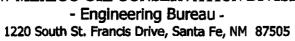
ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION





		ADMINISTRATIVE AP	PLICATION CHECKLIS	<u> </u>		
T	HIS CHECKLIST IS N		LICATIONS FOR EXCEPTIONS TO DIVISION F AT THE DIVISION LEVEL IN SANTA FE	RULES AND REGULATIONS		
Applic	[DHC-Dow	s: ndard Location] [NSP-Non-Standa nhole Commingling] [CTB-Lease ool Commingling] [OLS - Off-Lease	rd Proration Unit] [SD-Simultaneon Commingling] [PLC-Pool/Lease se Storage] [OLM-Off-Lease Mea	Commingling] surement]		
	•		MX-Pressure Maintenance Expansi [IPI-Injection Pressure Increase]	on]		
	[EOR-Qua		fication] [PPR-Positive Production	on Response]		
[1]	TYPE OF AI	PPLICATION - Check Those Whice Location - Spacing Unit - Simulta				
	Check [B]	COne Only for [B] or [C] Commingling - Storage - Measure DHC CTB PLC				
	[C]	Injection - Disposal - Pressure Inc	rease - Enhanced Oil Recovery D			
	[D]	Other: Specify				
[2]	NOTIFICATION REQUIRED TO: - Check Those Which Apply, or □ Does Not Apply [A] □ Working, Royalty or Overriding Royalty Interest Owners					
	[B]	☐ Offset Operators, Leaseholde	ers or Surface Owner			
	[C]	Application is One Which Re	equires Published Legal Notice			
	[D]	Notification and/or Concurre U.S. Bureau of Land Management - Commis	nt Approval by BLM or SLO stoner of Public Lends, State Lend Office			
	[E]	For all of the above, Proof of	Notification or Publication is Attack	ned, and/or,		
	[F]	Waivers are Attached				
[3]		CURATE AND COMPLETE INF ATION INDICATED ABOVE.	ORMATION REQUIRED TO PI	ROCESS THE TYPE		
	val is <mark>accurate</mark> a		rmation submitted with this applicateledge. I also understand that no action are submitted to the Division.			
	Note	Statement must be completed by an Indi	vidual with managerial and/or supervisory	capacity.		
Zoe E. L.		Sinds		9/14/2016 Data		
rrint (or Type Name	Signature	Title	Date		
			Zoe.lees@modrall.com	· · · · · · · · · · · · · · · · · · ·		
			e-mail Address			

EXHIBIT C:

List of Affected Persons for the Application of Matador Production Company for administrative approval of unorthodox well location for its Janie Conner 13-24S-28E RB #202H well located in the N/2 of Section 13, Township 24 South, Range 28 East, N.M.P.M., Eddy County, New Mexico.

Section 14, N/2 & SE/4

Matador Production Company 5400 LBJ Freeway, Suite 1500 Dallas, TX 75240

Guardian Operating Corp. 6824 Island Circle Midland, Texas 79707

Section 18, Township 24 South, Range 29 East, N/2 & SW/4

RSC Resources 6824 Island Circle Midland, TX 79707

Cogent Energy, Inc. 6824 Island Circle Midland, TX 79707

Chevron 1400 Smith Houston, TX 77002

USA-BLM - NM-027919 P.O. Box 27115 Santa Fe, NM 87501



September 14, 2016

David Catanach
Oil Conservation Division
New Mexico Department of Energy,
Minerals and Natural Resources
1220 South Saint Francis Drive
Santa Fe, New Mexico 87505

Re: Application of Matador Production Company for administrative approval of unorthodox well location for its Janie Conner 13-24S-28E RB #202H well located in the N/2 of Section 13, Township 24 South, Range 28 East, N.M.P.M., Eddy County, New Mexico (the "Well").

