

B7 (Official Form 7) (04/13)

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

In re Apache Energy Services, LLC

Debtor(s)

Case No. 15-60069Chapter 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).

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**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
<b>\$-6,567,248.11</b>	<b>2015 YTD: 2015 YTD Business Operations</b>
<b>\$-542,642.00</b>	<b>2014: 2014 Business Operations</b>
<b>\$629,006.07</b>	<b>2013: 2013 Business Operations</b>

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**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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2**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
<b>See Attachment 3b</b>		<b>\$0.00</b>	<b>\$0.00</b>

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
<b>See Attachment 3c</b>		<b>\$0.00</b>	<b>\$0.00</b>

**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
<b>Case 2015-42553: Worldwide Power Products, LLC v. HII Technologies, Inc., Apache Energy Services, et. al.</b>	<b>Collection</b>	<b>129th District Court, Harris County, TX</b>	<b>Pending</b>
<b>Case No. 2015-38232: Precision Frac LLC v. Apache Energy Services LLC</b>	<b>Collection</b>	<b>129th District Court, Harris County, TX</b>	<b>Pending</b>
<b>Case No. 2:14-cv-00062: Ed Porter, Et Al. v. L&amp;B Industrial, Inc., AES Safety Services</b>	<b>Civil</b>	<b>Southern District of Texas</b>	<b>Pending</b>
<b>Cause No. 2015-44263: Heartland Bank as Administrative Agent v. HII Technologies, Inc., Apache Energy Services, et. al.</b>	<b>Civil</b>	<b>129th District, Harris County, TX</b>	<b>Dismissed</b>
<b>Case No. 15-07-21079-CVR: AES Water Solutions v. OTG Services, LLC and Charles E. Wheeler</b>	<b>Collection</b>	<b>143rd District Court, Reeves County, TX</b>	<b>Pending</b>

\* 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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CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>Case No. 2015-26741: AES Safety Services v. High Sierra Energy, LP</b>	<b>Collection</b>	<b>152nd District Court, Harris County, TX</b>	<b>Settled</b>
<b>Case No. 2015-07656: AES Water Solutions v. Blue Goose Oil Field Services, LLC</b>	<b>Collection</b>	<b>165th District Court, Harris County, TX</b>	<b>Judgment</b>

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
<b>5. Repossessions, foreclosures and returns</b>		

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 REPOSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
<b>See Attachment 5</b>		

**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
None <input checked="" type="checkbox"/> b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within <b>one year</b> 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
<b>7. Gifts</b>			

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
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**See Attachment 9****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
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- 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
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**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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**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
<b>See Attachment 13</b>		

**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.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**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.

	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO.	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
NAME	(ITIN)/ COMPLETE EIN			

- 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
<b>Mark Milliner</b> <b>11846 Riverview Dr.</b> <b>Houston, TX 77077</b>	<b>August 2013 - July 2015</b>
<b>Meggen Rhodes</b> <b>5603 Pine Arbor Drive</b> <b>Houston, TX 77066</b>	<b>March 2014 - Present</b>
<b>Darija Bajraktarevic</b> <b>12911 Newberry Street</b> <b>Sugar Land, TX 77478</b>	<b>2014 - Present</b>

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**NAME AND ADDRESS**

**Anna Phan  
1006 Duke Cove  
Pflugerville, TX 78660**

**DATES SERVICES RENDERED**

**2013 - July 2015**

**Horalia Worrell  
9338 Vanwood Street  
Houston, TX 77040**

**2014 - August 2015**

**Imperial Accounting & Cost Control  
5550 N Braeswood, Suite 67  
Houston, TX 77096**

**2012 - 2014**

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.

