



west virginia department of environmental protection

Office of Oil and Gas
601 57th Street SE
Charleston, WV 25304
(304) 926-0450
(304) 926-0452 fax

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

PERMIT MODIFICATION APPROVAL

February 23, 2016

ANTERO RESOURCES CORPORATION
1615 WYNKOOP STREET
DENVER, CO 80202

Re: Permit Modification Approval for API Number 1706401, Well #: KNIGHT UNIT 1H

Extend lateral

Oil and Gas Operator:

The Office of Oil and Gas has reviewed the attached permit modification for the above referenced permit. The attached modification has been approved and well work may begin. Please be reminded that the oil and gas inspector is to be notified twenty-four (24) hours before permitted well work is commenced.

Please call James Martin at 304-926-0499, extension 1654 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Gene Smith', is written above the word 'For'.

Gene Smith
Assistant Chief of Permitting
Office of Oil and Gas

Promoting a healthy environment.



February 11, 2016

Antero Resources
1615 Wynkoop Street
Denver, CO 80202
Office 303.357.7310
Fax 303.357.7315

West Virginia Department of Environmental Protection
Office of Oil and Gas
Attn: Ms. Laura Adkins
601 57th Street
Charleston, WV 25304

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FEB 12 2016

Ms. Adkins:

Antero Resources Corporation (Antero) would like to submit the following permit modification for one approved well on the existing Hamilton Pad. We are requesting to extend the lateral length and associated Estimated Measured Depth for the Knight Unit 1H (API #47-017-06401).

WV Department of
Environmental Protection

Attached you will find the following documents:

- REVISED Form WW-6B, which shows the updated BHL and Measured Depth
- REVISED Mylar Plat, which shows the new Lateral Length and Estimated Measured Depth
- REVISED Form WW-6A1, which shows the new lease we will be drilling into

If you have any questions please feel free to contact me at (303) 357-7323.

Thank you in advance for your consideration.

Sincerely,

A handwritten signature in blue ink that reads "Ashlie Steele".

Ashlie Steele
Permitting Supervisor
Antero Resources Corporation

Enclosures

470 1706401 MOD

API# 47-017-06401 PERMIT MODIFICATION

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
WELL WORK PERMIT APPLICATION

1) Well Operator: Antero Resources Corpora 494488557 017-Doddrid Grant Smithburg 7.5'
Operator ID County District Quadrangle

2) Operator's Well Number: Knight Unit 1H Well Pad Name: Hamilton Pad

3) Farm Name/Surface Owner: Hamilton, Kenneth E., et al Public Road Access: CR 24

4) Elevation, current ground: 1157' Elevation, proposed post-construction: 1157'

5) Well Type (a) Gas Oil Underground Storage
Other

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(b) If Gas Shallow Deep
Horizontal

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6) Existing Pad: Yes or No Yes

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):
Marcellus Shale: 7200' TVD, Anticipated Thickness- 55 feet, Associated Pressure- 2950#

8) Proposed Total Vertical Depth: 7200' TVD

9) Formation at Total Vertical Depth: Marcellus Shale

10) Proposed Total Measured Depth: 17700' MD

11) Proposed Horizontal Leg Length: 9884'

4701706401 MD

12) Approximate Fresh Water Strata Depths: 220'

13) Method to Determine Fresh Water Depths: Gaskins Unit 1H (API# 47-017-06260) on same pad.

14) Approximate Saltwater Depths: 611'

15) Approximate Coal Seam Depths: 821'

16) Approximate Depth to Possible Void (coal mine, karst, other): None anticipated

17) Does Proposed well location contain coal seams directly overlying or adjacent to an active mine? Yes No

(a) If Yes, provide Mine Info: Name: _____
Depth: _____
Seam: _____
Owner: _____

WW-6B
(04/15)

API NO. 47- 017 - 06401

OPERATOR WELL NO. Knight Unit 1H

Well Pad Name: Hamilton Pad

API# 47-017-06401 PERMIT MODIFICATION

18)

