

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:

AMENDED APPLICATION OF XTO	CASE NOS. 15836,
ENERGY, INC. FOR A NONSTANDARD	15837,
SPACING AND PRORATION UNIT AND	15838,
COMPULSORY POOLING, EDDY COUNTY,	15839,
NEW MEXICO.	15840,
	15841,
	15842,
	15843

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

October 26, 2017

Santa Fe, New Mexico

BEFORE: SCOTT DAWSON, CHIEF EXAMINER
DAVID K. BROOKS, LEGAL EXAMINER

This matter came on for hearing before the New Mexico Oil Conservation Division, Scott Dawson, Chief Examiner, and David K. Brooks, Legal Examiner, on Thursday, October 26, 2017, 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 THE APPLICANT XTO ENERGY, INC.:

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25	(2:35 p.m.)	

1 EXAMINER DAWSON: It's 2:35. We'll go back
2 on the record. And at this time, we are going to call
3 Case Numbers 15836, 15837, 15838, 15839, 15840, 15841,
4 15842 and 15843. These are all consolidated, and they
5 are all amended applications of XTO Energy, Incorporated
6 for nonstandard spacing and proration units and
7 compulsory pooling, Eddy County, New Mexico.

8 Call for appearances, please.

9 MR. FELDEWERT: May it please the Examiner,
10 Michael Feldewert, with the Santa Fe office of Holland &
11 Hart, appearing on behalf of the Applicant, XTO Energy,
12 Inc.

13 EXAMINER DAWSON: Okay.

14 MR. BRUCE: Mr. Examiner, Jim Bruce of
15 Santa Fe representing Devon Energy Production Company,
16 LP.

17 EXAMINER DAWSON: Okay. And I'm presuming
18 that all witnesses in these separate cases have been
19 sworn in? Are there any new witnesses?

20 MR. FELDEWERT: No, sir. In fact, I'm
21 going to have two witnesses that I'm going to call to
22 the stand today who have already been sworn in.

23 EXAMINER DAWSON: Okay.

24 MR. FELDEWERT: And before I forget about
25 it, I would like permission to incorporate into the

1 record testimony from Nathan Franka that was offered in
2 consolidated Cases 15836 -- was offered in consolidated
3 Cases 15832, 15833, 15834 and 15835.

4 EXAMINER DAWSON: Okay.

5 MR. BRUCE: And I have no objection to
6 that, Mr. Examiner.

7 And I already made the request that
8 Mr. Hammond's testimony, from Devon, be incorporated
9 into the record, so we won't be presenting him.

10 EXAMINER DAWSON: Any objection?

11 MR. FELDEWERT: No, sir.

12 EXAMINER DAWSON: Okay. You may call your
13 first witness, Mr. Feldewert.

14 MR. FELDEWERT: Thank you.

15 RODNEY BLACK,
16 after having been previously sworn under oath, was
17 questioned and testified as follows:

18 DIRECT EXAMINATION

19 BY MR. FELDEWERT:

20 **Q. Would you please state your name, identify by**
21 **whom you're employed and in what capacity?**

22 A. Rodney Black. I'm employed by XTO Energy, Inc.
23 as the regional land manager for the Delaware Basin.

24 **Q. And, Mr. Black, have you previously testified**
25 **before this Division today as an expert in petroleum**

1 land matters?