Dear Mr. Catanach:

Matador Production Company (OGRID No. 228937) seeks administrative approval of an unorthodox well location ("NSL") for its Janie Conner 13-24S-28E RB #202H well (API No. forthcoming) to be completed within the Northwest Pierce Crossing- Wolfcamp Gas Pool (Pool Code 96712) underlying the N/2 of Section 13, Township 24S, Range 28E, N.M.P.M., Eddy County, New Mexico. A C-102 for the Well is attached as Exhibit A. This is a horizontal Well that will be drilled as follows:

Janie Conner 13-24S-28E RB #202H

- Surface Hole Location: 1886 feet from the North line and 356 feet from the East line of Section 14, Township 24 South, Range 28 East;
- First Perforation Point: 1650 feet from the North line and 330 feet from the West line of Section 13, Township 24 South, Range 28 East;
- Last Perforation Point: 1650 feet from the North line and 330 feet from the East line of Section 13, Township 24 South, Range 28 East; and
- Bottom Hole Location: 1650 feet from the North line and 240 feet from the East line of Section 13, Township 24 South, Range 28 East.

Matador Production Company is requesting this NSL in order to efficiently produce its interests in Section 13. This Well will produce from the Northwest Pierce Crossing-Wolfcamp Gas Pool (Pool Code 96712). There are

Fax: 505.848.9710 zal@modrall.com

Zoë E. Lees 505.848.1859

Modrall Sperling Roehl Harris & Sisk P.A.

500 Fourth Street NW Suite 1000 Albuquerque, New Mexico 87102

PO Box 2168 Albuquerque, New Mexico 87103-2168

Tel: 505,848,1800 www.modrall.com no special pool rules for this pool, and thus the setback requirements under Rule 19.15.15.10(B) of 660' apply. The completed interval for the proposed Well is closer than 660' from the boundary of the project area. The unorthodox location will encroach towards the E/2 and NW/4 of Section 14, Township 24 South, Range 28 East and the W/2 and NE/4 of section 18, Township 24 South, Range 29 East. A list showing the surrounding ownership and the project area for the proposed Well in relation to adjoining spacing units is attached as Exhibit B.

A list of the parties affected by the encroachment is attached as Exhibit C. Each of these parties has been provided notice of this application by certified mail, return receipt requested, advising them that if they have an objection to the location of this Well, it must be filed with the New Mexico Oil Conservation Division within 20 days of the mailing of this notice. In addition, a copy of this application has also been provided to the New Mexico State Land Office.

Your attention to this matter is appreciated.

Sincerely

Zøë E. Lees

Attorney for Matador Production

Company

cc: New Mexico State Land Office Post Office Box 1148 Santa Fe, New Mexico 87504

WAIVER

	hereby waives objection to the above
referenced Application for a	an Unorthodox Location for the Janie Conner 13-
24S-28E RB #202H well,	underlying the N/2 of Section 13, Township 24
South, Range 28 East, Eddy	County, New Mexico.
Dated:	
	Signature



September 14, 2016

VIA CERTIFIED MAIL

RETURN RECEIPT REQUESTED

TO AFFECTED PARTIES

Re: Application of Matador Production Company for administrative approval of unorthodox well location for its Janie Conner 13-24S-28E RB #202H well located in the N/2 of Section 13, Township 24 South, Range 28 East, N.M.P.M., Eddy County, New Mexico (the "Well").

Ladies and Gentlemen:

Enclosed in the notice is a copy of the above referenced application filed with the New Mexico Conservation Division on this date. Any objections that you have to this application must be filed in writing with the New Mexico Oil Conservation Division, 1220 South St. Francis Drive, Santa Fe, New Mexico 87505, within twenty (20) days from the date the Division receives the above referenced application may be administratively approved by the Division.

If you have any questions concerning this application, please contact:

Trey Goodwin, RPL Matador Production Company 5400 LBJ Freeway, Suite 1500 Dallas, TX 75240 Phone: 972-371-5283

If you have no objection to this application, please sign the waiver as indicated below and return the original. Your assistance and cooperation in this matter are appreciated.

Sincerely.

Zoé E. Lees
Attorney for Matador Production

Company

Modrall Sperling Rochl Harris & Sisk P.A.

