

**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 AN APPROXIMATE 640  
ACRE DRILLING AND SPACING UNIT FOR THE  
PRODUCTION OF GAS AND ASSOCIATED  
HYDROCARBONS FROM 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.

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 an approximate 640 acre drilling and spacing unit and 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 for 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 leasehold interests in a substantial portion of the following described lands:

Township 5 South, Range 91 West  
Section 31: All

(hereinafter "Application Lands")

3. That the Application Lands are unspaced and subject to the Commission's Rule 318.a. which requires that wells drilled in excess of 2,500 feet in depth be located not less than 600 feet from any lease line and located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same common source of supply.

4. That multiple wells have been drilled, tested and competed in the Williams Fork Formation and Iles Formation of the Mesaverde Group upon lands in proximity to the Application Lands.

5. That as to the Application Lands, the Commission should establish an approximate 640 acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Williams Fork Formation and Iles Formation of the Mesaverde Group.

6. That as to such described drilling and spacing unit constituting the Application Lands, the Commission should permit Williams Fork Formation and Iles Formation wells to be optionally drilled upon a ten (10) acre density basis with each such well to be located downhole anywhere upon a given spacing unit provided no such wells shall be located downhole any closer than 100 feet from the boundary of the unit unless such boundary abuts or corners lands in respect of which the Commission has not at the time of the drilling permit application granted the right to drill ten (10) acre density Williams Fork wells in which event Williams Fork Formation and Iles Formation wells to be drilled upon the given drilling and spacing unit shall be drilled downhole no closer than 200 feet from that portion of the unit boundary which so abuts or corners the lands in respect of which ten (10) acre density downhole drilling for Williams Fork Formation wells has not been ordered by the Commission.

7. That, except as previously authorized by order of the Commission, wells drilled or 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.

8. That the drilling of wells to the Iles Formation shall be undertaken only in conjunction with the drilling of wells to the Williams Fork Formation.

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 October, 2010, 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: August \_\_\_\_, 2010.

By: \_\_\_\_\_  
William A. Keefe  
Beatty & Wozniak, P.C.  
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 the 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 August, 2010

Witness my hand and official seal.

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

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

## EXHIBIT A

Antero Resources Piceance Corporation  
1625 17<sup>th</sup> Street, Suite 300  
Denver, CO 80202

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

Judith H. Jordan  
Garfield County  
0375 County Road 352, Bldg 2060  
Rifle, CO 81650

Kim Kaal  
Colorado Division of Wildlife  
6060 Broadway  
Denver, CO 80216

Kent Kuster  
Colorado Department of  
Public Health & Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530

Glen R. Adams and Sandra J. Adams  
411 County Road 261  
Silt, CO 81652

Jon B. and Karen L. Beck  
401 County Road 261  
Silt, CO 81652

Kurtis L. and Theresia M. Swango  
301 Graff Road  
Silt, CO 81652

Duane L. and Linda K. Storey  
285 County Road 261  
Silt, CO 81652

Ernest J. and Carole R. Thompson  
271 County Road 261  
Silt, CO 81652

Marguerite Y. and Neil M. Johnson  
225 County Road 261  
Silt, CO 81652

Robert L. Nye  
Post Office Box 442  
Silt, CO 81652

Darold O. Thunder, Sr. and Betty Thunder  
7485 County Road 233  
Silt, CO 81652

Ralph R. and A. Elaine Fruetel  
184 Ingersoll Lane  
Silt, CO 81652

Chris and Teresa Fish  
172 Ingersoll Lane  
Silt, CO 81652

Michael L. VanSyckel, Lenore O'Grady, and April VanSyckel  
32 Ingersoll Lane  
Silt, CO 81652

Terence M. and Susan A. Schmidt  
1249 County Road 250  
Silt, CO 81652

Martin J. and Sharon K. Morgan  
193 Ingersoll Lane  
Silt, CO 81652

Jean M. Dice  
Post Office Box 867  
Silt, CO 81652

Leanne Harvey and Marilyn Brader as Co-Trustees of the  
Paul D. Mayerle Trust  
1527 South Owens Street, #14  
Lakewood, CO 80232

