

B1 (Official Form 1)(04/13)

United States Bankruptcy Court Northern District of Texas		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Roxwell Performance Drilling, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): AKA Roxwell International, Inc.; AKA Roxwell Downhole Tools, LLC; AKA Phoenix Downhole Solutions & Drilling Services; AKA Roxwell Tool Co.		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 454-80-8012		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 1001 Main Street Suite 501 Lubbock, TX <div style="text-align: right;">ZIP Code 79408</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Lubbock		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): 600 N. Marienfeld Ste. 860 Midland, TX 79706		
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Roxwell Performance Drilling, LLC</p>
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Roxwell Performance Drilling, LLC</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Max R. Tarbox</u> Signature of Attorney for Debtor(s)</p> <p><u>Max R. Tarbox 19639950</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Tarbox Law, P.C.</u> Firm Name</p> <p><u>2301 Broadway</u> <u>Lubbock, TX 79401</u> Address</p> <p style="text-align: right;">Email: meredith@tarboxlaw.com</p> <p><u>(806) 686-4448 Fax: (806) 368-9785</u> Telephone Number</p> <p><u>November 1, 2013</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Fernando M. Bustos</u> Signature of Authorized Individual</p> <p><u>Fernando M. Bustos</u> Printed Name of Authorized Individual</p> <p><u>Receiver</u> Title of Authorized Individual</p> <p><u>November 1, 2013</u> Date</p>	

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Northern District of Texas

In re Roxwell Performance Drilling, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Ability Composites, LLC PO Box 4040 Omaha, NE 68104	Ability Composites, LLC PO Box 4040 Omaha, NE 68104	Composite Material		58,468.22
Basin Tek LLC 713 Northpark Central Dr. Suite 400 Houston, TX 77073	Basin Tek LLC 713 Northpark Central Dr. Suite 400 Houston, TX 77073	Services		39,285.00
Cobra Downhole Motors 6816 Bourgeois Rd Houston, TX 77066	Cobra Downhole Motors 6816 Bourgeois Rd Houston, TX 77066	Goods-Services		238,397.44
Coil Tubing Technology, Inc Wied Rd, Suite E Spring, TX 77388	Coil Tubing Technology, Inc Wied Rd, Suite E Spring, TX 77388	Goods-COGS		89,725.00
Directional Guidance, LLC 14900 Avery Ranch Blvd Suite C200 Austin, TX 78717	Directional Guidance, LLC 14900 Avery Ranch Blvd Suite C200 Austin, TX 78717	Goods-COGS		146,054.00
Hiljet Bit, LLC 2601 Venture Dr. Norman, OK 73069	Hiljet Bit, LLC 2601 Venture Dr. Norman, OK 73069	Goods-COGS		38,718.70
Innovative Mechanical Solutions, Ltd 9504-41 Avenue NW Edmonton, AB	Innovative Mechanical Solutions, Ltd 9504-41 Avenue NW Edmonton, AB	Goods-COGS		37,640.25
IRS 1111 Ogden, UT 84201	IRS 1111 Ogden, UT 84201	Income Tax Back payroll liabilities, amount owed is listed, not sure of penalties.		110,706.24
KM Services PO Box 87886 Houston, TX 77287	KM Services PO Box 87886 Houston, TX 77287	Returned Parts	Disputed	160,579.00
Machin-A-Mation Corporation 56568 N. Bay Drive Chesterfield, MI 48051	Machin-A-Mation Corporation 56568 N. Bay Drive Chesterfield, MI 48051	Equipment ordered, but not received due to non-payment		516,000.43

B4 (Official Form 4) (12/07) - Cont.

In re **Roxwell Performance Drilling, LLC**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Midland Central Appraisal District PO Box 908002 Midland, TX 79708	Midland Central Appraisal District PO Box 908002 Midland, TX 79708	Property Tax Personal Property Tax		33,332.64
OnTrack Directional, Inc. 15754 Tuckerton Rd. Houston, TX 77095	OnTrack Directional, Inc. 15754 Tuckerton Rd. Houston, TX 77095	Goods- COGS		35,504.95
Peak Completions Technologies, Inc PO Box 5786 Midland, TX 79704	Peak Completions Technologies, Inc PO Box 5786 Midland, TX 79704	Goods- COGS		82,535.02
Perf-Drill Inc. 241 Aaero Dr. Shreveport, LA 71107	Perf-Drill Inc. 241 Aaero Dr. Shreveport, LA 71107	COGS- Equipment Rental		53,647.13
Schumacher Company Inc 600 Hughes St Houston, TX	Schumacher Company Inc 600 Hughes St Houston, TX	Services- COGS		60,643.00
Steve Braley 4528 Triggs Trce Tyler, TX 75709	Steve Braley 4528 Triggs Trce Tyler, TX 75709	Advancement of money	Disputed	750,000.00
Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709	Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709	UCC 13-0029022776 A/R value: 1,100,000.00 collectible A/R: 750,000.00	Disputed	1,585,000.00 (750,000.00 secured)
Varel International PO Box 201900 Dallas, TX 75320	Varel International PO Box 201900 Dallas, TX 75320	Goods- COGS		34,698.72
Venturi Oil Tools, LLC PO Box 276 Hye, TX 78635	Venturi Oil Tools, LLC PO Box 276 Hye, TX 78635	Goods- COGS		67,377.00
Yukon Oilfield Equipment, Inc #9 5907 - 45 St Leduc, AB	Yukon Oilfield Equipment, Inc #9 5907 - 45 St Leduc, AB	Equipment		49,775.50

B4 (Official Form 4) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Receiver of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date November 1, 2013

Signature /s/ Fernando M. Bustos
Fernando M. Bustos
Receiver

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
Northern District of Texas

In re Roxwell Performance Drilling, LLC,
 Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	5	425,000.00		
B - Personal Property	Yes	10	4,168,780.44		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	7		4,317,174.14	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		147,998.72	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	33		2,993,282.27	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		61			
Total Assets			4,593,780.44		
				7,458,455.13	
				Total Liabilities	

**United States Bankruptcy Court
Northern District of Texas**

In re Roxwell Performance Drilling, LLC,
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6A (Official Form 6A) (12/07)

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Roxwell Machine Shop Legal Description: Lot four (4), block three (3), Chaparral Subdivision, a subdivision of Midland County, texas, according to the map or plat thereof, recorded in Cabinet A, Page 135, Plat Records of Midland County, Texas Otherwise Known As: 9604 W. County Rd. 152 Midland, TX 79711	Fee simple	-	425,000.00	426,721.58

Sub-Total > **425,000.00** (Total of this page)
 Total > **425,000.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

2:51 PM

10/30/13

A/R Aging Summary

As of October 30, 2013

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
Alpha Shale Resources LP						
0413-0006	0.00	35,931.52	0.00	0.00	0.00	35,931.52
0413-0007	0.00	27,237.89	0.00	0.00	0.00	27,237.89
0413-0008	0.00	27,237.89	0.00	0.00	0.00	27,237.89
0413-0013	0.00	1,900.00	0.00	0.00	0.00	1,900.00
0413-0014	0.00	1,996.00	0.00	0.00	0.00	1,996.00
0413-0015	0.00	1,996.00	0.00	0.00	0.00	1,996.00
0413-0016	0.00	1,900.00	0.00	0.00	0.00	1,900.00
0413-0017	0.00	1,996.00	0.00	0.00	0.00	1,996.00
Alpha Shale Resources LP - Other	3,992.00	0.00	0.00	0.00	0.00	3,992.00
Total Alpha Shale Resources LP	3,992.00	100,195.30	0.00	0.00	0.00	104,187.30
Anadarko Petroleum Corporation						
0213-0038	0.00	0.00	0.00	0.00	10,725.42	10,725.42
Total Anadarko Petroleum Corporation	0.00	0.00	0.00	0.00	10,725.42	10,725.42
Basic Energy Services						
0112-122	0.00	0.00	0.00	0.00	38,719.29	38,719.29
Total Basic Energy Services	0.00	0.00	0.00	0.00	38,719.29	38,719.29
Blue Ridge Resources						
0212-0001	0.00	0.00	0.00	0.00	-403.65	-403.65
Blue Ridge Resources - Other	0.00	0.00	0.00	0.00	403.65	403.65
Total Blue Ridge Resources	0.00	0.00	0.00	0.00	0.00	0.00
Bullseye Drilling Services, LLC.						
0111-89	0.00	0.00	0.00	0.00	8,978.46	8,978.46
Total Bullseye Drilling Services, LLC.	0.00	0.00	0.00	0.00	8,978.46	8,978.46
Chris Maxwell	0.00	0.00	28,746.91	0.00	0.00	28,746.91
Cimarex Energy Company						
0210-0044	0.00	0.00	0.00	0.00	-89,017.32	-89,017.32
0210-0074	0.00	0.00	0.00	0.00	0.00	0.00
0210-0077LIH	0.00	0.00	0.00	0.00	76,619.81	76,619.81
0210-0084	0.00	0.00	0.00	0.00	2,018.49	2,018.49
0210-0092B	0.00	0.00	0.00	0.00	10,379.02	10,379.02
Total Cimarex Energy Company	0.00	0.00	0.00	0.00	0.00	0.00
Clayton Williams Energy, Inc.						
0111-86	0.00	0.00	0.00	0.00	21,193.51	21,193.51
Clayton Williams Energy, Inc. - Other	0.00	0.00	0.00	0.00	-21,193.51	-21,193.51
Total Clayton Williams Energy, Inc.	0.00	0.00	0.00	0.00	0.00	0.00
Coil Tubing Technology						
0413-0010	0.00	4,950.25	0.00	0.00	0.00	4,950.25
Total Coil Tubing Technology	0.00	4,950.25	0.00	0.00	0.00	4,950.25
Columbia Gas Transmission						
0413- 0010	0.00	4,950.25	0.00	0.00	0.00	4,950.25
Total Columbia Gas Transmission	0.00	4,950.25	0.00	0.00	0.00	4,950.25

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10/30/13

A/R Aging Summary

As of October 30, 2013

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
CrossFoot Energy						
WS13-06	0.00	0.00	9,954.44	0.00	0.00	9,954.44
WS13-07	0.00	7,392.44	0.00	0.00	0.00	7,392.44
WS13-08	0.00	4,296.69	0.00	0.00	0.00	4,296.69
WS13-09	0.00	19,903.54	0.00	0.00	0.00	19,903.54
WS13-10	0.00	2,054.94	0.00	0.00	0.00	2,054.94
WS13-11	0.00	50,517.52	0.00	0.00	0.00	50,517.52
WS13-12	22,084.82	0.00	0.00	0.00	0.00	22,084.82
WS13-13	42,214.29	0.00	0.00	0.00	0.00	42,214.29
Total CrossFoot Energy	64,299.11	84,165.13	9,954.44	0.00	0.00	158,418.68
El Paso Exploration						
0211-0202	0.00	0.00	0.00	0.00	-587.13	-587.13
0212-0005	0.00	0.00	0.00	0.00	50.63	50.63
0212-0009	0.00	0.00	0.00	0.00	536.50	536.50
Total El Paso Exploration	0.00	0.00	0.00	0.00	0.00	0.00
Empresa Energy LP						
0112-88	0.00	0.00	0.00	0.00	40,388.50	40,388.50
Total Empresa Energy LP	0.00	0.00	0.00	0.00	40,388.50	40,388.50
Energen Resources Corporation						
Everest Resources	0.00	0.00	0.00	0.00	0.00	0.00
0313-0020	0.00	7,098.73	0.00	0.00	0.00	7,098.73
STX-1304-2	0.00	0.00	0.00	-42,767.42	0.00	-42,767.42
STX-1305-1	0.00	32,144.69	0.00	0.00	0.00	32,144.69
STX 1305	0.00	0.00	121,056.62	0.00	0.00	121,056.62
Total Everest Resources	0.00	39,243.42	121,056.62	-42,767.42	0.00	117,532.62
GranTex Drilling						
0112-127	0.00	0.00	0.00	0.00	12,351.06	12,351.06
Total GranTex Drilling	0.00	0.00	0.00	0.00	12,351.06	12,351.06
Inland Ocean						
0313-0013	0.00	0.00	0.00	0.00	16,140.91	16,140.91
0313-0021	0.00	5,616.00	0.00	0.00	0.00	5,616.00
0313-0022	0.00	9,138.75	0.00	0.00	0.00	9,138.75
Total Inland Ocean	0.00	14,754.75	0.00	0.00	16,140.91	30,895.66
Laredo Petroleum, Inc.						
0210-0049	0.00	0.00	0.00	0.00	890.25	890.25
Laredo Petroleum, Inc. - Other	0.00	0.00	0.00	0.00	-890.25	-890.25
Total Laredo Petroleum, Inc.	0.00	0.00	0.00	0.00	0.00	0.00
Middleton Oil						
0313-0009	0.00	0.00	0.00	0.00	7,025.00	7,025.00
Total Middleton Oil	0.00	0.00	0.00	0.00	7,025.00	7,025.00
Peak Completions	0.00	2,339.00	0.00	0.00	0.00	2,339.00

