

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

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

7 APPLICATION OF MATADOR PRODUCTION CASE NOs. 20365,
8 COMPANY FOR COMPULSORY POOLING, EDDY 20366
9 COUNTY, NEW MEXICO.

10

11 REPORTER'S TRANSCRIPT OF PROCEEDINGS

12 EXAMINER HEARING

13 April 4, 2019

14 Santa Fe, New Mexico

15

16 BEFORE: MICHAEL McMILLAN, CHIEF EXAMINER
17 TERRY WARNELL, TECHNICAL EXAMINER
18 PHILLIP GOETZE, TECHNICAL EXAMINER
19 DAVID K. BROOKS, LEGAL EXAMINER

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22 This matter came on for hearing before the
23 New Mexico Oil Conservation Division, Michael McMillan,
24 Chief Examiner; Terry Warnell and Phillip Goetze,
25 Technical Examiners; and David K. Brooks, Legal
26 Examiner, on Thursday, April 4, 2019, at the New Mexico
27 Energy, Minerals and Natural Resources Department,
28 Wendell Chino Building, 1220 South St. Francis Drive,
29 Porter Hall, Room 102, Santa Fe, New Mexico.

30

31 REPORTED BY: Mary C. Hankins, CCR, RPR
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APPEARANCES

FOR APPLICANT MATADOR PRODUCTION COMPANY:

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1 (2:30 p.m.)

2 EXAMINER McMILLAN: Call the hearing back
3 to order.

4 Call 20365.

5 MR. RANKIN: Thank you, Mr. Examiner. Adam
6 Rankin, with the Santa Fe office of Holland & Hart,
7 appearing on behalf of Matador Production company, and
8 we would like to combine Case 20365 for presentation
9 purposes with Case Number 20366.

10 EXAMINER McMILLAN: So noted.

11 MR. RANKIN: And I have two witnesses to be
12 sworn in.

13 EXAMINER McMILLAN: Okay. If the witnesses
14 will please stand up and be sworn in at this time.

15 (Ms. Hahn and Mr. Collier sworn.)

16 MR. RANKIN: Mr. Examiner, I'd like to call
17 my first witness.

18 CASSIE HAHN,
19 after having been first duly sworn under oath, was
20 questioned and testified as follows:

21 DIRECT EXAMINATION

22 BY MR. RANKIN:

23 Q. Ms. Hahn, will you state your name for the
24 record and spell it, please?

25 A. Yes. My name is Cassie Hahn, C-A-S-S-I-E, and

1 last name is H-A-H-N.

2 Q. And have you previously testified before the
3 Division?

4 A. Yes.

5 Q. And had your credentials as a petroleum landman
6 accepted as a matter of record?

7 A. Yes.

8 Q. Are you familiar with the applications that
9 were filed in these two cases?

10 A. Yes, I am.

11 Q. And you're also familiar with the status of the
12 lands and you've done a study of the ownership --

13 A. Yes.

14 Q. -- of the lands at issue in these two cases?

15 A. Yes.

16 MR. RANKIN: Mr. Examiner, I would retender
17 Ms. Hahn as an expert in petroleum land matters.

18 EXAMINER McMILLAN: So qualified.

19 Q. (BY MR. RANKIN) Ms. Hahn, I'm going to ask you
20 to direct your attention to what's been marked as
21 Exhibit 1 in the exhibit packet before you. Will you
22 review for the examiners, in reference to that exhibit,
23 what it is that Matador is seeking with these two cases?

24 A. Sure. This is a Midland Map showing the leased
25 area. Matador is seeking to pool one standard Bone

1 Spring spacing unit underlying the east half-east half
2 of Sections 15 and 22. Sorry. That's not --

3 Q. That's all right.

4 A. That's a typo. It's the west half-west half of
5 Sections 15 and 22 for two stand-up horizontal wells.

6 In Case Number 20366, we are seeking to
7 pool one standard Wolfcamp spacing unit underlying the
8 west half of Sections 15 and 22 for four stand-up
9 horizontal wells.

