

200605040

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 19-3-302
000197191302

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 06/04/18-1621

ELECTIONS, UNIT: V-536718

(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 June 22, 2006, and recorded Instrument #200603386 at the Office of the Clerk of Circuit Court, Wise County, Virginia on August 16, 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 August 30, 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 November 20, 1992, 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, N.A., VA7515, P.O. Box 14061, Roanoke, VA 24038, (888) 396-0853, Attn: Judy Barger, 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, N.A., VA7515, P.O. Box 14061, Roanoke, VA 24038, (888) 396-0853, Attn: Judy Barger, 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.

Benny R. Wampler
Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 15th day of November, 2006 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 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.

Diane J. Davis
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
Diane J. Davis
Notary Public

My commission expires: 9-30-09.

VIRGINIA:

000140 NOV 30 08

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-536718 VGOB Docket No. VGOB-06/04/18-1621 in the Lipps Magisterial District of Wise 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:

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.

The Affiant states that all parties who were pooled under this docket number have since entered into voluntary leases, thus eliminating the need for forced pooling.

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE NO.</u>
2	Tommy N. Bright and Amy S. Bright 11460 Pine Camp Road Coeburn, VA. 24230-9364	906508.00

Dated at Kingsport, Tennessee, this 3rd day of November, 2008.

[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 3rd day of November, 2008.

My commission expires: 11-12-08

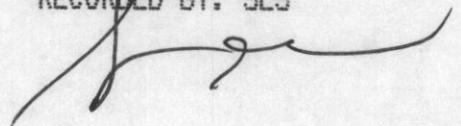
[Signature]
Notary
1

EXHIBIT "B"
V-536718
VGOB 06/04/18-1621

<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 21416	Penn Virginia Oil and Gas Corp. 2550 East Stone Dr. Suit 110 Kingsport, TN 37660	Leased - EPC 223096L T-1602	76.17000000%	85.8400	0.09521250	RI
	Equitable Production Company				0.66648750	WI
Tract 1 Totals			76.17000000%	85.8400	0.76170000	
2 ID 08156	Tommy N. Bright and Amy S. Bright 11460 Pine Camp Road Coeburn, VA. 24230-9364	Leased - EPC 906508.00	20.35000000%	22.9300	0.02543750	RI
	Equitable Production Company				0.17806250	WI
Tract 2 Totals			20.35000000%	22.9300	0.20350000	
3 ID 06340	Penn Virginia Oil and Gas Corp. 2550 East Stone Dr. Suit 110 Kingsport, TN 37660	Leased - EPC 223096L T-1606	3.48000000%	3.9200	0.00435000	RI
	Equitable Production Company				0.03045000	WI
Tract 3 Totals			3.48000000%	3.9200	0.03480000	
Total Gas Estate			100.00000000%	112.6900	1.00000000	

INSTRUMENT #200605040
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
NOVEMBER 30, 2006 AT 11:49AM
J. JACK KENNEDY, JR., CLERK

RECORDED BY: SLS



1088

1621

Instrument Control Number

[Empty box for Instrument Control Number]

Commonwealth of Virginia
Land Record Instruments
Cover Sheet - Form A

000135 NOV 30 08

INSTRUMENT #200605040
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
NOVEMBER 30, 2006 AT 11:49AM
J. JACK KENNEDY, JR., CLERK

RECORDED BY: SLS

(Box for Deed Stamp Only)

[ILS VLR Cover Sheet Agent 1.0.83]

T
A
X

E
X
E
M
P
T

C
O
R
P

Date of Instrument: [11/13/06]
Instrument Type: [ORDER]
Number of Parcels [1]
Number of Pages [5]
City County [Wise County]

First and Second Grantors

Last Name	First Name	Middle Name or Initial	Suffix
[Virginia]	[Gas and Oil Board]	[]	[]
[]	[]	[]	[]

First and Second Grantees

Last Name	First Name	Middle Name or Initial	Suffix
<input checked="" type="checkbox"/> [Penn Virginia]	[Oil and Gas Corporation]	[]	[]
<input type="checkbox"/> [Bright]	[Tommy]	[N]	[]

Grantee Address (Name) [Equitable Production Company]
(Address 1) [Cloverleaf Square]
(Address 2) []
(City, State, Zip) [Big Stone Gap] [VA] [24219]
Consideration [0.00] Existing Debt [0.00] Assumption Balance [0.00]

Prior Instr. Recorded at: City County [Wise] Percent. in this Juris. [100]
Book [] Page [] Instr. No [200603386]
Parcel Identification No (PIN) [Supplemental V-536718]
Tax Map Num. (if different than PIN) [21416]
Short Property Description [supplemental order]
Current Property Address (Address 1) []
(Address 2) []
(City, State, Zip) [] [] []

Instrument Prepared By [Virginia Gas and Oil Board]
Recording Paid for By [DMME]
Return Recording To (Name) [Diane Davis]
(Address 1) [Division of Gas and Oil]
(Address 2) [P. O.Box 1416]
(City, State, Zip) [Abingdon] [VA] [24212]
Customer Case ID [Supplemental 1621] [] []



