

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

In re	§	
	§	Chapter 11
	§	
EXPRESS ENERGY SERVICES	§	
OPERATING, LP, <i>et al.</i> ,	§	Case No. 09-38044
	§	
	§	
Reorganized Debtors.	§	Jointly Administered
	§	

REORGANIZED DEBTORS THIRD
OMNIBUS OBJECTION TO PROOFS OF CLAIM
(REDUNDANT, SATISFIED, LATE-FILED, AMENDED
AND SUPERSEDED, AND NO LIABILITY CLAIMS)

THIS IS AN OBJECTION TO YOUR CLAIM(S). THE OBJECTING PARTY IS ASKING THE COURT TO DISALLOW CERTAIN PROOFS OF CLAIM THAT YOU FILED IN THIS BANKRUPTCY CASE. YOU SHOULD IMMEDIATELY CONTACT THE OBJECTING PARTY TO RESOLVE ANY DISPUTE. IF YOU DO NOT REACH AN AGREEMENT, YOU MUST FILE A RESPONSE TO THIS OBJECTION AND SEND A COPY OF YOUR RESPONSE TO THE OBJECTING PARTY BEFORE AUGUST 2, 2010 AT 4:00 P.M. (PREVAILING CENTRAL TIME) (THE “RESPONSE DEADLINE.”). YOUR RESPONSE MUST STATE WHY THE OBJECTION IS NOT VALID. IF YOU DO NOT FILE A RESPONSE BEFORE THE RESPONSE DEADLINE, YOUR CLAIM MAY BE DISALLOWED.

CLAIMANTS MAY DOWNLOAD COPIES OF THE PROOFS OF CLAIM AFFECTED BY THIS OBJECTION, FREE OF CHARGE, ON THE DEBTORS’ CLAIMS AND NOTICE AGENT’S WEBSITE: WWW.EXPRESSENERGYINFO.COM.

AN ALPHABETICAL LIST OF THE HOLDERS OF CLAIM(S) AFFECTED BY THIS OBJECTION, AND THE APPLICABLE EXHIBIT RELATING TO THEIR CLAIM(S), IS ATTACHED TO THIS OBJECTION AS EXHIBIT A.

A HEARING HAS BEEN SET ON THIS MATTER ON AUGUST 11, 2010 AT 9:00 A.M. (PREVAILING CENTRAL TIME) IN COURTROOM 600, UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS, 515 RUSK STREET, HOUSTON, TEXAS 77002.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEYS.

TO THE HONORABLE JEFF BOHM,
UNITED STATES BANKRUPTCY JUDGE:

Express Energy Services Operating, LP and its affiliated reorganized debtors in the above-captioned chapter 11 cases (collectively, the “**Debtors**” and/or the “**Reorganized Debtors**”),¹ pursuant to Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 3007-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “**Local Rules**”), and the Court’s Order dated March 16, 2010 (Docket No. 244, the “**Omnibus Objections Order**”), file this third omnibus objection to proofs of claim (this “**Third Omnibus Objection**”) and respectfully represent as follows:

RELIEF REQUESTED

1. Pursuant to Bankruptcy Rule 3007, Local Rule 3007-1, and the Omnibus Objections Order, the Reorganized Debtors seek the entry of an order, substantially in the form attached hereto as **Exhibit D** (the “**Proposed Order**”), disallowing and expunging the Redundant, Satisfied, Late-Filed, Amended and Superseded, and No Liability Claims (each as defined below) identified as “**Claims to Be Expunged**” on **Exhibits 1, 2, 3, 4, and 5**² to the Proposed Order, respectively.

THE BAR DATE ORDER AND THE CLAIMS RECONCILIATION PROCESS

2. On November 25, 2009, the Court entered its Order (the “**Bar Date Order**”) pursuant to Bankruptcy Rule 3003(c)(3) and section 503(b)(9) of the Bankruptcy Code establishing the deadline for filing proofs of claim and approving the form and manner of notice

¹ On October 27, 2009 (the “**Commencement Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). On December 7, 2009, the Court entered an order confirming the Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the “**Plan**”). The Plan went effective pursuant to its own terms on December 31, 2009.

² Based on information and belief, certain holders of Filed Claims (as defined herein) list their respective home addresses to receive notice. To protect their privacy, the Reorganized Debtors only list the city, state, and zip code of the addresses in applicable exhibits to the Proposed Order.

thereof [Docket No. 158]. The general deadline for non-governmental entities to file proofs of claim against the Debtors for claims that arose on or prior to the Commencement Date passed on December 28, 2009 (the “**General Bar Date**”), and the deadline for governmental entities to file proofs of claim against the Debtors for claims that arose on or prior to the Commencement Date passed on April 26, 2010 (the “**Governmental Bar Date**”). Pursuant to the terms of the Bar Date Order, the Debtors mailed notice of the General and Governmental Bar Dates (the “**Bar Date Notice**”) to all the Debtors’ known creditors and potential claimants. On March 16, 2010, the Court entered the Omnibus Objections Order authorizing the Reorganized Debtors to file omnibus objections to proofs of claim.

3. As of June 15, 2010, over 730 proofs of claim (collectively, the “**Filed Claims**”) have been filed in the Debtors’ chapter 11 cases. As part of the claims reconciliation process, the Reorganized Debtors have reviewed the Filed Claims and concluded that certain Filed Claims are objectionable on the basis set forth below.

