



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 13, 2014

ANTERO RESOURCES APPALACHIAN CORPORATION
1625 17TH STREET, SUITE 300
DENVER, CO 80202

Re: Permit Modification Approval for API Number 3305694 , Well #: FORD UNIT 2H
Orientation of Lateral Changed

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,

Gene Smith
Regulatory/Compliance Manager
Office of Oil and Gas



November 7, 2013

Antero Resources
1625 17th Street
Denver, Colorado 80202
Office 303.357.7310
Fax 303.357.7315

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

Ms. Laura Cooper:

Antero Resources Corporation (Antero) would like to submit the following permit modifications for two approved wells on the existing Hubert Pad. We are requesting to change the orientation of the horizontal laterals which will change the bottom hole locations of the Ford 1H (API# 47-033-05702) and Ford Unit 2H (API#47-033-05694).

Attached you will find the following documents:

- REVISED Form WW-6B, which shows the revised MD and Production Casing/Cement program
- REVISED Form WW-6A1, which shows the leases we will be drilling into
- REVISED Mylar Plat, which shows the new bottom hole location

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

Thank you in advance for your consideration.

Sincerely,

Ashlie Mihalcin
Permit Representative
Antero Resources Corporation

Enclosures

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02/14/2014

WW-6B
(9/13)

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

1) Well Operator: Antero Resources Corporation 494488557 033- Harrison Tenmile Salem
Operator ID County District Quadrangle

2) Operator's Well Number: Ford Unit 2H Well Pad Name: Hubert Pad (existing)

3) Farm Name/Surface Owner: Bland, Hubert M., Jr., et ux Public Road Access: CR 50/6

4) Elevation, current ground: 1376' Elevation, proposed post-construction: 1376'

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

(b) If Gas Shallow Deep
Horizontal

6) Existing Pad: Yes or No Yes

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Associated Pressure(s):
Marcellus Shale: 7,700' TVD, Anticipated Thickness- 50' feet, Associated Pressure- 3,200#

8) Proposed Total Vertical Depth: 7,700' TVD

9) Formation at Total Vertical Depth: Marcellus Shale

10) Proposed Total Measured Depth: 17,500' MD

11) Proposed Horizontal Leg Length: 9130'

12) Approximate Fresh Water Strata Depths: 391'

13) Method to Determine Fresh Water Depths: Norris Unit 2H (API#47-033-05701) on same pad

14) Approximate Saltwater Depths: 1,210', 1,832'

15) Approximate Coal Seam Depths: 492', 961', 1,055'

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: _____

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18) CASING AND TUBING PROGRAM

<u>TYPE</u>	<u>Size</u>	<u>New or Used</u>	<u>Grade</u>	<u>Weight per ft. (lb/ft)</u>	<u>FOOTAGE: For Drilling</u>	<u>INTERVALS: Left in Well</u>	<u>CEMENT: Fill-up (Cu. Ft.)</u>
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#	455'	455' *#19	CTS, 632 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#	17500'	17500'	4409 Cu Ft.
Tubing	2-3/8"	New	N-80	4.7#		7200'	
Liners							

AL for DN 2/13/14

<u>TYPE</u>	<u>Size</u>	<u>Wellbore Diameter</u>	<u>Wall Thickness</u>	<u>Burst Pressure</u>	<u>Cement Type</u>	<u>Cement Yield (cu. ft./k)</u>
Conductor	20"	24"	0.438"	1530	Class A	1.18
Fresh Water	13-3/8"	17-1/2"	0.38"/0.33"	2730/1730	Class A	1.18
Coal	9-5/8"	12-1/4"	0.352"	3520	Class A	1.18
Intermediate						
Production	5-1/2"	8-3/4" & 8-1/2"	0.361"	12630	Lead-H/POZ & Tail - H	H/POZ-1.44 & H-1.8
Tubing	2-3/8"	4.778"	0.19"	11200		
Liners						

PACKERS

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

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WW-6B
(9/13)

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.

