6E	\$625.00
Beltzhoover No. 5	Catahoula	1400	5/7/2010	1480	36,6N-5E	\$165.00
Beltzhoover No. 4	Catahoula	1401	5/7/2010	1479	36,6N-5E	\$165.00
Beltzhoover No. 1	Catahoula	1402	5/7/2010	1478	36,6N-5E	\$330.00
Missianna FRNE No. 15	Catahoula	1403	5/7/2010	1477	20,5N-6E	\$330.00
Missianna 18-11 No. 1	Catahoula	1404	5/7/2010	1476	18,5N-6E	\$330.00
Walters Routon No. 1	Catahoula	1468	5/20/2010	1497	1,8N-6E	\$1,025.00
Total						\$60,192.50

State of Louisiana

Parish of Catahoula

I hereby certify that this is a true copy of the SC  
page original instrument filed in this office at  
11:21 AM July 27, 2010

Registry No. 269258 and recorded in  
mob Book No. 261 Page No. 791 and  
Book No. \_\_\_\_\_ Page No. \_\_\_\_\_

Given under my hand and seal this

27th day of July 2010  
August T. Terry, Jr.  
Clerk & Ex Officio Recorder

**LaSalle Parish Recording Page**

Steve Andrews  
Clerk Of Court

1050 Courthouse St  
Jena, LA 71342

Act

215979



215979

Received From

E-OPERATING LLC

Mortgagor

AXIS ONSHORE LP

Mortgagee

E-OPERATING LLC

Kind

LIEN

Index Type: MORTGAGES

MORT Book: 342 Page: 175

Recording Pages: 82

**Recorded Information**

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for LaSalle Parish, .

On (Recorded Date): 07/27/2010

At (Recorded Time): 12:09:28 PM

Cover Sheet Copies:	1	0.00
Scan Page Count:	81	665.00
Police Jury Fee:		0.00
Certified Copy:		5.00
Stamp Copy:		0.00
Plat Copy:		0.00
Total Cost:		670.00

Steve Andrews  
CLERK OF COURT  
Parish of LaSalle

Deputy Clerk

Do not Detach this Recording Page from Original Document

**This Is Not An Invoice**

**NOTICE OF CONSTRUCTION LIEN**

STATE OF LOUISIANA

PARISH OF CONCORDIA

BEFORE ME, the undersigned authority in and for said parish and state, James P. Ryan, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

1. He is the Member, Mgr. of E-OPERATING, LLC, a Louisiana Corporation (hereafter, "E-Operating"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of AXIS ONSHORE, LP ("AXIS"), as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

SEE ATTACHED EXHIBIT "A"

3. On or about February 8, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of AXIS, and/or one of its subsidiary or related companies and for the benefit of AXIS and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$49,030.50.
5. Suit has not been filed at this time.

E-OPERATING, LLC

By:



JAMES P. RYAN, Member Mgr.  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170



SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



CV "Bentley" Case  
Notary Public

My Commission Expires 12/1/11

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

of 36  
EXHIBIT A

Well Name & Number	Parish	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
Weyerhaeuser 10-7 No. 1	LaSalle	1000	2/8/2010	1010	10,9N-10E	\$2,290.00
			2/9/2010	1011	10,9N-10E	\$3,632.50
			2/10/2010	1012	10,9N-10E	\$660.00
Weyerhaeuser 10-7 No. 1	LaSalle	1034	2/8/2010	6879	10,9N-10E	\$625.00
Weyerhaeuser 10-7 No. 1	LaSalle	1041	2/10/2010	7205	10,9N-10E	\$500.00
Rig 1 & Barge Rig	LaSalle	1129	3/9/2010	7229	N/A	\$1,500.00
Weyerhaeuser 10-7 No. 1	LaSalle	1146	3/22/2010	1099	10,9N-10E	\$3,225.00
			3/24/2010	1100	10,9N-10E	\$3,197.50
			3/25/2010	1126	10,9N-10E	\$2,690.00
LP Minerals 2-3 No. 1	LaSalle	1154	3/17/2010	1187	2,6N-3E	\$1,075.00
Benton No. 1 & No. 2	LaSalle	1158	3/18/2010	1161	2,6N-3E	\$375.00
LP Minerals 2-3 No. 1	LaSalle	1165	3/19/2010	1251	2,6N-3E	\$580.50
Weyerhaeuser 10-7 No. 1	LaSalle	1169	3/22/2010	1120	10,9N-10E	\$400.00
Weyerhaeuser 10-7 No. 1	LaSalle	1178	3/23/2010	1134	10,9N-10E	\$880.00
Weyerhaeuser 10-7 No. 1	LaSalle	1185	3/24/2010	1135	10,9N-10E	\$540.00
Weyerhaeuser 10-7 No. 1	LaSalle	1196	4/7/2010	1116	10,9N-10E	\$3,142.50
Weyerhaeuser 10-7 No. 1	LaSalle	1245	4/7/2010	1308	10,9N-10E	\$400.00
Weyerhaeuser 10-7 No. 1	LaSalle	1259	4/9/2010	1174	10,9N-10E	\$300.00
Hog Pen SL 19857	LaSalle	1272	4/12/2010	1225	2,6N-3E	\$780.00
Hog Pen SL 19857	LaSalle	1275	4/12/2010	1526	2,6N-3E	\$370.00
Hog Pen SL 19857	LaSalle	1286	4/14/2010	1334	2,6N-3E	\$795.00
LP Minerals 2-3 No. 1	LaSalle	1288	4/14/2010	1353	2,6N-3E	\$250.00
Benton, Crooks, Hog Pen	LaSalle	1294	4/15/2010	1335	2,6N-3E	\$965.00
Jack Allen No. 7	LaSalle	1299	4/16/2010	1258	35,7N-3E	\$710.00
Jack Allen No.7	LaSalle	1306	4/16/2010	1569	35,7N-3E	\$375.00
Jack Allen No. 7	LaSalle	1314	4/19/2010	1229	35,7N-3E	\$710.00
Jack Allen No. 7	LaSalle	1323	4/20/2010	1230	35,7N-3E	\$710.00
Barge - Cat lake	LaSalle	1329	4/21/2010	1325	N/A	\$1,100.00
Barge - Cat Lake	LaSalle	1340	4/23/2010	1277	N/A	\$500.00
Barge Rig	LaSalle	1350	4/12/2010	1314	N/A	\$1,200.00
Barge Rig	LaSalle	1392	5/5/2010	1359	N/A	\$600.00

of 36  
EXHIBIT "A"

State No. 3 Tank Battery	LaSalle	1395	5/6/2010	1473	N/A	\$660.00
State SWD No. & No. 3	LaSalle	1399	5/7/2010	1475	N/A	\$695.00
Ray 2-6 No. 1	LaSalle	1408	5/14/2010	1179	2,6N-3E	\$1,252.50
			5/18/2010	1180	2,6N-3E	\$3,865.00
			5/18/2010	1182	2,6N-3E	\$4,080.00
			5/20/2010	1183	2,6N-3E	\$1,095.00
Ray 2-6 No. 1	LaSalle	1465	5/19/2010	1762	2,6N-3E	\$725.00
Ray 2-6 No. 1	LaSalle	1467	5/20/2010	1642	2,6N-3E	\$300.00
Ray 2-6 No.1	LaSalle	1470	5/20/2010	1291	2,6N-3E	\$750.00
Ray 2-6 No. 1	LaSalle	1498	5/20/2010	1504	2,6N-3E	\$530.00
Total						\$49,030.50

Avoyelles Parish Recording Page

Samuel G. Couvillon  
Clerk of Court  
312 N. Main  
P. O. Box 219  
Marksville, LA 71351  
(318) 253-7523

Received From :  
E-OPERATING LLC

First MORTGAGOR  
AXIS ONSHORE LP

First MORTGAGEE  
E OPERATING LLC

Index Type : Mortgages  
Type of Document : Lien

Inst. Number : 2010-00004996

Recording Pages : 114

Book : 662 Page : 602

Recorded Information

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for Avoyelles Parish, Louisiana

On (Recorded Date) : 07/27/2010

At (Recorded Time) : 1:32:26PM



Doc ID - 001837740114

CLERK OF COURT  
SAMUEL G. COUVILLON  
Parish of Avoyelles

I certify that this is a true copy of the attached document that was filed for registry and  
Recorded 07/27/2010 at 1:32:26  
Recorded in Book 662 Page 602  
Inst. Number 2010-00004996

*Stephanie L. Lacombe*  
Deputy Clerk



Additional Index Recordings			
Index Type	Book	Page	Inst. Number
LEA	200	476	2010-00004996

Return To :

Do not Detach this Recording Page from Original Document

**NOTICE OF CONSTRUCTION LIEN**

**STATE OF LOUISIANA**

**PARISH OF CONCORDIA**

**BEFORE ME**, the undersigned authority in and for said parish and state, **James P. Ryan**, who, having been being first duly sworn by the undersigned Notary Public, deposes and says that:

