BEFORE THE OIL CONSERVATION DIVISION EXAMINER HEARING JANUARY 24, 2019

CASE No. 20123

BRAD LUMMIS FED COM #11H

LEA COUNTY, NEW MEXICO



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

APPLICATION OF MATADOR PRODUCTION COMPANY FOR COMPULSORY POOLING, LEA COUNTY, NEW MEXICO.

CASE NO. 20123

AFFIDAVIT OF CHRIS CARLETON

Chris Carleton, of lawful age and being first duly sworn, declares as follows:

- 1. My name is Chris Carleton. I am employed by MRC Energy Company, an affiliate of Matador Production Company ("Matador"), as a senior landman.
- 2. I have previously testified before the New Mexico Oil Conservation Division as an expert witness in petroleum land matters. My credentials as a petroleum landman have been accepted by the Division and made a matter of record.
- 3. I am familiar with the application filed by Matador in this matter and I am familiar with the status of the lands in the subject area.
- 4. Matador seeks to pool certain uncommitted interests in the spacing unit. None of the interest owners has indicated opposition to the hearing being presented by affidavit.
- 5. Matador seeks an order pooling all uncommitted interests in the Bone Spring formation in the 160-acre horizontal spacing unit comprised of the W/2 W/2 of Section 23, Township 24 South, Range 34 East, NMPM, Lea County, New Mexico. This horizontal spacing unit will be dedicated to the proposed **Brad Lummis Fed Com #111H Well**, which will be horizontally drilled from a surface location in the NW/4 NW/4 (Unit D) to bottom hole location in the SW/4 SW/4 (Unit M) of Section 23. The completed interval for this well will remain within the standard offset required by the statewide rules for horizontal oil wells.

BEFORE THE OIL CONSERVATION DIVISION

- 6. **Matador Exhibit No. 1A** contains a Midland Map showing the proposed spacing unit. This map confirms that the spacing unit is comprised of federal and fee lands.
- 7. **Matador Exhibit No. 1B** contains a Form C-102 for the proposed well. This well will be within the Red Hills; Bone Spring, North Pool (Pool Code 96434).
- 8. Matador Exhibit No. 1C identifies the interest ownership in the spacing unit.

 Matador is seeking to pool the interests held by two working interest owners: EOG Resources,

 Inc. and Marathon Oil Permian LLC. The second page of this exhibit shows the overriding
 royalty interest owners that Matador seeks to pool.
- 9. **Matador Exhibit No. 1D** contains a representative copy of the well proposal letter along with an AFE that was provided to the working interest owners that Matador seeks to pool. I have been in contact with each of the owners that we seek to pool and attempted to reach an agreement with them. Both working interest owners are locatable.
- 10. The costs reflected in the AFE are consistent with what other operators have incurred for drilling similar horizontal wells in the area in the Bone Spring formation.
- 11. No ownership depth severances exist within the proposed spacing unit, and there are no unleased mineral interests in the subject acreage.
- 12. Matador has estimated the overhead and administrative costs for drilling and producing the proposed wells at \$7,000 per month while drilling and \$700 per month while producing. These costs are consistent with what other operators are charging in this area for similar wells.