*Antero will be air drilling the fresh water string which makes it difficult to determine when freshwater is encountered, therefore we have built in a buffer for the casing setting depth which helps to ensure that all fresh water zones are covered.

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."

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 20.73 acres (existing)

22) Area to be disturbed for well pad only, less access road (acres): 3.22 acres (existing)

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% calcium and 1/4 lb flake, 5 gallons of clay treat

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

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.

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*Note: Attach additional sheets as needed.

WW-6A1

Operator's Well Number Ford Unit 2H

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:

Grantor, lessor, etc.	Grantee, lessee, etc.	Royalty	Book/Page
<u>DEPI et al Lease DV019191</u>			
Minnie S. Lee	Consolidated Gas Supply Corporation	1/8	1060/0644
Consolidated Gas Supply Corporation	Consolidated Gas Transmission Corporation	Assignment	1136/0250
Consolidated Gas Transmission Corporation	CNG Development Company	Assignment	1143/0921
CNG Development Company	CNG Producing Company	Certificate of Incorporation	Exhibit 2
CNG Producing Company	Dominion Exploration & Production, Inc.	Amended Certificate of Authority	AOI 0058/0366
Dominion Exploration & Production, Inc., DTI, & DAD, LLC	Antero Resources Appalachian Corporation	Assignment	1423/1068
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>J. Moses Raad et al Lease 21030</u>			
J. Moses Raad, et ux	Garner and Gawthrop, Inc.	1/8	1120/0056
Garner and Gawthrop, Inc., et al	Bluestone Energy Partners	Assignment	1459/0310
Bluestone Energy Partners	Antero Resources Bluestone, LLC, a wholly owned subsidiary of Antero Resources Appalachian Corporation	Affidavit Regarding Merger	AOI 0035/1236
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>George W. Robinson et al Lease 22032</u>			
George W. Robinson, et al	Alton Skinner	1/8	1101/0574
Alton Skinner	Crystal G. Skinner Barley, et al	Settlement	Settlement Book 0443/0657
Crystal G. Skinner Barley, et al	DC Petroleum, Inc.	Conveyance	Misc. Book 0035/1088
DC Petroleum, Inc.	Bluestone Energy Partners	Assignment	1461/1034
Bluestone Energy Partners	Antero Resources Bluestone, LLC, a wholly owned subsidiary of Antero Resources Appalachian Corporation	Affidavit Regarding Merger	AOI 0035/1236
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Frances Barry Lease</u>			
Frances Nelson Barry a/k/a Frances N. Barry	Antero Resources Appalachian Corporation	1/8+	1517/0961
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	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.

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CONTINUED ON NEXT PAGE

WV Department of
Environmental Protection

02/14/2014

WW-6A1
(5/13)

Operator's Well No. Ford Unit 2H

**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
<u>Tetrick Group II Revocable Trust Lease 21192</u>	Tetrick Group II Revocable Trust	Antero Resources Appalachian Corporation	1/8+	1495/1184
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	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 DEP, 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

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: Kevin Kilstrom
 Its: Vice President of Production

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FILED

JUN 10 2013

Natalie E. 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.wvsos.com
E-mail: business@wvsos.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:

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

Alvyn A. Schopp (303) 357-7310

 Contact Name Phone Number

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

Print Name of Signer: Alvyn 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.

Office of Oil and Gas

NOV 6 2013



TO BE FILED IN DUPLICATE
ORIGINALS

FILED
JUL 10 2013
OFFICE OF
SECRETARY OF STATE
WEST VIRGINIA

APPLICATION FOR
CERTIFICATE OF WITHDRAWAL
OF
CRG Development Company

In accordance with Chapter 31, Article 1, Section 60 of the Code of West Virginia, the undersigned corporation hereby applies for a certificate of withdrawal from West Virginia, and submits the following statement:

The name of the corporation is: CRG Development Company

It is incorporated under the laws of Delaware

IT IS NOT TRANSACTING BUSINESS IN WEST VIRGINIA.

