



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

Wednesday, September 27, 2017
WELL WORK PERMIT
Horizontal 6A / New Drill

ANTERO RESOURCES CORPORATION
1615 WYNKOOP STREET

DENVER, CO 80202

Re: Permit approval for PHEBE UNIT 1H
47-017-06862-00-00

This well work permit is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to any additional specific conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas Inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days of completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

Per 35 CSR 4-5.2.g this permit will expire in two (2) years from the issue date unless 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: PHEBE UNIT 1H
Farm Name: PHILLIP N. HILL, ET AL
U.S. WELL NUMBER: 47-017-06862-00-00
Horizontal 6A / New Drill
Date Issued: 9/27/2017

Promoting a healthy environment.

09/29/2017

PERMIT CONDITIONS

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. Failure to adhere to the specified permit conditions may result in enforcement action.

CONDITIONS

1. This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACE). Through this permit, you are hereby being advised to consult with USACE regarding this proposed activity.
2. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than one hundred (100) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
3. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the moisture content of the fill material shall be within limits as determined by the Standard Proctor Density test of the actual soils used in specific engineered fill, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort, to achieve 95 % compaction of the optimum density. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.
4. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.
5. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations*, 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.
6. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.
7. 24 hours prior to the initiation of the completion process the operator shall notify the Chief or his designee.
8. During the completion process the operator shall monitor annular pressures and report any anomaly noticed to the chief or his designee immediately.
9. If any explosion or other accident causing loss of life or serious personal injury occurs in or about a well or well work on a well, the well operator or its contractor shall give notice, stating the particulars of the explosion or accident, to the oil and gas inspector and the Chief, within 24 hours of said accident.
10. During the casing and cementing process, in the event cement does not return to the surface, the oil and gas inspector shall be notified within 24 hours.

PERMIT CONDITIONS

11. The operator shall provide to the Office of Oil and Gas the dates of each of the following within 30 days of their occurrence: completion of construction of the well pad, commencement of drilling, cessation of drilling, completion of any other permitted well work, and completion of the well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov.

8/14

WW-6B
(04/15)

API NO. 47-017 - 06862
OPERATOR WELL NO. Phebe Unit 1H
Well Pad Name: Existing Lemley Pad

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

1) Well Operator: Antero Resources Corporation 494507062 017-Doddridge Grant Smithburg 7.5'
Operator ID County District Quadrangle

2) Operator's Well Number: Phebe Unit 1H Well Pad Name: Existing Lemley Pad

3) Farm Name/Surface Owner: Phillip N. Hill, et al Public Road Access: CR-30

4) Elevation, current ground: 1303.6' Elevation, proposed post-construction: 1303.6'

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

(b) If Gas Shallow X Deep _____
Horizontal X

6) Existing Pad: Yes or No Yes

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):
Marcellus Shale: 7600' TVD, Anticipated Thickness- 55 feet, Associated Pressure- 2950#

8) Proposed Total Vertical Depth: 7600' TVD

9) Formation at Total Vertical Depth: Marcellus

10) Proposed Total Measured Depth: 19500' MD

11) Proposed Horizontal Leg Length: 11568'

12) Approximate Fresh Water Strata Depths: 291', 345, 366'

13) Method to Determine Fresh Water Depths: Offset well records. Depths have been adjusted according to surface elevations.

14) Approximate Saltwater Depths: 1460', 1673', 1700', 1710'

15) Approximate Coal Seam Depths: 980'

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 Mine Info: Name: _____
Depth: _____
Seam: _____
Owner: _____

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WW-6B
(04/15)

API NO. 47- 017 06862
 OPERATOR WELL NO. Phebe Unit 1H
 Well Pad Name: Existing Lemley Pad

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#	80'	80'	CTS, 218 Cu. Ft.
Fresh Water	13-3/8"	New	J-55	54.5#	420' *see #19	420' *see #19	CTS, 379 Cu. Ft.
Coal	9-5/8"	New	J-55	36#	2500'	2500'	CTS, 1018 Cu. Ft.
Intermediate							
Production	5-1/2"	New	P-110	23#	19500'	19500'	4542 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	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-HPOZ & 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			

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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 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."

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

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): Existing 27.26 acres

22) Area to be disturbed for well pad only, less access road (acres): Existing 4.31 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

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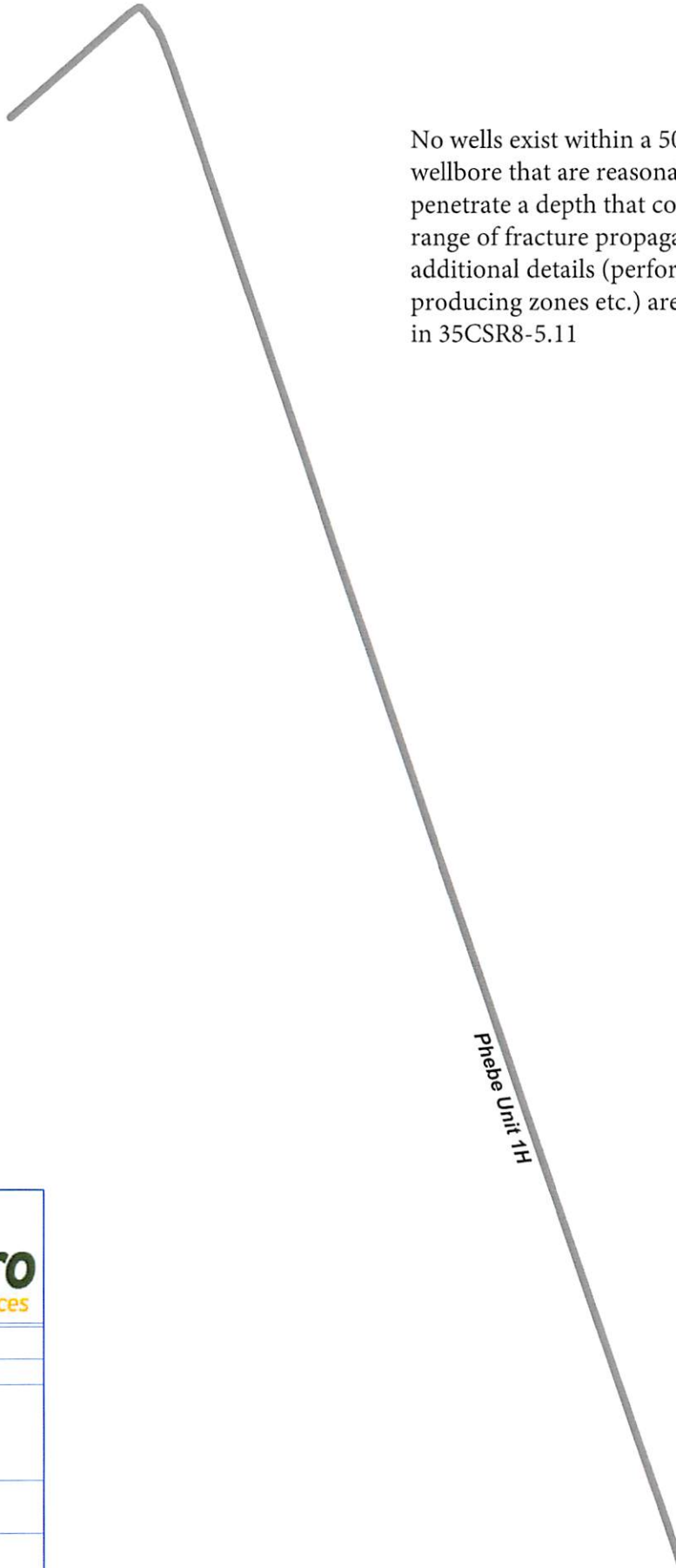
25) Proposed borehole conditioning procedures:

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.

DAF
8/15/17

17-06862



No wells exist within a 500' radius of the wellbore that are reasonably expected to penetrate a depth that could be within the range of fracture propagation; therefore no additional details (perforated formation, producing zones etc.) are required as outlined in 35CSR8-5.11

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Phebe Unit 1H - AOR

Shallow Well Investigation



WELL SYMBOLS
Gas Well



REMARKS
No wells of interest within AOR

August 7, 2017

09/29/2017

17-06862

WW-9
(4/16)

API Number 47 - 017 - 06862
Operator's Well No. Phebe Unit 1H

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

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name Antero Resources Corporation OP Code 494507062
Watershed (HUC 10) McElroy Creek Quadrangle Smithburg 7.5'

Do you anticipate using more than 5,000 bbls of water to complete the proposed well work? Yes No

Will a pit be used? Yes No

If so, please describe anticipated pit waste: No pit will be used at this site (Drilling and Flowback Fluids will be stored in tanks. Cuttings will be tanked and hauled off site.)

Will a synthetic liner be used in the pit? Yes No If so, what ml.? N/A

Proposed Disposal Method For Treated Pit Wastes:

- Land Application
- Underground Injection (UIC Permit Number *UIC Permit # will be provided on Form WR-34)
- Reuse (at API Number Future permitted well locations when applicable. API# will be provided on Form WR-34)
- Off Site Disposal (Supply form WW-9 for disposal location) (Meadowfill Landfill Permit #SWF-1032-98)
- Other (Explain Northwestern Landfill Permit #SWF-1025/WV0109410)

Will closed loop system be used? If so, describe: Yes, fluids stored in tanks, cuttings removed offsite and taken to landfill.

Drilling medium anticipated for this well (vertical and horizontal)? Air, freshwater, oil based, etc.
Surface - Air/Freshwater, Intermediate - Dust/Stiff Foam, Production - Water Based Mud or Synthetic Based Mud

-If oil based, what type? Synthetic, petroleum, etc. Synthetic

Additives to be used in drilling medium? Please See Attachment

Drill cuttings disposal method? Leave in pit, landfill, removed offsite, etc. Drill cuttings stored in tanks, removed offsite and taken to landfill.

-If left in pit and plan to solidify what medium will be used? (cement, lime, sawdust) N/A

-Landfill or offsite name/permit number? Meadowfill Landfill (Permit #SWF-1032-98), Northwestern Landfill (Permit # SWF-1025/WV0109410)

Permittee shall provide written notice to the Office of Oil and Gas of any load of drill cuttings or associated waste rejected at any West Virginia solid waste facility. The notice shall be provided within 24 hours of rejection and the permittee shall also disclose where it was properly disposed.

I certify that I understand and agree to the terms and conditions of the GENERAL WATER POLLUTION PERMIT issued on August 1, 2005, by the Office of Oil and Gas of the West Virginia Department of Environmental Protection. I understand that the provisions of the permit are enforceable by law. Violations of any term or condition of the general permit and/or other applicable law or regulation can lead to enforcement action.

I certify under penalty of law that I have personally examined and am familiar with the information submitted on this application form and all attachments thereto and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine or imprisonment.