13. Matador Exhibit Nos. 1A through 1D were either prepared by me or compiled under my direction and supervision.

FURTHER AFFIANT SAYETH NOT

Chris Carleton

STATE OF TEXAS

COUNTY OF DAMAS

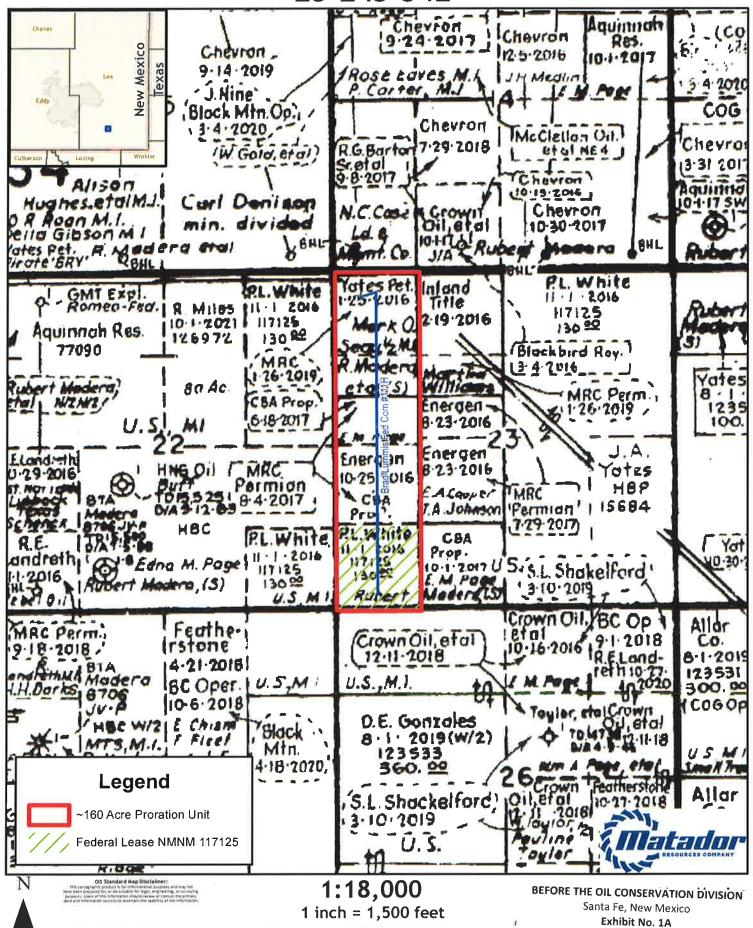
SUBSCRIBED and SWORN to before me this 23rd day of January 2019 by

Chris Carleton.

My Commission Expires:

8-24-2021

JAIME GRAINGER
Notary Public, State of Texas
Comm. Expires 08-24-2021
Notary ID 131259323



Feet

6,000

750

1,500

3,000

4,500

Submitted by: MATADOR PRODUCTION CO

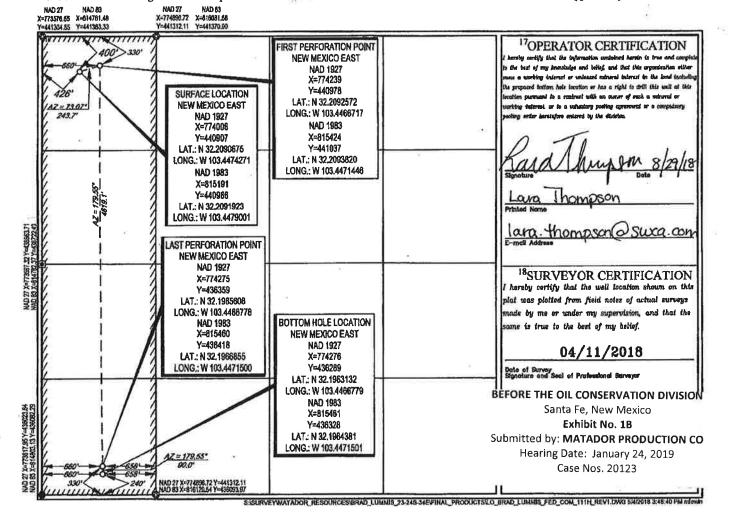
Hearing Date: January 24, 2019 Case Nos. 20123

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

AMENDED REPORT

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20-029	'API Numbe 5- 4-65		9	6434		RED HILL	19: BON		s, var
3249				BRA	Property Na			6We	Number 111H
2289			м	ATADOR	*Operator Na PRODUCT		Y		levation 493'
					10 Surface Loc	ation			5)
UL or lat ea. D	Section 23	Township 24-S	Range 34-E	Lot Ida	Feet from the	North/South line NORTH	Veet from the 426'	East/West line WEST	LEA
******			11B	ottom Hole	Location If Di	fferent From Surf	ace		
UL or lot no.	Section 23	Township 24-S	Range 34-E	Let Idn	Feet from the 240'	North/South line SOUTH	Feet from the	East/West line WEST	County
Dedicated Acres 160	Joint or	Infill 14Co	mrelidation Code	¹⁵ Order	No.				

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.



