

VIRGINIA:

BOOK 517 PAGE 586

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB-00/0516-0805

ELECTIONS, UNIT: VC-3968

(hereinafter "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 (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on September 7, 2000 and recorded at Book 358, Page 076 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on September 7, 2000 (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest 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 Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
- (b) The designated operator filed its affidavit of mailing dated September 20, 2000, 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 interest, 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 November 17, 2000, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (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 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 Election. A copy of which is attached hereto as Exhibit B;
- (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Don Ballinghoff, 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 a Board Order dated December 23, 1992.
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, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Don Ballinghoff, 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 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 12th day of December, 2000 by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 28th day of December, 2000 by Order of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 12th day of December, 2000, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. 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
Notary Public

My commission expires: 7/31/2002.

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 28th day of December, 2000, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9/30/2001.

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

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number VC-3968 VGOB Docket No. VGOB-00/0516-0805 in the Ervinton Magisterial District of Dickenson 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 September 7, 2000, by the Virginia Gas and Oil Board regarding the captioned coalbed methane 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 September 7, 2000.
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:

Tract	Name	Revenue Interest
2	Stevie Ramsey Unknown	0.00060703
	Hillard Ramsey ✓ Unknown	0.00182109
	Walter Ramsey ✓ Unknown	0.00182109
	Leona Ball ✓ Unknown	0.00182109
	Warren Gamelial Ball ✓ Unknown	0.00182109
	Mitchell Church ✓ Unknown	0.00121406

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:

<u>Lessor's Name</u>	<u>Lease Number</u>
Ruth Irene and Oscar Bruce Speight, W/H	245288L44
Margaret Macel and Ralph Bennett, W/H	245288L45
Elsie and Kern Adkins, W/H	245288L46

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.

<u>Tract</u>	<u>Name</u>	<u>Cash Consideration</u>
2	Pansy Edwards, Widow	.1557 x \$5.00 = \$0.78
	Agnes and Robert White	.1557 x \$5.00 = \$0.78
	Edra Riner, widow	.1557 x \$5.00 = \$0.78
	Nina Myers, AIF for Josephine Alderson, widow	.1557 x \$5.00 = \$0.78
	Mary Lockie Rhea, widow	.1557 x \$5.00 = \$0.78
	Arbutus and W. Ralph Goins	.1557 x \$5.00 = \$0.78
	Louvenna and Joe Austin	.1557 x \$5.00 = \$0.78
	Esther Brooks, widow	.1557 x \$5.00 = \$0.78
	Chloe Ramsey, widow	.1557 x \$5.00 = \$0.78
	Cicero and Judy McKinney	.1557 x \$5.00 = \$0.78
	Alice Anderson, single	.2854 x \$5.00 = \$1.43
	Stephanie Ramsey, widow	.2854 x \$5.00 = \$1.43
	Stevie Ramsey, Unknown	.2854 x \$5.00 = \$1.43
	Sylvester Ramsey, Jr., single	.2446 x \$5.00 = \$1.23
	Dallas and Mary Ramsey, H/W	.2446 x \$5.00 = \$1.23
	Clayton and Mae Ramsey	.2446 x \$5.00 = \$1.23
	Louvern and Whetsel Viers	.2446 x \$5.00 = \$1.23
	Juanita and Jackson Bartley	.2446 x \$5.00 = \$1.23
	Francis and Fred Taylor	.2446 x \$5.00 = \$1.23
	Beldon Potter, widower	.2446 x \$5.00 = \$1.23

Beldon and Blanche Colley	1.7125	x \$5.00 =	\$8.57
Hillard Ramsey, Unknown	.8563	x \$5.00 =	\$4.28
Walter Ramsey, Unknown	.8563	x \$5.00 =	\$4.28
Leona Ball, Unknown	.8563	x \$5.00 =	\$4.28
Warren Gamelial Ball	.8563	x \$5.00 =	\$4.28
Mitchell Church, Unknown	.5708	x \$5.00 =	\$2.85
Ramsey Ridge Church and Cemetary, c/o Wilburn Ramsey, Trustee	1.7126	x \$5.00 =	\$8.57

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 required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 17th day of November 2000.