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A/R Aging Summary As of October 30, 2013

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
Primera Energy						
0213-0004	0.00	0.00	0.00	0.00	6,976.04	6,976.04
0313-0005	0.00	0.00	0.00	0.00	0.46	0.46
STX 1301-2	0.00	0.00	0.00	0.00	19,866.46	19,866.46
STX1301	0.00	0.00	0.00	0.00	10,000.00	10,000.00
Primera Energy - Other	0.00	0.00	0.00	0.00	18,855.38	18,855.38
Total Primera Energy	0.00	0.00	0.00	0.00	55,698.34	55,698.34
Quantum Resources Management						
0211-0008A	0.00	0.00	0.00	0.00	0.00	0.00
Total Quantum Resources Management	0.00	0.00	0.00	0.00	0.00	0.00
Reliance Energy, Inc.						
0113-12	0.00	0.00	0.00	0.00	5,230.75	5,230.75
0113-13	0.00	0.00	0.00	12,956.78	0.00	12,956.78
Total Reliance Energy, Inc.	0.00	0.00	0.00	12,956.78	5,230.75	18,187.53
Rice Drilling B LLC						
0413-0005	0.00	25,830.26	0.00	0.00	0.00	25,830.26
0413-0009	0.00	1,996.00	0.00	0.00	0.00	1,996.00
0413-0010	0.00	19,673.58	0.00	0.00	0.00	19,673.58
0413-0011	0.00	18,273.58	0.00	0.00	0.00	18,273.58
0413-0012	0.00	42,619.75	0.00	0.00	0.00	42,619.75
0413-0018	0.00	1,900.00	0.00	0.00	0.00	1,900.00
0413-0019	0.00	2,100.00	0.00	0.00	0.00	2,100.00
0413-0020	0.00	1,996.00	0.00	0.00	0.00	1,996.00
0413-0022	0.00	1,996.00	0.00	0.00	0.00	1,996.00
0413-0025	41,399.70	0.00	0.00	0.00	0.00	41,399.70
Rice Drilling B LLC - Other	1,996.00	0.00	0.00	0.00	0.00	1,996.00
Total Rice Drilling B LLC	43,395.70	116,385.17	0.00	0.00	0.00	159,780.87
RKI						
0211-0005	0.00	0.00	0.00	0.00	0.11	0.11
Total RKI	0.00	0.00	0.00	0.00	0.11	0.11
Tidal Petroleum						
0313-0010	0.00	0.00	0.00	0.00	180.00	180.00
0313-0015	0.00	0.00	0.00	13,039.50	0.00	13,039.50
0313-0016	0.00	0.00	75,360.16	0.00	0.00	75,360.16
0313-0017	0.00	0.00	11,111.50	0.00	0.00	11,111.50
0313-0018	0.00	0.00	30,413.08	0.00	0.00	30,413.08
STX-1306-2	11,037.03	0.00	0.00	0.00	0.00	11,037.03
STX-1306-3	0.00	-23,446.50	0.00	0.00	0.00	-23,446.50
STX-1306-4	0.00	-25,760.00	0.00	0.00	0.00	-25,760.00
STX-1306-5	158,700.00	0.00	0.00	0.00	0.00	158,700.00
Total Tidal Petroleum	169,737.03	-49,206.50	116,884.74	13,039.50	180.00	250,634.77
Viking Drilling, Inc.	0.00	0.00	0.00	0.00	-2,790.84	-2,790.84

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10/30/13

A/R Aging Summary
As of October 30, 2013

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>> 90</u>	<u>TOTAL</u>
XTO Energy, Inc.						
0411-0002	0.00	0.00	0.00	0.00	0.00	0.00
0411-0005	0.00	0.00	0.00	0.00	0.00	0.00
0411-0006	0.00	0.00	0.00	0.00	0.00	0.00
0411-0007	0.00	0.00	0.00	0.00	0.00	0.00
0411-0008	0.00	0.00	0.00	0.00	0.00	0.00
0411-0009	0.00	0.00	0.00	0.00	0.00	0.00
0411-0010	0.00	0.00	0.00	0.00	0.00	0.00
0411-0011	0.00	0.00	0.00	0.00	0.00	0.00
0411-0012	0.00	0.00	0.00	0.00	0.00	0.00
0411-0013	0.00	0.00	0.00	0.00	0.00	0.00
0411-0014	0.00	0.00	0.00	0.00	-238.42	-238.42
0411-0015	0.00	0.00	0.00	0.00	0.00	0.00
0411-0016	0.00	0.00	0.00	0.00	0.00	0.00
0411-0017	0.00	0.00	0.00	0.00	0.00	0.00
0411-0018	0.00	0.00	0.00	0.00	0.00	0.00
0411-0019	0.00	0.00	0.00	0.00	0.00	0.00
0411-0020	0.00	0.00	0.00	0.00	0.00	0.00
0411-003	0.00	0.00	0.00	0.00	157.13	157.13
XTO Energy, Inc. - Other	0.00	0.00	0.00	0.00	238.42	238.42
Total XTO Energy, Inc.	0.00	0.00	0.00	0.00	157.13	157.13
XTO Energy, Inc. in PA						
0413-0001	0.00	0.00	0.00	6,132.75	0.00	6,132.75
0413-0002	0.00	0.00	0.00	5,772.75	0.00	5,772.75
0413-0003	0.00	0.00	0.00	18,909.00	0.00	18,909.00
0413-0004	0.00	0.00	0.00	18,909.00	0.00	18,909.00
Total XTO Energy, Inc. In PA	0.00	0.00	0.00	49,723.50	0.00	49,723.50
TOTAL	281,423.84	317,776.77	276,642.71	32,952.36	192,804.13	1,101,599.81

B6B (Official Form 6B) (12/07)

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Checking Account Aimbank Operating Account Aimbank 337 Phelps Avenue Littlefield, TX 79339 Acct No 790141	-	231,741.44
		Security Bank 600 N Marienfeld Ste 200 Midland TX 77701 Acct No 4139046	-	250.00
		Prosperity Bank 80 Sugar Creek Center Blvd Sugar Land TX 77478 Acct No 10252638	-	0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security Deposit 7316 W Industrial Midland TX 79706	-	6,000.00
		Security Deposit 2427 Airport Rd Beeville TX 78102	-	2,000.00
4. Household goods and furnishings, including audio, video, and computer equipment.		Audio-Video: Solidworks, CAD, and Mastercam Software.	-	5,000.00
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
			Sub-Total >	244,991.44
			(Total of this page)	

9 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Total A/R: \$1,101,599.81 Collectible A/R (up to 90d): \$750,000.00 *See Attachment A	-	750,000.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			

Sub-Total > **750,000.00**
(Total of this page)

Sheet 1 of 9 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.		Intellectual: IP - Motor Designs claimed: \$72,500	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT58EA58756 Location: 7613 W. Industrial Midland, TX. 79701	-	27,500.00
		Auto: 2010 Ford F-150 1FTFW1EV3AFD43001 Location: Russ Akins 31310 Ruth Hill Rd. Squaw Valley, CA. 93675	-	20,000.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT6BEA98666 Location: Roger Muniz 3202 Shell Avenue Midland, TX. 79705	-	30,000.00
			Sub-Total >	77,500.00
			(Total of this page)	

Sheet 2 of 9 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NONE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT7BEA94478 Location: Roxwell PA/OH 2158 Harvey AVE East Liverpool, OH. 43920	-	27,500.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2B6XBEB08982 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2B61BEB08983 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Auto: 2011 Ford Taurus SHO 1FAHP2KT0BG104912 Location: Tillie Muniz 171 Hartford Avenue San Antonio, TX. 78223	-	22,500.00
		Auto: 2011 Ford F-350 4X4 Diesel 1FT8W3BT2BEA58742 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	30,000.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT7BEA84453 Location: Brad Barborka 4318 Dexired San Antonio, TX. 78222	-	27,500.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT3BEB09008 Location: Roxwell PA/OH 2158 Harvey Ave East Liverpool, OH. 43920	-	27,500.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT1BEB13736 Location: Roxwell Motor Shop 7613 W. Industrial	-	27,500.00
			Sub-Total >	217,500.00
			(Total of this page)	

Sheet 3 of 9 continuation sheets attached to the Schedule of Personal Property

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Auto: 2011 Ford F-250 4X4 Diesel 1FT8W3BT6BEA98659 Location: Rig #28 Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT6BEA84640 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Auto: 2012 Ford F-150 4X4 1FTFW1EF8CKE05785 Location: Roxwell Motor Shop Scott Allen 7613 W Industrial Midland, TX. 79706	-	30,000.00
		Auto: 2011 Ford F250 4X4 Diesel 1FT7W2BT6BEA67531 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Auto: 2011 F150 4X4 1FTFW1EF6BKD10673 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	20,000.00
		Auto: 2011 Ford F-150 4X4 1FTFW1EF2BFA60681 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	20,000.00
		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT4BEB87801 Location: Roxwell PA/OH 2158 Harvey Ave East Liverpool, OH. 43920	-	27,500.00
		Auto: 2011 Cadillac Escalade 1GYS4JEFXBR161044 Location: Carrie Muniz 3202 Shell Avenue Midland, TX. 79705	-	47,500.00
			Sub-Total >	227,500.00
				(Total of this page)

Sheet 4 of 9 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Auto: 2011 Ford F-250 4X4 Diesel Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706	-	27,500.00
		Trailer: Big Tex Car Hauler 7X20 a6VCX2029B2E72041 Location: Roxwell PA/OH 2158 Harvey Ave East Liverpool, OH. 43920	-	2,500.00
		Trailer: Big Tex Pipe Trailer 16VFX3229B2382319 Note: The trailer was removed from Roxwell Motor Shop by Roger Muniz.	-	5,000.00
		Trailer: 2008 Goosneck Trailer 5HNFS242931000739 Note: Trailer was removed from Roxwell Motor Shop by Roger Muniz.	-	6,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office Furniture Multiple locations	-	25,000.00
		Appliances Multiple locations	-	2,000.00
		Office Equipment 20 Laptop Computers Custom Pro Server HP Server 3 Konica c360 Copiers 10 Printers Mitel Phone System Multiple locations	-	75,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		Trade Tools: 6.5 Motors (21) Location: Roxwell Motor Shop	-	352,800.00
		Trade Tools: 8.0 Motors (3) Location: Roxwell Motor Shop	-	68,400.00
		Trade Tools: 6.5 Rotors (31) Location: Roxwell Motor Shop	-	403,117.00
			Sub-Total >	967,317.00
			(Total of this page)	

