

SURFACE USE AND EASEMENT AGREEMENT

THIS AGREEMENT ("Agreement") is made and entered into this 20th day of April, 2010, ("Effective Date") by and between Fred Frei and Janet Frei, Managers of JFN Management, LLC and Fred Frei and Janet Frei, General Partners of the Frei Family Limited Partnership, whose address is 287 Mid Valley Drive, New Castle, CO 81647, hereinafter called "Owner", and Antero Resources Piceance Corporation, whose address is 1625 17th Street, Denver, Colorado 80202, hereinafter called "Operator".

WHEREAS, the Owner is the owner of the surface of the lands described on Exhibit A attached hereto and made a part hereof for all purposes ("Lands");

WHEREAS, Operator desires to utilize specific portions of the Lands for the operations hereafter described, and Owner desires to allow such utilization;

WHEREAS, Owner and Operator desire to enter into this Agreement to stipulate the terms and conditions under which Owner will permit use of specific portions the Lands by Operator.

NOW, THEREFORE, in consideration of ten dollars (\$10.00) and other good and valuable consideration in hand paid, receipt of which is hereby acknowledged, Owner and Operator agree as follows:

1. **Surface Ownership.** Operator desires to explore for and produce oil and gas and associated hydrocarbons on property owned by Owner and described on Exhibit A attached hereto and made a part hereof for all purpose.
2. **Grant of Easement.** Owner hereby grants to Operator a right-of-way and easement on, over, through and across

- REDACTED -

In witness whereof, Owner and Operator have executed this Agreement effective 10th day of March, 2010 regardless of the date of execution.

OWNER:

Frei Family Limited Partnership
JFN Management, LLC

By: Fred Frei
Fred Frei, Manager of JFN Management, LLC
General Partner of the Frei Family Limited Partnership

By: Janet Frei
Janet Frei, Manager of JFN Management, LLC
General Partner of the Frei Family Limited Partnership

OPERATOR:

Antero Resources Piceance Corporation

By: Brian A. Kuhn, Vice President

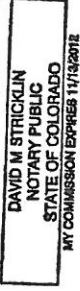
ACKNOWLEDGMENTS

STATE OF COLORADO § § §
COUNTY OF GARFIELD

The foregoing instrument is acknowledged before me, a notary public, this 7th day of MAY, 2010, by Fred Frei and Janet Frei as Managers of JFN Management, LLC and General Partners of the Frei Family Limited Partnership.

Witness my hand and official seal.

My commission expires: May 13, 2012



[Signature]
Notary Public

STATE OF COLORADO § § §
COUNTY OF DENVER

The foregoing instrument is acknowledged before me, a notary public, this ____ day of _____, 2010 by Brian A. Kuhn as Vice President of Antero Resources Piceance Corporation on behalf of said corporation.

Witness my hand and official seal.

