

Instrument prepared by:

VIRGINIA GAS AND OIL BOARD

Order recorded under:

CODE OF VIRGINIA
§ 45.1-361.26

BEFORE THE VIRGINIA GAS AND OIL BOARD

RELIEF SOUGHT: An Order for Disbursement of Escrowed Funds
(and Authorization for Direct Payment of Royalties)

JURISDICTION: Code of Virginia § 45.1-351. (et seq) AND § 45.1-361.22 (et seq)

UNIT/WELL NAME: VC-503440
TRACT(S): 2
LOCATION: DICKENSON County, Virginia

TAX ID NUMBERS: Tax Map Identification Numbers for all parcels affected by this order are shown on: Exhibit B

DOCKET NUMBER: VGOB-05-1115-1534-01

APPLICANTS: EQT Production Company on behalf of Lambert Land, LLC

HEARING DATE AND LOCATION: Russell County Government Center, Lebanon, Virginia
May 21, 2013

APPEARANCES: James Kaiser on behalf of EQT Production Company

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 01/10/2006, Recorded on 01/17/2006, Deed Book/Instrument No. 421, Page 609.
2. Supplemental Order, Recorded on 02/27/2007, Deed Book/Instrument No. 435, Page 184.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the May 21, 2013 hearing and considered whether to:

DB 508 P6725



(1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 2 identified in the attached petition.

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 2 relative to the interests of the Applicants identified in the attached petition.

(3) Continue the escrow account under this docket number.

FINDINGS: Code of Virginia § 45.1-361.22

Applicant has certified and represented to the Board that:

Standard Banner Coal Corporation was a conflicting claimant with Lambert Land, LLC with regard to Tract 2 as created by Board Order VGOB 05/11/15-1534. To resolve this conflict, a letter dated March 21, 2013 signed by Conrad McNeer, President of Standard Banner Coal Corporation is attached hereto.

RELIEF GRANTED:

VGOB Disbursement
Unit VC-503440

VGOB-05-1115-1534-01

Table 1
Tracts: 2

Item	Tract	Disbursement Table	Fractional Ownership	Net Acreage Ownership	Royalty Split Agreement	Escrowed Acres Disbursed	Percent of Escrowed Funds Disbursed
		Total acreage in escrow before disbursement				23.09000	
	2	Tract 2 (total acreage)		17.45			
1	2	Lambert Land, LLC\PO Box 490, Nora, VA 24272		17.4500	100.00%	17.4500	75.5738%

DB 508 PG 726

1. The Escrow Agent is ordered, to within ten (10) days of receipt of this executed order, disburse funds for the unit and applicants detailed in Table 1.

2. The Escrow Agent is ordered to continue the Escrow Account for the Subject Drilling unit based on the attached Revised Exhibit E which replaces all prior Exhibit E's recorded for the Subject Drilling Unit.

CONCLUSION:

Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

APPEALS:

Appeals of this Order are governed by the provisions of the Code of Virginia § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

DB 508 PG 727

DONE AND EXECUTED this 12 day of June, 2013 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

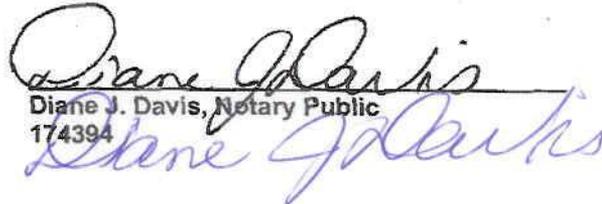
DONE AND PERFORMED this 12 day of June, 2013 by Order of the Virginia Gas and Oil Board.



Rick Cooper
Principal Executive to the
staff, Virginia Gas and Oil Board

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 12th day of June, 2013 personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and appeared Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.


Diane J. Davis, Notary Public
174394

My Commission expires: September 30, 2013



BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EQT Production Company

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 05-1115-1534-01

RELIEF SOUGHT: (1) DISBURSEMENT FROM
ESCROW REGARDING TRACT(S) 2
(2) AND AUTHORIZATION FOR DIRECT
PAYMENT OF ROYALTIES

HEARING DATE: May 21, 2013

DRILLING UNIT: VC-503440

DICKENSON COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is EQT Production Company, 225 North Shore Drive, Pittsburgh, PA 15212, (412)553-5700. Petitioner's counsel is James Kaiser, Wilhoit and Kaiser Law Firm, 220 Broad Street, Suite 210, Kingsport, TN 37660 .