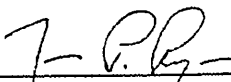
1. He is the **Member, Mgr. of E-OPERATING, LLC**, a Louisiana Corporation (hereafter, "**E-Operating**"), and is duly authorized to act herein on its behalf. E-Operating maintains its principal place of business in Vidalia, Louisiana, 71373 (1516 Murray Drive).
2. E-Operating asserts a lien for unpaid services, labor and materials furnished to or for the benefit of **AXIS ONSHORE, LP ("AXIS")**, as the operator of the oil/gas wells described below, and for the further benefit of the owners of said oil/gas wells and equipment situated thereon:

**SEE ATTACHED EXHIBIT "A"**

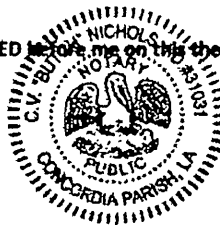
3. On or about February 19, 2010, E-Operating began supplying labor and material for the repair and servicing of the reference wells upon the request of **AXIS**, and/or one of its subsidiary or related companies and for the benefit of **AXIS** and the owners of the wells. An itemization of the services, labor and materials furnished is attached hereto as Exhibit "B".
4. As reflected in Exhibit "A", there is now jointly due and owing to E-Operating the sum of \$90,445.00.
5. Suit has not been filed at this time.

**E-OPERATING, LLC**

By:

  
**JAMES P. RYAN, Member Mgr.**  
1516 Murray Drive  
Vidalia, LA 71373  
Telephone: (318) 336-4170

SWORN TO AND SUBSCRIBED before me on this the 27<sup>th</sup> day of July, 2010.



C.V. Nichols  
Notary Public

My Commission Expires: at death

THIS INSTRUMENT WAS PREPARED BY:

Lisa Keeth  
1516 Murray Dr.  
Vidalia, LA 71373  
(318) 336-4170

EXHIBIT "A"

Well Name & Number	Parish	Invoice #	Date of Service	Field Ticket #	Sec., T - R	Amount
Roy O. Martin No. 1	Avoyelles	1057	2/19/2010	1042	30, 3N-7E	\$840.00
Roy O. Martin No. 1	Avoyelles	1058	2/18/2010	1043	30, 3N-7E	\$590.00
Roy O. Martin No. 1	Avoyelles	1062	2/18/2010	1049	30, 3N-7E	\$600.00
ART RA SUA # 5	Avoyelles	1071	2/17/2010	1018	31, 3N-7E	\$2,140.00
			2/18/2010	1019	31, 3N-7E	\$3,637.50
			2/19/2010	1020	31, 3N-7E	\$880.00
Roy O. Martin No. 1	Avoyelles	1072	2/19/2010	1021	30, 3N-7E	\$1,170.00
			2/22/2010	1022	30, 3N-7E	\$2,775.00
Roy O. Martin No. 1	Avoyelles	1074	2/23/2010	1023	30, 3N-7E	\$3,347.50
			2/24/2010	1024	30, 3N-7E	\$2,340.00
			2/25/2010	1078	30, 3N-7E	\$300.00
Roy O. Martin No. 1	Avoyelles	1077	2/22/2010	1176	30, 3N-7E	\$1,340.00
Roy O. Martin No. 1	Avoyelles	1080	2/23/2010	1177	30, 3N-7E	\$1,340.00
Roy O. Martin No. 1	Avoyelles	1082	2/24/2010	1178	30, 3N-7E	\$965.00
HEL RA SUF; Peters No. 1	Avoyelles	1088	3/4/2010	1056	26, 3N-7E	\$3,765.00
			3/5/2010	1057	26, 3N-7E	\$1,560.00
Stokes No. 1	Avoyelles	1089	3/5/2010	1058	2, 2S-2E	\$1,560.00
			3/8/2010	1059	2, 2S-2E	\$3,692.50
			3/9/2010	1060	2, 2S-2E	\$3,592.50
Stokes No. 1	Avoyelles	1112	3/10/2010	1061	2, 2S-2E	\$3,765.00
Peters No. 1	Avoyelles	1114	3/15/2010	1067	26, 3N-7E	\$1,560.00
			3/16/2010	1068	26, 3N-7E	\$1,875.00
Stokes No. 1	Avoyelles	1128	3/9/2010	1180	2, 2S-2E	\$800.00
Walker Ellis 6 - No. 1	Avoyelles	1200	4/5/2010	1134	31, 3N-8E	\$2,260.00
			4/6/2010	1135	31, 3N-8E	\$3,057.50
			4/7/2010	1136	31, 3N-8E	\$1,460.00
Roy O. Martin No. 2	Avoyelles	1201	4/7/2010	1137	19, 3N-7E	\$1,315.00
			4/8/2010	1138	19, 3N-7E	\$3,310.00
			4/9/2010	1139	19, 3N-7E	\$3,347.50
Peters No. 1	Avoyelles	1202	4/12/2010	1140	26, 3N-7E	\$3,210.00
Elder Lease 17	Avoyelles	1210	3/31/2010	1167	19, 3N-6E	\$810.00
W.E. Groves	Avoyelles	1211	3/31/2010	1168	19, 3N-7E	\$470.00
Roy O. Martin No. 1	Avoyelles	1234	4/6/2010	1141	30, 3N-7E	\$1,090.00
Roy O. Martin No. 1	Avoyelles	1236	4/6/2010	1351	30, 3N-7E	\$750.00
Roy O. Martin No. 1	Avoyelles	1243	4/7/2010	1142	30, 3N-7E	\$1,090.00
Roy O. Martin No. 2	Avoyelles	1248	4/8/2010	1143	19, 3N-7E	\$1,090.00