It hereby surrenders its authority to transact business in West Virginia. It revokes the authority of its registered agent in West Virginia to accept service of process, and consents that service of process in any action, suit or proceeding based upon any course of action arising in West Virginia during the time the corporation was authorized to transact business in West Virginia may thereafter be made on the corporation by service thereof on the Secretary of State of West Virginia.

The post-office address to which the Secretary of State may mail a copy of any process against the corporation is: CRG Producing Company, CRG Tower, 1450 Poydras Street, New Orleans, LA 70112-6000 Attn: Corporate Secretary

The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par, and series, if any, within a class, as of this date is

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE/NO PAR
1,400,000	Common		\$100

The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par, and series, if any, within a class, as of this date is

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE/NO PAR
1,168,410	Common		\$100

The amount of its state capital as of this date is \$28,814,410

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Environmental Protection

02/14/2014

CNG Development Company (Through CNG Producing Company)

corporate name

President/Vice President

D. Malcolm Johns, Jr.
Secretary

State of Louisiana
Parish Orleans

I, James E. Wright, Jr. a Notary Public, do
hereby certify that D. Malcolm Johns, Jr. ~~is~~ ^{is}

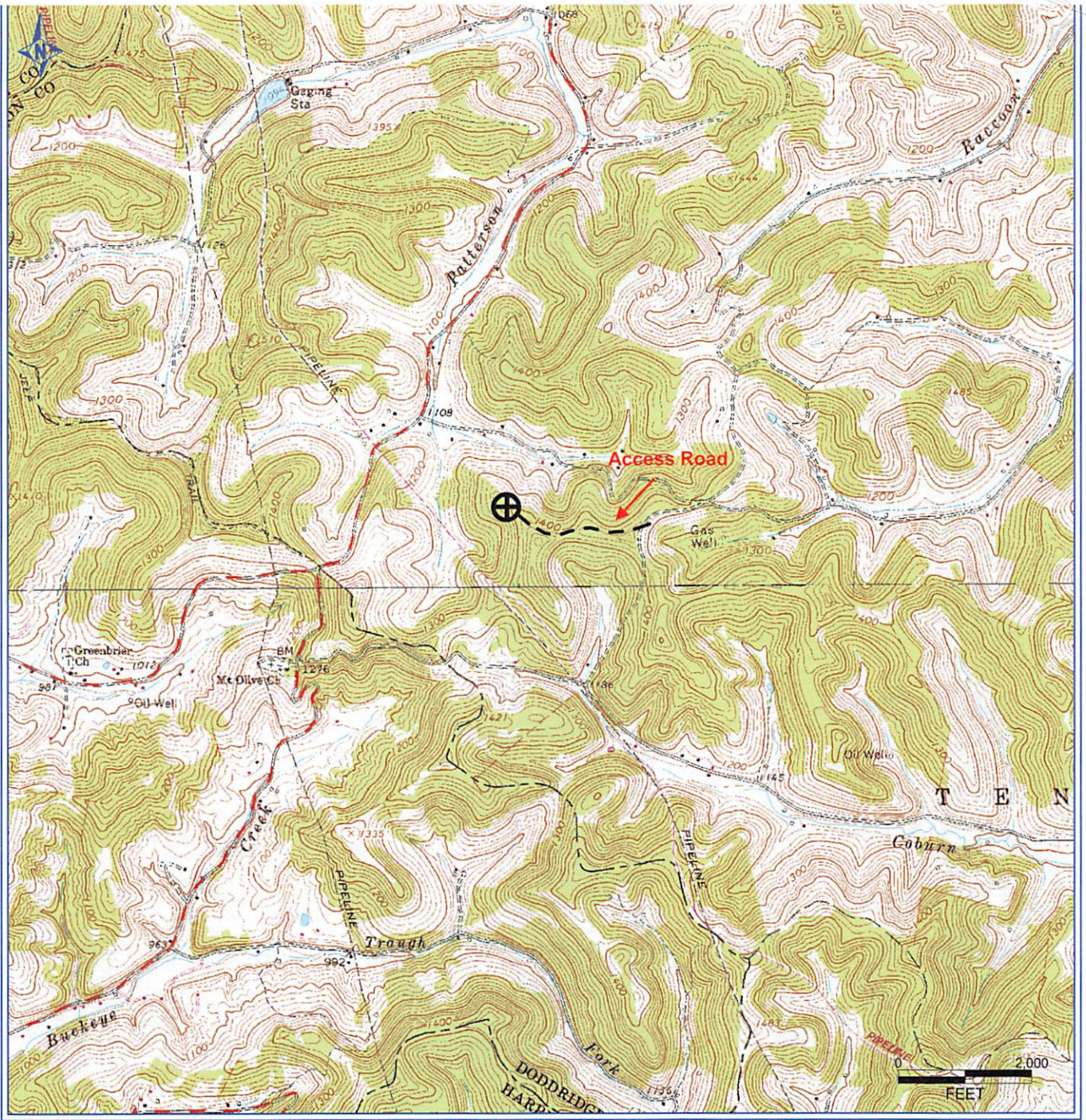
the Secretary
office
of CNG Producing Company
corporate name
office