**NAME**

**MaloneBailey, LLP**

**ADDRESS**

**9801 Westheimer Road  
Suite 1100  
Houston, TX 77042**

**DATES SERVICES RENDERED**

**2012 - Present**

**Mark Milliner**

**11846 Riverview Dr.  
Houston, TX 77077**

**2013 - July 2015**

**Meggen Rhodes**

**5603 Pine Arbor Drive  
Houston, TX 77066**

**March 2014 - Present**

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**

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**

**Heartland Bank  
1 Information Way, Suite 300  
Little Rock, AR 72202**

**DATE ISSUED**

**3/31/2015**

**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**

**June 9, 2015**

**INVENTORY SUPERVISOR**

**Hilco Valuation services**

**DOLLAR AMOUNT OF INVENTORY**

(Specify cost, market or other basis)  
**See H11 Technologies, Inc. SOFA,  
Schedule 20, Inventories**

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**

**June 9, 2015**

**NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS**

**Hilco Valuation Services  
5 Revere Drive Ste 206  
Northbrook, IL 60062**

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**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
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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
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**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
<b>Mulliniks, Brent</b> <b>201 River Creek Lane</b> <b>Aledo, TX 76008</b>	<b>President</b>	<b>September 1, 2015</b>
<b>Cox, Billy</b> <b>5373 FM 1726</b> <b>Goliad, TX 77963</b>	<b>Vice President</b>	<b>September 1, 2015</b>

**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
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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)
<b>HII Technologies, Inc.</b>	<b>03-0453686</b>

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



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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 October 2, 2015

Signature /s/ Loretta R. Cross  
**Loretta R. Cross**  
**Chief Restructuring Officer**

[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*

**Apache Energy Services, LLC-New**  
**Cash Disbursements Journal**  
July 18 through September 30, 2015

Apache Energy Services  
Payments  
07.18.15 - 09.30.15

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
<b>Chase-9250</b>					
<b>Chase-9250</b>	Check	07/22/2015	54115	Ohio Bureau of Workers' Compensation	-541.15
<b>Chase-9250</b>	Check	07/24/2015	ACH	Capital Premium Ins.	-3,347.06
<b>Chase-9250</b>	Check	07/28/2015	Transfer		-168,800.86
<b>Chase-9250</b>	Bill Pmt -Check	07/29/2015	11713	Gilman & Gilman Counselors at Law	-884.67
<b>Chase-9250</b>	Bill Pmt -Check	07/29/2015	11714	Sutherland Asbill & Brennan LLP	-3,449.53
<b>Chase-9250</b>	Bill Pmt -Check	07/29/2015	11719	BlueCross Blueshield of Texas	-62,832.11
<b>Chase-9250</b>	Check	07/29/2015	DC	Delanyas Smoke Pit	-21.68
<b>Chase-9250</b>	Check	07/29/2015	DC	Christians Tailgate Bar	-26.72
<b>Chase-9250</b>	Check	07/29/2015	ACH	Mckool Smith General	-45,000.00
<b>Chase-9250</b>	Check	07/30/2015	DC	Priceline Hotels	-110.02
<b>Chase-9250</b>	Check	07/31/2015	BankFee	Chase Bank	-265.00
<b>Chase-9250</b>	Check	08/01/2015	DC	PCC	-75.00
<b>Chase-9250</b>	Check	08/01/2015	DC	PCC	-75.00
<b>Chase-9250</b>	Check	08/04/2015	DC	Loves Country	-16.23
<b>Chase-9250</b>	Check	08/04/2015	DC	Hampton Inn	-100.91
<b>Chase-9250</b>	Check	08/05/2015	ACH	Bizopia	-499.99
<b>Chase-9250</b>	Bill Pmt -Check	08/07/2015	11720	Knox Oilfield Supply, Inc.	-5,000.00
<b>Chase-9250</b>	Bill Pmt -Check	08/07/2015	xfr to 6716	LHB Energy Consultants, LLC	-130,848.72
<b>Chase-9250</b>	Check	08/07/2015	DC	The Burger Palace	-34.58
<b>Chase-9250</b>	Check	08/07/2015	DC	Chuy's	-33.43
<b>Chase-9250</b>	Check	08/09/2015	DC	Courtyard by Marriott	-310.00
<b>Chase-9250</b>	Check	08/10/2015	DC	The Burger Palace	-42.03
<b>Chase-9250</b>	Check	08/10/2015	xfr to 6717	LHB Energy Consultants, LLC	-130,848.72
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11726	Titan Test Pumps	-10,000.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11727	High Pressure Rental & Supply, LLC	-5,000.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11728	TSI Flow Products	0.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11729	Production Equipment Sales & Service	0.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11730	Twilight Services, Inc.	-3,000.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11731	Elite Hot Shot	-1,500.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11732	Knox Oilfield Supply, Inc.	-5,000.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	11733	Nitro-Lift Technologies, LLC	0.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015		OneBeacon Insurance Group	0.00
<b>Chase-9250</b>	Bill Pmt -Check	08/21/2015	Withdrawal	LHB Energy Consultants, LLC	-110,927.00
<b>Chase-9250</b>	Check	08/31/2015	BankFee	Chase Bank	-401.00
<b>Chase-9250</b>	Check	09/03/2015	Wire	BCBS	-749.40
<b>Chase-9250</b>	Check	09/04/2015	ACH	Bizopia	-499.99
Total Chase-9250					<u>-690,240.80</u>
<b>Heartland</b>					
Total Heartland					<u>-270.50</u>
<b>TOTAL</b>					<u><u>-690,511.30</u></u>
<b>Chase - Safety</b>					
<b>Chase - Safety</b>	Check	07/22/2015	ACH	Bizopia	-499.99
Total Chase - Safety					-499.99
<b>Heartland - Safety</b>					
Total Heartland - Safety					<u>-50.00</u>
<b>TOTAL</b>					<u><u>-549.99</u></u>

