

September 3, 2009



Battlement Mesa Land Investments
c/o Eric Schmela
73 Sippelle Drive, #G
Battlement Mesa, CO 81636

Antero Resources
1625 17th Street - Suite 300
Denver, Colorado 80202
Office 303.357.7310
Fax 303.357.7315

RE: Rule 1202.e. Consent to Proposed Best Management Practices (BMP's)
Form 2A-BMC 'G' Pad
Location: NESE, Section 17-T7S-R95W
Garfield County, Colorado

Mr. Schmela:

Antero Resources Piceance Corporation, as part of the permit application process for the subject well pad, consulted with the Colorado Division of Wildlife and included the recommendations made by them as part of our Proposed Best Management Practices (BMP's) for this location. On June 24, 2009 you were provided with a copy of the subject permit application which included a copy of Antero's Proposed BMP's for your review. Per Rule 1202.e., the operator must get consent from the surface owner before the COGCC can accept these BMP's as part of the permit. Specifically, the rule provides in part:

Pursuant to COGCC Rule 1202.e., No permit-specific condition of approval for wildlife habitat protection under this rule shall be imposed without surface owner consent, including any permit-specific conditions for wildlife habitat protection that modify, add to, or differ materially from the general operating requirements in Rules 1203 and 1204. If the surface owner fails to consent to any such permit-specific condition of approval, then the parties shall consult with the surface owner regarding alternative conditions of approval acceptable to the surface owner.

We would appreciate your consent by executing this letter in the space provided below and faxing a copy of it to my attention at (303) 357-7315.

If you have any questions, please call me at (303) 357-6412.

Regards,


Hannah Knopping
Permit Representative

As the Authorized Agent for Battlement Mesa Land Investments, I hereby acknowledge that I have reviewed the Proposed Best Management Practices which include recommendations from the Colorado Division of Wildlife and give my consent to the subject Best Management Practices.


Eric Schmela

9.9.09
Date

Proposed BMPs for BMC "G" Pad Oil & Gas Location Assessment

1. Wildlife Production Best Management Practices - Drilling and Production

- Antero, will in good faith, conduct its construction, drilling and well completion activities between April 16th and November 30th. However, if lease terms or APD permitting schedules require one or more of these activities to occur between December 1st and April 15th, Antero will notify and offer to consult with CDOW for guidance on COAs and BMPs prior to undertaking such activities.
- Remote monitoring using SCADA systems to reduce well pad visits
- Water pipeline infrastructure will be installed concurrently with the gas pipeline infrastructure
- Pipeline systems to be located next to existing and planned roadways where possible
- Closed-loop pit less drilling technology to be utilized to eliminate open reserve pits and frac flowback pits
- Existing vegetation to be protected where possible using state-of-the-art technology
- Exclusionary devices to be used on heater treater stacks
- Above-ground facilities will be located to minimize visual effects (e.g. production tanks will be low profile tanks)
- Trench plugs, earthen ramps or other means as necessary will be employed to ensure that open pipeline trenches do not trap wildlife and that pipe strings do not impair wildlife movement
- Combustor controls to be used to mitigate odors from production tanks
- Well pad will be graveled to reduce fugitive dust and sediment run-off
- Well pad size will be minimized (250ft x 350ft)
- Directional drilling will be implemented to minimize habitat loss and habitat fragmentation
- The *Mitigation Assessment* including the mitigation opportunities/projects associated with this well pad to be defined and detailed in the upcoming Battlement Mesa CDP

2. Invasive Non-Native Vegetation Control

- Weed management plan will be developed and implemented to monitor and control noxious and invasive weeds
- Existing weed infestations will be mapped prior to the development of each pad, access road and pipeline
- Reclamation/revegetation will be used as a weed management tool

3. Seed Mixes

- Seed mixes will be certified weed-free
- Sites will be reclaimed with wildlife friendly see-mixes in consultation with CDOW


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4. Planning Infrastructure and Development Activities

- Well pad perimeter will be bermed and sloped toward frac tank and production tank area to provide additional spill containment
- High level alarms will be installed on all production tanks
- SPCC inspections will be conducted quarterly
- Water used for well completions will be recycled as technologically practicable
- Production tank containment area will be lined with plastic
- Water well testing to be performed for permitted water wells within ½ mile of down-hole location
- Annual planning meeting to be conducted with Battlement Mesa Community
- Well completions will utilize use green completion technologies to reduce odors

5. Stormwater Management

- Facility will be operated with a Water Quality Control Division (WQCD) stormwater construction permit.
- Well pad plat includes stormwater best management practices and drainage infrastructure for well pad construction. (see attached).
- Stormwater BMPs in accordance with the COGCC Post Construction Stormwater Program will be implemented in a manner that minimizes erosion, transport of sediment offsite, and site degradation.
- Inspections will be conducted in accordance with WQCD General Permit to confirm that applicable BMPs are in place, maintained and operating properly.


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