Sheet 5 of 9 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Trade Tools: 8.0 Rotors (2) Location: Roxwell Motor Shop	-	25,670.00
		Trade Tools: 6.5 Stator Housing (49) Location: Roxwell Motor Shop	-	232,083.00
		Trade Tools: 8.0 Stator Housing (7) Location: Roxwell Motor Shop	-	40,929.00
		Trade Tools: 6.5 Inventory (Misc.) Location: Roxwell Motor Shop	-	193,360.00
		Trade Tools: 8.0 Inventory (Misc.) Location: Roxwell Motor Shop	-	40,995.00
		Trade Tools: White Breakout Machine (2007) Location: Roxwell Motor Shop	-	45,000.00
		Trade Tools: Blue Breakout Machine (2011) Location: Roxwell Motor Shop	-	165,000.00
		Trade Tools: 2 Forklifts Location: Roxwell Motor Shop	-	9,000.00
		Trade Tools: 2 Hydraulic Vice Location: Roxwell Motor Shop	-	5,000.00
		Trade Tools: 1 Pressure Washer Location: Roxwell Motor Shop	-	3,500.00
		Trade Tools: 1 Measuring Equipment Kit Location: Roxwell Motor Shop	-	16,000.00
		Trade Tools: 2 Air Compressors Location: Roxwell Motor Shop	-	2,000.00
		Trade Tools: Misc. Hand Tools Location: Roxwell Motor Shop	-	15,000.00
		Trade Tools: Tool Racks Location: Roxwell Motor Shop	-	5,000.00
		Trade Tools: Coil Connectors (21) Location: Roxwell PA	-	10,710.00
		Trade Tools: Wash Nozzles (4) Location: Roxwell PA	-	960.00
			Sub-Total >	810,207.00
			(Total of this page)	

Sheet 6 of 9 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON NE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Trade Tools: Pull Plates (28) Location: Roxwell PA	-	6,720.00
		Trade Tools: Test Subs (11) Location: Roxwell PA	-	3,300.00
		Trade Tools: AV Subs (17) Location: Roxwell PA	-	12,240.00
		Trade Tools: Flappers (4) Location: Roxwell PA	-	5,160.00
		Trade Tools: Disconnects (10) Location: Roxwell PA	-	18,000.00
		Trade Tools: MHA (3) Location: Roxwell PA	-	7,380.00
		Trade Tools: Crossovers (21) Location: Roxwell PA	-	9,450.00
		Trade Tools: Overshots (9) Location: Roxwell PA	-	5,400.00
		Trade Tools: Bits (8) Location: Roxwell PA	-	11,040.00
		Trade Tools: Mills (26) Location: Roxwell PA	-	17,160.00
		Trade Tools: Control Guide (4) Location: Roxwell PA	-	1,800.00
		Trade Tools: Basket Grapple (2) Location: Roxwell PA	-	900.00
		Trade Tools: Spiral Grapple (7) Location: Roxwell PA	-	3,150.00
		Trade Tools: Filter Housing (3) Location: Roxwell PA	-	720.00
		Trade Tools: Fishing Assembly (1) Location: Roxwell PA	-	1,800.00
		Trade Tools: 2 7/8 BICO Motor (4) Location: Roxwell PA	-	57,528.00
			Sub-Total >	161,748.00
			(Total of this page)	

Sheet 7 of 9 continuation sheets attached
to the Schedule of Personal Property

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON NE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Trade Tools: 2 1/8 BICO Motor (3) Location: Roxwell PA	-	17,017.00
		Trade Tools: Rotors (6) Location: Roxwell PA	-	36,000.00
		Trade Tools: YAMA Seki Model AV610 CNC Location: Roxwell Machine	-	65,000.00
		Trade Tools: YAMA Seki Model GA-3600 CNC (2) Location: Roxwell Machine	-	150,000.00
		Trade Tools: Puma 4 CNC Location: Roxwell Machine	-	6,000.00
		Trade Tools: Porter Engine Lathe Location: Roxwell Machine	-	40,000.00
		Trade Tools: Manual Mill Location: Roxwell Machine	-	20,000.00
		Trade Tools: CNC Band Saw Location: Roxwell Machine	-	6,000.00
		Trade Tools: Small Lathe Location: Roxwell Machine	-	3,500.00
		Trade Tools: Manual Vertical Mill Location: Roxwell Machine	-	5,500.00
		Trade Tools: Cast Iron Bar Location: Roxwell Machine	-	3,000.00
		Trade Tools: Misc. Tooling & Cutters Location: Roxwell Machine	-	30,000.00
		Trade Tools: Forklift Location: Roxwell Machine	-	5,000.00
		1983 Corsair 450 Well Service Rig	-	75,000.00
		1982 Franks 350 Well Service Rig S/N 82117-6	-	125,000.00
		1979 Franks 350 Well Service Rig S/N 791206	-	125,000.00
30. Inventory.		All inventory listed above in #29: Machinery, fixtures, equipment, and supplies used in business	-	0.00

31. Animals. X

Sub-Total > **712,017.00**
(Total of this page)

Sheet 8 of 9 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	0.00
(Total of this page)	
Total >	4,168,780.44

(Report also on Summary of Schedules)

Sheet 9 of 9 continuation sheets attached to the Schedule of Personal Property

B6D (Official Form 6D) (12/07)

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxxxxxxx8331 Ally Bank PO Box 9001951 Louisville, KY 40290	X -	06/11/2011 Car Loan Auto: 2011 Cadillac Escalade 1GYS4JEFXBR161044 Location: Carrie Muniz 3202 Shell Avenue Midland, TX. 79705					50,834.00	3,334.00
		Value \$ 47,500.00						
Account No. xx1387 Centennial Bank 210 North Broadway Post, TX 79079	-	01/1/2011 Car Loan Auto: 2011 Ford F250 4X4 Diesel 1FT7W2BT6BEA67531 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706					9,579.22	0.00
		Value \$ 27,500.00						
Account No. xx1480 Centennial Bank 210 North Broadway Post, TX 79079	-	03/1/2011 Car Loan Auto: 2011 F150 4X4 1FTFW1EF6BKD10673 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706					9,342.52	0.00
		Value \$ 20,000.00						
Account No. xx1452 Centennial Bank 210 North Broadway Post, TX 79079	-	02/4/2011 Car Loan Auto: 2011 Ford F-150 4X4 1FTFW1EF2BFA60681 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706					12,331.06	0.00
		Value \$ 20,000.00						
Subtotal							82,086.80	3,334.00
(Total of this page)								

6 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. Roxwell DHW Well Service, Inc PO Box 1509 Carrizo Springs, TX 78834	-	07/13	Roxwell Machine Shop Legal Description: Lot four (4), block three (3), Chaparral Subdivision, a subdivision of Midland County, texas, according to the map or plat thereof, recorded in Cabinet A, Page 135, Plat Records of Midland County,				56,721.58	1,721.58
		Value \$	425,000.00					
Account No. xx-xxxxxx2365 Dig Em Deep, Ltd 800 N. Marienfeld, Suite 100 Midland, TX 79701	-	03/22/2013	Operating Capital Loan secured by all assets			X	0.00	0.00
		Value \$	350,000,000.00					
Account No. x0796 FNB Wichita Falls 3801 Fairway Blvd Wichita Falls, TX 76310	-	03/4/2011	Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT4BEB87801 Location: Roxwell PA/OH 2158 Harvey Ave East Liverpool, OH. 43920				11,612.19	0.00
		Value \$	27,500.00					
Account No. xxxx6980 Ford Motor Credit PO Box 650575 Dallas, TX 79265	-	01/1/2011	Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT7BEA84453 Location: Brad Barborka 4318 Dexired San Antonio, TX. 78222				8,708.67	0.00
		Value \$	27,500.00					
Account No. xxxx6868 Ford Motor Credit PO Box 650575 Dallas, TX 79265	-	01/1/2011	Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT3BEB09008 Location: Roxwell PA/OH 2158 Harvey Ave East Liverpool, OH. 43920				8,233.44	0.00
		Value \$	27,500.00					
Subtotal							85,275.88	1,721.58
(Total of this page)								

Sheet 1 of 6 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY	
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No. xxxx7038	-	01/1/2011							
Ford Motor Credit PO Box 650575 Dallas, TX 79265		Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT1BEB13736 Location: Roxwell Motor Shop 7613 W. Industrial							
		Value \$ 27,500.00					8,402.94	0.00	
Account No. xxxx6976	-	01/1/2011							
Ford Motor Credit PO Box 650575 Dallas, TX 79265		Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT8W3BT6BEA98659 Location: Rig #28 Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706							
		Value \$ 27,500.00					8,715.49	0.00	
Account No. xxxx6904	-	01/1/2011							
Ford Motor Credit PO Box 650575 Dallas, TX 79265		Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT6BEA84640 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706							
		Value \$ 27,500.00					10,360.55	0.00	
Account No. xxxx3653	-	09/14/2012							
Ford Motor Credit PO Box 650575 Dallas, TX 79265		Car Loan Auto: 2012 Ford F-150 4X4 1FTFW1EF8CKE05785 Location: Roxwell Motor Shop Scott Allen 7613 W Industrial Midland, TX. 79706							
		Value \$ 30,000.00					35,389.37	5,389.37	
Account No.	-	06/7/2013				X			
Linkee - Rusty Wilson P.O. Box 938 Sundown, TX 79372		Non-Purchase Money Security Machinery and equipment located in machine shop Location: 9604 W. County Rd. 152 Midland, TX 79711							
		Value \$ 410,000.00					426,721.58	16,721.58	
Subtotal								489,589.93	22,110.95
(Total of this page)									

Sheet 2 of 6 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No.										
Linkee Operating Inc. PO Box 938 Sundown, TX 79372		-	05/1/2013 Mortgage Roxwell Machine Shop 6 Acre 8000 square foot machine shop. Location: 9604 W. County Rd. 152 Midland, TX 79711				X	370,000.00	0.00	
Value \$			425,000.00							
Account No. xx-xxxxxx1871			07/19/2011 UCC 11-00244534 Operating Capitol Loan secured by 4 mud motors					46,988.00	0.00	
Prosperity Bank 1401 Ave Q Lubbock, TX 79408-1401		-								
Value \$			67,200.00							
Account No. Roxwell			01/2010 Non-Purchase Money Security Equipment Purchase					153,500.00	Unknown	
Russ Akins 31310 Rith Hill Road Squaw Valley, CA 93675		-								
Value \$			Unknown							
Account No. xx-xxxxxx4712			10/03/2013 Operating Capital Loan UCC secured all equipment belonging to company, see Sch B, No.29				X	1,420,418.00	0.00	
Rusty Wilson PO Box 938 Sundown, TX 79372		-								
Value \$			2,183,289.00							
Account No. xx-xxxxxx5622			03/27/2013 Unknown				X	Unknown	Unknown	
Security Bank 600 N Marienfeld Ste 200 Midland, TX 79701		-								
Value \$			Unknown							
Subtotal								1,990,906.00	0.00	
(Total of this page)										

Sheet 3 of 6 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xx-xxxxxx2776	-	09/11/2013				X		
Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709		UCC 13-0029022776 A/R value: 1,100,000.00 collectible A/R: 750,000.00						
Value \$		750,000.00					1,585,000.00	835,000.00
Account No. Roxwell	-	05/12						
Viking Coil Tubing, LLC 335 S. County Rd West PO Box 14308 Odessa, TX 79768-4308		Judgment Lien Judgment Lien						
Value \$		Unknown					48,300.00	Unknown
Account No. xx-xxxxxx8524	-	01/08/2013				X		
West Texas National Bank 5401 W. Wadley Ave Midland, TX 79707		Equipment A/R materials						
Value \$		Unknown					Unknown	Unknown
Account No. xxx1123	X -	12/2/2011						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Car Loan Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT58EA58756 Location: 7613 W. Industrial Midland, TX. 79701						
Value \$		27,500.00					1,839.39	0.00
Account No. xxx1123	X -	12/2/2011						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Car Loan Auto: 2010 Ford F-150 1FTFW1EV3AFD43001 Location: Russ Akins 31310 Ruth Hill Rd. Squaw Valley, CA. 93675						
Value \$		20,000.00					1,839.39	0.00
Subtotal							1,636,978.78	835,000.00
(Total of this page)								