2. Relief Sought

Petition for disbursement of escrowed funds on behalf of Lambert Land for Well VC-503440, VGOB 05/11/15-1534.

3. Legal Authority

Va. Code Ann. § 45.1-361.1 et seq., 4 VAC 25-160-140., and relevant Virginia Gas and Oil Board Orders ("Board") heretofore promulgated pursuant to law.

4. Type of Well(s)

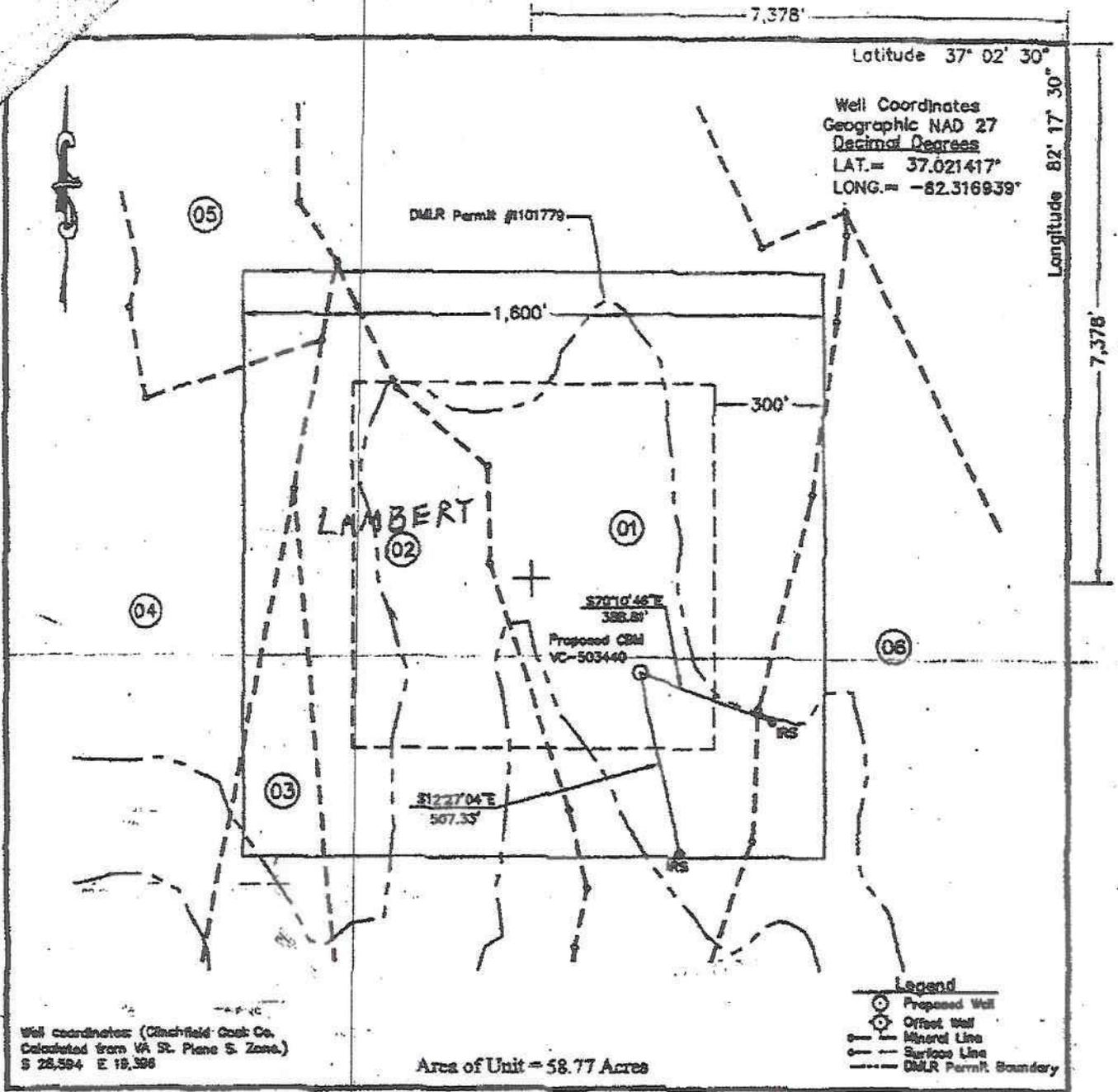
Coalbed Methane

5. Factual basis for relief requested

Standard Banner Coal Corporation was a conflicting claimant with Lanbert Land, LLC with regard to Tract 2 as created by Board Order VGOB 05/11/15-1534. To resolve this conflict, a letter dated March 21, 2013 signed by Conrad McNeer, President of Standard Banner Coal Corporation is attached hereto.

6. Attestation

The foregoing Petition to the best of my knowledge, information, and belief is true and correct.



Well coordinates (Gloucester Coast Co. Calculated from VA St. Plane S. Zone.) S 28.594 E 18.398

Area of Unit = 58.77 Acres

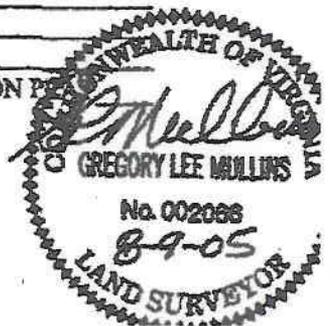
- Legend**
- Proposed Well
 - ⊙ Offset Well
 - Mineral Line
 - Surface Line
 - - - DMLR Permit Boundary

COMPANY: Equitable Production Company WELL NAME OR NUMBER: VC-503440
 TRACT NUMBER: TL-223 QUADRANGLE: Nora
 DISTRICT: Kenady
 WELL COORDINATES (VIRGINIA STATE PLANE): N-273,041.52 E-885,959.76
 ELEVATION: 2,149.63' METHOD USED TO DETERMINE ELEVATION:
G.P.S. Observation from BKLY COR station

COUNTY: Dickenson SCALE: 1" = 400' DATE: 08-09-05
