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BK 415PG 065

INSTRUMENT NO. 050001562
Recorded in the Clerk's Office
of Dickenson County

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 04/08/17-1316

ELECTIONS, UNIT: VC-501827

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:
TAX MAP IDENTIFICATION NUMBERS FOR ALL PARCELS
AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S) B
WHICH IS/ARE ATTACHED TO AND A PART OF THIS
ORDER.

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 April 4, 2005 and recorded in Deed Book 410, Page 577 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on April 6, 2005 (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 April 19, 2005, 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 May 31, 2005, 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, Wachovia Bank, Corporate Trust, PA 1328, 123 South 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, Wachovia Bank, Corporate Trust, PA 1328, 123 South 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 a true and correct copy of this Order was mailed 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.

OK 415PG 067

DONE AND EXECUTED this 21st day of July, 2005 by a majority of the Virginia Gas and Oil Board.

Benny R. Wampler
Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 22nd day of July, 2005 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 Washington)

Acknowledged on this 21st day of July, 2005, 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.

Diane J. Davis
Notary Public

My commission expires: 9/30/05.

STATE OF VIRGINIA)
COUNTY OF Washington)

Acknowledged on this 22nd day of July, 2005, 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-501827 VGOB Docket No. VGOB-04/08/17-1316 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 April 4, 2005, 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 April 6, 2005.
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 as either unknown claimants or conflicting claimants 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:

| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>NET REVENUE INTEREST</u> |
|--------------------|--|--------------------------|-----------------------------|
| 2 GAS ESTATE | William & Kimberly Corn 8931 Hillsville Road Trinity, NC 27370 | Leased-EPC 905093.00 | 0.01122500 |
| <u>OR</u> | | | |
| COAL ESTATE | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart 244792L P.O. Box 2136 Tract TC-174 Abingdon, VA 24212 | Leased-EPC | 0.01122500 |
| 8 GAS ESTATE | Emerson Mullins P.O. Box 454 Clintwood, VA 24228-0454 | Unleased | 0.00303131 |
| | David French 8593 Wall Triana Hwy Harvest, Al 35749 | Leased- EPC 905066.02 | 0.00060375 |
| | Francis French 5316 Twi Light Road Roanoke, VA 24019 | Leased- EPC 905066.04 | 0.00060375 |
| | Catherine Stookey 775 Berry Road Wood River, Il 62095 | Leased- EPC 905066.01 | 0.00060375 |
| | Joy Barnett French 3315 Lake Forest Drive Nacogdoches, TX 75964 | Leased- EPC 905066.03 | 0.00060375 |
| | Patricia Ann French 3522 Easton Drive Bowie, MD 20716 | Leased- EPC 905066.05 | 0.00020123 |
| | Richard P. Maske 7740 NW 35th Street Hollywood, FL 33024 | Leased- EPC 905066.07 | 0.00020123 |
| | Ellen L. French 6440 Lake Park Drive #305 Greenbelt, MD 20770 | Leased- EPC 905066.06 | 0.00020123 |

OR

**COAL
ESTATE**

Pine Mountain Oil & Gas, Inc.
Attn: Richard Brillhart
P.O. Box 2136
Abingdon, VA 24212

Leased-EPC
244792L
Tract TC-174

0.00605000

- 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

LESSOR

CASHCONSIDERATION

8

Emerson Mullins
P.O. Box 454
Clintwood, VA 24228-0454

1.4190 X\$5.00 = \$7.10

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 31st day of May 2005.

[Signature]
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 31st day of May 2005.

My commission expires: 11-12-08

[Signature]
Notary

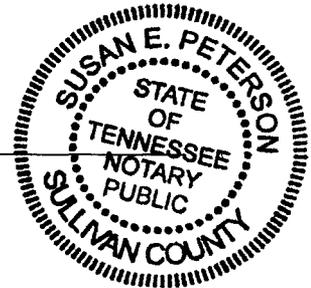


EXHIBIT "B"
 VC-501827
 VGOB 04/08/17-1316

| <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 ID 20993 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-133 | 21.66000000% | 12.7300 | 0.02707500 RI |
| | Equitable Production Company | | | | 0.18952500 WI |
| <u>Tract 1 Totals</u> | | | 21.66000000% | 12.7300 | 0.21660000 |
| 2 ID 4752 | William & Kimberly Corn 8931 Hillsville Road Trinity, NC 27370 | Leased-EPC 905093.00 | 8.98000000% | 5.2800 | 0.01122500 RI |
| | Equitable Production Company | | | | 0.07857500 WI |
| <u>Tract 2 Totals</u> | | | 8.98000000% | 5.2800 | 0.08980000 |
| 3 ID 11717 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-132 | 21.52000000% | 12.6500 | 0.02690000 RI |
| | Equitable Production Company | | | | 0.18830000 WI |
| <u>Tract 3 Totals</u> | | | 21.52000000% | 12.6500 | 0.21520000 |
| 4 ID 20608 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241490L Tract T-451 | 0.27000000% | 0.1600 | 0.00033750 RI |
| | Equitable Production Company | | | | 0.00236250 WI |
| <u>Tract 4 Totals</u> | | | 0.27000000% | 0.1600 | 0.00270000 |
| 5 ID 21031 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-178 | 6.06000000% | 3.5600 | 0.00757500 RI |
| | Equitable Production Company | | | | 0.05302500 WI |
| <u>Tract 5 Totals</u> | | | 6.06000000% | 3.5600 | 0.06060000 |
| 6 ID 11717 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-134 | 18.14000000% | 10.6600 | 0.02267500 RI |
| | Equitable Production Company | | | | 0.15872500 WI |
| <u>Tract 6 Totals</u> | | | 18.14000000% | 10.6600 | 0.18140000 |

