

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

IN THE MATTER OF THE PROMULGATION AND  
ESTABLISHMENT OF FIELD RULES GOVERNING  
OPERATIONS IN THE MAMM CREEK FIELD,  
GARFIELD COUNTY, COLORADO

CAUSE NO. 191

DOCKET NO.

**APPLICATION**

COMES NOW Antero Resources Piceance Corporation ("Applicant"), by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests for the development of the Williams Fork and Iles Formations on the following described lands:

Township 6 South, Range 92 West, 6th P.M.  
Section 16: SW 1/4

Garfield County, Colorado

(hereinafter "Application Lands")

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

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns leasehold interests in a substantial portion of the Application Lands.
3. The Commission entered Order No's. 191-25 and 191-27, both effective June 5, 2006, establishing a 160-acre drilling and spacing unit comprised of the Application Lands, and allowing the drilling of up to 16 wells (bottom-hole density of one per 10 acres) for the production of oil, gas and associated hydrocarbons from the Williams Fork and Iles Formations ("the Formations").
4. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530, seeks an order retroactively pooling all interests in the Application Lands for the development of the Formations, including any nonconsenting interests therein.
5. Applicant requests that the Commission's pooling order be made effective as of the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the Burkle A11 well (spud on August 12, 2007) on the Application Lands.
6. Applicant has, heretofore, been unable to pool the interests in the Application Lands due to the presence of an unleased parcel under putative federal ownership. At this time, the parcel has been leased to Applicant by the Bureau of Land Management. Issuance of the requested pooling order will allow Applicant to communitize the federal parcel and release suspended funds attributable thereto.

7. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the well, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

8. In order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Formations, including any nonconsenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing at the next available opportunity, notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Retroactively pooling all interests in the Application Lands for the development of the Williams Fork and Iles Formations.

B. Providing that the Commission's pooling order is made effective as of the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the Burkle A11 well on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Burkle A11 well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in March, 2012, notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: January 4, 2012

By: \_\_\_\_\_  
Kenneth A. Wonstolen  
Beatty & Wozniak, P.C.  
216 Sixteenth Street-Suite 1100  
Denver, CO 80202-5115

Address of Applicant

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

**VERIFICATION**

STATE OF COLORADO                    )  
  )     ss.  
COUNTY OF DENVER                 )

Brian 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.

\_\_\_\_\_  
Brian Wade

Subscribed and sworn to before me this \_\_\_\_\_ day of January, 2012.

Witness my hand and official seal.

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

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

## EXHIBIT A

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

2 Quiat, LLC  
1873 South Bellaire Street, #900  
Denver, CO 80222

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

Bar Seven L, LLC  
Post Office Box 1185  
Rifle, CO 81650

Bay Minerals, LLC  
1129 Pennsylvania Street  
Denver, CO 80203

BJJ Partners  
1129 Pennsylvania Street  
Denver, CO 80203

ExxonMobil Oil Corporation  
Post Office Box 4610  
Houston, TX 77210-4610

Fossen, Sheila Enterprises  
1024 Thorncreek Court  
Thornton, CO 80241

Gentry, J. and Carol L.  
Post Office Box 1300  
Rifle, CO 81650

Hajicek, Marilyn S.  
2980 South Newcombe Way  
Lakewood, CO 80227

Huttner, Mark A. and Cathlyn J.  
21427 East Ottawa Circle  
Aurora, CO 80016

Kathleen P. Collins 2008 Revocable Trust  
c/o Kathleen P. Collins, Trustee  
3266 Nancy Court  
Merced, CA 95340

Left Hand Resources, LLC  
1873 South Bellaire Street, #900  
Denver, CO 80222

Magic M & R LLC  
1720 South Bellaire, Suite 1209  
Denver, CO 80222

MAP2003-NET  
c/o Carolyn L. Frans, Attorney-In-Fact  
101 North Robinson, Suite 1000  
Oklahoma City, OK 73102

Peterson, Kristine M.  
2525 S Wadsworth Blvd, Suite 303  
Lakewood, CO 80227-4346

Quiat, Marshall. Estate of  
c/o June F. Bourrillion, PR  
Post Office Box 200878  
Denver, CO 80220-0878

Sweeny, Margaret Mary  
3654 Northwood Drive  
Castro Valley, CA 94546

USA Dept of Interior, Bureau of Reclamation  
c/o Carol DeAngelis, Area Manager  
2764 Compass Drive  
Grand Junction, CO 81506-8744

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

Dolphin Energy Corporation  
1331 17th Street, Suite 1050  
Denver, CO 80202

Mimonte, LLC  
Post Office Box 3358  
Englewood, CO 80155

Devon Energy Production Company, LP  
1500 Mid-America Tower  
20 North Broadway  
Oklahoma City, OK 73102