EXHIBIT "A"

Roy O. Martin No. 2	Avoyelles	1252	4/8/2010	1309	19, 3N-7E	\$700.00
Roy O. Martin No. 2	Avoyelles	1256	4/9/2010	1144	19, 3N-7E	\$1,090.00
Roy O. Martin No. 2	Avoyelles	1261	4/10/2010	1313	19, 3N-7E	\$600.00
Beltzhoover	Avoyelles	1262	4/10/2010	1564		\$1,050.00
Peters No.1	Avoyelles	1266	4/13/2010	1141	26, 3N-7E	\$375.00
Ellis 6-1	Avoyelles	1304	4/16/2010	1581	31, 3N-8E	\$285.00
WL Stokes No. 1	Avoyelles	1409	5/21/2010	1184	2, 2S-2E	\$2,920.00
				1186	2, 2S-2E	\$3,865.00
Roy O. Martin No. 1	Avoyelles	1413	5/21/2010	1151	30, 3N-7E	\$870.00
			5/19/2010	1274	30, 3N-7E	\$2,910.00
			5/20/2010	1275	30, 3N-7E	\$870.00
HAAS SWD	Avoyelles	1414	5/1/2010	1751	42, 1S-2E	\$840.00
Peters No. 1	Avoyelles	1418	5/10/2010	1486	26, 3N-7E	\$260.00
Milligan Bayou SWD No. 1	Avoyelles	1419	5/10/2010	1485		\$260.00
Roy O. Martin GL #3 & #4	Avoyelles	1420	5/10/2010	1484	35, 3N-7E	\$260.00
					35, 3N-7E	
Ellis 6-1	Avoyelles	1421	5/10/2010	1483	31, 3N-8E	\$260.00
Elder # 17	Avoyelles	1422	5/10/2010	1482	19, 3N-6E	\$460.00
Walters ST # 1	Avoyelles	1426	5/10/2010	1487	20, 3N-7E	\$460.00
Roy O. Martin #1 & #2	Avoyelles	1429	5/11/2010	1489	19, 3N-7E	\$860.00
Ellis 6-1	Avoyelles	1430	5/11/2010	1490	31, 3N-8E	\$330.00
Blanche No. 1	Avoyelles	1431	5/11/2010	1491	20, 3N-7E	\$330.00
Groves # 1 SWD	Avoyelles	1432	5/11/2010	1492	19, 3N-7E	\$330.00
Roy O. Martin No. 1	Avoyelles	1460	5/19/2010	1601	30, 3N-7E	\$665.00
Roy O. Martin No. 1	Avoyelles	1461	5/19/2010	1290	30, 3N-7E	\$900.00
Roy O. Martin No. 1	Avoyelles	1469	5/20/2010	1602	30, 3N-7E	\$190.00
Roy O. Martin No. 1	Avoyelles	1496	5/19/2010	1244	30, 3N-7E	\$810.00
Total						\$90,445.00



10-33569-sgj11 Axis Onshore, LP

## Chapter: 11

**Last Date to file claims: 07/28/2010**

**Last Date to file (Govt):**

## Claims Register Summary

**Case Number:** 10-33569-sgj11

**Date Filed:** 05/21/2010

**Total Number Of Claims: 1**

	Total Amount Claimed	Total Amount Allowed
Unsecured	\$521386.46	
Secured		
Priority		
Unknown		
Administrative		
<b>Total</b>	<b>\$521386.46</b>	<b>\$0.00</b>