

Instrument prepared by:

VIRGINIA GAS AND OIL BOARD

Order recorded under:

**CODE OF VIRGINIA
§ 45.1-361.26**

BEFORE THE VIRGINIA GAS AND OIL BOARD

RELIEF SOUGHT: An Order for Disbursement of Escrowed Funds
(and Authorization for Direct Payment of Royalties)

JURISDICTION: *Code of Virginia* § 45.1-351. (et seq) AND § 45.1-361.22 (et seq)

UNIT/WELL NAME: 703594
TRACT(S): Tract 7
LOCATION: Dickenson County, Virginia

TAX ID NUMBER: Located on Exhibit E

DOCKET NUMBER: VGOB-96-0820-0552-04

APPLICANTS: EQT Production Company on behalf of Quentin M. McCoy and Range Resources-Pine Mountain.

HEARING DATE AND LOCATION: Russell County Government Center, Lebanon, Virginia
April 17, 2012

APPEARANCES: James Kaiser on behalf of EQT Production Company

PRIOR PROCEEDINGS:

1. Original Pooling Order, Executed 09/05/1996, Recorded 09/17/1996, Deed Book 320.
2. Re-pooling Order -01, Executed 01/17/1997, Recorded 01/31/1997, Deed Book 323.
3. Supplemental Order -01, Executed 05/08/1997, Recorded 05/21/1997, Deed Book 326.
4. Disbursement Order -02, Executed 02/02/06, Recorded 02/07/06, Deed Book 422.
5. Disbursement Order -03, Executed 02/16/12, Recorded 03/20/12, Deed Book 495.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the April 17, 2012 hearing and consider whether to:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract 7 identified in the attached miscellaneous petition.
- (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract 7 relative to the interests of the Applicants identified in the attached miscellaneous petition.
- (3) Continue the escrow account under this docket number.

FINDINGS: Code of Virginia § 45.1-361.22

Applicant has certified and represented to the Board that:

1. The owner of the coal estate for Tract 7 is Range Resources-Pine Mountain Inc. for the subject drilling unit.
2. The owner of a portion of the gas estate for Tract 7 is Quentin M. McCoy for the subject drilling unit.
3. Range Resources, by letter dated February 2, 2012 waved any claims to past or to future royalties attributable to the interests of Quentin M. McCoy for Tract 7 as shown in Table 1.

RELIEF GRANTED:

Table 1

VGOB Approved Disbursement
 VGOB-96-0820-0552-04
 Unit 703594

Table 1
 Tract 7

Item	Tract	Disbursement Table	Fractional Ownership in Tract	Net Acreage Ownership in Tract	Royalty Split Agreement	Escrowed Acres Disbursed	Percent of Escrowed Funds Disbursed
		Total acreage in escrow before disbursement				16.2800	
	7	Tract 7 (total acreage)		7.19			
1	7	Quentin M. McCoy - G & O Route 1, Box 299, St Paul, VA 24282	100.00%	7.1900	100.0%	7.1900	44.1646%
2	7	Range Resources - Pine Mountain - Coal P.O. Box 2136, Abingdon, VA 24212	100.00%	7.1900	waived	—	—

1. The Escrow Agent is ordered, to within ten (10) days of receipt of this executed order, disburse funds for the unit and applicants detailed in Table 1.

2. The Escrow Agent is ordered to continue the Escrow Account for the Subject Drilling unit based on the attached Revised Exhibit E which replaces all prior Exhibit E's recorded for the Subject Drilling Unit.

CONCLUSION:

Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and **IT IS SO ORDERED.**

APPEALS:

Appeals of this Order are governed by the provisions of the Code of Virginia § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

DONE AND EXECUTED this 26 day of Sept, 2012, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 26th day of September, 2012, by Order of the Board.

Rick Cooper
Rick Cooper
Principal Executive to the Staff, Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 26th day of September, 2012, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and appeared Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board that they executed the same and were authorized to do so.