2 A. Yes, I did.

3 Q. Are you familiar with the applications that
4 have been filed in these consolidated cases?

5 A. Yes, I am.

6 Q. And are you familiar with the status of the
7 lands in the subject area?

8 A. Yes, I am.

9 MR. FELDEWERT: I would tender Mr. Black
10 once again as an expert witness in petroleum land
11 matters.

12 MR. BRUCE: No objection.

13 EXAMINER DAWSON: Mr. Black will be
14 admitted as an expert witness in petroleum land matters.

15 Q. (BY MR. FELDEWERT) Mr. Black, would you turn to
16 what's been marked as XTO Exhibit Number 1?

17 A. Yes.

18 Q. Would you -- first off, is this acreage that's
19 subject to this application?

20 A. Yes, it is.

21 Q. Sections 24, 25 and 36?

22 A. That is correct.

23 Q. And does this depict the company's development
24 plan for the Bone Spring Formation in these three
25 sections?

1 A. Yes, it does.

2 Q. And it shows, does it not, a series of drilling
3 islands running along the center of Section 25?

4 A. Yes, drilling locations.

5 Q. Thank you. Drilling locations.

6 And from these drilling locations, does the
7 company intend to drill Bone Spring wells both to the
8 north into Section 24 and then into the south into
9 Section 36?

10 A. Yes, we do.

11 Q. How many Bone Spring spacing units, therefore,
12 does the company seek to create under this application
13 for these one-and-a-half-mile wells?

14 A. We seek to create eight 240-acre proration
15 units.

16 Q. Okay. And is the only entity currently that
17 needs to be pooled in this acreage Devon?

18 A. That is correct, Devon Energy Corporation.

19 Q. And who are the other two working interest
20 owners in these three sections of land?

21 A. Various XTO entities and Chevron.

22 Q. And Chevron has agreed to participate in this
23 development plan?

24 A. They have proposals before them subject to an
25 operating agreement.

1 Q. All right. And how many wells will be
2 dedicated to each of the eight Bone Spring spacing
3 units?

4 A. Three wells, two in the 2nd Bone Spring and one
5 in the 3rd Bone Spring.

6 Q. And will these wells be sequentially drilled
7 and batch completed?

8 A. Yes, they will.

9 Q. If I then turn to what's been marked as XTO
10 Exhibit Number 2, does Exhibits 2A through 2H contain,
11 for each spacing unit, the C-102s for the three wells
12 that are to be indicated to each spacing unit?

13 A. Yes, they do.

14 Q. And I won't go through them all, but, for
15 example, does Exhibit 2A contain the C-102s for the
16 Remuda North wells that will be dedicated to what I'll
17 call the west half-west half mile-and-a-half spacing
18 units?

19 A. Yes, they do.

20 Q. And then on down the line, you have then
21 continuing. You have three wells for each of the
22 remaining spacing units?

23 A. That is correct.

24 Q. And in each circumstance, does the C-102
25 provide the Examiner with the API numbers for the three

1 wells to be indicated to each spacing unit?

2 A. Yes, it does. Yes, they do.

3 Q. And do they all likewise identify for the
4 Examiner the Delaware; Bone Spring Pool that these wells
5 have been placed into?

6 A. Yes.

7 Q. As well as the pool code?

8 A. They do.

9 Q. And was it the Division's district office that
10 placed these wells into the pool that's noted on these
11 C-102s?

12 A. That is my understanding.

13 Q. Will the completed interval for each of these
14 proposed wells comply with the statewide 330-foot
15 setback requirements?

16 A. Yes, they will.

17 Q. And for the record, is this all state acreage?

18 A. Yes.

19 Q. Is it a single state lease?

20 A. It is.

21 Q. And is that single state lease currently being
22 held by production?

23 A. Yes, it is.

24 Q. If I turn to what's been marked as XTO Exhibit
25 Number 3, does this accurately depict the ownership for

1 the three working interest owners in each of the eight
2 proposed 240-acre spacing units?

3 A. Yes, it does.

4 Q. You mentioned that you're going to be drilling
5 three wells.

6 A. That's correct.

7 Q. Two in the 2nd Bone Spring at various depths?

8 A. Yes.

9 Q. And then one in the 3rd Bone Spring Sand?

10 A. That's correct.

11 Q. Okay. If I turn to what's been marked as XTO
12 Exhibit Number 4, is this an example of the
13 well-proposal letters that were sent out for each of the
14 spacing units for the -- I'll call it the shallower 2nd
15 Bone Spring well?

16 A. Yes, it is.

17 Q. And does Exhibit Number 5 contain an example of
18 the well-proposal letter that was sent out to each of
19 the working interest owners for the deeper 2nd Bone
20 Spring well?

