

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

IN THE MATTER OF THE PROMULGATION AND)	CAUSE NOS. 191, 510 and 523
ESTABLISHMENT OF FIELD RULES TO GOVERN)	
OPERATIONS IN THE MAMM CREEK FIELD,)	DOCKET NO. 0901-SP-03
GARFIELD COUNTY, COLORADO)	

NOTICE OF HEARING

TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

On October 31, 2005, the Commission issued Order No. 510-16, which among other things, established well density and setback rules for the production of gas and associated hydrocarbons from the Williams Fork Formation of the Mesaverde Group, with the permitted well to be located no closer than 100 feet for certain lands, including portions of Sections 11, 12, 13 and 14, Township 6 South, Range 93 West, 6th P.M. and Sections 7, 8 and 18, Township 6 South, Range 92 West, 6th P.M.

On October 31, 2005, the Commission issued Order No. 523-2, which among other things, established 320-acre drilling and spacing units for the N½ of Sections 14 and 15 and the S½ of Sections 9 and 10, Township 6 South, Range 92 West, 6th P.M., for production of gas and associated hydrocarbons from the Williams Fork Formation of the Mesaverde Group.

On January 9, 2006, corrected February 28, 2006, the Commission issued Order No. 191-13, which among other things, established a 320-drilling and spacing unit for the S½ of Section 13, Township 6 South, Range 93 West, 6th P.M., and an approximate 260-acre drilling and spacing unit for the S½ of Section 18, Township 6 South, Range 92 West, 6th P.M., for the production of gas from Williams Fork Formation of the Mesaverde Group.

On January 9, 2006, corrected February 28, 2006, the Commission issued Order No. 191-14, which among other things, established 320-drilling and spacing units for the N½ of Sections 13 and 14, Township 6 South, Range 93 West, 6th P.M., for the production of gas from the Williams Fork Formation of the Mesaverde Group.

On January 9, 2006, the Commission issued Order No. 191-17, which among other things, established well location and setback rules applicable to drilling and production in the E½ NE¼ and the NW¼ NE¼ of Section 16, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork Formation.

On April 24, 2006, the Commission issued Order No. 191-24, which among other things, established 320-drilling and spacing units for the S½ of Sections 15 and 17, the N½ of Section 17, a 160-acre drilling and spacing unit for the SW¼ of Section 14, an 80-acre drilling and spacing unit for the N½ SE¼, and a 40-acre drilling and spacing unit for the SW¼ SE¼ of Section 14, all in Township 6 South, Range 92 West, 6th P.M., for the production of gas from the Williams Fork Formation of the Mesaverde Group.

On June 5, 2006, the Commission issued Order No. 191-25, which among other things, established various 320-acre, 260-acre, 160-acre, 80-acre and 40-acre drilling and spacing units for certain lands in Townships 5 and 6 South, Range 92 West, 6th P.M., and Township 6 South, Range 93 West, 6th P.M., and allowed the equivalent of one (1) well per 10 acres, with the permitted well to be located no closer than 100 feet from the unit boundary, for the production of gas and associated hydrocarbons from the Iles Formation.

On June 5, 2006, the Commission issued Order No. 191-27, which among other things, established a 160-acre drilling and spacing unit for the SW¼ and two (2) 40-acre drilling and spacing units for the NW¼ SE¼ and the SE¼ SE¼, all in Section 16, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork Formation of the Mesaverde Group, and allowed the equivalent of one well per 10 acres to be drilled on said units, with the permitted well to be located no closer than 100 feet from the boundaries of the unit.

