

west virginia department of environmental protection

Office of Oil and Gas 601 57th Street, S.E. Charleston, WV 25304 (304) 926-0450 fax: (304) 926-0452 Jim Justice, Governor Austin Caperton, Cabinet Secretary www.dep.wv.gov

PERMIT MODIFICATION APPROVAL Horizontal 6A / Horizontal 6A Well - 1

ANTERO RESOURCES CORPORATION 1615 WYNKOOP STREET

DENVER, CO 80202

Re: Permit Modification Approval for CHARLESTON UNIT 3H

47-085-10244-00-00

Change point of entry, horizontal leg length, TMD, and TVD.

ANTERO RESOURCES CORPORATION

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.

If there are any questions, please feel free to contact me at (304) 926-0450.

James A. Martin

Chief

Operator's Well Number: CHARLESTON UNIT 3H

Farm Name: JACKSON, STEPHEN C. U.S. WELL NUMBER: 47-085-10244-00-00

Horizontal 6A / Horizontal 6A Well - 1

Date Issued: 8/4/2017

Promoting a healthy environment.



July 21, 2017

West Virginia Department of Environmental Protection Office of Oil and Gas Attn: Mr. Wade Stansberry 601 57th Street Charleston, WV 25304 Antero Resources 1615 Wynkoop Street Denver, CO 80202 Office 303.357.7310 Fax 303.357.7315

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Office of Oil and Gas

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WV Department of Environmental Protection

Mr. Stansberry:

Antero Resources Corporation (Antero) would like to submit the following permit modification for one approved well on the Buck Run Pad. We are requesting to change the point of entry which will change the horizontal leg length, Total Measured Depth and Total Vertical Depth of the Charleston Unit 3H (API# 47-085-10244).

Attached you will find the following documents:

- > REVISED Form WW-6B, which shows the revised Horizontal Leg Length, Measured Depth and Production Casing/Cement Program
- > REVISED Form WW-6A1, which shows the new lease we will be drilling into
- REVISED Mylar Plats, which shows the new wellbore path

If you have any questions please feel free to contact me at (303) 357-6759.

Thank you in advance for your consideration.

Sincerely.

Samantha Klaas Permitting Agent

Antero Resources Corporation

Enclosures



CHARLESTON UNIT 3H (BUCK RUN PAD) - AREA OF REVIEW 35-8-5.11 PAGE 1

Charleston Unit 3H AOR

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WV Department of Environmental Protection

47085083550000

47085082910000

CHARLESTON UNIT 3H (BUCK RUN PAD) - AREA OF REVIEW 35-8-5.11 PAGE 2 PERMIT MODIFICATION (API# 47-085-10244)

UWI (APINum)	Well Name	Well Number	er Operator	Hist Oper	TD
47085082910000 BOYCE HEIRS	BOYCE HEIRS	1	KEY OIL COMPANY	KEY OIL INCORPORATED	5030
47085083550000 BOYCE HEIRS	BOYCE HEIRS	5	KEY OIL COMPANY	KEY OIL INCORPORATED	5364
ELEV_GR	Approx distance to well	тр (ssтvр)	Perforated Interval (shallowest, deepest)	Perforated Formation(s)	Perforated Formation(s) Producible Formation(s) not perf'd
790	20	4240	4256' - 4916'	Riley, Benson, Alexander	N/A
1100	300	4264	4532' - 5189'	Riley, Benson, Alexander	N/A

