

545

Instrument Prepared By
Va Gas & Oil Board

VIRGINIA:

BOOK 532 PAGE 0242

BEFORE THE VIRGINIA GAS AND OIL BOARD

ENTERED

IN RE:

SUPPLEMENTAL ORDER REGARDING DOCKET NUMBER VGOB-01-0320-0875

ELECTIONS: UNIT AY-110
(herein "Subject Drilling Unit")

REPORT OF BOARD

FINDINGS AND ORDER

This Supplemental Order is entered by the Board *sua sponte* in the form authorized by the Board at hearings held on February 15, 1994 and June 16, 1992; and this Supplemental Order is being recorded for the purpose of supplementing the Order previously in the captioned matter on April 26, 2001 which was recorded at Deed Book 525, Page 48 in the Office of the Clerk of the Circuit Court of Russell County, Virginia, on May 2, 2001, (herein "Board Order") and completing the record regarding elections.

Findings: The Board finds that:

The Board Order directed POCAHONTAS GAS PARTNERSHIP (herein "Designated Operator") to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by the said Board Order;

The Designated Operator filed its affidavit of elections 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;

The Board Order required each Respondent whose interests, if any, were pooled by the terms of said Board Order to make an election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the affidavit of elections filed herein and annexed hereto as Exhibit A states: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of any election(s) made; and (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 Applicant;

That the affidavit of elections annexed hereto with the Exhibits submitted therewith identifies the Respondent(s) making a timely election, if any; identifies the Respondent(s), if any, who are deemed to have leased; identifies the conflicting interests and claims which require escrow; identifies the interests and claims, if any, requiring escrow under Virginia Code section 45.1-361.21.D.; and identifies the Respondents, if any, who may be dismissed by reason of having leased or entered into a voluntary agreement with the Applicant.

The affidavit of elections indicates that the escrow of funds is required with regard to Unit AY-110;

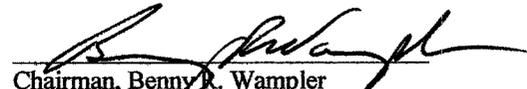
Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2. above and the annexed affidavit of elections with Exhibits thereto, any funds subject to escrow and instructs the Escrow Agent, First Union National Bank, Corporate Trust PA1328, 123 Broad Street, Philadelphia, PA 19109-1199, Telephone: (215) 985-3485 or (800) 664-9359, 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 the affidavit of elections with Exhibits thereto, to receive funds and account to the Board therefore.

Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or 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 to each Respondent whose interests or claims are subject to escrow and whose address is known within seven seven (7) days from the date of receipt of this Order.

Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

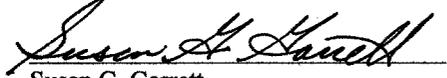
Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 26th day of July, 2001, by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

STATE OF VIRGINIA
COUNTY OF WISE

Acknowledged on this 26th day of July, 2001, 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

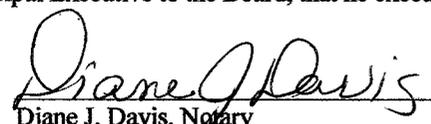
My commission expires: 7-31-02.

DONE AND PERFORMED THIS 2nd day of AUGUST, 2001, by Order of the Board.


B. R. Wilson,
Director of the Division of Gas & Oil Board and
Principal Executive to the Board

STATE OF VIRGINIA
COUNTY OF WASHINGTON

Acknowledged on this 2nd day of August, 2001, 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 Director of the Division of Gas & Oil Board and Principal Executive to the Board, that he executed the same and was authorized to do so.


Diane J. Davis, Notary

My commission expires: 9/30/2001.

