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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

DOCKET NO. VGOB-06/04/18-1625

ELECTIONS, UNIT: 825526

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

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

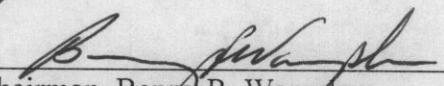
REPORT OF BOARD

FINDINGS AND ORDER

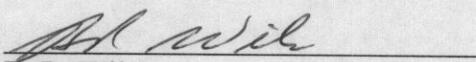
1. This Supplemental Order is entered by the Board *sua sponte* in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas 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 # 06-0002232 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on July 6, 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 Chesapeake Appalachia LLC, (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 July 27, 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 March 6, 2007, 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, (540) 563-7764, 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, (540) 563-7764, 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 true and correct copy of this Order 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 19th day of June, 2007 by a majority of the Virginia Gas and Oil Board.

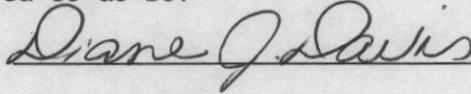

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 19th day of June, 2007 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 19th day June , 2007, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and B. R. Wilson, 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.



Notary Public

My commission expires: 9/30/09

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Chesapeake Appalachia LLC for Forced Pooling of Interests in Unit Number 825526, VGOB Docket No. VGOB-06/04/18-1625 in the Rocklick Magisterial District of Buchanan 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 June 22, 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 July 6, 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, Board Regulations and the Code of Virginia as unknown/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 which are not subject to escrow:

Tract Lessor

6 Timothy Whited and
Marilyn Whited, his wife
19680 Roberts Road
Fredericktown, OH 43019

Kenneth Whited
P.O. Box 477
Lenore, WV 25676

Norma Whited
12109 Graystone Avenue
Norwalk, CA 90650

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

7 Dorcy Gene Belcher &
Celeste Belcher
4301 John Silver Drive
Virginia Beach, VA 23455

Cash Consideration

0.030000 X \$5.00 = \$0.15

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 6th day of March 2007.

[Signature]
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Chesapeake Appalachia LLC, a corporation, on behalf of the corporation, this 6th day of March, 2007.

My commission expires: 11-12-08

[Signature]
Notary



EXHIBIT B
Well No. 825526 (HY-110)
(Revised 2/5/07)

<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE WITHIN UNIT</u>
TRACTS 1 & 2 - 31.5 + 10.5 = 42.00 Acres in Unit			
Buchanan Gas Company, LLC c/o John Matney 2700 Lee Highway Bristol, VA 24202	Leased	37.270388%	42.000000
TRACTS 3 & 4 16.45 + 22.21 = 38.66 Acre in Unit			
Jane Lester Daffron 924 Hedgelawn Drive Richmond, VA 23235	Leased	11.435502%	12.886667
Sarah Selby 754 Rock Springs Road Kingsport, TN 37664	Leased	3.811834%	4.295556
Margaret Harwood 5104 Waterford Drive Kingsport, TN 37664	Leased	3.811834%	4.295556
Karen McClanahan P. O. Box 1589 Lebanon, VA 24266	Leased	3.811834%	4.295556
Bailey Thompson 7755 St. Hwy. 194 E Kimper, KY 41539	Leased	0.762367%	0.859111
Charles Thompson P. O. Box 702 Big Rock, VA 24603	Leased	0.762367%	0.859111
Harold Thompson, Sr. Rt. 1, Box 231 Grundy, VA 24614	Leased	0.762367%	0.859111
Roger Thompson 2816 Plymouth Road, Apt. 1 Johnson City, TN 37601	Leased	0.762367%	0.859111
Jerry Thompson 801 Stalton Drive Florence, SC 29501	Leased	0.762367%	0.859111
Brenda Lee Rt. 1, Box 201-A Grundy, VA 24614	Leased	0.762367%	0.859111
Betty L. Clevinger Rt. 1, Box 232 Grundy, VA 24614	Leased	0.762367%	0.859111
JoAnn Duty Rt. 1, Box 222 Grundy, VA 24614	Leased	0.762367%	0.859111 - 8 -

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Well No. 825526 (HY-110)
(Revised 2/5/07)