Apache Energy Services, LLC-New  
Cash Disbursements Journal  
July 18 through September 30, 2015

Apache Energy Services  
Payments  
07.18.15 - 09.30.15

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
Heartland	Check	07/31/2015	BankFee	Heartland Bank	-50.00
Heartland	Check	07/31/2015	BankFee	Heartland Bank	-220.50
Heartland - Safety	Check	07/31/2015	BankFee	Heartland Bank	-50.00

Apache Energy Services, LLC-New  
Cash Disbursements Journal  
September 2014 through September 2015

Apache Energy Services  
Payments to Insiders  
09.01.14 - 09.30.15

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
<b>Chase-9250</b>	Bill Pmt -Check	10/01/2014	11667	Billy Cox	-1,814.73
<b>Heartland</b>	Bill Pmt -Check	10/31/2014	30001	Billy Cox	-59.85
<b>Heartland</b>	Bill Pmt -Check	11/04/2014	30036	Billy Cox	-44,292.24
<b>Heartland</b>	Bill Pmt -Check	11/04/2014	30037	Brent Mulliniks	-44,292.24
<b>Heartland</b>	Bill Pmt -Check	03/31/2015		Billy Cox	0.00
<b>Heartland</b>	Bill Pmt -Check	03/31/2015		Brent Mulliniks	0.00
<b>Chase - Safety</b>	Bill Pmt -Check	10/24/2014	10459	Charles Davis exp	-1,303.46
<b>Heartland - Safety</b>	Bill Pmt -Check	10/31/2014	30005	Charles Davis exp	-3,539.49
<b>Heartland - Safety</b>	Bill Pmt -Check	12/05/2014	30037	Charles Davis exp	-1,815.40
<b>Heartland - Safety</b>	Bill Pmt -Check	04/10/2015	30097	Charles Davis exp	-942.73
<b>Heartland - Safety</b>	Bill Pmt -Check	06/01/2015	30126	Charles Davis exp	-4,350.00