Diane Davis
Diane Davis, Notary Public
174394

My commission expires: September 30, 2013



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANTS: EQT Production Company on behalf of Quentin M McCoy and Range Resources-PMI.

DOCKET NUMBER: VGOB 96/08/20-0552-04

RELIEF SOUGHT: Supplemental Order for Disbursement of Escrowed Funds on behalf of Quentin M McCoy and Range Resources-PMI.

LEGAL DESCRIPTIONS: Drilling Unit Number 703594 created by Board Order Dated January 17, 1997, VGOB 96/08/20-0552 in Dickenson County, Virginia.

HEARING DATE: April 17, 2012

MISCELLANEOUS PETITION

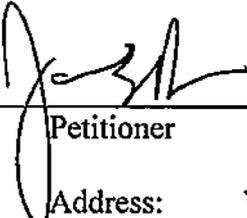
1. Party: Applicants herein are Quentin M McCoy, (hereinafter "Plaintiffs), whose address is 14502 Sandy Ridge Road, St. Paul, VA 24283; and Range Resources-PMI. (hereinafter "Plaintiffs), whose address is P.O. Box 2136, Abingdon, VA 24212.
2. Facts:
 - a. Equitable was designated as the Operator and Applicants interests were Pooled in the 703594 Unit by Order of the Virginia Gas and Oil Board (hereinafter "Board") executed on January 17, 1997, pursuant to Docket No. VGOB 96/08/20-0552 and recorded in the Circuit Court Clerk's Office Dickenson County, Virginia on January 31, 1997, Book 323 Page 611 (hereinafter "Order").
 - b. The Order and Supplemental Order required the Escrow Agent named and appointed therein to establish an interest-bearing escrow account for funds pertaining to the above-referenced Unit and subject to escrow pursuant to the terms of the Order.
 - c. The Order and Supplemental Order further required the Operator to deposit bonus and royalty payments with the Escrow agent which could not be made because the person(s) entitled hereto could not be made certain due to conflicting claims of ownership.
 - d. Range Resources-Pine Mountain, Inc. was a conflicting claimant with the above-listed Plaintiffs with regard to Tract 7 as created by Board Order as VGOB 96/08/20-0552 is the applicable Tract.

- e. To resolve this conflict, a Letter dated February 2, 2012, signed by Phil Horn, Land Manager for Range Resources-Pine Mountain, Inc. is attached hereto and incorporated herein as Exhibit "A".
- f. The amounts deposited with the Escrow Agent regarding the Unit need to be determined and distributed accordingly.
- g. Any escrow amount, not yet deposited into the escrow account, held by Operator should also be determined, and distributed to Applicants/Plaintiffs herein, accordingly.
- h. Applicants/Plaintiffs herein do hereby request that the Board enter amended supplemental order for the Unit directing the Escrow Agent and the Operator to disburse to the aforesaid Plaintiff the funds attributable to the previous conflicting claim with Pine Mountain, held in escrow for the VGOB number as listed above.
 - 1. The Applicants certify that the matters set forth in the application, to the best of their knowledge, information, and belief, are true and correct and that the form and content of the Application and conform to the requirements of relevant Board regulations and orders.
 - 2. Legal Authority: Va Code Ann. §45.1-361.1 et seq., 4 VAC 25-160, and such other regulations and Board orders promulgated pursuant to law.
 - 3. Relief Sought: Applicants request that the Board issue amended supplement order amending all prior orders affecting the Unit which amended supplement order will provide as follows:
 - a. Determining the amount of funds attributable to the Applicants/Plaintiffs herein.
 - b. Directing the Escrow Agent to determine the amount of funds attributable to Applicants/Plaintiffs herein, provide an accounting hereof, and disburse the funds on deposit with the Escrow Agent, including any applicable interest, pertaining to the interest in the Unit shown above for distribution.
 - c. Directing the Operator to determine the amount of funds attributable to the Applicants/Plaintiffs herein, provide an accounting thereof, and disburse the units in its hands, if any, subject to escrow but not then on deposit with the Escrow Agent, including any applicable interest, at the time of the Supplemental Order requested therein is executed, attributable to the Applicants/Plaintiffs herein for distribution.
 - d. Directing the Operator to disburse the funds, including any applicable interest, and provide an accounting thereof, which it may receive after the date of the execution of the amended supplemental order requested in the Application, if any,

attributable to the Applicants/Plaintiff herein, and to
discontinue the payment of such funds into Escrow.