VIRGINIA:

Exhibit A

BOOK 532 PAGE 0244

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

Application of Pocahontas Gas Partnership for Forced Pooling of Interests in CBM Unit AY-110
VGOB-01-0320-0875 in the New Garden District of Russell County, Virginia

AFFIDAVIT OF POCAHONTAS GAS PARTNERSHIP (herein "Designated Operator") REGARDING
ELECTIONS, ESCROW AND SUPPLEMENTAL ORDER

Leslie K. Arrington, being first duly sworn on oath, deposes and says:

That your affiant is employed by Consol Energy Inc., as a Gas Engineer and is duly authorized to make this affidavit on behalf of POCAHONTAS GAS PARTNERSHIP, the designated operator,

That the Order entered on April 26, 2001, by the Virginia Gas and Oil Board (hereinafter "Board") regarding the captioned CBM Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by the Order;

That within seven (7) days of receipt of an executed copy of the Order referred to at paragraph 2. above, your 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 persons, if any, who were added as Respondents at the hearing held in the captioned matter; that proof of such mailing has previously been tendered to the Division of Gas and Oil, the Office of the Gas and Oil Inspector, at Abingdon, Virginia;

That the Order of the 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 the Order was recorded in the county identified above; that said Order was recorded on May 2, 2001;

That the designated operator POCAHONTAS GAS PARTNERSHIP has established procedures to review all mail received and all written documents received 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 the Subject Unit; that the following persons delivered, by mail or otherwise, written elections the Unit Operator, within the thirty day elections period:

None

That Respondents identified in Exhibit B-3 hereto are, having failed to make any election, deemed to have leased their coalbed methane rights, interests and claims to Applicant, all as provided in the Board's Order of April 26, 2001;

See attached Exhibit B-3

That the rights, interests and claims of the following persons are subject to escrow under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia:

See attached Exhibit E

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:

None

That to the extent any of said persons listed in Exhibit B-2 have rights, interests and claims which are subject to escrow, they should be dismissed as respondents; the Operator requests that the following persons be dismissed as Respondents:

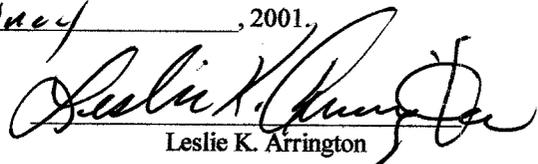
None

That the persons identified in Exhibit EE attached hereto have entered into royalty split agreements that allow the Applicant/Designated Operator to pay them directly without the need to escrow funds which would otherwise be in conflict.

None

That pursuant to the provisions of VAC 25-160-70.A.10. and C. and VAC 25-160-80 the annexed supplemental order sets forth the interests and claims that require escrow of funds pursuant to Virginia Code sections 45.1-361.21.D. and 45.1-361.22.A.3. and 4.

Dated at Tazewell, Virginia, this 2nd day of July, 2001.


