

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

**APPLICATION OF MATADOR PRODUCTION COMPANY
FOR A NON-STANDARD SPACING AND
PRORATION UNIT AND COMPULSORY POOLING,
EDDY COUNTY, NEW MEXICO.**

CASE NO. 16254

AMENDED APPLICATION

Matador Production Company, ("Matador") (OGRID No. 228937), through its undersigned attorneys, hereby files this amended application with the Oil Conservation Division pursuant to the provisions of N.M. Stat. Ann. § 70-2-17, for an order (1) creating a 160-acre, more or less, spacing and proration unit comprised of the W/2 E/2 of Section 11, Township 24 South, Range 33 East, NMPM, Lea County, New Mexico; and (2) pooling all uncommitted mineral interests in the Bone Spring formation from 11,915 feet to the base of the Bone Spring. In support of its application, Matador states:

1. Matador Production Company's affiliate entity, MRC Permian Company, LLC, is a working interest owner in Section 11 and has the right to drill thereon.
2. Matador proposes to dedicate the above-referenced spacing and proration unit as the project area for its proposed **Charles Ling Fed Com No. 133H Well**, which will be horizontally drilled from a surface location in the NW/4 NE/4 (Unit B) to a standard bottom hole location in the SW/4 SE/4 (Unit O) of Section 11.
3. The completed interval for this well will remain within the standard offset required by the Statewide Rules set forth in 19.15.15 NMAC.

4. A depth severance exists in the Bone Spring in Section 11. Accordingly, Matador seeks to pool at from the top of the Third Bone Spring, at a stratigraphic equivalent of 11,915 feet measured depth as show in the Dual Laterolog of the Stevens 11 #1 well (API No. 30-025-34246) located in Section 11, Township 24 South, Range 33 East, Lea County, New Mexico, to the base of the Bone Spring formation. Matador will provide notice of this hearing to the vertical offset parties within the Bone Spring formation who are not subject to this pooling application.

5. Matador has sought and been unable to obtain voluntary agreement for the development of these lands from all of the working interest owners in the subject spacing unit.

6. The pooling of interests will avoid the drilling of unnecessary wells, will prevent waste and will protect correlative rights.

7. In order to permit Matador to obtain its just and fair share of the oil and gas underlying the subject lands, all uncommitted mineral interests in this non-standard spacing unit should be pooled and Matador Production Company should be designated the operator of this proposed horizontal well and spacing unit.

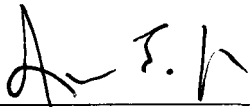
WHEREFORE, Matador requests that this amended application be set for hearing before an Examiner of the Oil Conservation Division on September 6, 2018, and, after notice and hearing as required by law, the Division enter an order:

- A. Creating, if necessary, the proposed non-standard spacing and proration unit;
- B. Pooling all uncommitted interests in the proposed spacing and proration unit;
- C. Designating Matador Production Company the operator of this spacing unit and the horizontal well to be drilled thereon;
- D. Authorizing Matador to recover its costs of drilling, equipping, and completing the well;

- E. Approving the actual operating charges and costs of supervision while drilling and after completion, together with a provision adjusting the rates pursuant to the COPAS accounting procedures; and
- F. Imposing a 200% penalty for the risk assumed by Matador in drilling and completing the well against any working interest owner who does not voluntarily participate in the drilling of the well.

Respectfully submitted,

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CASE 16254:

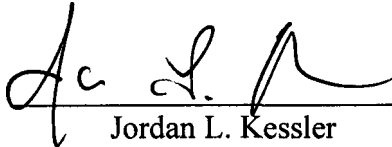
Amended Application of Matador Production Company for a non-standard spacing and proration unit and compulsory pooling, Lea County, New Mexico. Applicant in the above-styled cause seeks an order (1) creating a non-standard, 160-acre, more or less, spacing and proration unit comprised of the W/2 E/2 of Section 11, Township 24 South, Range 33 East, NMPM, Lea County, New Mexico and (2) pooling all uncommitted mineral interests in the Bone Spring formation from 11,915 feet to the base of the Bone Spring. Said non-standard unit is to be dedicated to applicant's proposed **Charles Ling Fed Com No. 133H Well**, which will be horizontally drilled from a surface location in the NW/4 NE/4 (Unit B) to a standard bottom hole location in the SW/4 SE/4 (Unit O) of Section 11. The completed interval for this well will remain within the standard offset required by the rules. Also to be considered will be the cost of drilling and completing said well and the allocation of the cost thereof as well as actual operating costs and charges for supervision, designation of Matador Production Company as operator of the well and a 200% charge for risk involved in drilling said well. Said area is located approximately 22 miles northwest of Jal, NM.

CERTIFICATE OF SERVICE

I hereby certify that on August 7, 2018, I served a copy of the foregoing document to the following counsel of record via Electronic Mail to:

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