CASING AND TUBING PROGRAM

| TYPE | Size (in) | New or Used | Grade | Weight per ft. (lb/ft) | FOOTAGE: For Drilling (ft) | INTERVALS: Left in Well (ft) | CEMENT: Fill-up (Cu. Ft.)/CTS |
|--------------|-----------|-------------|-----------|------------------------|----------------------------|------------------------------|-------------------------------|
| Conductor | 20" | New | H-40 | 94# | 40' | 40' | CTS, 38 Cu. Ft. |
| Fresh Water | 13-3/8" | New | J-55/H-40 | 54.5#/48# | 391' | 391' | CTS, 543 Cu. Ft |
| Coal | 9-5/8" | New | J-55 | 36# | 2515' | 2515' | CTS, 1024 Cu. Ft. |
| Intermediate | | | | | | | |
| Production | 5-1/2" | New | P-110 | 20# | 17700' | 17700' | 4455 Cu. Ft. |
| Tubing | 2-3/8" | New | N-80 | 4.7# | | 7100' | |
| Liners | | | | | | | |

| TYPE | Size (in) | Wellbore Diameter (in) | Wall Thickness (in) | Burst Pressure (psi) | Anticipated Max. Internal Pressure (psi) | Cement Type | Cement Yield (cu. ft./k) |
|--------------|-----------|------------------------|---------------------|----------------------|--|-----------------------|--------------------------|
| Conductor | 30" | 24" | 0.438" | 1530 | 50 | Class A | 1.18 |
| Fresh Water | 13-3/8" | 17-1/2" | 0.38"/0.33" | 2730/1730 | 1000 | Class A | 1.18 |
| Coal | 9-5/8" | 12-1/4" | 0.352" | 3520 | 1500 | Class A | 1.18 |
| Intermediate | | | | | | | |
| Production | 5-1/2" | 8-3/4" & 8-1/2" | 0.361" | 12,630 | 2500 | Lead-H/POZ & Tail - H | H/POZ-1.44 & H-1.8 |
| Tubing | 2-3/8" | 4.778" | 0.19" | 11,200 | | | |
| Liners | | | | | | | |

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PACKERS 4701706401 ^{MOV} WV Department of Environmental Protection

| | | | |
|-------------|-----|--|--|
| Kind: | N/A | | |
| Sizes: | N/A | | |
| Depths Set: | N/A | | |

WW-6B
(10/14)

API NO. 47- 017 - 06401

OPERATOR WELL NO. Knight Unit 1H

Well Pad Name: Hamilton Pad

API# 47-017-06401 PERMIT MODIFICATION

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

Drill, perforate, fracture a new horizontal shallow well and complete Marcellus Shale.

20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:

Antero plans to pump Slickwater into the Marcellus Shale formation in order to ready the well for production. The fluid will be comprised of approximately 99 percent water and sand, with less than 1 percent special-purpose additives as shown in the attached "List of Anticipated Additives Used for Fracturing or Stimulating Well."

Anticipated Max Pressure - 9300 lbs
Anticipated Max Rate - 80 bpm

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 27.12 Existing Acres

22) Area to be disturbed for well pad only, less access road (acres): 3.14 Existing Acres

23) Describe centralizer placement for each casing string:

Conductor: no centralizers
Surface Casing: one centralizer 10' above the float shoe, one on the insert float collar and one every 4th joint spaced up the hole to surface.
Intermediate Casing: one centralizer above float joint, one centralizer 5' above float collar and one every 4th collar to surface.
Production Casing: one centralizer at shoe joint and one every 3 joints to top of cement in intermediate casing.

24) Describe all cement additives associated with each cement type:

Conductor: no additives, Class A cement.
Surface: Class A cement with 2-3% calcium chloride
Intermediate: Class A cement with 1/4 lb of flake, 5 gallons of clay treat
Production: Lead cement- 50/50 Class H/Poz + 1.5% salt + 1% C-45 + 0.5% C-16a + 0.2% C-12 + 0.45% C-20 + 0.05% C-51
Production: Tail cement- Class H + 45 PPS Calcium Carbonate + 1.0% FL-160 + 0.2% ACGB-47 + 0.05% ACSA-51 + 0.2% ACR-20