## HII Technologies, Inc

## Enterprise Lease Fleet Summary - 9/17/2015

Entrep #	Plate #	Lic State	VIN	Description	Year	Make	Model	Status per HII	
<b>AES Water Solutions</b>									
1	FT10M7	DCM2192	TX	3C6UR5HL4EG202434	Obed	2014	RAM	2500	Returned
2	FT80Q9	DPX7966	TX	1GC1KUE87FF131226	Gator	2015	Chevrolet	Silverado 2500HD	Returned
3	FT87S7	FBS4157	TX	3GCUKRECXEG566558	Kayla	2014	Chevrolet	Silverado 1500	Returned
4	FT87S9	DWR8359	TX	3GCUKREC6EG564323	Acie - Returned	2014	Chevrolet	Silverado 1500	Returned
5	FT99D9	CKG0127	TX	3C6UR5HL8DG613138	AquaTex Mechanical Busn - Returned	2013	RAM	2500	Returned
6	FT01F4	CGF1077	TX	1GNSKAE09DR333615	Calen	2013	Chevrolet	Tahoe	Returned
7	FT04L7	CYT6664	TX	3C6UR5DJXEG178211	Flowback	2014	RAM	2500	Returned
8	FT04L9	DFR6608	TX	3C6UR5JL4DG525388	Flowback	2013	RAM	2500	Returned
9	FT31D4	CDK7835	TX	1GC1KVCG8DF115758	Flowback	2013	Chevrolet	Silverado 2500HD	Returned
10	FT32D7	CDS9476	TX	1GC1KVCG5DF235808	Flowback	2013	Chevrolet	Silverado 2500HD	Returned
11	FT33D1	CDJ8099	TX	1GC1KVCG9DF232622	Flowback	2013	Chevrolet	Silverado 2500HD	Returned
12	FT47N8	Z30300	OK	1GC1KVC88DF234306	Flowback	2013	Chevrolet	Silverado 2500HD	Returned
13	FT80Q8	DTK2409	TX	1GC1KUE82FF165798	Flowback	2015	Chevrolet	Silverado 2500HD	Returned
14	FT8Y40	BTW0402	TX	3C6TD5HT1CG281276	Flowback	2012	RAM	2500	Returned
15	FT8Y42	CJH8228	TX	3C6TD5HT8CG281274	Flowback	2012	RAM	2500	Returned
16	FT47N7	CRJ0403	TX	1GC1KVC85DF226454	Water Transfer	2013	Chevrolet	Silverado 2500HD	Returned
17	FT47N9	CRJ0402	TX	1GC1KVC88DF233527	Water Transfer	2013	Chevrolet	Silverado 2500HD	Returned
18	FT51N1	CRJ0898	TX	1GC1KVC89DF218339	Water Transfer	2013	Chevrolet	Silverado 2500HD	Returned
19	FT51N2	CRJ1114	TX	1GC1KVC8XDF236025	Water Transfer	2013	Chevrolet	Silverado 2500HD	Returned
20	FT71H7	DCD5701	TX	3C6TR5HT6EG184871	Water Transfer	2014	RAM	2500	Returned
21	FT75R4	FBS4150	TX	1GC1KUE86FF175699	Water Transfer	2015	Chevrolet	Silverado 2500HD	Returned
22	FT10M4	DCL6542	TX	3C6UR5HL6EG202435	Water Transfer	2014	RAM	2500	Returned
23	FT31D5	CDK7836	TX	1GC1KVCG5DF103471	Water Transfer STX	2013	Chevrolet	Silverado 2500HD	Returned
24	FT69R0	DVG7817	TX	1GC1KUE84FF117882	Water Transfer	2015	Chevrolet	Silverado 2500HD	Returned
25	FT6W38	FBS0062	TX	3C6TD5HT3CG281263	Water Transfer STX	2012	RAM	2500	Returned
26	FT72F0	DZC3544	TX	1GC1KVC83EF154736	Water Transfer STX	2014	Chevrolet	Silverado 2500HD	Returned
27	FT77R2	FBS4152	TX	1GC1KUE89FF197387	Water Transfer	2015	Chevrolet	Silverado 2500HD	Returned
28	FT89J2	CZC4694	TX	3C6TR5HT6EG222504	Feb 2015 accident.	2014	RAM	2500	Returned
29	FT89J3	DCP6031	TX	3C6TR5HT4EG222503	Water Transfer	2014	RAM	2500	Returned
30	FT04Q7	625818H	TX	5VYGL1226EH005624	WTLLC	2015	*Trailer	*Trailer	Returned
31	FT04Q8	625819H	TX	5VYGL1228EH005625	WTLLC	2015	*Trailer	*Trailer	Returned
32	FT04Q9	625837H	TX	5VYGL1221EH005787	WTLLC	2014	*Trailer	*Trailer	Returned
33	FT05Q0	625838H	TX	5VYGL1228EH005785	WTLLC	2014	*Trailer	*Trailer	Returned
34	FT69R8	B036682	TX	1NL1GTR2061083402	WTLLC FEMA Trailer	2006	*Trailer	*Trailer	Returned
35	FT69R9	B036683	TX	1NL1GTR2X61038953	WTLLC FEMA Trailer	2006	*Trailer	*Trailer	Returned
36	FT71R2	B036678	TX	5L4TF332563019914	WTLLC FEMA Trailer	2005	*Trailer	Trailer	Returned
37	FT71R3	B036677	TX	1NL1GTR2461001865	WTLLC FEMA Trailer	2006	*Trailer	*Trailer	Returned
38	FT54N4	DGV6532	TX	109003	May 2015 Accident.	2014	RAM	B3DC	Returned
39	FT71F7	DZC3545	TX	1GC1KVC8XEF154961	Safety	2014	Chevrolet	Silverado 2500HD	Returned
40	FT75H9	PIL2623	OH	B13623	Production Crew	2013	FORD	F25C	Returned

