

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

**SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 98-0217-0623-1
ELECTIONS, UNIT V-2691
(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 October 8, 1998, and recorded at Instrument # 9800005368 in the Office of the Clerk of the Circuit Court, Wise County, Virginia on October 29, 1998 (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 Energy Company, (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 November 2, 1998, 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

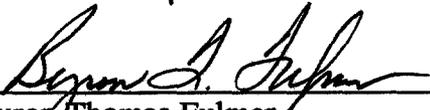
dated December 22, 1998, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160-70(C) (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed 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, interest, 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 said Order in light of the elections made or deemed to have been made (herein "Statement of Interests"). 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, P. O. Box 1038, Abingdon, VA 24210, 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 the Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Pursuant to the Board's findings in Paragraph 16.1 of the Pooling Order for the drilling unit served by Well V-02691 and in the Unit Operator's representations in Paragraph 6 of the attached Affidavit, there are no unknown or unlocatable Gas owners in Subject Drilling Unit whose interests are subject to the escrow requirements of the Pooling Order; therefore, unless and until otherwise ordered by the Board, the Escrow Agent is not required to establish an escrow account for Subject Drilling Unit.
 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 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 3rd day of March, 1999 by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED this 5th day of March, 1999 by Order of this Board.


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

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 3rd day of March, 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.


Notary Public

My commission expires July 31, 2002.

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 3rd day of March, 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.


Notary Public

My commission expires September 30, 2001.

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

IN RE: Application of Equitable Resources Energy Company, Eastern Region for Forced Pooling of Interests in Unit Number V-2691, VGOB Docket No. VGOB-98/0217-0623-1 in the Gladeville Magisterial District of Wise County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, 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 an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on October 8, 1998, 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 are added as Respondents at the hearing held in the 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 October 29, 1998.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, 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 periods:

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:

NONE

- 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.

<u>Tract</u>	<u>Name</u>	<u>Cash Consideration</u>
8	Bobbie Lee Kennedy, widow	0.4539 Acres x \$5=\$2.27
	Shirley Fay Gillenwater & Bill R. Gillenwater	0.4539 Acres x \$5=\$2.27
	Harry Porter, Single	0.1650 Acres x \$5=\$0.83

That pursuant to the provision of 4VAC 25-160.70C 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 that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 22nd day of December 1998.

James E. Kaiser
 Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Resources Energy Company, a corporation, on behalf of the corporation, this 22nd day of December 1998.

My commission expires: July 31, 2001

Jamie E. Fuller
 Notary

EXHIBIT "B"
V-2691

VGOB 98-0915-0623-1

Revised 9/14/98

<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>
1	Plez Kelly Corder & Hazel B. Corder, H/W Route 1 Box 131 Coeburn, VA 24230	Leased-EREC 223184L01	14.970000%	16.8700	0.01871250 RI
	Equitable Resources Energy Co.				0.13098750 WI
	Tract 1 Totals		14.970000%	16.8700	0.14970000
2	Edna Holbrook Adams, Widow 317 Wood Avenue, West Big Stone Gap, VA 24219	Leased - EREC 223299L01	16.020000%	18.0500	0.02002500 RI
	Equitable Resources Energy Co.				0.14017500 WI
	Tract 2 Totals		16.020000%	18.0500	0.16020000
3	Paul C. Corder, Widower P. O. Box 132 Coeburn, VA 24230	Leased - EREC 223185L01	7.730000%	8.7100	0.00966250 RI
	Equitable Resources Energy Co.				0.06763750 WI
	Tract 3 Totals		7.730000%	8.7100	0.07730000
4	Paul C. Corder, Widower P. O. Box 132 Coeburn, VA 24230	Leased - EREC 223185L01 Life Estate	[0.000000]	[0.0000]	[0.0000] RI
	Carolyn McClellan & Avery McClellan, W/H 3340 Bradshaw Road Salem, VA 24153	Leased - EREC 223185L01 Remainderman	3.170000%	3.5700	0.00396250 RI