21 A. Yes.

22 Q. And then does XTO Exhibit Number 6 contain the
23 well proposal that was sent out for the 3rd Bone Spring
24 well?

25 A. Actually, Exhibit 6 is the 2nd Bone Spring, and

1 Exhibit -- no. That's correct. Yes.

2 Q. Is that correct?

3 A. Yes.

4 Q. All right. And when these were sent out, did
5 each of these well-proposal letters contain an AFE?

6 A. Yes, they did.

7 Q. And are the costs that are reflected on the AFE
8 consistent with what the company has incurred for
9 drilling similar horizontal wells?

10 A. Yes.

11 Q. Upon submitting these various well-proposal
12 letters to Devon, what efforts were undertaken to reach
13 an agreement -- voluntary agreement with Devon?

14 A. Follow-up conversations via phone and email
15 with XTO and Devon staff.

16 Q. And are the parties still in discussions about
17 a joint operating agreement that would eliminate the
18 need for pooling orders?

19 A. Yes, we are.

20 Q. And in the event that a joint operating
21 agreement is reached, will the company alert the
22 Division about the -- about that and select -- because
23 Devon would be the only party you seek to pool, correct?

24 A. That is correct. Yes. We will notify the
25 Division promptly.

1 Q. If I look at these well-proposal letters, do
2 they identify for the Examiner the overhead and the
3 administrative costs that you anticipate being incurred
4 while drilling and also for producing?

5 A. Yes, they do.

6 Q. And what are your figures?

7 A. \$7,500 for drilling and \$750 for a producing
8 well.

9 Q. And those are contained in the last sentence of
10 the second paragraph of each of the well-proposal
11 letters?

12 A. Yes, they are.

13 Q. In preparation for this hearing, did the
14 company identify the operators and the leased mineral
15 interests in the 40-acre tracts surrounding each of the
16 proposed nonstandard Bone Spring spacing units?

17 A. Yes, we did.

18 Q. And did the company include the known operators
19 and leased mineral interest owners in the notice of this
20 hearing?

21 A. Yes, we did.

22 Q. And if I turn to what's been marked as XTO
23 Exhibit Number 7, is this an affidavit prepared by my
24 office with attached letters providing notice of this
25 hearing to the affected parties?

1 A. Yes, it is.

2 MR. FELDEWERT: And, again, Mr. Examiner,
3 you'll see duplication of the letters. I believe it
4 will be eight pooled party letters and eight affected
5 parties letters because we consolidated all of them into
6 this one exhibit.

7 EXAMINER DAWSON: Okay.

8 **Q. (BY MR. FELDEWERT) And, Mr. Black, was the**
9 **exhibit list the same for all of these Bone Spring**
10 **spacing units?**

11 A. Yes, they were.

12 **Q. Were Exhibits 1 through 6 prepared by you or**
13 **compiled under your direction and supervision?**

14 A. They were.

15 MR. FELDEWERT: Mr. Examiner, I would move
16 the admission into evidence XTO Exhibits 1 through 7,
17 which includes my Notice of Affidavit.

18 MR. BRUCE: No objection.

19 EXAMINER DAWSON: Okay. At this time
20 Exhibits 1 through 7 and the Notice of Affidavit will be
21 admitted to the record.

22 (XTO Energy, Inc. Exhibit Numbers 1 through
23 7 are offered and admitted into evidence.)

24 MR. FELDEWERT: That concludes my
25 examination of this witness.

1 EXAMINER DAWSON: Mr. Bruce?

2 CROSS-EXAMINATION

3 BY MR. BRUCE:

4 Q. Just one question. Looking at your Exhibit 1,
5 the well in the southwest quarter -- the gas well in the
6 southwest quarter of Section 24, is that the well that
7 holds this well in effect?