Company Official Signature [Signature]

Company Official (Typed Name) Shawn Donovan

Company Official Title Environmental Specialist III

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Subscribed and sworn before me this 11th day of August, 20 17

[Signature]

Notary Public

My commission expires 7/8/2020

DAE
8/15/17

SHELBY MARIE JOHNSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID NUMBER
MY COMMISSION EXPIRES JULY 8, 2020
09/29/2017

Antero Resources Corporation

Proposed Revegetation Treatment: Acres Disturbed 27.26 existing acres Prevegetation pH _____

Lime 2-4 Tons/acre or to correct to pH 6.5

Fertilizer type Hay or straw or Wood Fiber (will be used where needed)

Fertilizer amount 500 lbs/acre

Mulch 2-3 Tons/acre

Access Road "A" (9.01 acres) + Access Road "B" (1.39 acres) + Well Pad (4.31 acres) + Truck Turnaround Pad (1.36 acres) + Centralized Impoundment (5.54 acres) + Excess/Topsoil Material Stockpiles (5.65 acres) = 27.26 Acres

Seed Mixtures

Temporary

Permanent

Seed Type lbs/acre
Annual Ryegrass 40

Seed Type lbs/acre
Crownvetch 10-15

See Table 3 for additional see type (Lemley Pad Design Page 18)

See Table 4a for additional seed type (Lemley Pad Design Page 18)

*or type of grass seed requested by surface owner

*or type of grass seed requested by surface owner

NOTE: No Fescue or Timothy Grass shall be used

Attach:

Maps(s) of road, location, pit and proposed area for land application (unless engineered plans including this info have been provided). If water from the pit will be land applied, include dimensions (L x W x D) of the pit, and dimensions (L x W), and area in acreage, of the land application area.

Photocopied section of involved 7.5' topographic sheet.

Plan Approved by: 

Comments: _____

Title: Oil + Gas Inspector

Date: 8/15/17

Field Reviewed? Yes No

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Form WW-9 Additives Attachment

SURFACE INTERVAL

1. Fresh Water
2. Soap –Foamer AC
3. Air

INTERMEDIATE INTERVAL

STIFF FOAM RECIPE:

- 1) 1 ppb Soda Ash / Sodium Carbonate-Alkalinity Control Agent
- 2) 1 ppb Conqor 404 (11.76 ppg) / Corrosion Inhibitor
- 3) 4 ppb KLA-Gard (9.17 ppg) / Amine Acid Complex-Shale Stabilizer
- 4) 1ppb Mil Pac R / Sodium Carboxymethylcellulose-Filtration Control Agent
- 5) 12 ppb KCL / Potassium Chloride-inorganic Salt
- 6) Fresh Water 80 bbls
- 7) Air

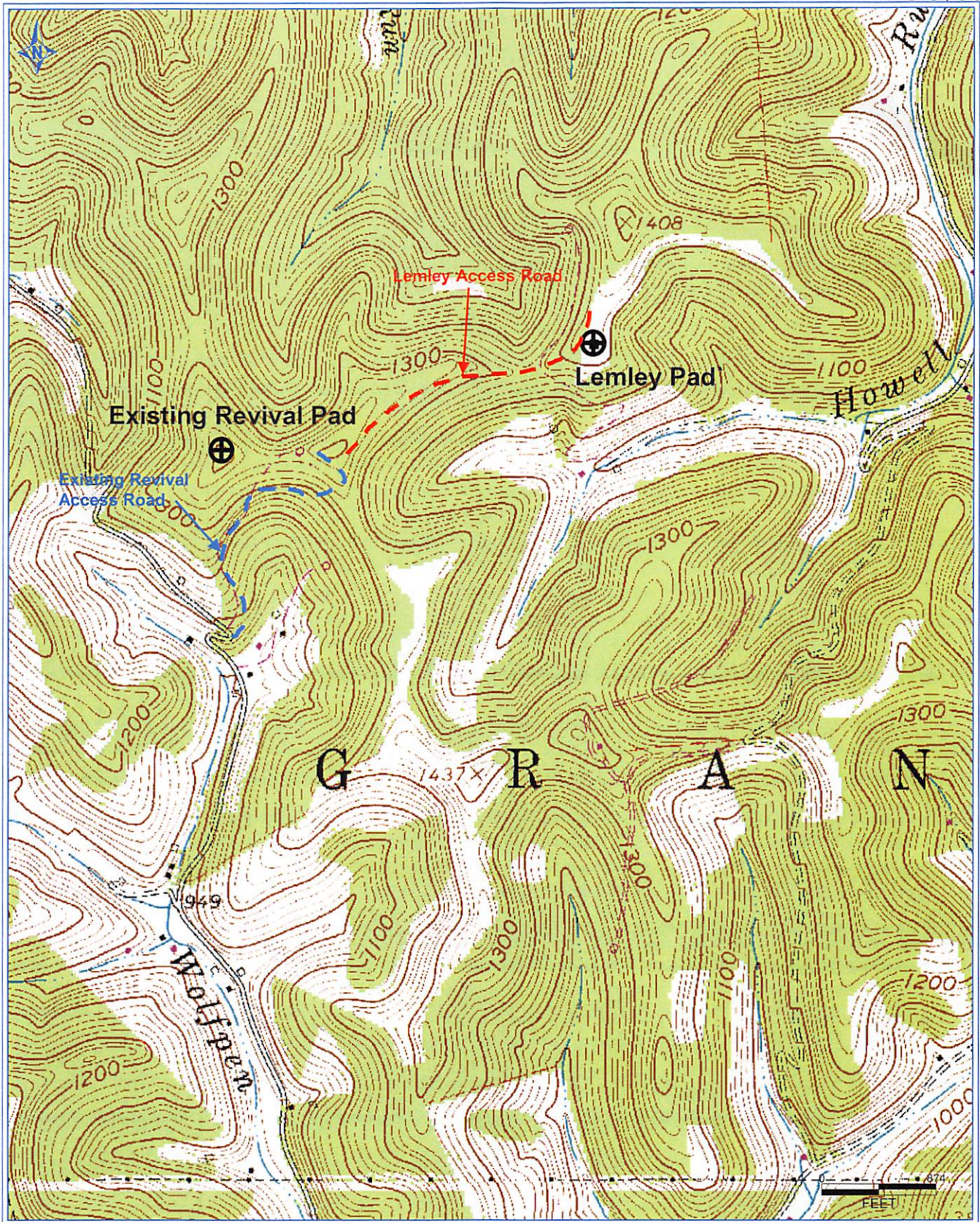
PRODUCTION INTERVAL

1. Alpha 1655
Salt Inhibitor
2. Mil-Carb
Calcium Carbonate
3. Cottonseed Hulls
Cellulose-Cottonseed Pellets – LCM
4. Mil-Seal
Vegetable, Cotton & Cellulose-Based Fiber Blend – LCM
5. Clay-Trol
Amine Acid Complex – Shale Stabilizer
6. Xan-Plex
Viscosifier For Water Based Muds
7. Mil-Pac (All Grades)
Sodium Carboxymethylcellulose – Filtration Control Agent
8. New Drill
Anionic Polyacrylamide Copolymer Emulsion – Shale Stabilizer
9. Caustic Soda
Sodium Hydroxide – Alkalinity Control
10. Mil-Lime
Calcium Hydroxide – Lime
11. LD-9
Polyether Polyol – Drilling Fluid Defoamer
12. Mil Mica
Hydro-Biotite Mica – LCM

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13. Escaid 110
Drilling Fluid Solvent – Aliphatic Hydrocarbon
14. Ligco
Highly Oxidized Leonardite – Filtration Control Agent
15. Super Sweep
Polypropylene – Hole Cleaning Agent
16. Sulfatrol K
Drilling Fluid Additive – Sulfonated Asphalt Residuum
17. Sodium Chloride, Anhydrous
Inorganic Salt
18. D-D
Drilling Detergent – Surfactant
19. Terra-Rate
Organic Surfactant Blend
20. W.O. Defoam
Alcohol-Based Defoamer
21. Perma-Lose HT
Fluid Loss Reducer For Water-Based Muds
22. Xan-Plex D
Polysaccharide Polymer – Drilling Fluid Viscosifier
23. Walnut Shells
Ground Cellulosic Material – Ground Walnut Shells – LCM
24. Mil-Graphite
Natural Graphite – LCM
25. Mil Bar
Barite – Weighting Agent
26. X-Cide 102
Biocide
27. Soda Ash
Sodium Carbonate – Alkalinity Control Agent
28. Clay Trol
Amine Acid complex – Shale Stabilizer
29. Sulfatrol
Sulfonated Asphalt – Shale Control Additive
30. Xanvis
Viscosifier For Water-Based Muds
31. Milstarch
Starch – Fluid Loss Reducer For Water Based Muds
32. Mil-Lube
Drilling Fluid Lubricant

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Antero Resources Corporation

Appalachian Basin

Phebe Unit 1H

Doddridge County

Quadrangle: Smithburg 7.5'

Watershed: McElroy Creek

District: Grant

Date: 8-04-2014

09/29/2017



911 Address
3126 Morgans Run Rd
West Union, WV 26456

Well Site Safety Plan

Antero Resources

Well Name: Abram Unit 1H-2H, Peter Unit 1H-2H, Milo Unit 2H, Phebe Unit 1H-2H, Trainer Unit 1H-2H, Rollins Unit 2H

Pad Location: LEMLEY PAD
Doddridge County/Grant District

GPS Coordinates:

Entrance - Lat 39°19'25.08"/Long -80°41'13.18" (NAD83)

Pad Center - Lat 39°19'34.87"/Long -80°40'48.39" (NAD83)

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Driving Directions:

From The intersection of US 50 and Interstate 79 near Bridgeport, WV travel west on US 50 approximately 19 miles. Turn right (north) onto Co Rt 9/Tarkiln Run and take the first left (west) toward Co Rt 3/Big Flint Rd. Turn right (north) onto Co Rt 3/Big Flint Rd and travel approximately 7.5 miles. Turn left onto Co Rt 5/Riggins Run Rd and travel south approximately 0.3 miles. Turn left onto Co Rt 30/Israel Fork and continue south approximately 2.5 miles. Turn left onto Main Camp Rd and continue approximately 0.2 miles to location.

Alternate Route:

From the intersection of HWY 19 and US-50 near West Union, head east on US-50 for 4.7 miles. Turn left onto Morgans Run/20 and continue for 1.5 miles. Continue straight onto Israels Fork for 1.7 miles. Follow the road up some switch backs, passed the water containment and the pad will be straight ahead.