Sheet **4** of **6** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxx1123	X -	12/2/2011 Car Loan						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT6BEA98666 Location: Roger Muniz 3202 Shell Avenue Midland, TX. 79705						
		Value \$	30,000.00				1,839.39	0.00
Account No. xxx1123	X -	12/2/2011 Car Loan						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2BT7BEA94478 Location: Roxwell PA/OH 2158 Harvey AVE East Liverpool, OH. 43920						
		Value \$	27,500.00				1,839.39	0.00
Account No. xxx1123	X -	12/2/2011 Car Loan						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2B6XBEB08982 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706						
		Value \$	27,500.00				1,839.39	0.00
Account No. xxx1123	X -	Car Loan						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Auto: 2011 Ford F-250 4X4 Diesel 1FT7W2B61BEB08983 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706						
		Value \$	27,500.00				1,839.39	0.00
Account No. xxx1123	X -	12/2/2011 Car Loan						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Auto: 2011 Ford Taurus SHO 1FAHP2KT0BG104912 Location: Tillie Muniz 171 Hartford Avenue San Antonio, TX. 78223						
		Value \$	22,500.00				1,839.39	0.00
Subtotal							9,196.95	0.00
(Total of this page)								

Sheet 5 of 6 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxx1141	X -	01/5/2012						
West Texas National Bank 300 N. Marienfeld Midland, TX 79701		Car Loan Auto: 2011 Ford F-350 4X4 Diesel 1FT8W3BT2BEA58742 Location: Roxwell Motor Shop 7613 W. Industrial Midland, TX. 79706						
		Value \$	30,000.00				23,139.80	0.00
Account No.								
		Value \$						
Account No.								
		Value \$						
Account No.								
		Value \$						
Account No.								
		Value \$						
Subtotal (Total of this page)							23,139.80	0.00
Total (Report on Summary of Schedules)							4,317,174.14	862,166.53

Sheet 6 of 6 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 Deposits by individuals

Claims of individuals up to \$2,775* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

 Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

 Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re Roxwell Performance Drilling, LLC
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	-						0.00	0.00
Account No.							0.00	0.00
IRS 1111 Ogden, UT 84201	-		Income Tax Back payroll liabilities, amount owed is listed, not sure of penalties.				110,706.24	110,706.24
Account No. xxxxxx5604								
Midland Central Appraisal District PO Box 908002 Midland, TX 79708	-		12/31/2013 Property Tax Personal Property Tax				33,332.64	33,332.64
Account No. xxx7577								
Midland County - Kathy Reeves PO Box 712 Midland, TX 79702	-		12/31/2013 Property Tax Personal Property				595.69	595.69
Account No. 1160								
Midland County - Kathy Reeves PO Box 712 Midland, TX 79702	-		12/31/2013 Property Tax Personal Property				3,364.15	3,364.15
Subtotal							147,998.72	0.00
(Total of this page)							147,998.72	147,998.72

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/13) - Cont.

In re Roxwell Performance Drilling, LLC
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
Texas Attorney General P.O. Box 12548 Austin, TX 78711	-						0.00	0.00
Account No.							0.00	0.00
U.S. Attorney General U.S. Department of Justice 10th & Pennsylvania Ave Washington, DC 20530	-						0.00	0.00
Account No.								
U.S. Attorney's Office 1205 Texas Ave. Room 700 Lubbock, TX 79401	-						0.00	0.00
Account No.								
Account No.								

Sheet 2 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

Total

(Report on Summary of Schedules)

0.00	0.00
0.00	0.00
147,998.72	147,998.72

B6F (Official Form 6F) (12/07)

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H U S B A N D W I F E J O I N T C O M M U N I T Y	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. On Track Directional A&A Graphic Supply 11116 W. Little York Bldg. 2 Houston, TX 77041	-					121.24
Account No. 7737 A-1 Embroidery & Screen Printing PO Box 2636 Midland, TX 79702	-					4,679.86
Account No. xxx4239 A. R. Thompson Group 10030-31 Avenue Edmonton, AB T6N 1G4 CANADA	-					1,232.00
Account No. Roxwell Abacus Computers Inc. 6 Desta Drive Suite 1350 Midland, TX 79705	-					135.31
Subtotal (Total of this page)						6,168.41

32 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Ability Composites, LLC PO Box 4040 Omaha, NE 68104	-		08/13 Composite Material				58,468.22	
Account No. Roxwell Adroit Welding Inc. 3504 Princeton Midland, TX 79703-5011	-		08/12 Other Debt Third Party Charge to Berry Petroleum for Welding Done on Berry/Gardendale 7 #8				5,070.00	
Account No. xxx7069 Airgas Southwest 910 S. Big Spring Street Midland, TX 79701	-		09/13 Other Debt Rental of Cylinders for Torch, Welding and the Gases Ordered for this also. Parts				1,667.35	
Account No. Roxwell Alcan Auto Parts, Inc 1040 N. Grandview Odessa, TX 79762	-		09/13 Other Debt Paint, Shop Supplies, Break Cleaner for Mreakout Mach. Oil and Filters.				1,181.90	
Account No. xxxxxxxx8331 Ally Ally Payment Processing Center PO Box 9001951 Louisville, KY 40290-4951	-		Other Debt				63.22	
Sheet no. <u>1</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	66,450.69

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xxx1326 American Business Equipment PO Box 60686 Midland, TX 79711			07/13 Other Debt Maintenance on Copier				951.55	
Account No. Roxwell American Medical Group-Permian 2410 North Fowler Hobbs, NM 88240-2312			08/13 Other Debt Physicals for 3 Employees				483.44	
Account No. Roxwell Anchor Machine Works 6211 Evergreen Houston, TX 77081			06/13 Other Debt Metal Slips for Plugs, Boots for 6.50(Motor side), Viton Parts (RSW/Manufacturing)				8,529.00	
Account No. xxxxxxxxxx3100 AT&T - Beeville TX PO Box 105414 Atlanta, GA 30348-5414			Other Debt				131.03	
Account No. xxxxx2031 AT&T Uverse P.O. Box 5014 Carol Stream, IL 60197			Other Debt				60.76	
Sheet no. <u>2</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	10,155.78

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. xxxxx2031 AT&T-Beeville PO Box 5014 Carol Stream, IL 60197	-		09/13 Other Debt				30.38
Account No. RoxWell ATNI, Inc. P.O. Box 9484 Midland, TX 79708	-		03/01/2008 Lease on RoxWell Motor Shop				Unknown
Account No. Roxwell B&C Machine Shop 6500 Rupley Circle ST. Houston, TX 77087	-		07/13 Services- MWD				1,605.35
Account No. Roxwell B&T Rentals PO Box 80962 Lafayette, LA 70598	-		07/13 Equipment Rental				26,745.63
Account No. Roxwell B-Line Filter and Supply 1509 W. 2nd PO Box 4598 Odessa, TX 79760	-		08/13 Goods Maintenance				2,005.96
Subtotal (Total of this page)							30,387.32

Sheet no. 3 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Roxwell Barnhart Bolt & Special Fasteners, Inc. PO Box 69085 Prairieville, LA 70769	-		07/13 Goods- Equipment				282.95
Account No. Roxwell Basin Tek LLC 713 Northpark Central Dr. Suite 400 Houston, TX 77073	-		06/13 Services				39,285.00
Account No. Roxwell Benchmark Energy Transport Services PO Box 203904 Dallas, TX 75320	-		06/13 Equipment				6,805.62
Account No. Roxwell Beta Technology Inc PO Box 218686 Houston, TX 77218	-		07/13 Services				1,066.14
Account No. Roxwell Bill Williams Tire Center PO Box 1772 Midland, TX 79702	-		07/13 Tires				6,053.03
Subtotal (Total of this page)							53,492.74

Sheet no. 4 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Blowout Tools, Inc PO Box 952 Odessa, TX 79760		-	05/13 Goods				12,353.30	
Account No. Roxwell Blue Nile Water Co. 4921 S. Cty Road 1303 Odessa, TX 79765		-	08/13 Goods-COGS				311.93	
Account No. Roxwell Bryan's Oilfield PO Box 7176 Odessa, TX 79760		-	07/13 Services- Trucking				7,304.50	
Account No. Roxwell Cameron Tools Inc PO Box 7177 Odessa, TX 79760		-	06/13 Goods-Equipment				5,275.34	
Account No. Roxwell Chancellor Interiors 415 West Wall, Suite 320 Midland, TX 79702		-	03/12 Office Furniture				1,826.45	
Sheet no. <u>5</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	27,071.52

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Charger Industries, LP 12821 Duncan Road, Bldg 6, Suite L Houston, TX 77066		-	06/13 Goods-Services				7,415.13	
Account No. Roxwell Chemical Weed Control PO Box 512 606 S. 14th Brownfield, TX 79316		-	07/13 Services				866.00	
Account No. Roxwell Cherokee Rental Inc PO Box 13524 Odessa, TX 79768		-	2013 Storage Rental				Unknown	
Account No. Roxwell Christopher Oil Tools 6521 Piedmont Odessa, TX 79762		-	03/12 Goods-Services				31,254.75	
Account No. xxxxxxx-xxxx x xxx00 LA Cintas First Aid & Safety PO Box 636525 Cincinnati, OH 45263		-	08/13 Supplies				453.05	
Sheet no. <u>6</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	39,988.93

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. x2192 Cintas Uniforms 2029 s. Loop 250 West Midland, TX 79703		-	08/13 Services				4,407.23	
Account No. Roxwell Cirris 1991 Parkway Salt Lake City, UT 84119		-	08/13 Supplies				42.49	
Account No. Roxwell Cobra Downhole Motors 6816 Bourgeois Rd Houston, TX 77066		-	06/13 Goods-Services				238,397.44	
Account No. Roxwell Coil Tubing Technology, Inc Wied Rd, Suite E Spring, TX 77388		-	08/12 Goods-COGS				89,725.00	
Account No. xxxxx5131 Comcast Business PO Box 37601 Philadelphia, PA 19101		-	09/13 Internet				1,805.07	
Sheet no. <u>7</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	334,377.23

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xxxxxxxxxxxx3689 Comcast Cable PO Box 3002 South Eastern, PA 19398			09/12 Other Debt				1,016.44	
Account No. Roxwell Compass Directional Guidance, Inc PO Box 9863 Spring, TX 77387			10/13 Equipment Rental				151.55	
Account No. Roxwell Cougar Cleaning Equipment 3841 NW Loop 338 PO Box 13985 Odessa, TX 79764			04/13 Equipment				912.95	
Account No. xxxxx x0001 Davis, Gerald & Cremer PO Box 2796 Midland, TX 79702			05/13 Legal Services				3,684.60	
Account No. Roxwell Directional Guidance, LLC 14900 Avery Ranch Blvd Suite C200 Austin, TX 78717			08/13 Goods-COGS				146,054.00	
Sheet no. <u>8</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	151,819.54

