

**BEFORE THE OIL AND GAS CONSERVATION COMMISSION  
OF THE STATE OF COLORADO**

IN THE MATTER OF THE APPLICATION OF ANTERO  
RESOURCES CORPORATION FOR AN ORDER  
ESTABLISHING SPACING AND WELL LOCATION  
RULES FOR THE WILLIAMS FORK FORMATION OF  
THE MESAVERDE GROUP FOR CERTAIN  
DESCRIBED LANDS IN THE MAMM CREEK FIELD  
AREA, GARFIELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

**APPLICATION**

COMES NOW Antero Resources Corporation ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell and Peterson, LLC, and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing spacing rules and well location rules applicable to the drilling and producing of wells from the Williams Fork Formation of the Mesaverde Group covering certain described lands in the Mamm Creek Field area, Garfield County, Colorado and in support of its application states and alleges as follows:

1. That Applicant is a corporation duly authorized to conduct business in the State of Colorado.

2. That Applicant owns a leasehold interest in a substantial portion of the following described lands:

Township 6 South, Range 93 West

Section 15: E/2

(hereinafter "Application Lands")

3. That the Application Lands are unspaced for the Williams Fork Formation and subject to the Commission's Rule 318.

4. That Applicant believes it is appropriate that the Commission establish a 320 acre drilling and spacing unit covering these unspaced lands for the Williams Fork Formation of the Mesaverde Group.

5. That multiple wells have been drilled, tested and completed in the Williams Fork Formation of the Mesaverde Group upon lands in the immediate vicinity of the Application Lands.

6. That to promote efficient drainage within the Williams Fork Formation of the Mesaverde Group, the Commission should increase the number of wells which can be optionally drilled into and produced from the Williams Fork Formation of the Application Lands which constitute all or a part of each of these proposed 320 acre drilling and spacing units to the equivalent of one Williams Fork well per ten (10) acres.

7. That as to all future Williams Fork wells to be drilled upon the Application Lands within such drilling and spacing unit, the well should be located downhole anywhere in the drilling and spacing unit but no closer than 100 feet from the boundaries of the unit without exception being granted by the Director of the Oil and Gas Conservation Commission. It is provided however that in cases where the Application Lands abut or corner lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10 acre density Williams Fork Wells, the well should be located downhole no closer than 200 feet from the boundary or boundaries of the drilling unit so abutting or cornering such lands without exception being granted by the Director of the Oil and Gas Conservation Commission.

8. That, except as previously authorized by order of the Commission, wells to be drilled under this Application will be drilled from the surface either vertically or directionally from no more than one pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto) unless exception is granted by the Colorado Oil and Gas Conservation Commission pursuant to application made for such exception.

9. The granting of this application will not promote waste; will not violate correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoir.

10. That the names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in February, 2006, that notice be given as required by law and that upon such hearing this Commission enter its order consistent with Applicant's proposals as set forth above.

Dated: December \_\_\_\_, 2005.

**POULSON, ODELL AND PETERSON, LLC**

By: \_\_\_\_\_  
William A. Keefe  
1775 Sherman Street, Suite 1400  
Denver, Colorado 80203  
(ph) 303-861-4400  
(fax) 303-861-1225

## VERIFICATION

STATE OF COLORADO )  
 )  
CITY AND COUNTY OF DENVER ) SS.

Brian Kuhn, of lawful age, being first duly sworn upon oath, deposes and says that he is Vice President-Land for Antero Resources Corporation and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

Brian Kuhn

Subscribed and sworn to before me this \_\_\_\_\_ day of December, 2005.

Witness my hand and official seal.

My commission expires:\_\_\_\_\_

Notary Public

## EXHIBIT A

Mark Bean  
Garfield County  
144 E. 3<sup>rd</sup>  
Rifle, CO 81650

AAPK Leasing, LLC  
Post Office Box 806  
Rifle, CO 81650

Debra Briels and Mark Briels  
1601 Dogwood Drive  
Rifle, CO 81650

Casperson Family Partnership, Ltd.,  
a Colorado General Partnership  
4501 Mountain Springs Road, CR127  
Glenwood Springs, CO 81601

Colorado Department of Transportation  
Attn: Mark Kendell  
15285 South Golden Road, Bldg. 47  
Golden, CO 80401

Ernesto Cruz and Anna Cruz  
3215 County Road 315  
Silt, CO 81652

Timothy Danner and Lynette Danner  
61 Springridge Drive  
Glenwood Springs, CO 81601

Defiance Partners Limited  
Post Office Box 253  
Glenwood Springs, CO 81602-0253