appeared before me and they signed the foregoing as the act and deed of the corporation.

[Signature]
Notary Public

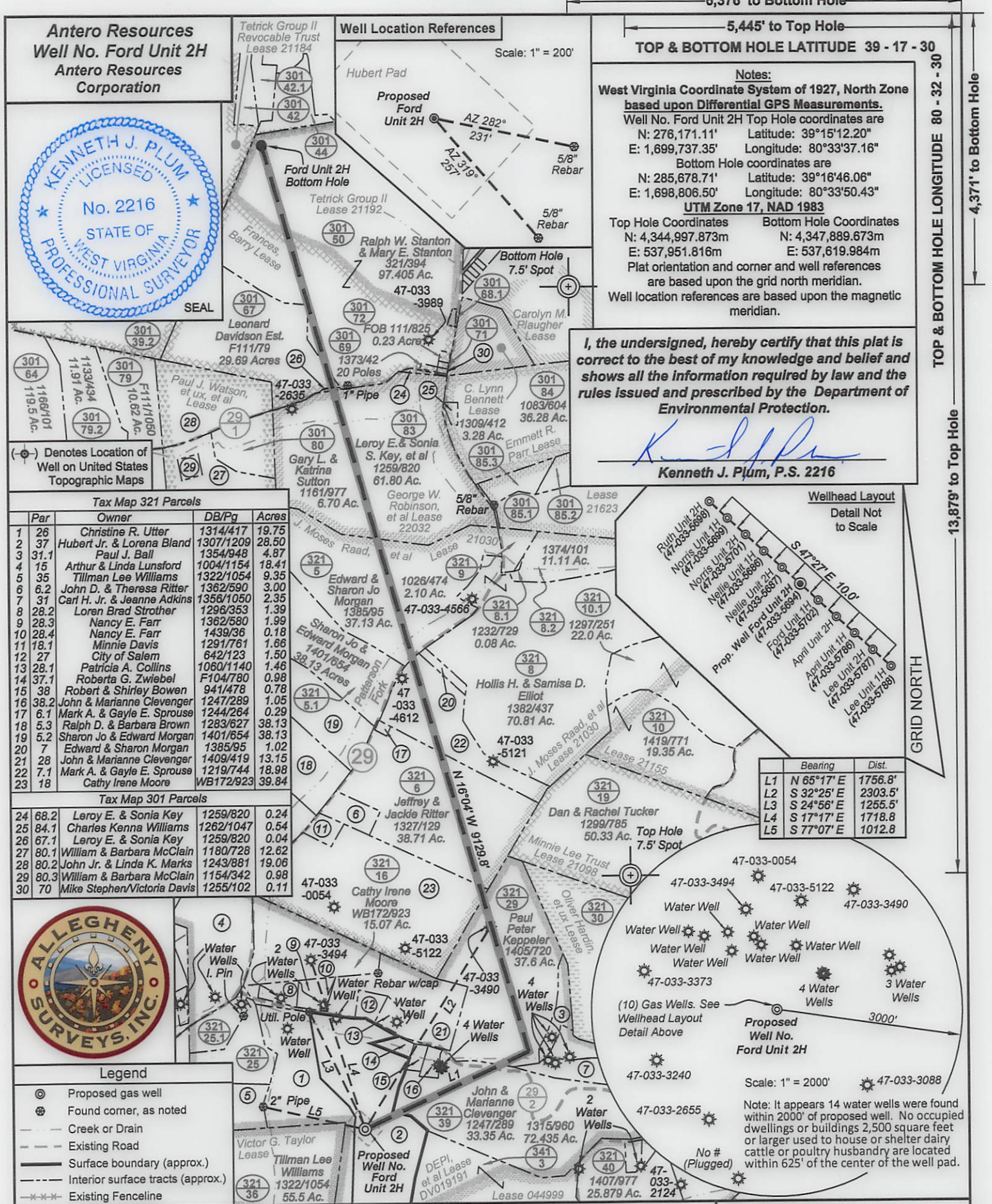
(notary seal)