Summary of Interests

MRC Permian Company:		57.55%
Voluntary Joinder:		4.95%
Compulsory Pool:		37.5%
Interest Owner:	Description:	Interest:
EOG Resources, Inc.	Working Interest	25%
Marathon Oil Permian LLC	Working Interest	12.5%



Overriding Royalty Interest Owners

- Southwest Petroleum Land Services, LLC
- Rachel E. White
- Philip L. White



MRC Permian Company

One Lincoln Centre • 5400 LBJ Freeway • Suite 1500 • Dallas, Texas 75240 Voice 972.371.5430 • Fax 214.866.4930 ccarleton@matadorresources.com

Chris Carleton Senior Landman

July 5, 2018

VIA CERTIFIED RETURN RECEIPT MAIL

Marathon Oil Permain LLC PO Box 732309 Dallas, TX 75373-2309

Da.

Matador Production Company – Brad Lummis Fed Com #111H (the "Well")

Participation Proposal

Section 23, Township 24 South, Range 34 East

Lea County, New Mexico

Dear Sir/Madam:

MRC Permian Company ("MRC") proposes the drilling of Matador Production Company's Brad Lummis Fed Com #111H well, located in Section 23, Township 24 South, Range 34 East, Lea County, New Mexico, to the Bone Spring formation. This proposal is made pursuant to and in accordance with Article VI.B of that certain Operating Agreement dated January 30, 2018.

MRC requests that you indicate your election to participate in the drilling and completion of the Well in the space provided below, sign and return one (1) copy of this letter to the undersigned.

In connection with the above, please note the following:

- The estimated cost of drilling, testing, completing, and equipping the Well is \$7,879,692 as itemized on the enclosed Authority for Expenditure ("AFE") dated June 7, 2018.
- The proposed surface location of the Well is approximately 400' FNL and 426' FWL of Section 23, Township 24 South, Range 34 East, Lea County, New Mexico. The proposed bottom hole location of the subject well is approximately 240' FSL and 660' FWL of Section 23, Township 24 South, Range 34 East, Lea County, New Mexico.
- The Well will have a targeted interval within the Bone Spring formation. We plan to drill the Well horizontally in the Bone Spring (~10,337° TVD) to a Total Measured Depth of approximately 15,100° resulting in a productive lateral of approximately 4,500°.

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico
Exhibit No. 1D
Submitted by: MATADOR PRODUCTION CO

Hearing Date: January 24, 2019 Case Nos. 20123 MRC reserves the right to modify the locations and drilling plans described above in order to address topography, cultural or environmental concerns, among other reasons. MRC will advise you of any such modifications.

Marathon Oil Permain LLC will own an approximate 0.12500000 working interest in the Well, subject to title verification.

If your election is to participate in the drilling and completion of the Well, please sign and return a copy of the enclosed AFE within thirty (30) days of receipt of this notice. Please be aware that the enclosed AFE is only an estimate of costs to be incurred and by electing to participate in the Well, each working interest owner shall be responsible for its proportionate share of all costs incurred.

Thank you for your consideration of this proposal. Please contact me if you have any questions.

Sincerely.

Enclosure(s)

Please elect one of the following and return to sender.

Marathon Oil Permain LLC hereby elects to participate for its proportionate share of the costs detailed in the enclosed AFE associated with the Matador Production Company's Brad Lummis Fed Com #111H well, located in Lea County, New Mexico.

Marathon Oil Permain LLC hereby elects not to participate for its proportionate share of the costs detailed in the enclosed AFE associated with the Matador Production Company's Brad Lummis Fed Com #111H well, located in Lea County, New Mexico.

Marathon Oil Permain LLC is interested in selling our interest in this unit, please contact us to discuss.

Marathon Oil Permain LLC

By:

Title:

Date:

MATADOR PRODUCTION COMPANY

ONE LINCOLN CENTRE • 5400 LBJ FREEWAY • SUITE 1500 • DALLAS, 7EXAS 75240 Phone (972) 371-5200 • Fax (972) 371-5201

		ESTIMATE OF COSTS AND	AUTHORIZATION FOR E	EXPENDITURE		
DATE:	June 7, 2018			AFE NO.:		500000 293 01 001
WELL NAME:	Brad Lummis Fed Com	#111H		FIELD:		
LOCATION:	Section 23-24S-34E			MD/TVD:		151001/103371
COUNTY/STATE:	Lea, NM			LATERAL LENGTH:		about 4500
MRC WI:						
GEOLOGIC TARGET:	1st Bone Spring Sand					
REMARKS:	Drill and complete a ho	rizontal 1st Bone Spring Sa	and well with 22 stages			
		DRILLING	COMPLETION	PRODUCTION	FACILITY	TOTAL
INTANGIBLE	F COSTS	COSTS	COSTS	COSTS	COSTS	COSTS
Land / Legal / Regulatory		141,700	\$	\$	3	5 141 700
Location, Surveys & Dam	ages	205,500	13,000	4,000	50,000	272.500
Oriting Cementing & Float Equip		695,000 196,000				665,060 198,000
Logging / Formation Eval			6,000			6,000
Mud Logging		18,200			- 4	18,200 38,475
Mud Circulation System Mud & Chemicals		36.475 96.000	20,000			116,000
Mud / Wastewater Dispos	al	140,000			- 2	140,000
Freight / Transportation	70	15,000	16,500	2000	26.000	31,500 184,000
Rig Supervision / Enginee Orill Bits	enog	76,500 109,200	64,300	7,200	26,000	109 200
Fuel & Power		83,160			- 11 A	63.160
Water		60,000	446,000			505.000
Drig & Completion Overh Plugging & Abandonmen		8,500	16,000		-	24.500
Directional Orling, Surve		182,000				182,000
Completion Unit, Swab, C	ະກນ		70,000	20,000		90,000
Perforating, Wireline, Slice High Pressure Pump True			92,000			92,000
Sumulation		:	2,134,000			2,134,000
Stimulation Flowback & C	Disp		152,000	60,000		212,000
Insurance		26,100	17,000	6,000		26,100
Rental - Surface Equipme	not	39,950	138,825	12,000	15,000	205,575
Rental - Downhole Equip		41,000	41,000		10,000	92,000
Rental - Living Quarters		42,650 110,321	27,080 119,651	5.020	2.0	70,730 234,992
Contingency	TOTAL INTANGIBLES >	2,398,756	3,450,156	115,220	111,000	6,075,132
	TOTAL INTRINSICALES	DRILLING	COMPLETION	PRODUCTION	FACILITY	TOTAL
TANGIBLE	COSTS	COSTS	COSTS	COSTS	COSTS	COSTS
Surface Casing		72,575	•	·	5	162,000
Intermediate Casing Orilling Liner		102.100				102,000
Production Casing		420 435				420,435
Production Liner				45,000		45,000
Yubing . Welihead	(50,000		20,000		45,000 70,000
Packers, Liner Hangers		1	57,800	12 000		64 800
Tanks				2012.00	90,000	90,000
Production Vessels Flow Lines	9			50,000	50,000	103 000
Rod string	9					
Artificial Lift Equipment		8		90,000		90,000
Compressor Installation Costs	i i				160,000	160,000
Surface Pumps	3			5,000		5,000
Non-controllable Surface					120,000	120,000
Non-controllable Downho Downhole Pumps	ole					
Measurement & Meter Ins	stallation			12,500	105,000	117,500
Gas Conditioning / Dehys	dration					
Interconnecting Facility F	ping				43.250	43,250
Gathering / Bulk Lines Valves, Dumps, Controlle	ers				8,000	8,000
Tank / Facility Containme					40,000	40,000
Flare Stack					35,000 24,000	35,000 24,000
Electrical / Grounding Communications / SCAD	A				14,000	14,000
Instrumentation / Safety				10,000	60,000	70,000
	TOTAL TANGIBLES >	705,010	52,800	297,500	749,250	1,804,560
	TOTAL COSTS >	3,103,766	3,502,956	412,720	860,250	7,879,692
REPARED BY MATADO	R PRODUCTION COMPAN	W:				
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Drilling Engine		Team Lead - WTX	UNM: Colt			
Completions Engine			WTE			
Production Engine	eer Ben Pelerson					
ATADOR RECOURAGE	COMPANY APPROVAL:					
ATAUUK RESUURCES	COMPANT APPROVAL:					
Executive VP, COO/C	FO	VP - Res Engine			VP - Dril	ling
	DEL		6MR			BG
Executive VP, Le	egalCA	Exec Dir - Explor	etion NUF			
Presid			IVCF			
r reasid	MyH					
evale and presidents in the	500 Open and an open and					
ON OPERATING PARTI	VER APPROVAL:					
Company Nar	me		Working Interest (%)		Tax	ID.
Company (4a)					154	
Signed	by		Date:			
т	itle:		Approval:	Yes		No (mark one)
	-		ripproval.		_	()

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

APPLICATION OF MATADOR PRODUCTION COMPANY FOR COMPULSORY POOLING, LEA COUNTY, NEW MEXICO.