Leslie K. Arrington

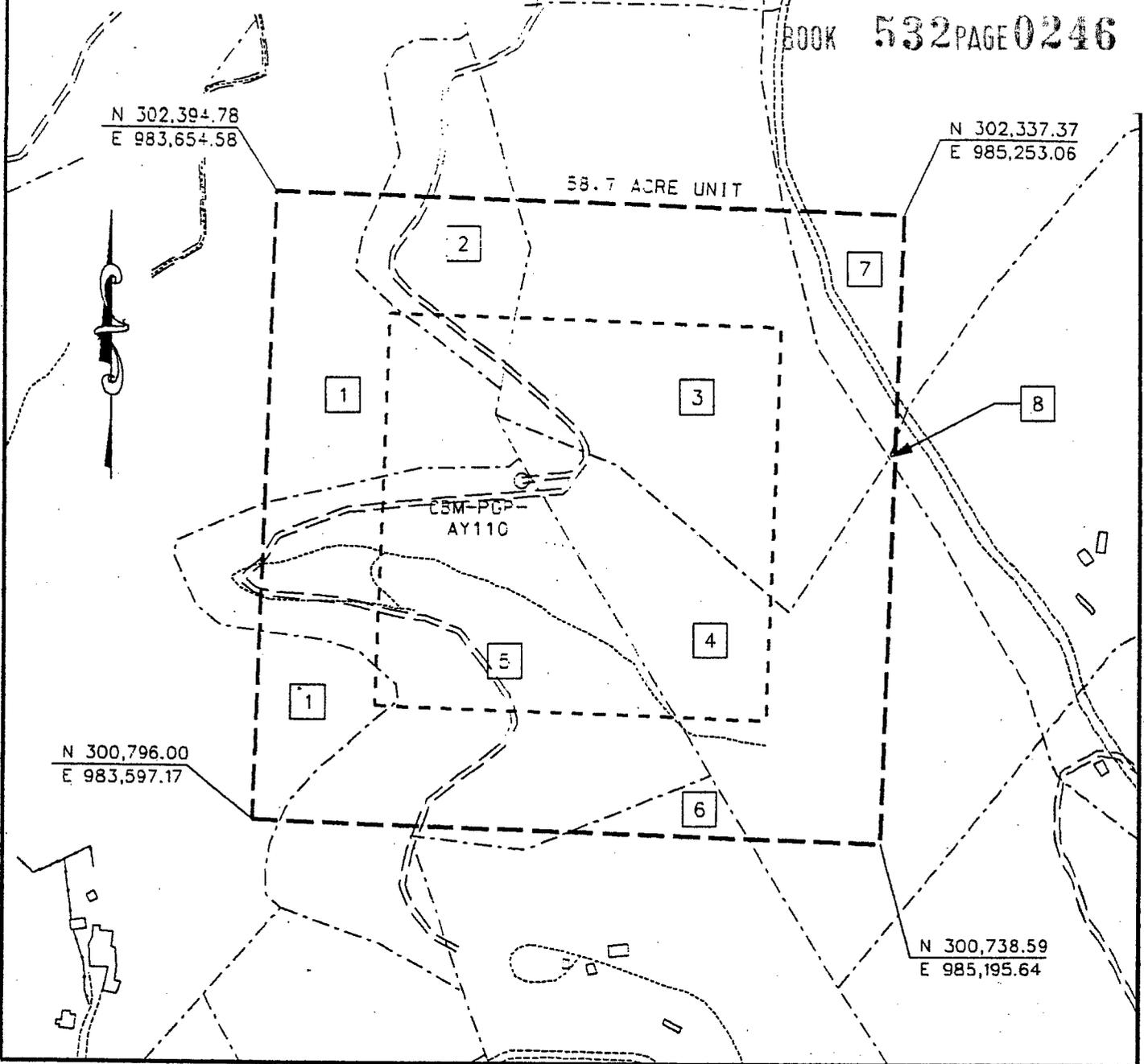
Taken, subscribed and sworn to before me by Leslie K. Arrington as Gas Engineer of Consol Energy Inc., on behalf of the corporate Designated Operator, this 2nd day of July, 2001.


Notary

My commission expires: 11/30/01.

PROPERTY LINES SHOWN WERE TAKEN FROM MAPS PROVIDED BY CONSOL Inc. AND WERE NOT SURVEYED.

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N 302,394.78
E 983,654.58

N 302,337.37
E 985,253.06

58.7 ACRE UNIT

CSM-PCP-AY110

N 300,796.00
E 983,597.17

N 300,738.59
E 985,195.64

EXHIBIT A
MIDDLE RIDGE 1 FIELD
UNIT AY-110
FORCE POOLING
VGOB-01-0320-0875

Company Pocahontas Gas Partnership Well Name and Number UNIT AY110
 Tract No. _____ Elevation _____ Quadrangle Honaker
 County Russell District New Garden Scale: 1" = 400' Date 3/3/01
 This plat is a new plat X ; an updated plat _____ ; or a final plat _____

Form DGO-60-7
Rev. 9/91

Charles G. Meyer
Licensed Professional Engineer or Licensed Land Surveyor

(Affix Seal)

