

**UNITED STATES OF AMERICA
BEFORE THE
DEPARTMENT OF ENERGY
OFFICE OF ELECTRICITY DELIVERY AND ENERGY RELIABILITY**

Matador Power Marketing, Inc.

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Docket No.

EA-452

**APPLICATION OF MATADOR POWER MARKETING, INC
FOR AUTHORITY TO TRANSMIT ELECTRIC ENERGY TO MEXICO**

PUBLIC VERSION

Pursuant to Section 202(e) of the Federal Power Act ("FPA"), 16 U.S.C. § 824a(e) and 10 C.F.R. § 205.300, et seq., Matador Power Marketing, Inc. ("Matador" or "Applicant") hereby submits this application for a blanket authorization to export electricity from the United States to Mexico ("Application"). Matador respectfully requests authorization to transmit electric energy from the United States to Mexico for a period of five (5) years. Matador further respectfully requests that this application be made effective no later than June 1, 2018.

I. COMMUNICATIONS

Communications and correspondence concerning this filing should be addressed to:

Ruta Kalvaitis Skučas
Pierce Atwood LLC
1875 K St., NW Suite 700
Washington, DC 20006
Tel. (202) 530-6428
Fax. (202) 223-2239
rskucas@pierceatwood.com

Diana Stoica
Matador Power Marketing, Inc.
523 Soudan Avenue
Toronto, ON M4S 1X1
Tel. (647) 499-0257
rtdesk@matadorpm.com

II. DESCRIPTION OF APPLICANT

Applicant is a Canadian company incorporated in Toronto, Ontario, Canada. Matador is owned by [REDACTED]

[REDACTED] do not have any ownership interest or involvement in any other company that is a traditional utility or that owns, operates, or controls any electric generation, transmission or distribution facilities, nor do they have any direct involvement with the energy industry other than through the ownership of Matador.

Matador will be a FERC-authorized power marketer engaging in the purchase and sale of physical and/or virtual energy in the Day-ahead and Real-time Markets of the various Independent System Operators and Regional Transmission Organizations. FERC authorized Matador to engage in wholesale sales of electric energy, capacity and ancillary services at market-based rates.¹ A copy of this order is attached as Exhibit G.

III. JURISDICTION

Matador believes that the U.S. Department of Energy (“DOE”) is the only governmental agency that has jurisdiction over this application.

IV. DESCRIPTION OF TRANSMISSION FACILITIES

Matador intends to export electricity over existing international transmission facilities between Mexico and the United States, as identified in Exhibit C. Matador requests authority to export electricity to Mexico over any international transmission facility authorized by Presidential Permit that is appropriate for open access by third parties in accordance with the assessment made by DOE of the transmission limits for operation in the export mode.

V. TECHNICAL DISCUSSION OF PROPOSAL

Section 202(e) of the Federal Power Act (“FPA”) and DOE’s regulations provide that

¹ See *Matador Power Marketing, Inc.*, Docket No. ER18-938-000 (delegated letter order issued April 24, 2018).

exports should be allowed unless the proposed export would impair the sufficiency of electric power supply within the United States or would tend to impede the coordinated use of the United States power supply network.² Matador seeks blanket authority to transmit electric power to Mexico as a power marketer. Matador has no electric power supply system on which the proposed exports could have a reliability, fuel use system or stability impact. Matador also has no obligation to serve native load usually associated with a franchised service area, and, thus, the exports proposed by Matador will not impair its ability to meet current and prospective power supply obligations.

Matador will purchase power to be exported from a variety of sources such as power marketers, independent power producers, or U.S. electric utilities and federal power marketing entities as those terms are defined in Sections 3(22) and 3(19) of the FPA. By definition, such power is surplus to the system of the generator and, therefore, the electric power that Matador will export on either a firm or interruptible basis will not impair the sufficiency of the electric power supply within the U.S.³

Matador will make all necessary commercial arrangements and will obtain any and all other regulatory approvals required in order to schedule and deliver power exports. All of the electricity exported by Matador will be transmitted pursuant to arrangements with utilities that own and operate existing transmission facilities and will be consistent with the export limitations and other terms and conditions contained in the existing Presidential Permits and electricity export authorizations associated with these transmission facilities. Matador will schedule its transactions with the appropriate balancing authority areas in compliance with the reliability

² 16 U.S.C. § 824a(e).