10 EXAMINER BROOKS: Excuse me. I don't have
11 a copy of the exhibits in this case. That's probably
12 not significant. I probably don't need one, but as far
13 as I know, I don't have one. I was looking in the wrong
14 place.

15 MR. RANKIN: I thought I brought it up
16 earlier. There you go.

17 EXAMINER BROOKS: Thank you.

18 Q. (BY MR. RANKIN) So in Case 20365, that exhibit
19 corresponds with Exhibit Number 1, and Matador is
20 seeking to pool the west half-west half of Sections 15
21 and 22 for the Bone Spring; is that correct?

22 A. Yes.

23 Q. And in Case Number 20366, on Exhibit 2, Matador
24 is seeking to pool the west half of 15 and 22 in the
25 Wolfcamp; is that right?

1 A. Yes.

2 Q. And then what is the ownership or nature of the
3 acreage at issue here in these two cases?

4 A. In both cases, there are two federal leases.

5 Q. Okay. And has there been a pool assigned --
6 pool code assigned to the Bone Spring wells?

7 A. Yes. The Bone Spring is Jennings; Bone Spring,
8 West, and the Wolfcamp is Purple Sage; Wolfcamp.

9 EXAMINER McMILLAN: What's the number?

10 THE WITNESS: The Jennings; Bone Spring,
11 West is pool code number 97860.

12 EXAMINER McMILLAN: And other one is Purple
13 Sage?

14 THE WITNESS: Yes, 98220.

15 Q. (BY MR. RANKIN) And, Ms. Hahn, has Matador
16 prepared draft C-102s for each of these wells?

17 A. Yes, we have.

18 Q. And are those marked as Exhibits 3 and 4?

19 A. Yes.

20 Q. Will you review for the examiners the land
21 plats that are in Exhibits 3 and 4?

22 A. Sure. Exhibit 3 is the Bone Spring well, which
23 are the Boros Fed Com #101H and the 121H. These are
24 showing 320-acre spacing units in the west half-west
25 half of Sections 15 and 22, 26 South, 31 East.

1 Q. And as to the Bone Spring wells in Exhibit 3,
2 are the setbacks compliant with the statewide pool rules
3 for oil wells?

4 A. Yes.

5 Q. And Exhibit 4. Will you review for the
6 examiners what Exhibit 4 shows?

7 A. Yes. Exhibit 4 is our C-102s for our Wolfcamp
8 wells. These are for the Boros Fed Com 201, 202, 221
9 and 222, and these are 360-acre -- sorry -- 640-acre
10 spacing units in the west half of Sections 15 and 22, 26
11 South, 31 East.

12 Q. And, again, the completed intervals for each of
13 these wells that you're proposing are going to be
14 compliant with the special pool rules for the Purple
15 Sage; Wolfcamp pool?

16 A. Yes.

17 Q. Now, Ms. Hahn, Matador is proposing multiple
18 wells -- initial wells in each of these cases. Does
19 Matador have plans to batch drill or drill these and
20 complete them sequentially?

21 A. Yes. So we will batch drill these. At this
22 time I'm not sure about how many or the sequence of
23 them.

24 Q. Okay. And as a consequence of drilling them --
25 when you say batch drill them, you mean you're going to

1 drill them more or less at the same time or in sequence?

2 A. Correct.

3 Q. As a consequence of that, does Matador need
4 more than 120 days to drill and complete these wells?

5 A. Yes.

6 Q. Are you asking for one year to do that work?

7 A. Yes.

8 Q. Now, moving on to your next exhibit, Exhibit 5,
9 have you identified all the parties that Matador is
10 seeking to pool in this case?

11 A. Sure. We only have one party. It is
12 Occidental Permian Limited Partnership. They are an
13 uncommitted working interest owner, and they own 12.5
14 percent in the Bone Spring wells.