My commission expires at death



PETRA 0/18/2012 4:24:38 PM

Antero Resources Corporation
APPALACHIAN BASIN
Ford Unit 2H
Doddridge County
REMARKS QUADRANGLE: SALEM WATERSHED: PATTERSON FORK DISTRICT: TENMILE 02/14/2014
Date: 9/18/2012



Antero Resources
Well No. Ford Unit 2H
Antero Resources Corporation



Well Location References

Scale: 1" = 200'

5,445' to Top Hole

TOP & BOTTOM HOLE LATITUDE 39 - 17 - 30

Notes:
West Virginia Coordinate System of 1927, North Zone based upon Differential GPS Measurements.
Well No. Ford Unit 2H Top Hole coordinates are
N: 276,171.11' Latitude: 39°15'12.20"
E: 1,699,737.35' Longitude: 80°33'37.16"
Bottom Hole coordinates are
N: 285,678.71' Latitude: 39°16'46.06"
E: 1,698,806.50' Longitude: 80°33'50.43"
UTM Zone 17, NAD 1983
Top Hole Coordinates Bottom Hole Coordinates
N: 4,344,997.873m N: 4,347,889.673m
E: 537,951.816m E: 537,619.984m
Plat orientation and corner and well references are based upon the grid north meridian.
Well location references are based upon the magnetic meridian.

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 prescribed by the Department of Environmental Protection.