EMERGENCY (24 HOUR) CONTACT 1-800-878-1373

John C. [Signature]
8/15/17

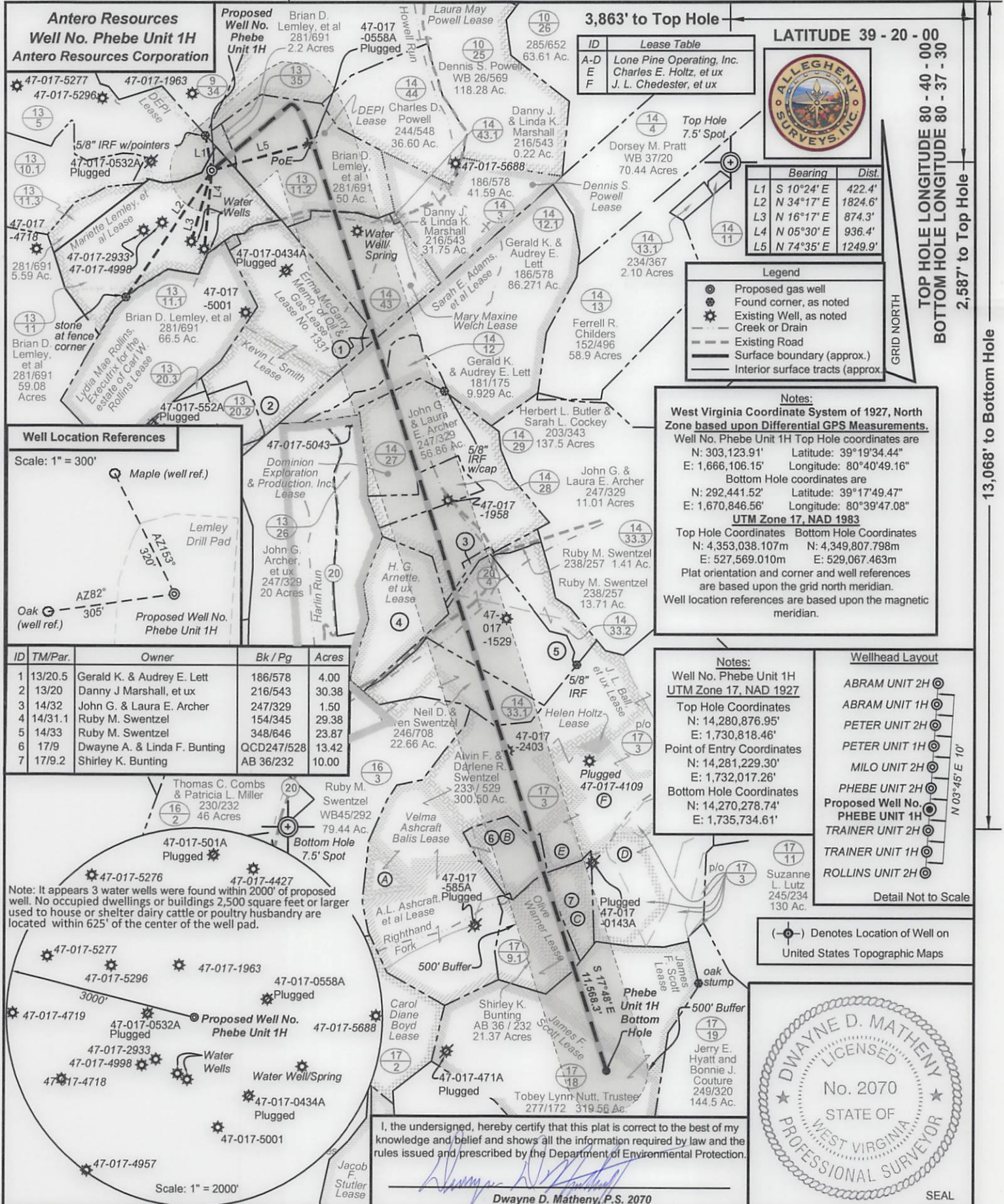
10,941' to Bottom Hole

3,863' to Top Hole

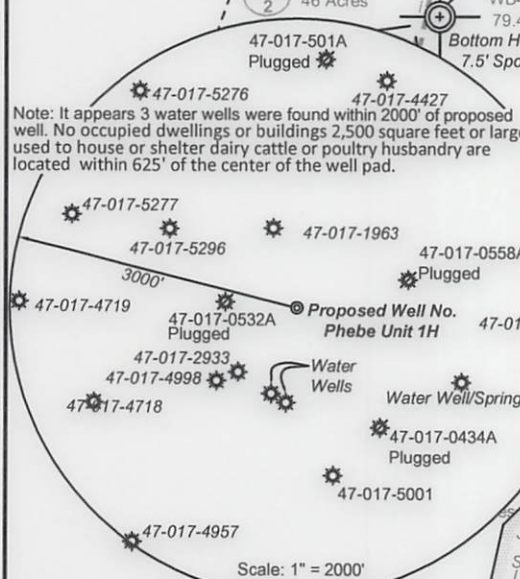
LATITUDE 39 - 20 - 00

TOP HOLE LONGITUDE 80 - 40 - 00
BOTTOM HOLE LONGITUDE 80 - 37 - 30
2,587' to Top Hole

13,068' to Bottom Hole



ID	TM/Par.	Owner	Bk / Pg	Acres
1	13/20.5	Gerald K. & Audrey E. Lett	186/578	4.00
2	13/20	Danny J Marshall, et ux	216/543	30.38
3	14/32	John G. & Laura E. Archer	247/329	1.50
4	14/31.1	Ruby M. Swentzel	154/345	29.38
5	14/33	Ruby M. Swentzel	348/646	23.87
6	17/9	Dwayne A. & Linda F. Bunting	QC247/528	13.42
7	17/9.2	Shirley K. Bunting	AB 36/232	10.00



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.

Dwayne D. Matheny
Dwayne D. Matheny, P.S. 2070

FILE NO: 298-30-G-14
DRAWING NO: 298-14 Phebe 1H Well Plat
SCALE: 1" = 1500'
MINIMUM DEGREE OF ACCURACY: Submeter
PROVEN SOURCE OF ELEVATION: WVDOT, Harrisville, WV

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

DATE: August 10 20 17
OPERATOR'S WELL NO. Phebe Unit 1H
API WELL NO. H6A
47 - 017 - 06862
STATE COUNTY PERMIT

WELL TYPE: OIL GAS LIQUID INJECTION WASTE DISPOSAL
(IF GAS) PRODUCTION: STORAGE DEEP SHALLOW
LOCATION: ELEVATION: 1303.6' (As-built) 1324.0' (org. gnd) WATERSHED: McElroy Creek QUADRANGLE: Smithburg
DISTRICT: Grant COUNTY: Doddridge
SURFACE OWNER: Phillip N. Hill, et al Erma McGarry, Memorandum of Oil & Lease; Sarah E. Adams, et al; Charles E. Holtz, et ux; Marietta Lemley, et al; J. L. Ball, et ux; Olive Warner; James F. Scott (2); ACREAGE: 59.08 98; 49.5; 81; 12.66; 35.7311; 50.00; 79.06;
ROYALTY OWNER: Dominion Exploration & Production, Inc. (2); Lone Pine Operating Inc. (2) LEASE NO: 1331 ACREAGE: 11.3; 138; 66.87;
PROPOSED WORK: DRILL CONVERT DRILL DEEPER FRACTURE OR STIMULATE PLUG OFF OLD FORMATION
 PERFORATE NEW FORMATION OTHER PHYSICAL CHANGE IN WELL (SPECIFY)
 PLUG AND ABANDON CLEAN OUT AND REPLUG TARGET FORMATION: Marcellus Shale ESTIMATED DEPTH: 7,600' TVD 19,500' MD

WELL OPERATOR: Antero Resources Corporation DESIGNATED AGENT: Dianna Stamper - CT Corporation System
ADDRESS: 1615 Wynkoop Street ADDRESS: 5400 D Big Tyler Road
Denver, CO 80202 Charleston, WV 25313

WW-6A1

Operator's Well Number Phebe Unit 1H

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>Mariette Lemley, et al Lease</u>			
Mariette Lemley, et al	S&K Land Company	1/8	0114/0075
S&K Land Company	Mert Development, Inc.	Assignment	0115/0110
Mert Development, Inc.	Continental Reserves 1980-E	Assignment	0123/0022
Continental Reserves 1980-E, et al	Appalachian Energy Development Corporation	Assignment	0150/0251
Appalachian Energy Development Corporation	Appalachian Energy Reserves, Inc	Affidavit of Identity	Recital in MB 0019/0210
Appalachian Energy Reserves, Inc	Jay Shearer	Assignment	0179/0146
Jay Shearer, individually and as President of Red Gas Company	Clowser Production Company	Assignment	0285/0420
Clowser Production Company	Antero Resources Appalachian Corporation	Assignment	0285/0417
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>DEPI Lease</u>			
Dominion Exploration & Production Inc	Dominion Appalachian Development, LLC	1/8	LB 230/416
Dominion Appalachian Development, LLC	Antero Resources Appalachian Corporation	Assignment	LB 231/145
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Laura May Powell Lease</u>			
Laura May Powell	Jay-Bee Production Company	1/8	LB 0215/0685
Jay-Bee Production Company	Antero Resources Appalachian Corporation	Assignment	301/373
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Mary Maxine Welch Lease</u>			
Mary Maxine Welch	Antero Resources Appalachian Corporation	1/8+	304/13
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Erma McGarry Memo. of Oil & Gas Lease</u>			
Erma McGarry	Tenmile Land, LLC.	1/8+	LB 0271/0593
Tenmile Land, LLC.	Antero Resources Appalachian Corporation	Assignment	LB 0281/0401
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Sarah E. Adams, et al Lease</u>			
Sarah E. Adams, et al	Jasper S. Kyle	1/8	0023/0175
Jasper S. Kyle	Hope Natural Gas Company	Assignment	0026/0082
Hope Natural Gas Company	Consolidated Gas Supply Corporation	Merger	DB 0143/0345
Consolidated Gas Supply Corporation	Consolidated Gas Transmission Corporation	Assignment	LB 0135/0583
Consolidated Gas Transmission Corporation	CNG Development Company	Name Change	LB 0139/0041
CNG Development Company	CNG Producing Company	Name Change	Exhibit 2
CNG Producing Company	Dominion Exploration & Production, Inc et al	Name Change	0058/0362
Dominion E&P, Inc, DTI, Inc & DAD, LLC	Antero Resources Appalachian Corporation	Partial Assignment of Oil and Gas Leases	0230/00113
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

09/29/2017

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>Dominion Exploration & Production, Inc Lease</u>			
Dominion Transmission Inc	Dominion Exploration & Production Inc	1/8	LB 230/170
Dominion Exploration & Production Inc	Antero Resources Appalachian Corporation	Assignment	LB 231/145
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>J.L. Ball, et ux Lease</u>			
J.L. Ball, et ux	Hope Natural Gas Company	1/8	LB 23/21
Hope Natural Gas Company	Consolidated Gas Supply Corporation	Confirmatory Deed	DB 0143/0345
Consolidated Gas Supply Corporation	Consolidated Gas Transmission Corporation	Assignment	LB 0135/0583
Consolidated Gas Transmission Corporation	Dominion Transmission Inc	Name Change	LB 0058/0362
Dominion Transmission Inc.	CONSOL Energy Holdings LLC XVI	Assignment	LB 0245/0001
CONSOL Energy Holdings LLC XVI	CONSOL Gas Company	Certificate of Merger	LB 0292/0478
CONSOL Gas Company	CNX Gas Company, LLC	Certificate of Merger	LB 0292/0549
CNX Gas Company, LLC	Antero Resources Appalachian Corporation	Assignment	LB 0260/0125
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Lone Pine Operating, Inc Lease (B)</u>			
Lone Pine Operating, Inc	Antero Resources Appalachian Corporation	1/8+	LB 0286/0720
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Charles E. Holtz, et ux Lease (E)</u>			
Charles E. Holtz, et ux	Antero Resources Corporation	1/8	0265/0355
<u>Lone Pine Operating, Inc Lease (C)</u>			
Lone Pine Operating, Inc	Antero Resources Appalachian Corporation	1/8+	LB 0286/0720
Antero Resources Appalachian Corporation	Antero Resources Corporation	Name Change	Exhibit 1
<u>Olive Warner Lease</u>			
Oliver Warner	Antero Resources Corporation	1/8	416/331
<u>James F. Scott Lease</u>			
James F. Scott	James W. Hershberger	1/8	0091/0559
James W. Hershberger	Rudolph Valenta	Assignment	0092/0185
Rudolph Valenta	Antero Resources Appalachian Corporation	Assignment	0322/0282
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.

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17-06862

WW-6A1
(5/13)

Operator's Well No. Phebe Unit 1H

**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
James F. Scott Lease				
	James F. Scott	James W. Hershberger	1/8	0091/0561
	James W. Hershberger	Joyce Mazzitello	Assignment	0092/0219
	Joyce Mazzitello	Antero Resources Appalachian Corporation	Assignment	0344/0431
	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: Senior Vice President Production

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WV Department of
Environmental Protection

17-06862

**FORM WW-6A1
EXHIBIT 1**

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
IN THE OFFICE OF
SECRETARY OF STATE
Tel: (304)558-8000
Fax: (304)558-8381
Website: www.wvsof.com
E-mail: business@wvsof.com

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

**APPLICATION FOR
AMENDED CERTIFICATE
OF AUTHORITY**

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: *Alvyn A. Schopp* 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.