...Plats\FPOOL\ay110pool.dgn 03/20/2001 02:15:00 PM

(2) Earl Whited
Rt.1 Box 150
Swards Creek, VA 24649

12.74 acres
7/8 of 14.56 acres

21.70%

POCAHONTAS GAS PARTNERSHIP

Unit AY-110

Tract Identifications
(58.7 Acre Unit)

1. Buckhorn Coal Company Tr. 9 - Coal
Coal Lessee
Reserve Coal Properties Company - Below Drainage Coal Leased
Sandy Ridge Energy Company - Above Drainage Coal Leased
Pocahontas Gas Partnership - CBM Leased
Mike Rasnake - Surface, Oil & Gas
Pocahontas Gas Partnership - Oil, Gas and CBM Leased
9.41 acres 16.0306 %

2. Buckhorn Coal Company Tr. 9 - Coal
Coal Lessee
Reserve Coal Properties Company - Below Drainage Coal Leased
Sandy Ridge Energy Company - Above Drainage Coal Leased
Pocahontas Gas Partnership - CBM Leased
Earl Whited - Surface, Oil & Gas
Pocahontas Gas Partnership - Oil, Gas and CBM Leased
3.28 acres 5.5877 %

3. Buckhorn Coal Company Tr. 9 - Coal
Coal Lessee
Reserve Coal Properties Company - Below Drainage Coal Leased
Sandy Ridge Energy Company - Above Drainage Coal Leased
Pocahontas Gas Partnership - CBM Leased
Earl Whited or Heirs, Devisees, Successors or Assigns of Dr. L. M Harrison -
1/8 th of Surface, Oil & Gas
Earl Whited or Gent Enterprises, LLP. - 7/8 ths of Surface, Oil & Gas
Pocahontas Gas Partnership - Oil, Gas and CBM Leased
14.56 acres 24.8041 %

4. Buckhorn Coal Company Tr. 9 - Coal
Coal Lessee
Reserve Coal Properties Company - Below Drainage Coal Leased
Sandy Ridge Energy Company - Above Drainage Coal Leased
Pocahontas Gas Partnership - CBM Leased
Earl Whited - Surface, Oil & Gas
Pocahontas Gas Partnership - Oil, Gas and CBM Leased
11.37 acres 19.3697 %

POCAHONTAS GAS PARTNERSHIP

Unit AY-110

Tract Identifications

(58.7 Acre Unit)

5. Buckhorn Coal Company Tr. 9 - Coal
 Coal Lessee
 Reserve Coal Properties Company - Below Drainage Coal Leased
 Sandy Ridge Energy Company - Above Drainage Coal Leased
 Pocahontas Gas Partnership - CBM Leased
 Earl Whited - Surface, Oil & Gas
 Pocahontas Gas Partnership - Oil, Gas and CBM Leased
 16.51 acres 28.1261 %

6. Buckhorn Coal Company Tr. 9 - Coal
 Coal Lessee
 Reserve Coal Properties Company - Below Drainage Coal Leased
 Sandy Ridge Energy Company - Above Drainage Coal Leased
 Pocahontas Gas Partnership - CBM Leased
 Clyde Hess, et ux. - Surface, Oil & Gas
 Pocahontas Gas Partnership - Oil, Gas and CBM Leased
 0.83 acres 1.4140 %

7. Buckhorn Coal Company (Jacob Fuller 453 Acre Tract) - Coal
 Coal Lessee
 Sandy Ridge Energy Company - Above Drainage Coal Leased
 Pocahontas Gas Partnership - CBM Leased
 Earl Whited or Heirs, Devisees, Successors or Assigns of Dr. L. M Harrison -
 1/8th of Surface, Oil & Gas
 Earl Whited or Gent Enterprises, LLP. - 7/8th of Surface, Oil & Gas
 Pocahontas Gas Partnership - Oil, Gas and CBM Leased
 2.73 acres 4.6508 %

