

VIRGINIA:**BEFORE THE VIRGINIA GAS AND OIL BOARD**

**SUPPLEMENTAL ORDER REGARDING DOCKET NO.
VGOB 97-0520-0584 ELECTIONS, UNIT SERVED BY WELL
COGC #34
(herein "Subject Drilling Unit")**

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 complying with the requirements of 4 VAC 25-160-70(C) (1997) by supplementing the Order previously issued by the Board for subject Docket on July 3, 1997, and recorded at Deed Book 734, Page 962, in the Office of the Clerk of the Circuit Court of Tazewell County, Virginia on July 15, 1997 (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 in Revised Exhibit D of the Board Order. 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 Cabot Oil & Gas Corporation (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 July 29, 1997, disclosing that it had mailed a true and correct copy of the Board's Order to all respondents whose interests, 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

date December 15, 1998, in accordance with 4 VAC 25-160-70(C) (1997) (herein "Affidavit of Elections");

- (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 furnished said Statement of Interests as part of its Affidavit of Elections, a copy of which is attached hereto as Exhibit "A";
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Virginia Bank-Mt. Empire, (herein "Escrow Agent"), 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. Current Board escrow standards were made applicable to Subject Drilling Unit by the Board Order establishing the drilling unit served by Well No. COGC#34 which was executed and effective July 3, 1997.
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, 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 28th day of April, 1999, by a majority of the Virginia Gas and Oil Board.

Benny R. Wampler
Chairman, Benny R. Wampler

DONE AND EXECUTED this 6th day of May, 1999, by Order of this Board.

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

STATE OF VIRGINIA)
COUNTY OF WISE:)

Acknowledged on this 28th day of April, 1999, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, who 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 July 30, 2002.

STATE OF VIRGINIA)
COUNTY OF WASHINGTON:)

Acknowledged on this 6th day of May, 1999, personally before me a notary public in and for the Commonwealth of Virginia, appeared Byron Thomas Fulmer, who 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 September 30, 2001.

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

Application of Cabot Oil & Gas Corporation for Pooling of Interests in Subject Drilling Unit served by Well Number COGC#34, VGOB Docket No. 97-0520-0584 in the Northern Magisterial District of Tazewell County, Virginia

AFFIDAVIT OF JEFFREY L. KEIM, Assistant Secretary for the "Designated Operator" REGARDING ELECTIONS, ESCROW AND SUPPLEMENTAL ORDER

Jeffrey L. Keim (herein "Affiant"), being first duly sworn on oath, deposes and says:

1. That the Affiant is Assistant Secretary of Cabot Oil & Gas Corporation, the Designated Operator, with offices at 400 Fairway Drive, Suite 400, Coraopolis, Pennsylvania, 15108-4308, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on July 3, 1997, 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 the executed copy of the Order referred to at Paragraph 2 above, the Affiant caused 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 person, if any, who were added as Respondents at the hearing held in the captioned matter; that annexed hereto and incorporated herein are copies of the receipts for certified mail and return receipts pertaining to said mailing;
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 July 15, 1997;
5. That the Designated Operator has established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interests 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 interests 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:

See Appendix "A" attached;

that opposite the name of each person named as a Respondent in Appendix "A" is set forth:

the type of election made, or deemed to have been made, or the lease or other agreement entered into;

the bonus amount subject to escrow, if any;

the royalty division of interest in the Unit, if any;

the working interest percentage, if any, resulting from an election to participate;

the working interest percentage, if any, resulting from an election to share in the operation of the Unit as a nonparticipant on a carried basis subject to escrow only after the Designated Operator has recovered its costs as provided in the Board's original Force Pooling Order; and

whether the interest or claim subject to escrow is an undivided common interest, and in that event, an indication that all amounts and percentages stated represent the total amounts attributable to all common owners, including the person named, of an undivided interest or claim subject to escrow.

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 interests and/or claims which are not subject to escrow and should, therefore, be dismissed as Respondents:

- a. Betty Rose Waldron
1405 Upper Sweet Water Trail
White, GA 30184
- b. Guyanne Waldron Walker
203 Rock Garden Terrace
Marietta, GA 30064

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 Paragraph 10 of the Order:

See Appendix "B" attached.

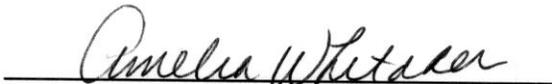
9. That pursuant to the provisions of 4 VAC 25-160-70(C) (1997), annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth and identifies the conflicting claims and/or interests which require escrow of funds pursuant to the terms of § 45.1-361.21.D.

Dated at Coraopolis, Pennsylvania, this 15th day of December, 1998.


Jeffrey L. Keim

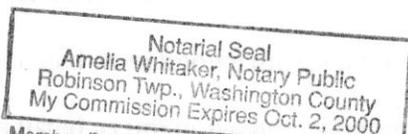
COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF ALLEGHENY)

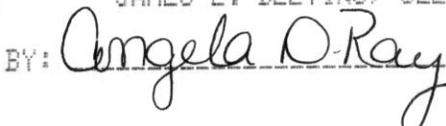
Taken, subscribed and sworn to before me by Jeffrey L. Keim, Assistant Secretary of Cabot Oil & Gas Corporation, a Delaware corporation, on behalf of the corporation, this 15th day of December, 1998.