On September 18, 2006, the Commission issued Order No. 191-34, which among other things, established various drilling and spacing units for the below-listed lands, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

Township 6 South, Range 92 West, 6th P.M.
Section 8: S½ SW¼
Section 16: NW¼
Section 16: SW¼ NE¼
Section 23: NW¼ NE¼ and NE¼ NW¼ (80-acre drilling and spacing unit)

On October 23, 2006, the Commission issued Order No. 191-38, which among other things, established an approximate 50.23-acre drilling and spacing unit for the N½ N½ of Section 7, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On October 23, 2006, the Commission issued Order No. 191-39, which among other things, vacated the 320-acre drilling and spacing unit for the S½ of Section 11, Township 6 South, Range 93 West, 6th P.M from the provisions of Order Nos. 191-15 and 191-25, and established two (2) 160-acre drilling and spacing units consisting of the SE¼ and SW¼ of Section 11, Township 6 South, Range 93 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On November 27, 2006, the Commission issued Order No. 191-40, which among other things, established an approximate 223.578-acre drilling and spacing unit for certain lands in the N½ of Section 18, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations of the Mesaverde Group.

On January 8, 2007, the Commission issued Order No. 191-43, which among other things, established an approximate 320-acre drilling and spacing unit consisting of the S½ of Section 6, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On February 12, 2007, the Commission issued Order No. 191-45, which among other things, established an approximate 130.805 acre drilling and spacing unit for certain lands in the N½ of Section 8 in Township 6 South, Range 95 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations, and allowed the equivalent of one well per ten acres to be drilled and produced on said unit.

On March 26, 2007, the Commission issued Order No. 191-48, which among other things, established an approximate 320-acre drilling and spacing unit consisting of the S½ of Section 1, Township 6 South, Range 93 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On July 23, 2007, the Commission issued Order No. 191-50, which among other things, established an approximate 160-acre drilling and spacing unit for the SW¼ of Section 14, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Iles Formation.

On July 23, 2007, the Commission issued Order No. 191-52, which among other things, established an approximate 195-acre drilling and spacing unit for certain lands in Section 8, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On October 2, 2007, the Commission issued Order No. 191-53, which among other things, established an approximate 48.55-acre drilling and spacing unit consisting of Lot 1, Section 19, Township 6 South, Range 92 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On July 15, 2008, the Commission issued Order No. 191-54, which among other things, vacated provisions in Order Nos. 191-15 and 191-25 which established a 320-acre drilling and spacing unit consisting of the N½ of Section 11, Township 6 South, Range 93 West, 6th P.M., established three (3) drilling and spacing units in the N½ of said Section 11, and continued to allow the equivalent of one well per 10 acres, with the permitted well to be located no closer than 100 feet from the unit boundary, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On December 9, 2008, the Commission issued Order No. 191-58 which among other things, vacated Order No. 191-37, which had established a 186.3-acre drilling and spacing unit, and established an approximate 154.36-acre and an approximate 36.845-acre drilling and spacing unit for certain lands in the N½ of Section 12, Township 6 South, Range 93 West, 6th P.M., and continued to allow the equivalent of one well per 10 acres, with the permitted well to be located no closer than 100 feet from the unit boundary, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations.

On November 21, 2008, Antero Resources Piceance Corporation, by its attorney, filed with the Commission a verified application for an order to establish various drilling and spacing units as listed below, consistent with those established for the Williams Fork and Iles Formations, for the production of gas and associated hydrocarbons from the Mancos Group, which is comprised of the stratigraphic equivalent of the Mancos Shale, the Niobrara Formation and the Mowry Shale. In addition, the order should allow one well per 10 acres, with the permitted well to be located identical to the setbacks established for the Iles Formation, no closer than 100 feet to the boundary of the unit or no closer than 400 feet from the boundary of the unit for lands not approved for 10-acre density:

Township 6 South, Range 92 West, 6th P.M.

