

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

ELECTIONS, UNIT: V-1829

(herein "Subject Drilling Unit")

DOCKET NUMBER VGOB-93/03/16-0346

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 April 16, 1993 and recorded in Deed Book 291, Page 458 in the Office of the Clerk of the Circuit Court, Dickenson 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 disclosed that the parties pooled in this unit are unknown and unlocatable and the Operator is thus unable to direct a copy of said Order to the unknown, unlocatable pooled parties, as set forth in the attached Affidavit at Paragraph 3;

(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 June 8, 1993 in 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 as part of its Affidavit of Election. 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 23rd day of August 1993, by a majority of the Virginia Gas and Oil Board.


 Chairman, Benny R. Wampler

STATE OF VIRGINIA)
 COUNTY OF WISE)

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-1829, VGOB Docket No. VGOB-93-0316-0346 in the Willis Magisterial District of Dickenson 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 April 16, 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. No parties were added as Respondents and the unleased parties pooled were unknown and unlocatable rendering the Board's directive for mailing said Order impossible.
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 April 23, 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 inapplicable in that all unleased parties were unknown and unlocatable 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) Stephen H. Brinkley
deemed to have leased (unknown or unlocatable)
\$8.58 bonus cash consideration (\$5.00 per net mineral acre)
.00176517 royalty interest (12.5% X 1/14 X 19.77%)

2) Unknown Heirs of Frank Allen Kilgore
deemed to have leased (unknown or unlocatable)
\$8.58 bonus cash consideration (\$5.00 per net mineral acre)
.00353035 royalty interest (12.5% X 1/7 X 19.77%)

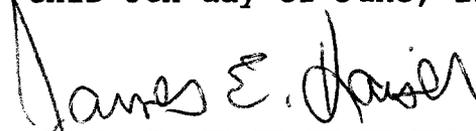
7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims which are not subject to escrow:

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 10 of the Order.
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.

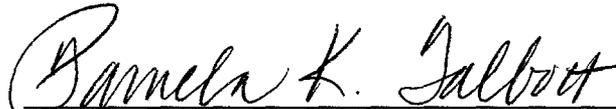
Dated at Kingsport, Tennessee, this 8th day of June, 1993.



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 8th day of June, 1993.

My commission expires: March 12, 1996



Notary

[regulat\erex\election\march\v-1829so.aff]

EXHIBIT "B"
 V-1829 Page 1
 VGOB-93-0316-0346

<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
TRACT 1				
S.H.G. Enterprises Attn: James M. Gott General Partner P. O. Box 197 Norton, VA 24273	Lsd-EREX 242972L-01	39.02%	49.03	.048775 RI
Columbia Natural Resources, Inc P. O. Box 6070 Charleston, WV 25362				.0243875 ORRI
Equitable Resources Exploration				.3170375 WI
Tract 1 Totals		39.02	49.03	39.02

TRACT 2

Heirs of Columbus C. Kilgore

Asa M. Kilgore Edith Kilgore 3051 Rio Dosa Drive Lexington, KY 40509	Lsd-EREX 242937L-05	4.236%	5.32	.00529554 RI
Roberta D. Kilgore 11200-102nd Ave. N. #108 Largo, FL 34648	Lsd-EREX 242937L-01	2.824%	3.55	.00353036 RI
Heirs of Paul H. Kilgore Ruth Kilgore, Agent 2745 Kennett Drive Liburn, GA 30247	Lsd-EREX Dower 242937L-02	2.824%	3.55	.00353036 RI
Linda Sue Manion Steven Manion 2745 Kennett Drive Liburn, GA 30247	Lsd-EREX Remainder 242937L-02			
Alice D. Kilgore 1311 E. Clay Street Thomasville, GA 31792	Lsd-EREX 242937L-04	.943%	1.19	.00117679 RI
Frances A. Wentworth Neil Wentworth Route 6, Box 745-14 Thomasville, GA 31792	Lsd-EREX 242937L-04	1.883%	2.37	.00235357 RI
Craig Rodger Clark 2685D N. Point Lane Tallahassee, FL 32308	Lsd-EREX 242937L-03	1.412%	1.77	.00176518 RI

EXHIBIT "B"
V-1829 Page 2
VGOB-93-0316-0346

<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Virginia Louise Graska Robert H. Graska 1015 Claremont Avenue Ashland, OH 44805	Lsd-EREX 242937L-06	1.412%	1.77	.00176518 RI
Stephen H. Brinkley Address Unknown	Unleased	1.412%	1.77	.00176517 RI
Unknown Heirs of Frank Allen Kilgore	Unleased	2.824%	3.55	.00353035 RI
Equitable Resources Exploration				.1729875 WI
Tract 2 Totals		19.77	24.84	19.77%
TRACT 3				
Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P. O. Box 4000 Lebanon, VA 24266	Lsd-EREX PO-148/241490L Tract T-813	40.31%	50.66	.0503875 RI
Equitable Resources Exploration				.3527125 WI
Tract 3 Totals		40.31	50.66	40.31%
TRACT 4				
Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P. O. Box 4000 Lebanon, VA 24266	Lsd-EREX 241640L-01	.90%	1.13	.001125 RI
Equitable Resources Exploration				.007875 WI
Tract 4 Totals		.90	1.13	.90%
TOTALS		100.00%	125.66	100.00%

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, Aug 21, 1993. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 11:44 o'clock A M, after payment of \$ _____ tax imposed by Sec. 58.1-802.

Original returned this date: Quane Davis

TESTE: JOE TATE, CLERK
BY: Kula Large D. CLERK

*copy to
2/21/11
J. J. [unclear]
[unclear]*

Clerk's Office Circuit Court
Dickenson County, Virginia

Filed and admitted to record,

this 27 day of April 19 93
at 11:40 A M

Recorded: Deed Book _____ P. _____

039 State Tax	\$	_____
213 County Tax	\$	_____
212 Transfer	\$	_____
301 Recording	\$	<u>11.00</u>
145 VSLF	\$	<u>1.00</u>
038 State Tax	\$	_____
\$ 58-54(b)		_____
220 Local Tax	\$	_____
\$ 58-54(b)		_____
228 Local Tax	\$	<u>18.00</u>
\$ 58-54(b)		_____

Tester: _____, Clerk
By [Signature], D.C.