OBJECTION

Redundant Claims

4. The Reorganized Debtors have determined that each of the six Filed Claims listed on **Exhibit 1** to the Proposed Order in the column labeled “**Claims to Be Expunged**” (collectively, the “**Redundant Claims**”) relate to the same underlying obligation as the corresponding Filed Claim listed in the column labeled “**Surviving Claims.**” Four of the six Redundant Claims in the column “**Claims to Be Expunged**” were filed by the Equal Employment Opportunity Commission (“**EEOC**”) on behalf of four of the Debtors’ former employees and

relate to four separate EEOC charges.³ Each of these former employees also have separate Filed Claims relating to his/her EEOC charge, which are reflected in the column labeled “Surviving Claims.” The other two Redundant Claims in the column labeled “Claims to Be Expunged.” based on the Debtors’ books and records, have been filed against the wrong Debtors. The Filed Claim in the column labeled “Surviving Claims” is the correct Filed Claim relating to the obligation underlying these two Redundant Claims. The Debtors should not be required to pay multiple times on the same obligation, nor should a claimant receive multiple recoveries based on the same obligation from the Distribution Pro Rata Share to General Unsecured Creditors (each term as defined in the Plan). Accordingly, the Reorganized Debtors request that the Court disallow and expunge each Redundant Claim identified on **Exhibit 1** to the Proposed Order as a “Claim to Be Expunged” in its entirety. By expunging such claims, the Reorganized Debtors will maintain a claims register that more accurately reflects the Filed Claims asserted against the Debtors.

5. To the extent any Filed Claims in the column “Claims to Be Expunged” on **Exhibit 1** to the Proposed Order contain attachments that were not included with their respective Filed Claims in the column labeled “Surviving Claims.” the Reorganized Debtors further ask that any such attachments be deemed attached to the applicable “Surviving Claims.”

Satisfied Claims

6. The Reorganized Debtors have reviewed their books and records and determined that each Filed Claim identified on **Exhibit 2** to the Proposed Order (collectively, the “**Satisfied Claims**”) has been satisfied pursuant to a prior order of the Court, the Plan, or in the

³ The four Redundant Claims filed by the EEOC on behalf of the Debtors’ former employees were filed after the General Bar Date and may also be disallowed and expunged on the grounds that such claims are Late-Filed Claims (as defined herein). The Reorganized Debtors shall, however, serve the EEOC with notice of this Objection.

ordinary course of business. Therefore, the Reorganized Debtors request that the Court disallow and expunge each Satisfied Claim identified on **Exhibit 2** to the Proposed Order as “**Claims to Be Expunged**” in its entirety. By expunging such claims, the Reorganized Debtors will maintain a claims register that more accurately reflects the Filed Claims asserted against the Debtors and prevents any creditor being paid multiple times for the same obligation.

7. The Internal Revenue Service (“**IRS**”) has eight Satisfied Claims (Proof of Claim Nos. 662, 663, 664, 675, 715, 716, 717, and 730). Proof of Claim Nos. 716, 717, and 730 each assert a claim for \$0 and appear to amend Proof of Claim Nos. 675, 664, and 662, respectively. Therefore, the IRS appears to acknowledge the complete satisfaction of these Filed Claims. Proof of Claim No. 715 asserts a claim for \$3,331,324.00 and appears to amend Proof of Claim No. 663. The Reorganized Debtors, by filing an amended return using the correct form, have satisfied Proof of Claim Nos. 663 and 715. Accordingly, the Reorganized Debtors have satisfied all obligations owed to the IRS with respect to the eight Satisfied Claims and such Satisfied Claims should be expunged.

Late-Filed Claims

8. The Filed Claims identified on **Exhibit 3** to the Proposed Order were each filed after the General Bar Date by a non-governmental entity (collectively, the “**Late-Filed Claims**”). The Debtors’ claims and noticing agent mailed the Bar Date Notice and a proof of claim form to each of the parties on **Exhibit 3** to the Proposed Order [Docket No. 168]. None of these Bar Date Notices were returned to the Debtors’ claims and noticing agent as undeliverable. As a result, each of the entities identified on **Exhibit 3** to the Proposed Order had (i) proper notice of the Bar Date and (ii) ample opportunity to timely file a proof of claim. In addition, none of the entities who filed a Late-Filed Claim filed a motion seeking leave to file a claim after the General Bar Date.

9. Section 502(b)(9) of the Bankruptcy Code states, in relevant part, that a court shall allow a claim except if “proof of such claim is not timely filed” The Bar Date Order further provides that:

Any holder of a claim against the Debtors that is required but fails to file a proof of such claim in accordance with this Order on or before the applicable Bar Date shall be forever barred from asserting such claim against the Debtors and their estates, and such holder shall not be permitted to vote to accept or reject any chapter 11 plan filed in these chapter 11 cases, or participate in any distribution in the Debtors’ chapter 11 cases on account of such claim.

Bar Date Order, ¶ 3. Accordingly, the Reorganized Debtors request the Court disallow and expunge each Late-Filed Claim identified on **Exhibit 3** to the Proposed Order as “Claims to Be Expunged” in its entirety. By expunging such claims, the Reorganized Debtors will maintain a claims register that more accurately reflects the Filed Claims asserted against the Debtors.

