PHOENIX
TECHNOLOGY SERVICES

November 18, 2015

Oil Conservation Division
State of New Mexico
811 S. First St.
Artesia, New Mexico 88210

Dear District 2 - Artesia

Re: Matador Resources
Janie Conner 13-24S-28E RB 124H
Eddy County, New Mexico
API #30-015-43039
Job No. 1514027

Enclosed please find the Survey Data Certification, and the original Plat and one copy of the Survey Report performed on the above referenced Well by Phoenix Technology Services, Inc. (P-5 No. 664171). Other information required by your office is as follows:

Name & Title of Surveyor	Drain Hole Number	Surveyed Depths		Dates Performed		Type of Survey
		From	To	Start	End	
Seth Mollerup	124H	8,082	13,100	08/23/15	08/27/15	MWD

A certified plat on which the bottom hole location is oriented both to the surface location and to the lease lines (or unit lines in case of pooling) is attached to the survey report. If any other information is required, please contact the undersigned at the letterhead address and phone number.

Best Regards,
Claudia Carreon

Claudia Carreon
Operations Administrator

Certified mail receipt number: 7015 0640 0000 9907 5210

12329 Cutten Rd. Houston, TX 77066 • Phone (713) 337-0600 • Fax (713) 337-0599
www.phxtech.com

Phoenix Technology Services
SURVEY DATA CERTIFICATION

PHOENIX TECHNOLOGY SERVICES

PHOENIX JOB NUMBER	1514027	ENERGY COMPANY	Matador Resources
WELL NAME	Janie Conner 13-24S-28E RB 124H	COUNTY & STATE	Eddy County, New Mexico
API WELL NUMBER	30-015-43039	PROPOSED DIRECTION	90.33°

TIE-IN DATA

MEASURED DEPTH	VERTICAL DEPTH	INCLIN	AZIMUTH	N-S COORD	E-W COORD	DATA SOURCE
8,061.00 ft	8,034.06 ft	17.56°	115.49°	-44.72 ft	331.53 ft	Gyro

FIRST SURVEY DATE	FIRST SURVEY DEPTH	INCLIN	AZIMUTH
23-Aug-15	8,082.00 ft	20.50°	114.80°

SURVEY INSTRUMENT TYPE
Phoenix MWD

LAST SURVEY DATE	LAST SURVEY DEPTH	INCLIN	AZIMUTH
27-Aug-15	13,100.00 ft	89.6°	87.8°

PROJECTED TD SURVEY DATE	PROJECTED TD SURVEY DEPTH	INCLIN	AZIMUTH
27-Aug-15	13,176.00 ft	89.6°	87.8°

TO THE BEST OF MY KNOWLEDGE I CERTIFY THIS SURVEY DATA TO BE TRUE AND CORRECT.

Seth Mollerup

PRINT YOUR NAME ABOVE

Seth Mollerup

SIGN YOUR NAME ABOVE

MAGNETIC DECLINATION OR TOTAL GRID

TOTAL CORRECTION USED	7.28
DECLINATION OR GRID	GRID

8/28/2015

TODAY'S DATE

MWD SUPERVISOR 1	Seth Mollerup	DIRECTIONAL DRILLER 1	Dustin Barnett
MWD SUPERVISOR 2	Shane King	DIRECTIONAL DRILLER 2	Kevin Ho

12329 Cutten Rd., Houston, Texas 77066 (713)337-0600 (Voice), (713)337-0599 (Fax)

Matador Resources

Eddy County, NM (NAD27 NME)
Janie Conner 13-24S-28E RB
124H

OH / Job 1514027

Survey: Phoenix MWD Surveys

Standard Survey Report

29 August, 2015

PHOENIX
TECHNOLOGY SERVICES

Company:	Matador Resources	**Local Co-ordinate Reference:**	Well 124H
Project:	Eddy County, NM (NAD27 NME)	**TVD Reference:**	RKB @ 3005.50usft (Patterson 297)
Site:	Janie Conner 13-24S-28E RB	**MD Reference:**	RKB @ 3005.50usft (Patterson 297)
Well:	124H	**North Reference:**	Grid
Wellbore:	OH / Job 1514027	**Survey Calculation Method:**	Minimum Curvature
Design:	Surveys (Patterson 297)	**Database:**	Compass 5000 GCR