CASE NO. 20123

AFFIDAVIT OF ANDREW PARKER

Andrew Parker, of lawful age and being first duly sworn, declares as follows:

- 1. My name is Andrew Parker. I am employed by MRC Energy Company, an affiliate of Matador Production Company ("Matador), as a geologist.
- 2. I have previously testified before the New Mexico Oil Conservation Division as an expert witness in petroleum geology. My credentials as a petroleum geologist have been accepted by the Division and made a matter of record.
- 3. I am familiar with the application filed by Matador in this case and I have conducted a geologic study of the Bone Spring formation underlying the subject acreage.
- 4. Matador is targeting the Bone Spring formation (First Bone Spring interval) with the proposed **Brad Lummis Fed Com No. 111H Well**.
- 5. **Matador Exhibit No. 2A** is a locator map showing the area for the proposed well in red.
- 6. **Matador Exhibit No. 2B** is a subsea structure map that I prepared for the top of the Bone Spring Lime formation. The contour interval is 50 feet and the proposed wellbore path for the well is depicted by a red line. The spacing unit is shown in yellow. The structure map shows that the area is gently dipping to the east. I do not observe any faulting, pinchouts, or

other geologic hazards to developing this targeted interval in the spacing unit with a horizontal well.

- 7. Matador Exhibit No. 2B shows three wells penetrating the Bone Spring formation that I used to construct a cross-section from A to A'. I consider these wells to be representative of the geology of the area in the target formation.
- 8. **Matador Exhibit No. 2C** is a cross section of the Bone Spring formation using the representative wells depicted on Exhibit 2B. Matador's Exhibit No. 2C shows the following logs: gamma ray, resistivity, and porosity logs, to the extent such data was available with respect to each respective well. The proposed target interval for the 111H well is labeled and depicted in orange. The cross-section demonstrates that the targeted interval extends across the proposed spacing unit.
- 9. In my opinion the north to south orientation of the proposed well in the Bone Spring formation is appropriate in order to effectively drain the targeted reservoir and be perpendicular to the maximum stress regime observed in the area.
- 10. **Matador Exhibit No. 2D** demonstrates that the path of the proposed Brad Lummis Fed Com No. 111H will comply with the Divisions standard setback requirements.
- 11. Based on my geologic study of the area, the Bone Spring formation underlying the subject area is suitable for development by horizontal wells and the acreage comprising the proposed spacing unit will contribute more-or-less equally to the production from the wellbore.
- 12. Matador's attached Exhibit Nos. 2A-2D were either prepared by me or compiled under my direction and supervision.
- 13. In my opinion, the granting of Matador's application will be in the best interest of conservation, the prevention of waste, and protection of correlative rights.

FURTHER AFFIANT SAYETH NOT.

Andrew Parker

STATE OF TEXAS

COUNTY OF DALIAS

SUBSCRIBED and SWORN to before me this 23 day of January 2019 by

Andrew Parker.

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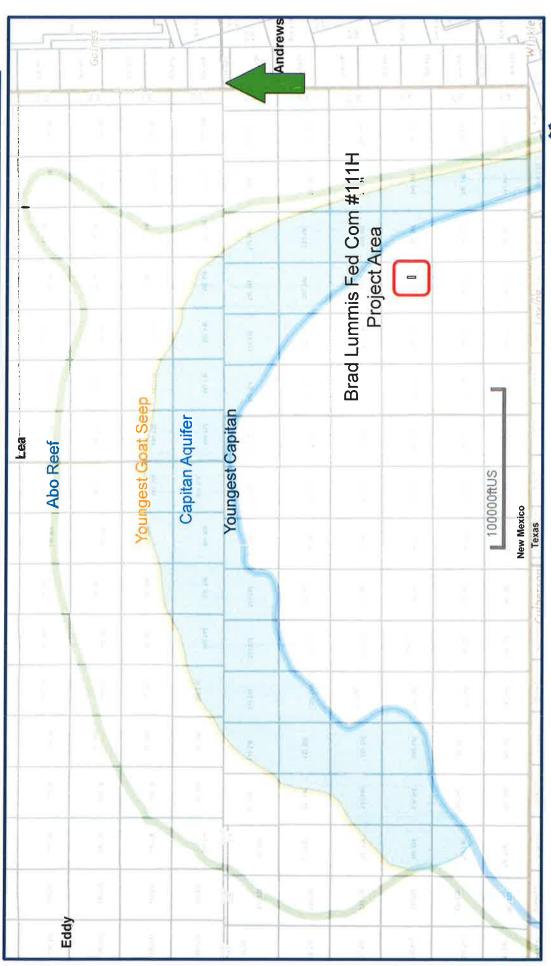
8-24-2021