- e. Granting such other relief as is merited by the evidence and is
just and equitable whether or not such relief has been
specifically requested herein.

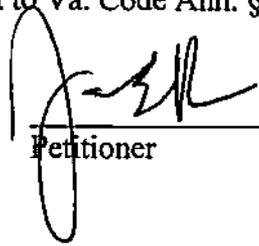
Dated this 16th day of March, 2012.

By:  _____
Petitioner

Address: Wilhoit & Kaiser
220 Broad St, Ste. 301
Kingsport, TN 37660

CERTIFICATE

The foregoing application to the best of my knowledge, information and belief is true and correct. Notice was given pursuant to Va. Code Ann. §45.1-361.19.

A handwritten signature in black ink, consisting of a large, stylized initial 'A' followed by several loops and a final flourish.

Petitioner

Amount from January 2012 Escrow Agent Summary * \$70,377.01

Item	Tract	Disbursement Table	Acreage Interest Debursed	SPR Agreement	Escrowed Acres Total	% of Escrowed Funds	Disbursement \$
					16.28000000		
1	7	Quentin M McCoy	7.19	100%	7.19000000	44.154615%	\$31,081.74

Beginning Acreage in Escrow 16.28
 Acreage disbursed in -04 -7.190
 Acreage remaining in escrow 9.09

* This amount is pending disbursement of Randall and Virginia Vandergriff - 96/08/20-0552-03. Disbursement was approved at the November 15, 2011 Board Hearing

*Formerly Clinchfield Coal Company
 Attn: Steve Smith
 PO Box 5100
 Lebanon, VA 24226



February 2, 2012

RANGE RESOURCES

Mr. Quentin M. McCoy
14502 Sandy Ridge Road
St. Paul, VA 24283

Re: **Permanent Release of CBM Royalty**
Well VC-550453, VC-3594 and VCI-531436
Dickenson County, Virginia

Dear Mr. McCoy:

As you are aware, EQT Production Company ("EQT") has drilled the above-referenced coalbed methane gas wells on a 51 acre tract ("Subject Tract") either under a pooling order from the Virginia Gas and Oil Board ("Board") or as voluntary drilling unit. For these wells, we are listed as having conflicting claims. Range Resources - Pine Mountain, Inc. ("RRPM") is listed as claiming under a coal title, and you are listed as claiming under a gas title. The plats indicating the location of each of the wells within the operating units are enclosed for your reference.

EQT, as operator of the unit, has placed or will place all royalty proceeds attributable to conflicting claims into an escrow or suspense account. In order to allow release of the royalty proceeds, RRPM hereby waives any claims to past or to future royalties attributable to your interest in these wells.

By copy of this letter, RRPM is requesting EQT to initiate distribution directly to you of all current royalties, as well as all future royalties, attributable to your interests in these wells.

Please be advised that EQT may require that you demonstrate that you are the current owner of the gas estate. You should work directly with EQT on that issue.

If you have any questions, please do not hesitate to call me at 276-619-2583.

Sincerely,

RANGE RESOURCES-PINE MOUNTAIN, INC.

