#### SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13D/A

(Amendment No. 1)\*

Under the Securities Exchange Act of 1934

PETROHAWK ENERGY CORPORATION (Name of Issuer)

Common Stock, par value \$.001 per share (Title of Class of Securities)

> 716495106 (CUSIP Number)

#### PHAWK, LLC 1100 Louisiana, Suite 4400 Houston, Texas 77002 (832) 204-2700 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

#### October 6, 2004 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 204.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

\* 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 disclosures provided in a prior cover page.

The information required on 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.

CUSIP NO. 716495106		SCHEDULE 13D		
(1) Names of Reporting Persons I.R	.S. Identi	fication Nos. of Above Persons (entities only)		
PHAWK, LLC				
(2) Check the Appropriate Box if a	Member	of a Group (See Instructions)	(a) o	
(3) SEC Use Only	(b) (c) (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c			
(4) Source of Funds (See Instruction	ns)		00	
(5) Check if Disclosure of Legal Pro	oceeding	s is Required Pursuant to Items 2(d) or 2(e)	0	
(6) Citizenship or Place of Organiza	tion	PHAWK, LLC ("PHAWK") i company organized under the Delaware.	•	
Number of	(7)	Sole Voting Power	12,575,757	
Shares Bene- ficially	(8)	Shared Voting Power	0	
Owned by Each	(9)	Sole Dispositive Power	12,575,757	
Reporting Person With	(10)	Shared Dispositive Power	0	
(11) Aggregate Amount Beneficially	Owned b	by Each Reporting Person	12,575,757	
(12) Check if the Aggregate Amount	in Row (	(11) Excludes Certain Shares (See Instructions)	0	
(13) Percent of Class Represented by Amount in Row (11) <b>66.6%</b> <sup>(1)</sup>				
(14) Type of Reporting Person (See Instructions) <b>OO</b>				

(1) Based on 13,873,575 shares issued and outstanding as of October 20, 2004, as disclosed to PHAWK by the Issuer.

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CUSIP NO. <b>716495106</b>		SCHEDULE 13D	
(1) Names of Reporting Person	s I.R.S. Identi	ification Nos. of Above Persons (entities only)	
EnCap Energy Capital Fu	nd IV, L.P.		
(2) Check the Appropriate Box	if a Member	of a Group (See Instructions)	(a) o (b) o
(3) SEC Use Only			
(4) Source of Funds (See Instru	ctions)		00
(5) Check if Disclosure of Lega	l Proceedings	s is Required Pursuant to Items 2(d) or 2(e)	0
(6) Citizenship or Place of Orga	anization	EnCap Energy Capital Fund IV, is a limited partnership organize the State of Texas.	
Number of Shares Bene-	(7)	Sole Voting Power	16,810
ficially Owned by	(8)	Shared Voting Power	12,575,757 <sup>(1)</sup>
Each Reporting	(9)	Sole Dispositive Power	16,810
Person With	(10)	Shared Dispositive Power	12,575,757 <sup>(1)</sup>
(11) Aggregate Amount Benefic	ially Owned b	by Each Reporting Person	12,592,567 <sup>(2)</sup>
(12) Check if the Aggregate Ame	ount in Row (	(11) Excludes Certain Shares (See Instructions)	0
(13) Percent of Class Represente	d by Amount	in Row (11)	<b>66.7</b> % <sup>(3)</sup>
(14) Type of Reporting Person (See Instructions) PN			

(1) EnCap IV may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK. See Item 5.

(2) EnCap IV disclaims any beneficial ownership of the securities owned by PHAWK in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