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	Equitable Resources Energy Co.				0.02773750 WI
	Tract 4 Totals		3.170000%	3.5700	0.03170000
5	Paul C. Corder, Widower P. O. Box 132 Coeburn, VA 24230	Leased - EREC 223185L01 Life Estate	[0.000000]	[0.0000]	[0.0000] RI
	Terry Corder & Donna Corder, H/W 13007A Flatwoods Road Coeburn, VA 24230	Leased - EREC 223185L01 Remainderman	1.980000%	2.2300	0.00247500 RI
	Equitable Resources Energy Co.				0.01732500 WI
	Tract 5 Totals		1.980000%	2.2300	0.01980000
6	Shirley H. Reeves, Widow 718 Neal Street New Smyrna Beach, FL 32168	Leased - EREC 223294L01	2.330000%	2.6267	0.00291250 RI
	Carol Ann Jarvis-Johnson & Gene C. Johnson P. O. Box 854 New Smyrna Beach, FL 32170	Leased - EREC 223294L01	2.330000%	2.6267	0.00291250 RI
	John M. Hossfield & Linda Hossfield 2522 Krinklewood Drive Deland, FL 32724	Leased - EREC 223294L01	2.330000%	2.6266	0.00291250 RI
	Equitable Resources Energy Co.				0.06116250 WI
	Tract 6 Totals		6.990000%	7.8800	0.06990000

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7	Henry B. Corder & Mabel R. Corder, H/W P. O. Box 224 Coeburn, VA 24230	Leased - EREC 223186L01	9.200000%	10.3700	0.01150000 RI
	Equitable Resources Energy Co.				0.08050000 WI
	Tract 7 Totals		9.200000%	10.3700	0.09200000
8	<u>A. C. PORTER ESTATE</u>				
	<u>Vernon Scott Porter Heirs</u> Bessie Mae Porter, Widow P. O. Box 164 Coeburn, VA 24230	Leased - EREC 245297L01	1.611429%	1.8157	0.00201429 RI
	Annette Porter Bryson, Widow 1550 Vineyard Road, Apt. 224 Vinton, VA 24179	Leased - EREC 245297L06	1.611429%	1.8157	0.00201429 RI
	Campbell Lindbergh Porter & Ina Geneva Porter, H/W 492 Woodland Court P. O. Box 684 Wise, VA 24293	Leased - EREC 245297L02	0.402858%	0.4540	0.00050357 RI
	Bobbie Lee Kennedy, Widow P O Box 12 Coeburn, VA 24230-0012	Unleased	0.402857%	0.4539	0.00050357 RI
	Shirley Fay Gillenwater & Bill R. Gillenwater, W/H P O Box 115 Coeburn, VA 24230-0115	Unleased	0.402857%	0.4539	0.00050357 RI
	James R. Porter & Mary Helen Porter, H/W 1135 W Fulton Street Wytheville, VA 24382-1053	Leased-EREC 245297L23	0.402857%	0.4539	0.00050357 RI

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	<u>Violet Z. Porter Bray & Ernest Bray Heirs</u>				
	Jackie Bray Britton 1440 Warpath Drive Kingsport, TN 37664	Leased - EREC 245297L05	0.805714%	0.9078	0.00100713 RI
	Billy J. Bray 938 Huntwood Lane Charlottesville, VA 22901	Leased - EREC 245297L04	0.805714%	0.9078	0.00100713 RI
	<u>Eugene Porter & Ethel Porter Heirs</u>				
	Victor Hall & Myrtle M. Hall, H/W P. O. Box 789 Coeburn, VA 24230	Leased-EREC 245297L03	1.611429%	1.8157	0.00201429 RI
	<u>Alfred Porter Heirs</u>				
	Laura Porter Moore & Luther Moore, W/H 6178 Rainey Road Norwood, MO 65717	Leased-EREC 245297L18	0.537143%	0.6052	0.00067143 RI
	Norman L. Porter, Single P. O. Box 1847 Aurora, IL 60505	Leased-EREC 245297L21	0.268571%	0.3026	0.00033571 RI
	Clifford J. Porter & Helene Porter, H/W 309 Terrace Way Plano, IL 60545	Leased-EREC 245297L07	0.268571%	0.3026	0.00033571 RI
	Shannon R. Porter & Brenda P. Porter 148 Carr Court Harrison, AR 72601	Leased-EREC 245297L15	0.268571%	0.3026	0.00033571 RI

