

Complete Production Services, Inc.
Form SC 13G/A
March 29, 2010

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 4)*
Complete Production Services, Inc.**

(Name of the Issuer)
Common Stock, par value \$.01 per share

(Title of Class of Securities)
20453E-10-9

(CUSIP Number)
March 10, 2010

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that Section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 20453E-10-9

NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1

SCF-IV, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐
(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY 0

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON 0

SHARED DISPOSITIVE POWER

8

WITH 0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0%

TYPE OF REPORTING PERSON

12

PN

CUSIP No. 20453E-10-9

NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1

SCF-IV, G.P., LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐
(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY 0

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON 0

SHARED DISPOSITIVE POWER

8

WITH 0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0%

TYPE OF REPORTING PERSON

12

PN

3

CUSIP No. 20453E-10-9

NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1

SCF-VI, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐
(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY

681,432

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON

0

SHARED DISPOSITIVE POWER

8

WITH

681,432

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

681,432

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

☐

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0.9%

TYPE OF REPORTING PERSON

12

PN

CUSIP No. 20453E-10-9

NAMES OF REPORTING PERSON

1

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

SCF-VI, G.P., Limited Partnership

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY

681,432

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON

0

SHARED DISPOSITIVE POWER

8

WITH

681,432

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

681,432

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

☐

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0.9%

TYPE OF REPORTING PERSON

12

PN

CUSIP No. 20453E-10-9

NAMES OF REPORTING PERSON

1 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
L.E. Simmons & Associates, Incorporated

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2 (a) ☐
(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Delaware

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 6 737,342

SOLE DISPOSITIVE POWER

EACH REPORTING PERSON 7 0

SHARED DISPOSITIVE POWER

WITH 8 737,342

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 737,342

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

☐

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0.9%

TYPE OF REPORTING PERSON

12

CO

CUSIP No. 20453E-10-9

1 NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
L.E. Simmons

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐ o
(b) ☐ p

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

	5	SOLE VOTING POWER
NUMBER OF		1,104,484
SHARES		
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY		1,561,950
EACH		
REPORTING	7	SOLE DISPOSITIVE POWER
PERSON		1,104,484

WITH	8	SHARED DISPOSITIVE POWER
		1,561,950

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,666,434

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

☐

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.4%

12 TYPE OF REPORTING PERSON

IN

CUSIP No. 20453E-10-9

1 NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
LESFP, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐ o
(b) ☐ p

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

	5	SOLE VOTING POWER
NUMBER OF		0
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		
OWNED BY		768,698
EACH	7	SOLE DISPOSITIVE POWER
REPORTING		
PERSON		0

WITH	8	SHARED DISPOSITIVE POWER
		768,698

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
768,698

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

☐

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.0%

12 TYPE OF REPORTING PERSON

PN

CUSIP No. 20453E-10-9

1 NAMES OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
LESGP, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐ o
(b) ☐ p

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas

	5	SOLE VOTING POWER
NUMBER OF		0
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		
OWNED BY		768,698
EACH	7	SOLE DISPOSITIVE POWER
REPORTING		
PERSON		0

WITH	8	SHARED DISPOSITIVE POWER
		768,698

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
768,698

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

☐

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

1.0%

TYPE OF REPORTING PERSON

12

OO

Item 1.

(a) Name of Issuer: Complete Production Services, Inc.

(b) Address of Issuer's Principal Executive Offices: 11700 Old Katy Road, Suite 300
Houston, Texas 77079

Item 2.

(a) This Schedule is filed by: (i) L.E. Simmons, with respect to the shares of Common Stock directly owned by him, SCF-IV, L.P., SCF-VI, L.P., LESFP, Ltd. and L.E. Simmons & Associates, Incorporated; (ii) L.E. Simmons & Associates, Incorporated, with respect to the shares of Common Stock directly owned by it, SCF-IV, L.P. and SCF-VI, L.P.; (iii) SCF-IV, L.P., with respect to the shares of Common Stock directly owned by it; (iv) SCF-IV, G.P., LLC, with respect to the shares of Common Stock directly owned by SCF-IV, L.P.; (v) SCF-VI, L.P., with respect to the shares of Common Stock directly owned by it; (vi) SCF-VI, G.P., Limited Partnership, with respect to the shares of Common Stock directly owned by SCF-VI, L.P.; (vii) LESFP, Ltd., with respect to the shares of Common Stock directly owned by it; and (viii) LESGP, LLC, with respect to the shares of Common Stock directly owned by LESFP, Ltd.

