

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING  
ELECTIONS, UNIT: V-2533  
(herein "Subject Drilling Unit")

DOCKET NUMBER VGOB-92/12/15-0301

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992 at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirements of § 7.c of the Virginia Gas and Oil Board Regulations, VR 480-05-22.2 by supplementing the Order previously issued by the Board for the subject Docket on February 12, 1993 and recorded in Deed Book 747, Page 484 in the Office of the Clerk of the Circuit Court, Wise County, Virginia on April 23, 1993 (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interests in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.

2. Findings: The Board finds that:

(a) The Board Order directed Equitable Resources Exploration (herein the "Designated Operator"), to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by said Board Order;

(b) The Designated Operator filed its affidavit of mailing dated March 18, 1993 disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order.

(c) The Board Order required each Respondent whose interests, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated April 30, 1993 accordance with 7.c of the Virginia Gas and Oil Board Regulations and VR 480-05-22.2 (herein "Affidavit of Election"), wherein it has, for each Respondent whose interests, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more

Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interests, estates and claims in Subject Drilling Unit to the Designated Operator;

(d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator filed said Statement of Interest dated April 30, 1993. A copy of which is attached hereto.

(e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Tazewell National Bank, P. O. Box 909, Tazewell, Virginia 24651, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow.

3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2. above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, Tazewell National Bank, P. O. Box 909, Tazewell, Virginia 24651, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said Affidavits to receive such funds and account to the Board therefore.

4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed within seven (7) days from the date of receipt of this Order to each person whose interest or claim is subject to escrow and whose address is known.

5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 23<sup>rd</sup> day of August 1993, by a majority of the Virginia Gas and Oil Board.

  
Chairman, Kenny R. Wampler

STATE OF VIRGINIA)  
COUNTY OF WISE )

Acknowledged on this 23rd day of August, 1993, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Susan G. Garrett  
Susan G. Garrett  
Notary Public

My commission expires 7/31/94

DONE AND PERFORMED this 23rd day of August 1993 by Order of this Board.

Byron T. Fulmer  
Byron Thomas Fulmer  
Principal Executive to the Staff  
Virginia Gas and Oil Board

STATE OF VIRGINIA  
COUNTY OF WASHINGTON

Acknowledged on this 23rd day of August, 1993, personally before me a notary public in and for the Commonwealth of Virginia, appeared Byron Thomas Fulmer, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Diane J. Davis  
Diane J. Davis  
Notary Public

My commission expires 9/30/97

VIRGINIA: In the Clerk's Office of Wise Circuit Court Aug 27 1993  
his deed was presented and upon the annexed Certificate of acknowledgement admitted to  
record at 2:14P M. The tax imposed by 58.541 of the Code has been paid in the  
amount of \$            Recorded in Deed Book 759 and Page 366  
Weste: C. Gary Rakes, Clerk Terry Blahut Deputy Clerk

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

Application of Equitable Resources Exploration for Forced Pooling of Interests in Unit Number V-2533, VGOB Docket No. VGOB-92/12/15-0301 in the Gladeville Magisterial District of Wise County, Virginia

AFFIDAVIT OF HUNTER, SMITH & DAVIS, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is a partner in the law firm of Hunter, Smith & Davis, the Agent for the Designated Operator, with offices located at 1212 North Eastman Road, Kingsport, Tennessee 37664, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on February 12, 1993, by the Virginia Gas and Oil Board regarding the captioned conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who were added as Respondents at the hearing held in captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on March 5, 1993;
5. That the Designated Operator, by and through their agent, HUNTER, SMITH & DAVIS, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made

with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election period:

None.

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

- 1) Charles W. Willard  
deemed to have leased (unknown)  
0.53¢ bonus cash consideration (\$5.00 per net mineral acre)  
.0000104 royalty interest (12.5% X 1/120 X 1.00%)
- 2) Michael Bray  
deemed to have leased (unknown)  
0.53¢ bonus cash consideration (\$5.00 per net mineral acre)  
.0000104 royalty interest (12.5% X 1/120 X 1.00%)
- 3) Scott Bray  
deemed to have leased (unknown)  
0.53¢ bonus cash consideration (\$5.00 per net mineral acre)  
.0000104 royalty interest (12.5% X 1/120 X 1.00%)
- 4) Heirs of Maude Roberts Bruce  
deemed to have leased (unknown)  
\$1.26 bonus cash consideration (\$5.00 per net mineral acre)  
.00025 royalty interest (12.5% X 1/5 X 12.5%)

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims which are not subject to escrow:

None.

