

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

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

CAUSE NO. 191

DOCKET NO.

**APPLICATION**

COMES NOW Antero Resources Piceance Corporation ("Applicant"), a Delaware corporation, by its attorneys, Beatty & Wozniak, P.C., 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 and Iles 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 92 West  
Section 13: N/2, N2/SW/4 and SE/4  
(hereinafter "Application Lands")

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

4. That Applicant believes it is appropriate that the Commission establish three approximate drilling and spacing units covering these unspaced lands for the Williams Fork Formation and Iles Formation of the Mesaverde Group as follows:

N/2 (320 acre drilling and spacing unit  
N/2SW/4 (80 acre drilling and spacing unit)  
SE/4 (160 acre drilling and spacing unit)

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

6. That to promote the efficient drainage within the Williams Fork Formation and 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 these formation to the equivalent of one 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 units, 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 as to all future Iles Formation wells to be drilled upon the Application Lands within such drilling and spacing unit, the wells should be located downhole anywhere in the drilling and spacing unit but not 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 wells 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.

9. 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.

10. 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.

11. 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 August, 2008, 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: June \_\_\_\_, 2008.

**BEATTY & WOZNIAK, P.C.**

By: \_\_\_\_\_  
William A. Keefe  
216 Sixteenth Street-Suite 1100  
Denver, Colorado 80202-5115  
(ph) 303-407-4475

**VERIFICATION**

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

Brian F. Wade, of lawful age, being first duly sworn upon oath, deposes and says that he is Landman for Antero Resources Piceance 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 F. Wade

Subscribed and sworn to before me this \_\_\_\_\_ day of June, 2008.

Witness my hand and official seal.

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

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

## EXHIBIT A

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

Apollo Energy, LLC  
1557 Ogden Street, Suite 300  
Denver, CO 80218

Barrett D. Baker  
717 Seventeenth Street, Suite 1545  
Denver, CO 80202

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

Charles F. and Eva Charlene Weller, TIC  
5331 Fenwick Way Court  
Sugar Land, TX 77479

Dolphin Energy Corporation  
1331 17th Street, Suite 730  
Denver, CO 80202

Elmer Arbaney Revocable Trust dated  
07/17/2001  
Dawn M. Thrun and Lisa Arbaney Chesnut,  
Co-Trustees  
2585 Midland Avenue  
Glenwood Springs, CO 81601

Excel Land Services, LLC  
Post Office Box 132526  
Tyler, TX 75713

Exxel Energy (USA) Inc.  
Independence Plaza, B-180  
1001 Sixteenth Street  
Denver, CO 80265

Freeman Investments  
3415 South Clayton Boulevard  
Englewood, CO 80113-7611

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

Glen A. Wallen and Karen K. Wallen  
230 Mid Valley Drive  
Silt, CO 81652

Huckleberry Minerals, LLC  
15250 Emporia Street  
Brighton, CO 80602

JLW Investment, LLC  
2432 West 82nd Place, Suite I  
Westminster, CO 80031

Jose P. Daniel  
286 Mid Valley Drive  
New Castle, CO 81647

Kristine M. Peterson  
2525 South Wadsworth Boulevard,  
Suite 303  
Lakewood, CO 80227-4346

Louise L. Arbaney Revocable Trust, Louise  
L. Arbaney, Trustee  
2153 Marissa Drive  
Fort Mohave, AZ 86426

MAP2003-NET  
100 Park Avenue, Suite 1008  
Oklahoma City, OK 73102

Orion Energy Partners, LLC  
1675 Broadway Ste 2450  
Denver, CO 80202

Pamela G. Lauman and Paul S. Lauman  
597 County Road 335  
New Castle, CO 81647

Parker Geoscience Consulting, LLC  
6346 Secrest Street  
Arvada, CO 80403

Steven W. Weller and Toni L. Weller, TIC  
415 Bayou Cove Court  
Houston, TX 77042

WYOTEX Oil Company  
Post Office Box 36157  
Denver, CO 80236

Judith H. Jordan  
Garfield County  
144 E. 3rd St. 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 Piceance Corporation, that on or before June \_\_\_\_\_, 2008, 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 June \_\_\_\_\_, 2008.

Witness my hand and official seal.

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

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