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RANGE RESOURCES CORP
Form 8-K/A
December 09, 2002

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

AMENDMENT NO. 2

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)
NOVEMBER 14, 2002

RANGE RESOURCES CORPORATION
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

| | | |
|---|-----------------------------|--------------------------------------|
| DELAWARE | 0-9592 | 34-1312571 |
| ----- | ----- | ----- |
| (STATE OR OTHER JURISDICTION OF INCORPORATION) | (COMMISSION FILE NUMBER) | (IRS EMPLOYER IDENTIFICATION NO.) |
| 777 MAIN STREET FT. WORTH, TEXAS | | 76102 |
| ----- | | ----- |
| (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) | | (ZIP CODE) |

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE (817) 870-2601

THIS FORM 8-K/A AMENDS AND RESTATES ITEM 4 OF THE REGISTRANTS FORM 8-K FILED
WITH THE COMMISSION ON DECEMBER 2, 2002.

ITEM 4. CHANGES IN REGISTRANTS CERTIFYING ACCOUNTANT.

The Audit Committee of the Management Committee of Great Lakes Energy Partners LLC ("Great Lakes") dismissed KPMG LLP ("KPMG") as Great Lakes' auditors effective November 14, 2002 and notified KPMG of its dismissal on November 18, 2002. The Audit Committee recommended the engagement of Ernst and Young ("E&Y") as Great Lakes' independent auditors for year ended December 31,

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2002 which was approved by Great Lakes' Management Committee on November 14, 2002. E&Y accepted its appointment as Great Lakes' independent auditors on November 19, 2002. Great Lakes is a significant subsidiary (as defined in Rule 1-02(w) of Regulation S-X) of Range Resources Corporation ("Range").

During the two years ended December 31, 2000 and 2001 and the subsequent interim period through November 18, 2002:

- (i) KPMG's reports on the financial statements of Great Lakes have not contained an adverse opinion or disclaimer of opinion, and have not been qualified or modified as to uncertainty, audit scope or accounting principles.
- (ii) there were no disagreements between Great Lakes and KPMG on any matter of accounting principles or practices, financial statement disclosure, auditing scope or procedure, which disagreements, if not resolved to KPMG's satisfaction, would have caused KPMG to make reference to the subject matter of the disagreement in connection with its reports;
- (iii) none of the reportable events described under Item 304(a)(1)(v) of Regulation S-K occurred; and
- (iv) Great Lakes did not consult with E&Y regarding any of the matters or events described in Item 304(a)(2)(i) and 304(a)(2)(ii) of Regulation S-K.

Great Lakes has provided KPMG with a copy of the foregoing statements and has requested that KPMG furnish Range with a letter addressed to the U.S. Securities and exchange Commission (the "Commission") stating whether or not it agrees with the above statements and if not stating the respects in which it does not agree.

ITEM 7. EXHIBITS

(c) EXHIBITS:

16.1 - Letter from KPMG to the Commission.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RANGE RESOURCES CORPORATION

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By: /s/ EDDIE M. LEBLANC

EDDIE M. LEBLANC
CHIEF FINANCIAL OFFICER

Date: December 9, 2002

EXHIBIT INDEX

| EXHIBIT NUMBER ----- | ITEM ----- |
|-------------------------|-------------------------------------|
| 16.1 | Letter from KPMG to the Commission. |