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ABRAXAS PETROLEUM CORP

Form POS AM

July 25, 2005

As filed with the Securities and Exchange  
Commission on July 25, 2005

Registration No. 333-103027

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

POST-EFFECTIVE AMENDMENT NO. 4

TO FORM S-1

REGISTRATION STATEMENT  
UNDER THE SECURITIES ACT OF 1933

Abraxas Petroleum Corporation  
Grey Wolf Exploration Inc.  
Sandia Oil & Gas Corporation  
Sandia Operating Corp.  
Wamsutter Holdings, Inc.  
Western Associated Energy Corporation  
Eastside Coal Company, Inc.

(Exact Name of Registrant as Specified in its Charter)

Nevada	1331	74-2584033
Alberta	1331	N/A
Texas	1331	74-2368968
Texas	1331	74-2468708
Wyoming	1331	74-2897013
Texas	1331	74-1937878
Colorado	1331	74-2275407

(State or other jurisdiction of incorporation or organization) (Primary Standard Industrial Classification Code Number) (I.R.S. Employer Identification Number)

500 North Loop 1604 East, Suite 100, San Antonio, Texas 78232, (210) 490-4788

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Robert L. G. Watson  
President and Chief Executive Officer  
Abraxas Petroleum Corporation  
500 North Loop 1604 East, Suite 100  
San Antonio, Texas 78232  
(210) 490-4788

(Name, address, including zip code, and telephone number, including area code, of agent for service)

With a copy to:

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Cox Smith Matthews Incorporated  
112 East Pecan, Suite 1800  
San Antonio, Texas 78205  
Attn: Steven R. Jacobs  
Jeffrey C. Gifford  
(210) 554-5500

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC:

As soon as practicable after this registration statement becomes effective.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act, check the following box:

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

DEREGISTRATION OF SECURITIES

In accordance with the registrant's undertaking set forth in the registration statement, effective as of the date and time that this post-effective amendment no. 4 is declared effective, the registrant hereby deregisters such securities that were registered on the registration statement but were not sold under the registration statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

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ABRAXAS PETROLEUM CORPORATION

By: \_\_\_\_\_

Robert L. G. Watson, Chairman of the Board,  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
* ----- Robert L. G. Watson	Chairman of the Board, President, Chief Executive Officer (Principal Executive Officer), and Director of Abraxas Petroleum Corporation	July 25, 2005
* ----- Chris E. Williford	Executive Vice President, Chief Financial Officer, Treasurer (Principal Financial and Accounting Officer) of Abraxas Petroleum Corporation	July 25, 2005
* ----- Craig S. Bartlett, Jr.	Director of Abraxas Petroleum Corporation	July 25, 2005
* ----- Franklin A. Burke	Director of Abraxas Corporation	July 25, 2005
* ----- Harold D. Carter	Director of Abraxas Corporation	July 25, 2005
* ----- Ralph F. Cox	Director of Abraxas Corporation	July 25, 2005
* ----- Barry J. Galt	Director of Abraxas Corporation	July 25, 2005
* ----- Dennis E. Logue	Director of Abraxas Corporation	July 25, 2005
* ----- James C. Phelps	Director of Abraxas Corporation	July 25, 2005
* ----- Joseph A. Wagda	Director of Abraxas Corporation	July 25, 2005

\*By: \_\_\_\_\_

Chris E. Williford  
Attorney-in-fact

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

SANDIA OIL & GAS CORPORATION

By:

-----  
Robert L. G. Watson, President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
----- Robert L. G. Watson	President (Principal Executive Officer) and Director of Sandia Oil & Gas Corporation	July 25, 2005
----- Chris E. Williford	Vice President (Principal Financial and Accounting Officer) and Director of Sandia Oil & Gas Corporation	July 25, 2005
----- Robert W. Carrington, Jr.	Vice President and Director of Sandia Oil & Gas Corporation	July 25, 2005

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

SANDIA OPERATING CORP.

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By:

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Robert L. G. Watson, President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
----- Robert L. G. Watson	President (Principal Executive Officer) and Director of Sandia Operating Corp.	July 25, 2005
----- Chris E. Williford	Vice President (Principal Financial and Accounting Officer) and Director of Sandia Operating Corp.	July 25, 2005
----- Robert W. Carrington, Jr.	Vice President and Director of Sandia Operating Corp.	July 25, 2005

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

WAMSUTTER HOLDINGS, INC.

By:

-----  
Robert L. G. Watson, President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
-----	President (Principal Executive Officer)	July 25, 2005

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Robert L. G. Watson	and Director of Wamsutter Holdings, Inc.	
-----	Vice President (Principal Financial and Accounting Officer) and Director of Wamsutter Holdings, Inc.	July 25, 2005
Chris E. Williford		
-----	Vice President and Director of Wamsutter Holdings, Inc.	July 25, 2005
Robert W. Carrington, Jr.		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

WESTERN ASSOCIATED ENERGY CORPORATION

By:

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Robert L. G. Watson, President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature	Name and Title	Date
-----	-----	----
-----	President (Principal Executive Officer) and Director of Western Associated Energy Corporation	July 25, 2005
Robert L. G. Watson		
-----	Vice President (Principal Accounting Officer) and Director of Western Associated Energy Corporation	July 25, 2005
Chris E. Williford		
-----	Vice President and Director of Western Associated Energy Corporation	July 25, 2005
Robert W. Carrington, Jr.		

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

EASTSIDE COAL COMPANY, INC.

By:

-----  
Robert L. G. Watson, President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
----- Robert L. G. Watson	President (Principal Executive Officer) and Director of Eastside Coal Company, Inc.	July 25, 2005
----- Chris E. Williford	Vice President (Principal Accounting Officer) and Director of Eastside Coal Company, Inc.	July 25, 2005
----- Robert W. Carrington, Jr.	Vice President and Director of Eastside Coal Company, Inc.	July 25, 2005

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the undersigned registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Antonio, Texas, on July 25, 2005.

GREY WOLF EXPLORATION INC.

By:

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Robert L. G. Watson, President

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Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated.

Signature -----	Name and Title -----	Date ----
----- Robert L. G. Watson	Chairman, Chief Executive Officer (Principal Executive Officer) and Director of Grey Wolf Exploration Inc.	July 25, 2005
----- Vincent J. Tkachyk	President, Chief Operating Officer and Director of Grey Wolf Exploration Inc.	July 25, 2005
----- Francis T. W. Cheung	Chief Financial Officer (Principal Financial and Accounting Officer) of Grey Wolf Exploration Inc.	July 25, 2005
----- John B. Maher	Director of Grey Wolf Exploration Inc.	July 25, 2005
----- James C. Smith	Director of Grey Wolf Exploration Inc.	July 25, 2005
----- Mark R. Smith	Director of Grey Wolf Exploration Inc.	July 25, 2005
----- Murray B. Todd	Director of Grey Wolf Exploration Inc.	July 25, 2005