8 A. Yes. That is a producing well.

9 Q. Okay. Thank you.

10 EXAMINER DAWSON: Mr. Brooks, do you have
11 any questions?

12 CROSS-EXAMINATION

13 BY EXAMINER BROOKS:

14 Q. Well, I'm going through these plats. I get to
15 the one that is -- well, no. They're all marked as
16 Exhibit C, collectively. I'm looking at the one -- at
17 the moment, the one with the 706H. And it looks like
18 the take points are shown to be 1,656 from the west line
19 of the section -- or from the west line -- line of the
20 unit, not of the section. That would be the half
21 section, right?

22 A. I'm sorry. Is that Exhibit H -- 2H or --

23 Q. Well, it's not marked on -- it's the C-102 for
24 the -- for the Remuda North 25 #706H. And I think it's
25 one page of Exhibit C, and it looks like it's the

1 next-to-the-last page.

2 A. Okay. Yes, sir. I see that now.

3 Q. Okay. It shows 1,665 feet from the half
4 section line to the wellbore -- to what I assume to be
5 the first and last take points. The first take point
6 is -- well, the last take point is also, I think,
7 marked, although the L is kind of rubbed out on my copy.
8 Is that 1655?

9 EXAMINER DAWSON: 56.

10 Q. (BY EXAMINER BROOKS) 1656 or 1655. 1655 to the
11 first take point and 1656 to the last take point would
12 be 19- -- 1986 to the quarter-quarter -- to the quarter
13 section north-south line and -- no. 1980 is not -- is
14 not the quarter-section boundary. That would be 23- --
15 2320, right?

16 MR. FELDEWERT: Mr. Examiner, I believe --
17 and I'm looking on my cheat sheet here. 1656 would put
18 it 330 off of the east line of that -- more than 330 off
19 of the east line of that spacing unit.

20 EXAMINER BROOKS: Well, I'm looking at the
21 west line and -- oh, the well -- yeah. The well is
22 controlled by the east line, and it's 1,320. So yeah,
23 that would be --

24 MR. FELDEWERT: It should be standard.

25 EXAMINER BROOKS: That's right. I'm

1 getting confused here. I'm trying to read these
2 diagrams to see where the spacing unit -- spacing -- and
3 that's the same thing that's true on the Remuda Number
4 96H.

5 Thank you. I'm sorry. My mistake.

6 I have no further questions.

7 CROSS-EXAMINATION

8 BY EXAMINER DAWSON:

9 Q. So this is all a single state lease?

10 A. Yes, sir.

11 Q. I'm presuming this is like an old B lease -- a
12 really old B lease, right?

13 A. It is. It's in excess of 25 years old.

14 Q. Okay. So it's one of the initial leases the
15 State Land Office -- an early lease?

16 A. It is an early lease. I'm not exactly familiar
17 with the form. I've read it, but I couldn't tell you
18 exactly which form number it would be.

19 Q. Okay. Because I know that they used to -- some
20 of those real old leases were very huge. So they really
21 don't do that anymore.

22 A. Yeah.

23 Q. Okay. That's all the questions I have. Thank
24 you.

25 MR. FELDEWERT: Call our next witness.

1 EXAMINER DAWSON: Yes.

2 BRIAN HENTHORN,

3 after having been previously sworn under oath, was
4 questioned and testified as follows:

5 DIRECT EXAMINATION

6 BY MR. FELDEWERT:

7 Q. Please state your name, identify by whom you're
8 employed and in what capacity.

9 A. Brian Henthorn, XTO Energy, regional geologist.

10 Q. And, Mr. Henthorn, you have previously
11 testified before this Division here today and were
12 qualified as an expert in petroleum geology; is that
13 correct?

14 A. I have. Yes, sir.

15 Q. Are you familiar with the applications that
16 have been filed in these consolidated cases?

17 A. I am.

18 Q. And have you conducted a geologic study of the
19 formation that is the subject of these consolidated
20 applications?

21 A. I have.

22 MR. FELDEWERT: Once again, I'd tender
23 Mr. Henthorn as an expert witness in petroleum geology.

24 MR. BRUCE: No objection.

25 EXAMINER DAWSON: Mr. Henthorn will be

1 accepted as an expert in petroleum geology at this time.