15 Q. So OXY is the only working interest that you're
16 seeking to pool?

17 A. Correct.

18 Q. And in this case, are there any overrides that
19 need to be pooled as well?

20 A. Yes. If you turn to the third page, there are
21 four overrides.

22 Q. And those four overrides exist as to both cases
23 in the Bone Spring and the Wolfcamp?

24 A. Yes. Correct.

25 Q. Now, has Matador been in contact with OXY

1 negotiating the well proposals that it sent?

2 A. Yes, we have.

3 Q. And are those well proposals marked as Exhibit
4 Number -- they may have been left out of the exhibit
5 packet. Are they in yours?

6 A. No.

7 MR. RANKIN: Mr. Examiner, I'll have to
8 supplement the exhibit packet. Unfortunately, the
9 well-proposal letters were not included.

10 Q. (BY MR. RANKIN) Ms. Hahn, did Matador send
11 well-proposal letters to OXY proposing each of the wells
12 that are identified in this case?

13 A. Yes.

14 Q. And did Matador also include an AFE, an
15 estimated well costs, with its well-proposal letters?

16 A. Yes.

17 Q. And were those well costs that you identified
18 in the AFE, which we will supplement to the Division,
19 consistent with what Matador and other operators have
20 incurred for drilling similar wells in the area?

21 A. Yes, they are.

22 Q. And did you include an AFE for each of the
23 wells that were identified?

24 A. Yes, we did.

25 Q. And you proposed each of these wells to OXY?

1 A. Correct. Yes.

2 Q. Now, with respect to OXY, you testified that
3 you were also -- that you've been continuing discussions
4 with them; is that right?

5 A. Yes. Yes, we have.

6 Q. Now, are you aware of any issues with the
7 notice of this case that might have went to OXY?

8 A. We just found out that the green card did get
9 returned. However, it was sent to the record -- the
10 address on record.

11 Q. So this is a federal lease, so Matador sent the
12 notice of pooling to OXY as it was listed in the BLM
13 records?

14 A. Yes.

15 Q. But it was returned -- we got notice it was
16 returned to sender?

17 A. Right.

18 Q. But you've been in discussions with OXY. And
19 if you are able to reach agreement with OXY, will you
20 dismiss OXY from the pooling in this case?

21 A. Yes.

22 MR. RANKIN: Mr. Examiner, marked as
23 Exhibit Number 7 -- rather, 6 is the affidavit prepared
24 by my office in Case Number 20365 reflecting notice was
25 sent to each of the overrides and working interests in

1 this case.

2 Following the affidavit is a notice letter
3 and the United States postal tracking information sheet
4 showing the parties were sent a certified green card --
5 certified notice by green card. You'll see that the OXY
6 notice was return to sender, but the other notices to
7 the overrides were either received or in transit.

8 In addition to the notification by letter,
9 we published notice identifying each of the overrides
10 and working interest owners being pooled. That's the
11 last page of Exhibit Number 6.

12 Exhibit 7 is a copy of the affidavit for
13 Case Number 20366 indicating that we provided notice to
14 the working interest owner, OXY, and the overrides in
15 that case as well. Behind my affidavit is a letter
16 providing notice in that case, along with the USPS
17 tracking service sheet showing that each of those
18 parties was sent a green card by certified mail. Again,
19 the OXY notice was return to sender.

20 The last page of that exhibit is a Notice
21 of Publication reflecting that the overrides were
22 identified by name, along with the working interests
23 that we sought to pool, and a Notice of Publication.

24 Q. (BY MR. RANKIN) Ms. Hahn, were Exhibits 1
25 through 6 either prepared by you or under your -- I'm

1 sorry -- 1 through 8 either prepared by you or under
2 your direction and supervision?

3 A. Yes.

4 MR. RANKIN: Mr. Examiner, I would tender
5 the admission of Exhibits 1 through 8, with the note
6 that I would request the ability to supplement the
7 exhibits with the well-proposal letter and AFEs.