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Environmental Protection

25) Proposed borehole conditioning procedures:

Conductor: blowhole clean with air, run casing, 10 bbls fresh water.
Surface: blowhole clean with air, trip to conductor shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate pipe capacity + 40 bbls fresh water followed by 25 bbls bentonite mud, 10 bbls fresh water spacer.
Intermediate: blowhole clean with air, trip to surface casing shoe, trip to bottom, blowhole clean with air, trip out, run casing, circulate 40 bbls brine water followed by 10 bbls fresh water and 25 bbls bentonite mud, pump 10 bbls fresh water.
Production: circulate with 14 lb/gal NaCl mud, trip to middle of lateral, circulate, pump high viscosity sweep, trip to base of curve, pump high viscosity sweep, trip to top of curve, trip to bottom, circulate, pump high viscosity sweep, trip out, run casing, circulate 10 bbls fresh water, pump 48 bbls barite pill, pump 10 bbls fresh water followed by 48 bbls mud flush and 10 bbls water.

*Note: Attach additional sheets as needed.

**INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE
Chapter 22, Article 6A, Section 5(a)(5)
IN LIEU OF FILING LEASE(S) AND OTHER CONTINUING CONTRACT(S)**

Under the oath required to make the verification on page 1 of this Notice and Application, I depose and say that I am the person who signed the Notice and Application for the Applicant, and that –

- (1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;
- (2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

| Lease Name or Number | Grantor, Lessor, etc. | Grantee, Lessee, etc. | Royalty | Book/Page |
|---------------------------|--|--|----------------------------------|-------------------------------------|
| Anna Sweeney Lease | Anna Sweeney Four Leaf Land Company Antero Resources Appalachian Corp. | Four Leaf Land Company Antero Resources Appalachian Corp. Antero Resources Corporation | 1/8 Assignment Name Change | 0370/0635 0403/0566 Exhibit 1 |

*Partial Assignments to Antero Resources Corporation include 100% rights to extract, produce and market the oil and gas from the Marcellus and any other formations completed with this well.

**Acknowledgement of Possible Permitting/Approval
In Addition to the Office of Oil and Gas**

The permit applicant for the proposed well work addressed in this application hereby acknowledges the possibility of the need for permits and/or approvals from local, state, or federal entities in addition to the Office of Oil and Gas, including but not limited to the following:

- WV Division of Water and Waste Management
- WV Division of Natural Resources WV Division of Highways
- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- County Floodplain Coordinator

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The applicant further acknowledges that any Office of Oil and Gas permit in no way overrides, replaces, or nullifies the need for other permits/approvals that may be necessary and further affirms that all needed permits/approvals should be acquired from the appropriate authority before the affected activity is initiated.

Well Operator: Antero Resources Corporation
By: Ward McNeilly
Its: Senior Vice President - Reserves Planning & Midstream

WW-60
(7-01)

API# 47-017-06401 PERMIT MODIFICATION

DATE: February 11, 20 16
OPERATOR'S
WELL NO. Knight Unit 1H

API NO: 47- 017 06401
State County Permit No.

STATE OF WEST VIRGINIA
OFFICE OF OIL AND GAS
DEPARTMENT OF ENVIRONMENTAL PROTECTION

A F F I D A V I T

State of Colorado

County of Denver

4701706401
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WV Department of
Environmental Protection

I, Brett Kuhn (the designated owner or operator, or authorized representative thereof), after being duly sworn, do declare that the undersigned is authorized by the owner of the working interest in the well permit application to which this affidavit is attached to state that (he, she, or it) shall tender to the owner of the oil and gas in place not less than one-eighth of the total amount paid to or received by or allowed to the owner of the working interest at the wellhead for the oil or gas so extracted, produced, or marketed before deducting the amount to be paid or set aside for the owner of the oil or gas in place, or all such oil or gas to be extracted, produced, or marketed from the well. West Virginia Code 22-6-8(e).

Signed: [Signature]

Taken, subscribed and sworn to before me this 11 day of February, 20 16.