Amended and Superseded Claims

10. The Filed Claims listed on **Exhibit 4** in the column labeled “Claims to be Expunged” (the “**Amended and Superseded Claims**”) were amended and/or superseded by a subsequent Filed Claim filed by or on behalf of the same claimant listed in the column labeled “Surviving Claims.” The Debtors should not be required to pay more than once on the same obligation. Accordingly, the Reorganized Debtors request that the Court disallow and expunge each of the Amended and Superseded Claims identified on **Exhibit 4** to the Proposed Order in its entirety. By expunging such claims, the Reorganized Debtors will maintain a claims register that more accurately reflects the Filed Claims asserted against the Debtors.

11. To the extent any Filed Claims in the column “Claims to Be Expunged” on **Exhibit 4** to the Proposed Order contain attachments that were not included with their

respective Filed Claims in the column labeled “Surviving Claims,” the Reorganized Debtors further ask that any such attachments be deemed attached to the applicable “Surviving Claims.”

No Liability Claims

12. The three Filed Claims included on **Exhibit 5** to the Proposed Order fail to establish a legal or factual basis on which the Debtors are liable to the claimants (collectively, the “**No Liability Claims**”). After a review of the No Liability Claims and the Debtors’ books and records, the Reorganized Debtors believe that there are no obligations due and owing on the No Liability Claims.

13. Accordingly, the Reorganized Debtors request that the Court disallow and expunge each of the No Liability Claims identified on **Exhibit 5** to the Proposed Order as “**Claims to Be Expunged**” in its entirety. By expunging such claims, the Reorganized Debtors will maintain a claims register that more accurately reflects the Filed Claims asserted against the Debtors.

14. One of the No-Liability Claims was filed by Dustin Richard (“**Richard**”), a former employee of the Debtors (Proof of Claim No. 34, the “**Richard Claim**”).⁴ The Richard Claim relates to a lawsuit filed on or about October 9, 2009 by Richard against EES Operating (Cause No. 2009-65442, the “**Richard State Court Action**”). The Richard Claim asserts a general unsecured claim that is “unliquidated and contingent on the outcome of [a state court action.]” Richard Claim, Ex. A. On May 6, 2010, the state court judge presiding over the Richard State Court Action entered an order dismissing the Richard State Court Action.⁵ Therefore, EES Operating has no liability to Richard on account of the Richard Claim, which is

⁴ A copy of the Richard Claim is attached as **Exhibit B**.

⁵ A copy of the order dismissing the State Court Action is attached as **Exhibit C**.

based solely on the dismissed Richard State Court Action. Accordingly, the Richard Claim should be expunged.

RESERVATION OF RIGHTS

15. In the event that any of the Filed Claims identified on any of the exhibits to the Proposed Order as “Claims to Be Expunged” are not disallowed and expunged in their entirety, the Reorganized Debtors hereby reserve their right to object to such claims on any other grounds at a later date. The Reorganized Debtors also reserve their right to object to each of the Filed Claims identified as “Surviving Claims” on **Exhibit 1** and **Exhibit 4** on any grounds at a later date.

JURISDICTION

16. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

NOTICE

17. Notice of this Third Omnibus Objection was sent to all parties that are entitled to notice under (i) Bankruptcy Rule 3007, (ii) the Omnibus Objections Order, and (iii) the Court’s Order, dated October 29, 2009, implementing notice and case management procedures, including all holders of claims affected by this Objection.

WHEREFORE the Reorganized Debtors respectfully request that the Court grant the relief requested in this Third Omnibus Objection and enter the Proposed Order.

Dated: Houston, Texas
June 30, 2010

Respectfully submitted,

By: /s/ Alfredo R. Pérez
Alfredo R. Pérez

WEIL, GOTSHAL & MANGES LLP
700 Louisiana St., Suite 1600
Houston, TX 77002-2784
Telephone: (713) 546-5000
Facsimile: (713) 224-9511

Attorneys for the Reorganized Debtors

EXHIBIT A

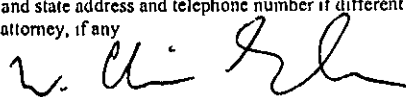
Alphabetical List of Claimants Affected by the Objection (Individuals by Last Name)

Name	Proof of Claim Number	Exhibit No. to Proposed Order
American Oilfield Safety, Inc.	298	5
Arkansas Department of Finance and Administration	136, 152, 153	2
Beacon Rental & Supply Inc.	353	2
Circulation Tools, LLC	700	3
Cobos, Dora	468	2
Comp Tech Systems Inc.	693	3
Cook, Bryan	419, 418, 727, 728	4
Diaz, Walter	719, 372	1
Eaton Oil Tools, Inc.	689	3
Elite Communication Services	729	3
English, Karron	722, 373	1
First National Bank of Omaha	178, 254	4
Hercules Wire Rope & Sling Inc.	705	3
Industrial Production Services, Inc.	362	2
Internal Revenue Service	662, 663, 664, 675, 715, 716, 717, 730	2
John Deere Construction & Forestry Co.	33, 702	4
Kent Lubrication Centers	470	2
Larsen, Brad	732	4
LB Herring Trust	433	2
Magnum Oil Tools Int'l LLC	734	3
Multi-Chem Group LLC	658	3
Noles, Jerry W.	635	3
Nub's Well Servicing Inc.	364	2
Oklahoma Tax Commission	170, 250, 252	2
Ovalle, Mynor	720, 370	1
Paradigm P.T. & Sports Medicine	335	2
Pat's Alignment Shop	641	3
Perf-O-Log, Inc.	600	5
Quality Hotel	462, 702	4
Richard, Dustin	34	5
Siemens Financial Services, Inc.	420, 421, 628	1
Sorrells, Dan	721, 374	1
State of Louisiana	41, 42, 43	2
State of Wyoming	415	2
Tac Trucking, LLC	690	3
Tarpon Rental, Inc.	724	3
Tyler Industrial Supply Company	335	2
Volant Oil Tools, Inc.	333, 737	4
Wells Fargo Financial Leasing	647	2
Western Marketing Inc.	453	2

