



June 24, 2005

Roy L. and Shawna Fazzi
604 Mineota Drive
Silt, CO 81652

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

RE: COGCC Rule 603.a.(2) Waiver
Well Pad: Valley Farms D
Surface location: NENW Section 15, T6S – R92W
Garfield County, Colorado

Dear Mr. and Mrs. Fazzi:

Antero Resources II Corporation desires to locate one or more wells on a pad site located in the ~~NW~~ NENW Section 15, T6S – R92W, Garfield County, Colorado. The wells located on the pad site will be located within 150 feet of your surface property line.

Colorado Oil and Gas Commission Rule 603.a.(2) provides that any well shall be a minimum distance of one hundred fifty (150) feet from a surface property line. The Rule further provides that the Director may grant an exception to such requirement if a waiver is received from the affected surface property owner.

To facilitate our operations, we are requesting your waiver of Rule 603.a.(2) as it applies to wells located on the subject well pad. If you agree with providing such waiver, please so indicate by signing in the space provided at the bottom of this letter.

Thank you for your cooperation in this matter.

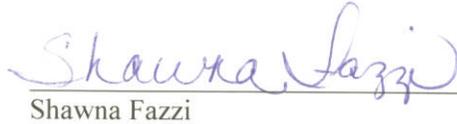
Very truly yours,


W. J. Pierini
Division Landman

The undersigned hereby waives COGCC Rule 603.a.(2) as it relates to wells drilled from the well pad located generally in the NENW Section 15, T6S – R92W Garfield County, Colorado.

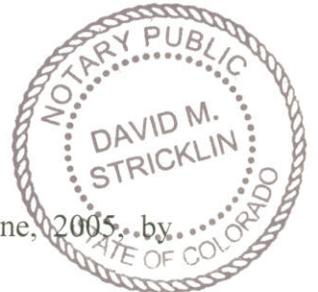


Roy L. Fazzi



Shawna Fazzi

STATE OF COLORADO)
)
COUNTY OF GARFIELD)



This instrument was acknowledged before me on this 24th day of June, 2005, by Roy L. Fazzi and Shawna Fazzi.

My commission expires: Sept 22, 2008


Notary Public