

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 ILES
FORMATION OF THE MESAVERDE GROUP
FOR CERTAIN DESCRIBED LANDS IN THE
MAM CREEK FIELD AREA, GARFIELD
COUNTY, COLORADO

CAUSE NO. 191

DOCKET NO.

APPLICATION

COMES NOW Antero Resources Corporation ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell & Peterson, LLC, and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing spacing rules applicable to the drilling and producing of wells from the Iles Formation of the Mesaverde Group covering certain described lands in the Mam Creek Field area in Garfield County 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 all or a substantial portion of following described lands:

Township 6 South, Range 92 West, 6th P.M.
Section 14: SW/4

(hereinafter "Application Lands")

3. That, under the Commission's Order No. 191-24, dated April 24, 2006, the Application Lands have been designated an approximate 160-acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Williams Fork Formation and allowed optional ten (10) acre density drilling within such drilling units.

4. That Applicant and others have drilled, tested and completed various wells in the Iles Formation of the Mesaverde Group upon lands in the vicinity of the Application Lands.

5. That to promote efficient drainage within the Iles Formation of the Mesaverde Group of the Application Lands, the Commission should increase the number of wells which can be optionally drilled into and produced from the Iles Formation of the Application Lands to the equivalent of one Iles well per 10 acres.

6. That as to the Application Lands, the Commission shall order that an approximate 160-acre drilling and spacing unit be created for the production of gas and associated hydrocarbons from the Iles Formation.

7. That as to all future Iles wells to be drilled upon the Application Lands, 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 Iles wells, the well should be located downhole no closer than 400 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 all Iles Formation wells drilled upon the Application Lands will be drilled only in connection with the drilling of Williams Fork Formation wells and will be drilled from the surface either vertically or directionally from no more than one pad located on a given quarter quarter section unless exception is granted by the Director of the Colorado Oil and Gas Conservation Commission.

9. That the above-proposed spacing and well location rules will allow development of the Iles Formation to occur; 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 July, 2007; 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 this _____ day of May, 2007.

POULSON, ODELL & PETERSON, LLC

By: _____
William A. Keefe
1775 Sherman Street, Suite 1400
Denver, Colorado 80203
(303) 861-4400

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

William J. Pierini, of lawful age, being first duly sworn upon oath, deposes and says that he is the Division Landman 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.

William J. Pierini

Subscribed and sworn to before me this _____ day of May, 2007.

Witness my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A

Antero Resources Corporation
1625 17th Street, Suite 300
Denver, CO 80202

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Garfield County Board of County
Commissioners
108 8th Street, Suite 213
Glenwood Springs, CO 81601

William J. Pierini
Antero Resources Corporation
1625 17th Street, Suite 300
Denver, CO 80202

William A. Keefe
POULSON, ODELL & PETERSON, LLC
1775 Sherman, Suite 1400
Denver, CO 80203

Jesse Smith
Garfield County
144 E. 3rd Street, Suite 203
Rifle, CO 81650

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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 May _____, 2007, he caused a copy of the attached Application in the subject docket 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 May _____, 2007.

Witness my hand and official seal.

My commission expires: July 22, 2007.

Notary Public