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JUL 2 4 2017

WV Department of Environmental Protection

PERMIT MODIFICATION API# 47-085-10244

API NO. 47-085 - 10244

OPERATOR WELL NO. Charleston Unit 3H

Well Pad Name: Existing Buck Run Pad

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

1) Well Operator: Ant	tero Resources Corpor	494507062	085 - Ritchie	Clay	Pennsboro 7.5'
		Operator ID	County	District	Quadrangle
2) Operator's Well Nur	mber: Charleston Unit 3H	Well Pad	Name: Existing	ng Buck Ri	un Pad
3) Farm Name/Surface	Owner: Stephen C. Jackso	n et al Public Road	d Access: CR	74/9	
4) Elevation, current gr	round: 1127' El	evation, proposed p	ost-constructio	n: 1127'	
5) Well Type (a) Gas	s X Oil _	Unde	rground Storag	e	
Other				(RECEIVED Office of Oil and Gas
(b)If G	as Shallow X	Deep			JUL 2 4 2017
	Horizontal X				WV Department of
6) Existing Pad: Yes or	· No Yes			Er	vironmental Protection
7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):					
Marcellus Shale: 6410' TVD, Anticipated Thickness- 75 feet, Associated Pressure- 2800#					
8) Proposed Total Vertical Depth: 6410' TVD					
9) Formation at Total Vertical Depth: Marcellus					
10) Proposed Total Measured Depth: 15531' MD					
11) Proposed Horizontal Leg Length: 8846'					
12) Approximate Fresh Water Strata Depths: 115', 244', 462'					
13) Method to Determine Fresh Water Depths: Offset well records. Depths have been adjusted according to surface elevations.					
14) Approximate Saltwater Depths: 532', 1149', 1794'					
15) Approximate Coal Seam Depths: 420', 557', 757'					
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 _X					
(a) If Yes, provide Mi	ine Info: Name:				
	Depth:				
	Seam:				
	Owner:				

WW-6B (04/15) API NO. 47- 085 - 10244

OPERATOR WELL NO. Charleston Unit 3H
Well Pad Name: Existing Buck Run Pad

18)

CASING AND TUBING PROGRAM

ТҮРЕ	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	54.5#	515' *see #19	515' *see #19	CTS, 715 Cu. Ft.
Coal	9-5/8"	New	J-55	36#	2450'	2450'	CTS, 998 Cu. Ft.
Intermediate							
Production	5-1/2"	New	P-110	23#	15531'	15531'	3879 Cu. Ft
Tubing	2-3/8"	New	N-80	4.7#		7100'	
Liners							RECEIVE
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						WV	Department cf
ТҮРЕ	Size (in)	Wellbore Diameter (in)	Wall Thickness (in)	Burst Pressure (psi)	Anticipated Max. Internal Pressure (psi)	Environi Cement Type	ment@emention Yield (cu. ft./k)
Conductor	20"	24"	0.438"	1530	50	Class A	~1.18
Fresh Water	13-3/8"	17-1/2"	0.38"	2730	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"	0.415"	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							

PACKERS

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

WW-6B (10/14)

API NO. 47- 085 - 10244

OPERATOR WELL NO. Charleston Unit 3H

Well Pad Name: Existing Buck Run Pad

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 fresh water is encountered. Therefore, we have built in a buffer for the casing setting depth which helps to the that all fresh water zones are covered.

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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): 28.65 existing acres

22) Area to be disturbed for well pad only, less access road (acres): 9.14 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 and 1/4 lb of flake 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.

^{*}Note: Attach additional sheets as needed.

Operator's Well Number

Charleston Unit 3H

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
Steve Jackson Lease			
Steve Jackson	Antero Resources Appalachian Corporation	1/8+	0257/0716
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
Harvey Weigle Heirs Lease			
Harley Weigle Heirs	J & J Enterprises, Inc.	1/8	0178/0571
J & J Enterprises	Eastern American Energy Company	Assignment	0231/0732
Eastern American Energy Corporation	Energy Corporation of America	Merger	DB 0306/0836
Energy Corporation of America	Antero Resources Appalachian Corporation	Assignment	0257/0377
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
Constance K. Griffith Lease			
Constance K. Griffith	EQT Production Company	1/8	0256/0738
EQT Production Company	Antero Resources Corporation	Assignment	0282/0175
M.H. Jones, et ux Lease			
M.H. Jones, et ux	P.G. McKeon	1/8	0032/0025
P.G. McKeon	Carnegie Natural Gas	Assignment	0041/0357
Carnegie Natural Gas	Carnegie Production Company	Assignment	0228/08559
Carnegie Production Company	EQT Production Company	Certificate of Registration	Exhibit 2
		of Trade Name	
EQT Production Company	Antero Resources Corporation	Assignment	0282/0175
Orma M. Wilson Johnson Lease			
Orma M. Wilson Johnson, Trustee of the Orma	Antero Resources Appalachian Corporation	1/8+	0264/0905
M. Wilson Johnson Declaration of Trust			
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
Edward J. Jones et al Lease			
Edward J. Jones et al	Herman Dotson	1/8	0094/0288
Herman Dotson	M.A. Murphy	Assignment	0097/0243
M.A. Murphy	Key Oil Company	Assignment	0220/0069
Key Oil Company	Antero Resources Appalachian Corporation	*Partial Assignment of Oil and Gas Leases	0253/0747
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1