Project Eddy County, NM (NAD27 NME)

Map System:	US State Plane 1927 (Exact solution)	**System Datum:**	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	New Mexico East 3001		

Site Janie Conner 13-24S-28E RB

Site Position:		**Northing:**	440,790.00 usft	**Latitude:**	32° 12' 41.50948 N
From:	Map	**Easting:**	587,754.00 usft	**Longitude:**	104° 2' 58.55371 W
Position Uncertainty:	0.00 usft	**Slot Radius:**	13-3/16 "	**Grid Convergence:**	0.15 °

Well 124H

Well Position	**+N/-S**	0.00 usft	**Northing:**	440,790.00 usft	**Latitude:**	32° 12' 41.50948 N
	+E/-W	0.00 usft	**Easting:**	587,754.00 usft	**Longitude:**	104° 2' 58.55371 W
Position Uncertainty		0.00 usft	**Wellhead Elevation:**	0.00 usft	**Ground Level:**	2,978.00 usft

Wellbore OH / Job 1514027

Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	HDGM	8/13/2015	7.43	60.07	48,307

Design Surveys (Patterson 297)

Audit Notes:

Version:	1.0	**Phase:**	ACTUAL	**Tie On Depth:**	0.00

Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.00	0.00	0.00	90.33

Survey Program **Date** 8/29/2015

From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
113.50	8,061.00	VES Gyro Surveys (OH / Job 1514027)	NS-GYRO-MS	North sensing gyrocompassing m/s
8,082.00	13,176.00	Phoenix MWD Surveys (OH / Job 1514027	PHX+MWD+HDGM	PHX+MWD+HDGM

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
8,061.00	*17.56*	*115.49*	*8,034.06*	*-44.72*	*331.53*	*331.78*	*0.00*	*0.00*	*0.00*
Tie-in to VES Gyros									
8,082.00	20.50	114.80	8,053.91	-47.63	337.73	338.00	14.04	14.00	-3.29
First Phoenix Survey									
8,114.00	23.70	111.70	8,083.56	-52.36	348.79	349.09	10.64	10.00	-9.69
8,145.00	26.10	109.00	8,111.67	-56.89	361.03	361.35	8.56	7.74	-8.71
8,176.00	29.40	104.90	8,139.11	-61.06	374.84	375.18	12.29	10.65	-13.23
8,207.00	32.50	101.50	8,165.69	-64.68	390.36	390.72	11.48	10.00	-10.97
8,238.00	36.00	99.30	8,191.31	-67.82	407.52	407.90	11.97	11.29	-7.10

Company:	Matador Resources	**Local Co-ordinate Reference:**	Well 124H
Project:	Eddy County, NM (NAD27 NME)	**TVD Reference:**	RKB @ 3005.50usft (Patterson 297)
Site:	Janie Conner 13-24S-28E RB	**MD Reference:**	RKB @ 3005.50usft (Patterson 297)
Well:	124H	**North Reference:**	Grid
Wellbore:	OH / Job 1514027	**Survey Calculation Method:**	Minimum Curvature
Design:	Surveys (Patterson 297)	**Database:**	Compass 5000 GCR