East Congregation of Jehovah's Witnesses  
1022 County Road 294  
Rifle, CO 81650

ExxonMobil Corp.  
3822 Old Spanish Trail  
Houston, TX 77021-1340

Harvey B. Finn and John S. Gates  
340 Caballo Road  
Carbondale, CO 81623

Garfield County Board of County  
Commissioners  
108 8th Street, Suite 300  
Glenwood Springs, CO 81601

Feliz and Janet Olsen Goldberg and  
Roman and Polina Tarasiuk  
2443 East 27th Street  
Los Angeles, CA 90058-1219

Grand River Hospital District Memorial  
Trust Fund  
Post Office Box 912  
Rifle, CO 81650

HNH Enterprises, Inc.,  
a Colorado Corporation  
5995 Highway 325  
Rifle, CO 81650

Donald D. Hamilton, DVM, PC,  
a Colorado Professional Corporation  
3125 Baron Lane  
Rifle, CO 81650

Bruce A. and Sharon A. Harper  
812 County Road 294  
Rifle, CO 81650-2162

William R. Hileman and Kay U. Hileman  
660 Moki Avenue  
Rifle, CO 81650

James Eggen  
851 Ute Avenue  
Rifle, CO 81650

Encana Oil and Gas (USA) Inc.  
370 17th Street, Suite 1700  
Denver, CO 80202

G. Meehan Properties LLC  
0060 Hooks Lane  
Basalt, CO 81621

Johnny R. Michaelis Revocable Trust and  
Bobby Elizabeth Michaelis Revocable Trust  
Post Office Box 961  
Rifle, CO 81650

Gary R. Miller and Monica G. Miller  
1655 East 7th Street  
Rifle, CO 81650-2100

Nukelink, LLC  
1108 Hickory Drive  
Rifle, CO 81650

Michael G. Pazzin and Dalit Pazzin  
1934 Railroad Avenue  
Rifle, CO 81650

Rodney L. Pressler and Erin E. Pressler  
8183 County Road 245  
New Castle, CO 81647

Jack E. Rhine and Mary Lou Rhine  
3296 Alkire Way  
Golden, CO 80401

Rifle Airport Commercial Plaza and Storage  
PUD Parcel 7 Association, a Colorado  
nonprofit corporation  
2708 CR 346  
Rifle, CO 81650

Rifle, City of  
202 Railroad Avenue  
Rifle, CO 81650

Michael K. Kerr and Cynthia Kerr  
1006 Lauren Lane  
Basalt, CO 81621-8203

Brett B. Long and Yvonne E. Long  
669 Mesa Ave.  
Rifle, CO 81650

South Bank Secure Storage, LLC  
P.O. Box 782  
Rifle, CO 81650

Storm King Properties, LLC  
a Colorado Limited Liability Company  
3158 Baron Lane Unit 7  
Rifle, CO 81650

Bob Taylor and Sherri D. Taylor  
2440 Airport Road  
Rifle, CO 81650

Robert Thomas Taylor, aka Robert T. Taylor  
2440 Airport Road  
Rifle, CO 81650

Umetco Minerals Corporation  
c/o John E. Nichols  
2301 Brazosport Boulevard  
Freeport, TX 77541-3269

Union Pacific Railroad Company  
Post Office Box 209711  
Houston, TX 77216

Walker Electric, Inc.  
Post Office Box 867  
Rifle, CO 81650

Barbara S. Ward  
1419 Airport Road  
Rifle, CO 81650

Probable heirs of Nannie L. Wilson,  
Shirley Galloway and H. Courtland Wilson  
Route 1, Box 119  
Rifle, CO 81650

John E. Robinson and Carmen L. Robinson  
3150 Airport Road  
Rifle, CO 81650

Yates Petroleum Corporation  
105 South 4th Street  
Artesia, NM 88210

Scott Robinson and Debra S. Robinson  
3150 Airport Road  
Rifle, CO 81650

Martin, Terry, and Pamela Yenter  
604 Mineota Drive  
Silt, CO 81652

Jimmy Sills  
45705 Highway 6 and 24  
Glenwood Springs, CO 81601

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**AFFIDAVIT OF MAILING**

STATE OF COLORADO                                 )  
  )  
CITY AND COUNTY OF DENVER                 )       ss.

William A. Keefe of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Antero Resources Corporation, that on December \_\_\_\_\_, 2005, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

\_\_\_\_\_  
William A. Keefe

Subscribed and sworn to before me December \_\_\_\_, 2005.

Witness my hand and official seal.

My commission expires: July 22, 2007.

\_\_\_\_\_  
Notary Public