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell DISA Inc PO Box 120314 Dallas, TX 75312	-		07/13 Drug Screenings			1,413.50
Account No. Roxwell Downhole Tool Connections PO Box 713 Johnson City, TX 78636	-		08/13 Goods-COGS			8,882.26
Account No. xxxxxxxx3938, xxxxxxxx5697 Duncan Disposal PO Box 78829 Phoenix, AZ 85062	-		Other Debt			428.18
Account No. Roxwell Eagle Oilfield Inspections PO Box 695 Broussard, LA 70518	-		07/13 Services			420.00
Account No. Roxwell Epoxy Pax 711 West 17th St, B-5 Costa Mesa, CA 92627	-		02/13 Supplies			1,222.00
Subtotal (Total of this page)						12,365.94

Sheet no. 9 of 32 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Roxwell Fairmont Tool 283 Van Kirk Drive Marion County Industrial Park Fairmont, WV 26554		-	08/13 Goods-COGS				5,661.00
Account No. xxxxx1397 Fastenal PO Box 1286 Winona, MN 55987		-	08/13 Supplies				1,210.29
Account No. RoxWell Financial Pacific Leasing, LLC PO Box 4568 Federal Way, WA 98063		-	2013 Lease on Ice Machine				Unknown
Account No. Roxwell FlexNet 1031 Andrews Hwy, Suite 302 Midland, TX 79701		-	06/12 Services-Computer				1,299.00
Account No. Roxwell Forum Energy Technologies 403 Acker St Sanger, TX 76266		-	07/13 Goods-COGS				26,603.14
Subtotal (Total of this page)							34,773.43

Sheet no. 10 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Roxwell Freeman Tire Co 2604 N. FM 1788 Midland, TX 79707		-	07/13 Tires				3,885.70
Account No. xxx53.10 Glast, Phillips & Murray 14801 Quorum Dr. Suite 500 Dallas, TX 75254		-	03/13 Legal Services				2,608.66
Account No. RoxWell GreatAmerica Financial Services PO Box 660831 Dallas, TX 75266		-	2013 Lease on Copier				Unknown
Account No. Roxwell Harris County Alarm Detail PO Box 4049 Houston, TX 77210		-	09/13 Security Expense				75.00
Account No. ROXWELL Hiljet Bit, LLC 2601 Venture Dr. Norman, OK 73069		-	10/11 Goods-COGS				38,718.70
Subtotal (Total of this page)							45,288.06

Sheet no. 11 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Hill's Specialty Co Inc PO Box 69070 Odessa, TX 79769		-	06/13 Equipment				3,481.05	
Account No. Roxwell Hunting Specialty Supply 13730 Cypress N Cypress, TX 77429		-	03/12 Goods-COGS				8,162.72	
Account No. Roxwell Industrial Bearing & Services PO Box 41325 Houston, TX 77241		-	07/13 Goods-COGS				2,495.07	
Account No. Roxwell Industrial Production Services, Inc 703 W. Hillmont Odessa, TX 79764		-	07/13 Equipment				439.02	
Account No. Roxwell Infinisource 15 E. Washington Street Coldwater, MI 49036		-	10/14/13 Other Debt				851.97	
Sheet no. <u>12</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	15,429.83

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No. xxE 6G9 Innovative Mechanical Solutions, Ltd 9504-41 Avenue NW Edmonton, AB	-		07/13 Goods-COGS				37,640.25	
Account No. Roxwell Intellicorp PO Box 27903 New York, NY 10087	-		09/13 Background Checks				90.62	
Account No. xxxxxxxx0374 Janco Engineered Products, LLC 920 S. Logan St Mishawaka, IN 46544	-		12/12 Goods-COGS				3,911.38	
Account No. Roxwell Johnathan Burling 3609 San Lucas Lane Denton, TX 76208	-		04/13 Wrote Inventory Program				1,041.91	
Account No. Roxwell Jonathan Sevier 10216 35th Lane, SE Olympia, WA 98513	-		10/13 Contract Labor				1,884.00	
Sheet no. <u>13</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	44,568.16

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell Kalsi Engineering 745 Park Two Drive Sugar Land, TX 77478	-		05/13 Goods- COGS			2,613.51
Account No. Kathy Reeves Tax Assessor/Collector PO Box 712 Midland, TX 79702	-		Other Debt Vehicle Registration No Account Pay as Entered			593.66
Account No. xxxx6375 Kennametal Inc. PO Box 231 Latrobe, PA 15650	-		08/13 Other Debt Small Shop Tools, Tool Holders and Parts for MFG			3,347.76
Account No. Roxwell Kent Lubrication Center PO Box 908001 Midland, TX 79708	-		05/13 Services- Vehicle Maintenance			3,819.47
Account No. Roxwell Kline Tools Oilfield Specialties PO Box 571262 Tulsa, OK 74157	-		09/13 Equipment			2,625.00
Sheet no. <u>14</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	12,999.40

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xxxxxx/xxxx #xx2917 KM Services PO Box 87886 Houston, TX 77287	-		11/01 Returned Parts			X	160,579.00
Account No. Roxwell Knights Inspection 213 Prarie St Montgomery, TX 77356	-		09/13 Services				72.00
Account No. Roxwell KP&E Electric, LLC PO Box 8108 Midland, TX 79708	-		08/13 Services				704.44
Account No. Roxwell L & L Trucking PO Noc 70063 Odessa, TX 79769	-		03/13 Other Debt Cleared Brush and Built Pads on Land at MFG				2,500.00
Account No. Roxwell LA Chemical 122 Horseshoe Lane Athens, LA 71003	-		11/12 Goods-COGS				925.00
Sheet no. <u>15</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	164,780.44

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Roxwell Lane Oilfied Trucking Services 5706 Saratoga Drive Midland, TX 79707		-	07/13 Other Debt				185.00
Account No. RoxWell Leonard H. Jones 2806 FM 673 Beeville, TX 78102		-	2013 Lease on RoxWell Beeville Yard				Unknown
Account No. Roxwell Liberty Bit Service, Inc PO Box 69709 Odessa, TX 79764		-	08/12 Goods-COGS				21,100.00
Account No. Roxwell Liskow & Lewis 701 Poydras St Suite 5000 One Shell Square New Orleans, LA 70139		-	09/12 Legal Services				6,151.50
Account No. Roxwell Lokey Metals 2320 Pecan Ct. Fort Worth, TX 76117-5336		-	08/13 Other Debt Small Tools, Inserts and Parts for MFG				2,312.83
Subtotal (Total of this page)							29,749.33

Sheet no. 16 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Lone Star Gasket & Supply, Inc 1416 N. Grant PO Box 2615 Odessa, TX 79760		-	09/13 Goods-COGS				17.60	
Account No. Roxwell M & M Sales & Equipment 2639 Kermit Hwy Odessa, TX 79763		-	07/13 Supplies				1,084.69	
Account No. Roxwell Machin-A-Mation Corporation 56568 N. Bay Drive Chesterfield, MI 48051		-	12/12 Equipment ordered, but not received due to non-payment				516,000.43	
Account No. Roxwell Magnum Oil Tools 5655 Bear Lane, Suite 100 Corpus Christi, TX 78405		-	08/13 Goods-COGS				6,844.50	
Account No. Roxwell Mainstay Suites 1000 Park Lane Dr Pittsburgh, PA 15275		-	09/13 Travel Expenses				273.57	
Sheet no. <u>17</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	524,220.79

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. open Marco Steel & Aluminum, Inc PO Box 60475 Midland, TX 79711	-		07/13 Goods-COGS				882.10	
Account No. Roxwell Matilde Alvarado 11924 7th St, Apt #1 Houston, TX 77072	-		09/13 Services				260.00	
Account No. xxxx6300 McMaster-Carr PO Box 7690 Chicago, IL 60680	-		08/13 Supplies				39.68	
Account No. Roxwell Metal Removal Specialties 4407 W. CR Odessa, TX 79764	-		07/13 Supplies				753.22	
Account No. RoxWell Michael J. Zelenak 48062 State Route 14 Rogers, OH 44455	-		2013 Lease on Roxwell PA/OH				Unknown	
Sheet no. <u>18</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	1,935.00

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. x9873 Midland Chamber of Commerce 109 N Main Midland, TX 79701		-	01/13 Dues				794.00	
Account No. Roxwell Midland Lock & Safe Service 1408 N. Big Spring St Midland, TX 79701		-	09/13 Services				209.30	
Account No. RoxWell Midpar Ltd. dba Midland Paragon Building 1031 Andrews Hwy. Suite 100 Midland, TX 79701		-	2013 Lease on Roxwell Corporate Offices				Unknown	
Account No. Roxwell Minuteman Press 1324 Pin Oak Rd Katy, TX 77494		-	06/13 Office Expense				487.02	
Account No. xx6051 Mitel Technologies, Inc PO Box 53230 Phoenix, AZ 85072		-	08/13 Phone				24.67	
Sheet no. <u>19</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	1,514.99

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Roxwell MWD Supply 11925 Windfern Rd Houston, TX 77064			03/13 COGS- Equipment Rental				17,323.38
Account No. Roxwell National Instruments PO Box 202262 Dallas, TX 75320			07/13 Computer Expense				5,756.50
Account No. Roxwell Navasota Industrial Supply PO Box 1487 Navasota, TX 77868			08/13 Equipment				10,323.30
Account No. Roxwell Nitro-Lift Technologies, LLC PO Box 3307 Lafayette, LA 70502			08/13 Services-COGS				15,380.00
Account No. xxx2169 North Texas Tollway Authority PO Box 260928 Plano, TX 75026			10/13 Toll				19.09
Sheet no. <u>20</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	48,802.27

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell NSPECT PO Box 7679 Odessa, TX 79760	-		01/13 Services			25,316.70
Account No. Roxwell Oil Dog Pipe Rentals, LP PO Box 4545 Midland, TX 79704	-		05/13 COGS- Equipment Rental			5,115.25
Account No. Roxwell Oilfield Fishing & Rental PO Box 7748 Midland, TX 79708	-		06/13 Goods & Services			10,821.34
Account No. Roxwell Oiltool Engineering Services, Inc 110 Business Park Drive Willis, TX 77378	-		12/12 Services			1,650.00
Account No. Roxwell OnTrack Directional, Inc. 15754 Tuckerton Rd. Houston, TX 77095	-		07/13 Goods- COGS			35,504.95
Subtotal (Total of this page)						78,408.24

Sheet no. 21 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xx5531 Owen Oil Tools LP, Thru-Tubing Technolog PO Box 842241 Dallas, TX 75284	-		01/12 Equipment				500.00
Account No. Roxwell Peak Completions Technologies, Inc PO Box 5786 Midland, TX 79704	-		04/13 Goods- COGS				82,535.02
Account No. Roxwell Perf-Drill Inc. 241 Aaero Dr. Shreveport, LA 71107	-		08/13 COGS- Equipment Rental				53,647.13
Account No. Roxwell Performance Plus 2835 E Hwy 80 Odessa, TX 79761	-		06/13 Supplies				129.90
Account No. xx-xx1687 Permian Machinery Movers, Inc PO Box 11281 Odessa, TX 79763	-		07/13 Services				637.67
Sheet no. <u>22</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	137,449.72

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Petroplex Acidizing Inc PO Box 60365 Midland, TX 79711	-		08/13 COGS-Services				11,047.56	
Account No. Roxwell Phoenix Chemical Technologies PO Box 304 Moulton, TX 77975	-		10/12 Goods- COGS				4,600.00	
Account No. xx7378 Pilot Logistic Services PO Box 677766 Dallas, TX 75267	-		09/13 Fuel				13,284.57	
Account No. Roxwell Pinnacle Propane/ Midland 66 Oil Co 1612 Garden City Hwy Midland, TX 79701	-		09/13 Supplies				31.40	
Account No. xxxx-xxxx-xxxx-0300 Pitney Bowes-Houston PO Box 371874 Pittsburgh, PA 15250	-		10/13 Office Expense				100.38	
Sheet no. <u>23</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	29,063.91