My Commission Expires:

TARY PUBLIC

JAIME GRAINGER
Notary Public, State of Texas
Comm. Expires 08-24-2021
Notary ID 131259323

Red Hills; Bone Spring, North (Pool Code 96434) Locator Map





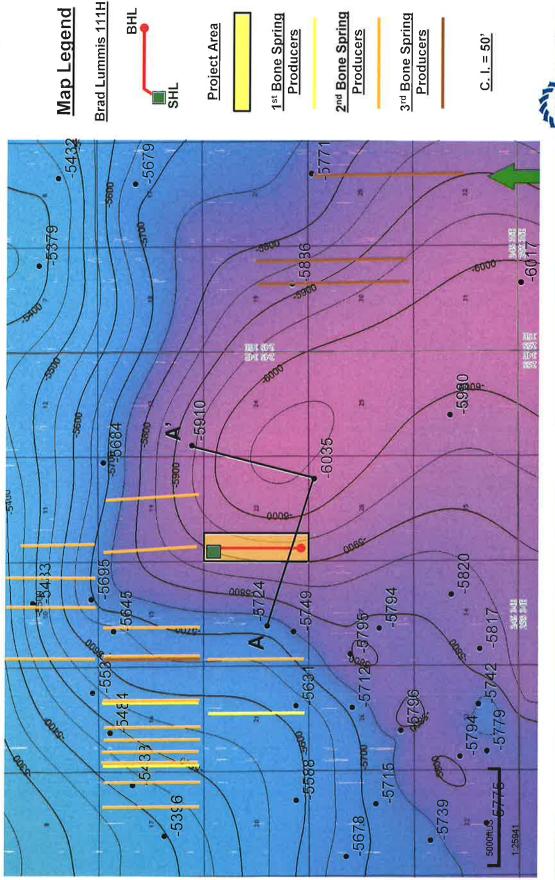
Brad Lummis Fed Com #111H

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico Exhibit No. 2A

Submitted by: MATADOR PRODUCTION CO Hearing Date: January 24, 2019 Case Nos. 20123

Red Hills; Bone Spring, North (Pool Code 96434) Structure Map (Top Bone Spring Lime Subsea)



BHL

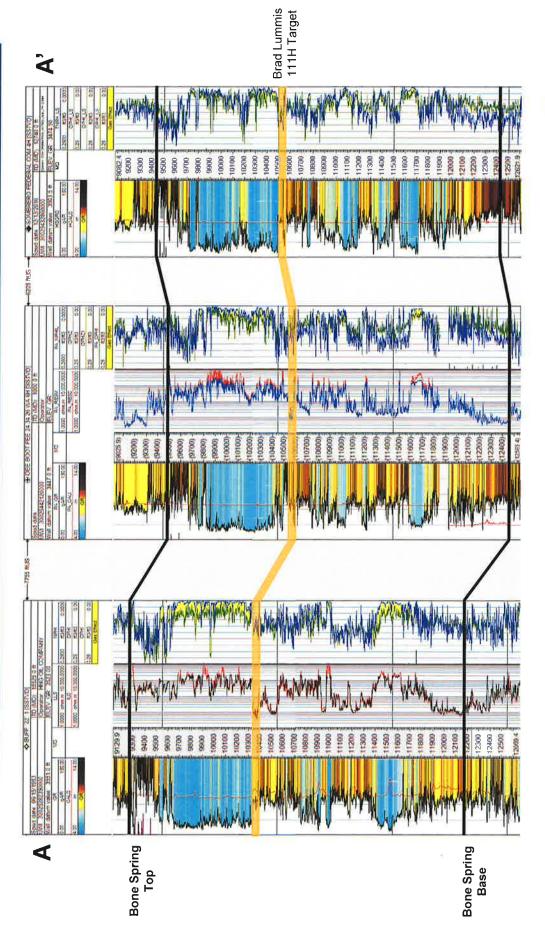
Brad Lummis Fed Com #111H

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico Exhibit No. 2B

Submitted by: MATADOR PRODUCTION CO Hearing Date: January 24, 2019

Red Hills; Bone Spring, North (Pool Code 96434) Structural Cross Section A - A'