Barbara Piper  
675 East Durant Avenue  
Aspen, CO 81611

Harlan L. Kelley Revocable Trust and  
Janice D. Kelley Revocable Trust  
Janice D. Kelley and Troy H. Kelley, Trustees  
408 East Vista Drive  
Silt, CO 81652

Douglas C. and Susan G. Lyons  
2160 County Road 250  
Silt, CO 81652

The Claire B. and Anne S. Norris Trust dated 11/18/1997  
Anne S. Norris, Trustee  
101 Kualapa Place  
Lanahina, HI 96761

Fenno Ranch Partnership  
634 County Road 228  
Silt, CO 81652

Brenda J. Maher and Thomas G. Maher  
995 County Road 228  
Silt, CO 81652

Alison West  
966 County Road 228  
Silt, CO 81652

Elmer Eugene Johnson  
c/o Edna Jones Place  
2010 County Road 250  
Silt, CO 81652

Department of the Interior  
Bureau of Land Management  
West 6<sup>th</sup> Avenue and Kipling Street  
Denver, CO 80225

John G. Blair and Deena Bailey-Blair  
407 County Road 261  
Silt, CO 81652

Lawrence Victor and Cynthia Leigh Dardynski  
417 Graff Lane  
Silt, CO 81652

Larry A. Grant  
83 County Road 261  
Silt, CO 81652

RMT, a Trust  
c/o Paul C. Currier and Cheryle E. Currier, Trustees  
244 Hutton Avenue  
Rifle, CO 81650

John P. and Ladonna J. Smith  
0830 250 Road  
Silt, CO 81652

Red Dog, LLC  
1011 Main Street  
Carbondale, CO 81623

Kelly Rae McKee  
755 County Road 261  
Silt, CO 81652

Jerry Keith Wade  
555 Graff Lane  
Silt, CO 81652

Robert L. and Joann M. Elderkin  
1513 County Road 250  
Silt, CO 81652

Lyle F. Parkes  
264 Ingersoll Lane  
Silt, CO 81652

Pamela J. Langstaff  
4606 Sego Lilly Court  
Pasco, WA 99301

Connie J. Ritter  
Post Office Box 423  
Silt, CO 81652

Eleanor M. Piffer  
c/o Douglas L. Piffer, A-I-F  
Post Office Box 69  
Silt, CO 81652

Robert M. and Barbara S. Ward  
2359 County Road 250  
Silt, CO 81652

Leanne Harvey  
1527 South Owens Street, #14  
Lakewood, CO 80232

Marilyn Brader  
681 Grant Street  
Denver, CO 80203

Billy Jean McBeth  
Post Office Box 58  
Silt, CO 81652

Christopher M. and Kathleen Bernat  
238 East Vista Drive  
Silt, CO 81652

Kenneth S. and Janice M. Lyons  
29 Mesa Circle  
Silt, CO 81652

Jim Mazuchi and Thomas W. Stuver, dba Sun Rise  
120 West 3<sup>rd</sup> Street  
Rifle, CO 81650

Aaron Ralston and Mary E. Griffith-Ralston  
1334 County Road 250  
Silt, CO 81652

E. Dorene Grieve Trust dated 12/05/2000, Kimberly Grieve-  
Persinger, Successor Trustee  
2300 North Parish Place  
Burbank, CA 91504

Richard Orton  
966 County Road 228  
Silt, CO 81652

Eric T. and Donna L. Boley  
1776 County Road 250  
Silt, CO 81652

Leanne Harvey and Marilyn Brader as Co-Trustees of the  
Trust for Michael D. Mayerle and Steven K. Mayerle and  
Nicholas P. Mayerle and Joshua A. Mayerle  
1527 South Owens Street, #14  
Lakewood, CO 80232

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## AFFIDAVIT OF MAILING

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

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 August \_\_\_\_, 2010, 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 August \_\_\_\_, 2010.

Witness my hand and official seal.

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

**Notary Public**