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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 ELECTIONS, UNIT: HRVAE #13
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-05/12/13-1554

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 December 13, 2005 and recorded instrument # 06-00020162 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on January 12, 2006 (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:
3.
 - (a) The Board Order directed Hard Rock Exploration, Inc., (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 March 22, 2006, 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 October 25, 2006, 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.

DONE AND EXECUTED this 23rd day of Feb, 2006⁷ by a majority of the Virginia Gas and Oil Board.

Benny R. Wampler
Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 26 day of February, 2006⁷ 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)

Acknowledged on this 23rd day of February, 2006⁷, 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 H. Garrett
Notary Public

My commission expires: 12-31-2010.

STATE OF VIRGINIA)
COUNTY OF Washington)

Acknowledged on this 26th day of February, 2006⁷, 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: 9-30-09.

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Hard Rock Exploration Inc., for Forced Pooling of Interests in Unit Number HRVAE #13 VGOB Docket No. VGOB-05/12/13-1554 in the Rocklick Magisterial District of Buchanan County, Virginia.

AMENDED AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND AMENDED 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 January 10, 2006 by the Virginia Gas and Oil Board regarding the captioned Conventional 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 January 12, 2006.
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:

<u>Tract</u>	<u>Lessor</u>	<u>Elected</u>
*2	Bull Creek Coal Company a, Virginia Limited Partnership Box 187 Tazewell, VA 24651	Participation

<u>Tract</u>	<u>Lessor</u>	<u>Elected</u>
*3	Bull Creek Coal Company a, Virginia Limited Partnership Box 187 Tazewell, VA 24651	Participation
*6	Mary E. Buston Booker 13660 Brynwood Lane S.E. Ft. Myers, FL 33912	Participation
	James G. Buston II 1511 Tudor Lane Richmond, VA 23235	Participation
* Leased Through:	Chesapeake Appalachia LLC 900 Pennsylvania Avenue P.O. Box 6070 Charleston, WV 25362-0070 *Oil & Gas Lessee	
**5	Carol Combs Irvin 4710 Hunterwood Circle Richmond, TX 77469	Participation
	Frederick Harman Combs II 318 East Fincastle Tazewell, VA 24651	Participation
	Martha Ellen Combs P.O. Box 1404 Abingdon, VA 24212	Participation
** Agent:	John C. Irvin 4710 Hunterwood Circle Richmond, TX 77469	

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, as unknown or/unlocatable.

NONE

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

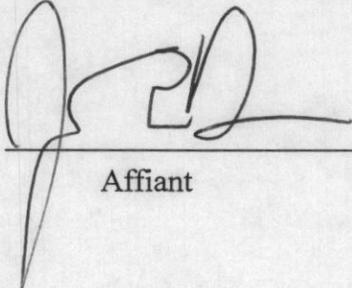
8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

<u>TRACT</u>	<u>LESSOR</u>	<u>CASH CONSIDERATION</u>
5	Knox Creek Coal Company P.O. Box 519 Raven, VA 24369	4.386 X \$5.00 = \$21.93
	Gaynell Street Fowler, Trustee of Fletcher Boyd Fowler Trust Drawer 901 Grundy, VA 24614	1.0965 X \$5.00 = \$5.48
***5	Mountain Mission School 1 Hurley Street Grundy, VA 24614	1.0965 X \$5.00 = \$5.48

*** Leased Through: CNX Gas Company LLC
Attn: Les Arrington
P.O. Box 947
Bluefield, VA 24605

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 not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 25th day of October 2006.



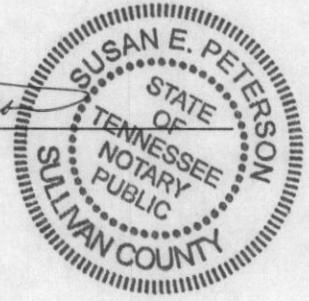
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Hard Rock Exploration Inc., a corporation, on behalf of the corporation, this 25th day of October, 2006.

My commission expires: 11-12-08

Notary

Susan Peterson



**Exhibit B
HRVAE #13**

<u>Tract</u>	<u>Lessor</u>	<u>Lease Status</u>	<u>Interest Within Unit</u>	<u>Gross Acreage In Unit</u>
1	C.L. Ritter Lumber Co., Inc. Box 700 Huntington, WV 25711	Leased	36.74%	41.40
2	Bull Creek Coal Company a, Virginia Limited Partnership Box 187 Tazewell, VA 24651	*Unleased	7.37%	8.31
3	Bull Creek Coal Company a, Virginia Limited Partnership Box 187 Tazewell, VA 24651	*Unleased	0.80%	0.90
*	Leased Through: Chesapeake Appalachia LLC 900 Pennsylvania Avenue P.O. Box 6070 Charleston, WV 25362-0070 *Oil & Gas Lessee			
4	C.L. Ritter Lumber Co., Inc. Box 700 Huntington, WV 25711	Leased	21.30%	24.00
5	Carol Combs Irvin 4710 Hunterwood Circle Richmond, TX 77469	**Unleased	0.2436%	0.2747
	Frederick Harman Combs II 318 East Fincastle Tazewell, VA 24651	**Unleased	0.2436%	0.2746
	Martha Ellen Combs P.O. Box 1404 Abingdon, VA 24212	**Unleased	0.2436%	0.2746
**	Agent: John C. Irvin 4710 Hunterwood Circle Richmond, TX 77469		100%	112.69
	Percentage of Unit Leased		58.04%	
	Percentage of Unit Unleased		41.96%	

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 approved, admitted to record this 21 day of February, 2007 12:14 P.M.
 Deed Book No. _____ and Page No. _____
 Returned to: Same 1 ESTB Shirley S. Oliver Clerk

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**Exhibit B
HRVAE #13**

<u>Tract</u>	<u>Lessor</u>	<u>Lease Status</u>	<u>Interest Within Unit</u>	<u>Gross Acreage In Unit</u>
5	Knox Creek Coal Company P.O. Box 519 Raven, VA 24369	Unleased	4.386%	4.944
	Mountain Mission School 1 Hurley Street Grundy, VA 24614	***Unleased	1.0965%	1.236
	Gaynell Street Fowler, Trustee of Fletcher Boyd Fowler Trust Drawer 901 Grundy, VA 24614	Unleased	1.0965%	1.236
***	Leased Through:	CNX Gas Company LLC Attn: Les Arrington P.O. Box 947 Bluefiled, VA 24605		
6	Mary E. Buston Booker 13660 Brynwood Lane S.E. Ft. Myers, FL 33912	*Unleased	13.24%	14.92
	James G. Buston II 1511 Tudor Lane Richmond, VA 23235	*Unleased	13.24%	14.92
*	Leased Through:	Chesapeake Appalachia LLC 900 Pennsylvania Avenue P.O. Box 6070 Charleston, WV 25362-0070 *Oil & Gas Lessee		
TOTAL GAS ESTATE			100%	112.69
Percentage of Unit Leased			58.04%	
Percentage of Unit Unleased			41.96%	

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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 27 day of February, 20 07 12:14P M.
 Deed Book No. _____ and Page No. _____.
 Returned to: Amme TESTE: Shirley S. Jellard ~~James M. Basins, Jr., Clerk~~ Clerk