Form CF-4

Issued by the Office of the Secretary of State

Revised 4/13

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AUG 14 2017

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Environmental Protection

FORM WW-6A1
EXHIBIT 2

17-06862

KER HECHLER
FEE \$5.00



TO BE FILED IN DUPLICATE
ORIGINALS

FILED
JUL 10 1991

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

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WV Department of
Environmental Protection

The amount of its state capital as of this date is \$28,800,000

09/29/2017

17-06862



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

August 11, 2017

West Virginia Department of Environmental Protection
Chief, Office of Oil and Gas
Attn: Mr. James Martin
601 57th Street SE
Charleston, WV 25304

RE: Phebe Unit 1H
Quadrangle: Smithburg 7.5'
Doddridge County/Grant District, West Virginia

Mr. Martin:

Antero Resources Corporation (Antero) is submitting the following application for a new well work permit for the Phebe Unit 1H horizontal shallow well. As an authorized representative, I certify that Antero has the right to extract, produce or market the oil or gas for all leases through which the Phebe Unit 1H horizontal lateral will drill through including any and all roads crossed under as identified on the attached survey plat.

Sincerely,

A handwritten signature in black ink, appearing to read "Brett Kuhn", is written over a circular stamp or mark.

Brett Kuhn
Landman

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WV Department of
Environmental Protection

09/29/2017

**STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE CERTIFICATION**

Date of Notice Certification: 08/10/2017

API No. 47- 017 - 06862
Operator's Well No. Phebe Unit 1H
Well Pad Name: Existing Lemley Pad

Notice has been given:

Pursuant to the provisions in West Virginia Code § 22-6A, the Operator has provided the required parties with the Notice Forms listed below for the tract of land as follows:

State: <u>West Virginia</u>	UTM NAD 83	Easting: <u>527569.010m</u>
County: <u>Doddridge</u>		Northing: <u>4353038.107m</u>
District: <u>Grant</u>	Public Road Access: <u>CR-30</u>	
Quadrangle: <u>Smithburg 7.5'</u>	Generally used farm name: <u>Phillip N. Hill, et al</u>	
Watershed: <u>McElroy Creek</u>		

Pursuant to West Virginia Code § 22-6A-7(b), every permit application filed under this section shall be on a form as may be prescribed by the secretary, shall be verified and shall contain the following information: (14) A certification from the operator that (i) it has provided the owners of the surface described in subdivisions (1), (2) and (4), subsection (b), section ten of this article, the information required by subsections (b) and (c), section sixteen of this article; (ii) that the requirement was deemed satisfied as a result of giving the surface owner notice of entry to survey pursuant to subsection (a), section ten of this article six-a; or (iii) the notice requirements of subsection (b), section sixteen of this article were waived in writing by the surface owner; and Pursuant to West Virginia Code § 22-6A-11(b), the applicant shall tender proof of and certify to the secretary that the notice requirements of section ten of this article have been completed by the applicant.

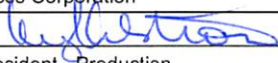
Pursuant to West Virginia Code § 22-6A, the Operator has attached proof to this Notice Certification that the Operator has properly served the required parties with the following: *PLEASE CHECK ALL THAT APPLY		OOG OFFICE USE ONLY
<input type="checkbox"/> 1. NOTICE OF SEISMIC ACTIVITY or <input checked="" type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NO SEISMIC ACTIVITY WAS CONDUCTED		<input type="checkbox"/> RECEIVED/ NOT REQUIRED
<input type="checkbox"/> 2. NOTICE OF ENTRY FOR PLAT SURVEY or <input checked="" type="checkbox"/> NO PLAT SURVEY WAS CONDUCTED		<input type="checkbox"/> RECEIVED
<input checked="" type="checkbox"/> 3. NOTICE OF INTENT TO DRILL or <input type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NOTICE OF ENTRY FOR PLAT SURVEY WAS CONDUCTED or <input type="checkbox"/> WRITTEN WAIVER BY SURFACE OWNER (PLEASE ATTACH)		<input type="checkbox"/> RECEIVED/ NOT REQUIRED
<input checked="" type="checkbox"/> 4. NOTICE OF PLANNED OPERATION	RECEIVED Office of Oil and Gas	<input type="checkbox"/> RECEIVED
<input checked="" type="checkbox"/> 5. PUBLIC NOTICE	AUG 14 2017	<input type="checkbox"/> RECEIVED
<input checked="" type="checkbox"/> 6. NOTICE OF APPLICATION	WV Department of Environmental Protection	<input type="checkbox"/> RECEIVED

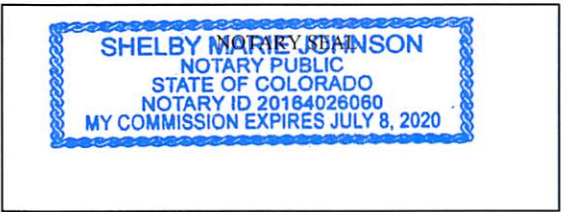
Required Attachments:

The Operator shall attach to this Notice Certification Form all Notice Forms and Certifications of Notice that have been provided to the required parties and/or any associated written waivers. For the Public Notice, the operator shall attach a copy of the Class II Legal Advertisement with publication date verification or the associated Affidavit of Publication. The attached Notice Forms and Certifications of Notice shall serve as proof that the required parties have been noticed as required under West Virginia Code § 22-6A. Pursuant to West Virginia Code § 22-6A-11(b), the Certification of Notice to the person may be made by affidavit of personal service, the return receipt card or other postal receipt for certified mailing.

Certification of Notice is hereby given:

THEREFORE, I Kevin Kilstrom, have read and understand the notice requirements within West Virginia Code § 22-6A. I certify that as required under West Virginia Code § 22-6A, I have served the attached copies of the Notice Forms, identified above, to the required parties through personal service, by registered mail or by any method of delivery that requires a receipt or signature confirmation. I certify under penalty of law that I have personally examined and am familiar with the information submitted in this Notice Certification and all attachments, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

Well Operator:	<u>Antero Resources Corporation</u>	Address:	<u>1615 Wynkoop Street</u>
By:	<u>Kevin Kilstrom</u> 		<u>Denver, CO 80202</u>
Its:	<u>Senior Vice President - Production</u>	Facsimile:	<u>303-357-7315</u>
Telephone:	<u>303-357-7310</u>	Email:	<u>shjohnson@anteroresources.com</u>



Subscribed and sworn before me this 10th day of August 2017.
S. Johnson Notary Public
 My Commission Expires 7/8/2020

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

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 AUG 14 2017
 WV Department of
 Environmental Protection

**STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF APPLICATION**

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**

Date of Notice: 8/11/2017 **Date Permit Application Filed:** 8/11/2017

Notice of:

- PERMIT FOR ANY WELL WORK
- CERTIFICATE OF APPROVAL FOR THE CONSTRUCTION OF AN IMPOUNDMENT OR PIT

Delivery method pursuant to West Virginia Code § 22-6A-10(b)

- PERSONAL SERVICE
- REGISTERED MAIL
- METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to W. Va. Code § 22-6A-10(b) no later than the filing date of the application, the applicant for a permit for any well work or for a certificate of approval for the construction of an impoundment or pit as required by this article shall deliver, by personal service or by registered mail or by any method of delivery that requires a receipt or signature confirmation, copies of the application, the erosion and sediment control plan required by section seven of this article, and the well plat to each of the following persons: (1) The owners of record of the surface of the tract on which the well is or is proposed to be located; (2) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for roads or other land disturbance as described in the erosion and sediment control plan submitted pursuant to subsection (c), section seven of this article; (3) The coal owner, operator or lessee, in the event the tract of land on which the well proposed to be drilled is located [sic] is known to be underlain by one or more coal seams; (4) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for the placement, construction, enlargement, alteration, repair, removal or abandonment of any impoundment or pit as described in section nine of this article; (5) Any surface owner or water purveyor who is known to the applicant to have a water well, spring or water supply source located within one thousand five hundred feet of the center of the well pad which is used to provide water for consumption by humans or domestic animals; and (6) The operator of any natural gas storage field within which the proposed well work activity is to take place. (c)(1) If more than three tenants in common or other co-owners of interests described in subsection (b) of this section hold interests in the lands, the applicant may serve the documents required upon the person described in the records of the sheriff required to be maintained pursuant to section eight, article one, chapter eleven-a of this code. (2) Notwithstanding any provision of this article to the contrary, notice to a lien holder is not notice to a landowner, unless the lien holder is the landowner. W. Va. Code R. § 35-8-5.7.a requires, in part, that the operator shall also provide the Well Site Safety Plan ("WSSP") to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Application Notice WSSP Notice E&S Plan Notice Well Plat Notice is hereby provided to:

SURFACE OWNER(s)
Name: PLEASE SEE ATTACHMENT
Address: _____

Name: _____
Address: _____

SURFACE OWNER(s) (Road and/or Other Disturbance)
Name: PLEASE SEE ATTACHMENT
Address: _____

Name: _____
Address: _____

SURFACE OWNER(s) (Impoundments or Pits)
Name: _____
Address: _____

COAL OWNER OR LESSEE
Name: NO DECLARATIONS ON RECORD WITH COUNTY
Address: _____

COAL OPERATOR
Name: NO DECLARATIONS ON RECORD WITH COUNTY
Address: _____

WATER PURVEYOR(s)/OWNER(s) OF WATER WELL, SPRING OR OTHER WATER SUPPLY SOURCE
Name: PLEASE SEE ATTACHMENT
Address: _____

OPERATOR OF ANY NATURAL GAS STORAGE FIELD
Name: _____
Address: _____

*Please attach additional forms if necessary

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AUG 14 2017

WV Department of
Environmental Protection

WW-6A
(8-13)

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Office of Oil and Gas

AUG 14 2017

API NO. 47-017 - 06862
OPERATOR WELL NO. Phebe Unit 1H
Well Pad Name: Existing Lemley Pad

WV Department of
Environmental Protection

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(b), notice is hereby given that the undersigned well operator has applied for a permit for well work or for a certificate of approval for the construction of an impoundment or pit.

This Notice Shall Include:

Pursuant to W. Va. Code § 22-6A-10(b), this notice shall include: (1) copies of the application; (2) the erosion and sediment control plan required by section seven of this article; and (3) the well plat.

Pursuant to W. Va. Code § 22-6A-10(f), this notice shall include: (1) a statement of the time limits for filing written comments; (2) who may file written comments; (3) the name and address of the secretary for the purpose of filing the comments and obtaining additional information; and (4) a statement that the persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

Pursuant to W. Va. Code R. § 35-8-5.7.a, the operator shall provide the Well Site Safety Plan to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Pursuant to W. Va. Code R. § 35-8-15.2.c, this notice shall: (1) contain a statement of the surface owner's and water purveyor's right to request sampling and analysis; (2) advise the surface owner and water purveyor of the rebuttable presumption for contamination or deprivation of a fresh water source or supply; advise the surface owner and water purveyor that refusal to allow the operator to conduct a pre-drilling water well test constitutes a method to rebut the presumption of liability; (3) advise the surface owner and water purveyor of his or her independent right to sample and analyze any water supply at his or her own expense; advise the surface owner and water purveyor whether or not the operator will utilize an independent laboratory to analyze any sample; and (4) advise the surface owner and or water purveyor that he or she can obtain from the Chief a list of water testing laboratories in the subject area capable of and qualified to test water supplies in accordance with standard acceptable methods.

Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Well Location Restrictions

Pursuant to W. Va. Code § 22-6A-12, Wells may not be drilled within two hundred fifty feet measured horizontally from any existing water well or developed spring used for human or domestic animal consumption. The center of well pads may not be located within six hundred twenty-five feet of an occupied dwelling structure, or a building two thousand five hundred square feet or larger used to house or shelter dairy cattle or poultry husbandry. This limitation is applicable to those wells, developed springs, dwellings or agricultural buildings that existed on the date a notice to the surface owner of planned entry for surveying or staking as provided in section ten of this article or a notice of intent to drill a horizontal well as provided in subsection (b), section sixteen of this article was provided, whichever occurs first, and to any dwelling under construction prior to that date. This limitation may be waived by written consent of the surface owner transmitted to the department and recorded in the real property records maintained by the clerk of the county commission for the county in which such property is located. Furthermore, the well operator may be granted a variance by the secretary from these distance restrictions upon submission of a plan which identifies the sufficient measures, facilities or practices to be employed during well site construction, drilling and operations. The variance, if granted, shall include terms and conditions the department requires to ensure the safety and protection of affected persons and property. The terms and conditions may include insurance, bonding and indemnification, as well as technical requirements. (b) No well pad may be prepared or well drilled within one hundred feet measured horizontally from any perennial stream, natural or artificial lake, pond or reservoir, or a wetland, or within three hundred feet of a naturally reproducing trout stream. No well pad may be located within one thousand feet of a surface or ground water intake of a public water supply. The distance from the public water supply as identified by the department shall be measured as follows: (1) For a surface water intake on a lake or reservoir, the distance shall be measured from the boundary of the lake or reservoir. (2) For a surface water intake on a flowing stream, the distance shall be measured from a semicircular radius extending upstream of the surface water intake. (3) For a groundwater source, the distance shall be measured from the wellhead or spring. The department may, in its discretion, waive these distance restrictions upon submission of a plan identifying sufficient measures, facilities or practices to be employed during well site construction, drilling and operations to protect the waters of the state. A waiver, if granted, shall impose any permit conditions as the secretary considers necessary. (c) Notwithstanding the foregoing provisions of this section, nothing contained in this section prevents an operator from conducting the activities permitted or authorized by a Clean Water Act Section 404 permit or other approval from the United States Army Corps of Engineers within any waters of the state or within the restricted areas referenced in this section. (d) The well location restrictions set forth in this section shall not apply to any well on a multiple well pad if at least one of the wells was permitted prior to the effective date of this article. (e) The secretary shall, by December 31, 2012, report to the Legislature on the noise, light, dust and volatile organic compounds generated by the drilling of horizontal wells as they relate to the well location restrictions regarding occupied dwelling structures pursuant to this section. Upon a finding, if any, by the secretary that the well location restrictions regarding occupied dwelling structures are inadequate or otherwise require alteration to address the items

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examined in the study required by this subsection, the secretary shall have the authority to propose for promulgation legislative rules establishing guidelines and procedures regarding reasonable levels of noise, light, dust and volatile organic compounds relating to drilling horizontal wells, including reasonable means of mitigating such factors, if necessary.

Water Well Testing:

Pursuant to West Virginia Code § 22-6A-10(d), notification shall be made, with respect to surface landowners identified in subsection (b) or water purveyors identified in subdivision (5), subsection (b) of this section, of the opportunity for testing their water well. The operator shall provide an analysis to such surface landowner or water purveyor at their request.

Water Testing Laboratories:

Pursuant to West Virginia Code § 22-6A-10(i), persons entitled to notice pursuant to subsection (b) of this section may contact the department to ascertain the names and locations of water testing laboratories in the subject area capable and qualified to test water supplies in accordance with standard accepted methods. In compiling that list of names the department shall consult with the state Bureau for Public Health and local health departments. A surface owner and water purveyor has an independent right to sample and analyze any water supply at his or her own expense. The laboratory utilized by the operator shall be approved by the agency as being certified and capable of performing sample analyses in accordance with this section.

Rebuttable Presumption for Contamination or Deprivation of a Fresh Water Source or Supply:

W. Va. Code § 22-6A-18 requires that (b) unless rebutted by one of the defenses established in subsection (c) of this section, in any action for contamination or deprivation of a fresh water source or supply within one thousand five hundred feet of the center of the well pad for horizontal well, there is a rebuttable presumption that the drilling and the oil or gas well or either was the proximate cause of the contamination or deprivation of the fresh water source or supply. (c) In order to rebut the presumption of liability established in subsection (b) of this section, the operator must prove by a preponderance of the evidence one of the following defenses: (1) The pollution existed prior to the drilling or alteration activity as determined by a predrilling or prealteration water well test. (2) The landowner or water purveyor refused to allow the operator access to the property to conduct a predrilling or prealteration water well test. (3) The water supply is not within one thousand five hundred feet of the well. (4) The pollution occurred more than six months after completion of drilling or alteration activities. (5) The pollution occurred as the result of some cause other than the drilling or alteration activity. (d) Any operator electing to preserve its defenses under subdivision (1), subsection (c) of this section shall retain the services of an independent certified laboratory to conduct the predrilling or prealteration water well test. A copy of the results of the test shall be submitted to the department and the surface owner or water purveyor in a manner prescribed by the secretary. (e) Any operator shall replace the water supply of an owner of interest in real property who obtains all or part of that owner's supply of water for domestic, agricultural, industrial or other legitimate use from an underground or surface source with a comparable water supply where the secretary determines that the water supply has been affected by contamination, diminution or interruption proximately caused by the oil or gas operation, unless waived in writing by that owner. (f) The secretary may order the operator conducting the oil or gas operation to: (1) Provide an emergency drinking water supply within twenty-four hours; (2) Provide temporary water supply within seventy-two hours; (3) Within thirty days begin activities to establish a permanent water supply or submit a proposal to the secretary outlining the measures and timetables to be used in establishing a permanent supply. The total time in providing a permanent water supply may not exceed two years. If the operator demonstrates that providing a permanent replacement water supply cannot be completed within two years, the secretary may extend the time frame on case-by-case basis; and (4) Pay all reasonable costs incurred by the real property owner in securing a water supply. (g) A person as described in subsection (b) of this section aggrieved under the provisions of subsections (b), (e) or (f) of this section may seek relief in court... (i) Notwithstanding the denial of the operator of responsibility for the damage to the real property owner's water supply or the status of any appeal on determination of liability for the damage to the real property owner's water supply, the operator may not discontinue providing the required water service until authorized to do so by the secretary or a court of competent jurisdiction.

Written Comment:

Pursuant to West Virginia Code § 22-6A-11(a), all persons described in subsection (b), section ten of this article may file written comments with the secretary as to the location or construction of the applicant's proposed well work within thirty days after the application is filed with the secretary. All persons described in West Virginia Code § 22-6A-10(b) may file written comments as to the location or construction of the applicant's proposed well work to the Secretary at:

Chief, Office of Oil and Gas
Department of Environmental Protection
601 57th St. SE
Charleston, WV 25304
(304) 926-0450

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Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water. **NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.**

Time Limits and Methods for Filing Comments.

The law requires these materials to be served on or before the date the operator files its Application. You have **THIRTY (30) DAYS** after the filing date to file your comments. Comments must be filed in person or received in the mail by the Chief's office by the time stated above. You may call the Chief's office to be sure of the date. Check with your postmaster to ensure adequate delivery time or to arrange special expedited handling. If you have been contacted by the well operator and you have signed a "voluntary statement of no objection" to the planned work described in these materials, then the permit may be issued at any time.

Pursuant to West Virginia Code § 22-6A-11(c)(2), Any objections of the affected coal operators and coal seam owners and lessees shall be addressed through the processes and procedures that exist under sections fifteen, seventeen and forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article. The written comments filed by the parties entitled to notice under subdivisions (1), (2), (4), (5) and (6), subsection (b), section ten of this article shall be considered by the secretary in the permit issuance process, but the parties are not entitled to participate in the processes and proceedings that exist under sections fifteen, seventeen or forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article.

Comment Requirements

Your comments must be in writing and include your name, address and telephone number, the well operator's name and well number and the approximate location of the proposed well site including district and county from the application. You may add other documents, such as sketches, maps or photographs to support your comments.

Disclaimer: All comments received will be placed on our web site <http://www.dep.wv.gov/oil-and-gas/Horizontal-Permits/Pages/default.aspx> and the applicant will automatically be forwarded an email notice that such comments have been submitted. The applicant will be expected to provide a response to comments submitted by any surface owner, water purveyor or natural gas storage operator noticed within the application.

Permit Denial or Condition

The Chief has the power to deny or condition a well work permit. Pursuant to West Virginia Code § 22-6A-8(d), the permit may not be issued or be conditioned, including conditions with respect to the location of the well and access roads prior to issuance if the director determines that:

- (1) The proposed well work will constitute a hazard to the safety of persons;
- (2) The plan for soil erosion and sediment control is not adequate or effective;
- (3) Damage would occur to publicly owned lands or resources; or
- (4) The proposed well work fails to protect fresh water sources or supplies.

A permit may also be denied under West Virginia Code § 22-6A-7(k), the secretary shall deny the issuance of a permit if the secretary determines that the applicant has committed a substantial violation of a previously issued permit for a horizontal well, including the applicable erosion and sediment control plan associated with the previously issued permit, or a substantial violation of one or more of the rules promulgated under this article, and in each instance has failed to abate or seek review of the violation within the time prescribed by the secretary pursuant to the provisions of subdivisions (1) and (2), subsection (a), section five of this article and the rules promulgated hereunder, which time may not be unreasonable.

Pursuant to West Virginia Code § 22-6A-10(g), any person entitled to submit written comments to the secretary pursuant to subsection (a), section eleven of this article, shall also be entitled to receive from the secretary a copy of the permit as issued or a copy of the order modifying or denying the permit if the person requests receipt of them as a part of the written comments submitted concerning the permit application. Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

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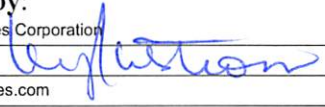
09/29/2017

WW-6A
(8-13)

API NO. 47-017 - 06862
OPERATOR WELL NO. Phebe Unit 1H
Well Pad Name: Existing Lemley Pad

Notice is hereby given by:

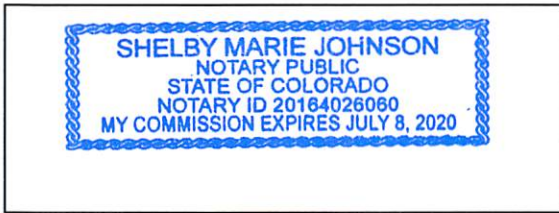
Well Operator: Antero Resources Corporation
Telephone: (303) 357-7310
Email: shjohnson@anteroresources.com



Address: 1615 Wynkoop Street
Denver, CO 80202
Facsimile: 303-357-7315

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.



Subscribed and sworn before me this 11th day of August 2017.
S. Johnson Notary Public
My Commission Expires 7/8/2020

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WW-6A Notice of Application Attachment (LEMLEY PAD – Phebe Unit 1H):

List of Surface Owner(s) with Proposed Disturbance associated with Lemley Well Pad:

WELL PAD – These owners were notified of all well work permit applications, and have executed signed Surface Use Agreements with Antero Resources Corporation.

TM 13 PCL 5

Owner: HFP LLC
Address: PO Box 418
Kenova, WV 25530

TM 13 PCL 11, 11.2, 35

Owner: Brian D. Lemley & Christy M. Lemaster
Address: 1105 20th St.
Vienna, WV 26105

Owner: Rick A. Lemaster & Christy M. Lemaster
Address: 1305 18th St.
Vienna, WV 26105

Owner: Jefferey D. Hill
Address: 35 Timberland Dr.
Parkersburg, WV 26104

Owner: Craig A. Hill
Address: 15 James Ct.
Parkersburg, WV 26105

Owner: Phillip N. Hill
Address: 3509 11th Ave.
Vienna, WV 26105

Owner: Phillip N. Hill (2nd Address)
Address: 35 Timberland Dr.
Parkersburg, WV 26104

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ROAD AND/OR OTHER DISTURBANCE

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TM 13 PCL 11, 35, 11.2

Owner: Brian D. Lemley & Christy M. Lemaster
Address: 1105 20th St.
Vienna, WV 26105

Owner: Rick A. Lemaster & Christy M. Lemaster
Address: 1305 18th St.
Vienna, WV 26105

Owner: Jefferey D. Hill
Address: 35 Timberland Dr.
Parkersburg, WV 26104

Owner: Craig A. Hill
Address: 15 James Ct.
Parkersburg, WV 26104

***Please note the additional surface tracts with disturbance shown on the pad design are NOT overlying the Oil & Gas leasehold being developed by the proposed well; therefore, are not required to be notified per WV Code 22-6A-10.**

**WW-6A Notice of Application Attachment (LEMLEY PAD – Phebe Unit 1H)
continued:****ROAD AND/OR OTHER DISTURBANCE CONT.**

Owner: Phillip N. Hill
Address: 3509 11th Ave.
Vienna, WV 26105

Owner: Phillip N. Hill (2nd Address)
Address: 35 Timberland Dr.
Parkersburg, WV 26104

WATER SOURCE OWNERS

2 wells: 893.5' and 952.2'

Owner: Brian D. Lemley & Christy M.
LeMaster
Address: 1105 20th St.
Vienna, WV 25330

***Please note there is one additional
water source located on the attached
map, however it is located greater than
1500' from the proposed well location**

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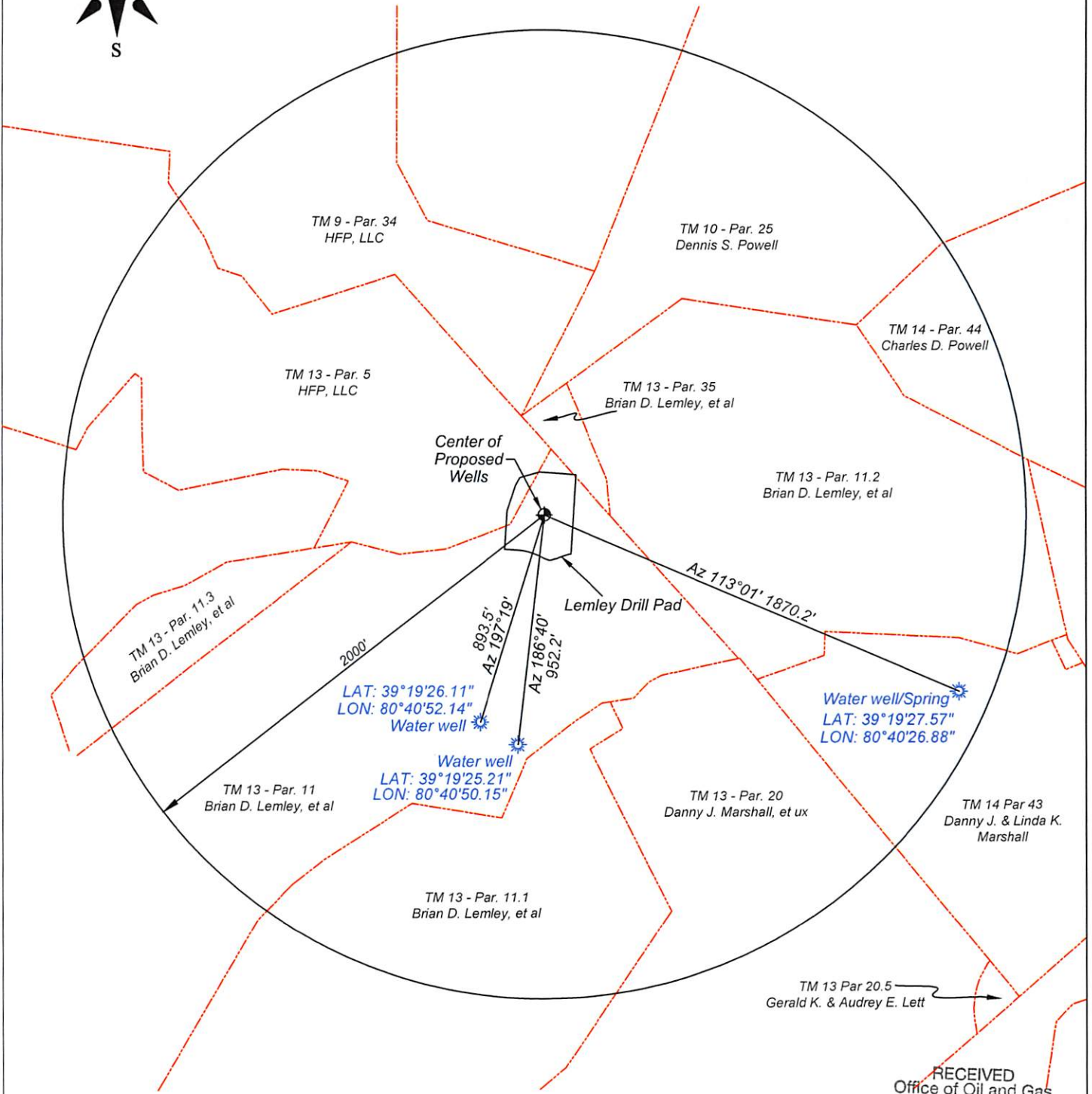


600' 0' 600' 1200'



Scale 1" = 600'

Lemley Drill Pad Water Well & Spring Map



Parcel Owner Addresses

Danny J. & Linda K. Marshall - 1070 Howell Run West Union, WV 26456
Brian D. Lemley & Christy M. LeMaster - 1105 20th St. Vienna, WV 25530

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STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF INTENT TO DRILL

Pursuant to W. Va. Code § 22-6A-16(b), the Notice of Intent to Drill is only required if the notice requirements of W. Va. Code § 22-6A-10(a) have NOT been met or if the Notice of Intent to Drill requirement has NOT been waived in writing by the surface owner.

Notice Time Requirement: Notice shall be provided at least **TEN (10)** days prior to filing a permit application.

Date of Notice: 11/30/2016 **Date Permit Application Filed:** 08/11/2017

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Delivery method pursuant to West Virginia Code § 22-6A-16(b)

- HAND DELIVERY
- CERTIFIED MAIL RETURN RECEIPT REQUESTED

Pursuant to W. Va. Code § 22-6A-16(b), at least ten days prior to filing a permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner notice of its intent to enter upon the surface owner's land for the purpose of drilling a horizontal well: *Provided*, That notice given pursuant to subsection (a), section ten of this article satisfies the requirements of this subsection as of the date the notice was provided to the surface owner: *Provided, however*, That the notice requirements of this subsection may be waived in writing by the surface owner. The notice, if required, shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative.

Notice is hereby provided to the SURFACE OWNER(s):

Name: PLEASE SEE ATTACHED
Address: _____

Name: _____
Address: _____

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-16(b), notice is hereby given that the undersigned well operator has an intent to enter upon the surface owner's land for the purpose of drilling a horizontal well on the tract of land as follows:

State:	<u>West Virginia</u>	UTM NAD 83	Easting:	<u>544072.46m (Approximate Pad Center)</u>
County:	<u>Doddridge</u>		Northing:	<u>4339285.77m (Approximate Pad Center)</u>
District:	<u>Grant</u>	Public Road Access:	<u>CR-30</u>	
Quadrangle:	<u>Smithburg 7.5'</u>	Generally used farm name:	<u>Phillip N. Hill, et al</u>	
Watershed:	<u>McElroy Creek</u>			

This Notice Shall Include:

Pursuant to West Virginia Code § 22-6A-16(b), this notice shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative. Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Notice is hereby given by:

Well Operator: Antero Resources Appalachian Corporation
Address: 1615 Wynkoop St.
Denver, CO 80202
Telephone: 303-357-7323
Email: kquackenbush@anteroresources.com
Facsimile: 303-357-7315

Authorized Representative: Kara Quackenbush
Address: 1615 Wynkoop St.
Denver, CO 80202
Telephone: 303-357-7323
Email: kquackenbush@anteroresources.com
Facsimile: 303-357-7315

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

WW-6A4 Notice of Intent to Drill Attachment:**Surface Owners:**Tax Parcel ID: 13-5

Owner: HFP LLC
Address: PO Box 418
Kenova, WV 25530

Surface Owners:Tax Parcel ID: 13-11, 11.2, 35

Owner: Brian D. Lemley & Christy M.
Lemaster
Address: 1105 20th St.
Vienna, WV 26105

Owner: Jefferey D. Hill
Address: 35 Timberland Dr.
Parkersburg, WV 26104

Owner: Craig A. Hill
Address: 15 James Ct.
Parkersburg, WV 26104

Owner: Phillip N. Hill
Address: 3509 11th Ave.
Vienna, WV 26105

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WW-6A5 Notice of Planned Operation Attachment (LEMLEY PAD):**List of Surface Owner(s) :****TM 13 PCL 5**

Owner: HFP, LLC
Address: PO Box 418
Kenova, WV 25530

TM 13 PCL 11, 11.2, 35

Owner: Brian D. Lemley & Christy M. Lemaster
Address: 1105 20th St.
Vienna, WV 26105

Owner: Rick A. Lemaster & Christy M. Lemaster
Address: 1305 18th St.
Vienna, WV 26105

Owner: Jefferey D. Hill
Address: 35 Timberland Dr.
Parkersburg, WV 26104

Owner: Craig A. Hill
Address: 15 James Ct.
Parkersburg, WV 26105

Owner: Phillip N. Hill
Address: 3509 11th Ave.
Vienna, WV 26105

Owner: Phillip N. Hill (2nd Address)
Address: 35 Timberland Dr.
Parkersburg, WV 26104

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WEST VIRGINIA DEPARTMENT OF TRANSPORTATION

Division of Highways

1900 Kanawha Boulevard East • Building Five • Room 110
Charleston, West Virginia 25305-0430 • (304) 558-3505

Jim Justice
Governor

Thomas J. Smith, P. E.
Secretary of Transportation/
Commissioner of Highways

Reissued July 31, 2017

James A. Martin, Chief
Office of Oil and Gas
Department of Environmental Protection
601 57th Street, SE
Charleston, WV 25304

Subject: DOH Permit for the Lemley Pad, Doddridge County
Phebe Unit 1H Well site

47-017-06862 ✓

Dear Mr. Martin,

This well site will be accessed from a DOH permit #04-2013-0425 which has been issued to Antero Resources Corporation for access to the State Road for a well site located off of Doddridge County Route 30 SLS.

The operator has signed a STATEWIDE OIL AND GAS ROAD MAINTENANCE BONDING AGREEMENT and provided the required Bond. This operator is currently in compliance with the DOH OIL AND GAS POLICY dated January 3, 2012.