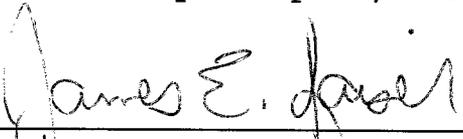
8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests

shall be deemed to have leased pursuant to and in accordance with paragraphs 3 and 2(c) of the Order.

- 1) Cordella Burrell
- 2) William R. and Billie Crawford
- 3) Corinne Hill Shearer
- 4) Carl Roberts (incompetent)  
c/o Wade Roberts
- 5) Robert M. Roberts (incompetent)  
c/o Wade Roberts

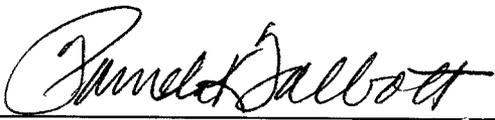
9. That pursuant to the provision of VR 480-05-22.27.C and VR 480-05-22.2.8, annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth and identifies the conflicting claims and/or interest which require escrow of funds pursuant to the terms of §§ 45.1-361.21.D, 45.1-361.22.A.3 and 4.

Dated at Kingsport, Tennessee, this 30th day of April, 1993.

  
 \_\_\_\_\_  
 Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Resources Exploration, a corporation, on behalf of the corporation, this 29th day of April, 1993.

My commission expires: March 12, 1996

  
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 Notary

**EXHIBIT "B"**

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
<b><u>TRACT 1</u></b>				
Penn Virginia Resources Corporation Attn: Ralph Tomlinson P.O. Box 386 Duffield, VA 24244-0386	Lsd-EREX PVRC TK 732 93.9 acres 223096	23.23	29.19	.0290375
Equitable Resources Exploration				.2032625
<b>Tract 1 Totals</b>		<u>23.23</u>	<u>29.19</u>	<u>23.23%</u>
<b><u>TRACT 2</u></b>				
Virginia Iron Coal and Coke Company Attn: R.G. Poindexter Vice President and General Manager P.O. Box 1871 Roanoke, VA 24008	Lsds-EREX WI-78 84.302 acres 223010	5.87	7.38	.0073375
Equitable Resources Exploration				.0513625
<b>Tract 2 Totals</b>		<u>5.87</u>	<u>7.38</u>	<u>5.87%</u>
<b><u>TRACT 3</u></b>				
Bertha Mae Triplett Route 2, Box 305 Wise, VA 24293	Lsd-EREX WI-78 40 acres 223065	23.95	30.09	.0299375
Equitable Resources Exploration				.2095625
<b>Tract 3 Totals</b>		<u>23.95</u>	<u>30.09</u>	<u>23.95%</u>

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
<b>TRACT 4</b>				
Virginia Iron Coal and Coke Company Attn: R.G. Poindexter Vice President and General Manager P.O. Box 1871 Roanoke, VA 24008	Lsd-EREX WI-78 53.258 acres 223010	25.20	31.66	.0315
Equitable Resources Exploration				.2205
<b>Tract 4 Totals</b>		25.20	31.66	25.20%
<b>TRACT 5</b>				
Virginia Iron Coal and Coke Company Attn: R.G. Poindexter Vice President and General Manager P.O. Box 1871 Roanoke, VA 24008	Lsd-EREX WI-44 50.0 acres 223010	13.79	17.32	.0172375
Equitable Resources Exploration				.1206625
<b>Tract 5 Totals</b>		13.79	17.32	13.79%
<b>TRACT 6</b>				
Cordella Burrell Route 2, Box 333 Wise, VA 24293	Unleased	.60	.76	.00075
Equitable Resources Exploration				.00525
<b>Tract 6 Totals</b>		.60	.76	00.60%

<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
<b><u>TRACT 7</u></b>				
Penn Virginia Resources Corporation Attn: Ralph Tomlinson P.O. Box 386 Duffield, VA 24244-0386	Lsd-EREX PVRC TK 744 15.63 acres 223096	5.36	6.74	.0067
Equitable Resources Exploration				.0469
<b>Tract 7 Totals</b>		5.36	6.74	5.36%
<b><u>TRACT 8</u></b>				
Penn Virginia Resources Corporation Attn: Ralph Tomlinson P.O. Box 386 Duffield, VA 24244-0386	Lsd-EREX PVRC TK 698 223096	.57	.72	.0007125
Equitable Resources Exploration				.0049875
<b>Tract 8 Totals</b>		.57	.72	00.57%
<b><u>TRACT 9</u></b>				
William R. Crawford and Billie Crawford Route 1, Box 850 Norton, VA 24273	Unleased	.43	.54	.0005375
Equitable Resources Exploration				.0037625
<b>Tract 9 Totals</b>		.43	.54	00.43%
<b><u>TRACT 10</u></b>				
Wade H. Roberts Estate				
Richmond R. Roberts, Jr. 137 Brownsback Church Rd. Spring City, PA 19475	Lsd-EREX 244266L15	.0222	.028	.0000277