2 Q. (BY MR. FELDEWERT) Mr. Henthorn, just for the
3 record again, if I look at XTO Exhibit Number 1, this
4 depicts the number of wells that are planned to be
5 completed in the Bone Spring Formation in these three
6 sections of land, correct?

7 A. Correct.

8 Q. And isn't it true that there are certain well
9 depictions on here that represent two wells because of
10 the vertical nature of where they are completed?

11 A. Yes.

12 Q. And in the circumstance where they're completed
13 vertically, are they going to be directly over top of
14 each other, or how is that sequenced?

15 A. The wells that are directly over top of each
16 other are separated by a large vertical separation.

17 Q. Are they also going to be in a sawtooth pattern
18 or --

19 A. Yes. The 2nd Bone Spring wells are going to
20 be, upper, lower, in a sawtooth pattern, and the 3rd
21 Bone Spring also. There are four of them.

22 Q. Okay. In your opinion, is the Bone Spring
23 Formation targeted by these wells continuous across
24 three sections of land?

25 A. Yes.

1 Q. And have you prepared a structure map and a
2 cross section of this targeted interval for the
3 Examiner?

4 A. I have.

5 Q. If I turn to what's been marked as XTO Exhibit
6 Number 8, is this a structure map that you created?

7 A. Yes.

8 Q. And what do you show here in the structure map?

9 A. This is a structure contour on the top of the
10 3rd Bone Spring Sandstone. Also depicted on this map
11 are offset Bone Spring horizontals and our development
12 plan. The contour interval is a 40-foot contour
13 interval, and the dip of the Bone Spring here is gently
14 down to the east.

15 Q. And, again, just for the record, the number of
16 wells sticks on here don't necessarily correspond to the
17 number of wells because --

18 A. Correct.

19 Q. -- you have some over the top of each other?

20 A. Right.

21 Q. Again, this is hung on the 3rd Bone Spring
22 Sand. Is there any difference when you looked at the
23 2nd Bone Spring Sand?

24 A. The structure is very similar.

25 Q. Okay. And in both of these intervals within

1 the Bone Spring Formation, do you see any faulting or
2 pinchouts or other geologic impediments to development
3 of this area using mile-and-a-half horizontal wells?

4 A. No.

5 Q. Now, this reflects that you utilized and
6 created a cross section for using wells that are
7 depicted on here A to A prime?

8 A. That's correct.

9 Q. Why did you -- are these wells, in your
10 opinion, representative of the area?

11 A. They are.

12 Q. And why did you pick these particular wells?

13 A. They're deep wells that have open-hole log
14 suites over all the objectives.

15 Q. So now if I then turn to what's been marked as
16 XTO Exhibit Number 9, is this the cross section that
17 corresponds with the A to A prime shown on the previous
18 exhibit?

19 A. It is, yes.

20 Q. And beginning at the top, would you walk us
21 through what you show on here?

22 A. Yeah. So this is a two-well cross section from
23 the Remuda Basin 24 State 1 down to the Tommy's Boy
24 Federal #1. It's stratigraphically hung on the 3rd Bone
25 Spring Sand indicated by the blue line. The interval on

1 the cross section is the 2nd Bone Spring down to --
2 through the 3rd Bone Spring, and you'll see the top of
3 the Wolfcamp at the bottom there. The target intervals
4 I've indicated by the red arrows.

5 We plan four Upper 2nd Bone Spring wells
6 per section and four Lower 2nd Bone Spring wells per
7 section -- and those, again, will be in a sawtooth
8 pattern -- and four wells in the 3rd Bone Spring.

9 Q. Now, you list the well numbers on here,
10 correct?

11 A. That's correct. Yes.

12 Q. For each of those numbers, you're going to have
13 a Remuda North well and also a Remuda South well?

14 A. Correct.

15 Q. In your opinion, is this an area that can be
16 efficiently and economically developed by horizontal
17 wells?

18 A. Yes.

19 Q. And in your opinion, will the acreage that is
20 being combined for the nonstandard spacing and proration
21 units contribute, more or less, equally to the
22 production from the wellbore?