EXHIBIT B

Proof of Claim No. 34

B 10 (Official Form 10) (12/08)

UNITED STATES BANKRUPTCY COURT Southern District of Texas		PROOF OF CLAIM
Name of Debtor Express Energy Services Operating, LP		Case Number 09-38044
NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property) Dustin Richard		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim
Name and address where notices should be sent Gauntt, Earl & Binney, LLP 1400 Woodloch Forest Drive, Suite 575 The Woodlands, Texas 77380		Court Claim Number _____ (if known)
Telephone number (281) 367-6555		Filed on _____
Name and address where payment should be sent (if different from above) Same		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
Telephone number		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1 Amount of Claim as of Date Case Filed \$ <u>515,747.28</u>		5 Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507(a)(4) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(5) <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8) <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507(a)(____) Amount entitled to priority \$ _____
If all or part of your claim is secured, complete item 4 below, however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		
2 Basis for Claim <u>FLSA violation, see Ex A</u> (See instruction #2 on reverse side)		
3 Last four digits of any number by which creditor identifies debtor. <u>N/A</u> 3a Debtor may have scheduled account as <u>N/A</u> (See instruction #3a on reverse side)		
4 Secured Claim (See instruction #4 on reverse side) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe _____ Value of Property \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any \$ _____ Basis for perfection _____ Amount of Secured Claim \$ _____ Amount Unsecured \$ _____		
6 Credits The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
7 Documents Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side). DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain _____		
Date: 11/04/2009	Signature The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. W Chris Surber, Attorney for Dustin Richard 	
		FOR COURT USE ONLY

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

IN RE:	§	
	§	Chapter 11
EXPRESS ENERGY SERVICES	§	
OPERATING, LP, et al.,	§	Case No. 09-38044
	§	
Debtors,	§	

Exhibit "A"

The Proof of Claim of Dustin Richard ("Richard") arises from a Fair Labor Standards Act, 29 U S C § 201 et seq , lawsuit filed on October 9, 2009 in the 334th Judicial District Court, Harris County, Texas, and styled *Dustin Richard v. Express Energy Services Operating, L P.*, Cause No 2009-65442 (the "State Court Action") In the State Court Action, Richard seeks \$515,747 28 in damages for Express Energy Services Operating, LP's alleged violations of the Fair Labor Standards Act

This claim is filed as an unsecured claim that is unliquidated and contingent on the outcome of the State Court Action Based on the State Court Action's current status, this claim is filed as an unsecured claim. Richard reserves the right to amend or supplement this claim and/or to file additional Proofs of Claim for additional claims or interests at any time, either before or after any bar date established by the Bankruptcy Court

Any and all additional documents pertaining to Richard's claim or the State Court Action are available upon request by contacting W Chris Surber, Guantt, Earl & Binney, LLP, 1400 Woodloch Forest Drive, Suite 575, The Woodlands, Texas 77380

EXHIBIT C

Order of Dismissal Issued in the Richard State Court Action

Filed 10 May 5 A11:59
Loren Jackson - District Clerk
Harris County
ED101J015770661
By: Lisa Cooper

CAUSE NO. 2009-65442

DUSTIN RICHARD
Plaintiff,

VS.

EXPRESS ENERGY SERVICES
OPERATING, L.P.
Defendant.

§
§
§
§
§
§
§

IN THE DISTRICT COURT OF

HARRIS COUNTY, TEXAS

334th JUDICIAL DISTRICT

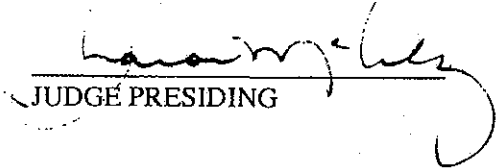
P2
11

ORDER OF DISMISSAL

On this the _____ day of _____, 2010, came on to be heard and considered the Motion of Plaintiff in the above-styled and numbered cause, to dismiss without prejudice the said cause and all claims and causes of action alleged in said cause, and it appearing to the Court that the Motion should be GRANTED. It is, therefore,

ORDERED, ADJUDGED, AND DECREED by the Court that the above-styled and numbered cause and all claims and causes of action alleged in said cause be, and the same are, hereby, dismissed without prejudice as to all parties, and that the costs be assessed against the party incurring them.

SIGNED on this the 6th day of May, 2010.