8. Buckhorn Coal Company (Jacob Fuller 453 Acre Tract) - Coal
 Coal Lessee
 Sandy Ridge Energy Company - Above Drainage Coal Leased
 Pocahontas Gas Partnership - CBM Leased
 Earl Whited or Elijah Stacy Heirs - Surface, Oil & Gas
 Pocahontas Gas Partnership - Oil, Gas and CBM Leased
 0.01 acres 0.0170 %

	Acres in Unit	Interest in Unit
II. OIL & GAS FEE OWNERSHIP		
<u>Tract #3, 14.56 acres</u>		
Earl Whited et al.	14.56 acres	24.804%
(OR)		
(1) Dr. L.M. Harrison, Heirs, Devisees, Successors or Assigns Address Unknown	1.82 acres 1/8 of 14.56 acres	3.101%
<u>Tract #7, 2.73 acres</u>		
Earl Whited et al.	2.73 acres	4.651%
(OR)		
(1) Dr. L.M. Harrison, Heirs, Devisees, Successors or Assigns Address Unknown	0.34 acres 1/8 of 2.73 acres	0.581%
<u>Tract #8, 0.01 acres</u>		
Earl Whited et al.	0.01 acres	0.017%
(OR)		
(2) Elijah & Zella Stacy Heirs, Devisees, Successors or Assigns		
(d) Myra J. Stacy, widow 2611 Stoneridge Court Arlington, TX 76014	0.001 acres 1/9 of 0.01 acres (Life Estate in 1/9)	0.002%
(e) Allen Stacy 2611 Stoneridge Court Arlington, TX 76014	0.002 acres 2/9 of 0.01 acres (1/3 - Subject to Myra Stacy's Life Estate in 1/9)	0.004%

Exhibit E
 CBM-PGP-AY110
 Docket No. VGOB-01-0320-0875
 List of Conflicting Owners/Claimants that require escrow

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	Acres in Unit	Interest In Unit
<u>Tract #1, 9.41 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	9.41 acres	16.03%
<u>OIL & GAS FEE OWNERSHIP</u>		
(1) Mike Rasnake Rt.2 Box 497 Honaker, VA 24260	9.41 acres	16.03%
<u>Tract #2, 3.28 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	3.28 acres	5.59%
<u>OIL & GAS FEE OWNERSHIP</u>		
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	3.28 acres	5.59%
<u>Tract #3, 14.56 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	14.56 acres	24.80%
<u>OIL & GAS FEE OWNERSHIP</u>		
Earl Whited et al.	14.56 acres	24.80%
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	1.82 acres 1/8 of 14.56 acres	3.10%
(OR)		
Dr. L.M. Harrison, Heirs, Devisees, Successors or Assigns Address Unknown	1.82 acres 1/8 of 14.56 acres	3.10%
(2) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	12.74 acres 7/8 of 14.56 acres	21.70%
(OR)		

Exhibit E
 CBM-PGP-AY110
 Docket No. VGOB-01-0320-0875
 List of Conflicting Owners/Claimants that require escrow

BOOK 532 PAGE 0251

	Acres in Unit	Interest in Unit
Gent Enterprises, LLP. P.O. Box 330 Honaker, VA 24260	12.74 acres 7/8 of 14.56 acres	21.70%
<u>Tract #4, 11.37 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	11.37 acres	19.37%
<u>OIL & GAS FEE OWNERSHIP</u>		
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	11.37 acres	19.37%
<u>Tract #5, 16.51 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	16.51 acres	28.13%
<u>OIL & GAS FEE OWNERSHIP</u>		
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	16.51 acres	28.13%
<u>Tract #6, 0.83 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company, Tr.9 P. O. Box 187 Tazewell, VA 24651	0.83 acres	1.41%
<u>OIL & GAS FEE OWNERSHIP</u>		
(1) Clyde & Goldie Hess P.O. Box 118 Rowe, VA 24646	0.83 acres	1.41%
<u>Tract #7, 2.73 acres</u>		
<u>COAL FEE OWNERSHIP</u>		
(1) Buckhorn Coal Company P. O. Box 187 Tazewell, VA 24651	2.73 acres	4.65%