- Section 6: SE $\frac{1}{4}$, Lot 5 (48.07 acres), Lot 6 (48.16 acres); Otherwise described as the S $\frac{1}{2}$ of Section 6
- Section 7: N $\frac{1}{2}$ N $\frac{1}{2}$; more particularly described as follows: Beginning at the Northwestern corner of Section 7; thence South 00°52'12" West a distance of 938.2 feet; thence North 78°47' East a distance of 2001.30 feet; thence North 6°20' East a distance of 55.90 feet; thence North 89°39' East a distance of 1024.80 feet; thence North a distance of 154.30 feet; thence South 88°52' East a distance of 1253.40 feet; thence North 00°52'48" East 261 feet; thence North 88°40'12" West a distance of 4240.5 feet to the point of beginning. Containing 50.23 acres more or less.
- Section 8: S $\frac{1}{2}$ SW $\frac{1}{4}$
- Section 8: Lot 8, Lot 9, NE $\frac{1}{4}$ SE $\frac{1}{4}$ and S $\frac{1}{2}$ SE $\frac{1}{4}$
- Section 8: That part of Section 8 lying in the N $\frac{1}{2}$ of said Section 8 more particularly described as follows: Beginning at the Northwestern corner of Section 8; thence South 01°03' West a distance of 811.7 feet to a point South of the Colorado River Meander Land; thence continuing along said Meander Land following twenty-five (25) courses: North 67°05' East a distance of 679.3 feet; thence North 76°22' East a distance of 141.3 feet; thence South 78°14' East a distance of 102 feet; thence North 71°34' East a distance of 52.6 feet; thence South 86°40' East a distance of 429.2 feet; thence South 55°59' East a distance of 200.8 feet; thence South 85°26' East a distance of 104.3 feet; thence North 87°43' East a distance of 104.1 feet; thence South 43°29' East a distance of 894.6 feet; thence North 77°28' West a distance of 76.70 feet; thence South 65°55' East a distance of 464.9 feet; thence South 75°57'36" East a distance of 169.2 feet; thence South 76°37' East a distance of 185.8 feet; thence South 72°55' East a distance of 200.8 feet; thence South 86°05' East a distance of 159.1 feet; thence South 87°46' East a distance of 246.5 feet; thence North 83°00' East a distance of 157.1 feet; thence North 82°23' East a distance of 121.5 feet; thence North 75°19' East a distance of 342.4 feet; thence North 72°45'36" East a distance of 249.2 feet; thence North 54°41'24" East a distance of 241.4 feet; thence North 71°24' East a distance of 153.1 feet; thence North 70°51' East a distance of 188.6 feet; thence North 73°36'36" East a distance of 290.9 feet; thence North 69°44' East a distance of 23.4 feet; thence leaving said Meander Land North 00°43'12" East along the Easterly line of Section 8 a distance of 1001 feet; thence North 88°47'59" West along the Northerly line of Section 8 a distance of 5291.7 feet to the point of beginning. Containing 130.805 acres more or less.
- Section 9: S $\frac{1}{2}$
- Section 10: S $\frac{1}{2}$
- Section 14: N $\frac{1}{2}$
- Section 14: SW $\frac{1}{4}$
- Section 14: N $\frac{1}{2}$ SE $\frac{1}{4}$
- Section 14: SW $\frac{1}{4}$ SE $\frac{1}{4}$
- Section 15: N $\frac{1}{2}$
- Section 15: S $\frac{1}{2}$
- Section 16: SE $\frac{1}{4}$ SE $\frac{1}{4}$
- Section 16: NW $\frac{1}{4}$ SE $\frac{1}{4}$
- Section 16: SW $\frac{1}{4}$
- Section 16: SW $\frac{1}{4}$ NE $\frac{1}{4}$
- Section 16: NW $\frac{1}{4}$
- Section 17: N $\frac{1}{2}$
- Section 17: S $\frac{1}{2}$
- Section 18: SE $\frac{1}{4}$, Lot 3 (48.52 acres), Lot 4 (48.56 acres); Otherwise described as the S $\frac{1}{2}$ of Section 18
- Section 18: Part of the N $\frac{1}{2}$ more particularly described as: A parcel of land in the N $\frac{1}{2}$ of Section 18, Township 6 South, Range 92 West, 6th P.M. beginning 445.03 feet south of the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of said section; thence south 00° 34' 00" East a distance of 362.60 feet; thence south 519.00 feet; thence south 1320.00 feet; thence west 4260.91 feet; thence North 70° 50' 00" East a distance of 471.60 feet; thence South 89° 30' 00" East a distance of 300.00; thence South 76° 42' 00" east a distance of 1128.10 feet; thence south 76° 42' 00" east a distance of 1128.10 feet; thence South 89° 30' 00" east a distance of 2085.20 feet; thence south 89° 59' 00" east a distance of 181.30 feet; thence south 89° 58' 00" east a distance of 150.5 feet to the point of beginning.
- Section 19: Lot 1

Township 6 South, Range 93 West, 6th P.M.