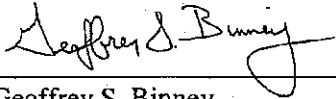

JUDGE PRESIDING

epo

APPROVED AS TO FORM & ENTRY REQUESTED BY:

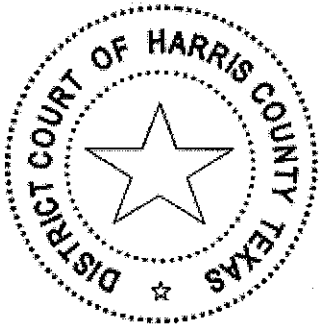
Respectfully submitted,

GAUNTT, EARL & BINNEY, L.L.P.

By: 

Geoffrey S. Binney
State Bar No. 24029071
W. Chris Surber
State Bar No. 24064052

1400 Woodloch Forest Drive, Suite 575
The Woodlands, Texas 77380
Telephone: 281/367-6555
Facsimile: 281/367-3705
Counsel for Plaintiff



I, Loren Jackson, District Clerk of Harris County, Texas certify that this is a true and correct copy of the original record filed and or recorded in my office, electronically or hard copy, as it appears on this date
Witness my official hand and seal of office
this June 24, 2010

Certified Document Number: 45253735 Total Pages: 2

LOREN JACKSON, DISTRICT CLERK
HARRIS COUNTY, TEXAS

In accordance with Texas Government Code 406.013 electronically transmitted authenticated documents are valid. If there is a question regarding the validity of this document and or seal please e-mail support@hcdistrictclerk.com

EXHIBIT D

Proposed Order

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

In re	§	
	§	Chapter 11
	§	
EXPRESS ENERGY SERVICES OPERATING, LP, et al.,	§	
	§	Case No. 09-38044
	§	
Reorganized Debtors.	§	
	§	Jointly Administered
	§	

**ORDER GRANTING REORGANIZED DEBTORS
THIRD OMNIBUS OBJECTION TO PROOFS OF CLAIM
(REDUNDANT, SATISFIED, LATE-FILED, AMENDED
AND SUPERSEDED, AND NO LIABILITY CLAIMS)**

[Related to Docket No. ____]

Upon the Third Omnibus Objection to Proofs of Claim (Redundant, Satisfied, Late-Filed, Amended and Superseded, and No Liability Claims) (the “**Objection**”),¹ filed by Express Energy Services Operating, LP and its affiliated reorganized debtors (collectively, the “**Reorganized Debtors**”), which seeks entry of an order (this “**Order**”) disallowing and expunging the Filed Claims identified as “Claims to be Expunged” on **Exhibits 1, 2, 3, 4, and 5** attached to this Order; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and good and sufficient notice having been provided to each holder of a Filed Claim listed on **Exhibits 1, 2, 3, 4, and 5**, and to those parties entitled to notice pursuant to Bankruptcy Rule 3007, the Omnibus Objections Order, and the Court’s order, dated October 29, 2009, establishing notice procedures in these

¹ Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Objection.

chapter 11 cases; and no other or further notice need be provided; and the relief requested in the Objection being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Objection; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and the Court having further determined that the Objection complies with the requirements of Bankruptcy Rule 3007, Local Rule 3007-1, and the Omnibus Objections Order; and after due deliberation and sufficient cause appearing herefore, it is ORDERED that:

1. The Redundant Claims identified on **Exhibit 1** as “Claims to Be Expunged” are hereby disallowed and expunged in their entirety.
2. The Satisfied Claims identified on **Exhibit 2** as “Claims to Be Expunged” are hereby disallowed and expunged in their entirety.
3. The Late-Filed Claims identified on **Exhibit 3** as “Claims to Be Expunged” are hereby disallowed and expunged in their entirety.
4. The Amended and Superseded Claims identified on **Exhibit 4** as “Claims to Be Expunged” are hereby disallowed and expunged in their entirety.
5. The No Liability Claims identified on **Exhibit 5** as “Claims to Be Expunged” are hereby disallowed and expunged in their entirety.
6. To the extent any Filed Claims on **Exhibit 1** or **Exhibit 4** identified as “Claims to Be Expunged” contain attachments that were not included with their respective “Surviving Claims,” any such attachments are hereby deemed to be attached to the applicable “Surviving Claims.”
7. The Reorganized Debtors’ rights and defenses with respect to any of the Filed Claims identified as “Surviving Claims” listed on **Exhibit 1** or **Exhibit 4** attached to this

Order shall be preserved, including, but not limited to, the right to further object to the “Surviving Claims” on any basis.

8. The Garden City Group, Inc., the claims and noticing agent appointed in these chapter 11 cases [Docket No. 36], is authorized and directed to delete the Redundant, Satisfied, Late-Filed, Amended and Superseded, and No Liability Claims identified as “Claims to Be Expunged” on **Exhibits 1, 2, 3, 4, and 5** from the official claims registry and take any other necessary actions to implement the relief granted in this Order.

9. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: Houston, Texas
_____, 2010

HONORABLE JEFF BOHM
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Redundant Claims

EXHIBIT 1 - REDUNDANT CLAIMS

CLAIMS TO BE EXPUNGED					SURVIVING CLAIMS						
NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT	NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
DIAZ, WALTER C/O US EEOC 207 SOUTH HOUSTON STREET, 3RD FLOOR DALLAS, TX 75202 ATTN: MICHAEL FETZER AND MELANIE BREEN	4/19/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	719	UNLIQUIDATED	DIAZ, WALTER LONGVIEW, TX 75804	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	372	\$100,000, PLUS UNLIQUIDATED AMOUNTS
ENGLISH, KARRON C/O US EEOC 207 SOUTH HOUSTON STREET, 3RD FLOOR DALLAS, TX 75202 ATTN: MICHAEL FETZER AND MELANIE BREEN	4/19/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	722	UNLIQUIDATED	ENGLISH, KARRON WINONA, TX 75792	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	373	\$100,000, PLUS UNLIQUIDATED AMOUNTS
OVALLE, MYNOR C/O US EEOC 207 SOUTH HOUSTON STREET, 3RD FLOOR DALLAS, TX 75202 ATTN: MICHAEL FETZER AND MELANIE BREEN	4/19/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	720	UNLIQUIDATED	OVALLE, MYNOR C/O JOSE SANCHEZ LAW FIRM 507 NORTH GREEN STREET LONGVIEW, TX 75601	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	370	\$100,000, PLUS UNLIQUIDATED AMOUNTS
SORRELLS, DAN C/O US EEOC 207 SOUTH HOUSTON STREET, 3RD FLOOR DALLAS, TX 75202 ATTN: MICHAEL FETZER AND MELANIE BREEN	4/19/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	721	UNLIQUIDATED	SORRELLS, DAN C/O BOON SHAVER ECHOLS & COLEMAN, PC 1800 NW LOOP 281, SUITE 310 LONGVIEW, TX 75604 ATTN: BRADLEY ECHOLS	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	374	\$160,000, PLUS UNLIQUIDATED AMOUNTS
SIEMENS FINANCIAL SERVICES, INC. C/O VEDDER PRICE P.C. 225 NORTH LASALLE STREET, SUITE 2600 CHICAGO, IL 60601-1003 ATTN: ARLENE N GELMAN AND RYAN O LAWLOR	12/17/09	EXPRESS ENERGY SERVICES HOLDING, LP	09-38050	420	\$1,943,793.94	SIEMENS FINANCIAL SERVICES, INC. C/O VEDDER PRICE P.C. 225 NORTH LASALLE STREET, SUITE 2600 CHICAGO, IL 60601-1003 ATTN: ARLENE N GELMAN AND RYAN O LAWLOR	12/17/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	628	\$1,943,793.94
SIEMENS FINANCIAL SERVICES, INC. C/O VEDDER PRICE P.C. 225 NORTH LASALLE STREET, SUITE 2600 CHICAGO, IL 60601-1003 ATTN: ARLENE N GELMAN AND RYAN O LAWLOR	12/17/09	EXPRESS ENERGY SERVICES CT, LP	09-38053	421	\$1,943,793.94	SIEMENS FINANCIAL SERVICES, INC. C/O VEDDER PRICE P.C. 225 NORTH LASALLE STREET, SUITE 2600 CHICAGO, IL 60601-1003 ATTN: ARLENE N GELMAN AND RYAN O LAWLOR	12/17/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	628	\$1,943,793.94

EXHIBIT 2

Satisfied Claims

(all parties listed alphabetically, individuals by last name)

EXHIBIT 2 – SATISFIED CLAIMS TO BE EXPUNGED					
NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
ARKANSAS DEPARTMENT OF FINANCE AND ADMINISTRATION C/O OFFICE OF REVENUE LEGAL COUNSEL P.O. BOX 1272, ROOM 2380 LITTLE ROCK, AR 72203 ATTN: DAVID KAUFMAN	11/19/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	136	\$17,549.92
ARKANSAS DEPARTMENT OF FINANCE AND ADMINISTRATION C/O OFFICE OF REVENUE LEGAL COUNSEL P.O. BOX 1272, ROOM 2380 LITTLE ROCK, AR 72203 ATTN: DAVID KAUFMAN	11/19/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	152	\$13,904.20
ARKANSAS DEPARTMENT OF FINANCE AND ADMINISTRATION C/O OFFICE OF REVENUE LEGAL COUNSEL P.O. BOX 1272, ROOM 2380 LITTLE ROCK, AR 72203 ATTN: DAVID KAUFMAN	11/19/09	EXPRESS ENERGY SERVICES ARK, LP	09-38054	153	\$13,904.20
BEACON RENTAL & SUPPLY INC. P.O. BOX 735 HOUMA, LA 70361 ATTN: JOHNNY FANGUY	12/14/09	EXPRESS ENERGY SERVICES P&A, LP	09-38055	353	\$735.00
COBOS, DORA C/O THE MALHOTRA LAW FIRM 319 NORTH GRANT AVENUE ODESSA, TX 79761-5117 ATTN: RAHUL MALHOTRA	12/21/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	468	\$9,000.00
INDUSTRIAL PRODUCTION SERVICES, INC. 703 WEST HILLMONT ROAD ODESSA, TX 79764 ATTN: RONALD L. HARRIS	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	362	\$1,248.00

EXHIBIT 2 – SATISFIED CLAIMS TO BE EXPUNGED

NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	01/12/10	EXPRESS—R&S TONG SERVICES, LTD.	09-38066	662	\$300.00
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	05/14/10	EXPRESS—R&S TONG SERVICES, LTD.	09-38066	730	\$0.00
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	01/12/10	EXPRESS ENERGY SERVICES HOLDING, LP	09-38050	664	\$7,680.00
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	04/06/10	EXPRESS ENERGY SERVICES HOLDING, LP	09-38050	717	\$0.00

