

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

IN THE MATTER OF AN APPLICATION TO )  
ESTABLISH FIELD RULES TO GOVERN ) CAUSE NO. 191  
OPERATIONS IN THE MAMM CREEK FIELD, )  
GARFIELD COUNTY, COLORADO. ) DOCKET NO. \_\_\_\_\_

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**APPLICATION**

Antero Resources Piceance Corporation (“Applicant”), by and through its undersigned attorneys, submits this Application to the Colorado Oil and Gas Conservation Commission (“Commission”) for an order establishing an approximate 30-acre drilling and spacing unit for development of and production from the Williams Fork and Iles Formations of the Mesaverde Group, comprised of the following lands:

Township 6 South, Range 92 West, 6th P.M.  
Section 16: W½NW¼NE¼, W½E½NW¼NE¼

Garfield County, Colorado (hereafter “Application Lands”).

In support of its Application, Applicant states and alleges as follows:

1. Applicant is a company duly authorized to conduct business in Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns a substantial leasehold interest in the Application Lands which are shown on Exhibit A attached hereto.
3. The Application Lands are subject to Commission Order 191-17, effective as of January 9, 2006. Under said order, the Commission approved 10-acre bottomhole well density for wells drilled to the Williams Fork Formation, with such wells to be drilled either vertically or directionally from no more than one pad located on a given quarter-quarter section, absent an exception approved by the Commission. Further, said order allowed the permitted wells to be located downhole anywhere upon the lands, but no closer than 100 feet from the outside boundary of the Application Lands, unless such boundary abuts or corners lands for which the Commission has not at the time of the well permit application granted the right to drill 10-acre density wells, in which event the wells may be drilled no closer than 200 feet to such abutting or cornering lands.
4. Applicant requests that the well density and well location provisions of Order 191-17 be extended to the Iles Formation on the condition that such Iles Formation wells shall be drilled and completed only in conjunction with the drilling and completion of wells in the Williams Fork Formation.
5. Applicant requests the formation of the described drilling unit in order that it may obtain an order of the Commission pooling the interests of those owners with whom Applicant has been unable to obtain a lease or other agreement to participate in the drilling of wells on the Application Lands.

6. In order to promote efficient drainage and orderly development of the Williams Fork and Iles Formations underlying the Application Lands, to prevent waste, and to protect correlative rights, the Commission should establish an approximate 30-acre drilling and spacing unit as requested herein, including therein the Iles Formation. A drilling and spacing unit of the specified size and configuration is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells.

6. The undersigned states that the interested parties to this Application are shown on Exhibit B attached hereto, that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, and that the Commission will be supplied with a certificate of service, per Rule 503.e.

7. Applicant agrees to be bound by the oral order of the Commission.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in October, 2011, that notice be given as required by law, and that upon such hearing this Commission enter its order consistent with Applicant's petition as set forth above.

Dated this \_\_\_ day of August, 2011.

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

By: \_\_\_\_\_

Kenneth A. Wonstolen  
William A. Keefe  
216 Sixteenth Street, Suite 1100  
Denver, Colorado 80202-5155  
kwonstolen@bwnergylaw.com

Applicant's Address:  
1625 17th Street, 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 the Landman for Antero Resources Piceance Corporation and that he has read the foregoing Amended 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, 2011.

Witness my hand and official seal.