- Section 1: S½
- Section 11: SE¼
- Section 11: E½ NE¼
- Section 12: All that part of Section 12, Township 6 South, Range 93 West, 6th Principal Meridian, lying in the N½ of said Section more particularly described as follows: Commencing at a point which bears North 89° 08' 35" West a distance of 1525.88 feet from the NE/C of Section 12, the point of beginning; thence North 88° 47' 46" West a distance of 3710.54 feet; thence South 01° 24' 28" West a distance of 2311.22 feet; thence North 70° 28' 03" East a distance of 763.97 feet; thence North 75° 57' 40" East a distance of 813.12 feet; thence North 78° 30' 55" East a distance of 2160.49 feet; thence North 77° 41' 31" East a distance of 381.56 feet; thence North 00° 30' 04" West a distance of 599.27 feet; thence North 88° 31' 17" West a distance of 229.48 feet; thence North 00° 11' 49" East a distance of 663.22 to the point of beginning. Containing 154.377 acres more or less.
- Section 12: All that part of Section 12, Township 6 South, Range 93 West, 6th Principal Meridian, lying in the NE¼ of said Section more particularly described as follows: Commencing at a point on the NE/C of Section 12, the point of beginning; thence South 00° 32' 18" West a distance of 938.55 feet; thence South 78° 27' 55" West a distance of 1310.58 feet; thence North 00° 30' 04" West a distance of 599.27 feet; thence North 88° 31' 17" West a distance of 229.48 feet; thence North 00° 11' 49" East a distance of 663.22 feet; thence South 89° 08' 35" East a distance of 1525.88 feet to the point of beginning. Containing 36.845 acres more or less.
- Section 13: S½
- Section 13: N½
- Section 14: N½

Relaxed Setback Areas

Township 6 South, Ranges 92 and 93 West, 6th P.M.

- Portions of Section 12 of Township 6 South, Range 93 West, as well as portions of Sections 7, 8 and 18 of Township 6 South, Range 92 West, described as follows:

A tract of land beginning at the Southwestern corner of Section 12, Township 6 South, Range 93 West, 6th P.M.; thence North 64°50'20" East a distance of 2975 feet; thence North 66°30' East a distance of 300.70 feet; thence North 69°53' East a distance of 453.30 feet; thence North 75°31' East a distance of 551.10 feet; thence North 78°41' East a distance of 764.30 feet; thence North 78°10' East a distance of 379.80 feet; thence North 82°34' East a distance of 278.10 feet; thence North 78°01' East a distance of 1011.30 feet; thence North 77°24' East a distance of 1677.20 feet to a point on the East line of Section 12; thence North 78°47' East a distance of 2001.30 feet; thence North 6°20' East a distance of 55.90 feet; thence North 89°39' East a distance of 1024.80 feet; thence North a distance of 154.30 feet; thence South 88°52' East a distance of 1253.40 feet; thence South 0°49' West a distance of 432.20 feet; thence North 67°05' East a distance of 673 feet; thence North 76°22' East a distance of 141.30 feet; thence South 78°14' East a distance of 102 feet; thence North 71°34' East a distance of 52.60 feet; thence South 86°40' East a distance of 429.20 feet; thence South 55°59' East a distance of 200.80 feet; thence South 85°26' East a distance of 104.30 feet; thence North 87°43' East a distance of 104.10 feet; thence South 43°29' East a distance of 894.60 feet; thence North 77°28' West a distance of 76.70 feet; thence South 65°55' East a distance of 425.90 feet; thence South 01°04' West a distance of 1354 feet; thence South 89°16' East a distance 1314.80 feet; thence South 0°43' West a distance of 1319 feet; thence North 88°59' West a distance of 3978 feet to a point along the Westerly line of Section 8; thence South 0°48' West a distance of 1771.90 feet; thence North 83°25' West a distance of 160 feet; thence North 1°04' East a distance of 1722.50 feet to a point South of the Colorado River Meander Land; thence continuing along said Meander Land following twenty-three (23) courses: North 34°34' West a distance of 341.30 feet; thence West a distance of 49.40 feet; thence North 5°43e 62 feet; thence North 37°52' West a distance of 211.20 feet; thence North 83°03' West a distance of 255 feet; thence North 62°06' West a distance of 237.50 feet; thence North 75°01' West a distance of 453.70 feet; thence South 84°14' West a distance of 552.20 feet; thence North a distance of 30.90 feet; thence North 81°52' West

