

JACOBS JOSEPH
Form 3
October 11, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
WEXFORD CAPITAL LP		(Month/Day/Year)	Diamondback Energy, Inc. [FANG]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
411 WEST PUTNAM AVENUE, SUITE 125		10/11/2012		
(Street)			(Check all applicable)	
GREENWICH, CT 06830			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share ⁽⁴⁾	14,697,496 ⁽¹⁾	I ⁽²⁾ ⁽³⁾	See Footnotes ⁽²⁾ ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEXFORD CAPITAL LP 411 WEST PUTNAM AVENUE SUITE 125 GREENWICH, CT 06830	^	^ X	^	^
DAVIDSON CHARLES E 411 WEST PURNAM AVENUE SUITE 125 GREENWICH, CT 06830	^	^ X	^	^
JACOBS JOSEPH 411 WEST PUTNAM AVENUE SUITE 125 GREENWICH, CT 06830	^	^ X	^	^
Wexford GP LLC 411 WEST PUTNAM AVENUE SUITE 125 GREENWICH, CT 06830	^	^ X	^	^

Signatures

/s/ Jay Maymudes, Vice President, Secretary and Treasurer of Wexford GP LLC, the general partner of Wexford Capital LP	10/11/2012
__Signature of Reporting Person	Date
/s/ Charles E. Davidson	10/11/2012
__Signature of Reporting Person	Date
/s/ Joseph Jacobs	10/11/2012
__Signature of Reporting Person	Date
/s/ Jay Maymudes, Vice President, Secretary and Treasurer of Wexford GP LLC	10/11/2012
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This Form 3 is jointly filed by Wexford Capital LP, Charles E. Davidson, Joseph M. Jacobs and Wexford GP LLC, with respect to shares of common stock, par value \$0.01 per share (the "Common Stock"), of Diamondback Energy, Inc. (the "Issuer").
 - (2) Wexford Capital LP ("Wexford Capital") may, by reason of its status as manager of DB Energy Holdings LLC ("DB Energy"), be deemed to own beneficially the securities of which DB Energy possesses beneficial ownership. Wexford GP LLC ("Wexford GP") may, as the General Partner of Wexford Capital, be deemed to own beneficially the securities of which DB Energy possesses beneficial ownership. Each of Charles E. Davidson ("Davidson") and Joseph M. Jacobs ("Jacobs") may, by reason of his status as a controlling person of Wexford GP, be deemed to own beneficially the securities of which DB Energy possesses beneficial ownership. Each of

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Wexford Capital, Wexford GP, Davidson and Jacobs shares the power to vote and to dispose of the securities beneficially owned by DB Energy.

- (3) Each of Wexford Capital, Wexford GP, Davidson and Jacobs disclaims beneficial ownership of the securities owned by DB Energy and this report shall not be deemed as an admission that they are the beneficial owners of such securities except, in the case of Wexford Capital and Wexford GP, to the extent of their respective pecuniary interests, and except, in the case of Davidson and Jacobs, to the extent of their respective interests in each member of DB Energy.
- (4) DB Energy received 14,697,496 shares of Common Stock in the merger of Diamondback Energy LLC with and into the Issuer prior to the completion of the initial public offering of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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