James E. Kaiser
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 17th day of November 2000.

My commission expires: July 31, 2001

Jamie E. Fuller
Notary



EXHIBIT "B"
VC-3968
VGOB-00/05/16-0805

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<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	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P. O. Box 5100 Lebanon, VA 24226	Leased-EPC 241490L Tract T-115	76.690000%	45.0700	0.09586250	RI
	Equitable Production Company				0.67103750	WI
Tract 1 Totals			76.690000%	45.0700	0.76690000	
2	<u>ELBERT ("BIRD") RAMSEY AND NANCY RAMSEY HEIRS:</u> <u>Daniel Ramsey and Hannah Blair Ramsey Heirs</u>					
	Pansy Edwards, widow 1806 Worth Street Knoxville, TN 37917	Unleased	0.264887%	0.1557	0.00033111	RI
	Margie Duncan, Widow Route 1, Box 551 Clinchco, VA 24226	Leased 245288L36	0.264886%	0.1557	0.00033111	RI
	Agnes White and Robert White, W/H 2215 Center Circle Jefferson City, TN 37760	Unleased	0.264886%	0.1557	0.00033111	RI
	Edra Riner, widow 15431 Merman Street Abingdon, VA 24210	Unleased	0.264886%	0.1557	0.00033111	RI
	Nina Myers, AIF for Josephine Alderson, widow 107 Woodmont Kingsport, TN 37660	Unleased	0.264886%	0.1557	0.00033111	RI

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	Mary Lockie Rhea, widow 516 Bays Cove Trail Kingsport, TN 37660	Unleased	0.264886%	0.1557	0.00033111	RI
	Arbutus Goins and W. Ralph Goins, W/H 574 Lovedale Drive Kingsport, TN 37660	Unleased	0.264886%	0.1557	0.00033111	RI
	Louvenna Austin and Joe Austin, W/H 809 Afton Street Kingsport, TN 37660	Unleased	0.264886%	0.1557	0.00033111	RI
	<u>Esther Brooks, widow</u> 105 Woodmont Drive Kingsport, TN 37660	Unleased	0.264887%	0.1557	0.00033111	RI
	<u>Evans Ramsey Heirs</u>					
	Chloe Ramsey, widow Route 1, Box 543 Clincho, VA 24226	Unleased	0.264887%	0.1557	0.00033111	RI
	Lura Ramsey McKinney Heirs:					
	Cicero McKinney and Judy McKinney, H/W Route 1, Box 529 Clinchco, VA 24226	Unleased	0.264887%	0.1557	0.00033111	RI
	<u>Stephen Ramsey and Elizabeth Counts Ramsey Heirs:</u>					
	Alice Anderson, single PO Box 67 Clintwood, VA 24228	Unleased	0.485625%	0.2854	0.00060703	RI
	Ruth Irene Speight and Oscar Bruce Speight 1635 Hicks Drive Vienna, VA 22182	Leased 245288L44	0.485625%	0.2854	0.00060703	RI

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	Margaret Macel Bennett and Ralph Bennett, W/H 314 W. Concord, Box 146 Holyrood, Kansas 67450	Leased 245288L45	0.485625%	0.2854	0.00060703	RI
	Elsie Adkins and Kern Adkins, W/H 1375 Master Street, Apt. 210 Corbin, KY 40701	Leased 245288L46	0.485625%	0.2854	0.00060703	RI
	<u>Grover Ramsey Heirs:</u>					
	Stephanie Ramsey, widow 2944 Longshore Avenue Philadelphia, PA 19149	Unleased	0.485625%	0.2854	0.00060703	RI
	<u>Henry Ramsey Heirs:</u>					
	Stevie Ramsey Unknown	Unleased	0.485625%	0.2854	0.00060703	RI
	<u>Sylvester Ramsey and Bitha Ramsey Heirs:</u>					
	Sylvester Ramsey, Jr. single 586 Bartletown Rd Ashcamp, KY 41512-8507	Unleased	0.416250%	0.2446	0.00052031	RI
	Dallas Ramsey and Mary Ramsey Box 165 Ashcamp, KY 41512	Unleased	0.416250%	0.2446	0.00052031	RI
	Clayton Ramsey and Mae Ramsey, H/W 1688 Hwy 11W Bristol, TN 37620	Unleased	0.416250%	0.2446	0.00052031	RI
	Louvern Viers and Whetsel Viers, W/H 46680 Ayers Belleville, MI 48111	Unleased	0.416250%	0.2446	0.00052031	RI