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Powell Printing Co 2610 West Front Ave Midland, TX 79701	-		07/13 Office Expense				866.00	
Account No. Roxwell Professional NDT Services, Inc PO Box 1223 Broussard, LA 70518	-		10/12 Services				6,234.00	
Account No. Roxwell QES, LLC 3405 W. 110th St S Jenks, OK 74037	-		07/13 Goods- COGS				460.00	
Account No. xxxxx9559 Reliant Energy- Beeville PO Box 650475 Dallas, TX 75265	-		08/13 Utilities				673.68	
Account No. Roxwell Roger Muniz 3202 Shell Midland, TX 79705	-		Unknown Claims			X	Unknown	
Sheet no. 24 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	8,233.68

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Roxwell Rogers Ford Lincoln 4200 West Wall Midland, TX 79703		-	03/12 Services				2,248.96
Account No. Roxwell Rolltex, Inc PO Box 2615 Midland, TX 79702		-	06/13 Goods- COGS				571.46
Account No. Roxwell Roper Pump Co PO Box 945860 Atlanta, GA 30394		-	07/13 Goods- COGS				4,408.00
Account No. xxx2452 Safety Kleen PO Box 650509 Dallas, TX 75265		-	09/13 Services				365.65
Account No. Roxwell Schumacher Company Inc 600 Hughes St Houston, TX		-	03/12 Services- COGS				60,643.00
Subtotal (Total of this page)							68,237.07

Sheet no. 25 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Roxwell Shan Moon 1903 N. H Street Midland, TX 79705			03/4/2011 Repayment of investment balance				30,015.63
Account No. Roxwell Sharyland Utilities PO Box 650726 Dallas, TX 75265			Other Debt				77.21
Account No. Roxwell Source Technology 11255 Amira Dr. Houston, TX 77065			08/13 Services				3,809.00
Account No. Roxwell Southwest Bowling Apparel 8201 W. Industrial Midland, TX 79706			07/13 Promotional Items				520.94
Account No. xx3100 Sproles Woodward LLP PO Box 151 Midland, TX 79702			04/13 Accountant Services				2,680.00
Subtotal (Total of this page)							37,102.78

Sheet no. 26 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell SRH Tool 1104 N. CR 1090 Midland, TX 79706		-	07/13 Services- Rental			2,347.00
Account No. xxxxxx9566 Staples Advantages PO Box 83689 Chicago, IL 60696		-	06/13 Supplies			444.93
Account No. Roxwell Steve Braley 4528 Triggs Trce Tyler, TX 75709		-	07/12/2013 Advancement of money		X	750,000.00
Account No. Roxwell Team Oil Tools PO Box 4869 Dept 413 Houston, TX 77210		-	01/13 Services- COGS			4,892.00
Account No. 2003 Telecom Unlimited PO Box 7078 Abilene, TX 79608		-	01/13 Services			9,093.01
Sheet no. <u>27</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	766,776.94

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roxwell Texas A&M University 570 Elmont Rd Professional Sports Publications Elmont, NY 11003		-	09/13 Advertising				6,750.00	
Account No. Roxwell Texas Tollways PO Box 650749 Dallas, TX 75265		-	09/13 Tolls				16.51	
Account No. Roxwell The Waggoners Trucking PO Box 301420 Dallas, TX 75303		-	09/13 Services				483.55	
Account No. xxxxxx6412 TigerDirect Inc PO Box 9353136 Atlanta, GA 31193		-	08/13 Equipment				3,379.74	
Account No. Roxwell Tino's Maching 2111 N. Jackson Ave Odessa, TX 79761		-	08/13 Services				887.66	
Sheet no. <u>28</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	11,517.46

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell Tommy White Supply Company PO Box 1709 Midland, TX 79701	-		10/13 Other Debt Guage for Rig #30 Well Service			1,036.93
Account No. Roxwell Top Notch Energy Services PO Box 4964 Corpus Christi, TX 78469	-		09/13 Services			2,260.00
Account No. xxxx xxxx xxxxx 0416 Tractor Supply Credit Plan Dept 30 PO Box 689020 Des Moines, IA 50368	-		08/13 Supplies			180.98
Account No. Roxwell Triumph Express Oilfield Machine 15805 Arch Duke Houston, TX 77032	-		03/13 Equipment- Motors			26,650.00
Account No. Roxwell Truewater 1208 N. Post Oak, Suite 190 Houston, TX 77055	-		09/13 Services- Computer			1,089.00
Subtotal (Total of this page)						31,216.91

Sheet no. 29 of 32 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Roxwell Tubular Inspection Products PO Box 862 Odessa, TX 79760	-		06/13 Services			685.23
Account No. xxxxxxx5668 TXU PO Box 650638 Dallas, TX 75265	-		10/13 Services- Utilities			629.37
Account No. xxxxxxx7196 Unishippers 15715 Tuckerton RD Houston, TX 77095	-		09/13 Office Expense			361.57
Account No. xxx3206 Varel International PO Box 201900 Dallas, TX 75320	-		02/12 Goods- COGS			34,698.72
Account No. Roxwell Venture Precision, LLC PO Box 4869 Dept #420 Houston, TX 77210	-		01/12 Goods- COGS			13,731.83
Subtotal (Total of this page)						50,106.72

Sheet no. 30 of 32 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Roxwell Venturi Oil Tools, LLC PO Box 276 Hye, TX 78635	-		01/10 Goods- COGS				67,377.00
Account No. Roxwell W. M. Carbide Services, Inc. PO Box 1347 Hwy 67 McCamey, TX 79752	-		07/2013 Equipment				769.40
Account No. xxxx-xxx0768 Waste Connections of Houston Dist 5120 PO Box 1598 Humble, TX 77347	-		10/13 Services				137.74
Account No. xxx-xxxxxxx-0000 Wells Fargo Bank, N.A. 300 Tri-State International, Ste 400 Lincolnshire, IL 60069	-		2010 Copier Lease				Unknown
Account No. xxx-xxxxxxx8-001 Wells Fargo Bank, N.A. 300 Tri-State International, Ste 400 Lincolnshire, IL 60069	-		2010 NEC Copier Lease				Unknown
Subtotal (Total of this page)							68,284.14

Sheet no. 31 of 32 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. xxx-xxxxxx2-001 Wells Fargo Bank, NA MAC N9311-161, Sixth and Marquette Minneapolis, MN 55479	-		2011 Equipment Lease			Unknown
Account No. Roxwell WM Carbide Services Inc PO Box 1347 16901 E. Hwy 67 Mc Camey, TX 79752	-		07/13 COGS- Services			769.40
Account No. xxx xx. xxxxx xxxx xx0001 Yukon Oilfield Equipment, Inc #9 5907 - 45 St Leduc, AB	-		05/12 Equipment			49,775.50
Account No.						
Account No.						

Sheet no. 32 of 32 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) **50,544.90**

Total
 (Report on Summary of Schedules) **2,993,282.27**

B6G (Official Form 6G) (12/07)

In re Roxwell Performance Drilling, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
ATNI, Inc. P.O. Box 9484 Midland, TX 79708	Lease Roxwell Motor Shop 7613 W Industrial Midland TX 79706 Signed 03/01/2008 \$6,000.00/mo Expires 03/31/2014 Monthly lease amt: \$
Cherokee Rental Inc PO Box 13524 Odessa, TX 79768	Storage Rental month-to-month rental \$165/month
Financial Pacific Leasing, LLC PO Box 4568 Federal Way, WA 98063	Lease on ice machine \$341.75
GreatAmerica Financial Services PO Box 660831 Dallas, TX 75266	Copier Lease Houston \$635.54
Leonard H. Jones 2806 FM 673 Beeville, TX 78102	Lease on Roxwell Beeville Yard 2427 Airport Rd. Beeville, TX 78102 Signed 02/01/2013 Expires 01/31/2016 \$2,000.00 Monthly lease amt: \$
Michael J. Zelenak 48062 State Route 14 New Waterford, OH 44455	Lease on Roxwell PA/OH 2158 & 2144 Harvey Ave East Liverpool, OH 43920 Signed 11/01/2013 Expires 12/01/2013 \$2,000.00 Monthly lease amt: \$
Midpar Ltd. dba Midland Paragon Building 1031 Andrews Hwy. Ste 100 Midland, TX 79701	Lease on Roxwell Corporate Offices 600 N. Marienfeld Ste 860 Midland, TX 79701 Signed 09/01/2011 Expires 09/30/2016 \$3,614.00 Monthly lease amt: \$

In re Roxwell Performance Drilling, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
PFG Construction, LLC 15750 Tuckerton Rd Houston, TX 77095	Property leased: 15754 Tuckerton Rd Houston TX 77095 \$4,250.00/mo
Wells Fargo Bank, N.A. 300 Tri-State International, Ste 400 Lincolnshire, IL 60069	Acct# 301-6053235-0000 UCC # 10-0033549146 Opened 11/22/2010 NEC copier \$377.77/mo
Wells Fargo Bank, NA MAC N9311-161, Sixth and Marquette Minneapolis, MN 55479	Acct# 001-0801502-001 UCC # 11-0038044283 Opened 12/30/2011 Equipment Lease Unknown/Disputed
Wells Fargo, N.A. 300 Tri-State International Ste 400 Lincolnshire, IL 60069	Acct No 001-0103938-001 NEC Copier Opened: 11/22/2010 \$276.71

B6H (Official Form 6H) (12/07)

In re Roxwell Performance Drilling, LLC, Case No. _____
 Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	West Texas National Bank 300 N. Marienfeld Midland, TX 79701
Roger Muniz 3202 Shell Midland, TX 79705	Ally Bank PO Box 9001951 Louisville, KY 40290

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court
Northern District of Texas**

In re **Roxwell Performance Drilling, LLC**
Debtor(s)

Case No. _____
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Receiver of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **63** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **November 1, 2013**

Signature **/s/ Fernando M. Bustos**
Fernando M. Bustos
Receiver

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

B7 (Official Form 7) (04/13)

**United States Bankruptcy Court
Northern District of Texas**

In re Roxwell Performance Drilling, LLC

Debtor(s)

Case No.

