

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 06/03/21-1606

ELECTIONS, UNIT: V-536782

(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 18, 2006, and recorded in Book 424, Page 575 at the Office of the Clerk of Circuit Court, Dickenson County, Virginia on April 25, 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:
 - (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 May 11, 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 August 28, 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 15th day of November, 2006 by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 15th day of November, 2006 by Order of this Board.


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

STATE OF VIRGINIA)
COUNTY OF Washington

Acknowledged on this 15th day of November, 2006, 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.


Notary Public

My commission expires: 9-30-09

STATE OF VIRGINIA)
COUNTY OF Washington

Acknowledged on this 15th day of November, 2006, 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
Notary Public

My commission expires: 9-30-09

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-536782 VGOB Docket No. VGOB-06/03/21-1606 in the Kenady 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 18, 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 April 25, 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:

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, as unknown ownership to the gas estate:

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>NET REVENUE INTEREST</u>
10	James D. Rose & Hazel Rose, H/W Unknown	Unleased	0.00183750
	Marland J. Rose & Patsy Rose, H/W Unknown	Unleased	0.00183750
	Earl Rose Heirs May Rose, widow Unknown	Unleased	0.00183750
	Lois Rose, widow Unknown	Unleased	0.00183750
	Virginia Annette Rose, widow Unknown	Unleased	0.00183750

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

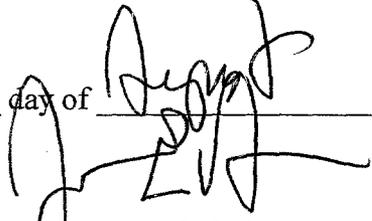
8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

<u>Tract</u>	<u>Payee</u>	<u>Cash Consideration</u>
5	Howard L. Estep & Kettie Estep, H/W Rt 2, Box 192 Coeburn, VA 24230	4.1800 X \$5.00 = \$20.90

<u>Tract</u>	<u>Payee</u>	<u>Cash Consideration</u>
6	Verna Lea K. Smith & Benny Smith, , W/H Rt 2, Box 193A Coeburn, VA 24230	0.0600 X \$5.00 = \$0.30
7	William D. Vicars & Barbara Vicars, H/W 9049 Caroline Street Taylor, MI 48180	2.8200 X \$5.00 = \$14.10
10	James D. Rose & Hazel Rose, H/W Unknown Escrow to Bank	1.6563 X \$5.00 = \$8.28
	Marland J. Rose & Patsy Rose, H/W Unknown Escrow to Bank	1.6563 X \$5.00 = \$8.28
	Earl Rose Heirs May Rose, widow Unknown Escrow to Bank	1.6563 X \$5.00 = \$8.28
	Lois Rose, widow Unknown Escrow to Bank	1.6563 X \$5.00 = \$8.28
	Virginia Annette Rose, widow Unknown Escrow to Bank	1.6563 X \$5.00 = \$8.28
	Harold Rose & Arbutis Rose, H/W Rt 2, Box 296A Coeburn, VA 24230	1.6563 X \$5.00 = \$8.28
	Margie Rose Carty & Ernest Carty, W/H Rt 2, Box 246 Coeburn, VA 24230	1.6563 X \$5.00 = \$8.28
	Lorette Rose Hamilton & Raymond Hamilton, W/H Rt 2, Box 121 Coeburn, VA 24230	1.6563 X \$5.00 = \$8.28

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 30th day of August 2006.



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 30th day of August 2006.

My commission expires: 11-12-08



Notary



DICKENSON 2005953

8841'

LATITUDE 37°05'00"