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^{*}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.

WW-6AI (5/13)

Operator's Well No.	Charleston Unit 3H

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- (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
Carlton Boyce et ux Lease				3
	Carlton Boyce et ux	B & M Associates	1/8	0217/0365
	B & M Associates	Key Oil Company	Assignment	0217/0585
	Key Oil Company	Antero Resources Appalachian Corporation	Assignment	0253/0747
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
*Partial Assignments to An	itero Resources Corporation include 100% rights	s to extract, produce and market		

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 DED, ED Office of Oil and Gas, including but not limited to the following:

OFFICE OF OIL AND GAS

- WV Division of Water and Waste Management
- · WV Division of Natural Resources WV Division of Highways

the oil and gas from the Marcellus and any other formations completed with this well.

- 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:	Senior Vice President - Production			

Page 1 of ____

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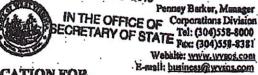
113

ORM WW-6A1 **EXHIBIT 1**

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

FILE ONE ORIGINAL (Two if you want a Med . stamped copy returned to you) FEE: 825.00

1. Name under which the corporation was



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY.

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

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

the Cartificate of Authority was used in West Virginia: appears name has been changed to: tinch one Cartified Conv of Name Change in Ited in home State of incorporation.) ame the corporation elects to use in WV: to home state name not being available)	Antero Resources Corporation Antero Resources Corporation
tinch one Cartified Copy of Name Change filed in home State of incorporation.) me the corporation elects to use in WV:	
me the corporation elects to use in WV:	Antora Department Caracterillan
	Wileig Vesorices oribotimus
ner amendments: tach additional pages if necessary)	•
:	
filing, listing a contact person and phone num	This is optional, however, if there is a problem with ther may avoid having to return or reject the
yn A. Schopp	(303) 357-7310
ntact Name	Phone Number
nature information (Sec below *Important L	egal Notice Regarding Stanuture):
t Name of Signer: Allyn A. Schopp	Title/Capacity: Authorized Person
anture: Az Hacksob	Date: June 10, 2013

thousand dollars or conflued in the county or regional jall not more than one year, or both.

Para CF-4

Issued by the Office of the Secretary of Sinte .

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OFFICE OF OIL AND GAS

AUG 0 3 2017

WV611 - 644 6/2017 Waltin Kluwer Ordina

FORM WW-6A1 EXHIBIT 2



I, Natalie E. Tennant, Secretary of State of the State of West Virginia, hereby certify that

EQT PRODUCTION COMPANY

has filed a "Certificate of Registration of Trade Name" in my office according to the provisions of Chapter 47 of the West Virginia Code and was found to conform to law.