	fication Nos. of Above Persons (entities only)	sons I.R.S. Identi	(1) Names of Reporting
	2.	Fund IV-B, L.F	EnCap Energy Cap
(a) o (b) o	of a Group (See Instructions)	Box if a Member	(2) Check the Appropria
			(3) SEC Use Only
00		structions)	(4) Source of Funds (See
0	s is Required Pursuant to Items 2(d) or 2(e)	egal Proceedings	(5) Check if Disclosure of
· · · -	EnCap Energy Capital Fund IV-B") is a limited partnership	Organization	(6) Citizenship or Place
	laws of the State of Texas.		
0	Sole Voting Power	(7)	Number of
0 12,575,757 <sup>(1)</sup>		(7) (8)	Shares Bene- ficially
	Sole Voting Power		Shares Bene- ficially Owned by Each
12,575,757 <sup>(1)</sup>	Sole Voting Power Shared Voting Power	(8)	Shares Bene- ficially Owned by
12,575,757 <sup>(1)</sup> 0	Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power	<ul><li>(8)</li><li>(9)</li><li>(10)</li></ul>	Shares Bene- ficially Owned by Each Reporting
12,575,757 <sup>(1)</sup> 0 12,575,757 <sup>(1)</sup>	Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power	(8) (9) (10) eficially Owned b	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount B
$12,575,757^{(1)}$ $0$ $12,575,757^{(1)}$ $12,575,757^{(2)}$	Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power by Each Reporting Person 11) Excludes Certain Shares (See Instructions)	(8) (9) (10) eficially Owned b Amount in Row (	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount B
12,575,757 <sup>(1)</sup> 0 12,575,757 <sup>(1)</sup> 12,575,757 <sup>(2)</sup> 0	Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power by Each Reporting Person (11) Excludes Certain Shares (See Instructions) in Row (11)	(8) (9) (10) eficially Owned b Amount in Row ( ented by Amount	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount B (12) Check if the Aggrega

(1) EnCap IV-B may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK. See Item 5.

(2) EnCap IV-B disclaims any beneficial ownership of the securities owned by PHAWK in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO 716495106

CUSIP NO. 716495106	SCHEDULE 13D		
(1) Names of Reporting Persons I.R.S.	Identification Nos. of Above Persons (entities only)		
EnCap Equity Fund IV GP, L.P.			
(2) Check the Appropriate Box if a Me	mber of a Group (See Instructions)	(a) o (b) o	
(3) SEC Use Only			
(4) Source of Funds (See Instructions)		00	
(5) Check if Disclosure of Legal Proceed	edings is Required Pursuant to Items 2(d) or 2(e)	0	
(6) Citizenship or Place of Organization	EnCap Equity Fund IV GP, is a limited partnership orgather the State of Texas.		
Number of (' Shares Bene-	7) Sole Voting Power	0	
	3) Shared Voting Power	12,592,567(1)	
•	O)         Sole Dispositive Power	0	
	0) Shared Dispositive Power	<b>12,592,567</b> <sup>(1)</sup>	
(11) Aggregate Amount Beneficially Ow	rned by Each Reporting Person	12,592,567 <sup>(2)</sup>	
(12) Check if the Aggregate Amount in I	Row (11) Excludes Certain Shares (See Instructions)	) 0	
(13) Percent of Class Represented by Ar	nount in Row (11)	<b>66.7</b> % <sup>(3)</sup>	
(14) Type of Reporting Person (See Instructions) PN			

(1) EnCap Equity may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) EnCap Equity disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

(1) Names of Reporting Persons I.I	R.S. Ident	ification Nos. of Above Persons (entities only)	
EnCap Investments L.P.			
(2) Check the Appropriate Box if a	Member	of a Group (See Instructions)	(a) o (b) o
(3) SEC Use Only			
(4) Source of Funds (See Instruction	ns)		00
(5) Check if Disclosure of Legal Pr	oceeding	s is Required Pursuant to Items 2(d) or 2(e)	0
<ul> <li>(6) Citizenship or Place of Organization</li> <li>EnCap Investments L.P. ("EnCap Investments") is a limited partnership organized under the laws of the State of Delaware.</li> </ul>			
Number of	(7)	Sole Voting Power	0
Shares Bene- ficially Owned by	(8)	Shared Voting Power	12,592,567(1)
Each Reporting	(9)	Sole Dispositive Power	0
Person With	(10)	Shared Dispositive Power	12,592,567(1)
(11) Aggregate Amount Beneficially	V Owned I	by Each Reporting Person	12,592,567 <sup>(2)</sup>
(12) Check if the Aggregate Amoun	t in Row (	(11) Excludes Certain Shares (See Instructions)	0
(13) Percent of Class Represented by	y Amount	in Row (11)	<b>66.7</b> % <sup>(3)</sup>
(14) Type of Reporting Person (See Instructions) PN			