TOTAL UNIT AREA
= 112.69 ACRES

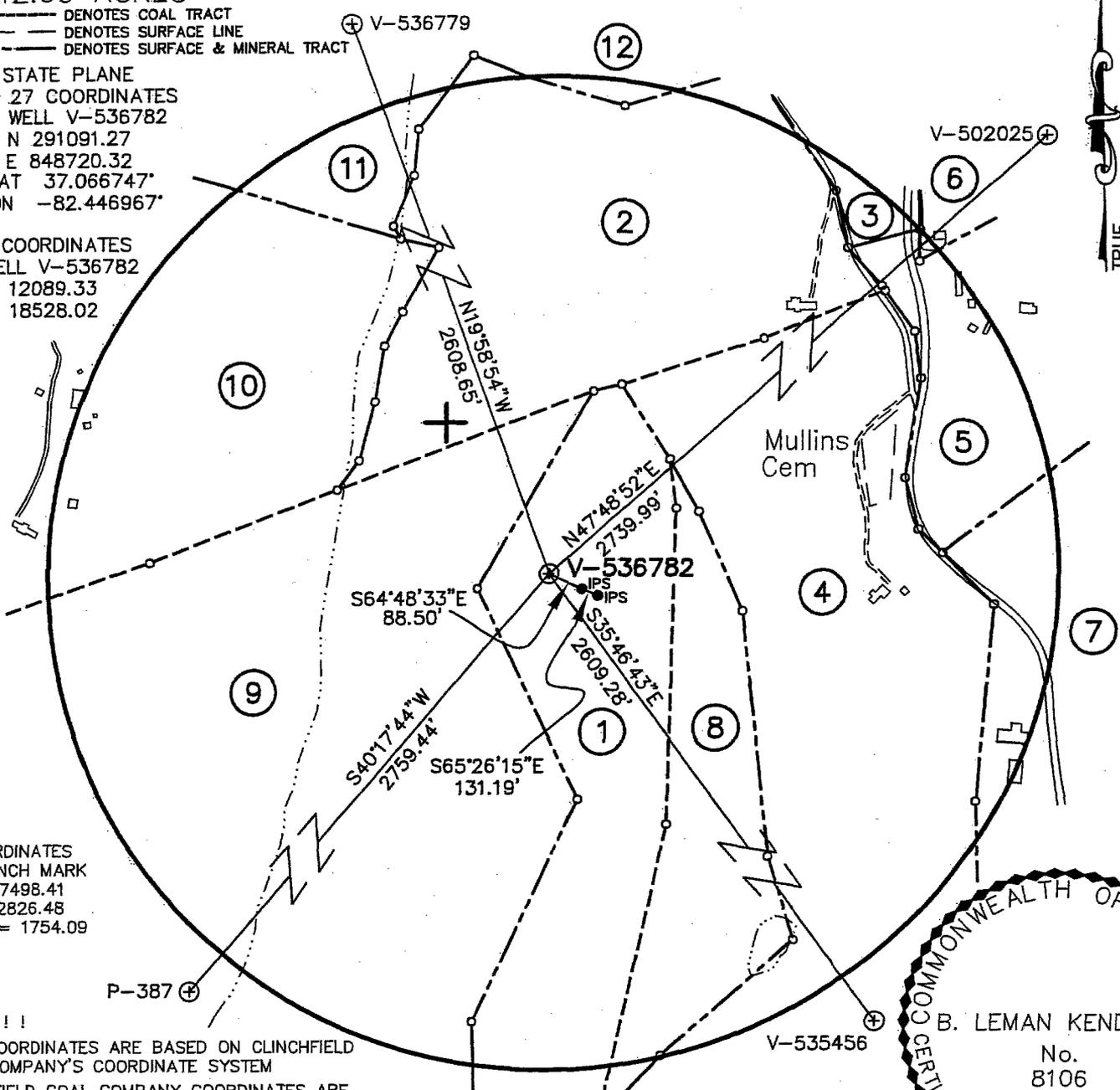
--- DENOTES COAL TRACT
--- DENOTES SURFACE LINE
--- DENOTES SURFACE & MINERAL TRACT

STATE PLANE
NAD 27 COORDINATES
OF WELL V-536782
N 291091.27
E 848720.32
LAT 37.066747°
LON -82.446967°

CCC COORDINATES
OF WELL V-536782
S 12089.33
W 18528.02

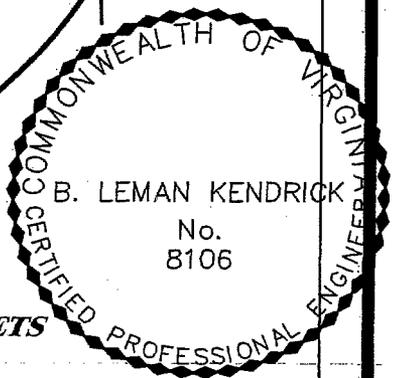
COORDINATES
OF BENCH MARK
S 77498.41
E 22826.48
ELEV. = 1754.09

LONGITUDE 82°25'00"
6039'



NOTE !!!
WELL COORDINATES ARE BASED ON CLINCHFIELD
COAL COMPANY'S COORDINATE SYSTEM
CLINCHFIELD COAL COMPANY COORDINATES ARE
CALCULATED FROM STATE PLANE WELL COORDINATES.
PROPERTY INFORMATION PROVIDED BY EQUITABLE
PRODUCTION COMPANY.
ELEVATIONS ARE BASED ON NGS CONTROL ST. PAUL 2.

NOTE !!
SEE WELL PLAT SUPPLEMENT SHEETS
2 & 3 FOR TRACT INFORMATION.



WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER V-536782
TRACT No. LEASE NO. 904576L ELEVATION 2236.16 (GPS) QUADRANGLE CANEY RIDGE
COUNTY DICKENSON DISTRICT KENADY SCALE: 1" = 400' DATE FEBRUARY 13, 2006
THIS PLAT IS A NEW PLAT ; AN UPDATED PLAT x; OR A FINAL LOCATION PLAT
PROPOSED TOTAL DEPTH OF WELL =

+ 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.

B. Leman Kendrick 2/13/06 (AFFIX SEAL)
LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR

2

LEASE No. 904576L
 P.H. KENNEDY / DI-18
 15.15 ACRES
 ACIN, LLC - surface, coal, oil & gas
 GAS 12.76 AC. 11.32%

LEASE No. 906298
 CARNELL & JANE SALYERS
 20.20 ACRES
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 CARNELL & JANE SALYERS. - surface, oil & gas
 GAS 18.05 AC. 16.02%

3

LEASED
 DAVID L. & KIMBERLY D. PROULEX
 6.41 ACRES
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 DAVID L. & KIMBERLY D. PROULEX - surface, oil & gas
 GAS 0.58 AC. 0.51%

4

LEASE No. 905058
 CAROLYN S. ROSE
 62.00 ACRES
 A.A. KENNEDY / DI-21
 F.T. KENNEDY / DI-16 & DI-17
 ACIN, LLC - coal
 CAROLYN S. ROSE - surface, oil & gas
 GAS 20.60 AC. 18.28%

5

UNLEASED
 HOWARD L. ESTEP
 13.84 ACRES
 W.E. ROSE / DI-37
 F.T. KENNEDY / DI-16 & DI-17
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 HOWARD L. ESTEP - surface, oil & gas
 GAS 4.18 AC. 3.71%

6

UNLEASED
 VERNA LEA SMITH
 2.50 ACRES
 W.E. ROSE / DI-37
 ACIN, LLC - coal
 VERNA LEA SMITH - surface, oil & gas
 GAS 0.06 AC. 0.06%

7

UNLEASED
 WILLIAM D. & BARBARA VICARS
 8.00 ACRES
 F.T. KENNEDY / DI-16
 ACIN, LLC - coal
 WILLIAM D. & BARBARA VICARS - surface, oil & gas
 GAS 2.82 AC. 2.50%

8

LEASE No. 904576L
 F.T. KENNEDY - DI-16
 220.130 ACRES
 ACIN, LLC - surface, coal, oil & gas
 GAS 7.08 AC. 6.28%

9

LEASE No. 241493L
 STEINMAN DEVELOPMENT CO.
 1880.00 ACRES
 STEINMAN DEVELOPMENT CO. - surface, coal, oil & gas
 GAS 30.98 AC. 27.49%

10

UNLEASED
 TIVIS ROSE ESTATE
 15.00 ACRES
 P.H. KENNEDY / DI-24
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 TIVIS ROSE ESTATE - surface, oil & gas
 GAS 13.25 AC. 11.76%

11

LEASED
 THEODORE GRAY & CASSIE EDWARDS
 29.80 ACRES
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 THEODORE GRAY & CASSIE EDWARDS - surface, oil & gas
 GAS 2.04 AC. 1.81%

12

LEASED
 JENNIFER S. EDWARDS
 6.20 ACRES
 A.A. KENNEDY / DI-21
 ACIN, LLC - coal
 JENNIFER S. EDWARDS - surface, oil & gas
 GAS 0.29 AC. 0.26%



THOMPSON & LITTON

40 Main Street
 P.O. Box 1869
 Clintwood, Virginia 24228

EQUITABLE PRODUCTION COMPANY
WELL No. V-536782
WELL PLAT SUPPLEMENT
SHEET 2

PROJECT No.:
 8184 PLAT

SCALE: 1" = 400'