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
8,270.00	37.80	96.80	8,216.90	-70.50	426.54	426.94	7.32	5.63	-7.81
8,301.00	41.40	92.90	8,240.79	-72.14	446.22	446.62	14.11	11.61	-12.58
8,332.00	45.00	89.60	8,263.39	-72.62	467.42	467.83	13.48	11.61	-10.00
8,363.00	49.50	88.70	8,284.42	-72.32	490.18	490.59	14.75	14.52	-3.55
8,394.00	54.00	88.20	8,303.61	-71.65	514.51	514.91	14.57	14.52	-1.61
8,426.00	58.80	88.10	8,321.31	-70.79	541.14	541.54	15.00	15.00	-0.31
8,457.00	63.10	87.90	8,336.36	-69.85	568.22	568.61	13.88	13.87	-0.65
8,477.00	65.61	86.73	8,345.02	-69.00	586.23	586.61	13.64	12.57	-5.87
HL Crossing: 8477' MD									
8,488.00	67.00	86.10	8,349.44	-68.37	596.28	596.66	13.64	12.60	-5.69
8,519.00	72.00	85.20	8,360.29	-66.16	625.22	625.59	16.36	16.13	-2.90
8,551.00	77.10	84.70	8,368.81	-63.45	655.94	656.29	16.01	15.94	-1.56
8,582.00	81.40	86.30	8,374.59	-61.06	686.29	686.63	14.77	13.87	5.16
8,614.00	86.30	85.80	8,378.02	-58.87	718.02	718.35	15.39	15.31	-1.56
8,645.00	87.00	85.90	8,379.83	-56.63	748.89	749.20	2.28	2.26	0.32
8,676.00	87.80	85.90	8,381.24	-54.42	779.77	780.07	2.58	2.58	0.00
8,770.00	88.80	85.40	8,384.03	-47.29	873.46	873.72	1.19	1.06	-0.53
8,863.00	88.00	83.80	8,386.62	-38.54	966.01	966.21	1.92	-0.86	-1.72
8,957.00	88.80	85.50	8,389.25	-29.78	1,059.56	1,059.71	2.00	0.85	1.81
9,051.00	88.30	85.60	8,391.63	-22.49	1,153.24	1,153.35	0.54	-0.53	0.11
9,144.00	88.80	87.30	8,393.98	-16.73	1,246.03	1,246.11	1.90	0.54	1.83
9,238.00	90.70	89.00	8,394.39	-13.70	1,339.97	1,340.03	2.71	2.02	1.81
9,332.00	91.00	88.90	8,393.00	-11.98	1,433.95	1,433.99	0.34	0.32	-0.11
9,425.00	91.30	88.00	8,391.13	-9.46	1,526.89	1,526.92	1.02	0.32	-0.97
9,519.00	91.90	86.90	8,388.51	-5.28	1,620.76	1,620.77	1.33	0.64	-1.17
9,612.00	91.80	86.20	8,385.50	0.31	1,713.55	1,713.52	0.76	-0.11	-0.75
9,706.00	90.80	87.10	8,383.37	5.80	1,807.36	1,807.30	1.43	-1.06	0.96
9,800.00	89.30	87.80	8,383.29	9.98	1,901.26	1,901.17	1.76	-1.60	0.74
9,893.00	89.80	89.10	8,384.02	12.50	1,994.22	1,994.12	1.50	0.54	1.40
9,987.00	89.70	90.60	8,384.43	12.75	2,088.22	2,088.11	1.60	-0.11	1.60
10,080.00	91.20	90.50	8,383.70	11.85	2,181.21	2,181.10	1.62	1.61	-0.11
10,174.00	88.80	91.00	8,383.70	10.62	2,275.19	2,275.10	2.61	-2.55	0.53
10,268.00	87.50	92.30	8,386.73	7.92	2,369.10	2,369.02	1.96	-1.38	1.38
10,361.00	87.10	91.90	8,391.11	4.51	2,461.94	2,461.87	0.61	-0.43	-0.43
10,455.00	87.70	90.30	8,395.38	2.71	2,555.82	2,555.76	1.82	0.64	-1.70
10,548.00	87.70	89.50	8,399.11	2.87	2,648.74	2,648.68	0.86	0.00	-0.86
10,642.00	88.50	90.30	8,402.23	3.04	2,742.69	2,742.63	1.20	0.85	0.85
10,736.00	91.60	89.50	8,402.15	3.20	2,836.68	2,836.61	3.41	3.30	-0.85
10,830.00	89.30	89.60	8,401.41	3.94	2,930.66	2,930.59	2.45	-2.45	0.11
10,923.00	87.80	91.50	8,403.76	3.05	3,023.62	3,023.56	2.60	-1.61	2.04
11,017.00	88.40	90.20	8,406.88	1.65	3,117.56	3,117.50	1.52	0.64	-1.38
11,111.00	87.30	89.20	8,410.40	2.15	3,211.49	3,211.42	1.58	-1.17	-1.06
11,204.00	89.60	90.50	8,412.92	2.39	3,304.45	3,304.38	2.84	2.47	1.40
11,298.00	87.00	89.90	8,415.71	2.06	3,398.40	3,398.33	2.84	-2.77	-0.64