8 EXAMINER McMILLAN: It's really 1 through
9 7.

10 MR. RANKIN: Right. Did I say 8?

11 EXAMINER McMILLAN: Yeah.

12 Exhibits 1 through 7 may now be accepted as
13 part of the record.

14 (Matador Production Company Exhibit Numbers
15 1 through 7 are offered and admitted into
16 evidence.)

17 MR. RANKIN: And just to clarify that we do
18 request that we be able to supplement the AFE and the
19 well-proposal letters for each of the wells that we
20 propose.

21 CROSS-EXAMINATION

22 BY EXAMINER McMILLAN:

23 Q. Were there any depth severances?

24 A. No.

25 EXAMINER McMILLAN: Go ahead.

1 EXAMINER BROOKS: No questions.

2 EXAMINER GOETZE: No questions.

3 EXAMINER McMILLAN: Okay. Thank you.

4 MR. RANKIN: Thank you, Mr. Examiner.

5 I'd ask to call our second witness,
6 Mr. Clark Collier.

7 CLARK COLLIER,
8 after having been previously sworn under oath, was
9 questioned and testified as follows:

10 DIRECT EXAMINATION

11 BY MR. RANKIN:

12 Q. Mr. Collier, would you state your full name for
13 the record?

14 A. Clark Collier.

15 Q. And by whom are you employed and in what
16 capacity?

17 A. Matador Resources Company as a geologist.

18 Q. Have you previously testified before the
19 Division?

20 A. Yes.

21 Q. Have you had your credentials as an expert in
22 petroleum geology accepted as a matter of record?

23 A. Yes.

24 Q. Have you conducted a study of the geology in
25 the area surrounding these proposed wells?

1 A. Yes.

2 Q. In both the Bone Spring and the Wolfcamp?

3 A. Yes, sir.

4 MR. RANKIN: Mr. Examiner, I would like to
5 retender at this time Mr. Clark Collier as an expert in
6 petroleum geology.

7 EXAMINER McMILLAN: So qualified.

8 Q. (BY MR. RANKIN) Mr. Collier, will you please
9 turn to what's been marked -- we'll take each of these
10 cases one at a time. So let's first address Case Number
11 20365, which is the Bone Spring Formation. Will you
12 review for the examiners what's been marked as Exhibit
13 Number 8?

14 A. Yes. This is just a locator map identifying
15 the project area.

16 Q. Okay. So the project area for the proposed
17 Bone Spring wells are within that red box; is that
18 right?

19 A. That's right.

20 Q. And what's Exhibit Number 9?

21 A. Exhibit Number 9 is a structure map. It's
22 created on the top of the Bone Spring, and the depths
23 are in TVD subsea. You can see the control points
24 indicated by the bold Z with the colon and then the
25 negative subsea value. We also have a cross-section

1 line indicated on this -- on this structure map. And I
2 apologize again. I recognize that that's not your
3 preference, so we'll change that going forward.

4 EXAMINER McMILLAN: Thanks.

5 THE WITNESS: Also highlighted is the
6 project area here. And as you can see, the formation is
7 dipping slightly to the east at about 1 or 2 degrees.

8 Q. (BY MR. RANKIN) And in your assessment,
9 Mr. Collier, looking at the geology here, have you
10 identified any impediments or faulting or pinch-outs or
11 geologic impediments that would impair your ability to
12 drill two-mile horizontal wells in this area of the Bone
13 Spring?

14 A. No, I haven't.

15 And I forgot to point out that the
16 currently producing horizontal wells are also indicated
17 by the color coding on the right side of the -- on the
18 legend over there.

19 Q. And this map also reflects that you prepared a
20 cross section; is that right?

21 A. That's correct.

22 Q. And those are the -- forgive me if I'm
23 restating this, but did you already identify the cross
24 section?

25 A. I did. I think it's from A to A prime,

1 trending from north to south.