[Signature]
Notary Public

My Commission expires: July 21, 2018

KARA QUACKENBUSH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20144028297
MY COMMISSION EXPIRES JULY 21, 2018

FORM WW-6A1
EXHIBIT 1

FILED

JUN 10 2013

Natalie B. Tennant
Secretary of State
1900 Kanawha Blvd E
Bldg 1, Suite 157-K
Charleston, WV 25305



Penney Barker, Manager
Corporations Division
Tel: (304)558-8000
Fax: (304)558-8381
Website: www.wvros.com
E-mail: business@wvros.com

APPLICATION FOR
AMENDED CERTIFICATE
OF AUTHORITY

Office Hours: Monday - Friday
8:30 a.m. - 5:00 p.m. ET

FILE ONE ORIGINAL
(Two if you want a filed
stamped copy returned to you)
FEE: \$25.00

**** In accordance with the provisions of the West Virginia Code, the undersigned corporation hereby ****
applies for an Amended Certificate of Authority and submits the following statement:

- Name under which the corporation was authorized to transact business in WV: Antero Resources Appalachian Corporation
- Date Certificate of Authority was issued in West Virginia: 6/25/2008
- Corporate name has been changed to: Antero Resources Corporation
(Attach one Certified Copy of Name Change as filed in home State of Incorporation.)
- Name the corporation elects to use in WV: Antero Resources Corporation
(due to home state name not being available)
- Other amendments: 4701706401 M07
(attach additional pages if necessary)

6. Name and phone number of contact person. (This is optional; however, if there is a problem with the filing, listing a contact person and phone number may avoid having to return or reject the document.)

Alwyn A. Schopp

(303) 367-7310

Contact Name

Phone Number

7. Signature Information (See below *Important Legal Notice Regarding Signature*):

Print Name of Signer: Alwyn A. Schopp

Title/Capacity: Authorized Person

Signature: [Handwritten Signature]

Date: June 10, 2013

Important Legal Notice Regarding Signature Per West Virginia Code §31D-1-129, Penalty for signing false document. Any person who signs a document he or she knows is false in any material respect and knows that the document is to be delivered to the secretary of state for filing is guilty of a misdemeanor and, upon conviction thereof, shall be fined not more than one thousand dollars or confined in the county or regional jail not more than one year, or both.

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AC

State of West Virginia



01706401 not

Certificate

I, Betty Ireland, Secretary of State of the State of West Virginia, hereby certify that

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Environmental Protection

DOMINION APPALACHIAN DEVELOPMENT, INC.
(a Virginia corporation)

filed an application for Conversion in my office as required by the provisions of the West Virginia Code and was found to conform to law.

Therefore, I issue this

CERTIFICATE OF CONVERSION

converting the corporation to

DOMINION APPALACHIAN DEVELOPMENT, LLC
(a Virginia Limited Liability Company)



Given under my hand and the Great Seal of the State of West Virginia on

February 23, 2006

Betty Ireland

Secretary of State

LATITUDE 39°22'30"