Therefore, I hereby issue this

CERTIFICATE OF REGISTRATION OF TRADE NAME

authorizing it to transact business in West Virginia under the assumed name of

RECEIVED
OFFICE OF OIL AND GAS

CARNEGIE PRODUCTION COMPANY

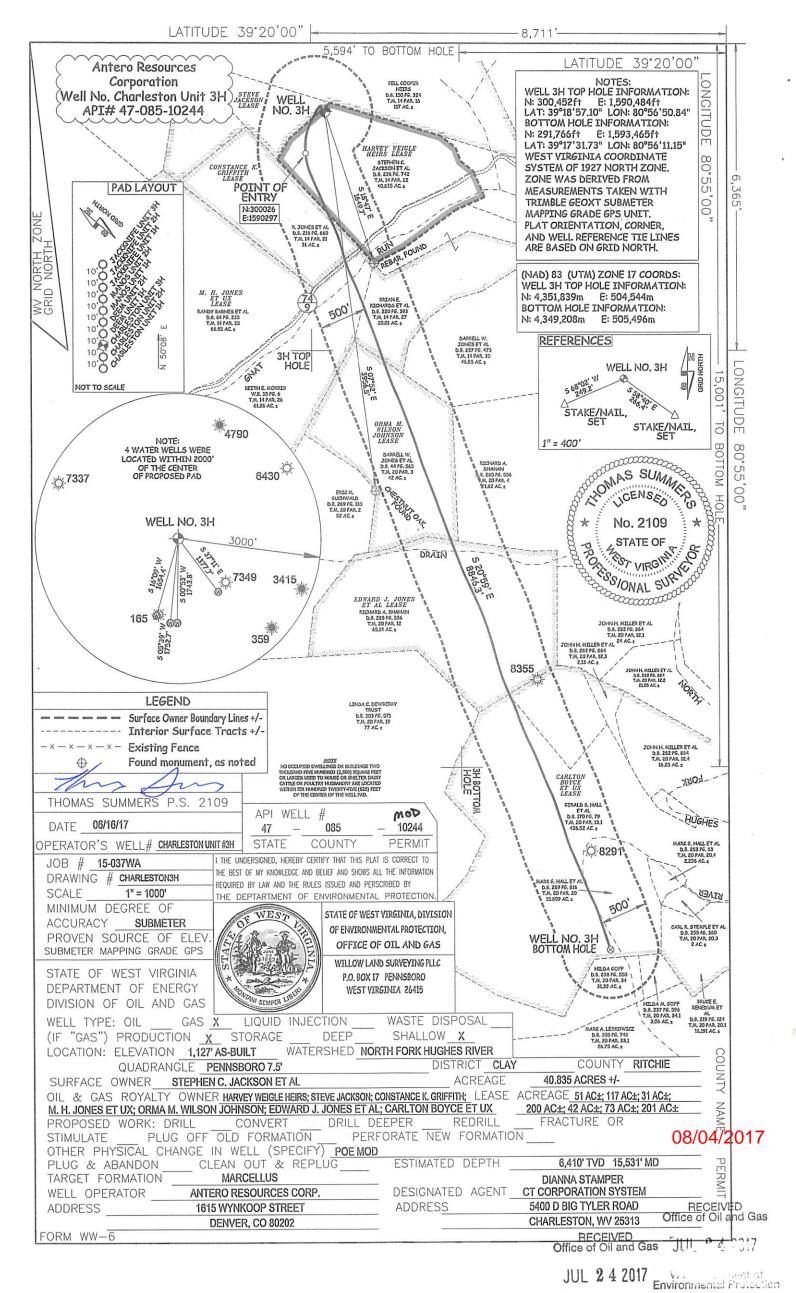
AUG 0 3 2017



Given under my hand and the Great Seal of the State of West Virginia on this day of April 9, 2009

Vatelil Eyem

Secretary of State



Operator's Well Number

Charleston Unit 3H

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)