Phil Horn
Land Manager

Enclosure

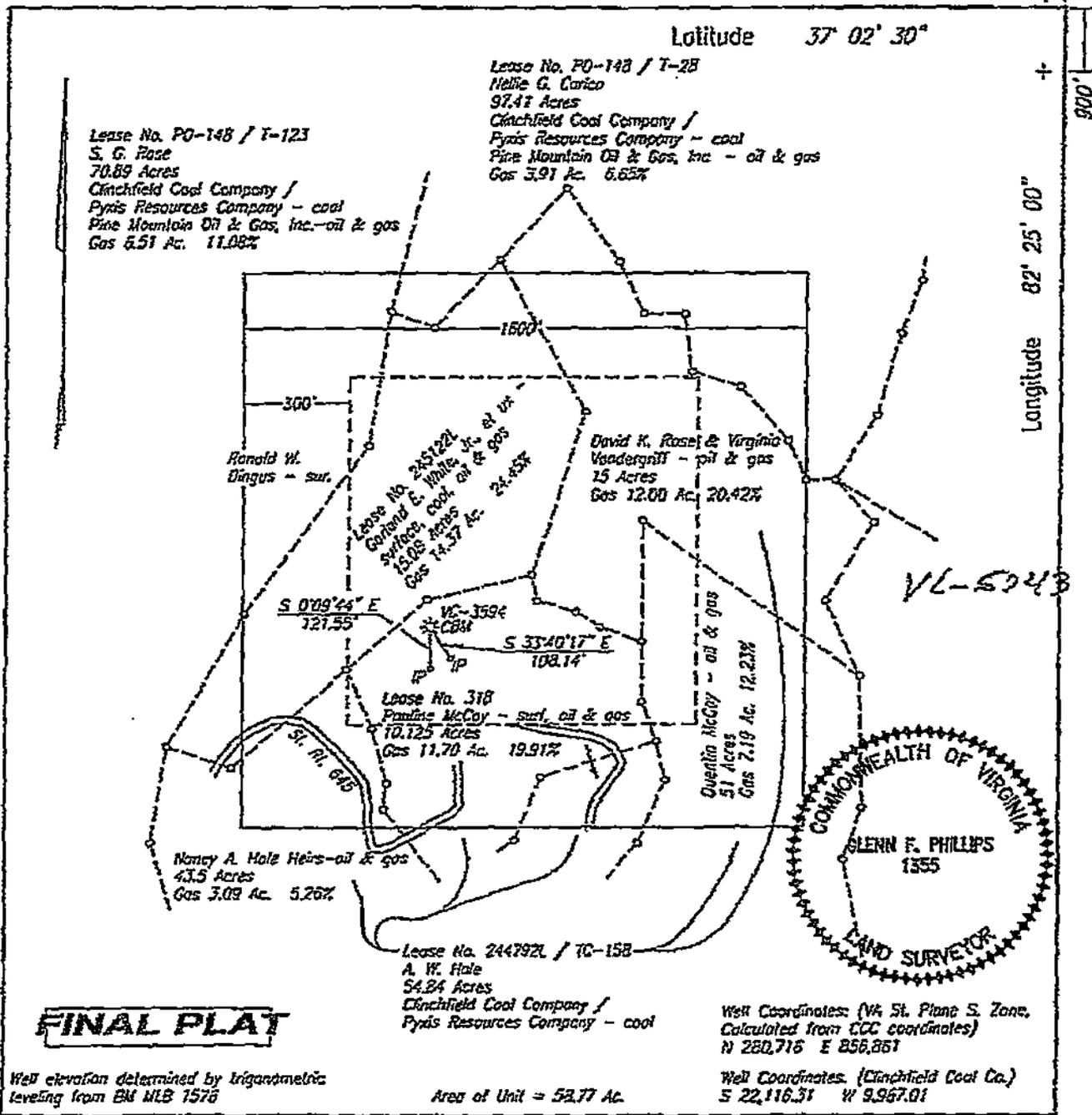
cc: Kristie Shannon, EQT
Debbie Louthian, RRPM

275'

900'

Latitude 37° 02' 30"

Longitude 82° 25' 00"



FINAL PLAT

Well elevation determined by trigonometric leveling from BM NLB 1576

Area of Unit = 52.77 Ac.