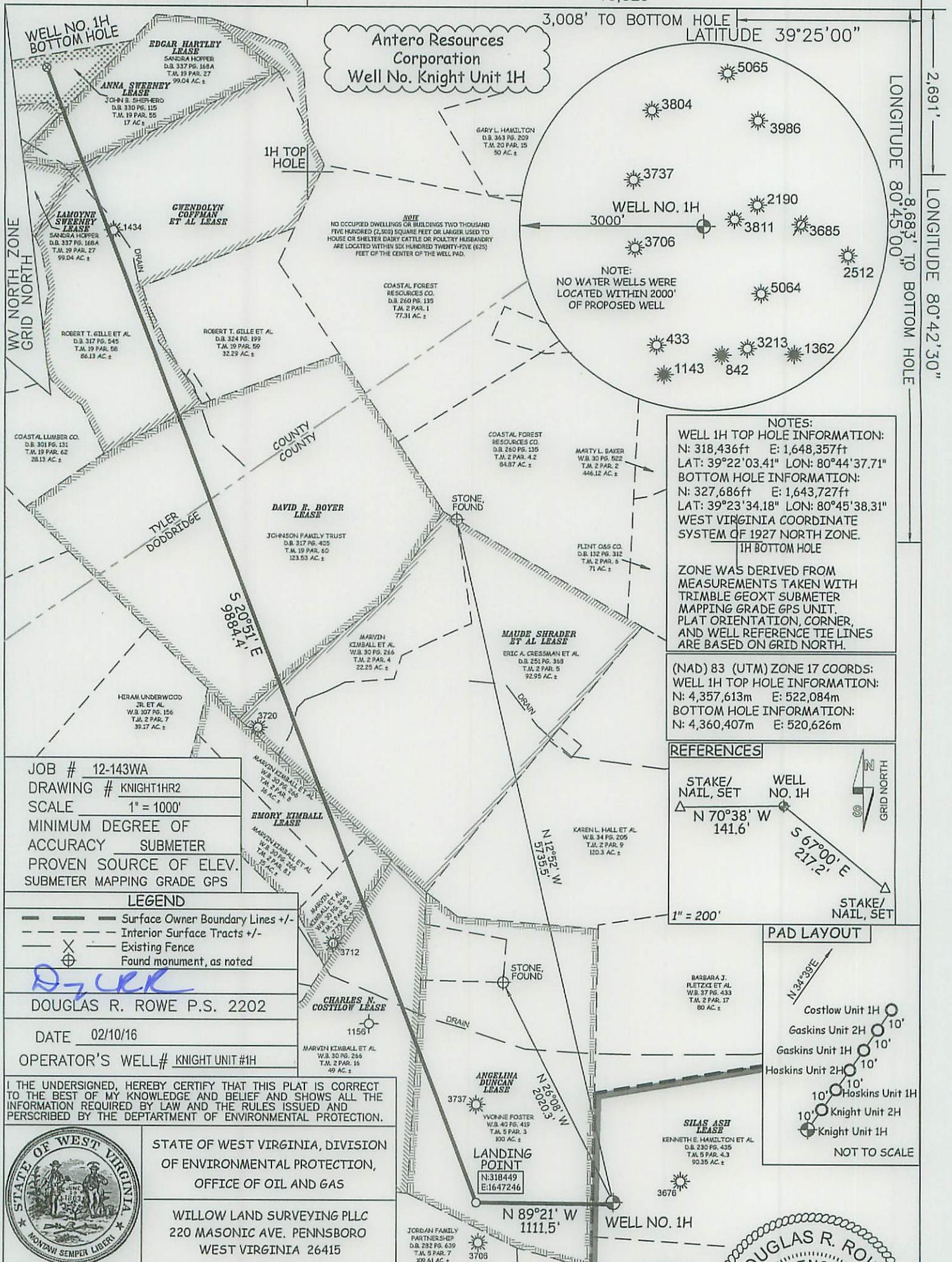
10,029'

3,008' TO BOTTOM HOLE

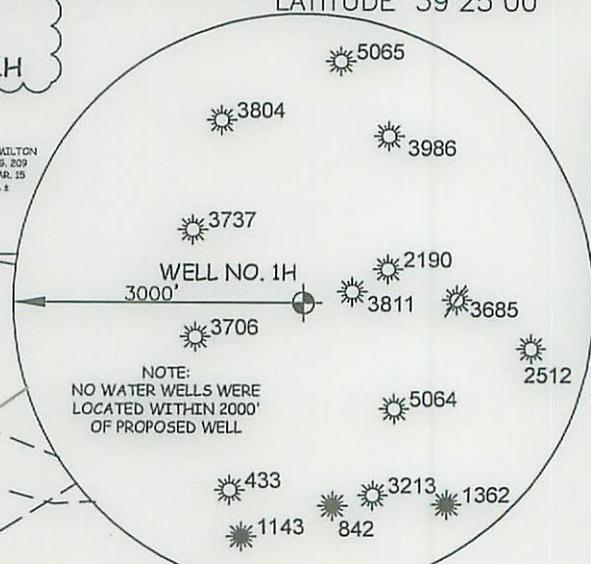
LATITUDE 39°25'00"

LONGITUDE 80°45'00"

LONGITUDE 80°42'30"



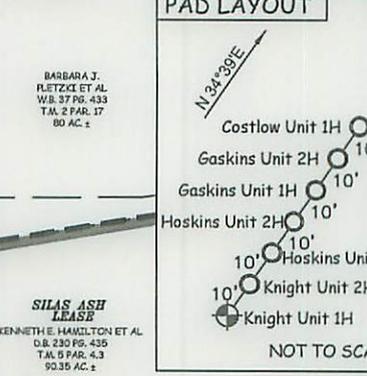
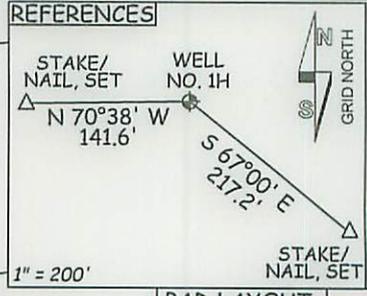
Antero Resources Corporation
Well No. Knight Unit 1H



NOTES:
WELL 1H TOP HOLE INFORMATION:
N: 318,436ft E: 1,648,357ft
LAT: 39°22'03.41" LON: 80°44'37.71"
BOTTOM HOLE INFORMATION:
N: 327,686ft E: 1,643,727ft
LAT: 39°23'34.18" LON: 80°45'38.31"
WEST VIRGINIA COORDINATE SYSTEM OF 1927 NORTH ZONE.

ZONE WAS DERIVED FROM MEASUREMENTS TAKEN WITH TRIMBLE GEOXT SUBMETER MAPPING GRADE GPS UNIT. PLAT ORIENTATION, CORNER, AND WELL REFERENCE TIE LINES ARE BASED ON GRID NORTH.

(NAD) 83 (UTM) ZONE 17 COORDS:
WELL 1H TOP HOLE INFORMATION:
N: 4,357,613m E: 522,084m
BOTTOM HOLE INFORMATION:
N: 4,360,407m E: 520,626m



JOB # 12-143WA
DRAWING # KNIGHT1HR2
SCALE 1" = 1000'
MINIMUM DEGREE OF ACCURACY SUBMETER
PROVEN SOURCE OF ELEV. SUBMETER MAPPING GRADE GPS

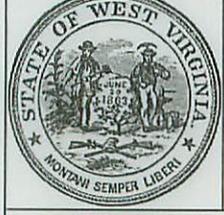
LEGEND
--- Surface Owner Boundary Lines +/-
--- Interior Surface Tracts +/-
X Existing Fence
Found monument, as noted

DOUGLAS R. ROWE P.S. 2202

DATE 02/10/16

OPERATOR'S WELL# KNIGHT UNIT #1H

I THE UNDERSIGNED, HEREBY CERTIFY THAT THIS PLAT IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND SHOWS ALL THE INFORMATION REQUIRED BY LAW AND THE RULES ISSUED AND PERSCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION.



STATE OF WEST VIRGINIA, DIVISION OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
WILLOW LAND SURVEYING PLLC
220 MASONIC AVE. PENNSBORO WEST VIRGINIA 26415

STATE OF WEST VIRGINIA DEPARTMENT OF ENERGY DIVISION OF OIL AND GAS
API WELL # 47 - 017 - 06401114
STATE COUNTY PERMIT

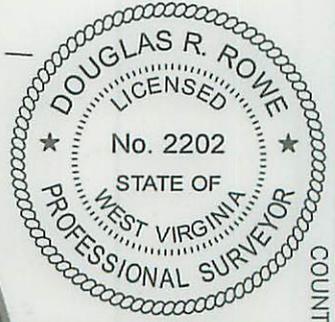
WELL TYPE: OIL GAS X LIQUID INJECTION WASTE DISPOSAL
(IF "GAS") PRODUCTION X STORAGE DEEP SHALLOW X
LOCATION: ELEVATION ORIG 1,171' - PROPOSED 1,157' WATERSHED McELROY CREEK
QUADRANGLE SMITHBURG 7.5 (TH) SHIRLEY 7.5 (BH) DISTRICT GRANT COUNTY DODDRIDGE
SURFACE OWNER KENNETH E. HAMILTON ET AL ACREAGE 90.35 ACRES +/-

OIL & GAS ROYALTY OWNER SILAS ASH; ANGELINA DUNCAN; CHARLES N. COSTILOW; EMORY KIMBALL; MAUDE SHRAIDER ET AL; DAVID E. BOYER; GWENDOLYN COFFMAN ET AL; EDGAR HARTLEY; ANNA SWEENEY
LEASE ACREAGE 120 ACRES±; 100 ACRES±; 46.411 ACRES±; 38.75 ACRES±; 114.5 ACRES±; 102.48 ACRES±; 88.13 ACRES±; 30 ACRES±; 17 ACRES±

PROPOSED WORK: DRILL CONVERT DRILL DEEPER X REDRILL FRACTURE OR STIMULATE X
PLUG OFF OLD FORMATION PERFORATE NEW FORMATION X OTHER PHYSICAL CHANGE IN WELL
(SPECIFY) MOD-BHL PLUG & ABANDON CLEAN OUT & REPLUG

TARGET FORMATION MARCELLUS ESTIMATED DEPTH 7,200' TVD 17,700' MD
DIANNA STAMPER

WELL OPERATOR ANTERO RESOURCES CORP. DESIGNATED AGENT CT CORPORATION SYSTEM
ADDRESS 1615 WYNKOOP STREET ADDRESS 5400 D BIG TYLER ROAD
DENVER, CO 80202 CHARLESTON, WV 25313



LATITUDE 39°22'30"

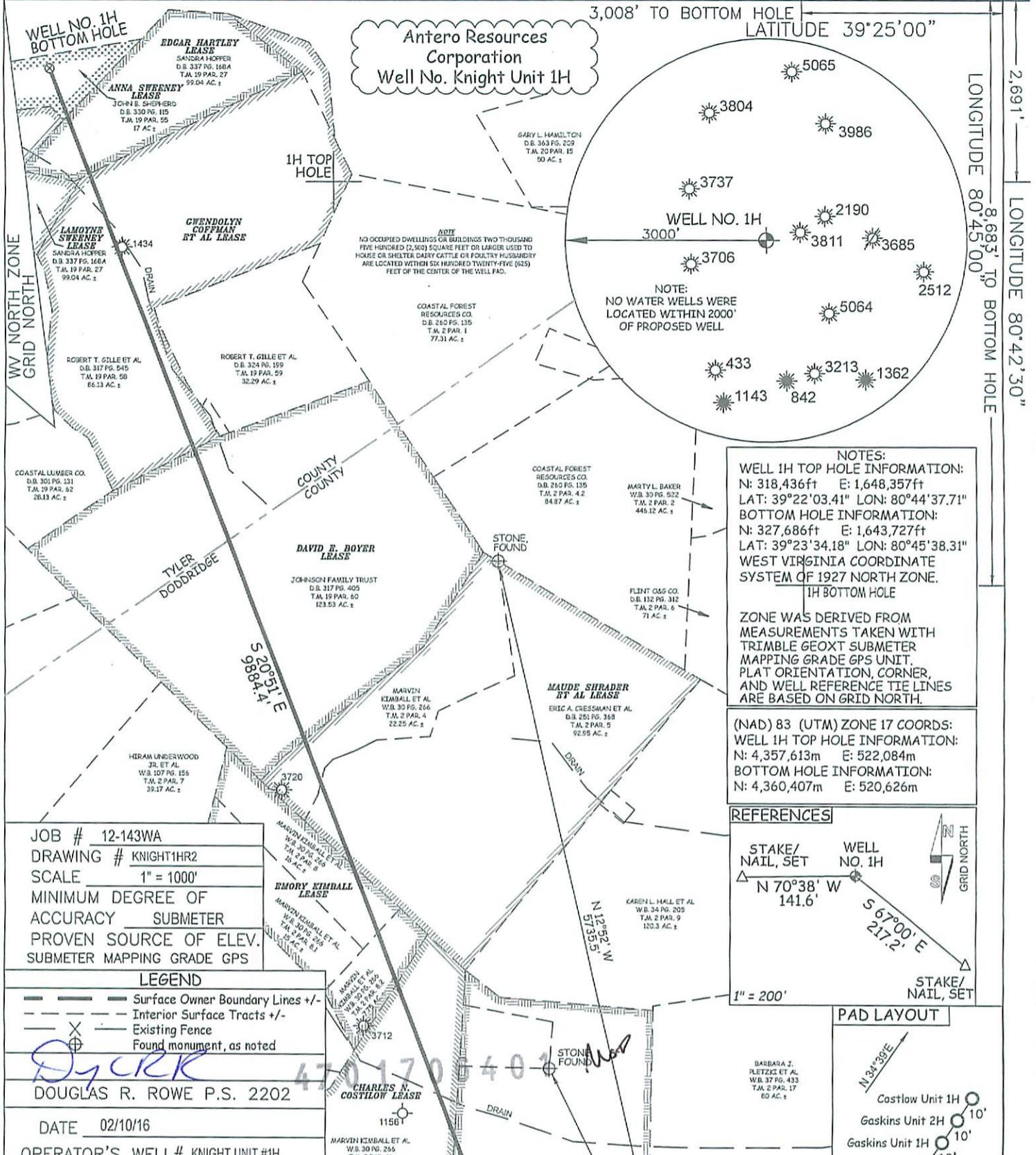
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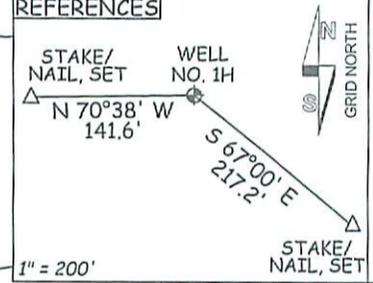
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 PROVEN SOURCE OF ELEV. SUBMETER MAPPING GRADE GPS

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- Found monument, as noted

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 DATE 02/10/16
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STATE OF WEST VIRGINIA, DIVISION OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
 WILLOW LAND SURVEYING PLLC
 220 MASONIC AVE. PENNSBORO WEST VIRGINIA 26415

| | |
|--|---------------------|
| STATE OF WEST VIRGINIA | API WELL # |
| DEPARTMENT OF ENERGY | 47 - 017 |
| DIVISION OF OIL AND GAS | STATE COUNTY PERMIT |
| WELL TYPE: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> LIQUID INJECTION <input type="checkbox"/> WASTE DISPOSAL <input type="checkbox"/> | |
| (IF "GAS") PRODUCTION <input checked="" type="checkbox"/> STORAGE <input type="checkbox"/> DEEP <input type="checkbox"/> SHALLOW <input checked="" type="checkbox"/> | |
| LOCATION: ELEVATION ORIG 1,171' - PROPOSED 1,157' WATERSHED McELROY CREEK | |
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| SURFACE OWNER KENNETH E. HAMILTON ET AL ACREAGE 90.35 ACRES +/- | |
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| LEASE ACREAGE 120 ACRES±; 100 ACRES±; 46.411 ACRES±; 38.75 ACRES±; 114.5 ACRES±; 102.48 ACRES±; 88.13 ACRES±; 30 ACRES±; 17 ACRES± | |
| PROPOSED WORK: DRILL <input type="checkbox"/> CONVERT <input type="checkbox"/> DRILL DEEPER <input checked="" type="checkbox"/> REDRILL <input type="checkbox"/> FRACTURE OR STIMULATE <input checked="" type="checkbox"/> | |
| PLUG OFF OLD FORMATION <input type="checkbox"/> PERFORATE NEW FORMATION <input checked="" type="checkbox"/> OTHER PHYSICAL CHANGE IN WELL (SPECIFY) MOD-BHL | |
| TARGET FORMATION MARCELLUS ESTIMATED DEPTH 7,200' TVD 17,700' MD | |
| WELL OPERATOR ANTERO RESOURCES CORP. DESIGNATED AGENT DIANNA STAMPER | |
| ADDRESS 1615 WYNKOOP STREET ADDRESS 5400 D BIG TYLER ROAD | |
| DENVER, CO 80202 CHARLESTON, WV 25313 | |