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$4,100,596.00	Roxwell YTD 2013
\$4,898,666.00	2012
\$9,585,548.00	2011

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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B7 (Official Form 7) (04/13)

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3. Payments to creditors

None **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Ability Composites, LLC PO Box 40740 Omaha, NE 68104	08/09/2013	\$16,330.82	\$58,468.22
Anchor Machine Works 6211 Evergreen Houston, TX 77081	08/01/2013	\$16,625.00	\$8,529.00
B&T Rentals PO Box 80962 Lafayette, LA 70598	10/03/2013	\$92,255.88	\$26,745.63
Barnett Bit PO Box 1937 Granbury, TX 76048	10/03/2013	\$21,000.00	\$0.00
Blue Cross Blue Shield of Texas PO Box 650829 Dallas, TX 75265	09/05/2013: \$27,907.72 09/30/2013: \$38,223.21	\$66,130.93	\$0.00
Fernando Bustos Law Office of Fernando Bustos, P.C. P.O. Box 1980 Lubbock, TX 79408-1980	10/03/2013	\$50,000.00	\$0.00
Christopher Machine & MFG PO Box 11312 Midland, TX 79706	08/21/2013	\$12,453.76	\$0.00
Cobra Downhole Motors 6816 Bourgeois Rd Houston, TX 77066	08/02/2013: \$9,043.53 08/16/2013: \$13,653.03 08/29/2013: \$35,897.99 10/03/2013: \$46,186.63	\$104,781.18	\$238,397.44
Coil Tubing Technology, Inc Wied Rd, Suite E Spring, TX 77388	10/03/2013	\$6,450.00	\$89,725.00

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Directional Guidance, LLC 14900 Avery Ranch Blvd Suite C200 Austin, TX 78717	08/05/2013: \$24,000.00 10/03/2013: \$96,463.73	\$120,463.73	\$146,054.00
Edward Jones 201 Progress Parkway Maryland Heights, MO 63043	10/15/2013: \$17,661.31 10/13/2013: \$17,621.62	\$35,282.93	\$0.00
Enteq KMS 9302- A Lambright Rd Houston, TX 77075	08/02/2013	\$6,737.70	\$0.00
Hill's Specialty Co Inc PO Box 69070 Odessa, TX 79769	10/02/2013	\$84,300.58	\$3,481.05
IPFS Corporation PO Box 73022 Dallas, TX 75373-0223	08/23/2013	\$11,681.57	\$0.00
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	08/01/2013: \$12,639.64 08/14/2013: \$41,381.25 08/27/2013: \$45,864.14 09/12/2013: \$64,462.66 10/02/2013: \$56,523.00 10/02/2013: \$65,044.32	\$285,915.01	\$0.00
Jordan Wire Rope 2400 W 56th Odessa, TX 79764	09/12/2013	\$36,821.34	\$0.00
Leyva's Tire Road Services 1314 E Parker Ave Midland, TX 79701	08/23/2013: \$7,020.00 09/12/2013: \$2,470.00	\$9,490.00	\$0.00
Lynch, Chappell & Alsup Attys 300 N Marienfeld Ste 799 Midland, TX 79701	09/09/2013: \$10,000.00 09/30/2013: \$20,201.00	\$30,201.00	\$0.00
Magnum Oil Tools 5655 Bear Lane, Suite 100 Corpus Christi, TX 78405	10/03/2013	\$15,155.00	\$6,844.50
Martinez Hsu PC PO Box 120249 Arlington, TX 76012	08/08/2013: \$7,500.00 08/21/2013: \$4,612.50	\$12,112.50	\$0.00
May, Taylor & Co PC PO Box 1473 Roswell, NM 88203	09/12/2013	\$9,254.51	\$0.00
Midland Safety & Health 1903 W Loop 250S Midland, TX 79711	09/12/2013	\$11,588.34	\$0.00
MLC CAD Systems 6001 W Williams Cannon Dr Ste 101 Austin, TX 78749-1969	08/05/2013	\$9,557.39	\$0.00
MWD Supply 11925 Windfern Rd Houston, TX 77064	08/02/2013	\$18,037.00	\$17,323.38
Nabors Completion & Production Services PO Box 975682 Dallas, TX 75397-5682	08/21/2013	\$20,085.02	\$0.00

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
National Oilwell Varco P.O. Box 2217 Big Springs, TX	09/04/2013: \$23,000.00 09/09/2013: \$50,000.00	\$73,000.00	\$0.00
Pilot Logistics Services PO Box 677766 Dallas, TX	08/02/2013: \$115.29 08/22/2013: \$12,322.55 09/09/2013: \$11,624.47 09/23/2013: \$14,142.99 10/07/2013: \$12,186.09	\$50,391.39	\$13,284.57
Texas Mutual Insurance Co. P.O. Box 12058 Austin, TX 78711	08/23/2013: \$7,761.00 09/27/2013: \$8,782.00 10/21/2013: \$9,259.00	\$25,802.00	\$0.00

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Weatherford Canada Partnership vs. RoxWell Performance Drilling, LLC. Case No. CC16936	Suit on Account. Nonpayment of motors purchased from Weatherford.	In the County Court at Law of Midland County, Texas	Judgment on 09/20/13 for \$819,288.60
Coiled Tubing Rental Tools, Inc. vs. RoxWell Performance Drilling, LLC. and Roger Muniz Case No. 2012-4204 J	Suit on Account. Seeking damages of \$273,000 plus attorney's fees.	15th Judicial District Court LaFayette Parish, Louisiana	Pending
Venturi Oil Tools, LLC. vs. RoxWell Performance Drilling, LLC. Case No. CC16948	Suit on Account. Seeking damages in the amount of \$67,000 plus attorney's fees.	In the County Court at Law of Midland County, Texas	Pending
Viking Coil Tubing, LLC. vs. RoxWell Performance Drilling LLC. Case No. CC17030	Collection	In the County Court at Law of Midland County, Texas	Judgment in the amount of \$48,300.
L Bar, LP. vs. RoxWell Performance Drilling, LLC. and Roger Muniz Case No. CC16914	Suit on Account. Petition seeking damages in excess of \$300,000.	In the County Court at Law of Midland County, Texas	Judgment for \$300,000
Alex Hale vs. RoxWell Performance Drilling LLC. Case No. CC17231	Seeking Damages - unknown	County Court at Law No. 2 of Midland County, Texas	Pending

B7 (Official Form 7) (04/13)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Unique Integrated Energy, LLC, Plaintiff vs. Roger Muniz, Defendant, RoxWell Performance Drilling, LLC, Intervenor Case No. CV49674	TRO and Injunctive Relief	In the District Court of Midland County, Texas 238 Judicial District	Pending
Hijet Bit, LLC v. Roxwell Performance Drilling, LLC Case No. CJ-13-362	Suit on Account	District Court of Cleveland County, Oklahoma	Judgment entered Judgment registered with the County Court at Law No. 2 of Midland County, Texas Case No. CC170SI

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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B7 (Official Form 7) (04/13)

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
Fernando Bustos 1001 Main Street Ste. 501 Lubbock, TX 79408	In the 238th District Court of Midland County, Texas	10/4/2013	N/A
	Unique Integrated Energy LLC, Plaintiff v. Roger Muniz, Defendant, v. Roxwell Performance Drilling LLC, Intervenor/Defendant		
	Case No. CV-49,674		

7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Tarbox Law, P.C. 2301 Broadway Lubbock, TX 79401	Oct. 22, 20113	\$25,000.00

B7 (Official Form 7) (04/13)

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Chris Maxwell 428 Redrome Circle East Bridgeville, PA 15017 Employee	07/16/2013	2011 Ford F-250 XLT 4X4 Diesel Sold: \$29,996.78 Amount received: \$1,249.87 Amount still owed: \$28,746.91

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
AimBank 337 Phelps Ave Littlefield, TX 79339	Savings Acct No 937029	Closed 06/30/2013 \$16.28
Bancorp South PO Box 84059 Columbus, GA 31908	Savings Acct No 112074-510-2	Closed 09/30/2013 \$42,583.12 (transferred to AimBank operating acct)
Wells Fargo Bank, N.A. P.O. Box 266000 Dallas, TX 75326	Acct No 9957312490	Closed 07/31/2013 -\$176.47
Wells Fargo Bank, N.A. P.O. Box 266000 Dallas, TX 75326	Acct No 3956100832	Closed 07/31/2013 \$64.37
West Texas National Bank 6 Desta Drive Suite 2400 Midland, TX 79705	Acct No 5205646	Closed 08/02/2012 \$71,331.15 (transferred to AimBank operating acct)

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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B7 (Official Form 7) (04/13)

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13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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NAME AND ADDRESS OF
GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR DISPOSITION

18 . Nature, location and name of business

None

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None

a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Andrea Painter 4709 Melville Dr Midland, TX 79705	07/2012-08/2013
Weaver & Tidwell PO Box 1271 Odessa, TX 79761	current
Randy Jackson PO Box 1509 Carrizo Springs, TX 78834	03/2013-08/2013

None

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

B7 (Official Form 7) (04/13)

NAME	ADDRESS	DATES SERVICES RENDERED
Unknown		Unknown

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
May Taylor & Co PC	PO Box 1473 Roswell, NM 88202-1473
Roxwell Performance Drilling, LLC.	600 N. Marienfeld Midland, TX 79706
Fernando Bustos	Law Office of Fernando Bustos, P.C. P.O. Box 1980 Lubbock, TX 79408-1980
Weaver & Tidwell	PO Box 1271 Odessa, TX 79761

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
Unknown	Unknown

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
09/2013	Slade Woods, Kevin Hoffman	\$2,183,289.00

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
09/2013	Roxwell Performance Drilling, LLC. 600 N. Marienfeld Midland, TX 79706

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
Roger Muniz 3202 Shell Midland, TX 79705	Former President	40%
Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709	Shareholder	40%
Chris Cowan 101 Timberlane Carthage, TX 75633	Shareholder	20%

B7 (Official Form 7) (04/13)

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Roger Muniz 3202 Shell Midland, TX 79705	Former President, Member	40%
Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709	Member	40%
Chris Cowan 101 Timberlane Carthage, TX 75633	Member, Disputed	20%

22 . Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23 . Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Carey Muniz 3202 Shell Midland, TX 79705 Former Officer	Compensation	\$76,626.08
Roger Muniz 3202 Shell Midland, TX 79705 Former President	Compensation	\$93,773.68
Chris Cowan 101 Timberlane Carthage, TX 75633 CEO	Compensation	\$51,153.80
Carrie Ann Cowan 101 Timberlane Carthage, TX 75633 EVP	Compensation	\$41,923.04
Keith Martin 1201 N CR 1084 Midland, TX 79706 COO	Compensation	\$40,156.19

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24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date November 1, 2013

Signature /s/ Fernando M. Bustos
Fernando M. Bustos
Receiver

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

**United States Bankruptcy Court
Northern District of Texas**

In re Roxwell Performance Drilling, LLC

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>25,000.00</u>
Prior to the filing of this statement I have received	\$	<u>25,000.00</u>
Balance Due	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

**Negotiations with secured creditors to reduce to market value; preparing and filing disclosure statement and Plan,
\$25,000 is retainer. Actual fees and expenses will be approved by the Court.**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: November 1, 2013

/s/ Max R. Tarbox
Max R. Tarbox 19639950
Tarbox Law, P.C.
2301 Broadway
Lubbock, TX 79401
(806) 686-4448 Fax: (806) 368-9785
meredith@tarboxlaw.com

**United States Bankruptcy Court
Northern District of Texas**

In re Roxwell Performance Drilling, LLC,
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Chris Cowan 101 Timberlane Carthage, TX 75633			20% membership
Roger Muniz 3202 Shell Midland, TX 79705			40% membership
Unique Integrated Energy, LLC 4528 Triggs Trace Tyler, TX 75709			40% membership

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Receiver of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date November 1, 2013

Signature /s/ Fernando M. Bustos
Fernando M. Bustos
Receiver

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re: §
§
Roxwell Performance Drilling, LLC § Case No.:
§
§
Debtor(s) §
§

VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- is the first mail matrix in this case.
- adds entities not listed on previously filed mailing list(s).
- changes or corrects name(s) and address(es) on previously filed mailing list(s).
- deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: November 1, 2013

/s/ Fernando M. Bustos
Fernando M. Bustos/Receiver
Signer/Title

Date: November 1, 2013

/s/ Max R. Tarbox
Signature of Attorney
Max R. Tarbox 19639950
Tarbox Law, P.C.
2301 Broadway
Lubbock, TX 79401
(806) 686-4448 Fax: (806) 368-9785
454-80-8012