EXHIBIT 2 – SATISFIED CLAIMS TO BE EXPUNGED

NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	01/19/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	675	\$660,846.75
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	04/06/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	716	\$0.00
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	01/12/10	EXPRESS ENERGY SERVICES WL, LP	09-38057	663	\$3,336,391.00
INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114 AND INTERNAL REVENUE SERVICE 1919 SMITH STREET, M/S 5024 HOU HOUSTON, TX 77002	04/06/10	EXPRESS ENERGY SERVICES WL, LP	09-38057	715	\$3,331,324.00

EXHIBIT 2 – SATISFIED CLAIMS TO BE EXPUNGED					
NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
KENT LUBRICATION CENTERS P.O. BOX 908001 MIDLAND, TX 79708 ATTN: RICK H. SCHKADE	12/21/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	470	\$203.46
LB HERRING TRUST 1500 EASY STREET ELK CITY, OK 73648 ATTN: LARRY G. HERRING	12/18/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	433	\$2,689.03
NUB'S WELL SERVICING INC. P.O. BOX 206 FOX, OK 73435 ATTN: JUDY SULLIVAN	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	364	\$2,100.00
OKLAHOMA TAX COMMISSION C/O BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 NORTH ROBINSON, SUITE 2000 OKLAHOMA CITY, OK 73102 ATTN: JOSEPH GAPPA	11/19/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	170	\$77,981.73
OKLAHOMA TAX COMMISSION C/O BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 NORTH ROBINSON, SUITE 2000 OKLAHOMA CITY, OK 73102 ATTN: JOSEPH GAPPA	11/23/09	EXPRESS ENERGY SERVICES WL, LP	09-38057	250	\$4,012.61
OKLAHOMA TAX COMMISSION C/O BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 NORTH ROBINSON, SUITE 2000 OKLAHOMA CITY, OK 73102 ATTN: JOSEPH GAPPA	11/23/09	EXPRESS ENERGY SERVICES ARK, LP	09-38054	252	\$2,065.77
PARADIGM P.T. & SPORTS MEDICINE 701 NORTH GRANT AVENUE ODESSA, TX 79761 ATTN: MARSHA PIDGEON	12/11/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	335	\$630.00

EXHIBIT 2 – SATISFIED CLAIMS TO BE EXPUNGED					
NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
STATE OF LOUISIANA C/O LOUISIANA DEPARTMENT OF REVENUE P.O. BOX 66658 BATON ROUGE, LA 70896 ATTN: VERNETTE LEJEUNE	11/09/09	EXPRESS ENERGY SERVICES CT, LP	09-38053	41	\$1,309.41
STATE OF LOUISIANA C/O LOUISIANA DEPARTMENT OF REVENUE P.O. BOX 66658 BATON ROUGE, LA 70896 ATTN: VERNETTE LEJEUNE	11/09/09	EXPRESS ENERGY SERVICES P&A, LP	09-38055	42	\$9,346.26
STATE OF LOUISIANA C/O LOUISIANA DEPARTMENT OF REVENUE P.O. BOX 66658 BATON ROUGE, LA 70896 ATTN: VERNETTE LEJEUNE	11/09/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	43	\$52,172.29
STATE OF WYOMING C/O DEPARTMENT OF REVENUE 122 WEST 25TH STREET CHEYENNE, WY 82002 ATTN: DONNA CAMPBELL	12/14/09	EXPRESS ENERGY SERVICES LP	09-38044	415	\$9,750.15
TYLER INDUSTRIAL SUPPLY COMPANY P.O. BOX 120267 TYLER, TX 75712 ATTN: ROBERT WELCH	12/14/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	355	\$2,343.62
WELLS FARGO FINANCIAL LEASING 300 TRI-STATE INTERNATIONAL, SUITE 400 LINCOLNSHIRE, IL 60069 ATTN: ROBERT E. CONDON	01/05/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	647	\$174,460.18
WESTERN MARKETING INC. P.O. BOX 147 ABILENE, TX 79604 ATTN: JOHN F. BERNARD	12/21/09			453	\$1,738.55

EXHIBIT 3

Late-Filed Claims

(all parties listed alphabetically, individuals by last name)

EXHIBIT 3 – LATE-FILED CLAIMS TO BE EXPUNGED

NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
CIRCULATION TOOLS, LLC 1667 WIEMANN ROAD HOUMA, LA 70363 AND CIRCULATION TOOLS, LLC C/O LAW OFFICES OF WILLIAM A. STARK 275 GABASSE STREET HOUMA, LA 70361 ATTN: WILLIAM A. STARK	02/25/10	EXPRESS ENERGY SERVICES LLC		700	\$11,680.00
COMP TECH SYSTEMS INC. 6311 VAN NUYS BOULEVARD, SUITE #1200 VAN NUYS, CA 91401 ATTN: RHONDA PAYNE	02/08/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	693	\$12,402.00
EATON OIL TOOLS, INC C/O ONEBANE LAW FIRM 1200 CAMELLIA BOULEVARD, SUITE 300 LAFAYETTE, LA 70508 ATTN: CRAIG A. RYAN AND EATON OIL TOOLS, INC. P.O. BOX 54515 NEW ORLEANS, LA 70154	02/05/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	689	\$31,239.00
ELITE COMMUNICATION SERVICES 379 HIGHWAY 182 SUNSET, LA 70584-5424 ATTN: TIMMY PONTIFF AND TAMMY WYATT	05/04/10			729	\$546.00
HERCULES WIRE ROPE & SLING INC P.O. BOX 1769 HOUMA, LA 70361 ATTN: JESSICA LEBLANC	03/17/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	705	\$8,262.41