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

## Exhibit B

### Interested Parties

Antero Resources Piceance Corporation 1625 17 <sup>th</sup> Street, Suite 300 Denver, CO 80202	Pollvogt Garfield LLLP 9324 North Paseo Palo Verde Casa Grande, AZ 85222	Leslie Dale McPherson and Jeanne L. McPherson 1859 County Road 344 Silt, CO 81652
ExxonMobil Oil Corporation Post Office Box 4610 Houston, TX 77210-4610	R & S McPherson LLLP 2065 County Road 311 New Castle, CO 81647	Barbara Fern Wiles 5428 Bobcat Street Frederick, CO 80504
B.J. McPherson LLLP c/o Lori Satterfield 7173 Pintail Drive Carlsbad, CA 92011	The McPherson Mineral Trust c/o Leslie Dale & Jeanne McPherson, Trustees 1859 County Road 322 Silt, CO 81652	Nancy Joyce Bird 17055 45-1/2 Road DeBeque, CO 81630
D & L McPherson LLLP Post Office Box 233 Craig, CO 81626-0233	Vernon P. Dedisse, Jr. 1863 Wazee Street, Apt. 3-C Denver, CO 80202-1250	Mary Ramona Walker 0703 County Road 250 Silt, CO 81652
Dixon Water Foundation Post Office Box 177 Marfa, TX 79843	Carolee Dent 30 Tierra Del Sol Edgewood, NM 87105	Rufus Craig Patch Post Office Box 43 Rifle, CO 81650
The Discovery Foundation 6060 North Central Expressway, Suite 305 Dallas, TX 75206	Del Jones 6814 Norvara Trail Spring, TX 77379	Robert Daniel Raley 6707 Mineral Drive San Diego, CA 92119
F & C McPherson LLLP 10351 3100 Road Lazear, CO 81420	Jerry and Christine Jones 9104 Jensen Court, NE Albuquerque, NM 87112	Phyllis Anita Scarrow 4756 County Road 309 Parachute, CO 81635
JG & MR McPherson LLLP 76 St. Andrews Circle Durango, CO 81301	Michael Jones Post Office Box 2631 Edgewood, NM 87015	Bonnie Pearl Hess 1397 North Challenger Drive Pueblo West, CO 81007
Janice M. Matticks Living Trust c/o Alpine Trust and Asset Management, Trustee 225 North 5 <sup>th</sup> Street Grand Junction, CO 81501	Paula Jones Special Needs Trust c/o Jerry Jones 9104 Jensen Court, NE Albuquerque, NM 87112	Errol Rufus Raley 844 20-1/2 Road Fruita, CO 81521
Clifford E. McPherson 41 Red Feather Drive New Castle, CO 81647	Colleen Nelson 439 Eisenhower Drive Louisville, CO 80027	Charles Allen Bagley 627 North Happy Valley Road Nampa, ID 83687
Donald L. McPherson Post Office Box 922 Meeker, CO 81641	Thomas Lee Wisdom 6830 Corntassel Drive Colorado Springs, CO 80911	George Eugene Bagley 6044 County Road 233 Silt, CO 81652
Kenneth W. McPherson 1055 Main Street Meeker, CO 81641	Garfield County Board of County Commissioners 108 8 <sup>th</sup> Street, Suite 213 Glenwood Springs, CO 81601	Susie Geiser 2780 143 <sup>rd</sup> Avenue, #70 Rapid City, SD 57701
Michael Warren McPherson 21103 State Highway 11 Barnsdall, OK 74002	Flat Tops, LLC Post Office Box 324 Lakeview, AR 72642	Lana Arleen Scott 6615 Kuna Road Kuna, ID 83634
		June Aleta McNamee 21007 North 124 <sup>th</sup> Avenue Sun City West, AZ 85275

Susan A. Powell  
451 Steirman Way  
Eagle, ID 83616

Shawn Clay  
125 West Gate Road, #89  
Box Elder, SD 57719

Meisner Revocable Living Trust  
c/o Donald F. & B. Natalie Meisner,  
Trustees  
40 Blackburn Place  
Ventura, CA 93004

Marylee Hoaglund  
10876 Melody Drive  
Northglenn, CO 80234

Luke Allen Bagley and June Bagley  
540 Crawford Lane  
Palisade, CO 81526

Paul Lewis Bagley  
401 County Road 266  
Silt, CO 81652

Frank Deyoe Green  
118 8<sup>th</sup> Street NW, Post Office Box 127  
Beulah, ND 58523

McClung Trust  
Stella Caroline McClung, Trustee  
4200 Summers Lane, #58  
Klamath Falls, OR 97603

Jerry D. Jones  
9104 Jensen Court, NE  
Albuquerque, NM 87112

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

Denice Brown  
Garfield County  
0375 County Road 352, Bldg 2060  
Rifle, CO 81650-8412

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

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AFFIDAVIT OF MAILING

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

Kenneth A. Wonstolen, 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 \_\_, 2011, 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 B to the Application.

\_\_\_\_\_  
Kenneth A. Wonstolen

Subscribed and sworn to before me this \_\_\_\_\_ day of August, 2011.

Witness my hand and official seal.

My commission expires:

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