

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

IN THE MATTER OF THE HEARING CALLED
BY THE OIL CONSERVATION DIVISION FOR
THE PURPOSE OF CONSIDERING:

APPLICATION OF REGENERATION ENERGY CORPORATION FOR APPROVAL OF THE BLUE MOON STATE UNIT, EDDY COUNTY, NEW MEXICO. CASE NO. 20634

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

July 11, 2019

Santa Fe, New Mexico

BEFORE: WILLIAM V. JONES, CHIEF EXAMINER
DAVID K. BROOKS, LEGAL EXAMINER

This matter came on for hearing before the New Mexico Oil Conservation Division, William V. Jones, Chief Examiner, and David K. Brooks, Legal Examiner, on Thursday, July 11, 2019, at the New Mexico Energy, Minerals and Natural Resources Department, Wendell Chino Building, 1220 South St. Francis Drive, Porter Hall, Room 102, Santa Fe, New Mexico.

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APPEARANCES

FOR APPLICANT REGENERATION ENERGY CORPORATION:

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1 (2:14 p.m.)

2 EXAMINER JONES: Call Case Number 20634,
3 application of Regeneration Energy Corporation for
4 approval of the Blue Moon State Unit in Eddy County, New
5 Mexico.

6 Call for appearances.

7 MS. LUCK: Kaitlyn Luck with the Santa Fe
8 office of Holland & Hart.

9 EXAMINER JONES: Any other appearances?
10 Okay. And your witness was previously
11 sworn?

12 MS. LUCK: Correct, in the prior case.
13 So I'd like to call my first witness,
14 Mr. Raye Miller.

15 RAYE P. MILLER,
16 after having been previously sworn under oath, was
17 questioned and testified as follows:

18 DIRECT EXAMINATION

19 BY MS. LUCK:

20 **Q. Would you please state your name for the record**
21 **and what capacity you're here on on behalf of**
22 **Regeneration?**

23 A. My name is Raye Paul Miller, and I'm actually
24 the president of Regeneration Energy.

25 **Q. And have you previously testified before the**

1 **Division?**

2 A. Yes.

3 **Q. And have your credentials as a practical oil**
4 **man been accepted and made a matter of public record?**

5 A. Yes. In fact, it was Mr. Stogner who qualified
6 me years ago.

7 **Q. And are you familiar with the application filed**
8 **in this case?**

9 A. Yes.

10 **Q. And are you familiar with the status of the**
11 **lands in the proposed unit area?**

12 A. Yes.

13 **Q. Did you participate in the efforts to obtain**
14 **approval of the proposed exploratory unit?**

15 A. Very much so.

16 MS. LUCK: And with that, I tender
17 Mr. Miller as an expert witness.

18 EXAMINER JONES: He is so qualified.

19 MS. LUCK: Thank you.

20 **Q. (BY MS. LUCK) Mr. Miller, please identify**
21 **Regeneration Exhibit Number 1.**

22 A. It winds up being a map of the area. And with
23 my high tech, those are my colors with colored pencils.

24 **Q. Great. Thanks.**

25 **And what is Regeneration seeking under this**

1 application?

2 A. We seek approval of the Blue Moon State Unit.

3 Q. And is this a voluntary development unit?

4 A. Yes.

5 Q. And is it comprised of 640 acres?

6 A. It is.

7 Q. And this is only state acreage?

8 A. Yes, comprised of two state leases.

9 Q. And in this unit, is Regeneration unitizing
10 only to the base of the Delaware Formation, which is
11 approximately 5,270 feet?

12 A. Yes, surface to the base of the Delaware. If
13 you see there on Exhibit 1, there are actually five
14 horizontal wells east-west that are currently productive
15 at deeper horizons. One is in the Avalon shale section
16 of the Bone Spring and four are in the second sand.

17 Q. And is Regeneration Exhibit Number 2 a copy of
18 the unit agreement for the Blue Moon State Exploratory
19 Unit?

20 A. Yes.

21 Q. And under paragraph ten of the agreement, is
22 this unit going to be treated as a single participation
23 area?

24 A. Yes.

25 Q. And is it also correct there is no contractual

1 language in the unit agreement because the parties have
2 each a voluntary agreement?