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Wade M. Roberts 5214 Evelyn Drive Knoxville, TN 37919	Lsd-EREX 244266L02	.0222	.028	.0000277
Elbert H. Roberts 2800 Chelsea Ct. Blacksburg, VA 24060	Lsd-EREX 244266L09	.0222	.028	.0000277
Mary Jane Turley 3762 Beneva Oaks Blvd. Sarasota, FL 34238	Lsd-EREX 244266L07	.0222	.028	.0000277
Fay Williams 317 Rubens Drive Nokomis, FL 34275	Lsd-EREX 244266L01	.0222	.028	.0000277
Gay Freeman Box 280A, Route 910 Cheswick, PA 15024	Lsd-EREX 244266L16	.0222	.028	.0000277
Everett Arthur 2060 Highland Avenue Melbourne, FL 32935	Lsd-EREX 244266L05	.0222	.028	.0000277
Frank A. Nickels, Jr. 1123 Shawnee Avenue Big Stone Gap, VA 24219	Lsd-EREX 244266L13	.0073	.009	.0000093
Corinne N. Hill Shearer 10623 Old Mill Road Greenville, TX 75401	Unleased	.0073	.009	.0000093
Tela N. Provost 764 Kent Road Nashville, TN 37214	Lsd-EREX 244266L08	.0073	.009	.0000093
Richard Mahaffey 4314 Stillwood Avenue Kingsport, TN 37664	Lsd-EREX 244266L22	.0073	.009	.0000092
Donald Mahaffey 3252 Limesap Road Kingsport, TN 37663	Lsd-EREX 244266L17	.0073	.009	.0000092
Eunice M. Settles 248 Green Street Dayton, OH 45402	Lsd-EREX 244266L14	.0073	.009	.0000092
Mary Ann Leonard 5108 Bloomingdale Road Kingsport, TN 37660	Lsd-EREX 244266L10	.1	.1257	.000125

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Waldo Hunter Price 196 Stonebridge Drive Blue Ridge, VA 24064	Lsd-EREX 244266L11	.1	.1257	.000125
Joe H. Roberts P.O. Box 513 Wise, VA 24293	Lsd-EREX 244266L18	.025	.032	.0000312
Wade H. Roberts P.O. Box 1585 Wise, Va 24293	Lsd-EREX 244266L12	.025	.032	.0000312
Carl Roberts (Incompetent) c/o Wade Roberts P.O. Box 1585 Wise, VA 24293	Unleased	.025	.032	.0000312
Robert M. Roberts (Incompetent) c/o Wade Roberts P.O. Box 1585 Wise, VA 24293	Unleased	.025	.032	.0000312
George H. Roberts Route 8, Box 489 Clinton, TN 37716	Lsd-EREX 244266L21	.025	.032	.0000312
Mary Roberts Bragg 1016 N. Country Club Drive Schenectady, NY 12309	Lsd-EREX 244266L03	.025	.032	.0000312
Martha Ann Holyfield 1043 St. Paul Denver, CO 80296	Lsd-EREX 244266L04	.025	.032	.0000312
Charles Willard (Unknown)	Unleased	.0086	.0106	.0000104
Michael Bray (Unknown)	Unleased	.0086	.0106	.0000104
Scott Bray (Unknown)	Unleased	.0086	.0106	.0000104
Lillian Stallard 611 A Westcoat Mountain View, CA 94043	Lsd-EREX 244266L20	.1	.1257	.000125
Mary Jane Tobler 3102 Blume Drive Rossmoor, CA 90720	Lsd-EREX 244266L06	.1	.1257	.000125

<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Heirs of Maude Roberts Bruce (Unknown)	Unleased	.2	.2514	.000251
Equitable Resources Exploration				.00875
<b>Tract 10 Totals</b>		1.00	1.26	1.00%
<b>TOTAL</b>		100.00	125.66	100%