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	Juanita Bartley and Jackson Bartley, W/H 133 Bartley Town Road Ashcamp, KY 41512	Unleased	0.416250%	0.2446	0.00052031	RI
	Francis Taylor and Fred Taylor, W/H Box 1911 Wise, VA 24293	Unleased	0.416250%	0.2446	0.00052031	RI
	<u>Jonsie Potter Heirs:</u>					
	Beldon Potter, Widower Fayette Senter and Jerry W. Senter, W/H PO Box 463 Ashcamp, KY 41512	Unleased	0.416250%	0.2446	0.00052031	RI
	<u>Cora Ramsey Colley and Holiday Colley Heirs:</u>					
	Beldon Colley and Blanche M. Colley, H/W 740 Sam Martin Road Dandridge, TN 37725	Unleased	2.913750%	1.7125	0.00364219	RI
	<u>Floyd Ramsey Heirs:</u>					
	Hillard Ramsey Unknown	Unleased	1.456875%	0.8563	0.00182109	RI
	Walter Ramsey Unknown	Unleased	1.456875%	0.8563	0.00182109	RI
	<u>Margaret Ramsey Ball Green Heirs:</u>					
	Leona Ball Unknown	Unleased	1.456875%	0.8563	0.00182109	RI
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Dora Ramsey Church Baker and Cleve Baker Heirs:						
<u>Benton Church Heirs</u>						
	Leroy Church & June Church P. O. Box 129 McClure, VA.	Leased 245288L92	0.971250%	0.5708	0.00121406	RI
	Mitchell Church Unknown	Unleased	0.971250%	0.5708	0.00121406	RI
	Velvie Sutherland Coleman Route 1, Box 542 Clincho, VA 24226	Leased 245288L63	0.971250%	0.5708	0.00121407	RI
Lula Ramsey Branham and Nelson Branham Heirs:						
	Ramsey Ridge Church and Cemetery c/o Wilburn Ramsey, Trustee Rt. 1, Box 538 Clincho, VA. 24226	Unleased	2.913750%	1.7126	0.00364220	RI
	Equitable Production Company				0.20396250	WI
Tract 2 Totals			23.310000%	13.7000	0.23310000	
TOTAL GAS ESTATE			100.000000%	58.7700	1.00000000	

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	Louvern Viers and Whetsel Viers, W/H 46680 Ayers Belleville, MI 48111	Unleased	0.416250%	0.2446	0.00052031	RI

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	Mitchell Church Unknown	Unleased	0.971250%	0.5708	0.00121406	RI
	Velvie Sutherland Coleman Route 1, Box 542 Clincho, VA 24226	Leased 245288L63	0.971250%	0.5708	0.00121407	RI
Lula Ramsey Branham and Nelson Branham Heirs:						
	Ramsey Ridge Church and Cemetery c/o Wilburn Ramsey, Trustee Rt. 1, Box 538 Clincho, VA. 24226	Unleased	2.913750%	1.7126	0.00364220	RI
	Equitable Production Company				0.20396250	WI
Tract 2 Totals			23.310000%	13.7000	0.23310000	
TOTAL COAL ESTATE			100.000000%	58.7700	1.00000000	

VIRGINIA: In the Clerk's Office of the Circuit Court of Buchanan County. The foregoing instrument was this day presented in the office aforesaid and is, together with the certificate of acknowledgment annexed, admitted to record this 5th day of January, 2001 at 1:03 P M.
 Deed Book No. 517 and Page No. 586
 Returned this date to: DMME
 TESTE: James M. Bevins, Jr., Clerk
 TESTE: Shirley S. Jiles, Deputy Clerk

ENTERED

INSTRUMENT #010000004
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY ON
JANUARY 3, 2001 AT 01:03PM
JAMES M. BEVINS JR., CLERK

BY: _____

LCC

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