



September 14, 2015

*Via EDGAR*

Securities and Exchange Commission  
100 F Street, NE  
Washington, D.C. 20549

Re: Request for Acceleration of Effectiveness of Registration Statement on Form S-4  
(Registration Statement No. 333-204595)

Ladies and Gentlemen:

Matador Resources Company (the "Registrant") hereby requests that pursuant to Rule 461 of the rules and regulations promulgated under the Securities Act of 1933, as amended, the effectiveness of its Registration Statement on Form S-4 (Registration Statement No. 333-204595) (as amended by Amendment No. 1 to Form S-4 Registration Statement, the "Registration Statement") be accelerated so that the Registration Statement will become effective on September 16, 2015, at 4:00 p.m., Eastern time, or as soon thereafter as practicable.

In connection with making this request, the Registrant acknowledges that:

- should the Commission or the staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing;
- the action of the Commission or the staff, acting pursuant to delegated authority, in declaring the filing effective, does not relieve the Registrant from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and
- the Registrant may not assert the declaration of effectiveness as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Very truly yours,

**MATADOR RESOURCES COMPANY**

By: /s/ Craig N. Adams  
Craig N. Adams  
Executive Vice President

cc: Parhaum J. Hamidi  
Loan Lauren P. Nguyen  
H. Roger Schwall  
Securities and Exchange Commission

Mr. Joseph Wm. Foran  
Matador Resources Company

Mr. Douglass M. Rayburn  
Baker Botts L.L.P.