Very Truly Yours,

Gary K. Clayton, P.E.
Regional Maintenance Engineer
Central Office O&G Coordinator

Cc: Shelby Johnson
Antero Resources Corporation
CH, OM, D-4
File

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List of Anticipated Additives Used for Fracturing or Stimulating Well

Additives	Chemical Abstract Service Number (CAS #)
Fresh Water	7732-18-5
2 Phosphobutane 1,2,4 tricarboxylic acid	37971-36-1
Ammonium Persulfate	7727-54-0
Anionic copolymer	Proprietary
Anionic polymer	Proprietary
BTEX Free Hydrotreated Heavy Naphtha	64742-48-9
Cellulase enzyme	Proprietary
Demulsifier Base	Proprietary
Ethoxylated alcohol blend	Mixture
Ethoxylated Nonylphenol	68412-54-4
Ethoxylated oleylamine	26635-93-8
Ethylene Glycol	107-21-1
Glycol Ethers	111-76-2
Guar gum	9000-30-0
Hydrogen Chloride	7647-01-0
Hydrotreated light distillates, non-aromatic, BTEX free	64742-47-8
Isopropyl alcohol	67-63-0
liquid, 2,2-dibromo-3-nitrilopropionamide	10222-01-2
Microparticle	Proprietary
Petroleum Distillates (BTEX Below Detect)	64742-47-8
Polyacrylamide	57-55-6
Propargyl Alcohol	107-19-7
Propylene Glycol	57-55-6
Quartz	14808-60-7
Sillica, crystalline quartz	7631-86-9
Sodium Chloride	7647-14-5
Sodium Hydroxide	1310-73-2
Sugar	57-50-1
Surfactant	68439-51-0
Suspending agent (solid)	14808-60-7
Tar bases, quinoline derivs, benzyl chloride-quaternized	72480-70-7
Solvent Naphtha, petroleum, heavy aliph	64742-96-7
Soybean Oil, Me ester	67784-80-9
Copolymer of Maleic and Acrylic Acid	52255-49-9
DETA phosphonate	15827-60-8
Hexamethylene Triamine Penta	34690-00-1
Phosphino Carboxylic acid polymer	71050-62-9
Hexamethylene Diamine Tetra	23605-75-5
2-Propenoic acid, polymer with 2 propenamide	9003-06-9
Hexamethylene diamine penta (methylene phosphonic acid)	23605-74-5
Diethylene Glycol	111-46-6
Methenamine	100-97-0
Polyethylene polyamine	68603-67-8
Coco amine	61791-14-8
2-Propyn-1-olcompound with methyloxirane	38172-91-7

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LOCATION COORDINATES

REVIVAL ACCESS ROAD ENTRANCE
 LATITUDE: 39.320278 LONGITUDE: -80.689798 (NAD 83)
 N 4352365.02 E 526739.44 (UTM ZONE 17 METERS)

ACCESS ROAD ENTRANCE
 LATITUDE: 39.323633 LONGITUDE: -80.686993 (NAD 83)
 N 4352738.19 E 526979.95 (UTM ZONE 17 METERS)

CENTROID OF IMPOUNDMENT
 LATITUDE: 39.324698 LONGITUDE: -80.686529 (NAD 83)
 N 4352856.57 E 527019.53 (UTM ZONE 17 METERS)

CENTROID OF WELL
 LATITUDE: 39.326353 LONGITUDE: -80.680107 (NAD 83)
 N 4353042.18 E 527572.42 (UTM ZONE 17 METERS)

GENERAL DESCRIPTION

THE WELL PAD, CENTRALIZED FRESHWATER IMPOUNDMENT AND ACCESS ROAD(S) HAVE BEEN CONSTRUCTED TO AID IN THE DEVELOPMENT OF INDIVIDUAL MARCELLUS SHALE GAS WELLS.

FLOODPLAIN NOTE

THE SITE IS LOCATED IN FLOODZONE "X" PER FEMA FLOOD MAPS #54017C0135C & #54017C0130C.

GEOTECHNICAL NOTE

A SUBSURFACE INVESTIGATION OF THE SITE WAS PERFORMED BY TERRA TESTING, INC. UNDER THE SUPERVISION OF KLEINFELDER BETWEEN DECEMBER 4, 2013 - JANUARY 24, 2014. THE REPORT PREPARED BY KLEINFELDER DATED FEBRUARY 14, 2014. (REV. FEBRUARY 21, 2014), REFLECTS THE RESULTS OF THE SUBSURFACE INVESTIGATION. THE INFORMATION AND RECOMMENDATIONS CONTAINED IN THIS REPORT WAS USED IN THE PREPARATION OF THESE PLANS. PLEASE REFER TO THE SUBSURFACE INVESTIGATION REPORT BY KLEINFELDER FOR ADDITIONAL INFORMATION, AS NEEDED.

ENVIRONMENTAL NOTES

WETLAND DELINEATIONS WERE PERFORMED ON DECEMBER 03, 2012, JANUARY 10 2013, & JUNE 4, 2013 BY ALLSTAR ECOLOGY, LLC TO REVIEW THE SITE FOR WATERS AND WETLANDS THAT ARE MOST LIKELY WITHIN THE REGULATORY PURVIEW OF THE U.S. ARMY CORPS OF ENGINEERS (USACE) AND/OR THE WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION (WVDEP). THE JUNE 05, 2013 STREAM & WETLAND DELINEATION INDEX MAP WAS PREPARED BY ALLSTAR ECOLOGY, LLC AND SUMMARIZES THE RESULTS OF THE FIELD DELINEATION. THE EXHIBIT DOES NOT, IN ANY WAY, REPRESENT A JURISDICTIONAL DETERMINATION OF THE LANDWARD LIMITS OF WATERS AND WETLANDS WHICH MAY BE REGULATED BY THE USACE OR THE WVDEP.

PROJECT CONTACTS

OPERATOR:

ANTERO RESOURCES CORPORATION
 535 WHITE OAKS BLVD.
 BRIDGEPORT, WV 26330
 PHONE: (304) 842-4100
 FAX: (304) 842-4102

ELI WAGONER - ENVIRONMENTAL ENGINEER
 OFFICE: (304) 842-4068 CELL: (304) 476-9770

JOHN KAWCAK - OPERATIONS SUPERINTENDENT
 CELL: (817) 368-1553

CHRIS BROWN - WATER RESOURCES
 OFFICE: (304) 842-4367 CELL: (304) 877-8233

SHAWN BENNETT - CONSTRUCTION SUPERVISOR
 OFFICE: (304) 842-4341 CELL: (304) 641-0071

ROBERT B. WIRKS - FIELD ENGINEER
 OFFICE: (304) 842-4100 CELL: (304) 627-7405

MARK JOHNSON - SURVEYING COORDINATOR
 OFFICE: (304) 842-4162 CELL: (304) 719-6449

MARK HUTSON - LAND AGENT
 CELL: (304) 669-8315

ENGINEER/SURVEYOR:

NAVITUS ENGINEERING, INC.
 CYRUS S. KUMP, PE - PROJECT
 MANAGER/ENGINEER
 OFFICE: (888) 662-4185 CELL: (540) 686-8747

ENVIRONMENTAL:

ALLSTAR ECOLOGY
 RYAN WARD - ENVIRONMENTAL SPECIALIST
 OFFICE: (304) 692-7477

GEOTECHNICAL:

KLEINFELDER
 JOSHUA D. FREGOSI-ENGINEER
 OFFICE: (724) 772-7072 CELL: (704) 400-1103

RESTRICTIONS NOTES:

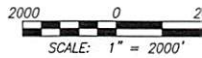
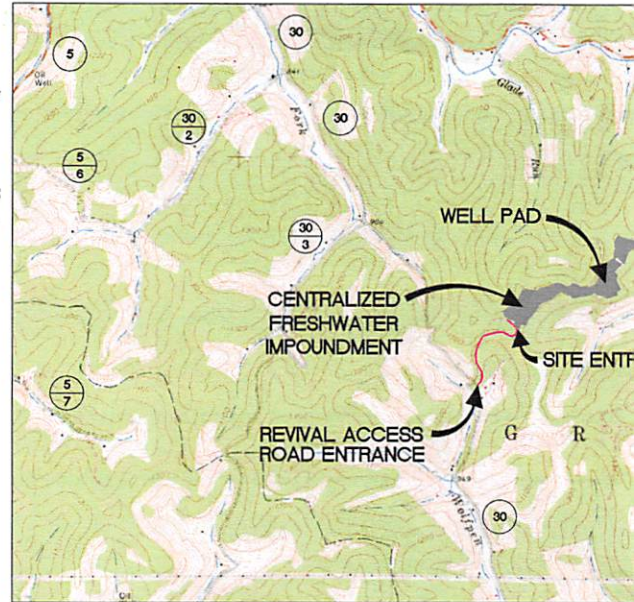
1. THERE ARE NO PERENNIAL STREAMS, WETLANDS, LAKES, PONDS, OR RESERVOIRS WITHIN 100 FEET OF THE CENTRALIZED FRESHWATER IMPOUNDMENT AND LOD.
2. THERE ARE NO NATURALLY PRODUCING TROUT STREAMS WITHIN 300 FEET OF THE CENTRALIZED FRESHWATER IMPOUNDMENT AND LOD.
3. THERE ARE NO GROUNDWATER INTAKE OR PUBLIC WATER SUPPLY FACILITIES WITHIN 1000 FEET OF THE CENTRALIZED FRESHWATER IMPOUNDMENT AND LOD.
4. THERE ARE NO OCCUPIED DWELLING STRUCTURES WITHIN 625 FEET OF THE CENTER OF THE CENTRALIZED FRESHWATER IMPOUNDMENT.
5. THERE ARE NO AGRICULTURAL BUILDINGS LARGER THAN 2,500 SQUARE FEET WITHIN 625 FEET OF THE CENTER OF THE CENTRALIZED FRESHWATER IMPOUNDMENT.

Proposed Well Name	WV North NAD 27	WV North NAD 83	UTM (METERS) Zone 17	NAD 83 Lat & Long
Abram Unit 2H	N 303183.78 E 1666110.07	N 303219.86 E 1634669.09	N 4353056.37 E 527569.90	LAT 39-19-35.3332 LONG -80-40-48.4886
Abram Unit 1H	N 303173.80 E 1666109.42	N 303209.88 E 1634668.44	N 4353053.32 E 527569.75	LAT 39-19-35.2345 LONG -80-40-48.4952
Peter Unit 2H	N 303163.82 E 1666108.75	N 303199.90 E 1634667.78	N 4353050.28 E 527569.60	LAT 39-19-35.1358 LONG -80-40-48.5019
Peter Unit 1H	N 303153.85 E 1666108.11	N 303189.92 E 1634667.13	N 4353047.24 E 527569.45	LAT 39-19-35.0371 LONG -80-40-48.5085
Milo Unit 2H	N 303143.87 E 1666107.46	N 303179.94 E 1634666.48	N 4353044.19 E 527569.31	LAT 39-19-34.9384 LONG -80-40-48.5152
Phobe Unit 2H	N 303133.89 E 1666106.80	N 303169.97 E 1634665.82	N 4353041.15 E 527569.16	LAT 39-19-34.8397 LONG -80-40-48.5218
Phobe Unit 1H	N 303123.91 E 1666106.15	N 303159.99 E 1634665.17	N 4353038.11 E 527569.01	LAT 39-19-34.7409 LONG -80-40-48.5285
Trainer Unit 2H	N 303113.93 E 1666105.49	N 303150.01 E 1634664.51	N 4353035.06 E 527568.86	LAT 39-19-34.6422 LONG -80-40-48.5352
Trainer Unit 1H	N 303103.95 E 1666104.84	N 303140.03 E 1634663.86	N 4353032.02 E 527568.71	LAT 39-19-34.5435 LONG -80-40-48.5418
Rollins Unit 2H	N 303093.97 E 1666104.18	N 303130.05 E 1634663.21	N 4353028.98 E 527568.56	LAT 39-19-34.4448 LONG -80-40-48.5485
Well Pad Elevation	1,303.6			

LEMLEY WELL CENTRALIZED FRESHWATER AS-BUILT AND EROSION CONTROL IMPROVEMENT

GRANT DISTRICT, DODDRIDGE COUNTY
 FLINT RUN & WOLFPEN RUN

USGS 7.5 SMITHBURG QUAD



WEST VIRGINIA COUNTY MAP



(NOT TO SCALE)

AS-BUILT CERTIFICATION:

THE DRAWINGS, CONSTRUCTION NOTES, AND REFERENCE DIAGRAMS ATTACHED HERETO HAVE BEEN PREPARED IN ACCORDANCE WITH THE WEST VIRGINIA CODE OF STATE RULES, DIVISION OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS § 35-4-21, § 22-6A, & CRS 35-8.