Kenneth J. Plum
Kenneth J. Plum, P.S. 2216

Denotes Location of Well on United States Topographic Maps

Tax Map 321 Parcels

Par	Owner	DB/Pg	Acres
1	26 Christine R. Utter	1314/417	19.75
2	37 Hubert Jr. & Lorena Bland	1307/1209	28.50
3	31.1 Paul J. Ball	1354/948	4.87
4	15 Arthur & Linda Lunsford	1004/1154	18.41
5	35 Tillman Lee Williams	1322/1054	9.35
6	6.2 John D. & Theresa Ritter	1362/590	3.00
7	31 Carl H. Jr. & Jeanne Adkins	1356/1050	2.35
8	28.2 Loren Brad Strother	1296/353	1.39
9	28.3 Nancy E. Farr	1362/580	1.99
10	28.4 Nancy E. Farr	1439/36	0.18
11	18.1 Minnie Davis	1291/761	1.66
12	27 City of Salem	642/123	1.50
13	28.1 Patricia A. Collins	1060/1140	1.46
14	37.1 Roberta G. Zwiebel	F104/780	0.98
15	38 Robert & Shirley Bowen	941/478	0.78
16	38.2 John & Marianne Clevenger	1247/289	1.05
17	6.1 Mark A. & Gayle E. Sprouse	1244/264	0.29
18	5.3 Ralph D. & Barbara Brown	1283/627	38.13
19	5.2 Sharon Jo & Edward Morgan	1401/654	38.13
20	7 Edward & Sharon Morgan	1385/95	1.02
21	28 John & Marianne Clevenger	1409/419	13.15
22	7.1 Mark A. & Gayle E. Sprouse	1219/744	18.98
23	18 Cathy Irene Moore	WB172/923	39.84

Tax Map 301 Parcels

Par	Owner	DB/Pg	Acres
24	68.2 Leroy E. & Sonia Key	1259/820	0.24
25	84.1 Charles Kenna Williams	1262/1047	0.54
26	67.1 Leroy E. & Sonia Key	1259/820	0.04
27	80.1 William & Barbara McClain	1180/728	12.62
28	80.2 John Jr. & Linda K. Marks	1243/881	19.06
29	80.3 William & Barbara McClain	1154/342	0.98
30	70 Mike Stephen/Victoria Davis	1265/102	0.11

Line	Bearing	Dist.
L1	N 65°17' E	1756.8'
L2	S 32°25' E	2303.5'
L3	S 24°56' E	1255.5'
L4	S 17°17' E	1718.8'
L5	S 77°07' E	1012.8'



Legend

- ⊙ Proposed gas well
- ⊙ Found corner, as noted
- Creek or Drain
- Existing Road
- Surface boundary (approx.)
- Interior surface tracts (approx.)
- Existing Fenceline

FILE NO: 11-36-TM-12
DRAWING NO: 11-12 Ford 2H Well Plat
SCALE: 1" = 1200'
MINIMUM DEGREE OF ACCURACY: Submeter
PROVEN SOURCE OF ELEVATION: WVDOT, Bridgeport, WV

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

DATE: September 18 2013
OPERATOR'S WELL NO. Ford Unit 2H
API WELL NO. MOD 47 - 033 - 05694 H6A
STATE COUNTY PERMIT

WELL TYPE: OIL GAS LIQUID INJECTION WASTE DISPOSAL
(IF GAS) PRODUCTION: STORAGE DEEP SHALLOW
LOCATION: ELEVATION: 1376' WATERSHED: Patterson Fork QUADRANGLE: Salem
DISTRICT: Tenmile COUNTY: Harrison
SURFACE OWNER: Hubert Jr. & Lorena Bland Frances Barry; Tetrick Group II 22032; 21192 ACREAGE: 28.50 56.75; 62
ROYALTY OWNER: DEPI, et al; J. Moses Raad, et al; George W. Robinson, et al LEASE NO: DV019191; 21030 ACREAGE: 283; 447; 70.866
PROPOSED WORK: DRILL CONVERT DRILL DEEPER FRACTURE OR STIMULATE PLUG OFF OLD FORMATION
 PERFORATE NEW FORMATION OTHER PHYSICAL CHANGE IN WELL (SPECIFY) BHL - Modification
 PLUG AND ABANDON CLEAN OUT AND REPLUG TARGET FORMATION: Marcellus Shale ESTIMATED DEPTH: 7,700' TVD 17,500' MD

WELL OPERATOR: Antero Resources Corporation DESIGNATED AGENT: Dianna Stamper - CT Corporation System
ADDRESS: 1625 17th Street ADDRESS: 5400 D Big Tyler Road
Denver, CO 80202 Charleston, WV 25313

02/14/2014