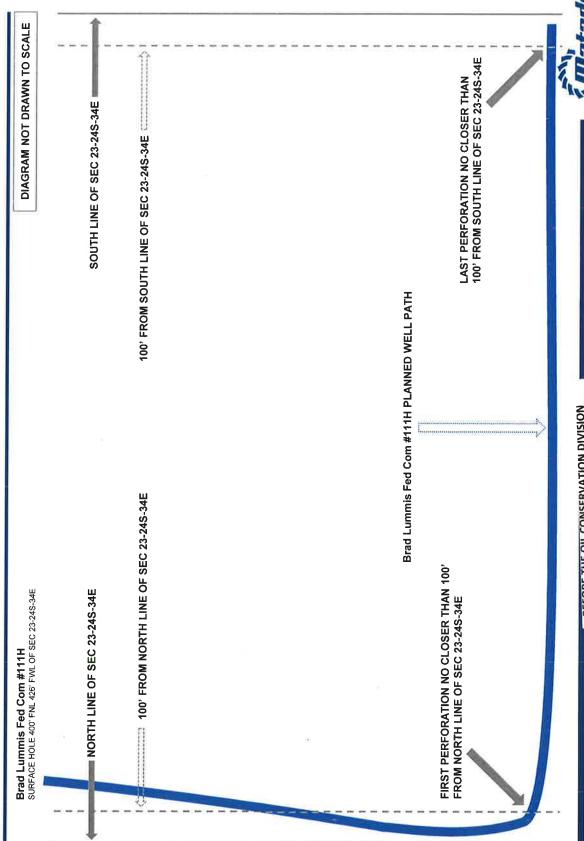
Brad Lummis Fed Com #111H

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico **Exhibit No. 2C**

Submitted by: MATADOR PRODUCTION CO Hearing Date: January 24, 2019

Red Hills; Bone Spring, North (Pool Code 96434) **Brad Lummis Fed Com #111H**



Brad Lummis Fed Com #111H

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico Exhibit No. 2D

Submitted by: MATADOR PRODUCTION CO Hearing Date: January 24, 2019

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

APPLICATION OF MATADOR PRODUCTION COMPANY FOR COMPULSORY POOLING, EDDY COUNTY, NEW MEXICO.

CASE NO. 20123

AFFIDAVIT

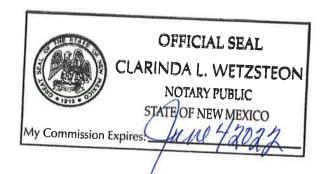
STATE OF NEW MEXICO)	
)	SS
COUNTY OF SANTA FE)	

Jordan L. Kessler, attorney in fact and authorized representative of Matador Production Company, the Applicant herein, being first duly sworn, upon oath, states that the above-referenced Applications have been provided under the notice letters and proof of receipts attached hereto.

Jordan L. Kessler

SUBSCRIBED AND SWORN to before me this 23rd Day of January 2019 by Jordan L. Kessler.

Notary Public



Santa Fe, New Mexico



Jordan L. Kessler Associate Phone (505) 988-4421 Fax (505) 983-6043 JLKessler@hollandhart.com

December 21, 2018

VIA CERTIFIED MAIL CERTIFIED RECEIPT REQUESTED

TO: ALL INTEREST OWNERS SUBJECT TO POOLING PROCEEDINGS

Re: Application of Matador Production Company for compulsory pooling, Lea

County, New Mexico.

