

THOMPSON DIVIDE COALITION

OUR HOME. OUR WATERSHED. OUR LIVELIHOOD.

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Office:

711 Main St.
PO Box 2045
Carbondale, CO 81623
(970) 355-4223
www.savethompsondivide.org

February 21, 2012

Paul Rady
Chairman and CEO
Glen Warren
President and CFO
Antero Resources
1625 17th St., Suite 300
Denver, CO 80202

Dear Mr. Rady & Mr. Warren,

As you know, the Thompson Divide Coalition has worked for several years to protect the magnificent Thompson Divide landscape. Over that time, much discussion has revolved around the fact that Antero Resources has purchased mineral leases from the federal government in part of the Thompson Divide Area and the question remains how to reconcile the Coalition's mission with your company's goals. We are writing to explore the possibility of resolving this conflict through a voluntary transaction that would allow Antero Resources to recover its investment to date in those leases while also protecting the interests of the citizens who work, recreate or otherwise rely upon the Thompson Divide Area.

In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Antero Resources for its direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Antero Resources' non-producing leases in the area to be approximately \$816,931. Those leases include: COC 66710, COC 66706, COC 66707, COC 66708, COC 66709, COC 66711, COC 66712.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.
- (c) Disbursement of the funds to Antero Resources would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Antero Resources, the federal government will cancel the leases.

Please let us know at your earliest convenience if Antero Resources would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

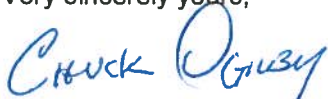
The Thompson Divide Coalition has been working towards a proposal such as this one for some time. We believe it represents an important step toward a solution that protects the Divide and the rights of leaseholders.

Antero Resources
February 21, 2012
Page Two

We are also convinced that significant public goodwill would result from a solution such as this one. If we can reach agreement, the Coalition will do all that it can to see that Antero Resources is publicly recognized for participation in a way that is meaningful.

We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

Very sincerely yours,



Chuck Ogilby, President
The Thompson Divide Coalition

Cc: Representative Scott Tipton
Senator Michael Bennet
Senator Mark Udall
Secretary Ken Salazar
Director Bob Abbey
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In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Antero Resources for its direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Antero Resources' non-producing leases in the area to be approximately \$816,931. Those leases include: COC 66710, COC 66706, COC 66707, COC 66708, COC 66709, COC 66711, COC 66712.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.
- (c) Disbursement of the funds to Antero Resources would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Antero Resources, the federal government will cancel the leases.

Please let us know at your earliest convenience if Antero Resources would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

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Antero Resources
February 21, 2012
Page Two

We are also convinced that significant public goodwill would result from a solution such as this one. If we can reach agreement, the Coalition will do all that it can to see that Antero Resources is publicly recognized for participation in a way that is meaningful.

We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

Very sincerely yours,



Chuck Ogilby, President
The Thompson Divide Coalition

Cc: Representative Scott Tipton
Senator Michael Bennet
Senator Mark Udall
Secretary Ken Salazar
Director Bob Abbey
Secretary Tom Vilsack
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February 21, 2012

Bill Oliver
Executive Vice-President & CCO
Encana Oil and Gas (USA)
370 17th St., Suite 1700
Denver, CO 80202

Dear Mr. Oliver,

As you know, the Thompson Divide Coalition has worked for several years to protect the magnificent Thompson Divide landscape. Over that time, much discussion has revolved around the fact that Encana Oil and Gas has purchased mineral leases from the federal government in part of the Thompson Divide Area and the question remains how to reconcile the Coalition's mission with your company's goals. We are writing to explore the possibility of resolving this conflict through a voluntary transaction that would allow Encana Oil and Gas to recover its investment to date in those leases while also protecting the interests of the citizens who work, recreate or otherwise rely upon the Thompson Divide Area.