BK 415PG 072 EXHIBIT "B"
VC-501827
VGOB 04/08/17-1316

| <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> |
|-------------------------|---|---------------------------------------|-----------------------------|------------------------------|-----------------------------|
| 7 ID 20995 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-135 | 18.53000000% | 10.8900 | 0.02316250 RI |
| | Equitable Production Company | | | | 0.16213750 WI |
| <u>Tract 7 Totals</u> | | | 18.53000000% | 10.8900 | 0.18530000 |
| 8 ID 2481 | Emerson Mullins P.O. Box 454 Clintwood, VA 24228-0454 | Unleased | 2.42000000% | 1.4200 | 0.00302500 RI |
| | David French 8593 Wall Triana Hwy Harvest, Al 35749 | Leased- EPC 905066.02 | 0.48400000% | 0.2840 | 0.00060500 RI |
| | Francis French 5316 Twi Light Road Roanoke, VA 24019 | Leased- EPC 905066.04 | 0.48400000% | 0.2840 | 0.00060500 RI |
| | Catherine Stookey 775 Berry Road Wood River, Il 62095 | Leased- EPC 905066.01 | 0.48400000% | 0.2840 | 0.00060500 RI |
| | Joy Barnett French 3315 Lake Forest Drive Nacogdoches, TX 75964 | Leased- EPC 905066.03 | 0.48400000% | 0.2840 | 0.00060500 RI |
| | Patricia Ann French 3522 Easton Drive Bowie, MD 20716 | Leased- EPC 905066.05 | 0.16120000% | 0.0946 | 0.00020150 RI |
| | Richard P. Maske 7740 NW 35th Street Hollywood, FL 33024 | Leased- EPC 905066.07 | 0.16140000% | 0.0946 | 0.00020175 RI |
| | Ellen L. French 6440 Lake Park Drive #305 Greenbelt, MD 20770 | Leased- EPC 905066.06 | 0.16140000% | 0.0948 | 0.00020175 RI |
| | Equitable Production Company | | | | 0.04235000 WI |
| <u>Tract 8 Totals</u> | | | 4.84000000% | 2.8400 | 0.04840000 |
| TOTAL GAS ESTATE | | | 100.00000000% | 58.7700 | 1.00000000 |

OK 415PG 073

EXHIBIT "B"
 VC-501827
 VGOB 04/08/17-1316

| <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>Coal Estate Only</u> | | | | | |
| 1 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640I Tract T2-133 | 21.66000000% | 12.7300 | 0.02707500 RI |
| | Equitable Production Company | | | | 0.18952500 WI |
| <u>Tract 1 Totals</u> | | | <u>21.66000000%</u> | <u>12.7300</u> | <u>0.21660000</u> |
| 2 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 244792L Tract TC-174 | 8.98000000% | 5.2800 | 0.01122500 RI |
| | Equitable Production Company | | | | 0.07857500 WI |
| <u>Tract 2 Totals</u> | | | <u>8.98000000%</u> | <u>5.2800</u> | <u>0.08980000</u> |
| 3 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 244640L Tract T2-132 | 21.52000000% | 12.6500 | 0.02690000 RI |
| | Equitable Production Company | | | | 0.18830000 WI |
| <u>Tract 3 Totals</u> | | | <u>21.52000000%</u> | <u>12.6500</u> | <u>0.21520000</u> |
| 4 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241490L Tract T-451 | 0.27000000% | 0.1600 | 0.00033750 RI |
| | Equitable Production Company | | | | 0.00236250 WI |
| <u>Tract 4 Totals</u> | | | <u>0.27000000%</u> | <u>0.1600</u> | <u>0.00270000</u> |
| 5 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-178 | 6.06000000% | 3.5600 | 0.00757500 RI |
| | Equitable Production Company | | | | 0.05302500 WI |
| <u>Tract 5 Totals</u> | | | <u>6.06000000%</u> | <u>3.5600</u> | <u>0.06060000</u> |

EXHIBIT "B"
 VC-501827
 VGOB 04/08/17-1316

| <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> |
|--------------------------|---|---------------------------------------|-----------------------------|------------------------------|-----------------------------|
| 6 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-134 | 18.14000000% | 10.6600 | 0.02267500 RI |
| | Equitable Production Company | | | | 0.15872500 WI |
| <u>Tract 6 Totals</u> | | | 18.14000000% | 10.6600 | 0.18140000 |
| 7 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 241640L Tract T2-135 | 18.53000000% | 10.8900 | 0.02316250 RI |
| | Equitable Production Company | | | | 0.16213750 WI |
| <u>Tract 7 Totals</u> | | | 18.53000000% | 10.8900 | 0.18530000 |
| 8 | Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P.O. Box 2136 Abingdon, VA 24212 | Leased-EPC 244792L Tract TC-174 | 4.84000000% | 2.8400 | 0.00605000 RI |
| | Equitable Production Company | | | | 0.04235000 WI |
| <u>Tract 8 Totals</u> | | | 4.84000000% | 2.8400 | 0.04840000 |
| TOTAL COAL ESTATE | | | 100.00000000% | 58.7700 | 1.00000000 |

INSTRUMENT #050001562
 RECORDED IN THE CLERK'S OFFICE OF
 DICKENSON ON
 JULY 26, 2005 AT 10:42AM
 JOE TATE, CLERK

RECORDED BY: TJB

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, July 26, 2005. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 10:42 clock AM, after payment of \$ tax imposed by Sec. 58.1-802.

Original returned this date to: Diane Paris

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