2 Q. And the wells that you've identified, are they
3 representative, in your opinion, of the geology in the
4 area?

5 A. They are.

6 Q. Is your cross section the next exhibit, Exhibit
7 Number 10?

8 A. Yes.

9 Q. Will you review for the examiners what this is?

10 A. This is the cross section as identified on the
11 previous exhibit. These three wells represent the Bone
12 Spring Formation, and we've highlighted the upper Boros
13 101 target -- that's the Avalon shale -- in the light
14 red, the pink shade. And then the 2nd Bone Spring is
15 the target for the Boros 102H.

16 Q. And in your opinion, Mr. Collier, is the Bone
17 Spring Formation continuous and apparent throughout the
18 entire spacing unit that you're proposing?

19 A. It is.

20 Q. Same with the target intervals that you've
21 depicted?

22 A. Yes.

23 Q. Now, what conclusions have you drawn based on
24 the study of the geology in the area?

25 A. That this -- these projects are in the best

1 interest of conservation of oil and natural gas, that
2 our target intervals are continuous across the project
3 area and that every quarter-quarter will produce more or
4 less equally.

5 Q. In your opinion, will the granting of this
6 application be in the best interest of conservation, the
7 prevention of waste and the protection of correlative
8 rights?

9 A. Yes.

10 Q. Now, Mr. Collier, you have another set of
11 exhibits marked as Number 11 here. What do these show?

12 A. So these are cartoons of our wellbores. The
13 main point of these exhibits is to show that we will be
14 abiding by the setback rules and get our surface-hole
15 location.

16 Q. So you've got a cartoon for each one of the
17 proposed wells in the Bone Spring?

18 A. Yes, sir.

19 Q. And each one shows that they're going to be --
20 the toe and the heel are going to be within the setbacks
21 required?

22 A. That's correct.

23 Q. Now, let's talk about the next case, which
24 deals with the Wolfcamp Formation. That's Case Number
25 20366. You've got a locator map, which is your Exhibit

1 Number 12; is that right?

2 A. That's correct.

3 Q. And, again, it just shows the project area
4 surrounded by the red outline?

5 A. That's correct.

6 Q. And your Exhibit Number 13, what does that
7 show?

8 A. So this is another structure map, this time on
9 the top of the Wolfcamp Formation. Just like the Bone
10 Spring map, this one identifies the control of the Z and
11 the bold negative numbers are the subsea value. Those
12 are the control points used for this map. I've also --
13 it has the same wells on this map showing the offset
14 producers, and they're color-coded. I've also
15 highlighted our project area and our projected
16 surface-hole and bottom-hole location there on the map
17 and also with the line of cross section, again, on this
18 structure map from A to A prime.

19 Q. And based on your assessment of the structure
20 in this area, have you identified any faulting,
21 pinch-outs or any other sort of geological hazards that
22 would impair your ability to develop two-mile wells in
23 this area?

24 A. No, sir.

25 Q. All right. Let's look at your structural

1 cross-section on Exhibit Number 14. Will you review for
2 the examiners what this shows?

3 A. Yes. This is the cross section as indicated on
4 the previous exhibit, and we've highlighted two gross
5 target intervals here, the Upper Wolfcamp target, the
6 Wolfcamp A. That's our Boros 201 and 202 target. And
7 then the deeper Wolfcamp target there, the Boros 221 and
8 222H, we'll be targeting also. I will point out that
9 I've got kind of a projection of the base of the
10 Wolfcamp where I put the dashed line and the projection
11 of our -- a larger regional structure map. That's just
12 kind of projecting on this cross section. The wells in
13 this area, very few of them actually penetrate the base
14 of the pool. So I do believe these wells represent
15 our -- our target intervals within the Wolfcamp.

16 Q. So based on your study of other wells in the
17 area, you're confident that the Wolfcamp pool on these
18 formations are continuous throughout the spacing in this
19 area?

20 A. Yes, sir.

21 Q. And that's because you see -- you've seen these
22 same formation intervals consistent elsewhere in the
23 immediate area of the spacing unit?