My commission expires: _____

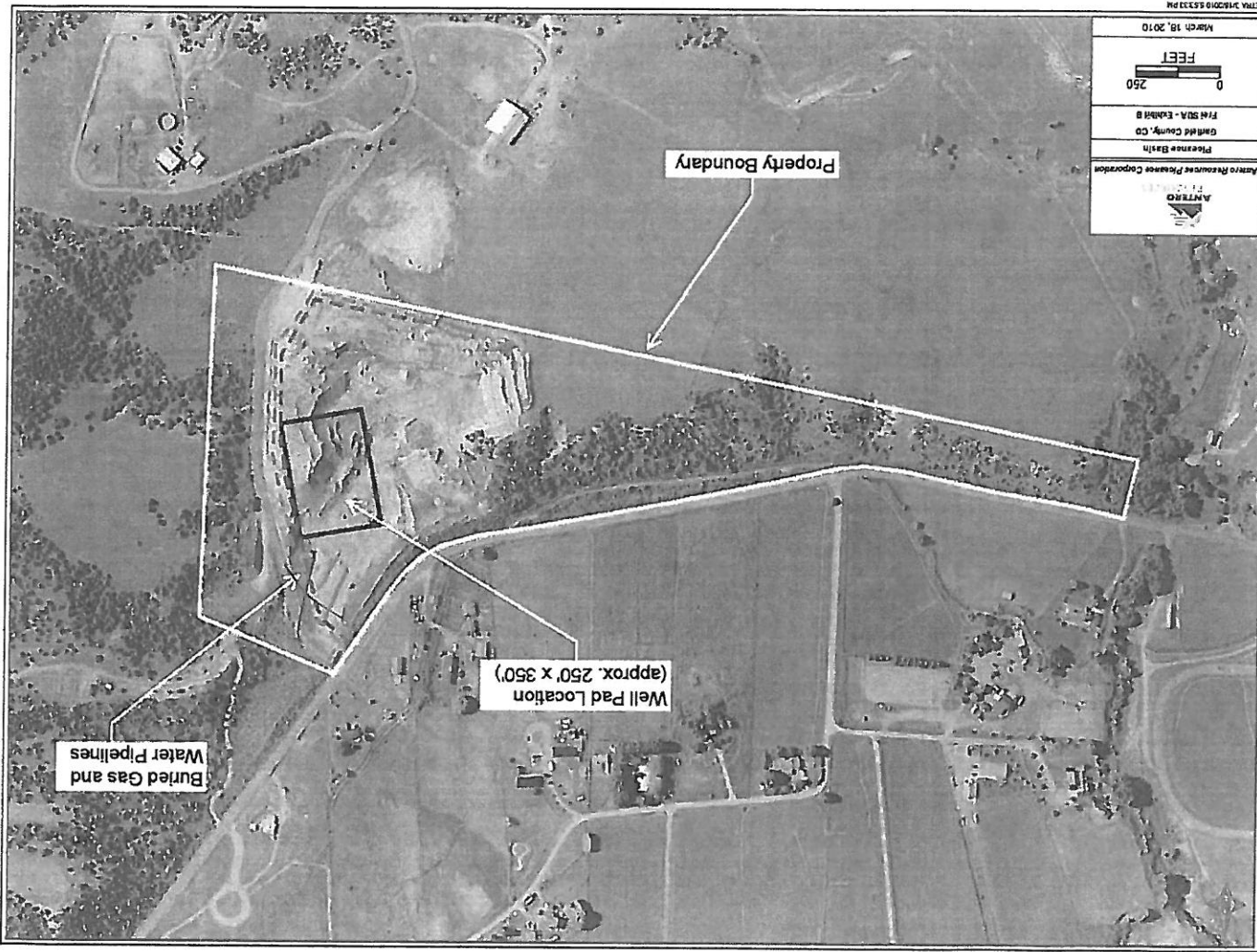


EXHIBIT A
DESCRIPTION OF LANDS
SECTION 7, TOWNSHIP 6 SOUTH, RANGE 91 WEST
GARFIELD COUNTY, COLORADO

A parcel of land situated in the SW/4SW/4 described as follows:

Beginning at the South Quarter Corner of Section 7, a stone in place, thence South 89° 39' 18" West along the Southerly line of Section 7 a distance of 1300.83 feet to the West Sixteenth Corner between Section 7 and 8, a rebar and cap in place, the true point of beginning, thence North 78° 37' 21" West a distance of 2592.23 feet, thence North 00° 00' 00" West a distance of 181.12 feet to a point on the Southerly right-of-way of County Road Number 335, thence South 79° 44' 03" East along said right-of-way a distance of 419.70 feet, thence continuing along said right-of-way along the arc of a curve to the left having a radius of 345.25 feet and a central angle of 22° 57' 08" a distance of 138.30 feet (chord bears North 88° 43' 23" East a distance of 137.38 feet), thence continuing along said right-of-way North 77° 14' 49" East a distance of 1141.43 feet, thence continuing along said right-of-way along the arc of a curve to the left having a radius of 382.48 feet, a central angle of 43° 05' 29" a distance of 287.66 feet (chord bears North 55° 42' 05" East a distance of 280.93 feet), thence continuing along said right-of-way North 34° 09' 20" East a distance of 338.60 feet, thence South 68° 14' 08" East a distance of 476.44 feet to a point on the Easterly line of the SW/4 SW/4, a rebar and cap, thence South 00° 39' 13" East along said Easterly line a distance of 1135.13 feet to the true point of beginning