

BARTLETT SCOTT JR  
 Form 4  
 May 09, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARTLETT SCOTT JR**

2. Issuer Name and Ticker or Trading Symbol  
**ABRAXAS PETROLEUM CORP  
 [AXAS]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/05/2011**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**18803 MEISNER DRIVE**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**SAN ANTONIO, TX 78258**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)             | Price of Derivative Security | (Month/Day/Year) | (Instr. 8)   |        | Date Exercisable | Expiration Date | Title                          | Amount or Number of Shares |
|------------------------|------------------------------|------------------|--|--------|------------------|-----------------|--------------------------------|----------------------------|
|                        |                              |                  | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code V |                  |                 |                                |                            |
| Director Stock Options | \$ 4.13                      | 05/05/2011       | A  | 10,500 | 05/05/2011       | 05/05/2021      | Abraxas Common Stock           | 10,500                     |
| Director Stock Options | \$ 2.36                      |                  |  |        | 05/19/2010       | 05/19/2020      | Abraxas Petroleum Common Stock | 10,000                     |
| Director Stock Options | \$ 0.99                      |                  |  |        | 03/17/2010       | 03/17/2019      | Abraxas Petroleum Common Stock | 37,500                     |
| Director Stock Options | \$ 4.5                       |                  |  |        | 05/21/2008       | 05/21/2018      | Abraxas Petroleum Common Stock | 10,000                     |
| Director Stock Options | \$ 4.32                      |                  |  |        | 06/26/2007       | 06/26/2017      | Abraxas Petroleum Common Stock | 10,000                     |
| Director Stock Options | \$ 4.51                      |                  |  |        | 05/25/2006       | 05/25/2016      | Abraxas Petroleum Common Stock | 10,000                     |
| Director Stock Options | \$ 2.75                      |                  |  |        | 06/01/2005       | 06/01/2015      | Abraxas Petroleum Common Stock | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARTLETT SCOTT JR<br>18803 MEISNER DRIVE<br>SAN ANTONIO, TX 78258 | X             |           |         |       |

## Signatures

SCOTT C.  
BARTLETT JR.

05/09/2011

\_\_Signature of Reporting  
Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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