Well Coordinates: (VA St. Plane S. Zone, Calculated from CGC coordinates)
N 280,716 E 856,861

Well Coordinates: (Cinchfield Coal Co.)
S 22,116.31 W 9,967.01

WELL LOCATION PLAT

COMPANY Equitable Resources Energy Company WELL NAME AND NUMBER VC-3594
 TRACT NO. TC-158 ELEVATION 2257.56 QUADRANGLE Coney Ridge
 COUNTY Dickenson DISTRICT Kenady SCALE 1" = 400' DATE 6-02-1997

This Plat is a new plat ; an updated plat ; or a final location plat x

+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

SUPPLEMENT "B"
VC-3594
VGOB 96/08/20-0552

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
		<u>Gas Estate Only</u>			
1	Pauline R McCoy HC05 Box 424 Coeburn, VA 24230	Leased-EPC 241581	19.910000%	11.7000	0.02468750 RI
	EQT Production Company				0.17421250
Tract 1 Totals			19.910000%	11.7000	0.16910000
2	Nancy A Hale Heirs Unknown	Unleased	5.260000%	3.0900	0.00657500
	EQT Production Company				0.04602500
Tract 1 Totals			5.260000%	3.0900	0.05260000
3	Garland E White, Jr and Rada Mae White, M/W Route 1, Box 206 McClure, VA 24269	Leased-EREC 245122.01	24.450000%	14.3700	0.03056250 RI
	EQT Production Company				0.21393750
Tract 1 Totals			24.450000%	14.3700	0.24450000
4	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2136 Abingdon, VA 24212	Leased-EREC 241490 Tract T-123	11.080000%	6.5100	0.01385000
	EQT Production Company				0.09695000
Tract 1 Totals			11.080000%	6.5100	0.11080000
5	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2136 Abingdon, VA 24212	Leased-EPC 241490 Tract T-28	6.650000%	3.9100	0.00831250
	EQT Production Company				0.05818750
Tract 1 Totals			6.650000%	3.9100	0.06650000
6	David K Rose, single 3408 Belair Road Baltimore, MD 21213	Leased-EREC 245198.01	10.210000%	6.0000	0.01276250
	Virginia Vandergriff and Randal Vandergriff, W/H 120 Ranch Lake Blvd Scott Depot, WV 25560	Leased-EREC 245198.02	10.210000%	6.0000	0.01276250
	EQT Production Company				0.17687500
Tract 1 Totals			20.420000%	12.0000	0.20420000
7	Quentin M McCoy, single Rt. 1 Box 299 St. Paul, VA 24282	Unleased	12.230000%	7.1900	0.01528750
	EQT Production Company				0.10701250
Tract 1 Totals			12.230000%	7.1900	0.12230000
TOTAL GAS ESTATE			100.000000%	58.7700	1.00000000
Percentage of Unit Leased			91.300000%		
Percentage of Unit Unleased			8.710000%		
Acreage in Unit Leased				53.6500	
Acreage in Unit Unleased				5.1200	

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Coal Estate Only

1	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 244792 Tract TC-158	19.910000%	11.7000	0.02488750 RI
	EQT Production Company				0.17421250
Tract 1 Totals			19.910000%	11.7000	0.19910000
2	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 241640 Tract TC-158	5.260000%	3.0900	0.00657500
	EQT Production Company				0.04602500
Tract 2 Totals			5.260000%	3.0900	0.05260000
3	Garland E White, Jr and Rida Mae White, H/W Route 1, Box 206 McClure, VA 24269	Leased-EPC 245122.01	24.450000%	14.3700	0.03056250
	EQT Production Company				0.21393750
Tract 3 Totals			24.450000%	14.3700	0.24450000
4	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 241490 Tract T-123	11.080000%	6.5100	0.01385000
	EQT Production Company				0.09695000
Tract 4 Totals			11.080000%	6.5100	0.11080000
5	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 241490 Tract T-28	6.650000%	3.9100	0.00831250
	EQT Production Company				0.05816750
Tract 5 Totals			6.650000%	3.9100	0.06650000
6	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 244792 Tract TC-158	20.420000%	12.0000	0.02552500
	EQT Production Company				0.17887500
Tract 6 Totals			20.420000%	12.0000	0.20420000
7	Range Resources-Pine Mountain Attn: Jerry H Grantham PO Box 2138 Abingdon, VA 24212	Leased-EPC 244792 Tract TC-158	12.230000%	7.1900	0.01528750
	EQT Production Company				0.10701250
Tract 7 Totals			12.230000%	7.1900	0.12230000
TOTAL COAL ESTATE			100.000000%	58.7700	1.00000000
Percentage of Unit Leased			100.000000%		
Percentage of Unit Unleased			0.000000%		
Acreage in Unit Leased				58.7700	
Acreage in Unit Unleased				0.0000	

