

CAUSE NO. 2013-59098

XS CAPITAL INVESTMENTS, LP and	§	IN THE DISTRICT COURT
RURAL ROUTE 3 HOLDINGS, LP	§	
	§	
v.	§	
	§	HARRIS COUNTY, TEXAS
ORCA ICI DEVELOPMENT JV,	§	
ORCA ASSETS G.P., LLC,	§	
and MCR ENERGY CORPORATION	§	
f/k/a MATADOR RESOURCES	§	
COMPANY	§	234 th JUDICIAL DISTRICT

AFFIDAVIT OF ADAM SINN

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned notary, on this day personally appeared ADAM SINN, a person whose identity is known to me. After I administered an oath to him, upon his oath he said:

“My name is Adam Sinn. I am over the age of eighteen (18) and competent in all respects to make this Affidavit. The facts contained herein are true, correct, and based upon my personal knowledge.

I am the owner of XS Capital Investments, L.P. and Rural Route Holdings, L.P. (“Plaintiffs”). I was involved in both the negotiation and the execution of the Working Interest Agreement (the “Agreement”) on behalf of Plaintiffs. As a consequence, I have personal knowledge of the Agreement and the circumstances surrounding its negotiation and execution.

Attached as Exhibit 2 to Plaintiffs’ Response to Orca’s Motion for Summary Judgment is a true and correct copy of the assignment by Orca of its 50% working interest in the leases related to the Cowey 3H and 4H wells to Plaintiffs (the “Assignment”). This Assignment was attached as Exhibit F to the Agreement.

I am also one of the custodians of business records for Plaintiffs. As a consequence, I can and do testify that the Assignment is a record of events, made at or near the time indicated therein, from information transmitted by a person with knowledge, of the business activities of Plaintiffs. The Assignment was kept

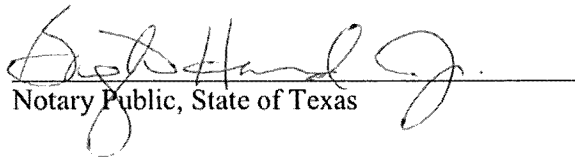
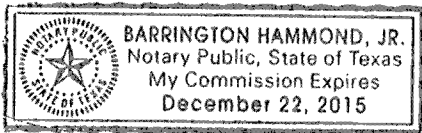
in the regular course of the Plaintiffs' business activities and it is the regular business practice of Plaintiffs to make and keep records, such as the Assignment.

Further Affiant sayeth not."



ADAM SINN

Sworn to and subscribed before me by ADAM SINN on May 12, 2014.



Notary Public, State of Texas