3 A. Yeah. Both state leases. The ownership in
4 each state lease is uniform, were all under a JOA as to
5 the rights for the entire section in the Delaware, and
6 everybody's actually in agreement with the proposal from
7 a working interest ownership.

8 Q. And does the unit agreement include a formula
9 for allocation of production on a surface-acreage basis?

10 A. Yes. It would be 50/50, either leases or both
11 exactly 320s.

12 Q. And that's provided in paragraph 11 of the unit
13 agreement?

14 A. Yes.

15 Q. And does Exhibit A to the unit agreement
16 provide an outline of the unit area?

17 A. Yes.

18 Q. And that's similar to the map that we saw in
19 Exhibit 1?

20 A. Right.

21 Q. And this also identifies the only two state
22 leases involved?

23 A. Yes.

24 Q. And what lands do you seek to include in the
25 unit?

1 A. It would be the two east half of the west half
2 of section surface to the base of the Delaware, and the
3 royalty on the state leases are identical.

4 **Q. And that would be in Section 16, Township 26**
5 **South, Range 27 East --**

6 A. Yes.

7 **Q. -- in Eddy County?**

8 A. Correct.

9 **Q. And does Exhibit B to the unit agreement**
10 **provide the ownership breakdown?**

11 A. Yes. It show that there are four working
12 interest owners. Regeneration owns 16 percent of the
13 working interest across the section. Premier Oil & Gas,
14 that is out of Dallas, owns 42 percent. Allar, out of
15 Graham, Texas, owns 38 percent, and Abe Energy, out of
16 Ruidoso, has a small 2.1 percent working interest.

17 **Q. And are there any overriding royalty interest**
18 **owners?**

19 A. Yes. There are three overriding royalty
20 owners. A couple of overrides are owned by the Nearburg
21 entities. And then Nest Egg Energy Corporation has the
22 third one.

23 **Q. And does Exhibit C to the unit agreement**
24 **provide the schedule for the tract participation?**

25 A. Yes.

1 **Q. Please turn to Exhibit Number 3.**

2 A. Before I get there, on Exhibit 2, I probably
3 should have identified, and maybe it comes up later.
4 The overrides are identical both in the east half and
5 the west half, so there is no difference in the royalty
6 between the east half of the west half. There is no
7 difference between any of the overrides in the east half
8 of the west half.

9 **Q. Thank you for that.**

10 **On Exhibit Number 3, is this the State Land**
11 **Office approval letter for this unit?**

12 A. Yes.

13 **Q. And have you met with the State Land Office to**
14 **discuss the exploratory unit and development plans?**

15 A. Yes. I met with OCD. I met with the State
16 Land Office. I met with OCD again. I met with the
17 State Land Office. And I went back to the Land Office
18 because we tried to do it under a com agreement, and it
19 would have made a lot of sense. Your old participating
20 area, one section, this would have been ideal, but,
21 unfortunately, the State Land Office doesn't do
22 one-section com agreements anymore. So we're at this
23 juncture in the way of an approval.

24 But yes, I met with the State Land Office,
25 and they believe that this -- for what we're trying to

1 do, this will effectively promote conservation and a
2 better utilization of resources and allocation. What
3 we're doing is we're actually drilling north-south
4 wells, but we anticipate that our spacing would be such
5 that we would have -- our first well is a west half-west
6 half. The second well would be a west half-east half.
7 The third well would be one of those in the center, if
8 we're successful. The fourth well would be west
9 half-east half, and the fifth well would be an east
10 half-east half. But if we do it under the State
11 Exploratory Unit, then they just become Unit Well #1, 2,
12 3, 4, 5. I don't have any of the confusion over
13 allocation to different leases based on production rates
14 at different times by the different wells and stuff, and
15 so everything becomes a much easier reporting ongoing
16 process if it's handled as an exploratory unit.