(b) The address of the principal business office of the parties referred to in paragraph (a) of this Item 2 is 600 Travis, Suite 6600, Houston, Texas 77002.

(c) L.E. Simmons is a United States citizen. L.E. Simmons & Associates, Incorporated is a corporation organized under the laws of the State of Delaware. SCF-IV, L.P., SCF-VI, L.P., and SCF-VI, G.P., Limited Partnership are limited partnerships organized under the laws of the State of Delaware. SCF-IV, G.P., LLC is a limited liability company organized under the laws of the State of Delaware. LESFP, Ltd. is a limited partnership organized under the laws of the State of Texas. LESGP, LLC is a limited liability company organized under the laws of the State of Texas.

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 20453E-10-9

Item 3. If this statement is filed pursuant to §240.13d-1(b) or §240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under Section 15 of the Act.
- (b) ☐ Bank as defined in section 3(a)(6) of the Act.
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act.
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940.
- (e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
- (f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g) ☐ A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G).
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.
- (j) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership⁸

A. SCF-IV, L.P.

- (a) Amount Beneficially Owned: 0
- (b) Percent of Class: 0
- (c) Number of shares as to which the person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 0
 - (iii) sole power to dispose or to direct the disposition of: 0
 - (iv) shared power to dispose or to direct the disposition of: 0

B. SCF-IV, G.P., LLC³

- (a) Amount Beneficially Owned: 0
- (b) Percent of Class: 0
- (c) Number of shares as to which the person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 0
 - (iii) sole power to dispose or to direct the disposition of: 0
 - (iv) shared power to dispose or to direct the disposition of: 0

C. SCF-VI, L.P.

- (a) Amount Beneficially Owned¹: 681,432
- (b) Percent of Class¹: 0.9%²
- (c) Number of shares as to which the person has¹:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 681,432
 - (iii) sole power to dispose or to direct the disposition of: 0
 - (iv) shared power to dispose or to direct the disposition of: 681,432

D. SCF-VI, G.P., Limited Partnership⁴

- (a) Amount Beneficially Owned¹: 681,432
- (b) Percent of Class¹: 0.9%²
- (c) Number of shares as to which the person has¹:

- (i) sole power to vote or to direct the vote: 0
- (ii) shared power to vote or to direct the vote: 681,432
- (iii) sole power to dispose or to direct the disposition of: 0
- (iv) shared power to dispose or to direct the disposition of: 681,432
- E. L.E. Simmons & Associates, Incorporated⁴
 - (a) Amount Beneficially Owned¹: 737,342
 - (b) Percent of Class¹: 0.9%²
 - (c) Number of shares as to which the person has¹:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 737,342
 - (iii) sole power to dispose or to direct the disposition of: 0
 - (iv) shared power to dispose or to direct the disposition of: 737,342
- F. L.E. Simmons⁵
 - (a) Amount Beneficially Owned¹: 2,666,434
 - (b) Percent of Class¹: 3.4%²
 - (c) Number of shares as to which the person has¹:
 - (i) sole power to vote or to direct the vote: 1,104,484
 - (ii) shared power to vote or to direct the vote: 1,561,950
 - (iii) sole power to dispose or to direct the disposition of: 1,104,484
 - (iv) shared power to dispose or to direct the disposition of: 1,561,950
- G. LESFP, Ltd.⁶
 - (a) Amount Beneficially Owned¹: 768,698
 - (b) Percent of Class¹: 1.0%²
 - (c) Number of shares as to which the person has¹:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 768,698
 - (iii) sole power to dispose or to direct the disposition of: 0
 - (iv) shared power to dispose or to direct the disposition of: 768,698

H. LESGP, LLC⁷

(a) Amount Beneficially Owned¹: 768,698

(b) Percent of Class¹: 1.0%²

(c) Number of shares as to which the person has¹:

(i) sole power to vote or to direct the vote: 0

(ii) shared power to vote or to direct the vote: 768,698

(iii) sole power to dispose or to direct the disposition of: 0

(iv) shared power to dispose or to direct the disposition of: 768,698

1. As of March 10, 2010.

2. For purposes of calculating the percentage ownership of the class of Common Stock, the number of shares outstanding of the Issuer's Common Stock is 77,627,661 as of March 10, 2010.