In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Encana Oil and Gas for its direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Encana Oil and Gas non-producing leases in the area to be approximately \$435,406. Those leases include: COC 66908, COC 66909, COC 66713, COC 66911, COC 66912, COC 66917.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.
- (c) Disbursement of the funds to Encana Oil and Gas would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Encana Oil and Gas, the federal government will cancel the above mentioned leases.

Please let us know at your earliest convenience if Encana Oil and Gas would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

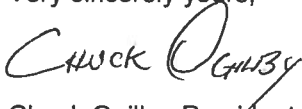
Encana Oil and Gas
February 21, 2012
Page Two

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We are also convinced that significant public goodwill would result from a solution such as this one. If we can reach agreement, the Coalition will do all that it can to see that Encana Oil and Gas is publicly recognized for participation in a way that is meaningful.

We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

Very sincerely yours,

A handwritten signature in black ink that reads "Chuck Ogilby". The signature is written in a cursive style with a large, prominent "C" and "O".

Chuck Ogilby, President
The Thompson Divide Coalition

Cc: Representative Scott Tipton
Senator Michael Bennet
Senator Mark Udall
Secretary Ken Salazar
Director Bob Abbey
Secretary Tom Vilsack
Garfield BOCC
Pitkin BOCC
Gunnison BOCC

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February 21, 2012

Robbie Guinn, II
Vice-President – Land
SG Interests
100 Waugh Drive, Suite 400
Houston, TX 77007

Dear Mr. Guinn,

As you know, the Thompson Divide Coalition has worked for several years to protect the magnificent Thompson Divide landscape. Over that time, much discussion has revolved around the fact that SG Interests has purchased mineral leases from the federal government in part of the Thompson Divide Area and the question remains how to reconcile the Coalition's mission with your company's goals. We are writing to explore the possibility of resolving this conflict through a voluntary transaction that would allow SG Interests to recover its investment to date in those leases while also protecting the interests of the citizens who work, recreate or otherwise rely upon the Thompson Divide Area.

In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse SG Interests for its direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of SG Interests non-producing leases in the area to be approximately \$577,838. Those leases include: COC 66688, COC 66687, COC 66693, COC 66690, COC 66689, COC 66691, COC 66692, COC 66694, COC 66695, COC 66696, COC 66697, COC 66698, COC 66701, COC 66702, COC 66700, COC 66699, COC 66703, COC 69381, COC 66721, COC 63886, COC 63888, COC 63889.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.
- (c) Disbursement of the funds to SG Interests would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to SG Interests, the federal government will cancel the leases.

Please let us know at your earliest convenience if SG Interests would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

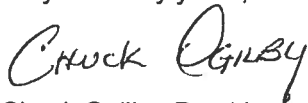
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SG Interests
February 21, 2012
Page Two

We are also convinced that significant public goodwill would result from a solution such as this one. If we can reach agreement, the Coalition will do all that it can to see that SG Interests is publicly recognized for participation in a way that is meaningful.

We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

Very sincerely yours,

A handwritten signature in black ink that reads "Chuck Ogilby". The signature is written in a cursive, slightly slanted style.

Chuck Ogilby, President
The Thompson Divide Coalition

Cc: Representative Scott Tipton
Senator Michael Bennet
Senator Mark Udall
Secretary Ken Salazar
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February 21, 2012

Howard Wolf
Chairman of the Board
Falcon Seaboard Oil and Gas, LLC
109 N. Post Oak Lane
Suite 540
Houston, TX 77024

Brad Robinson
President
Gunnison Energy Corp.
1801 Broadway, Suite 1200
Denver, CO 80202

Robbie Guinn, II
Vice-President – Land
SG Interests
100 Waugh Drive, Suite 400
Houston, TX 77007

Dear Gentlemen,

As you know, the Thompson Divide Coalition has worked for several years to protect the magnificent Thompson Divide landscape. Over that time, much discussion has revolved around the fact that Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests have purchased mineral leases from the federal government in part of the Thompson Divide Area and the question remains how to reconcile the Coalition's mission with your companies goals. We are writing to explore the possibility of resolving this conflict through a voluntary transaction that would allow Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests to recover their investment to date in those leases while also protecting the interests of the citizens who work, recreate or otherwise rely upon the Thompson Divide Area.