17 **Q. And the State Land Office approved the**
18 **allocation as being fair and equitable?**

19 A. Yes.

20 **Q. And in your opinion, is the allocation fair,**
21 **reasonable and protective of correlative rights?**

22 A. Yes, I believe it is.

23 **Q. With that, I'd ask you to turn to Exhibit**
24 **Number 4. And is this a copy of the C-102 for the first**
25 **well that you were just discussing?**

1 A. Yes. Yeah. It's a C-104 [sic], the first
2 well. And later, Exhibit 5, we'll see that it shows it
3 here that it's actually in the Welch; Delaware Pool that
4 was assigned to it by Podany.

5 **Q. And so turning to Exhibit Number 5, that's a**
6 **copy of the development plan that you were just**
7 **discussing with the five potential -- or possible wells**
8 **within the unit depending on the production from the**
9 **first well?**

10 A. Right. Exactly. There is an existing road, as
11 you can see by the coloration. The land office, under
12 the prior commissioner, was very concerned about how
13 much impact to the surface you were actually having.
14 And part of the reason for identifying this as a
15 potential Delaware, hopefully, productive area is the
16 fact that Marbob drilled the first well in the
17 northwest-northwest and then Concho drilled the
18 remaining four wells all in the west half-west half.

19 Logs -- mud logs all have nice shows in
20 this Williamson Sand section, and so that's what spurred
21 us to actually work hard to acquire the rights both from
22 Concho -- Allar was a partner with Concho in the Bone
23 Spring and deeper rights, and they retained their
24 interest and actually added some interest in the
25 shallow. And Nearburg had the lease in the east half.

1 They farmed out. They had a back-in, and we actually
2 acquired the back-in such that everything is uniform to
3 make this work just perfectly.

4 Q. And this map also shows that first well in the
5 west half-west half?

6 A. Yes. That's correct.

7 Q. That it corresponds with the C-102 that's
8 behind Exhibit Number 4?

9 A. Right.

10 Q. And in your opinion, is this unit in the best
11 interest of conservation, the prevention of waste and
12 the protection of correlative rights?

13 A. Yes and yes.

14 Q. And did you provide our office with the parties
15 to be provided notice of this hearing?

16 A. Yes.

17 Q. And turning to Exhibit Number 6, is that an
18 affidavit reflecting that notice of this hearing was
19 provided?

20 A. Yes. And I can tell you she did provide notice
21 because we got one of them, since I'm also Nest Egg
22 (laughter).

23 Q. Okay. And then turning to Exhibit Number 7,
24 that's a Notice of Publication to the royalty interest
25 owners in this unit?

1 A. Yes.

2 **Q. And were Exhibits 1 through 5 prepared by you**
3 **or compiled under your direction and supervision?**

4 A. Yes.

5 MS. LUCK: And with that, I'd move the
6 admission of Exhibits 1 through 7, which includes my
7 Notice of Affidavit and the Notice of Publication, and I
8 have no further questions for this witness.

9 THE WITNESS: And if I might, I should
10 probably add one other that we did not mention. The
11 first well has actually been spudded. It was spudded on
12 June 25th. We had a situation arise where a company had
13 contracted for a drill rig, was not planning on actually
14 utilizing the drilling rig, and so they were paying for
15 it even though they didn't utilize it, and so we were
16 able to borrow it for free. And so as a result, we
17 contacted the land office and asked them if it was
18 permissible for us to actually drill the well prior to
19 the final approval of the unit. They said that that was
20 fine, that they would prefer us not to complete the well
21 until the unit was approved by OCD, and then their final
22 approval was actually given on it. And so as a
23 result -- but the well -- the first well has actually
24 been drilled to TD and cased at this point.

25 EXAMINER JONES: Okay. Exhibits 1

1 through -- which ones?

2 MS. LUCK: 7.

3 EXAMINER JONES: -- 7 are admitted.

4 (Regeneration Energy Corporation Exhibit
5 Numbers 1 through 7 are offered and
6 admitted into evidence.)