3. Includes 681,432 shares of Common Stock owned directly by SCF-VI, L.P. SCF-VI, G.P., Limited Partnership is the general partner of SCF-VI, L.P. and has the power to direct the affairs of SCF-VI, L.P., including

decisions
respecting the
voting and
disposition of
the shares of
Common Stock
of Complete
Production
Services, Inc.
held by SCF-VI,
L.P.

4. Includes
681,432 shares
of Common
Stock owned
directly by
SCF-VI, L.P.
and 55,910
shares of
Common Stock
owned directly
by L.E.
Simmons &
Associates,
Incorporated (all
of which were
received on
December 21,
2007 in
connection with
(1) the
distribution of
shares from
SCF-IV, L.P. to
SCF-IV G.P.,
Limited
Partnership, the
then-general
partner of
SCF-IV, L.P., to
redeem SCF-IV,
G.P., Limited
Partnership's
entire interest in
SCF-IV, L.P.
and (2) the
subsequent
distribution of
shares from
SCF-IV G.P.,

Limited Partnership to the partners in SCF-IV G.P., Limited Partnership). L.E. Simmons & Associates, Incorporated, the sole member and general partner, respectively, of SCF-IV, G.P., LLC and SCF-VI, G.P., Limited Partnership, has the power to direct the affairs of such entities, including decisions respecting the voting and disposition of the shares of Common Stock of Complete Production Services, Inc. held by SCF-IV, L.P. and SCF-VI, L.P.

5. Includes 681,432 shares of Common Stock owned directly by SCF-VI, L.P., 768,698 shares of Common Stock owned directly by LESFP, Ltd. (of which 674,605 were received on December 21, 2007 in

connection with
(1) the
distribution of
shares from
SCF-IV, L.P. to
SCF-IV G.P.,
Limited
Partnership, the
then-general
partner of
SCF-IV, L.P., to
redeem SCF-IV,
G.P., Limited
Partnership's
entire interest in
SCF-IV, L.P.
and (2) the
subsequent
distribution of
shares from
SCF-IV G.P.,
Limited
Partnership to
the partners in
SCF-IV G.P.,
Limited
Partnership),
55,910 shares of
Common Stock
owned directly
by L.E.
Simmons &
Associates,
Incorporated (all
of which were
received on
December 21,
2007 in
connection with
(1) the
distribution of
shares from
SCF-IV, L.P. to
SCF-IV G.P.,
Limited
Partnership, the
then-general
partner of
SCF-IV, L.P., to
redeem SCF-IV,
G.P., Limited

Partnership's entire interest in SCF-IV, L.P. and (2) the subsequent distribution of shares from SCF-IV G.P., Limited Partnership to the partners in SCF-IV G.P., Limited Partnership) and 1,104,484 shares of Common Stock owned directly by L.E. Simmons (of which 968,313 were received on December 21, 2007 in connection with (1) the distribution of shares from SCF-IV, L.P. to SCF-IV G.P., Limited Partnership, the then-general partner of SCF-IV, L.P., to redeem SCF-IV, G.P., Limited Partnership's entire interest in SCF-IV, L.P. and (2) the subsequent distribution of shares from SCF-IV G.P., Limited Partnership to the partners in SCF-IV G.P., Limited

Partnership).
L.E. Simmons is
the President
and sole
stockholder of
L.E. Simmons
& Associates,
Incorporated
and in that
capacity may be
deemed to
beneficially own
all of the
securities of
Complete
Production
Services, Inc.
beneficially
owned by L.E.
Simmons &
Associates,
Incorporated.
L.E. Simmons is
the President
and sole
member of
LESGP, LLC
and in that
capacity may be
deemed to
beneficially own
all of the
securities of
Complete
Production
Services, Inc.
beneficially
owned by
LESGP, LLC.

6. Includes
768,698 shares
of Common
Stock owned
directly by
LESFP, Ltd., of
which 674,605
were received
on
December 21,
2007 in

connection with
(1) the
distribution of
shares from
SCF-IV, L.P. to
SCF-IV G.P.,
Limited
Partnership, the
then-general
partner of
SCF-IV, L.P., to
redeem SCF-IV,
G.P., Limited
Partnership's
entire interest in
SCF-IV, L.P.
and (2) the
subsequent
distribution of
shares from
SCF-IV G.P.,
Limited
Partnership to
the partners in
SCF-IV G.P.,
Limited
Partnership.