a distance of 567.50 feet; thence South 48°49' West a distance of 129.70 feet; thence South 54°07' West a distance of 141.50 feet; thence South 59°37' West a distance of 164 feet; thence South 71°14' West a distance of 136.60 feet; thence South 72°59' West a distance of 125 feet; thence South 83°29' West a distance of 86 feet; thence South 87°08' West a distance of 146.60 feet; thence South 72°02' West a distance of 94.90 feet; thence South 80°06' West a distance of 156.10 feet; thence South 54°10' West a distance of 270.90 feet; thence South 81°02' West a distance of 93.90 feet; thence South 70°49' West a distance of 118.80 feet; thence South 31°13' West a distance of 390.90 feet. Thence leaving said Meander Land South 01°04' West along Westerly line of Section 7 a distance of 1050.20 feet; thence North 88°50'17" West a distance of 5525 feet to the point of beginning.

Township 6 South, Range 92 West, 6th P.M.

- Section 16: E½ NE¼, NW¼ NE¼

NOTICE IS HEREBY GIVEN, that the Oil and Gas Conservation Commission of the State of Colorado, pursuant to the above, has scheduled the above-entitled matter for hearing on:

Date: Tuesday, January 13, 2009
Wednesday, January 14, 2009

Time: 9:00 a.m.

Place: Suite 801, The Chancery Building
1120 Lincoln Street
Denver, Colorado 80203

In accordance with the Americans with Disabilities Act, if any party requires special accommodations as a result of a disability for this hearing, please contact Margaret Humecki at (303) 894-2100 ext. 139, prior to the hearing and arrangements will be made.

Pursuant to said hearing in the above-entitled matter at the time and place aforesaid, or at any adjourned meeting, the Commission will enter such orders as it deems appropriate to protect the health, safety and welfare of the public and to prevent the waste of oil and gas, either or both, in the operations of said field, and to carry out the purposes of the statute.

In accordance with Rule 509., any interested party desiring to protest the granting of the application or to intervene on the application should file with the Commission a written protest or intervention no later than December 30, 2008, briefly stating the basis of the protest or intervention. Such interested party shall, at the same time, serve a copy of the protest or intervention to the person filing the application. An original and 13 copies shall be filed with the Commission. **Anyone who files a protest or intervention must be able to participate in a prehearing conference during the week of December 29, 2008.** Pursuant to Rule 503.f., if a party who has received notice under Rule 503.b. wishes to receive further pleadings in the above-referenced matter, that party must file a protest or intervention in accordance with these rules. In accordance with the practices of the Commission, should no protests or interventions be filed in this matter by **December 30, 2008, the Applicant may request that an administrative hearing be scheduled during the week of December 29, 2008.** In the alternative, pursuant to Rule 511.b., if the matter is uncontested, the applicant may request, and the Director may recommend approval on the basis of the merits of the verified application and the supporting exhibits.

IN THE NAME OF THE STATE OF COLORADO

OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

By _____
Patricia C. Beaver, Secretary

Dated at Suite 801
1120 Lincoln Street
Denver, Colorado 80203
December 12, 2008

Attorney for Applicant:
William A. Keefe, P.C.
Beatty & Wozniak
216 Sixteenth Street, Suite 1100
Denver, CO 80202
(303) 407-4499