7 MS. LUCK: Thank you.

8 CROSS-EXAMINATION

9 BY EXAMINER JONES:

10 Q. This Welch; Delaware Pool, did Ray say that --
11 I mean the other Ray. Did he say that it's covering the
12 whole section? It will cover the whole section as to --

13 A. Ray actually -- the Welch; Delaware Pool is
14 actually a -- there are a few old Delaware wells that
15 were drilled to the south of us in Section 5. And so he
16 actually, I just believe, because of their proximity to
17 this well, put it in, because literally there are no
18 producing wells anywhere in this area. And those wells
19 were at a shallower depth, a very small field. I think
20 the average production of the producing wells was a
21 cumulative of about 4- to 5,000 barrels. But I think he
22 just picked it because it was right there beside it, and
23 there is no other Delaware production in the area.

24 There was one Delaware well that was
25 drilled in Section 9, or it was recompleted in Section

1 9, but I think that well only made 25 barrels, and they
2 targeted it in the -- I believe it was the Haystack
3 East; Delaware. But, you know, it's a thing where it
4 was an insignificant producer, and so I think that's why
5 he chose -- because our surface location actually is
6 relatively close to this Welch; Delaware, but we are in
7 a different section of the Delaware from where that
8 traditional -- but it's not broken up by member.

9 **Q. So basically it looks like reasonably certain**
10 **the Welch; Delaware will be the pool for the whole --**
11 **all the wells?**

12 A. Yes. Yes.

13 **Q. And the limitation to only the Delaware, was**
14 **that because --**

15 A. The rights that we own are actually surface to
16 the base of the Delaware.

17 **Q. Okay.**

18 A. Concho, as a successor to Marbob -- and the
19 Allar Company owned the rights below that. Allar owned
20 about 19.something percent of the rights below the top
21 of the Delaware and do today. Concho owns the 81
22 percent. And when I first -- or when we submitted our
23 application, I made three different trips to talk to two
24 different folks at the State Land Office in regards to
25 the unit. Each time we talked strictly about the

1 Delaware, but we didn't have in our initial application
2 to them the restriction of it being just surface to the
3 base of the Delaware. Of course, that was all we talked
4 about, was the Delaware, and they recognize that there
5 are the five Bone Spring wells, which each one has a
6 communitization agreement. They're all five active
7 producers today. I believe the four Bone Spring make
8 about 20 barrels of oil a day each and have cums of a
9 hundred-and-some-odd-thousand barrels of oil each,
10 somewhere between 160- and 180,000 barrels of oil each.

11 **Q. Okay. I guess the leases are already held**
12 **anyway probably.**

13 A. And that's what makes it so reasonable as to
14 why, because we're really not holding a lease that's
15 outside the producing area by this unit, as why it was a
16 very reasonable proposal or seen by the land office.

17 **Q. Yeah. I don't understand what happened to the**
18 **Delaware. I thought it looked pretty good on the**
19 **decline curves.**

20 A. The Delaware -- this particular area, we're
21 very excited about, and she'll give you the affidavit by
22 our geologist. But you'll see on the maps that there is
23 a very nice sand section that lays in here, but it's
24 really confined to just a very small area.

25 **Q. Oh.**

1 A. It's going to be a small field if it's
2 successful, but we're highly -- well, we're extremely
3 hopeful.

4 **Q. You're able to handle the water production?**

5 A. It'll -- that's one of the things they're
6 actually -- Concho has a line going to disposal. EOG
7 crosses with a line going to disposal. But we're going
8 to be looking for -- there is actually a disposal
9 application that was filed in the northwest-northwest
10 for a Devonian disposal well, but they have not drilled
11 that, which that would be ideal if they actually drilled
12 it because it would then be on lease for our line.
13 Whereas, any other, unless I can get into the EOG or
14 Concho line, we'll have to do our own rights-of-way all
15 for an off-lease disposal line to a disposal well.

16 **Q. And this 5,750, is that defined on type logs?**

17 A. It's 5,720. And basically it's a depth that is
18 tied roughly in the offset well because Concho has a
19 well that was drilled before our application, the
20 Cluster State Number 5. And the Cluster State 4, I
21 think the depth of the Delaware is like 5,716. The deep
22 well to the south in Section 5 is like 5,691, but that's
23 because of the slope of the surface. You know, it's not
24 because it's changing geologically. We have a little
25 bit of hill to the north and we're down-gradient.