7. Includes
768,698 shares
of Common
Stock owned
directly by
LESFP, Ltd., of
which 674,605
were received
on
December 21,
2007 in
connection with
(1) the
distribution of
shares from
SCF-IV, L.P. to
SCF-IV G.P.,
Limited
Partnership, the
then-general
partner of
SCF-IV, L.P., to
redeem SCF-IV,

G.P., Limited Partnership's entire interest in SCF-IV, L.P. and (2) the subsequent distribution of shares from SCF-IV G.P., Limited Partnership to the partners in SCF-IV G.P., Limited Partnership. LESGP, LLC is the general partner of LESFP, Ltd. and has the power to direct the affairs of LESFP, Ltd., including decisions respecting the voting and disposition of the shares of Common Stock of Complete Production Services, Inc. held by LESFP, Ltd.

8. Prior to this amendment, this Schedule 13G, as amended, included David C. Baldwin, Anthony F. DeLuca, Andrew L. Waite, JWG Management, Ltd. and John H.W. Geddes as reporting persons and as

part of a group
based on an
arrangement
relating to
dispositions by
SCF-IV, L.P. As
a result of
SCF-IV, L.P.
beneficially
owning no
shares of the
Issuer's
Common Stock
as of March 10,
2010 (as
reflected in this
Amendment
No. 4), this
arrangement
terminated and
JWG
Management,
Ltd. and the
individuals
named above
are no longer
part of a group
(to the extent
such
arrangement
made them part
of a group).
Neither JWG
Management,
Ltd. nor each of
the individuals
named above
beneficially
owns, or are
part of a group
that beneficially
owns, more than
5% of the shares
of the Common
Stock of
Complete
Production
Services, Inc. as
of March 10,
2010. As of
March 10, 2010,

David C.
Baldwin
beneficially
owned 345,011
shares of
Common Stock
of Complete
Production
Services, Inc.;
Anthony F.
DeLuca
beneficially
owned 136,916
shares of
Common Stock
of Complete
Production
Services, Inc.;
Andrew L.
Waite
beneficially
owned 567,099
shares of
Common Stock
of Complete
Production
Services, Inc.;
JWG
Management,
Ltd. beneficially
owned 356,839
shares of
Common Stock
of Complete
Production
Services, Inc.
and John H.W.
Geddes
beneficially
owned 5,740
shares of
Common Stock
of Complete
Production
Services, Inc. If
subsequent
developments
require a filing
by JWG
Management,
Ltd. or such

individuals,
such persons
will make such
filings in their
individual
capacities.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: ☐

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

See footnote 8 to Item 4.

Item 10. Certification

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: March 29, 2010

SCF-IV, L.P.

By: SCF-IV, G.P., LLC

By: L.E. Simmons & Associates, Incorporated

By: /s/ Anthony F. DeLuca

Anthony F. DeLuca, Managing Director

SCF-IV, G.P., LLC

By: L.E. Simmons & Associates, Incorporated

By: /s/ Anthony F. DeLuca

Anthony F. DeLuca, Managing Director

SCF-VI, L.P.

By: SCF-VI, G.P., Limited Partnership

By: L.E. Simmons & Associates, Incorporated

By: /s/ Anthony F. DeLuca

Anthony F. DeLuca, Managing Director

SCF-VI, G.P., Limited Partnership

By: L.E. Simmons & Associates, Incorporated

By: /s/ Anthony F. DeLuca

Anthony F. DeLuca, Managing Director

L.E. Simmons & Associates, Incorporated

By: /s/ Anthony F. DeLuca

Anthony F. DeLuca, Managing Director

L.E. Simmons

*

L.E. Simmons, individually

15

LESFP, Ltd.

By: LESGP, LLC

By: *

L.E. Simmons, President

LESGP, LLC

By: *

L.E. Simmons, President

*By: /s/ Anthony F. DeLuca

Anthony F. DeLuca
Pursuant to a Power of Attorney filed as
Exhibit 2 to the Schedule 13G/A filed on
February 10, 2009