EXHIBIT 3 – LATE-FILED CLAIMS TO BE EXPUNGED

NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
LARSEN, BRAD P.O. BOX 717 OKLAHOMA CITY, OK 73102	06/12/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	732	\$576.55
MAGNUM OIL TOOLS INT'L LLC 5655 BEAR LANE CORPUS CHRISTI, TX 78405	06/25/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	734	\$5,139.00
NOLES, JERRY W. SHAWNEE, OK 74804	01/04/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	635	\$61,200.00
MULTI-CHEM GROUP LLC P.O. BOX 97430 DALLAS, TX 75397 ATTN: JULIE RAY	01/11/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	658	\$129,464.66
PAT'S ALIGNMENT SHOP 303 ROMANCE ROAD ROMANCE, AR 72136	01/04/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	641	\$561.60
TAC TRUCKING, LLC P.O. BOX 99 ALICE, TX 78333 ATTN: TERRIE COLLE	02/08/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	690	\$7,509.25
TARPON RENTAL, INC. P.O. BOX 9023 HOUMA, LA 70361 ATTN: GAIL DUET	04/27/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	724	\$547.51

EXHIBIT 4

Amended and Superseded Claims

(all parties listed alphabetically, individuals by last name)

EXHIBIT 4 - AMENDED/SUPERSEDED CLAIMS

CLAIMS TO BE EXPUNGED						SURVIVING CLAIMS					
NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT	NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
COOK, BRYAN P.O. BOX 75275 OKLAHOMA CITY, OK 73147-0725	12/17/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	419	\$7,253.43	COOK, BRYAN C/O JEFFREY TAYLOR, ESQ. 6303 NORTH PORTLAND AVE, SUITE 300 OKLAHOMA CITY, OK 73112	05/01/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	727	\$7,253.43
COOK, BRYAN P.O. BOX 75275 OKLAHOMA CITY, OK 73147-0725	12/17/09			418	\$2,610.00	COOK, BRYAN C/O JEFFREY TAYLOR, ESQ. 6303 NORTH PORTLAND AVE, SUITE 300 OKLAHOMA CITY, OK 73112	05/01/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	728	\$2,610.00
FIRST NATIONAL BANK OF OMAHA 1620 DODGE STREET, STOP CODE 3105 OMAHA, NE 68197	11/21/09	EXPRESS ENERGY SERVICES	09-38044	178	\$165.51	FIRST NATIONAL BANK OF OMAHA 1620 DODGE STREET, STOP CODE 3105 OMAHA, NE 68197	11/25/09	EXPRESS ENERGY SERVICES	09-38044	254	\$165.51
JOHN DEERE CONSTRUCTION & FORESTRY CO. PO BOX 6600 JOHNSTON, IA 50131	11/4/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	33	\$159,741.02	JOHN DEERE CONSTRUCTION & FORESTRY CO. PO BOX 6600 JOHNSTON, IA 50131	03/05/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	702	\$27,841.58
QUALITY HOTEL 210 SOUTH HOLLYWOOD ROAD HOUMA, LA 70360 ATTN: RENE CLAUDET	12/21/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	462	\$5,294.56	QUALITY HOTEL 210 SOUTH HOLLYWOOD ROAD HOUMA, LA 70360 ATTN: RENE CLAUDET	05/27/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	702	\$226.14
VOLANT OIL TOOLS INC. 4624 ELENIK ROAD EDMONTON, ALBERTA CANADA T6B2S1	12/11/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	333	\$8,000 CDN	VOLANT OIL TOOLS INC. C/O GORDON SUSTRIK, Q.C. 527 VILLAGE DRIVE SHERWOOD PARK, ALBERTA CANADA T8A 4M7	06/28/10	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	737	\$7,405.83

EXHIBIT 5

No Liability Claims

(all parties listed alphabetically, individuals by last name)

EXHIBIT 5 – NO LIABILITY CLAIMS TO BE EXPUNGED

NAME AND CONTACT INFORMATION	DATE FILED	CLAIMED DEBTOR	CASE NUMBER	CLAIM NUMBER	CLAIM AMOUNT
AMERICAN OILFIELD SAFETY, INC P.O. BOX 760 RINGLING, OK 73456	12/07/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	298	\$18,000.00
PERF-O-LOG, INC. C/O LOCKE LORD BISSELL & LIDDELL LLP 600 TRAVIS STREET, SUITE 3400 HOUSTON, TX 77002 ATTN: JOSEPH DIRAGO	12/28/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	600	\$31,446.65
RICHARD, DUSTIN C/O GAUNTT, EARL & BINNEY, LLP 1400 WOODLOCH FOREST DRIVE, SUITE 575 THE WOODLANDS, TX 77380 ATTN: W. CHRIS SURBER	11/04/09	EXPRESS ENERGY SERVICES OPERATING, LP	09-38044	34	\$515,747.28