

**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. _____

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 two (2) drilling and spacing units 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 11: S $\frac{1}{2}$ (approximately 320 acres)
Section 12: SW $\frac{1}{4}$ (approximately 160 acres)

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 191-72, effective as of January 25, 2010. Under said order, the Commission approved 10-acre bottomhole well density for wells drilled to the Williams Fork and Iles Formations, 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. Further, wells to the Iles Formation were authorized only in conjunction with wells to the Williams Fork Formation.
4. In addition, Order 191-72 established three (3) approximately 320-acre standup drilling units comprised, respectively, of the W $\frac{1}{2}$ and E $\frac{1}{2}$ of Section 11, and the W $\frac{1}{2}$ of Section 12. Applicant requests the vacation of these drilling units.

5. Applicant avers that the establishment of the requested drilling units better conforms to the expected location of well pads and the pattern of mineral ownership underlying 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 vacate the existing drilling units covering the Application Lands, and instead establish two (2) new drilling and spacing unit as requested herein. Drilling and spacing units of the specified size and configuration are not smaller than the maximum area that can be economically and efficiently drained by the authorized wells therein.

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: _____
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Applicant's Address:
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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:_____

Notary Public

Exhibit B

Interested Parties

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**BEFORE THE OIL & 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. _____

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