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Site:	Janie Conner 13-24S-28E RB	**MD Reference:**	RKB @ 3005.50usft (Patterson 297)
Well:	124H	**North Reference:**	Grid
Wellbore:	OH / Job 1514027	**Survey Calculation Method:**	Minimum Curvature
Design:	Surveys (Patterson 297)	**Database:**	Compass 5000 GCR

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
11,391.00	86.10	90.60	8,421.31	1.66	3,491.23	3,491.16	1.23	-0.97	0.75
11,485.00	87.40	90.30	8,426.63	0.92	3,585.07	3,585.00	1.42	1.38	-0.32
11,578.00	87.60	89.60	8,430.69	1.00	3,677.98	3,677.91	0.78	0.22	-0.75
11,672.00	87.70	88.10	8,434.55	2.89	3,771.88	3,771.80	1.60	0.11	-1.60
11,765.00	88.30	89.00	8,437.79	5.24	3,864.79	3,864.70	1.16	0.65	0.97
11,859.00	88.80	89.30	8,440.17	6.63	3,958.75	3,958.65	0.62	0.53	0.32
11,953.00	89.20	88.70	8,441.81	8.27	4,052.72	4,052.61	0.77	0.43	-0.64
12,046.00	89.50	88.10	8,442.87	10.87	4,145.68	4,145.55	0.72	0.32	-0.65
12,140.00	89.40	89.20	8,443.77	13.08	4,239.65	4,239.50	1.17	-0.11	1.17
12,233.00	89.30	90.40	8,444.82	13.41	4,332.64	4,332.49	1.29	-0.11	1.29
12,327.00	89.40	92.20	8,445.89	11.27	4,426.60	4,426.47	1.92	0.11	1.91
12,420.00	90.60	93.90	8,445.89	6.33	4,519.47	4,519.36	2.24	1.29	1.83
12,514.00	91.40	92.80	8,444.25	0.83	4,613.29	4,613.21	1.45	0.85	-1.17
12,608.00	90.90	92.20	8,442.36	-3.26	4,707.18	4,707.12	0.83	-0.53	-0.64
12,701.00	89.00	91.90	8,442.44	-6.59	4,800.12	4,800.08	2.07	-2.04	-0.32
12,795.00	89.10	90.30	8,444.00	-8.40	4,894.08	4,894.05	1.71	0.11	-1.70
12,889.00	89.90	90.30	8,444.82	-8.89	4,988.08	4,988.05	0.85	0.85	0.00
12,983.00	87.90	88.40	8,446.63	-7.82	5,082.05	5,082.01	2.93	-2.13	-2.02
13,076.00	89.40	87.80	8,448.82	-4.74	5,174.97	5,174.91	1.74	1.61	-0.65
13,094.00	89.55	87.80	8,448.98	-4.05	5,192.95	5,192.89	0.83	0.83	0.00
HL Crossing: 13094' MD									
13,100.00	89.60	87.80	8,449.03	-3.82	5,198.95	5,198.88	0.83	0.83	0.00
Final Phoenix Survey									
13,176.00	89.60	87.80	8,449.56	-0.90	5,274.89	5,274.81	0.00	0.00	0.00
Projection to TD									

Survey Annotations

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates +N/-S (usft)	Local Coordinates +E/-W (usft)	Comment
8,061.00	8,034.06	-44.72	331.53	Tie-in to VES Gyros
8,082.00	8,053.91	-47.63	337.73	First Phoenix Survey
8,477.00	8,345.02	-69.00	586.23	HL Crossing: 8477' MD
13,094.00	8,448.98	-4.05	5,192.95	HL Crossing: 13094' MD
13,100.00	8,449.03	-3.82	5,198.95	Final Phoenix Survey
13,176.00	8,449.56	-0.90	5,274.89	Projection to TD

Checked By: _____ Approved By: _____ Date: _____

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., Santa 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

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

☐ AMENDED REPORT

WELL LOCATION AND ACREAGE DEDICATION PLAT

[1]API Number	[2]Pool Code	[3]Pool Name
30-015-43039	50371	Pierce Crossing ; BS

[4]Property Code	[5]Property Name	[6]Well Number
314750	JANIE CONNER 13-24S-28E RB	#124H
[7]OGRID No.	[8]Operator Name	[9]Elevation
228937	MATADOR PRODUCTION COMPANY	2978'

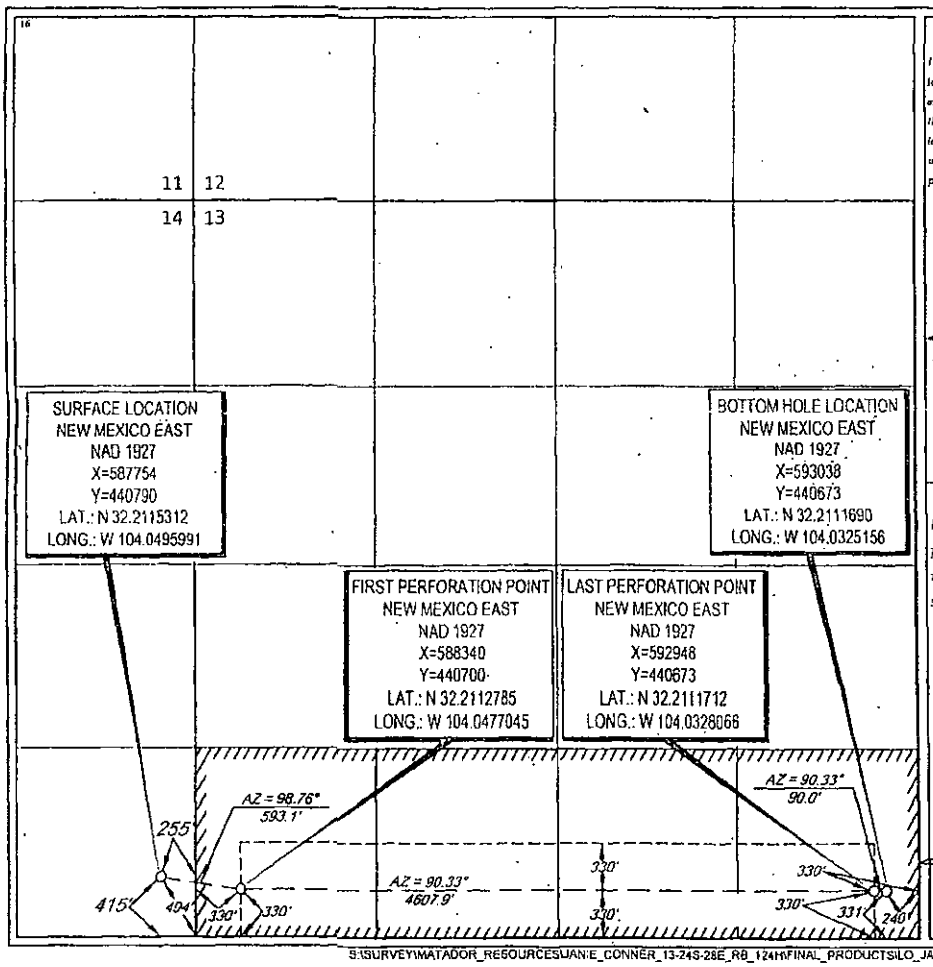
[10]Surface Location

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
P	14	24-S	28-E	-	415'	SOUTH	255'	EAST	EDDY

UL or lot no.	Section	Township	Range	Lot Idn	Feet from the	North/South line	Feet from the	East/West line	County
P	13	24-S	28-E	-	331'	SOUTH	240'	EAST	EDDY

[12]Dedicated Acres	[13]Joint or Infill	[14]Consolidation Code	[15]Order No.
160.00			

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.



[17]OPERATOR CERTIFICATION

I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

Signature — Date: 3/16/15

Trey Goodwin
Printed Name

tgoodwin@matadorresources.com
E-mail Address

[18]SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true to the best of my belief.

02/26/2015
Date of Survey
Signature and Seal of Professional Surveyor

MICHAEL B. BROWN
NEW MEXICO
18329
PROFESSIONAL SURVEYOR

Certificate Number

S:\SURVEY\MATADOR_RESOURCES\JANIE_CONNER_13-24S-28E_RB_124H\FINAL_PRODUCTS\LO_JANIE_CONNER_13-24S-28E_RB_124H.DWG 3/5/2015 11:16:54 AM jstovall