³ See *Enron Power Marketing, Inc.*, Order EA-102 (1996).

criteria standards and guidelines established by the North American Reliability Corporation (“NERC”) and its member Regional Entities in effect at the time of the export.

In previous orders granting export authorization to electric power marketers, DOE declined to rigidly apply the information filing requirements contained in its regulations and instead used a flexible approach which takes into consideration the unique nature of power marketers, the requirements of FERC Order No. 888 and previously authorized export limit of cross-border facilities.⁴ These same considerations demonstrate that the exports proposed by Matador will not impair or tend to impede the sufficiency of electric supplies in the U.S. or the regional coordination of electric utility planning or operations.

VI. COMPLIANCE WITH CONDITIONS AND PROCEDURES

Matador proposes to abide by the general conditions consistent with DOE’s previous grants of authorizations to power marketers as set forth in its previous orders, as described herein. From time to time, Matador will enter into agreements with third parties which involve the export of electric power from the United States into Mexico. Exports made by Matador will not exceed the export limits for the facilities, or otherwise cause a violation of the terms and conditions set forth in the export authorizations for each. With regard to specific transactions, Matador will provide written evidence to DOE that it has secured sufficient transmission service for the delivery of power to the border. When scheduling the delivery of power, Matador will comply with the applicable NERC reliability standards. For each calendar year, Matador will provide DOE with reports indicating the gross amount of electricity delivered to Mexico,

⁴ See e.g. *NorAm Energy Services, Inc.*, Order No. EA-105-CN (Aug. 16, 1996); *MidCon Power Services Corp.*, Order No. EA-114 (July 15, 1996); *USGen Power Services*, No. EA-112 (June 27, 1996); *CNG Power Services Corp.*, Order No. EA-110 (June 20, 1996); *North American Energy Conservation, Inc.*, Order No. EA-103 (May 30, 1996).

consideration received during each month, and the maximum hourly rate of transmission, as well as any additional annual reports.

VII. VERIFICATION, REQUIRED COPIES, AND FEE

Verification executed by Matador's authorized representative in accordance with 10 C.F.R. § 205.302(h) is enclosed with the Application. In accordance with the requirements of 10 C.F.R. § 205.307, and DOE's directions, five (5) copies of the Application are being provided to the Department. In accordance with the requirements of 10 C.F.R. § 205.309, a copy of this application will be provided to the Secretary of the Federal Energy Regulatory Commission.

A check in the amount of \$500.00 made payable to the Treasurer of the United States is enclosed in payment of the fee specified in 10 C.F.R. § 205.309.

VIII. REQUIRED EXHIBITS

The following information is provided pursuant to the required exhibits as set forth in DOE regulations 10 C.F.R. § 205.303:

Exhibit A	Transmission Agreements	Not Applicable
Exhibit B	Opinion of Counsel	Attached
Exhibit C	Transmission Facilities	List of international transmission facilities submitted in lieu of a map
Exhibit D	Designation of Agent	Attached
Exhibit E	Statement of Corporate Relationship	Not Applicable
Exhibit F	Operating Procedures	Not Applicable
Exhibit G	FERC Market Based Rate Authority	FERC order granting Market-Based Rate Authorization, Docket No. ER18-938, issued April 24, 2018

IX. CONCLUSION

WHEREFORE, Matador respectfully requests that DOE grant this application for blanket authorization to export power from the United States to Mexico, for a period of five (5) years, with such authorization to be effective as of June 1, 2018.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Ruta Skučas', with a long horizontal flourish extending to the right.

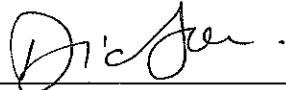
Ruta Kalvaitis Skučas, Esq.
Maeve C. Tibbetts, Esq.
Pierce Atwood LLP
1875 K St. N.W., Suite 700
Washington, D.C. 20006
Telephone: (202) 530-6428
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rskucas@pierceatwood.com

**Attorneys for Matador Power Marketing,
Inc.**

April 30, 2018

VERIFICATION

I, Diana Stoica, being authorized to execute this verification and having knowledge of the matters set forth in this Application of Matador Power Marketing, Inc. hereby verify that the contents thereof are true and correct to the best of my knowledge and belief.



Diana Stoica
Director, Matador Power Marketing, Inc.