DATE: FEBRUARY 13, 2006

BK 432PG 355

EXHIBIT "B"
V-536782
VGOB 06/03/21-1606

<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>
Gas Estate Only					
1 ID 13066	ACIN, LLC ATTN: John Mooney P.O. 2827 Huntington, WV 25727	Leased -EPC 904576 DI-18	11.32000000%	12.7600	0.01415000 RI
	Equitable Production Company				0.09905000 WI
Tract 1 Totals			11.32000000%	12.7600	0.11320000
2 ID 11034	Carnell Salyers & Jane Salyers, H/W Rt 2, Box 306 Coeburn, VA 24230	Leased - EPC 906298.00	16.02000000%	18.0500	0.02002500 RI
	Equitable Production Company				0.14017500 WI
Tract 2 Totals			16.02000000%	18.0500	0.16020000
3 ID 5532	David L. Proulex & Kimberly D. Proulex, H/W 8924B Stanley Road Wise, VA 24293	Leased - EPC 906350.00	0.51000000%	0.5800	0.00063750 RI
	Equitable Production Company				0.00446250 WI
Tract 3 Totals			0.51000000%	0.5800	0.00510000
4 ID 10834	Carolyn S. Rose Rt 2, Box 185 Coeburn, VA 24230	Leased -EPC 905058.00	18.28000000%	20.6000	0.02285000 RI
	Equitable Production Company				0.15995000 WI
Tract 4 Totals			18.28000000%	20.6000	0.18280000
5 ID 13475	Howard L. Estep & Kettie Estep, H/W Rt 2, Box 192 Coeburn, VA 24230	Unleased	3.71000000%	4.1800	0.00463750 RI
	Equitable Production Company				0.03246250 WI
Tract 5 Totals			3.71000000%	4.1800	0.03710000
6 ID 11509	Verna Lea K. Smith & Benny Smith, W/H Rt 2, Box 193A Coeburn, VA 24230	Unleased	0.06000000%	0.0600	0.00007500 RI
	Equitable Production Company				0.00052500 WI
Tract 6 Totals			0.06000000%	0.0600	0.00060000
7 ID 13230	William D. Vicars & Barbara Vicars, H/W 9049 Caroline Street Taylor, MI 48180	Unleased	2.50000000%	2.8200	0.00312500 RI
	Equitable Production Company				0.02187500 WI
Tract 7 Totals			2.50000000%	2.8200	0.02500000

BK 432PG 356

EXHIBIT "B"
V-536782
VGOB 06/03/21-1606

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT	NET REVENUE INTEREST
8 ID 13066	ACIN, LLC ATTN: John Mooney P.O. 2827 Huntington, WV 25727 Equitable Production Company	Leased -EPC 904576 DI-16	6.28000000%	7.0800	0.00785000 RI 0.05495000 WI
Tract 8 Totals			6.28000000%	7.0800	0.06280000
9 ID 12105	Steinman Development Co. Box 249 Norton, VA 24273 Equitable Production Company	Leased -EPC 241493L	27.49000000%	30.9800	0.03436250 RI 0.24053750 WI
Tract 9 Totals			27.49000000%	30.9800	0.27490000
10 ID 10962	James D. Rose & Hazel Rose, H/W Unknown Marland J. Rose & Patsy Rose, H/W Unknown Earl Rose Heirs May Rose, widow Unknown Lois Rose, widow Unknown Virginia Annette Rose, widow Unknown Harold Rose & Arbutis Rose, H/W Rt 2, Box 296A Coeburn, VA 24230 Margie Rose Carty & Ernest Carty, W/H Rt 2, Box 246 Coeburn, VA 24230 Lorette Rose Hamilton & Raymond Hamilton, W/H Rt 2, Box 121 Coeburn, VA 24230 Equitable Production Company	Unleased Unleased Unleased Unleased Unleased Unleased Unleased Unleased	1.47000000% 1.47000000% 1.47000000% 1.47000000% 1.47000000% 1.47000000% 1.47000000% 1.47000000%	1.6563 1.6563 1.6563 1.6563 1.6563 1.6563 1.6563 1.6563	0.00183750 RI 0.00183750 RI 0.10290000 WI
Tract 10 Totals			11.76000000%	13.2500	0.11760000
11 ID 3655	Theodore Gray Edwards & Cassie Edwards, H/W Box 159 McClure, VA 24269 Equitable Production Company	Leased-EPC 906344.00	1.81000000%	2.0400	0.00226250 RI 0.01583750 WI
Tract 11 Totals			1.81000000%	2.0400	0.01810000
12 ID 11039	Jennifer S. Edwards, single Rt 1, Box 3051 Coeburn, VA 24230 Equitable Production Company	Leased 906349.00	0.26000000%	0.2900	0.00032500 RI 0.00227500 WI
Tract 12 Totals			0.26000000%	0.2900	0.00260000
Total Gas Estate			100.00000000%	112.6900	1.00000000

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, 11/30/2006. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 3:11 o'clock P.M., after payment of \$ tax imposed by Sec. 58.1-802.

BY: Maury Baker TESTE: JUDGE CLERK
D. CLERK

Original returned this date to: DMME

INSTRUMENT NO. 060002126
Recorded in the Clerk's Office
of Dickenson County