Zoë E. Lees

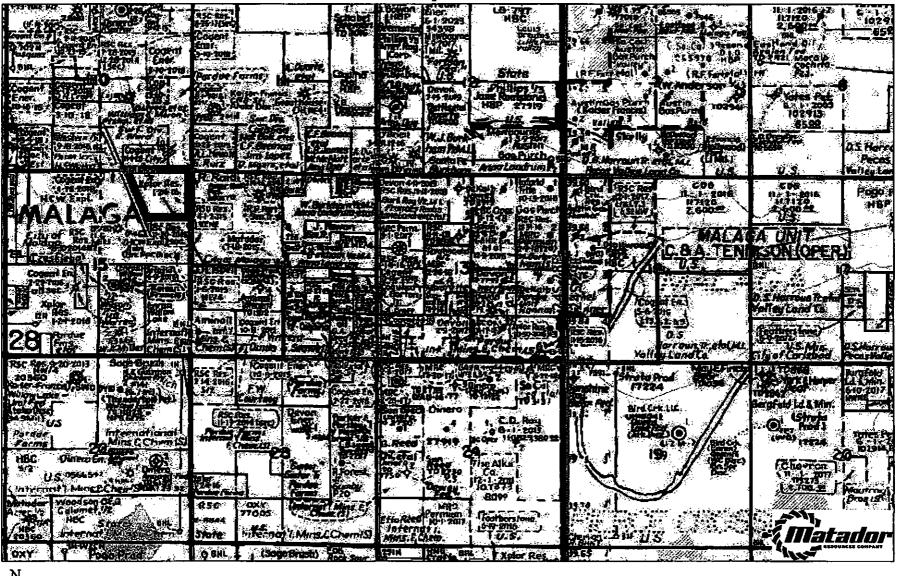
505.848.1859 Fax: 505.848.9710 zel@modrall.com

500 Fourth Street NW Suite 1000 Albuquerque, New Mexico 87102

PO Box 2168 Albuquerque, New Mexico 87103-2168

Tel: 505.848.1800 www.modrall.com

Midland Map 13-24S-28E



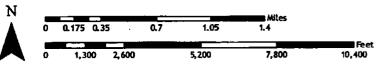


Exhibit B

Author: Matador Production Company

Date: 7/14/2016

District I
1625 N. French Dr., Hobbs, NM 88240
Phone: (575) 393-6161 Fax: (575) 393-0720
District II
811 S. First St., Artesia, NM 88210
Phone: (575) 748-1283 Fax: (575) 748-9720
District III
1000 Rio Brazos Road, Aztec, NM 87410
Phone: (505) 334-6178 Fax: (505) 334-6170
District IV
1220 S. St. Francis Dr., Sante Fe, NM 87505
Phone: (505) 476-3460 Fax: (505) 476-3462

State of New Mexico
Energy, Minerals & Natural Resources
Department
OIL CONSERVATION DIVISION
1220 South St. Francis Dr.