Apache Energy Services, LLC-New  
**Cash Disbursements Journal**  
July 18 through September 30, 2015

Apache Energy Services  
Payments  
07.18.15 - 09.30.15

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>
<b>Chase-9250</b>	Check	07/29/2015	ACH	Mckool Smith General	-45,000.00

HII / Heartland Bank Accounts  
Sweep Transactions  
AESW Account

	Starting Balance	Busn Related Credits	Busn Related Debits	Fees	Sweep Transactions	Ending Balance	Description
<b>Transaction Summary</b>							
Starting Balance	\$0.01						
Transaction Totals		\$80,234.64	-\$27,521.58	-\$320.50	-\$52,474.06		
Ending Balance						-\$81.49	
<b>Transaction Detail</b>							
7/9/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/9/2015	-\$31.49	-	-	-\$31.50	-	-\$62.99	NSF Fee
7/9/2015	-\$62.99	-	-	-\$31.50	-	-\$94.49	NSF Fee
7/9/2015	-\$94.49	-	-	-\$31.50	-	-\$125.99	NSF Fee
7/9/2015	-\$125.99	-	-	-\$31.50	-	-\$157.49	NSF Fee
7/9/2015	-\$157.49	-	-	-\$31.50	-	-\$188.99	NSF Fee
7/9/2015	-\$188.99	-	-	-\$31.50	-	-\$220.49	NSF Fee
7/10/2015	-\$220.49	-	-	\$31.50	-	-\$188.99	NSF Reversal
7/10/2015	-\$188.99	-	-	\$31.50	-	-\$157.49	NSF Reversal
7/10/2015	-\$157.49	-	-	\$31.50	-	-\$125.99	NSF Reversal
7/10/2015	-\$125.99	-	-	\$31.50	-	-\$94.49	NSF Reversal
7/10/2015	-\$94.49	-	-	\$31.50	-	-\$62.99	NSF Reversal
7/10/2015	-\$62.99	-	-	\$31.50	-	-\$31.49	NSF Reversal
7/10/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/10/2015	\$0.01	\$36,525.01	-	-	-	\$36,525.02	Transfer from DDA Acct
7/10/2015	\$36,525.02	\$41,997.15	-	-	-	\$78,522.17	Deposit
7/10/2015	\$78,522.17	-	-	-	-\$14,475.58	\$64,046.59	AESW Contr
7/10/2015	\$64,046.59	-	-\$27,521.58	-	-	\$36,525.01	Online Pymt Card Servs
7/10/2015	\$36,525.01	-	-	-	-\$1,550.00	\$34,975.01	Withdrawal
7/10/2015	\$34,975.01	-	-	-	-\$5,000.00	\$29,975.01	Withdrawal
7/10/2015	\$29,975.01	-	-	-	-\$29,975.00	\$0.01	Withdrawal
7/13/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/14/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/14/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/15/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/16/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/17/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/17/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/17/2015	-\$31.49	-	-	-\$31.50	-	-\$62.99	NSF Fee