(1) EnCap Investments may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) EnCap Investments disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

	ification Nos. of Above Persons (entities only)	ons I.R.S. Identif	(1) Names of Reporting Pers	(1)
		, L.L.C.	EnCap Investments GP	
(a) o (b) o	of a Group (See Instructions)	ox if a Member o	(2) Check the Appropriate B	(2)
			(3) SEC Use Only	(3)
00		tructions)	(4) Source of Funds (See Ins	(4)
0	s is Required Pursuant to Items 2(d) or 2(e)	egal Proceedings	(5) Check if Disclosure of Lo	(5)
· ·	EnCap Investments GP, l Investments GP") is a limited	rganization	(6) Citizenship or Place of O	(6)
	organized under the laws of the S			
		(7)	Number of	
ate of Delaware.	organized under the laws of the S	(7) (8)	Shares Bene- ficially	
ate of Delaware.	organized under the laws of the S Sole Voting Power		Shares Bene- ficially Owned by Each	
ate of Delaware. 0 12,592,567 <sup>(1)</sup>	organized under the laws of the S Sole Voting Power Shared Voting Power	(8)	Shares Bene- ficially Owned by	
ate of Delaware. 0 12,592,567 <sup>(1)</sup> 0	organized under the laws of the S Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power	<ul><li>(8)</li><li>(9)</li><li>(10)</li></ul>	Shares Bene- ficially Owned by Each Reporting	(11)
ate of Delaware. 0 12,592,567 <sup>(1)</sup> 0 12,592,567 <sup>(1)</sup>	organized under the laws of the S Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power	(8) (9) (10) ficially Owned by	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount Bene	
ate of Delaware. 0 12,592,567 <sup>(1)</sup> 0 12,592,567 <sup>(1)</sup> 12,592,567 <sup>(2)</sup>	organized under the laws of the S Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power by Each Reporting Person (11) Excludes Certain Shares (See Instructions)	(8) (9) (10) ficially Owned by amount in Row (1	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount Bene	(12
ate of Delaware. 0 12,592,567 <sup>(1)</sup> 0 12,592,567 <sup>(1)</sup> 12,592,567 <sup>(2)</sup> 0	organized under the laws of the S Sole Voting Power Shared Voting Power Sole Dispositive Power Shared Dispositive Power by Each Reporting Person (11) Excludes Certain Shares (See Instructions) in Row (11)	(8) (9) (10) ficially Owned by amount in Row (1) nted by Amount i	Shares Bene- ficially Owned by Each Reporting Person With (11) Aggregate Amount Bene (12) Check if the Aggregate A	(12)

(1) EnCap Investments GP may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) EnCap Investments GP disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

CUSIP NO. <b>716495106</b>	SCHEDULE 13D		
(1) Names of Reporting Persons I.R.S. Io RNBD GP LLC	entification Nos. of Above Persons (entities only)		
(2) Check the Appropriate Box if a Merr	ber of a Group (See Instructions)	(a) o (b) o	
(3) SEC Use Only			
(4) Source of Funds (See Instructions)		00	
(5) Check if Disclosure of Legal Proceed	ings is Required Pursuant to Items 2(d) or 2(e)	0	
(6) Citizenship or Place of Organization	<b>RNBD GP LLC ("RNBD") i</b> company organized under the Delaware.	Ū.	
Number of (7) Shares Bene-	Sole Voting Power	0	
ficially (8) Owned by	Shared Voting Power	12,592,567 <sup>(1)</sup>	
Each (9) Reporting	Sole Dispositive Power	0	
Person With (10	) Shared Dispositive Power	12,592,567(1)	
(11) Aggregate Amount Beneficially Own	ed by Each Reporting Person	12,592,567 <sup>(2)</sup>	
(12) Check if the Aggregate Amount in R	ow (11) Excludes Certain Shares (See Instructions)	0	
(13) Percent of Class Represented by Am	ount in Row (11)	<b>66.7</b> % <sup>(3)</sup>	
(14) Type of Reporting Person (See Instructions) <b>OO</b>			

(1) RNBD may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) RNBD disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

(1)	(1) Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only)					
	David B. Miller					
(2)	Check the Appropriate Box if a	Member	of a Group (See Instructions)	(a) o (b) o		
(3)	SEC Use Only					
(4)	Source of Funds (See Instructio	ns)		00		
(5)	Check if Disclosure of Legal Pr	roceeding	s is Required Pursuant to Items 2(d) or 2(e)	0		
(6)	Citizenship or Place of Organiz	ation	David B. Miller is a resident the S	State of Texas.		
	Number of Shares Bene-	(7)	Sole Voting Power	0		
	ficially Owned by	(8)	Shared Voting Power	12,592,567 <sup>(1)</sup>		
	Each Reporting	(9)	Sole Dispositive Power	0		
	Person With	(10)	Shared Dispositive Power	12,592,567(1)		
(11)	Aggregate Amount Beneficially	V Owned I	by Each Reporting Person	12,592,567 <sup>(2)</sup>		
(12)	Check if the Aggregate Amoun	t in Row (	(11) Excludes Certain Shares (See Instructions)	0		
(13) Percent of Class Represented by Amount in Row (11) 66.7% <sup>(3)</sup>						
(14)	(14) Type of Reporting Person (See Instructions) IN					