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	Grantor, lessor, etc.	Grantee, lessee, etc.	Royalty	Book/Page
1	Steve Jackson Lease			
/	Steve Jackson	Antero Resources Appalachian Corporation	1/8+	0257/0716
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
1	Harvey Weigle Heirs Lease			
	Harley Weigle Heirs	J & J Enterprises, Inc.	1/8	0178/0571
	J & J Enterprises	Eastern American Energy Company	Assignment	0231/0732
	Eastern American Energy Corporation	Energy Corporation of America	Merger	DB 0306/0836
	Energy Corporation of America	Antero Resources Appalachian Corporation	Assignment	0257/0377
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
1	Constance K. Griffith Lease			
	Constance K. Griffith	EQT Production Company	1/8	0256/0738
	EQT Production Company	Antero Resources Corporation	Assignment	0282/0175
	Barbara Eppley Lease			
	Barbara Eppley	EQT Production Company	1/8	0256/0726
	EQT Production Company	Antero Resources Corporation	Assignment	0282/0175
1	Orma M. Wilson Johnson Lanca	*		
-	Orma M. Wilson Johnson Lease Orma M. Wilson Johnson, Trustee of the Orma M. Wilson Johnson Declaration of Trust	Antero Resources Appalachian Corporation	1/8+	0264/0905
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
1	Edward J. Jones et al Lease			
	Edward J. Jones et al	Herman Dotson	1/8	0094/0288
	Herman Dotson	M.A. Murphy	Assignment	0097/0243
	M.A. Murphy	Key Oil Company	Assignment	0220/0069
	Key Oil Company	Antero Resources Appalachian Corporation	*Partial Assignment of Oil	0253/0747
	Antero Resources Appalachian Corporation	Antero Resources Corporation	and Gas Leases Name Change	Exhibit 1



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*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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WW-6A1 (5/13)

Operator's Well No.	Charleston Unit 3H
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- (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
Carlton Boyce et ux Lease				
	Carlton Boyce et ux	B & M Associates	1/8	0217/0365
	B & M Associates	Key Oil Company	Assignment	0217/0585
	Key Oil Company	Antero Resources Appalachian Corporation	Assignment	0253/0747
	Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
*Partial Assignments to An	tero Resources Corporation include 100% rights	s to extract, produce and market		

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

the oil and gas from the Marcellus and any other formations completed with this well.

- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- County Floodplain Coordinator

RECEIVED Office of Oil and Gas

JUL 2 4 2017

WV Department of nvironmental Protection

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

Senior Vice President - Production

Page 1 of

FORM WW-6A1 EXHIBIT 1

FILED

Natalio E. Tennant. Secretary of State 1900 Kanawha Bivd E Bldg 1, Suite 157-K Charleston, WV 25305

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



APPLICATION FOR

OF AUTHORITY.

AMENDED CERTIFICATE

Penney Barker, Manager
IN THE OFFICE OF Corporations Division
ECRETARY OF STATE Pax: (304)558-8381

Website: www.wvsos.com
E-mail: business@wvsos.com

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

**** 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		
2.	Date Certificate of Authority was issued in West Virginia:	6/25/2008		
3.	Corporate name has been changed to: (Attach one Certified Conv of Name Change as filed in home State of incorporation.)	Antero Resources Corporation		
4.	Name the corporation elects to use in WV: (due to home state name not being available)	Antero Resources Corporation	•	100
5.	Other amendments: (attach additional pages if necessary)			
				n n
6.	Name and phone number of contact person, the filing, listing a contact person and phone nu document.)	(This is optional, however, if there is a problem with mber may avoid having to return or reject the		
	Alvyn A. Schopp	(303) 357-7310	RECE	EIVED
	Contact Name	Phone Number	Office of O	il and Cas
7.	Signature information (See below * Important	Legal Notice Reparding Signature):	JUL 2	
	Print Name of Signer: Aleyn A. Schopp	Title/Capacity: Authorized Person En	vironmenta	Protection
	Signature: H3 H3ch566	Date: June 10, 2013		
Any to th	person who signs a document he or she knows is false in as	ciris Code <u>5311)-1-129</u> . Penalty for signing false document, my material respect and knows that the document is to be delivered i, upon conviction thereof, shall be fined not more than one lare than one year, or both.		
Porm	CF-I Issued by the Offi	ico of the Secretary of Sinto - Revised 4/13		- Very

W\1032 - 041.6/2013 Walkins Klamer Orlline

WIO!