7/20/2015	-\$62.99	-	-	\$31.50	-	-\$31.49	NSF Reversal
7/20/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/20/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/21/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/21/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/21/2015	-\$31.49	-	-	-\$31.50	-	-\$62.99	NSF Fee
7/21/2015	-\$62.99	-	-	-\$31.50	-	-\$94.49	NSF Fee
7/22/2015	-\$94.49	-	-	\$31.50	-	-\$62.99	NSF Reversal
7/22/2015	-\$62.99	-	-	\$31.50	-	-\$31.49	NSF Reversal
7/22/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/28/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/29/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
7/29/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
7/29/2015	-\$31.49	-	-	-\$31.50	-	-\$62.99	NSF Fee
7/29/2015	-\$62.99	-	-	-\$31.50	-	-\$94.49	NSF Fee
7/30/2015	-\$94.49	-	-	\$31.50	-	-\$62.99	NSF Reversal
7/30/2015	-\$62.99	-	-	\$31.50	-	-\$31.49	NSF Reversal
7/30/2015	-\$31.49	-	-	-\$31.50	-	-\$62.99	NSF Fee
7/30/2015	-\$62.99	-	-	-\$31.50	-	-\$94.49	NSF Fee
7/30/2015	-\$94.49	-	-	-\$31.50	-	-\$125.99	NSF Fee
7/31/2015	-\$125.99	-	-	\$31.50	-	-\$94.49	NSF Reversal
7/31/2015	-\$94.49	-	-	-\$31.50	-	-\$125.99	NSF Fee
7/31/2015	-\$125.99	-	-	-\$25.00	-	-\$150.99	Other Fee
7/31/2015	-\$150.99	-	-	-\$25.00	-	-\$175.99	Other Fee

HII / Heartland Bank Accounts  
Sweep Transactions  
AESW Account

	Starting Balance	Busn Related Credits	Busn Related Debits	Fees	Sweep Transactions	Ending Balance	Description
8/3/2015	-\$175.99	-	-	-\$31.50	-	-\$207.49	NSF Fee
8/4/2015	-\$207.49	-	-	\$31.50	-	-\$175.99	NSF Reversal
8/4/2015	-\$175.99	-	-	-\$31.50	-	-\$207.49	NSF Fee
8/5/2015	-\$207.49	\$856.24	-	-	-	\$648.75	COBRA Premium from PayChex
8/5/2015	\$648.75	-	-	-	-\$648.74	\$0.01	Seep
8/14/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
8/17/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
8/17/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
8/19/2015	-\$31.49	\$856.24	-	-	-	\$824.75	COBRA Premium from PayChex
8/19/2015	\$824.75	-	-	-	-\$824.74	\$0.01	Seep
8/28/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
8/31/2015	-\$31.49	-	-	\$31.50	-	\$0.01	NSF Reversal
8/31/2015	\$0.01	-	-	-\$31.50	-	-\$31.49	NSF Fee
8/31/2015	-\$31.49	-	-	-\$25.00	-	-\$56.49	Other Fee
8/31/2015	-\$56.49	-	-	-\$25.00	-	-\$81.49	Other Fee