FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  VENTURA JEFFREY L							er or Tradi RCES		mbol RP [ RR	(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify								
		ri) (M RCES CORPOR ON, SUITE 1200				3. Date of Earliest Transaction (Month/Day/Year) 05/20/2008								below)	pecify				
(Street) FORT WO					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Sta			Dori	rotive		ritioo	Λος	uirod	Dia	anned of	or Bon	oficially	Ourned					
1. Title of Security (Instr. 3) 2. Trai		2. Trans	saction	action 2A. Deemed Execution Day/Year) (Month/Day/Year)		3. 4. Securiti Disposed Code (Instr.		es Acquired (A) or Of (D) (Instr. 3, 4 and 5		5. Amoun Securities Beneficia Owned Fo	ly (I	Form:	Direct I Indirect E str. 4)	7. Nature of Indirect Beneficial Ownership					
									Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 05			05/2	0/200	)/2008			A		31,390	A	\$75 <sup>(1)</sup>	195,452			I (	Deferred Comp Account		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  2. Conversion Date (Month/Day/Year) Execution Date (Month/Day/Year) (Month/Day/Ye		Date,	4. Transaction Code (Instr. 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisab	ıle	Expiration Date	Title	Amount or Number of Shares						
Stock Appreciation Rights	\$75	05/20/2008			A		76,816		05/20/200	9 <sup>(2)</sup>	05/20/2013	Common Stock	76,816	\$0	76,81	6	D		

## **Explanation of Responses:**

- 1. Grants of restricted stock into the Deferred Compensation Plan are approved by the Compensation Committee of the Board of Directors for no consideration. Grants vest 30%, 30% and 40% over three years on the anniversary of the date of grant.
- 2. Stock Appreciation Rights vest 30%, 30% and 40% over three years on the anniversary of the date of grant, have a five year term and were granted pursuant to the Range Resources Corporation 2005 Equity Plan.

Rodney L. Waller by Power of **Attorney** 

05/22/2008

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.