1 **Q. So is that going to be an equivalent?**

2 A. Yes. It's an approximate depth tied to a --

3 **Q. Tied to a log?**

4 A. Tied to a log, yes.

5 EXAMINER JONES: Mr. Brooks?

6 EXAMINER BROOKS: No questions.

7 EXAMINER JONES: Okay. Should be easy for
8 us on our part.

9 Are you going to --

10 MS. LUCK: And with that, I'd like to turn
11 to -- we have a geology affidavit in our exhibits, and I
12 can present that to the Division.

13 EXAMINER JONES: Okay.

14 MS. LUCK: So Exhibit Number 8 in your
15 packet is the affidavit of Martin Joyce. He resides in
16 Roswell, and he's a petroleum geologist for
17 Regeneration. He is responsible for the formation of
18 the Blue Moon State Unit comprised of 640 acres in
19 Section 16. He has previously testified before the
20 New Mexico Oil Conservation Division as an expert
21 witness, and his credentials have been accepted as an
22 expert in petroleum geology.

23 As his affidavit notes -- as his affidavit
24 notes, Regeneration is proposing to test all formations
25 from the surface to the base of the Delaware at

1 approximately 5,270. He also notes the initial well has
2 already been drilled, and if the initial well is
3 successful, additional wells will be drilled.

4 So Exhibit A is another location map
5 similar to Exhibit 2 -- I mean -- sorry -- Exhibit 1
6 showing the area where the unit is.

7 Exhibit 8B is his structure map hung on the
8 top of the Williamson Sand. It shows the interval. The
9 strike is nearly north-south while dipping approximately
10 100 feet for miles east.

11 His Exhibit 8C is the stratigraphic
12 cross-section locator map from east to west with a
13 cross-section line from A to A prime.

14 His Exhibit 8D is a stratigraphic cross
15 section from A to A prime for the wells denoted on
16 Exhibit 8C. It depicts the gross thickness of the
17 Williamson Sand from the offsetting wells penetrating
18 the injected interval in the area. The penetrations
19 document the thickness, lateral distribution, continuity
20 of the interval throughout the area. So on Exhibit 8D,
21 you have your type logs.

22 And Exhibit 8E is a stratigraphic cross
23 section from north to south with the line of cross
24 section noted from -- in blue from B to B prime. This
25 map also includes known wells within the area.

1 Then on Exhibit 8F, he has his
2 stratigraphic cross section of the wells denoted from
3 north to south in blue on Exhibit 8E. Again, this cross
4 section demonstrates the overall thickness, development
5 of the objective Williamson Sand, as well as the
6 thickness, lateral distribution and continuity of the
7 interval throughout the unit area.

8 In his opinion, Mr. Joyce does not observe
9 any faulting, pinch-outs or geologic impediments that
10 will prevent the acreage from contributing to the
11 overall production from the unitized interval. And the
12 interval is continuous throughout the unitized area.

13 Turning to 8G, that is his Williamson Sand
14 gross isopach map. The map documents the thickness, the
15 lateral distribution and the continuity of the
16 Williamson Sand in this unit area. He notes that it
17 reflects an overall trend of thickening from northwest
18 to the east-southeast, with deposition appearing to be
19 backfilling within a submarine canyon scour by reservoir
20 quality sands, the trapping mechanism being updip
21 stratigraphic thinning.

22 And then on Exhibit 8H is the type log from
23 the Cluster State 4H well, which is currently producing,
24 as was referenced by Mr. Miller earlier. There are no
25 wells currently producing from the Williamson Sand in

1 this area. There was re-entry into the Hay B Fed 1 in
2 about 2007, and it recovered a small amount of oil and
3 water from the Williamson Sand, and it was replugged in
4 2009. But this type logging demonstrates the unitized
5 interval at that 5,270 feet.

6 In Mr. Joyce's opinion, the unit covers an
7 area that can be effectively and efficiently developed
8 under a unit plan. And formation of the unit will be
9 the most efficient recovery of the hydrocarbons. Also
10 in his opinion, the approval of the Blue Moon State Unit
11 will be in the best interest of conservation, the
12 prevention of waste and the protection of correlative
13 rights. And these exhibits were prepared by him, and
14 this is 8A through 8H.