Notary Public

My commission expires: 10-2-2000

INSTRUMENT #990002445
RECORDED IN THE CLERK'S OFFICE OF
TAEWELL COUNTY ON
MAY 12, 1999 AT 11:10AM
JAMES E. BLEVINS, CLERK



BY:  (DC)

Appendix A**VGOB-97/05/20-0584****Gas & Oil Owners to be Escrowed**

	OWNERS	TYPE OF ELECTION MADE¹	BONUS SUBJECT TO ESCROW	ROYALTY DIVISION INTEREST
1.	Thomas J. Belton <i>et al.</i>		\$59.75	53.02% of 1/8
a.	Thomas J. Belton, his heirs, successors, or assigns Address Unknown	D/L	Unknown ²	Unknown ³
b.	Thomas A. Belton, his heirs, successors, or assigns Address Unknown	D/L	Unknown	Unknown
c.	Charles David Sparks P.O. Box 41 Bandy, VA 24602-0041	D/L	Unknown	Unknown
d.	Melinda Sparks Beavers P.O. Box 345 Cedar Bluff, VA 24609-0345	D/L	Unknown	Unknown
2.	Thomas J. Belton <i>et al.</i>		\$9.74	8.64% of 1/8
a.	Thomas J. Belton, his heirs, successors, or assigns Address Unknown	D/L	Unknown	Unknown
b.	Thomas A. Belton, his heirs, successors, or assigns Address Unknown	D/L	Unknown	Unknown
c.	Brockford, L.C., a Texas limited liability company 7800 Ocean Drive Baytown, TX 77520-9111	D/L	Unknown	Unknown

¹ D/L = Deemed to be Leased

² All interests listed as unknown are undeterminable at this time.

³ All interests listed as unknown are undeterminable at this time.

Appendix A

VGOB-97/05/20-0584

Page 2

	OWNERS	TYPE OF ELECTION MADE	BONUS SUBJECT TO ESCROW	ROYALTY DIVISION INTEREST
d.	Alfred G. Waldron <i>et al.</i>			
i.	Alfred G. Waldron - Life Estate P.O. Box 33 Bandy, VA 24602-0033	D/L	Unknown	Unknown
ii.	Alfred G. Waldron Heirs - 1/3 Remainderman Interest c/o Patricia Y. Waldron P.O. Box 33 Bandy, VA 24602-0033	D/L	Unknown	Unknown
3.	Thomas J. Belton <i>et al.</i>		\$2.26	2.01% of 1/8
a.	Thomas J. Belton, his heirs, successors, or assigns Address Unknown	D/L	Unknown	Unknown
b.	Thomas A. Belton, his heirs, successor, or assigns Address Unknown	D/L	Unknown	Unknown
c.	Melinda S. Beavers and Donald R. Beavers P.O. Box 345 Cedar Bluff, VA 24609-0345	D/L	Unknown	Unknown
4.	George H. Hankins, his heirs successors, or assigns Address Unknown	D/L	\$0.65	0.58% of 1/8
5.	George H. Hankins, his heirs successors, or assigns Address Unknown	D/L	\$11.52	10.22% of 1/8
6.	George H. Hankins, his heirs, successors, or assigns Address Unknown	D/L	\$0.18	0.16% of 1/8

BK 0773PG0977

Appendix B

VGOB-97/05/20-0584

59.75-acre tract
(Tract 250)

59.75 acres - 53.02%

1. Thomas J. Belton *et al.* 59.75 acres - 53.02%
 - a. Thomas J. Belton, his heirs,
successors, or assigns
Address Unknown
 - b. Thomas A. Belton, his heirs,
successors, or assigns
Address Unknown

9.74-acre tract
(Tract 250)

9.74 acres - 8.64%

2. Thomas J. Belton *et al.* 9.74 acres - 8.64%
 - a. Thomas J. Belton, his heirs,
successors, or assigns
Address Unknown
 - b. Thomas A. Belton, his heirs,
successors, or assigns
Address Unknown
 - c. Brockford, L.C., a Texas limited
liability company
7800 Ocean Drive
Baytown, TX 77520-9111
 - d. Alfred G. Waldron *et al.*
 - i. Alfred G. Waldron Heirs 1/3 Remainderman Interest*
c/o Patricia Y. Waldron
P.O. Box 33
Bandy, VA 24602-0033

*NOTE: The interest of Patricia Y. Waldron is leased.

Appendix B

VGOB-97/05/20-0584

Page 2

2.26-acre tract

2.26 acres - 2.01%

(Tract 250)

3. Thomas J. Belton *et al.* 2.26 acres - 2.01%a. Thomas J. Belton, his heirs,
successors, or assigns
Address Unknownb. Thomas A. Belton, his heirs,
successor, or assigns
Address Unknown**0.65-acre tract**

0.65 acres - 0.58%

(Tract 251)

4. George H. Hankins, his heirs, 0.65 acres - 0.58%

successors, or assigns
Address Unknown**11.52-acre tract**

11.52 acres - 10.22%

(Tract 251)

5. George H. Hankins, his heirs, 11.52 acres - 10.22%

successors, or assigns
Address Unknown**0.18-acre tract**

0.18 acres - 0.16%

(Tract 251)

6. George H. Hankins, his heirs, 0.18 acres - 0.16%

successors, or assigns
Address Unknown