24 A. Absolutely.

25 In addition to that, we have -- seismic

1 shoot over this project area. So that supports that
2 conclusion as well.

3 Q. Now, Mr. Collier, have you concluded, based on
4 your assessment of the Wolfcamp, that there are no
5 geologic hazards or impediments to developing horizontal
6 wells across the entire spacing unit in this Wolfcamp?

7 A. Yes, sir.

8 Q. And do you also state that each of the tracts
9 of the land will contribute more or less equally
10 proportionately to the direction in the wells that are
11 being proposed?

12 A. Yes.

13 Q. And would you also anticipate that horizontal
14 drilling in this area would be the most efficient and
15 effective means of producing hydrocarbons in this
16 region?

17 A. I do.

18 Q. And is it your opinion that the granting of
19 Matador's application is in the best interest of
20 conservation, the prevention of waste and the protection
21 of correlative rights?

22 A. It is.

23 Q. Again, Mr. -- Mr. Collier, you have an Exhibit
24 15 here, which is similar to the exhibit you had for the
25 Bone Spring wells. Will you please explain what Exhibit

1 15 shows?

2 A. Yes, sir. This is, again, a cartoon diagram of
3 the proposed wellbores, and we outline the surface-hole
4 location and the take points. And it shows that we will
5 be abiding by the rules and where we set our
6 perforations.

7 Q. So both the heel and toe will be within the
8 setbacks required in this case for the special pool
9 rules for the Wolf Sage -- Purple Sage; Wolfcamp?

10 A. That's correct.

11 MR. RANKIN: Mr. Examiner, with that, I
12 have no further questions.

13 I would ask that Exhibits 8 through 15 be
14 admitted into the record in Case Numbers 20365 and
15 20366.

16 No further questions. Pass the witness.

17 EXAMINER McMILLAN: Exhibits 8 through 15
18 in Case Numbers 20365 and 20366 may now be accepted as
19 part of the record.

20 (Matador Production Company Exhibit Numbers
21 8 through 15 are offered and admitted into
22 evidence.)

23 MR. RANKIN: No further questions.

24 EXAMINER McMILLAN: Do you have any
25 questions?

1 EXAMINER BROOKS: No.

2 EXAMINER GOETZE: I have no questions for
3 this witness.

4 EXAMINER McMILLAN: I don't either.

5 MR. RANKIN: With that, Mr. Examiner, I
6 would ask that those two cases, 20365 and 20366, be
7 taken under advisement.

8 EXAMINER McMILLAN: Just for clarity
9 purposes, there are technically unlocatable interests,
10 right, because of the unreturned --

11 MR. RANKIN: Well, I don't think it's
12 technical because we've identified them, and, you know,
13 we're using their address of record.

14 EXAMINER McMILLAN: But if it was returned,
15 since you ran the newspaper ad, you put that in writing.

16 MR. RANKIN: Yeah. I think it's
17 unlocatable if you don't know where they are. It's
18 unclear why the address hasn't been updated, but OXY
19 updated their address on records.

20 EXAMINER BROOKS: I think the language of
21 the rule is something like if the operator is not
22 reached at that correct address, then the operator -- if
23 the party is not reached at that correct address in the
24 operator's records. And that kind of seems to me to beg
25 the question if the operator has an incorrect address.

1 So I've never been able to figure out just exactly what
2 that rule says.

3 MR. RANKIN: In this case the parties have
4 been in contact. OXY's aware of the well proposal.
5 They've been in discussions as recently as last week.
6 So I'll leave it to you how you want to describe it,
7 but --

8 EXAMINER McMILLAN: Okay. But you ran a
9 newspaper ad?

10 MR. RANKIN: We did. We identified all the
11 parties.

12 EXAMINER McMILLAN: So cases 20365 and
13 20366 shall be taken under advisement.

14 Thank you.

15 THE WITNESS: Thank you.

16 (Case Numbers 20365 and 20366 conclude,
17 2:53 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 24th day of April 2019.

21

22

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