

758  
INSTRUMENT NO. 030001780  
Recorded in the Clerk's Office  
of Dickenson County

BK 391 PG 386

INSTRUMENT PREPARED BY  
VIRGINIA GAS AND OIL BOARD

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 02/09/17-1076

ELECTIONS, UNIT: VC-502597

(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 May 29, 2003 and recorded at Book 387, Page 759 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on May 30, 2003 (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 June 6, 2003, 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 July 25, 2003, 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: Rachel Rafferty, 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: Rachel Rafferty, 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 8<sup>th</sup> day of September, 2003 by a majority of the Virginia Gas and Oil Board.

Benny R. Wampler  
Chairman, Benny R. Wampler

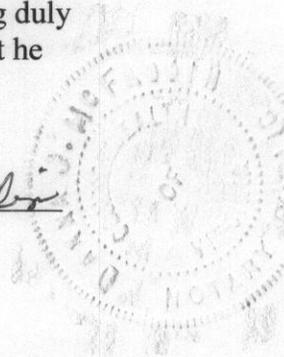
DONE AND PERFORMED THIS 11<sup>th</sup> day of September, 2003 by Order of this Board.

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

STATE OF VIRGINIA )  
COUNTY OF WISE wise )

Acknowledged on this 8<sup>th</sup> day of September, 2003, 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.

Donna J. McFadden  
Notary Public



My commission expires: September 30, 2004.

STATE OF VIRGINIA )  
COUNTY OF ~~WISE~~ Washington )

Acknowledged on this 11 day of September, 2003, 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  
Diane J. Davis  
Notary Public

My commission expires: 9-30-05.

**VIRGINIA:**

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

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number VC-502597 VGOB Docket No. VGOB-02/09/17-1076 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 May 29, 2003, 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 May 30, 2003.
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, as conflicting claimants to the coalbed methane gas that opposite the name of each person named as a Respondent listed below is set forth:

<b>Tract 3 Oil and Gas Estate</b>	Barnum S. Powers Rt. 1 Box 402 Clintwood, VA 24228	.0007 RI
	Darrell C. Powers And Dorothy, his wife Box 443 Clincho, VA 24226	.0007 RI
	Gaynell Sykes and Ann Clair Sykes, wife 3719 Grandin Rd. SW Roanoke, VA 24108	.0007 RI
	Betty Lou Powers, widow 971 Dixie Road Greenville, TN 37743	.0007 RI
	Gaynell Sykes and Clair Sykes, his wife 3719 Grandin Rd, SW Roanoke, VA 24108	.0007 RI
	Pittston Company c/o Pine Mtn. Oil & Gas PO Box 5100 Lebanon, VA 24266	.0028 RI

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.

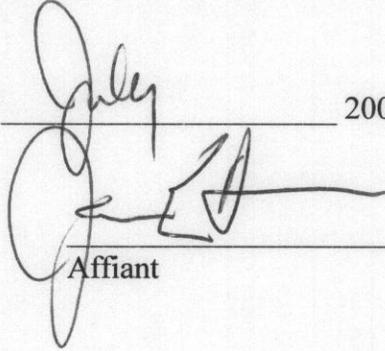
NONE

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 paragraph 10 of the Order.

Tract	Name	Cash Consideration
3	Barnum S. Powers	0.3325 x \$5.00 = \$1.67
3	Darrell C. & Dorothy Powers	0.3325 x \$5.00 = \$1.67
3	Gaynell & Clair Sykes	0.3325 x \$5.00 = \$1.67
3	Betty Lou Powers	0.3325 x \$5.00 = \$1.67

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 25<sup>th</sup> day of July 2003.

  
\_\_\_\_\_  
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 25<sup>th</sup> day of July 2003.

My commission expires: 07/25/05

Christina Blair  
\_\_\_\_\_  
Notary



**EXHIBIT "B"  
VC-502597  
VGOB 02-0917-1076**

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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 PO Box 5100 Lebanon, VA 24266	Leased-EPC 241490L 01 Tract T-408	73.120000%	42.9700	0.0914	RI
	Equitable Production Company				0.6398	WI
<b>Tract 1 Totals</b>			73.120000%	42.97000000	0.73120000	
2	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 241490L 01 Tract T-408	24.620000%	14.4700	0.0308	RI
	Equitable Production Company				0.2154	WI
<b>Tract 2 Totals</b>			24.620000%	14.47000000	0.24620000	
3	<u>B.S. Powers Heirs</u> Barnum S. Powers Route 1, Box 402 Clintwood, VA 24228	Deemed Leased	0.565000%	0.3325	0.0007	RI
	Darrell C. Powers and Dorothy Powers, his wife Box 443 Clinchco, VA 24226	Deemed Leased	0.565000%	0.3325	0.0007	RI
	Gaynell Sykes and Clair Sykes, H/W 3719 Grandin Road, S.W. Roanoke VA 24018	Deemed Leased	0.565000%	0.3325	0.0007	RI
	Betty Lou Powers, widow 971 Dixie Road Greeneville, TN 37743	Deemed Leased	0.565000%	0.3325	0.0007	RI
	Equitable Production Company				0.0198	WI
<b>Tract 3 Totals</b>			2.260000%	1.33000000	0.02260000	
<b>TOTAL GAS ESTATE</b>			<b>100.000000%</b>	<b>58.7700</b>	<b>1.0000</b>	

**EXHIBIT "B"  
VC-502597  
VGOB 02-0917-1076**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u> <u>Coal Estate Only</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>	
1	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 241490L 01 Tract T-408	73.120000%	42.9700	0.0914	RI
	Equitable Production Company				0.6398	WI
<b>Tract 1 Totals</b>			<b>73.120000%</b>	<b>42.97000000</b>	<b>0.73120000</b>	
2	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 241490L 01 Tract T-408	24.620000%	14.4700	0.0308	RI
	Equitable Production Company				0.2154	WI
<b>Tract 2 Totals</b>			<b>24.620000%</b>	<b>14.47000000</b>	<b>0.24620000</b>	
3	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 241490L 01 Tract T-408	2.260000%	1.3300	0.0028	RI
	Equitable Production Company				0.0198	WI
<b>Tract 3 Totals</b>			<b>2.260000%</b>	<b>1.33000000</b>	<b>0.02260000</b>	
<b>TOTAL COAL ESTATE</b>			<b>100.000000%</b>	<b>58.7700</b>	<b>1.0000</b>	

INSTRUMENT #030001780  
RECORDED IN THE CLERK'S OFFICE OF  
DICKENSON ON  
SEPTEMBER 15, 2003 AT 12:29PM  
JOE TATE, CLERK

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, Sept 15, 2003 This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 12:29 o'clock P M, after payment of \$ \_\_\_\_\_ tax imposed by Sec. 58.1-802.

Original returned this date to: Diane Davis

TESTE: JOE TATE, CLERK  
BY: Tracy Baker D. CLERK

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT  
DICKENSON CIRCUIT COURT  
DEED RECEIPT

RECEIPT: 03000004956

DATE: 09/15/03 TIME: 12:30:33 ACCOUNT: 051CLR03001780  
 CASHIER: JBM REG: DE26 TYPE: RBFD PAYMENT: FULL PAYMENT  
 INSTRUMENT : 030001780 BOOK: 391 PAGE: 386 RECORDED: 09/15/03 AT 12:29  
 GRANTOR NAME : VIRGINIA GAS AND OIL BOARD EX: N LOCALITY: CD  
 GRANTEE NAME : EQUITABLE PRODUCTION CO EX: N PERCENT: 100%  
 AND ADDRESS : BIG STONE GAP VIRGINIA 24219  
 RECEIVED OF : DAME  
 CHECK : \$18.00  
 DESCRIPTION 1: REPORT OF BOARD/UNIT VC 502597 PAGES: 8  
 DESCRIPTION 2: MAP: NAMES: 2  
 CONSIDERATION: .00 ASSUME/VAL: .00 PAID PAID PAID PAID  
 CODE DESCRIPTION 18.00 CODE DESCRIPTION .00 TENDERED : 18.00  
 301 DEEDS AMOUNT PAID: 18.00  
 CHANGE AMT : .00

RECORDED

CLERK OF COURT: JOE TATE