

BEFORE THE OIL & GAS CONSERVATION COMMISSION  
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF  
ANTERO RESOURCES PICEANCE  
CORPORATION FOR AN ORDER POOLING  
ALL NON-CONSENTING INTERESTS IN THE  
WILLIAMS FORK, ILES, AND MANCOS  
GROUP FORMATIONS IN AN ESTABLISHED  
DRILLING AND SPACING UNIT LOCATED IN  
THE MAMM CREEK FIELD AREA, GARFIELD  
COUNTY, COLORADO

CAUSE NO: 139

DOCKET NO:

APPLICATION

COMES NOW, Antero Resources Piceance Corporation (referred to herein as "Applicant"), by and through its undersigned attorneys, and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("COGCC"), for an order to pool all non-consenting interests for the drilling of ten (10) acre density wells within the Williams Fork, Iles and Mancos Group Formations in the E/2NE/4 of Section 11 in Township 6 South, Range 93 West, 6<sup>th</sup> P.M., Garfield County, Colorado. In support of its application, Applicant states and avers as follows:

1. That the Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. That the Applicant owns certain leasehold interests in the Application Lands described as the E/2NE/4 of Section 11 in Township 6 South, Range 93 West, 6<sup>th</sup> P.M.
3. That pursuant to the Commission's Order No. 191-54 dated July 15, 2008, an approximate 80 acre drilling and spacing unit was established for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations underlying the Application Lands.
4. That pursuant to the Commission's Order Nos. 191-60, 510-46 and 523-5 dated January 13, 2008, an approximate 80 acre drilling and spacing unit was established for the production of gas and associated hydrocarbons from the Mancos Group Formation underlying the Application Lands.
5. Applicant has commenced the drilling of wells upon the Application Lands, which wells will be drilled into and produce from the Williams Fork, Iles and Mancos Group Formation. More specifically, Applicant plans to drill the North Bank E12 well as the first well on the Application Lands.
6. At least 30 days prior to hearing on this application, Applicant will have sent to affected owners an appropriate AFE (containing the information required the Commission's Rule 530.a) detailing the estimated costs of drilling of the North Bank E12 well. Applicant anticipates,



however, that one or more of such owners may refuse to participate in the drilling, testing and completion of the well or otherwise did not respond to Antero's offer to participate.

7. Moreover, that with respect to any owners of unleased mineral interests in the Application Lands, Applicant will have made reasonable attempts pursuant to COGCC Rule 530.b. to enter into leases with such parties but, again, anticipates it may be unsuccessful in such attempts.

8. That in order to prevent waste, protect correlative rights and in the best interests of conservation, all interests of parties entitled to participate in the production from the North Bank E12 well (such parties and their addresses being listed in Exhibit "A" attached hereto) should be pooled as to production from both the Williams Fork Formation and the Iles Formation in accordance with C.R.S. § 34-60-116 and Rule 530 of the COGCC.

9. That the names and addresses of the interested parties with respect to this Application are as set forth in Exhibit A hereto.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, that notice thereof be given as required by law and that upon such hearing this Commission enter its order that all working interest owners in both formations who have refused to execute Applicant's AFE and otherwise join in the drilling of the North Bank E12 well and all unleased mineral interest owners who have refused to execute a lease covering their mineral interests in the Application Lands, or, alternatively have refused to participate in the costs of drilling the described well and future wells be treated as non-consenting owners under C.R.S. § 34-60-116 and made subject to the terms and penalties provided for therein and for such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this \_\_\_\_\_ day of February, 2009.

Respectfully submitted:

Antero Resource Piceance Corporation

By:

---

William A. Keefe  
Beatty & Wozniak, P.C.  
216 Sixteenth St. –Suite 1100  
Denver, Colorado 80202  
Telephone No.: (303) 407-4475

Applicant's Address:

Antero Resource Piceance Corporation  
ATTN: Brian Wade  
1625 17<sup>th</sup> St. Suite 300  
Denver, CO 80202



## 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 a 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.

By: Brian F. Wade

Subscribed and sworn to before me this \_\_\_\_\_ day of February, 2009.

Witness my hand and official seal.

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

Notary Public



BEFORE THE OIL & GAS CONSERVATION COMMISSION  
OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF  
ANTERO RESOURCES PICEANCE  
CORPORATION FOR AN ORDER POOLING  
ALL NON-CONSENTING INTERESTS IN THE  
WILLIAMS FORK AND ILES FORMATIONS IN  
AN ESTABLISHED DRILLING AND SPACING  
UNIT LOCATED IN THE MAMM CREEK FIELD  
AREA, GARFIELD COUNTY, COLORADO

CAUSE NO: 139

DOCKET NO:

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 February\_\_\_\_, 2009, 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.

By: \_\_\_\_\_  
William A. Keefe

Subscribed and sworn to before me this \_\_\_\_\_ day of February, 2009.

Witness my hand and official seal.

My commission expires:

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



## EXHIBIT A

Ardis Green  
603 County Road 221  
Rifle, CO 81650-9710

Union Pacific Railroad Company  
c/o Farmer's National Company  
403 Cheyenne, Suite 800  
Tulsa, OK 74102-3842

Garfield County Board of County Commissioners  
108 8th Street, Suite 213  
Glenwood Springs, CO 81601-3363

Judith H. Jordan  
Garfield County  
375 County Road 352, Bldg 2060  
Rifle, CO 81650-8412