Sante Fe, NM 87505

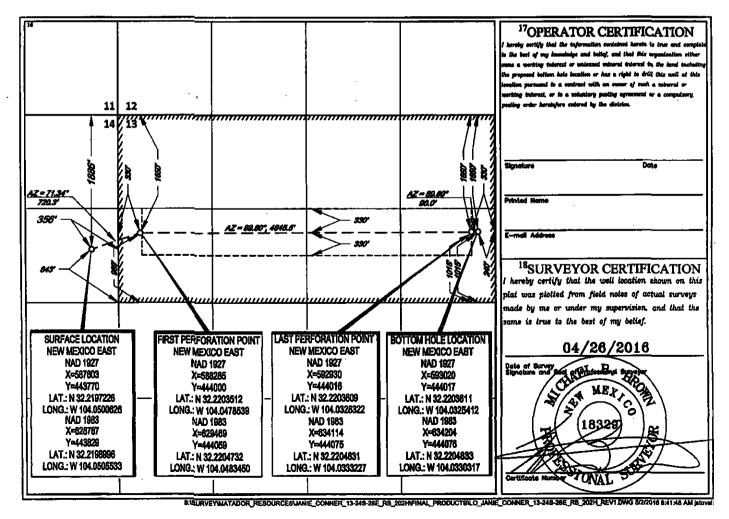
Exhibit A

FORM C-102
Revised August 1, 2011
Submit one copy to appropriate
District Office

AMENDED REPORT

API Number			LL LOCATION AND ACREAGE DEDICATION PLAT Pool Code Pool Name						
⁴ Property (Code	,		JANIE C	Property Na	me -24S-28E R	<u></u> В	I	A Number 202H
⁷ OGRID No.			 M	*Operator Name MATADOR PRODUCTION COMPANY		*Elevation 2964*			
	•				¹⁰ Surface Lo	cation		•	
UL or lot no. H	Section 14	Township 24-S	Range 28-E	Let Ida	Feet from the 1886'	North/South line NORTH	Feet from the 356'	East/West line EAST	EDDY
UL or lot no. H	Section 13	Township 24-S	Range 28-E	Lot Idn	Feet from the 1650'	North/South line NORTH	Feet from the 240'	East/West line EAST	County EDDY
² Dedicated Acres 320	"Joint or	Infill 14Ce	Passidation Code	13 Order	No.				

No allowable will be assigned to this completion until all interests have been consolidated or a non-standard unit has been approved by the division.



MATADOR APPLICATION NOTICE JANIE CONNOR 13-24S-28E RB #202H MAILED: SEPTEMBER 14, 2016

PARTIES	CERTIFIED RECEIPT NO.		
Section 14: N	12.8.SU/4		
Matador Production Company 5400 LBJ Freeway, Suite 1500 Dallas, TX 75240	7014-3490-0001-8089-8604		
Guardian Operating Corp. 6824 Island Circle Midland, TX 79707	7014-3490-0001-8089-8611		
Section 18, Township 24 South, Range 29 East, N/2-& SW/4			
RSC Resources 6824 Island Circle Midland, TX 79707	7014-3490-0001-8089-8628		
Cogent Energy, Inc. 6824 Island Circle Midland, TX 79707	7014-3490-0001-8089-8635		
Chevron 1400 Smith Houston, TX 77002	7014-3490-0001-8089-8642		
USA-BLM – NM-027919 P.O. Box 27115 Santa Fe, NM 87501	7014-3490-0001-8089-8659		

Y:\dox\client\85889\0005\INDEX\W2789119.DOCX

Lowe, Leonard, EMNRD

From:

Lowe, Leonard, EMNRD

Sent:

Friday, October 14, 2016 9:44 AM

To:

'Zoe Lees'

Cc:

Bayliss, Randolph, EMNRD; Sharp, Karen, EMNRD; McMillan, Michael, EMNRD; Goetze,

Phillip, EMNRD; Jones, William V, EMNRD; 'lisa@rwbyram.com'

Subject:

NSL-7465_Janie Conner 13 24S 28E RB No. 202H; NSL-7466_Janie Conner 13 24S 28E

RB No. 222H, Eddy County

Importance:

High

Ms. Zoe E. Lees,

The following permits have been issued and will soon be available on the Division's web site: http://ocdimage.emnrd.state.nm.us/Imaging/Default.aspx

NSL-7465

Matador Production Company

API#: 30-015-43920

WELL: Janie Conner 13 24S 28E RB No. 202H, Eddy County

NSL-7466

Matador Production Company

API#: 30-015-43919

WELL: Janie Conner 13 24S 28E RB No. 222H, Eddy County

Leonard Lowe

Engineering Bureau

Oil Conservation Division

Energy Minerals and Natural Resources Department

1220 South St. Frances

Santa Fe, New Mexico 87004

Office: 505-476-3492 Fax: 505-476-3462

E-mail: leonard.lowe@state.nm.us

Website: http://www.emnrd.state.nm.us/ocd/