In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests for their direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests non-producing leases in the area to be approximately \$612,116. Those leases include: COC 69998, COC 69999, COC 70000, COC 70001, COC 70002, COC 70006.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.

- (c) Disbursement of the funds to Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests, the federal government will cancel the above mentioned leases.

Please let us know at your earliest convenience if Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

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In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests for their direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests non-producing leases in the area to be approximately \$612,116. Those leases include: COC 69998, COC 69999, COC 70000, COC 70001, COC 70002, COC 70006.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.

- (c) Disbursement of the funds to Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests, the federal government will cancel the above mentioned leases.

Please let us know at your earliest convenience if Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

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We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

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In that spirit, we would like to propose the following solution:

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- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests, the federal government will cancel the above mentioned leases.

Please let us know at your earliest convenience if Falcon Seaboard Oil and Gas, LLC, Gunnison Energy Corp., and SG Interests would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

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February 21, 2012

Reed F. Williams
President
Willsource Enterprises, LLC & Partners
730 17th St., Suite 340
Denver, CO 80202

Dear Mr. Williams,

As you know, the Thompson Divide Coalition has worked for several years to protect the magnificent Thompson Divide landscape. Over that time, much discussion has revolved around the fact that Willsource Enterprises, LLC & Partners have purchased mineral leases from the federal government in part of the Thompson Divide Area and the question remains how to reconcile the Coalition's mission with the goals of Willsource and Partners. We are writing to explore the possibility of resolving this conflict through a donation or a voluntary transaction that would allow Willsource Enterprises, LLC & Partners to recover their investments to date in those leases while also protecting the interests of the citizens who work, recreate or otherwise rely upon the Thompson Divide Area.

In that spirit, we would like to propose the following solution:

- (a) The Thompson Divide Coalition would agree to reimburse Willsource Enterprises, LLC & Partners for direct investment to date in non-producing leases including bonus payments and rents. Based on publicly available information, we estimate the reimbursement or donation value of Willsource Enterprises, LLC & Partners non-producing leases in the area to be approximately \$61,623. Those leases include: COC 58838, COC 66966, COC 58841.
- (b) Following the execution of a final agreement, the Coalition would have 120 days to raise the funds required for the payment contemplated by (a) above.
- (c) Disbursement of the funds to Willsource Enterprises, LLC & Partners would be contingent on passage of federal legislation permanently protecting the Thompson Divide. In the event such legislation is not passed by Congress within the 120 day period described in (b), the funds will be held in escrow to accommodate the legislative process.
- (d) Upon adoption of the protective legislation in (c), and disbursement of the funds contemplated by (a) to Willsource Enterprises, LLC & Partners, the federal government will cancel the leases.

Please let us know at your earliest convenience if Willsource Enterprises, LLC & Partners would like to pursue a solution based on the framework described above. If so, the stakeholders can begin preparing an agreement to formalize these terms.

The Thompson Divide Coalition has been working towards a proposal such as this one for some time. We believe it represents an important step toward a solution that protects the Divide and the rights of leaseholders.

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We are also convinced that significant public goodwill would result from a solution such as this one. If we can reach agreement, the Coalition will do all that it can to see that Willsource Enterprises, LLC & Partners are publicly recognized for participation in a way that is meaningful.

We look forward to hearing from you and sincerely hope we can move forward towards a mutually acceptable solution that represents a win-win for all interested parties.

Very sincerely yours,



Chuck Ogilby, President
The Thompson Divide Coalition

Cc: Representative Scott Tipton
Senator Michael Bennet
Senator Mark Udall
Secretary Ken Salazar
Director Bob Abbey
Secretary Tom Vilsack
Garfield BOCC
Pitkin BOCC
Gunnison BOCC