23 A. Yes.

24 Q. And finally, in your opinion, will the granting
25 of this application be in the best interest of

1 conservation, the prevention of waste and the protection
2 of correlative rights?

3 A. It will, yes.

4 Q. Let me ask you this, Mr. Henthorn: Were
5 Exhibits 8 and 9 prepared by you or compiled under your
6 direction and supervision?

7 A. They were.

8 MR. FELDEWERT: Mr. Examiner, I would move
9 the admission into evidence of XTO Exhibits 8 and 9.

10 MR. BRUCE: No objection.

11 MR. FELDEWERT: And that concludes my
12 examination in this case.

13 EXAMINER DAWSON: Okay. At this point
14 Exhibits 8 and 9 will be admitted to the record.

15 (XTO Energy, Inc. Exhibit Numbers 8 and 9
16 are offered and admitted into evidence.)

17 EXAMINER DAWSON: Mr. Bruce, do you have
18 questions?

19 MR. BRUCE: Just a couple.

20 CROSS-EXAMINATION

21 BY MR. BRUCE:

22 Q. How close are the 2nd Bone Spring and 3rd Bone
23 Spring in this area?

24 A. If you look at Exhibit 9, the nearest 2nd Bone
25 Spring horizontal is in Section 26 to the west, and the

1 nearest 3rd Bone Spring horizontal is in Section 30 to
2 the east -- to the east.

3 Q. Thank you. That's all I have.

4 One more question. Is there any preferred
5 orientation in the Bone Spring?

6 A. In this area -- in reference to stand-up versus
7 lay-down?

8 Q. Yeah.

9 A. They perform equally here.

10 Q. Okay. Thank you.

11 EXAMINER DAWSON: Mr. Brooks, do you have
12 any questions?

13 EXAMINER BROOKS: No questions.

14 CROSS-EXAMINATION

15 BY EXAMINER DAWSON:

16 Q. I just have a couple of questions,
17 Mr. Henthorn.

18 A. Yes, sir.

19 Q. On Exhibit 8 --

20 A. Oh, yeah. Yes, sir.

21 Q. -- on your cross section, A, A prime --

22 A. Yes, sir.

23 Q. -- and then going to Exhibit 9, the Remuda
24 Basin 24 State #1 well --

25 A. Yes.

1 Q. -- is that a producing well?

2 A. Yes, it is.

3 Q. What zone is it producing from?

4 A. From the Wolfcamp Formation.

5 Q. Wolfcamp?

6 A. Yes. It's a Lower Wolfcamp gas well.

7 Q. Okay. Okay. That's all the questions I have.

8 Thank you very much.

9 A. Thank you.

10 MR. FELDEWERT: Mr. Examiner, with the
11 adoption of the additional testimony that we referenced
12 earlier, that concludes our presentation in this case.

13 EXAMINER DAWSON: Okay.

14 MR. BRUCE: I have nothing.

15 EXAMINER DAWSON: Okay. So at this time
16 Cases 15836, 15837, 15838, 15839, 15840, 15841, 15842
17 and 43, consolidated cases, will be taken under
18 advisement.

19 And that concludes today's hearings.

20 MR. FELDEWERT: Thank you.

21 EXAMINER DAWSON: Thank you very much.

22 Have a great day, guys. Good luck with your big
23 project.

24 (Case Numbers 15836, 15837, 15838, 15839,
25 15840, 15841, 15842 and 15843 conclude,

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3:00 p.m.)

1 STATE OF NEW MEXICO
2 COUNTY OF BERNALILLO

3

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.

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MARY C. HANKINS, CCR, RPR
Certified Court Reporter
New Mexico CCR No. 20
Date of CCR Expiration: 12/31/2017
Paul Baca Professional Court Reporters