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	<u>Franklin Daryl Porter Heirs</u>				
	Fern Porter Ray & Randal L. Ray, W/H Route 3 Box 112-60 Doniphan, MO 63935	Leased-EREC 245297L09	0.268571%	0.3026	0.00033571 RI
	<u>John Alden Porter Heirs</u>				
	Phyllis Porter Pennington & Ernest Pennington, W/H 3236 Campbell Road Mountain City, TN 37683	Leased-EREC 245297L10	0.146494%	0.1651	0.00018312 RI
	<u>Charles Porter Heirs</u>				
	Carolee Porter 120 Canter Fork Road Trade, TN 37691	Leased-EREC 245297L08	0.146494%	0.1651	0.00018312 RI
	Dallas Gerald Porter, Single 120 Canter Fork Road Trade, TN 37691	Leased-EREC 245297L17	0.146494%	0.1651	0.00018312 RI
	Alden Carroll Porter & Ellen Marie Porter, H/W 331 Canter Fork Road Trade, TN 37691	Leased-EREC 245297L16	0.146494%	0.1651	0.00018312 RI
	Helen Porter Shull & James Frank Shull, W/H 2736 Fairwood Drive Hudson, NC 28638	Leased-EREC 245297L14	0.146494%	0.1651	0.00018312 RI
	Edward Porter & Jo Ann Porter, H/W 720 Grover Reese Road Trade, TN 37691	Leased-EREC 245297L19	0.146494%	0.1651	0.00018312 RI

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	Billy J. Porter, Single 120 Canter Fork Road Trade, TN 37691	Leased-EREC 245297L11	0.146493%	0.1651	0.00018312 RI
	Shirley Kay Issacs & Joe B. Issacs, W/H 2326 Honeysuckle Lane Lenoir, NC 28645	Leased-EREC 245297L13	0.146493%	0.1651	0.00018312 RI
	Carolyn Porter Haralson, Single 6302 Putnam Ford Drive Woodstock, GA 30189	Leased-EREC 245297L20	0.146493%	0.1651	0.00018312 RI
	Nancy Porter Price & William K. Price, W/H 612 Connelly Springs Road Lenoir, NC 28645	Leased-EREC 245297L12	0.146493%	0.1651	0.00018312 RI
	Harry Porter, Single 125 Belmont Farm Drive Ellenwood, GA 30294	Unleased	0.146493%	0.1650	0.00018312 RI
	Equitable Resources Energy Co.				0.09870000 WI
	Tract 8 Totals		11.280000%	12.7100	0.11280000
9	Edna Holbrook Adams, Widow 317 Wood Avenue, West Big Stone Gap, VA 24219	Leased - EREC 223299L01	0.990000%	1.1100	0.00123750 RI
	Equitable Resources Energy Co.				0.00866250 WI
	Tract 9 Totals		0.990000%	1.1100	0.00990000

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10	Penn Virginia Corporation c/o Penn Virginia Resources Corp. 999 Executive Park Blvd., Suite 300 Kingsport, TN 37660	Leased - EREC 223096L TK-1602	27.670000%	31.1900	0.03458750 RI
	Equitable Resources Energy Co.				0.24211250 WI
Tract 10 Totals			27.670000%	31.1900	0.27670000
Unit Totals			100.000000%	112.6900	1.00000000

INSTRUMENT #990001011
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
MARCH 5, 1999 AT 01:28PM
J. JACK KENNEDY, JR., CLERK

BY: _____

(DC)