	Acres in Unit	Interest in Unit
<u>OIL & GAS FEE OWNERSHIP</u>		
Earl Whited et al.	2.73 acres	4.65%
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	0.34 acres 1/8 of 2.73 acres	0.58%
(OR)		
Dr. L.M. Harrison, Heirs, Devisees, Successors or Assigns Address Unknown	0.34 acres 1/8 of 2.73 acres	0.58%
(2) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649	2.39 acres 7/8 of 2.73 acres	4.07%
(OR)		
Gent Enterprises, LLP. P.O. Box 330 Honaker, VA 24260	2.39 acres 7/8 of 2.73 acres	4.07%

Tract #8, 0.01 acres

COAL FEE OWNERSHIP

(1) Buckhorn Coal Company P. O. Box 187 Tazewell, VA 24651	0.01 acres	0.02%
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OIL & GAS FEE OWNERSHIP

Earl Whited et al.	0.01 acres	0.017%
(1) Earl Whited Rt.1 Box 150 Swords Creek, VA 24649		
(OR)		
Elijah & Zella Stacy Heirs, Devisees, Successors or Assigns		
(a) Fayne E. Stacy 1605 6th Street Richlands, VA 24641	0.003 acres 1/3 of 0.01 acres	0.006%
(b) Nancy J. Stacy 2830 German Town Road Oakton, VA 22124	0.002 acres 1/6 of 0.01 acres	0.003%
(c) Janice Shortridge 9966 Longford Court Veina, VA 22180	0.002 acres 1/6 of 0.01 acres	0.003%

Exhibit E
 CBM-PGP-AY110
 Docket No. VGOB-01-0320-0875
 List of Conflicting Owners/Claimants that require escrow

BOOK 532 PAGE 0253

	Acres in Unit	Interest in Unit
(d) Myra J. Stacy, widow 2611 Stoneridge Court Arlington, TX 76014	0.001 acres 1/9 of 0.01 acres (Life Estate in 1/9)	0.002%
(e) Allen Stacy 2611 Stoneridge Court Arlington, TX 76014	0.002 acres 2/9 of 0.01 acres (1/3 - Subject to Myra Stacy's Life Estate in 1/9)	0.004%

0002830

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF RUSSELL COUNTY, 8-8 2001. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 1:54 o'clock P M, after payment of \$ tax imposed by Sec. 58.1-802.

TESTE: DOLLIE M. COMPTON, CLERK
 BY: Dollie Compton CLERK

Original returned this date to: Diane Davis

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
RUSSELL CIRCUIT COURT
DEED RECEIPT

DATE: 08/08/00 TIME: 14:02:38 ACCOUNT: 127040100000 RECEIPT: 100.00 DOLLAR
CASHIER: JIG RES: RUC TYPE: OTH PAYMENT: FULL PAYMENT
INSTRUMENT : 0102833 BOOK: 532 PAGE: 374 RECORDED: 08/08/00 AT 14:00
GRANTOR NAME : VA GAS EX: N LOCALITY: 00
GRANTEE NAME : POCCHONTAS GAS EX: N RECEIPT: 1000
AND ADDRESS : P.O. BOX 1416 ABINGDON, VA
RECEIVED OF : DEPT. OF MINERALS
CHECK : \$22.00
DESCRIPTION 1: RUSSELL COUNTY
2:
CONSIDERATION: .00 ASSUME/VAL: .00
CODE DESCRIPTION PAID CODE DESCRIPTION PAID
30: DEEDS 22.00
TENDERED : 22.00
AMOUNT PAID: 22.00
CHANGE AMT : .00

CLERK OF COURT: DOLLIE M. COMPTON