Name of Notary Public (*printed name*)

Notary Public,

MARIO ERNESTO DELGADO

My commission expires: DOES NOT EXPIRE

MARIO ERNESTO DELGADO
Notary Public and Commissioner of Oaths
Province of Ontario
My Commission Does Not Expire

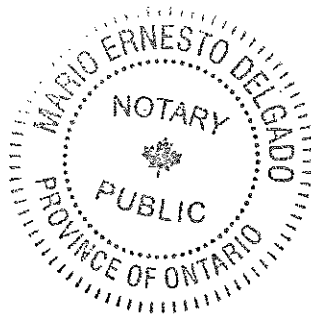


EXHIBIT A – TRANSMISSION AGREEMENTS

Matador has not entered into any transmission agreements at this time.

EXHIBIT B – OPINION OF COUNSEL

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Suite 700
Washington, D.C. 20006

202.530.6428 voice
888.847.9228 fax
rskucas@pierceatwood.com

www.pierceatwood.com

Admitted in: Maryland, DC and NY

April 30, 2018

Mr. Christopher Lawrence
Department of Energy
Office of Electricity Delivery and Energy Reliability
OE-20, Room 8G-024
1000 Independence Avenue, S.W.
Washington, DC 20585

RE: Application of Matador Power Marketing, Inc. for Authorization to Export Electricity

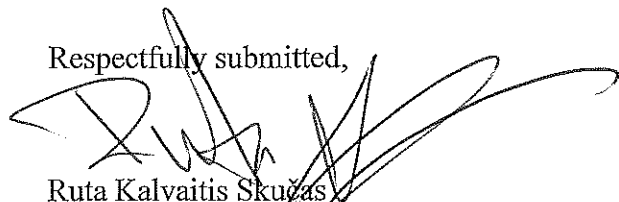
Dear Mr. Lawrence:

Pursuant to 10 C.F.R. § 205.303(b), I hereby provide a legal opinion regarding the corporate powers of Matador Power Marketing, Inc. ("Matador") to export electricity to Mexico. I have examined the Certificate of Incorporation of Matador, as well as relevant amendments thereto. Based on my review of those documents and representations provided to me by authorized representatives of Matador, it is my opinion that:

1. The import and export of electricity contemplated by this Application is within the corporate powers of Matador, and
2. To the best of my knowledge and belief, Matador has directed its officers and agents to take all necessary steps to comply with all applicable state and federal laws in connection with the actions to be taken under the Application.

I am opining here only as to the federal laws of the United States, and laws of relevant states within the United States. I express no opinion as to the laws of any other jurisdiction. I am not assuming any obligation to review or update this opinion should the law or existing facts or circumstances change. This opinion is provided by me as counsel to Matador solely to you for your exclusive use and is not to be made available or relied upon by any other person or entity without my prior written authorization.

Respectfully submitted,



Ruta Kalvaitis Skučas

Counsel for Matador Power Marketing, Inc.

EXHIBIT C – INTERNATIONAL TRANSMISSION FACILITIES

At the U.S.-Mexico Border Authorized for Use by Third Party Transmitters

Present Owner	Location	Voltage	Presidential Permit No.
AEP Texas Central Company	Brownsville, TX	138kV	PP-94
		69kV	PP-94
	Laredo, TX	138kV	PP-317
		230kV	PP-317
	Eagle Pass, TX	138kV	PP-219
Baja California Power, Inc.	Imperial Valley, CA	230kV	PP-234
Comision Federal de Electricidad	Falcon Dam, TX	138kV	None
	Redford, TX	7.2kV	PP-51
	Presidio, TX	13.8kV	PP-03
El Paso Electric Company	Diablo, NM	115kV	PP-92
	Ascarate, TX	115kV	PP-48
Generadora del Desierto – WAPA	San Luis, AZ	230kV	PP-304
San Diego Gas & Electric Company	Miguel, CA	230kV	PP-68
	Imperial Valley, CA	230kV	PP-79
Sharyland Utilities, Inc.	McAllen, TX	138kV	PP-285

EXHIBIT D – DESIGNATION OF AGENT AND POWER OF ATTORNEY

**IRREVOCABLE LIMITED
POWER OF ATTORNEY**

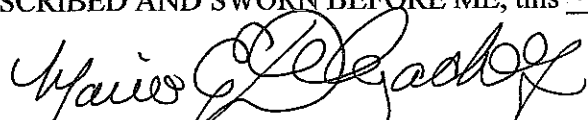
This IRREVOCABLE LIMITED POWER OF ATTORNEY is made on April 25, 2018 by Matador Power Marketing, Inc. (the "Principal"), a corporation organized and existing under the Canadian Business Corporations Act, with its headquarters at 523 Soudan Avenue, Toronto, Ontario M4S 1X1 .

1. Appointment. The Principal hereby appoints Ruta Kalvaitis Skučas of Pierce Atwood LLP, as the Principal's true and lawful agent for the limited purpose set forth below.
2. Scope of Authority. Pursuant to 10 C.F.R. § 205.303(d), Attorney Skučas shall have the limited power and authority to serve as the agent for the Principal regarding all matters related to the Principal's authorization to export electricity to Mexico as issued by the U.S. Department of Energy ("DOE"). This appointment will remain in effect for the duration of the authorization, a five-year period, and will terminate simultaneously with the expiration of the authorization granted by DOE.
3. Irrevocability. This Power of Attorney is irrevocable by the Principal.

IN WITNESS HEREOF, the Principal has caused this Power of Attorney to be duly executed on this 25th day of April, 2018.

By: 
Diana Stoica
Director
Matador Power Marketing, Inc.

SUBSCRIBED AND SWORN BEFORE ME, this 25th day of April, 2018.


Name of Notary Public (*printed name*)
Notary Public, MARIO ERNESTO DELEGADO
My commission expires: DOES NOT EXPIRE



MARIO ERNESTO DELGADO
Notary Public and Commissioner of Oaths
Province of Ontario
My Commission Does Not Expire

**EXHIBIT E – STATEMENT OF ANY CORPORATE RELATIONSHIP
OR EXISTING CONTRACT**

Not Applicable

EXHIBIT F – OPERATING PROCEDURES

Not Applicable

EXHIBIT G – FERC MARKET BASED RATE AUTHORITY

*FERC Order Granting Market-Based Rate Authorization
Docket No. ER18-938-000, issued April 24, 2018*

20180423 10:13 FERC ID (UNCLASSIFIED) 02/27/2018

FEDERAL ENERGY REGULATORY COMMISSION
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:
Matador Power Marketing, Inc.
Docket No. ER18-938-000

April 24, 2018

Pierce Atwood LLP
1875 K Street NW, Suite 700
Washington, D.C. 20006

Attention: Ruta Kalvaitis Skučas, Esq.

Reference: Market-Based Rate Authorization

Dear Ms. Skučas:

On February 28, 2018, as amended on March 20, 2018, you filed on behalf of Matador Power Marketing, Inc. (Matador) an application for market-based rate authority with an accompanying tariff. The proposed market-based rate tariff provides for the sale of energy, capacity, and ancillary services at market-based rates.¹ You request on behalf of Matador waivers commonly granted to similar market-based rate applicants. Matador's market-based rate tariff is accepted for filing, effective April 1, 2018 as requested.² Based on your representations, Matador meets the criteria for a Category 1

¹ Matador requests authorization to sell ancillary services in all of the regional transmission organization or independent system operator markets for which the Commission has approved sales of specific ancillary services. Matador also requests authorization to engage in the sale of certain ancillary services as a third-party provider in other markets.

² Matador Power Marketing, Inc., FERC FPA Electric Tariff, FERC Electric Tariff; Rate Schedule FERC No. 1,0.0.0. The next time Matador makes a market-based rate filing with the Commission, it must include a revised tariff in compliance with Order Nos. 697 and 697-A to include appropriate citations. *See Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252, at P 916 (2007), *order on reh'g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268, at P 384. *See also Niagara Mohawk Power*

seller in all regions and is so designated.³

Your filings were noticed on March 1, 2018 and March 22, 2018, with comments, protests or interventions due on or before April 10, 2018. None was filed.

Market-Based Rate Authorization

The Commission allows power sales at market-based rates if the seller and its affiliates do not have, or have adequately mitigated, horizontal and vertical market power.⁴

You represent that Matador is owned by two individuals and is a power marketer. Based on your representations, Matador satisfies the Commission's requirements for market-based rate authority regarding horizontal market power.⁵

With respect to vertical market power, you represent that Matador and its affiliates either do not own, operate, or control any transmission facilities; or own, operate, or control transmission facilities that: (a) have a Commission-approved Open Access Transmission Tariff (OATT) on file; (b) are under the operational control of a regional transmission organization or an independent system operator; (c) have received waiver of the OATT requirement under 18 C.F.R. § 35.28(d)(1); or (d) satisfy the requirements for a blanket waiver under 18 C.F.R. § 35.28(d)(2).⁶ Further, you affirmatively state that

Corporation, 121 FERC ¶ 61,275 (2007) at P 8.

³ See *Refinements to Policies and Procedures for Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 816, FERC Stats. & Regs. ¶ 31,374, at P 320 (2015). Order No. 697, FERC Stats. & Regs. ¶ 31,252 at PP 848-850.

⁴ Order No. 697, FERC Stats. & Regs. ¶ 31,252 at PP 62, 399, 408, 440.

⁵ We note that Matador is not being granted authority to make third-party sales of operating reserves to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers. If Matador seeks such authority, it must make the required showing and receive Commission authorization prior to making such sales. See *Third-Party Provision of Ancillary Services; Accounting and Financial Reporting for New Electric Storage Technologies*, Order No. 784, FERC Stats. & Regs. ¶ 31,349, at PP 200-202 (2013), *order on clarification*, Order No. 784-A, 146 FERC ¶ 61,114 (2014).

⁶ See *Open Access and Priority Rights on Interconnection Customer's Interconnection Facilities*, Order No. 807, FERC Stats. & Regs. ¶ 31,367, *order on reh'g*,

Matador and its affiliates have not erected barriers to entry and will not erect barriers to entry into the relevant market. Based on your representations, Matador satisfies the Commission's requirements for market-based rate authority regarding vertical market power.

Waivers, Authorizations, and Reporting Requirements

Matador's request for waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16 is granted. Matador's request for waiver of Part 41 and Part 141 of the Commission's regulations concerning accounting and reporting requirements is granted with the exception of 18 C.F.R. §§ 141.14 and 141.15.⁷ Matador's request for waiver of Part 101 of the Commission's regulations is hereby granted, with the exception that waiver of the provisions of Part 101 that apply to hydropower licensees is not granted with respect to licensed hydropower projects.⁸ Notwithstanding the waiver of the accounting and reporting requirements here, Matador is expected to keep its accounting records in accordance with generally accepted accounting principles.

Matador requests blanket authorization under Part 34 of the Commission's regulations for all future issuances of securities and assumptions of liability. A separate notice was published in the Federal Register establishing a period during which protests could be filed. None was filed. Matador is authorized to issue securities and assume obligations or liabilities as guarantor, indorser, surety, or otherwise in respect of any security of another person; provided that such issue or assumption is for some lawful object within the corporate purposes of Matador, compatible with the public interest, and

Order No. 807-A, 153 FERC ¶ 61,047 (2015).

⁷ See Order No. 697, FERC Stats. & Regs. ¶ 31,252 at PP 984-985.

⁸ Hydropower licensees are required to comply with the requirements of the Uniform System of Accounts pursuant to 18 CFR Part 101 to the extent necessary to carry out their responsibilities under Part I of the Federal Power Act (FPA). We further note that a licensee's status as a market-based rate seller under Part II of the FPA does not exempt it from its accounting responsibilities as a licensee under Part I of the FPA. See Order No. 816, FERC Stats. & Regs. ¶ 31,374 at PP 345-350; *Seneca Gen., LLC*, 145 FERC ¶ 61,096, at P 23, n.20 (2013) (citing *Trafalgar Power, Inc.*, 87 FERC ¶ 61,207, at 61,798 (1999) (noting that "all licensees are required to comply with the requirements of the Uniform System of Accounts to the extent necessary to carry out their responsibilities under [s]ections 4(b), 10(d) and 14 of the FPA"))).

reasonably necessary or appropriate for such purposes.⁹

Matador must file Electric Quarterly Reports (EQR) with the Commission, consistent with Order Nos. 2001¹⁰ and 768.¹¹ Matador must file EQRs electronically with the Commission consistent with the procedures set forth in Order No. 770.¹² Matador further must timely report to the Commission any change in status that would reflect a departure from the characteristics the Commission relied upon in granting market-based rate authority.¹³

This action does not constitute approval of any service, rate, charge, classification, or any rule, regulation, or practice affecting such rate or service provided for in the filed documents; nor shall such action be deemed as recognition of any claimed contractual right or obligation affecting or relating to such service or rate; and such acceptance is without prejudice to any findings or orders which have been or may hereafter be made by the Commission in any proceeding now pending or hereafter instituted by or against any of the applicant(s).

⁹ See Order No. 697, FERC Stats. & Regs. ¶ 31,252 at PP 999-1000.

¹⁰ *Revised Public Utility Filing Requirements*, Order No. 2001, FERC Stats. & Regs. ¶ 31,127, *reh'g denied*, Order No. 2001-A, 100 FERC ¶ 61,074, *reh'g denied*, Order No. 2001-B, 100 FERC ¶ 61,342, *order directing filing*, Order No. 2001-C, 101 FERC ¶ 61,314 (2002), *order directing filing*, Order No. 2001-D, 102 FERC ¶ 61,334, *order refining filing requirements*, Order No. 2001-E, 105 FERC ¶ 61,352 (2003), *order on clarification*, Order No. 2001-F, 106 FERC ¶ 61,060 (2004), *order revising filing requirements*, Order No. 2001-G, 120 FERC ¶ 61,270, *order on reh'g and clarification*, Order No. 2001-H, 121 FERC ¶ 61,289 (2007), *order revising filing requirements*, Order No. 2001-I, FERC Stats. & Regs. ¶ 31,282 (2008).

¹¹ *Elec. Mkt. Transparency Provisions of Section 220 of the Fed. Power Act*, Order No. 768, FERC Stats. & Regs. ¶ 31,336 (2012), *order on reh'g*, Order No. 768-A, 143 FERC ¶ 61,054 (2013).

¹² See *Revisions to Electric Quarterly Report Filing Process*, Order No. 770, FERC Stats. & Regs. ¶ 31,338, at P 3 (2012) (citing Order No. 2001, FERC Stats. & Regs. ¶ 31,127 at P 31).

¹³ 18 C.F.R. § 35.42 (2017); see also *Reporting Requirement for Changes in Status for Public Utilities with Market-Based Rate Authority*, Order No. 652, FERC Stats. & Regs. ¶ 31,175, *order on reh'g*, 111 FERC ¶ 61,413 (2005).

Docket No. ER18-938-000

- 5 -

This action is taken pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307. This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order, pursuant to 18 C.F.R. § 385.713.

Sincerely,

A handwritten signature in black ink that reads "Steve P. Rodgers". The signature is written in a cursive, flowing style.

Steve P. Rodgers, Director
Division of Electric Power
Regulation - West

MAY 01 2018

PIERCE ATWOOD

**Electricity Delivery and
Energy Reliability**

Ruta Kalvaitis Skučas

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Admitted in MD, DC and NY

April 30, 2018

Mr. Christopher Lawrence
Department of Energy
Office of Electricity Delivery and Energy Reliability
OE-20, Room 8G-024
1000 Independence Avenue, S.W.
Washington, DC 20585

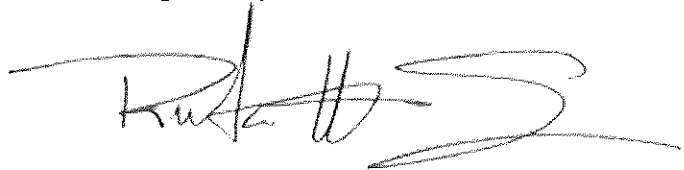
**Re: Application of Matador Power Marketing, Inc. for Authority to
Transmit Electric Energy to Mexico**

Dear Mr. Lawrence:

Pursuant to 10 C.F.R. § 205.300, *et seq.* of the regulations of the Department of Energy, enclosed for filing on behalf of Matador Power Marketing, Inc. ("Matador") is an original and five (5) copies of an Application for Authority to Transmit Electric Energy to Mexico. Additionally, please find enclosed a check for the cost of the application in the amount of \$500 payable to the Treasurer to the United States.

Please date-stamp and return with our messenger the two (2) additional copies of the application enclosed. Should you have any questions or concerns regarding this matter, please do not hesitate to contact the undersigned.

Respectfully submitted,



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Maeve C. Tibbetts
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**Attorneys for Matador Power Marketing,
Inc.**