Brad Lummis Fed Com #111H Well

Ladies & Gentlemen:

This letter is to advise you that Matador Production Company has filed the enclosed application with the New Mexico Oil Conservation Division. This application will be set for hearing before a Division Examiner at 8:15 a.m. on January 10, 2019. The hearing will be held in Porter Hall in the Oil Conservation Division's Santa Fe Offices, located at 1220 South Saint Francis Drive, Santa Fe, New Mexico 87505. You are not required to attend this hearing, but as an owner of an interest that may be affected by this application, you may appear and present testimony. Failure to appear at that time and become a party of record will preclude you from challenging the matter at a later date.

Parties appearing in cases are required by Division Rule 19.15.4.13.B to file a Pre-hearing Statement four business days in advance of a scheduled hearing. This statement must be filed at the Division's Santa Fe office at the above specified address and should include: the names of the parties and their attorneys; a concise statement of the case; the names of all witnesses the party will call to testify at the hearing; the approximate time the party will need to present its case; and identification of any procedural matters that are to be resolved prior to the hearing.

If you have any questions about this matter, please contact Chris Carleton at (972) 371-5430 or ccarleton@matadorresources.com.

Sincerely,

Jordan L. Kessler

ATTORNEY FOR MATADOR PRODUCTION

Alaska

Idaho

Colorado

COMPANY

BEFORE THE OIL CONSERVATION DIVISION

Santa Fe, New Mexico Exhibit No. 3A

Submitted by: MATADOR PRODUCTION CO

Hearing Date: January 24, 2019

Case Nos. 20123

Wyoming

T 505 988 4421 F 505 983 6043

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-	Custom Field1	MailClass	TrackingNo	ToName	DeliveryAddress	City	š	Zip
- 0	65178 - Brad Limmis Fed Com 111H - 1	2 65178 - Brad Limmis Fed Com 111H - 1 Certified with Return Receipt (Signature)	9414810898765023668241	EOG Resources Inc	5509 Champions Drive	Midland	ĭ	90262
1 ~	65178 - Brad Lummis Fed Com 111H - 2	2 65178 - Brad Lummis End Com 111H - 2 Certified with Return Receipt (Signature)	9414810898765023668258	Marathon Oil Permian LLC	5555 San Felipe St	Houston	×	27056
7	65178 Brad Limmis Fed Com 111H - 3	4 65179 Brad Limmis End Com 111H - 3 Certified with Return Receipt (Signature)	9414810898765023668265	Southwest Petroleum Land Services LLC	1901 W 4th Street	Roswell	Σ	88201
1 L	65178 - Brad Lummis Fed Com 111H - 4	5 65178 - Brad Lummis Fed Com 111H - 4 Certified with Return Receipt (Signature)	9414810898765023668272	Rachel W. White	608 14th Street NW	Albuquerqu	e NM	87125
ع ا	65178 - Brad Lummis Fed Com 111H - 5	6 65178 - Brad Lummis Fed Com 111H - 5 Certified with Return Receipt (Signature)	9414810898765023668289	Philip L. White	PO Box 25968	Albuquerque NM 87125	e NM	87125

USPS_Status 1 USPS_Status 2 12/24/2018 We attempted to deliver your package at 10:47 am on December 29, 2018 in MIDLAND, TX 79706 but could not access the delivery location. We will redeliv 3 12/24/2018 Your item was delivered at 4:22 pm on January 4, 2019 in ROSWELL, NM 88201. 5 12/24/2018 Your item was delivered at 9:51 am on December 31, 2018 in ALBUQUERQUE, NM 87101. 6 12/24/2018 Your item was delivered at 9:59 am on December 31, 2018 in ALBUQUERQUE, NM 87101.	J	
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2 12/24/2018 We attempted to deliver your package at 10:47 am on December 29, 2018 in MIDLAND, TX 79706 but could not access trie delivery local 3 12/24/2018 Your item arrived at the Post Office at 12:53 pm on January 7, 2019 in HOUSTON, TX 77057. 4 12/24/2018 Your item was delivered at 4:22 pm on January 4, 2019 in ROSWELL, NM 88201. 5 12/24/2018 Your item was delivered at 9:51 am on December 31, 2018 in ALBUQUERQUE, NM 87101. 6 12/24/2018 Your item was delivered at 9:59 am on December 31, 2018 in ALBUQUERQUE, NM 87101.	-	USPS_Status
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		6 12/24/2018 Your item was delivered at 9:59 am on December 31, 2018 in ALBUQUERQUE, NM 87101.