 THIS PLAT IS A NEW PLAT X; AN UPDATED PLAT ; OR A FINAL LOCATION PLAT

+ Denotes the location of a well on United States Topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown (optional).

Gregory Lee Mullins
 Licensed Land Surveyor (Affix Seal)



SUPPLEMENTAL SHEET
FOR VC-503440

01

Lease No. 241490L, TL-223
John Salyer Tr.
55.10 ACRES
Standard Banner Coal Corp. -
Surface, Coal, Oil, Gas & CBM
Rapoca Energy Co. - Coal Lessee
Gas 31.23 Ac., 53.14%

02

Lease No. 241490L, TL-223
G. B. Lambert Tr.
30.0 ACRES
Standard Banner Coal Corp. -
Coal & Oil
Rapoca Energy Co. - Coal Lessee
Lease No.
Lambert Land, LLC. - Gas Leased
Gas 17.45 Ac., 29.70%

03

Lease No. 241490L, TL-223
Lawrence Turner Tr.
13.0 ACRES
Standard Banner Coal Corp. -
Coal & Oil
Rapoca Energy Co. - Coal Lessee
Lease No.
Lawrence Turner Heirs - Gas Unleased
Gas 3.08 Ac., 5.23%

04

Lease No. 244712L
B. H. Long Heirs Tr.
30.975 ACRES
B. H. Long Heirs - Gas
Joseph R. & Tabitha G. Long - 1/2 Int.
Denny & Sharon M. Long - 1/8 Int.
Judy L. Manual - 1/8 Int.
Timothy R. & Vera V. Long - 1/8 Int.
Lease No. 241490L
Standard Banner Coal Corp. - Coal & Oil
Rapoca Energy Co. - Coal Lessee
Gas 2.58 Ac., 4.36%

05

Lease No. 241490L, TL-223
McComas Long Tr.
14.5 ACRES
Standard Banner Coal Corp. -
Coal, Oil, Gas & CBM
Rapoca Energy Co. - Coal Lessee
Gas 1.16 Ac., 1.97%

06

Lease No. 241490L, TL-223
McComas Long Tr.
33.61 ACRES
Standard Banner Coal Corp. -
Coal, Oil, Gas & CBM
Rapoca Energy Co. - Coal Lessee
Gas 3.29 Ac., 5.60%

