

RANGE RESOURCES CORP

Form FWP

May 01, 2008

**Issuer Free Writing Prospectus, dated May 1, 2008**  
**Filed pursuant to Rule 433 under the Securities Act of 1933**  
**Registration Statement No. 333-150474**

<b>Issuer:</b>	Range Resources Corporation
<b>Guarantors:</b>	Mountain Front Partners, LLC; Range Resources Appalachia, LLC; Pine Mountain Acquisition, Inc.; Range Resources Pine Mountain, Inc.; PMOG Holdings, Inc.; Range Energy I, Inc.; Range Holdco, Inc.; Range Operating Texas, L.L.C.; Range Production Company; Range Texas Production, L.L.C.; Range Operating New Mexico, Inc.; REVC Holdco, LLC; Stroud Energy GP, LLC; Stroud Energy LP, LLC; Stroud Energy, Ltd.; Stroud Energy Management GP, LLC; and Stroud Oil Properties, LP
<b>Security Description:</b>	Senior Subordinated Notes
<b>Distribution:</b>	SEC Registered
<b>Face:</b>	\$250,000,000
<b>Gross Proceeds:</b>	\$250,000,000
<b>Coupon:</b>	7.25%
<b>Maturity:</b>	May 1, 2018
<b>Offering Price:</b>	100.000%
<b>Yield to Maturity:</b>	7.25%
<b>Spread to Treasury:</b>	351bps
<b>Benchmark:</b>	UST 3.5% due 2/15/2018
<b>Ratings:</b>	Ba3/BB
<b>Interest Pay Dates:</b>	November 1, and May 1
<b>Beginning:</b>	November 1, 2008
<b>Clawback:</b>	Up to 35% at 107.25%
<b>Until:</b>	May 1, 2011
<b>Optional redemption:</b>	Makewhole call @ T+50bps prior to May 1, 2013, then:

<b>On or after:</b>	<b>Price:</b>
May 1, 2013	103.625%
May 1, 2014	102.417%
May 1, 2015	101.208%
May 1, 2016 and thereafter	100.000%

**Change of control:** Put @ 101% of principal plus accrued interest

**Trade Date:** May 1, 2008

**Settlement Date:** (T+3) May 6, 2008

**CUSIP:** 75281AAJ8

**ISIN:** US75281AAJ88

**Joint Bookrunners:** JPMorgan  
Banc of America Securities LLC

**Co-Manager:** BMO Capital Markets  
Citi  
Credit Suisse  
Deutsche Bank Securities  
Wachovia Securities  
Barclays Capital  
CALYON SECURITIES (USA) INC.

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Fortis Securities LLC  
KeyBanc Capital Markets  
SOCIETE GENERALE  
BBVA Securities  
Capital One Southcoast  
Comerica Securities  
Natixis Bleichroeder Inc.  
RBC Capital Markets  
Scotia Capital  
SunTrust Robinson Humphrey

We estimate that the net proceeds from this offering (after deducting discounts to the underwriters and estimated expenses of the offering) will be approximately \$244.5 million. We intend to use the net proceeds from this offering to pay down a portion of the outstanding balance on our senior credit facility.

In addition, on April 30, 2008, we priced our public offering of 4,200,000 common shares at \$66.38 per share. We expect to receive net proceeds from that offering of approximately \$266.9 million, after deducting estimated underwriting discounts and offering expenses. In addition, we have granted the underwriters a 30-day option to purchase up to 630,000 additional shares of our common stock to cover over-allotments, if any. We intend to use the net proceeds from that offering, together with any net proceeds from any exercise of the underwriters' over-allotment option, to pay down a portion of the outstanding balance on our senior credit facility.

Any such amounts paid down on our senior credit facility with the net proceeds from this offering or the 4,200,000 share common share offering may be reborrowed from time to time for general corporate purposes including, but not limited to, acreage acquisitions.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling collect 1-212-270-3994.