15 With that, I would move the admission of
16 his affidavit, Exhibit 8, as well as the corresponding
17 Exhibits A through H.

18 EXAMINER JONES: Say that one more time.

19 MS. LUCK: With that, I move the admission
20 of Exhibit 8A through 8H.

21 EXAMINER JONES: Exhibits 8A through 8H are
22 admitted.

23 (Regeneration Energy Corporation Exhibit
24 Numbers 8A through 8H are offered and
25 admitted into evidence.)

1 RE CROSS EXAMINATION

2 BY EXAMINER JONES:

3 Q. The 5,250 on this type log is --

4 A. We're actually proposing to use this type log
5 with the State Land Office for the definition of the top
6 of the Bone Spring. It may be 5,756 or something here.
7 It'll be a little off of the 57 -- whatever we said
8 earlier. It's slightly different here. But they asked
9 for a type log and this one is actually in the OCD
10 records, so that's why we chose it. It's one -- 40
11 acres north of where we actually spudded. We drive by
12 it on the way north.

13 Q. But if we reference that depth in this type
14 log, that will?

15 A. Yeah. If you use the approximate depth and the
16 type log, you know, as identified on that type log, it
17 should work fine.

18 Q. So equivalent depth --

19 A. Yeah.

20 Q. -- as spread across the unit?

21 And this Williamson, is that related -- is
22 that named after the Williamsons?

23 A. Now, that, I'm not a smart enough geologist. I
24 know he did a nice job of showing you. Those yellow
25 patches of sand in there --

1 **Q. Yeah.**

2 A. -- are pretty easy to see why we're excited,
3 because, you know, they don't extend off to the west.
4 They don't extend north and south. I mean, you know,
5 it's a nice little pod in there. Now, if it's just more
6 oil than water, we'll be really happy (laughter).

7 **Q. Do you have electricity out there, speaking of**
8 **that?**

9 A. They actually have -- Xcel is our service
10 provider, and they've already approved our service at
11 this location. And they have it at the Cluster Number
12 5, which their location is like 330 from the west line
13 and we're 660. I mean --

14 **Q. Okay. Got it.**

15 A. Yeah.

16 **Q. You can put whatever pump you need.**

17 A. Yup. That's what -- I wish it would flow, but
18 you're right, and I'll probably need an ESP to move all
19 the fluid (laughter).

20 MS. LUCK: With that, if there are no
21 further questions, we'd ask that this case be taken
22 under advisement.

23 EXAMINER JONES: Okay. Case 20634 is taken
24 under advisement.

25 Thank you, Mr. Miller. Good luck with your

1 prospect.

2 THE WITNESS: Yeah. I know everybody wants
3 theirs fast. Obviously, we won't do completion until we
4 get your-all's approval and we're able to go back to the
5 land office.

6 EXAMINER JONES: These are easy.

7 THE WITNESS: Yeah. I appreciate it.
8 Thanks for your help.

9 It's good to see you, David, and
10 congratulations on the legislature.

11 (Discussion off the record.)

12 (Case Number 20634 concludes, 2:40 p.m.)

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1 STATE OF NEW MEXICO
2 COUNTY OF BERNALILLO

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4 CERTIFICATE OF COURT REPORTER

5 I, MARY C. HANKINS, Certified Court
6 Reporter, New Mexico Certified Court Reporter No. 20,
7 and Registered Professional Reporter, do hereby certify
8 that I reported the foregoing proceedings in
9 stenographic shorthand and that the foregoing pages are
10 a true and correct transcript of those proceedings that
11 were reduced to printed form by me to the best of my
12 ability.

13 I FURTHER CERTIFY that the Reporter's
14 Record of the proceedings truly and accurately reflects
15 the exhibits, if any, offered by the respective parties.

16 I FURTHER CERTIFY that I am neither
17 employed by nor related to any of the parties or
18 attorneys in this case and that I have no interest in
19 the final disposition of this case.

20 DATED THIS 26th day of July 2019.

21

22

23 MARY C. HANKINS, CCR, RPR
24 Certified Court Reporter
New Mexico CCR No. 20
Date of CCR Expiration: 12/31/2019
Paul Baca Professional Court Reporters

25