09/29/2017

17-06862

WELL PAD & FRESHWATER IMPOUNDMENT

DESIGN & SEDIMENT CONTROL PLAN

WVDOH COUNTY, WEST VIRGINIA
WATERSHEDS
ROAD MAPS

**WVDEP OOG
ACCEPTED AS-BUILT**

WAD 3/30/2017

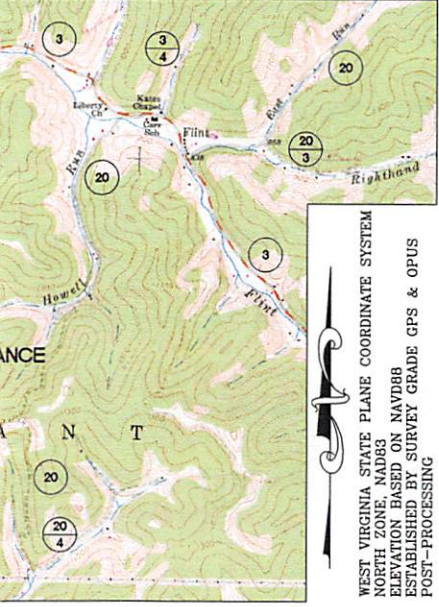
SHEET INDEX

- 1 - COVER SHEET
 - 2 - LEGEND
 - 3 - OVERALL PLAN SHEET INDEX
 - 4 - ACCESS ROAD & CENTRALIZED FRESHWATER IMPOUNDMENT AS-BUILT PLAN
 - 5 - ACCESS ROAD AS-BUILT PLAN
 - 6 - ACCESS ROAD & WELL PAD AS-BUILT PLAN
 - 7 - ACCESS ROAD AS-BUILT PROFILES
 - 8 - WELL PAD AS-BUILT SECTIONS
 - 9 - CENTRALIZED FRESHWATER IMPOUNDMENT AS-BUILT SECTIONS
 - 10 - CONSTRUCTION DETAILS
- APPENDIX - REVIVAL ACCESS ROAD AS-BUILT (BY OTHERS)

John Alan 8/15/17

NAVITUS
ENERGY ENGINEERING

Telephone: (888) 662-4185 | www.NavitusEng.com



LEMLEY LIMITS OF DISTURBANCE AREA (AC)	
Total Site	
Access Road "A" (2,195')	9.01
Access Road "B" (737')	1.39
Well Pad	4.31
Truck Turnaround Pad	1.36
Centralized Impoundment	5.54
Excess/Topsoil Material Stockpiles	5.65
Total Affected Area	27.26
Total Wooded Acres Disturbed	22.64
Impacts to Mt. Salem Revival Grounds, Inc. TM 13-10	
Access Road "A" (62')	0.24
Centralized Impoundment	0.16
Total Affected Area	0.40
Total Wooded Acres Disturbed	0.39
Impacts to Mt. Salem Revival Grounds, Inc. TM 13-10.1	
Access Road "A" (296')	1.21
Truck Turnaround Pad	1.30
Centralized Impoundment	4.18
Total Affected Area	6.69
Total Wooded Acres Disturbed	5.63
Impacts to Jeffery D. Hill & Craig A. Hill TM 13-11.3	
Access Road "A" (1021')	3.76
Truck Turnaround Pad	0.06
Centralized Impoundment	1.20
Total Affected Area	5.02
Total Wooded Acres Disturbed	5.02

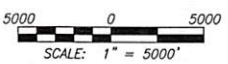
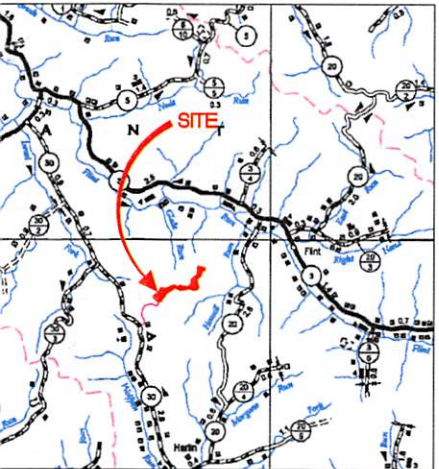
Impacts to Jeffery D. Hill & Craig A. Hill TM 13-11	
Access Road "A" (583')	2.11
Access Road "B" (169')	0.32
Well Pad	2.89
Excess/Topsoil Material Stockpiles	0.57
Total Affected Area	5.89
Total Wooded Acres Disturbed	4.46
Impacts to Jeffery D. & Craig A. Hill TM 13-35	
Access Road "A" (103')	0.12
Access Road "B" (118')	0.14
Well Pad	1.07
Total Affected Area	1.33
Total Wooded Acres Disturbed	1.17
Impacts to HFP, LLC. TM 13-5	
Access Road "A" (130')	1.57
Access Road "B" (202')	0.52
Well Pad	0.08
Total Affected Area	2.17
Total Wooded Acres Disturbed	2.17
Impacts to Jeffery D. & Craig A. Hill TM 13-11.2	
Access Road "B" (248')	0.41
Well Pad	0.27
Excess/Topsoil Material Stockpiles	5.08
Total Affected Area	5.76
Total Wooded Acres Disturbed	3.80

DATE	REVISION	REVISED WELLS	REVISED PER DEP COMMENTS	REVISED PER DEP COMMENTS
12-14-2016				
03-22-2017				
03-30-2017				

Antero Resources

THIS DOCUMENT WAS PREPARED FOR:
ANTERO RESOURCES CORPORATION

WVDOH COUNTY ROAD MAP



NOTES:

- DURING INITIAL FILLING OF THE IMPOUNDMENT, VISUAL INSPECTION OF THE SURROUNDING EMBANKMENT SLOPES WILL BE PERFORMED BY FIELD PERSONNEL FOR EVERY 2 FEET OF DEPTH INCREASE OR EVERY 3 HOURS OF TIME LAPSE UNTIL THE IMPOUNDMENT IS FULL TO STORAGE DEPTH, PROVIDING 2 FEET OF FREEBOARD. ONCE THE IMPOUNDMENT IS FULL IT WILL BE VISUALLY OBSERVED BY FIELD PERSONNEL ONCE EVERY 12 HOURS FOR THE FIRST WEEK OF OPERATION. FOLLOWING THE FIRST WEEK OF OPERATION NORMAL INSPECTION FREQUENCY SHALL FOLLOW THE REQUIREMENTS OF W. VA CODE §35-4-21 & §22-6A AND CONSIST OF INSPECTIONS AT A MINIMUM OF ONCE EVERY TWO WEEKS UNDER NORMAL WEATHER CONDITIONS. UPON NOTICE OF ANY CHANGE IN THE EMBANKMENT CONDITION, FILLING WILL IMMEDIATELY CEASE AND THE REGISTERED PROFESSIONAL ENGINEER FOR THAT STRUCTURE WILL BE CONSULTED. PLEASE REFER TO THE MAINTENANCE PLAN AND THE MONITORING AND EMERGENCY ACTION PLAN FOR ADDITIONAL INFO.
- ALL FILLING OPERATIONS MUST BE DONE IN ACCORDANCE WITH THE WATER MANAGEMENT PLAN.
- ALL BMP'S MUST REMAIN IN PLACE AND FUNCTIONAL UNTIL ALL AREAS WITHIN THE LIMIT OF DISTURBANCE ARE COMPLETE AND PERMANENTLY STABILIZED. MAINTENANCE MUST INCLUDE INSPECTION OF ALL EROSION AND SEDIMENT CONTROLS AFTER EACH RUNOFF EVENT IN EXCESS OF 0.5" AND ON A BIWEEKLY BASIS.
- THE CONSTRUCTION SITE SHOULD BE STABILIZED AS SOON AS POSSIBLE AFTER COMPLETION. ESTABLISHMENT OF FINAL STABILIZATION MUST BE INITIATED NO LATER THAN 7 DAYS AFTER REACHING FINAL GRADE. FINAL STABILIZATION MEANS THAT ALL SOIL-DISTURBING ACTIVITIES ARE COMPLETED, AND THAT EITHER A PERMANENT VEGETATIVE COVER WITH A DENSITY OF 70% OR GREATER HAS BEEN ESTABLISHED OR THAT THE SURFACE HAS BEEN STABILIZED BY HARD COVER SUCH AS PAVEMENT OR BUILDINGS. IT SHOULD BE NOTED THAT THE 70% REQUIREMENT REFERS TO THE TOTAL AREA VEGETATED AND NOT JUST A PERCENT OF THE SITE.
- ALL PERMANENT SEDIMENT CONTROL MEASURES CAN BE REMOVED AFTER THE SITE IS PERMANENTLY STABILIZED AND APPROVAL IS RECEIVED FROM THE WVDEP.
- ANY AREAS DISTURBED BY REMOVAL OF CONTROLS SHALL BE REPAIRED, STABILIZED, AND PERMANENTLY SEEDED.

NOTES:

- THE AS-BUILT INFORMATION SHOWN HEREON REFLECTS FIELD DATA COLLECTED RELATING TO THE FINAL GRADE OF THE CENTRALIZED FRESHWATER IMPOUNDMENT AREA AS OF OCTOBER 24, 2014. THE AS-BUILT INFORMATION SHOWN HEREON REFLECTS FIELD DATA COLLECTED RELATING TO THE FINAL GRADING OF THE WELL PAD AREA AS OF JANUARY 26, 2015. NAVITUS ENGINEERING IS NOT RESPONSIBLE FOR ANY CHANGES MADE TO THE SITE AFTER THE ABOVE MENTIONED DATES.
- THE EXISTING CONTAINMENT BERM AROUND THE WELL PAD SHALL BE REPAIRED AS NECESSARY TO ENSURE 100% CONTAINMENT OF ALL FLUIDS PRIOR TO DRILLING OPERATIONS
- THE EXISTING EGRESSES TO THE WELL PAD SHALL HAVE THE MOUNTABLE BERMS REPAIRED AS NECESSARY TO ENSURE 100% CONTAINMENT OF ALL FLUIDS PRIOR TO DRILLING OPERATIONS.

MISS Utility of West Virginia
1-800-245-4848
West Virginia State Law
(Section XIV: Chapter 24-C)
Requires that you call two
business days before you dig in
the state of West Virginia.
IT'S THE LAW!!

Office of Environmental Protection
AUG 18 2017

COVER SHEET
LEMLEY
WELL PAD & CENTRALIZED FRESHWATER IMPOUNDMENT
GRANT DISTRICT
DODDRIDGE COUNTY, WEST VIRGINIA

Professional Engineer
CIRUS B. KAMP
REGISTERED
5578
STATE OF WEST VIRGINIA
02/30/2017

DATE: 02/03/2015
SCALE: AS SHOWN
SHEET: 09/29/2017