(1) David B. Miller may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) David B. Miller disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

(1) Names of Reporting Per	sons I.R.S. Identi	ification Nos. of Above Persons (entities only)	
D. Martin Phillips			
(2) Check the Appropriate E	Box if a Member	of a Group (See Instructions)	(a) o (b) o
(3) SEC Use Only			
(4) Source of Funds (See Ins	structions)		00
(5) Check if Disclosure of L	egal Proceedings	s is Required Pursuant to Items 2(d) or 2(e)	0
(6) Citizenship or Place of C	Organization	D. Martin Phillips is a resident the	e State of Texas.
Number of	(7)	Sole Voting Power	0
Shares Bene- ficially	(8)	Shared Voting Power	12,592,567(1)
Owned by Each	(9)	Sole Dispositive Power	0
Reporting Person With	(10)	Shared Dispositive Power	12,592,567 <sup>(1)</sup>
(11) Aggregate Amount Bene	eficially Owned b	by Each Reporting Person	<b>12,592,567</b> <sup>(2)</sup>
(12) Check if the Aggregate	Amount in Row (	(11) Excludes Certain Shares (See Instructions)	0
(13) Percent of Class Represe	ented by Amount	in Row (11)	<b>66.7</b> % <sup>(3)</sup>
(14) Type of Reporting Person (See Instructions) IN			

(1) D. Martin Phillips may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) D. Martin Phillips disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

SCHEDULE 13D

CUSIP NO. 716495106

(1) Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (entities only)				
Gary R. Petersen				
(2) Check the Appropriate Box if a Member of a Group (See Instructions)	(a) o (b) o			
(3) SEC Use Only				
(4) Source of Funds (See Instructions)	00			
(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	0			
(6) Citizenship or Place of Organization Gary R. Petersen is a resident the State of Texas.				
Number of Shares Bene-(7)Sole Voting Power	0			
ficially (8) Shared Voting Power Owned by	12,592,567 <sup>(1)</sup>			
Each (9) Sole Dispositive Power Reporting	0			
Person With (10) Shared Dispositive Power	12,592,567 <sup>(1)</sup>			
(11) Aggregate Amount Beneficially Owned by Each Reporting Person	12,592,567 <sup>(2)</sup>			
(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	0			
(13) Percent of Class Represented by Amount in Row (11) 66.7% <sup>(3)</sup>				
(14) Type of Reporting Person (See Instructions) IN				

(1) Gary R. Petersen may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) Gary R. Petersen disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.

CUSIP NO. <b>716495106</b>	SCHE	DULE 13D			
(1) Names of Reporting Persons I.R.S	S. Identi	fication Nos. of Above Persons (entities only)			
Robert L. Zorich					
(2) Check the Appropriate Box if a M	lember	of a Group (See Instructions)	(a) o (b) o		
(3) SEC Use Only					
(4) Source of Funds (See Instructions	5)		00		
(5) Check if Disclosure of Legal Proc	ceedings	s is Required Pursuant to Items 2(d) or 2(e)	0		
(6) Citizenship or Place of Organizati	(6) Citizenship or Place of Organization <b>Robert L. Zorich is a resident the State of Texas.</b>				
Number of Shares Bene-	(7)	Sole Voting Power	0		
ficially Owned by	(8)	Shared Voting Power	12,592,567 <sup>(1)</sup>		
Each	(9)	Sole Dispositive Power	0		
Person With	Reporting Person With(10)Shared Dispositive Power12,592,567 <sup>(1)</sup>				
(11) Aggregate Amount Beneficially C	Owned b	by Each Reporting Person	12,592,567 <sup>(2)</sup>		
(12) Check if the Aggregate Amount in	(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o				
(13) Percent of Class Represented by Amount in Row (11) 66.7% <sup>(3)</sup>					
(14) Type of Reporting Person (See Instructions) IN					

(1) Robert L. Zorich may be deemed to share voting and dispositive power with respect to the securities owned by PHAWK and EnCap IV. See Item 5.

(2) Robert L. Zorich disclaims any beneficial ownership of the securities owned by PHAWK or EnCap IV in excess of its pecuniary interest in such securities.