

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>WEXFORD CAPITAL LP</u> (Last) (First) (Middle) 411 WEST PUTNAM AVENUE SUITE 125 (Street) GREENWICH CT 06830 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Diamondback Energy, Inc. [FANG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 09/23/2014	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01								11,690 ⁽¹⁾	D	
Common Stock, par value \$0.01	09/23/2014		S		1,437,500 ⁽²⁾	D	\$75.44	7,190,447	I	See footnotes ⁽³⁾⁽⁴⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
WEXFORD CAPITAL LP
 (Last) (First) (Middle)
 411 WEST PUTNAM AVENUE
 SUITE 125
 (Street)
 GREENWICH CT 06830
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
DAVIDSON CHARLES E
 (Last) (First) (Middle)
 C/O WEXFORD CAPITAL LP
 411 WEST PUTNAM AVE.
 (Street)
 GREENWICH CT 06830
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
JACOBS JOSEPH

(Last)	(First)	(Middle)
C/O WEXFORD CAPITAL LP		
411 WEST PUTNAM AVENUE, SUITE 125		
<hr/>		
(Street)		
GREENWICH	CT	06830
<hr/>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
DB Energy Holdings LLC		
<hr/>		
(Last)	(First)	(Middle)
411 WEST PUTNAM AVE		
SUITE 125		
<hr/>		
(Street)		
GREENWICH	CT	06830
<hr/>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Wexford GP LLC		
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(Last)	(First)	(Middle)
C/O WEXFORD CAPITAL LP		
SUITE 125		
<hr/>		
(Street)		
GREENWICH	CT	06830
<hr/>		
(City)	(State)	(Zip)

Explanation of Responses:

1. Since the date of the last group filing, Wexford Capital LP ("Wexford") received 2,802 Restricted Stock Units ("RSUs") which were granted to Steve West in respect of his service as a member of the Board of Directors of the Issuer, and assigned by Mr. West to Wexford. Of these RSUs, 934 vested on July 15, 2014 and the remaining 1,868 will vest in two equal annual installments beginning on July 1, 2015. The grant of these RSUs was reported on a Form 4 filed by Mr. West on July 17, 2014. All such RSUs are included herein. An additional 2,222 RSUs that will vest on October 11, 2014 that were issued to Mr. West on October 11, 2012 in respect of his service as a member of the Board of Directors of the Issuer and assigned to Wexford, and were previously disclosed on a Form 4 filed by Mr. West on October 15, 2012, are also included herein.

2. The securities disposed of were held by DB Energy Holdings LLC ("DB Energy"), Wexford Catalyst Fund, L.P. ("WCF"), Wexford Spectrum Fund, L.P. ("WSF"), Spectrum Intermediate Fund Limited ("SIF") and Catalyst Intermediate Fund Limited ("CIF" and, together with DB Energy, WCF, WSF and SIF, the "Funds"). The Funds sold these shares in an underwritten public offering pursuant to the Issuer's effective registration statement on Form S-3ASR (File No. 333-192099), which became effective automatically upon filing with the Securities and Exchange Commission (the "SEC") November 5, 2013 and related base prospectus included therein, the preliminary prospectus supplement filed by the Issuer with the SEC on September 18, 2014 and the final prospectus supplement filed by the Issuer with the SEC on September 22, 2014, the pricing date, as filed with the SEC pursuant to Rule 424(b)(5). DB Energy sold 1,355,267 shares, WSF sold 16,169 shares, WCF sold 2,556 shares, SIF sold 53,48 and CIF sold 10,022.

3. This form is jointly filed by Wexford, Charles E. Davidson ("Davidson"), Joseph M. Jacobs ("Jacobs"), Wexford GP LLC ("Wexford GP") and DB Energy. The common stock shown as beneficially owned by Davidson, Jacobs, Wexford GP and Wexford reflect common stock owned of record by the Funds. Wexford serves as manager, investment advisor or sub advisor of each of the Funds, and as such may be deemed to share beneficial ownership of the securities beneficially owned by the Funds. Wexford GP, as the general partner of Wexford, may be deemed to share beneficial ownership of the securities beneficially owned by the Funds. (continued under Footnote (4) below).

4. (continued from Footnote (3) above) Davidson and Jacobs, as the controlling persons of Wexford GP, may be deemed to share beneficial ownership of any securities beneficially owned by the Funds for which Wexford serves as manager, investment advisor or sub advisor. Each of the Reporting Persons and each of the Funds disclaims beneficial ownership of the securities reported herein, except to the extent of his or its actual pecuniary interest therein.

Remarks:

[Wexford Capital LP, By:](#)
[Wexford GP LLC, its general](#)
[partner By: Arthur Amron,](#) [09/25/2014](#)
[Vice President and Assistant](#)
[Secretary](#)
[Wexford GP LLC, By: Arthur](#)
[Amron, Vice President and](#) [09/25/2014](#)
[Assistant Secretary](#)
[DB Energy Holdings LLC By:](#) [09/25/2014](#)
[Arthur Amron, Vice President](#)
[Charles E. Davidson](#) [09/25/2014](#)
[Joseph M. Jacobs](#) [09/25/2014](#)
 ** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.