B.J. McPherson LLLP  
c/o Lori Satterfield  
7173 Pintail Drive  
Carlsbad, CA 92011

Bagley, Charles Allen  
627 North Happy Valley Road  
Nampa, ID 83687

Bagley, George Eugene  
6044 County Road 233  
Silt, CO 81652

Bagley, Luke Allen  
540 Crawford Lane  
Palisade, CO 81526

Bagley, Paul Lewis  
401 County Road 266  
Silt, CO 81652

Bird, Nancy Joyce  
17055 45-1/2 Road  
DeBeque, CO 81630

Bishop of Pueblo, The  
1001 North Grand Avenue  
Pueblo, CO 81003

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

Eileen M. Peckham Living Trust  
c/o Eileen M. Peckham, Trustee  
3835 Deer Ridge Lane  
Auburn, CA 95602-7614

Flat Tops, LLC  
Post Office Box 324  
Lakeview, AR 72642

Gieser, Susie  
2780 143rd Avenue, #70  
Rapid City, SD 57701

Gorrell, James F. Estate  
c/o Marjorie F. Gorrell, PR  
572 West Sunnyside Avenue  
Campbell, CA 95008

The Gorrell Family Living Trust  
c/o William L. and Joyce E. Gorrell, Trustees  
5795 Minden Drive  
Salt Lake City, UT 84121

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

Hess, Bonnie Pearl  
1397 North Challenger Drive  
Pueblo West, CO 81007

Hoaglund, Marylee  
10876 Melody Drive  
Northglenn, CO 80234

Janice Marie Matticks Living Trust  
c/o Alpine Trust & Asset  
Management, Trustee  
225 North 5th Street  
Grand Junction, CO 81501

JG & MR McPherson  
76 St. Andrews Circle  
Durango, CO 81301

McClung Trust  
c/o Stella Caroline McClung, Trustee  
4200 Summers Land, #58  
Klamath Falls, OR 97603

McNamee, June A.  
21007 North 124th Avenue  
Sun City West, AZ 85275

McPherson, Clifford E.  
41 Red Feather Drive  
New Castle, CO 81647

McPherson, Donald L.  
Post Office Box 922  
Meeker, CO 81641

McPherson, Kenneth W.  
1055 Main Street  
Meeker, CO 81641

McPherson, Leslie Dale and Jeanne L.  
1859 County Road 344  
Silt, CO 81652

McPherson, Michael Warren  
21103 State Highway 11  
Barnsdall, OK 74001

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

Mincer Properties, LLC  
c/o Phyllis A. Joslin, Mgr  
Post Office Box 850  
Glenwood Springs, CO 81602

Patch, Rufus Craig  
Post Office Box 43  
Rifle, CO 81650

Powell, Susan A.  
451 Stierman Way  
Eagle, ID 83616

Raley, Errol Rufus  
844 20-1/2 Road  
Fruita, CO 81521

Raley, Robert Daniel  
6707 Mineral Drive  
San Diego, CA 92119

Scarrow, Phyllis Anita  
4756 County Road 309  
Parachute, CO 81635

Scott, Lana A.  
6615 Kuna Road  
Kuna, ID 83634

Walker, Mary Ramona  
0703 County Road 250  
Silt, CO 81652

Wiles, Barbara Fern  
5428 Bobcat Street  
Frederick, CO 80504

Wisdom, Thomas Lee  
6830 Corntassel Drive  
Colorado Springs, CO 80911

Altman, Devra L.  
2020 East 4th Avenue  
Denver, CO 80206

Altman, Richard & Company  
1801 Broadway, Suite 350  
Denver, CO 80202

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

Bruner, Marc A.  
c/o Patton Boggs LLP  
1660 Lincoln Street, Suite 1900  
Denver, CO 80264

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

ExxonMobil Oil Corporation  
Post Office Box 4610  
Houston, TX 77210-4610

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

Global Project Finance AG  
c/o Patton Boggs LLP  
1660 Lincoln Street, Suite 1900  
Denver, CO 80264

Huckleberry Minerals, LLC  
15250 Emporia Street  
Brighton, CO 80602

JLW Investments, LLC  
2432 West 82nd Place, Suite 1  
Westminster, CO 80031

JTE Finanz AG  
c/o Patton Boggs LLP  
1660 Lincoln Street, Suite 1900  
Denver, CO 80264

Malu Lani Oil & Gas Company, Inc.  
Post Office Box 621128  
Littleton, CO 80162-1128

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

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

Weller, Steven W.  
11547 Riverview Drive  
Houston, TX 77077

Weller, Toni L.  
7041 Whisperfield Drive  
Plano, TX 75024

WYOTEX Oil Company  
Post Office Box 36157  
Denver, CO 80236

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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, and that on or before January 11, 2012 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.

Kenneth A. Wonstolen

Subscribed and sworn to before me January 4, 2012.

Witness my hand and official seal.

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

Notary Public