Debtor's Social Security/Tax ID No. _____

Joint Debtor's Social Security/Tax ID No. _____

**CT Lien Solutions
2727 Allen Parkway, Ste 100
Houston, TX 77019

A&A Graphic Supply
11116 W. Little York Bldg. 2
Houston, TX 77041

A-1 Embroidery & Screen Printing
PO Box 2636
Midland, TX 79702

A. R. Thompson Group
10030-31 Avenue
Edmonton, AB T6N 1G4
CANADA

Abacus Computers Inc.
6 Desta Drive
Suite 1350
Midland, TX 79705

Ability Composites, LLC
PO Box 4040
Omaha, NE 68104

Adroit Welding Inc.
3504 Princeton
Midland, TX 79703-5011

Airgas Southwest
910 S. Big Spring Street
Midland, TX 79701

Alcan Auto Parts, Inc
1040 N. Grandview
Odessa, TX 79762

Ally Ally
Payment Processing Center
PO Box 9001951
Louisville, KY 40290-4951

Ally Bank
PO Box 9001951
Louisville, KY 40290

American Business Equipment
PO Box 60686
Midland, TX 79711

American Medical Group-Permian
2410 North Fowler
Hobbs, NM 88240-2312

Anchor Machine Works
6211 Evergreen
Houston, TX 77081

AT&T - Beeville TX
PO Box 105414
Atlanta, GA 30348-5414

AT&T Uverse
P.O. Box 5014
Carol Stream, IL 60197

AT&T-Beeville
PO Box 5014
Carol Stream, IL 60197

Atkins Hollmann Jones Peacock Lewis & Ly
3800 E 42nd St
Odessa, TX 79762

ATNI, Inc.
P.O. Box 9484
Midland, TX 79708

B&C Machine Shop
6500 Rupley Circle ST.
Houston, TX 77087

B&T Rentals
PO Box 80962
Lafayette, LA 70598

B-Line Filter and Supply
1509 W. 2nd
PO Box 4598
Odessa, TX 79760

Barnhart Bolt & Special Fasteners, Inc.
PO Box 69085
Prairieville, LA 70769

Basin Tek LLC
713 Northpark Central Dr.
Suite 400
Houston, TX 77073

Benchmark Energy Transport Services
PO Box 203904
Dallas, TX 75320

Beta Technology Inc
PO Box 218686
Houston, TX 77218

Bill Williams Tire Center
PO Box 1772
Midland, TX 79702

Blackwater SWD
PO Box 1509
Carrizo Springs, TX 78834

Blowout Tools, Inc
PO Box 952
Odessa, TX 79760

Blue Nile Water Co.
4921 S. Cty Road 1303
Odessa, TX 79765

Bryan's Oilfield
PO Box 7176
Odessa, TX 79760

Cameron Tools Inc
PO Box 7177
Odessa, TX 79760

Centennial Bank
210 North Broadway
Post, TX 79079

Chancellor Interiors
415 West Wall, Suite 320
Midland, TX 79702

Charger Industries, LP
12821 Duncan Road,
Bldg 6, Suite L
Houston, TX 77066

Chemical Weed Control
PO Box 512
606 S. 14th
Brownfield, TX 79316

Cherokee Rental Inc
PO Box 13524
Odessa, TX 79768

Christopher Oil Tools
6521 Piedmont
Odessa, TX 79762

Cintas First Aid & Safety
PO Box 636525
Cincinnati, OH 45263

Cintas Uniforms
2029 s. Loop 250 West
Midland, TX 79703

Cirris
1991 Parkway
Salt Lake City, UT 84119

Cobra Downhole Motors
6816 Bourgeois Rd
Houston, TX 77066

Coil Tubing Technology, Inc
Wied Rd, Suite E
Spring, TX 77388

Comcast Business
PO Box 37601
Philadelphia, PA 19101

Comcast Cable
PO Box 3002
South Eastern, PA 19398

Compass Directional Guidance, Inc
PO Box 9863
Spring, TX 77387

Cougar Cleaning Equipment
3841 NW Loop 338
PO Box 13985
Odessa, TX 79764

Davis, Gerald & Cremer
PO Box 2796
Midland, TX 79702

DHW Well Service, Inc
PO Box 1509
Carrizo Springs, TX 78834

Dig Em Deep, Ltd
800 N. Marienfeld, Suite 100
Midland, TX 79701

Directional Guidance, LLC
14900 Avery Ranch Blvd
Suite C200
Austin, TX 78717

DISA Inc
PO Box 120314
Dallas, TX 75312

Downhole Tool Connections
PO Box 713
Johnson City, TX 78636

Duncan Disposal
PO Box 78829
Phoenix, AZ 85062

Eagle Oilfield Inspections
PO Box 695
Broussard, LA 70518

Epoxy Pax
711 West 17th St, B-5
Costa Mesa, CA 92627

Fairmont Tool
283 Van Kirk Drive
Marion County Industrial Park
Fairmont, WV 26554

Fastenal
PO Box 1286
Winona, MN 55987

Financial Pacific Leasing, LLC
PO Box 4568
Federal Way, WA 98063

FlexNet
1031 Andrews Hwy,
Suite 302
Midland, TX 79701

FNB Wichita Falls
3801 Fairway Blvd
Wichita Falls, TX 76310

Ford Motor Credit
PO Box 650575
Dallas, TX 79265

Forum Energy Technologies
403 Acker St
Sanger, TX 76266

Freeman Tire Co
2604 N. FM 1788
Midland, TX 79707

Gillen & Anderson
613 Shelley Park Plaza
Tyler, TX 75701

Glast, Phillips & Murray
14801 Quorum Dr.
Suite 500
Dallas, TX 75254

GreatAmerica Financial Services
PO Box 660831
Dallas, TX 75266

Harris County Alarm Detail
PO Box 4049
Houston, TX 77210

Hiljet Bit, LLC
2601 Venture Dr.
Norman, OK 73069

Hill's Specialty Co Inc
PO Box 69070
Odessa, TX 79769

Hunting Specialty Supply
13730 Cypress N
Cypress, TX 77429

Industrial Bearing & Services
PO Box 41325
Houston, TX 77241

Industrial Production Services, Inc
703 W. Hillmont
Odessa, TX 79764

Infinisource
15 E. Washington Street
Coldwater, MI 49036

Innovative Mechanical Solutions, Ltd
9504-41 Avenue NW
Edmonton, AB

Intellicorp
PO Box 27903
New York, NY 10087

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101-7346

IRS
1111
Ogden, UT 84201

Janco Engineered Products, LLC
920 S. Logan St
Mishawaka, IN 46544

Johnathan Burling
3609 San Lucas Lane
Denton, TX 76208

Jonathan Sevier
10216 35th Lane, SE
Olympia, WA 98513

Kalsi Engineering
745 Park Two Drive
Sugar Land, TX 77478

Kathy Reeves Tax Assessor/Collector
PO Box 712
Midland, TX 79702

Kennametal Inc.
PO Box 231
Latrobe, PA 15650

Kent Lubrication Center
PO Box 908001
Midland, TX 79708

Kline Tools Oilfield Specialties
PO Box 571262
Tulsa, OK 74157

KM Services
PO Box 87886
Houston, TX 77287

Knights Inspection
213 Prarie St
Montgomery, TX 77356

KP&E Electric, LLC
PO Box 8108
Midland, TX 79708

L & L Trucking
PO Noc 70063
Odessa, TX 79769

LA Chemical
122 Horseshoe Lane
Athens, LA 71003

Lane Oilfied Trucking Services
5706 Saratoga Drive
Midland, TX 79707

Leonard H. Jones
2806 FM 673
Beeville, TX 78102

Liberty Bit Service, Inc
PO Box 69709
Odessa, TX 79764

Linkee - Rusty Wilson
P.O. Box 938
Sundown, TX 79372

Linkee Operating Inc.
PO Box 938
Sundown, TX 79372

Liskow & Lewis
701 Poydras St
Suite 5000
One Shell Square
New Orleans, LA 70139

Lokey Metals
2320 Pecan Ct.
Fort Worth, TX 76117-5336

Lone Star Gasket & Supply, Inc
1416 N. Grant
PO Box 2615
Odessa, TX 79760

M & M Sales & Equipment
2639 Kermit Hwy
Odessa, TX 79763

Machin-A-Mation Corporation
56568 N. Bay Drive
Chesterfield, MI 48051

Magnum Oil Tools
5655 Bear Lane, Suite 100
Corpus Christi, TX 78405

Mainstay Suites
1000 Park Lane Dr
Pittsburgh, PA 15275

Marco Steel & Aluminum, Inc
PO Box 60475
Midland, TX 79711

Matilde Alvarado
11924 7th St, Apt #1
Houston, TX 77072

McMaster-Carr
PO Box 7690
Chicago, IL 60680

Metal Removal Specialties
4407 W. CR
Odessa, TX 79764

Michael J. Zelenak
48062 State Route 14
Rogers, OH 44455

Michael J. Zelenak
48062 State Route 14
New Waterford, OH 44455

Midland Central Appraisal District
PO Box 908002
Midland, TX 79708

Midland Chamber of Commerce
109 N Main
Midland, TX 79701

Midland County - Kathy Reeves
PO Box 712
Midland, TX 79702

Midland Lock & Safe Service
1408 N. Big Spring St
Midland, TX 79701

Midpar Ltd.
dba Midland Paragon Building
1031 Andrews Hwy. Suite 100
Midland, TX 79701

Midpar Ltd. dba Midland Paragon Building
1031 Andrews Hwy. Ste 100
Midland, TX 79701

Minuteman Press
1324 Pin Oak Rd
Katy, TX 77494

Mitel Technologies, Inc
PO Box 53230
Phoenix, AZ 85072

MWD Supply
11925 Windfern Rd
Houston, TX 77064

National Instruments
PO Box 202262
Dallas, TX 75320

Navasota Industrial Supply
PO Box 1487
Navasota, TX 77868

Nitro-Lift Technologies, LLC
PO Box 3307
Lafayette, LA 70502

North Texas Tollway Authority
PO Box 260928
Plano, TX 75026

NSPECT
PO Box 7679
Odessa, TX 79760

Oil Dog Pipe Rentals, LP
PO Box 4545
Midland, TX 79704

Oilfield Fishing & Rental
PO Box 7748
Midland, TX 79708

Oiltool Engineering Services, Inc
110 Business Park Drive
Willis, TX 77378

OnTrack Directional, Inc.
15754 Tuckerton Rd.
Houston, TX 77095

Owen Oil Tools LP, Thru-Tubing Technolog
PO Box 842241
Dallas, TX 75284

Peak Completions Technologies, Inc
PO Box 5786
Midland, TX 79704

Perf-Drill Inc.
241 Aaero Dr.
Shreveport, LA 71107

Performance Plus
2835 E Hwy 80
Odessa, TX 79761

Permian Machinery Movers, Inc
PO Box 11281
Odessa, TX 79763

Petroplex Acidizing Inc
PO Box 60365
Midland, TX 79711

PFG Construction, LLC
15750 Tuckerton Rd
Houston, TX 77095

Phoenix Chemical Technologies
PO Box 304
Moulton, TX 77975

Pilot Logistic Services
PO Box 677766
Dallas, TX 75267

Pinnacle Propane/ Midland 66 Oil Co
1612 Garden City Hwy
Midland, TX 79701

Pitney Bowes-Houston
PO Box 371874
Pittsburgh, PA 15250

Powell Printing Co
2610 West Front Ave
Midland, TX 79701

Professional NDT Services, Inc
PO Box 1223
Broussard, LA 70518

Prosperity Bank
1401 Ave Q
Lubbock, TX 79408-1401

QES, LLC
3405 W. 110th St S
Jenks, OK 74037

Reliant Energy- Beeville
PO Box 650475
Dallas, TX 75265

Roger Muniz
3202 Shell
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Tractor Supply Credit Plan Dept 30
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Triumph Express Oilfield Machine
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Tubular Inspection Products
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Unishippers
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Venture Precision, LLC
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Venturi Oil Tools, LLC
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Viking Coil Tubing, LLC
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Wells Fargo Bank, NA
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Yukon Oilfield Equipment, Inc #9
5907 - 45 St
Leduc, AB

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5907 - 45 St
Leduc, AB
CANADA

**United States Bankruptcy Court
Northern District of Texas**

In re Roxwell Performance Drilling, LLC

Debtor(s)

Case No. _____
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Roxwell Performance Drilling, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

November 1, 2013

Date

/s/ Max R. Tarbox

Max R. Tarbox 19639950

Signature of Attorney or Litigant

Counsel for Roxwell Performance Drilling, LLC

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