*Formerly Clinchfield Coal Company
Attn: Steve Smith
PO Box 5100
Lebanon, VA 24228

EXHIBIT "E"

703594

VGOB-96-0820-0552

Unleased Owners/Claimants Requiring Escrow

revised 02/16/2012

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
Minerals Only		<u>Gas Estate Only</u>		
2	Nancy A. Hale Heirs Unknown	Unleased	5.260000%	3.0900
Minerals Only				
6	David K. Rose, single 3408 Belair Road Baltimore, MD 21213	Leased-EPC 245198	10.210000%	6.0000
Total			15.470000%	9.0900

Coal Estate Only

2	Range Resources-Pine Mountair Attn: Jerry H Grantham PO Box 2136 Abingdon, VA 24212	Leased-EPC 241490 Tract T-78 & T-79	5.260000%	3.0900
6	Range Resources-Pine Mountair Attn: Jerry H Grantham PO Box 2136 Abingdon, VA 24212	Leased-EPC 244792 Tract TC-158	10.210000%	6.0000
Total			15.470000%	9.0900

*Formerly Clinchfield Coal Company
Attn: Steve Smith
PO Box 5100
Lebanon, VA 24226

EXHIBIT "EE"
703594
VGOB-96-0820-0552

Revised 02/16/2012

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
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Disbursement -02

Gas Estate Only

1	Pauline R McCoy HC05 Box 424 Coeburn, VA 24230	Leased-EPC 241581	19.910000%	11.7000
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Total after RR-PM Waiver	19.910000%	11.7000
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Coal Estate Only

1	Range Resources-Pine Mo Attn: Jerry H Grantham PO Box 2136 Abingdon, VA 24212	Leased-EPC 244792 Tract TC-158	0.000000%	0.0000
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	0.000000%	0.0000
Total after RR-PM Waiver		

Disbursement -03

6	Virginia Vandergriff and Randall Vandergriff, W/H 120 Ranch Lake Blvd. Scott Depot, WV 25560	Leased-EPC 245198	10.210000%	6.0000
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Total after RR-PM Waiver	10.210000%	6.0000
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Coal Estate Only

6	Range Resources-Pine Mo Leased-EPC Attn: Jerry H Grantham 244792 PO Box 2136 Tract TC-158 Abingdon, VA 24212	0.000000%	0.0000
Total after RR-PM Waiver		0.000000%	0.0000

Disbursement -04

7	Quentin M. McCoy, Single Unleased Route 1, Box 299 St. Paul, VA 24282	12.230000%	7.1900
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Total after RR-PM Waiver	12.230000%	7.1900
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Coal Estate Only

7	Range Resources-Pine Mo Leased-EPC Attn: Jerry H Grantham 244792 PO Box 2136 Tract TC-158 Abingdon, VA 24212	0.000000%	0.0000
Total after RR-PM Waiver		0.000000%	0.0000

INSTRUMENT 510001000
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
OCTOBER 22 2014 AT 01:41 PM
RICHARD W. EDWARDS, CLERK
RECORDED BY: JCF

*Formerly Clinchfield Coal Company
Attn: Steve Smith
PO Box 5100
Lebanon, VA 24226

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