VGOB Disbursement

Unit VC-503440

VGOB-05-1115-1534-01

Table 1

Tracts: 2

Item	Tract	Disbursement Table	Fractional Ownership in Tract	Net Acreage in Tract	Royalty Split Agreement	Escrowed Acres Disbursed	Percent of Escrowed Funds Disbursed	Disbursement
		Total acreage in escrow before disbursement				23.09000		
	2	Tract 2 (total acreage)		17.45				
1	2	Lambert Land, LLC\PO Box 490, Nora, VA 24272		17.4500	100.00%	17.4500	75.5738%	\$34,985.53

Wells contributing to the escrow account: VC-503440 W/PL

DB 508 PG 732

EXHIBIT "B"
 VC-503440
 VGOB 05/11/15-1534

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
1	06082 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased- EPC 241490 Tract TL-223	53.140000%	31.2300
2	04920 Lambert Land LLC P.O. Box 490 Nora, VA 24272	Leased	29.700000%	17.4500
3	06259 Lawrence Turner Heirs Unknown & Unlocatable	Unleased	5.230000%	3.0800
4	<i>B.H. Long Heirs</i> Joseph A. Long Tabitha G. Long P.O. Box 261 Castlewood, VA 24224	Leased 244712	-0.000100%	-0.0001
	Denny Long Sharon M. Long P.O. Box 361 Lebanon, VA 24266	Leased 244712	0.000000%	0.0000
	Judy L Manuel P.O. Box 314 Lebanon, VA 24266	Leased 244712	0.000000%	0.0000
	Timothy R Long Vera V. Long Rt. 2 Box 938 Castlewood, VA	Leased 244712	0.000000%	0.0000
5	06044 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased- EPC 241490L TL-223	1.970000%	1.1600
6	06079 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased- EPC 241490L TL-223	5.600000%	3.2900
TOTAL GAS ESTATE			95.639900%	56.2099
Percentage of Unit Leased			94.770000%	
Percentage of Unit Unleased			5.230000%	
Acreage in Unit Leased				55.6900
Acreage in Unit Unleased				3.0800

EXHIBIT "B"
 VC-503440
 VGOB 05/11/15-1534

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate Only</u>				
1	06082 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased- EPC 241490 Tract TL-223	53.140000%	31.2300
2	04920 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased-EPC 241490L TL-223	29.700000%	17.4500
3	06259 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased -EPC 241490L	5.230000%	3.0800
4	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased -EPC 241490L	4.360000%	2.5600
5	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased -EPC 241490L	1.970000%	1.1600
6	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased -EPC 241490L	5.600000%	3.2900
Total Coal Estate			100.000000%	58.7700
Percentage of Unit Leased			100.000000%	
Percentage of Unit Unleased			0.000000%	
Acreage in Unit Leased				58.7700
Acreage in Unit Unleased				0.0000

EXHIBIT "E"
VC-503440

revised 3/28/2013

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
3	06259 Lawrence Turner Heirs Unknown & Unlocatable	Unleased	5.230000%	3.0800
4	B.H. Long Heirs			
	Joseph A. Long Tabitha G. Long P.O. Box 261 Castlewood, VA 24224	Leased 244712	2.179900%	1.2799
	Denny Long Sharon M. Long P.O. Box 361 Lebanon, VA 24266	Leased 244712	0.726700%	0.4267
	Judy L Manuel P.O. Box 314 Lebanon, VA 24266	Leased 244712	0.726700%	0.4267
	Timothy R Long Vera V. Long Rt. 2 Box 938 Castlewood, VA	Leased 244712	0.726700%	0.4267
	Total Gas Estate		9.590000%	5.6400

EXHIBIT "EE"
VC-503440

revised 3/28/2013

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
2	04920 Lambert Land LLC P.O. Box 490 Nora, VA 24272	Leased	29.700000%	17.4500
Total Gas Estate			29.700000%	17.4500
<u>Coal Estate Only</u>				
2	04920 Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased-EPC 241490L TL-223		
Total Coal Estate			0.000000%	0.0000

INSTRUMENT #130000940
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JULY 8, 2013 AT 10:18AM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF