

CAUSE NO. 2013-59098

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

**DEFENDANTS' UNOPPOSED MOTION TO CONFIRM ARBITRATION AWARD**

TO THE HONORABLE JUDGE WESLEY WARD:

COME NOW Defendants, Orca ICI Development, Orca Assets, GP, LLC, and MRC Energy Corporation f/k/a Matador Resources Company, and respectfully request that this Court confirm the arbitration award issued in the above-captioned case.

**I.  
FACTUAL BACKGROUND**

1. Plaintiffs are XS Capital Investments, LP (“XS Capital”) and Rural Route 3 Holdings, LP (“Rural Route”).
2. Defendants are Orca ICI Development JV (“Orca ICI”) and Orca Assets G.P., LLC (“Orca Assets”), collectively referred to as “Orca Defendants,” and MRC Energy Corporation f/k/a Matador Resources Company (“Matador”).
3. Plaintiffs brought suit against Defendants on October 2, 2013, alleging claims of breach of contract, statutory fraud, common-law fraud, fraud in the inducement, conspiracy to commit fraud, tortious interference with contract, and “quasi estoppel.”

4. On September 12, 2014, this Court ordered a stay of this lawsuit pending arbitration between the parties.

5. Three arbitrators were empanelled and the arbitration hearing was conducted from December 8 through December 10, 2014. During the hearing the parties presented evidence, witnesses, and argument to the arbitrators. On January 14, 2014, after considering the legal briefs submitted by the parties and the evidence presented during the hearing, the panel issued its Final Award.<sup>1</sup>

6. On January 16, 2015, the Final Award was satisfied.

## II. ARGUMENT AND AUTHORITIES

7. A court's review of the arbitration process is severely limited.<sup>2</sup> A court should indulge all reasonable presumptions in favor of the arbitration award.<sup>3</sup>

8. The arbitration award must be confirmed unless there are grounds for modifying, correcting, or vacating the award.<sup>4</sup>

9. There are no grounds for modifying, correcting, or vacating the award in this case.<sup>5</sup> The arbitration panel considered evidence and legal arguments before either dismissing or ordering the payment of damages for each and every claim brought by Plaintiffs.<sup>6</sup>

10. Because there are no grounds for modifying, correcting, or vacating the award, the Court must confirm the arbitration award in this case.<sup>7</sup> All payments due under the Final

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<sup>1</sup> January 14, 2014 Arbitration Panel's Final Award, attached hereto as Exhibit A, ¶ 1.

<sup>2</sup> *United Paperworks Int'l Union v. Misco, Inc.*, 484 U.S. 29, 36-37 (1987); see *CVN Group, Inc. v. Delgado*, 95 S.W.3d 234, 238 (Tex. 2002).

<sup>3</sup> *CVN Group*, 95 S.W.3d at 238.

<sup>4</sup> Tex. Civ. Prac. & Rem. Code § 171.087; *Nafta Traders, Inc. v. Quinn*, 339 S.W.3d 84 (Tex. 2011); *City of Baytown v. C.L. Winter, Inc.*, 886 S.W.2d 515, 520 (Tex. App.--Houston [1st Dist.] 1994, writ denied).

<sup>5</sup> See Tex. Civ. Prac. & Rem. Code § 171.087.

<sup>6</sup> See *id.*

Award have been fully paid. With all claims at issue resolved and the award paid, this case has reached its conclusion, and this Court should enter Final Judgment.

**III.  
PRAYER**

For these reasons, the Defendants respectfully request that this Honorable Court confirm the arbitration award and enter the attached Final Judgment in accordance with the Final Award.

Respectfully submitted,

LEVINTHAL • WILKINS

By: \_\_\_\_\_

Jared I. Levinthal  
State Bar No. 24002467  
[levinthal@levinthalwilkins.com](mailto:levinthal@levinthalwilkins.com)  
Bradford Hendrickson  
State Bar No. 24083166  
[hendrickson@levinthalwilkins.com](mailto:hendrickson@levinthalwilkins.com)  
2323 S. Shepherd Drive, Suite 1000  
Houston, Texas 77019  
Telephone (713) 275-9700  
Facsimile (713) 275-9701

**ATTORNEYS FOR ORCA ICI  
DEVELOPMENT JV AND ORCA  
ASSETS, GP, LLC**

AND

**SQUIRE PATTON BOGGS, LLP**

By: \_\_\_\_\_

D. Patrick Long  
State Bar No. 12515500  
[patrick.long@squirepb.com](mailto:patrick.long@squirepb.com)  
Chase E. Cooley

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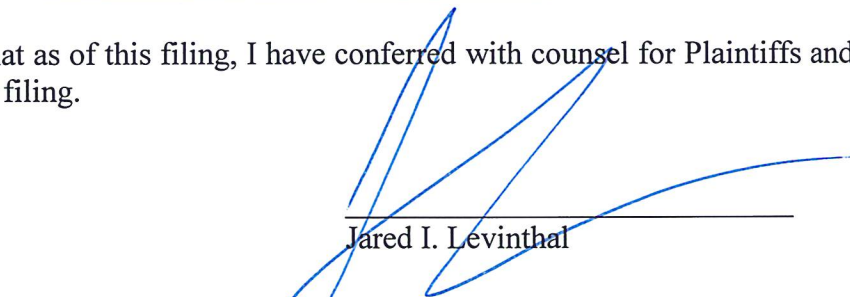
<sup>7</sup> Tex. Civ. Prac. & Rem. Code § 171.087.

State Bar No. 24087341  
chase.cooley@squirepb.com  
2000 McKinney Ave., Suite 1700  
Dallas, Texas 75201  
Telephone: (214) 758-1500  
Facsimile: (214) 758-1550

**ATTORNEYS FOR DEFENDANT  
MRC ENERGY CORPORATION f/k/a  
MATADOR RESOURCES COMPANY**

**CERTIFICATE OF CONFERENCE**

I hereby certify that as of this filing, I have conferred with counsel for Plaintiffs and they are UNOPPOSED to this filing.



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Jared I. Levinthal

**CERTIFICATE OF SERVICE**

I hereby certify that, on the 23rd day of March 2015, a true and correct copy of the above and foregoing was served in compliance with Rules 21 and 21a of the Texas Rules of Civil Procedure on all counsel of record.

Chanler A. Langham  
David M. Peterson  
SUSMAN GODFREY, L.L.P.  
1000 Louisiana Street, Suite 5100  
Houston, Texas 77002

D. Patrick Long  
PATTON BOGGS, LLP  
2000 McKinney Avenue, Suite 1700  
Dallas, Texas 75201



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Jared I. Levinthal