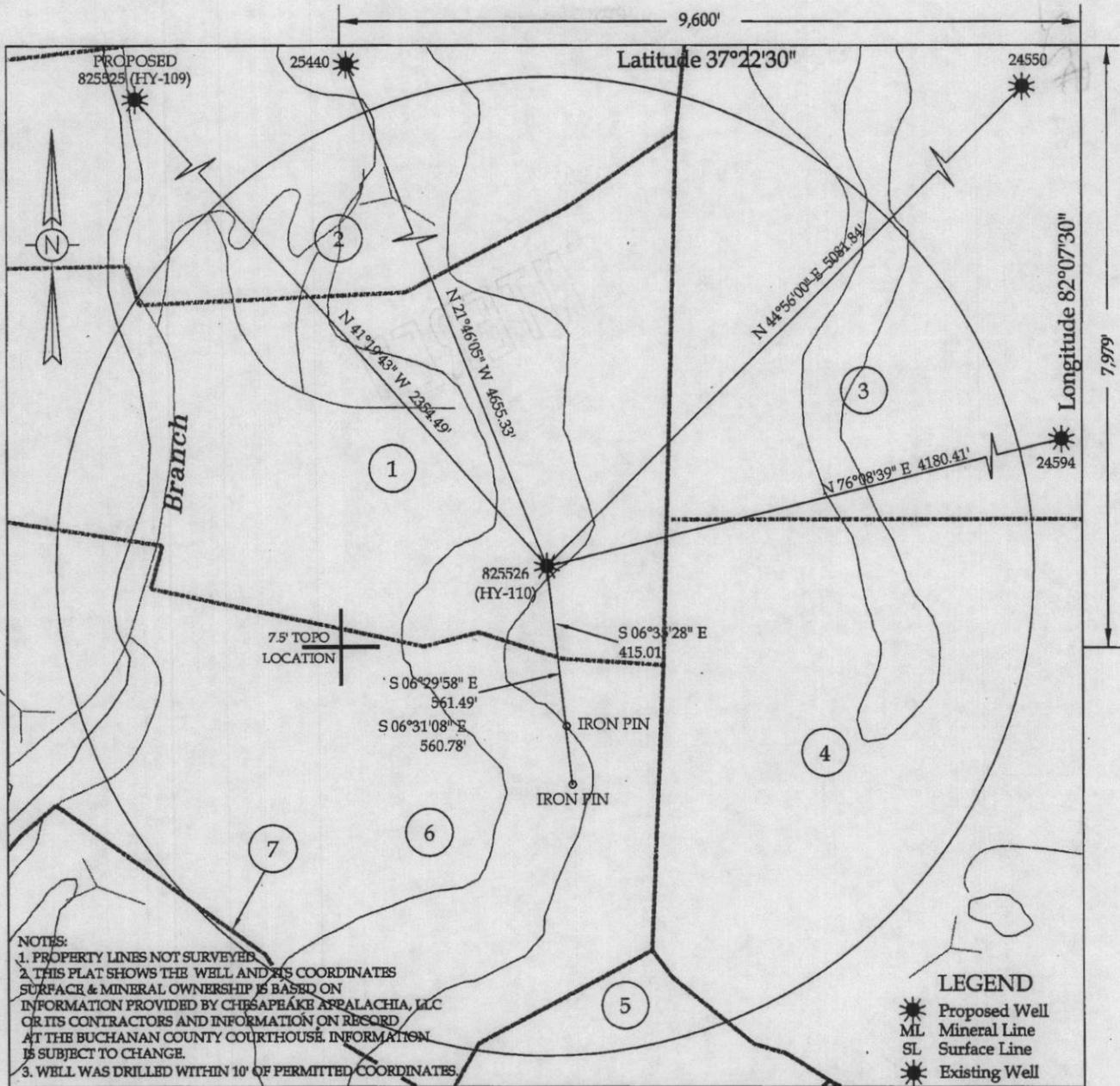
<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE WITHIN UNIT</u>
Pat Thompson Rt. 1, Box 239 Grundy, VA 24614	Leased	0.762367%	0.859111
James E. Thompson 6521 Vintage Drive Knoxville, TN 37921	Leased	0.762367%	0.859111
Peggy L. McClanahan Rt. 1, Box 35 Hurley, VA 24620	Leased	0.762367%	0.859111
Danny Thompson Rt. 1, Box 239-A Grundy, VA 24614	Leased	0.762367%	0.859111
Lydia Morris P. O. Box 2412 Grundy, VA 24614	Leased	0.762367%	0.859111
Patricia Blue 1752 Jefferson Drive Florence, SC 29501	Leased	0.762367%	0.859111
Anthony W. Davis Rt. 1, Box 222 Grundy, VA 24614	Leased	0.762367%	0.859111
TRACT 5 - 1.94 Acres in Unit			
June Wallace Rt. 1, Box 453 Grundy, VA 24614	Leased	0.430384%	0.485000
Dorothy Gess Jonas 708 Mountain Lane Bluefield, VA 24605	Leased	0.430384%	0.485000
Arthur Tatum, Jr. 321 Garden Road Chattanooga, TN 27419	Leased	0.143461%	0.161667
Deborah Hunt Lehigh 254 Gardon Road Chattanooga, TN 37419	Leased	0.143461%	0.161667
Rebecca Barnes 250 Garden Road Chattanooga, TN 37419	Leased	0.143461%	0.161667
Pearl Duty Rife Rt. 1, Box 451 Grundy, VA 24614	Leased	0.071731%	0.080833

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE WITHIN UNIT</u>
John W. Duty, Jr. 718 Old Air Port road Bristol, VA 24201	Leased	0.071731%	0.080833
Harold Thompson Rt. 1, Box 231 Grundy, VA 24614	Leased	0.047820%	0.053889
Harold Thompson, Jr. Rt. 1, Box 231 Grundy, VA 24614	Leased	0.047820%	0.053889
John S. Thompson 601 Trailing Rock Drive Charlotte, NC 28214	Leased	0.047820%	0.053889
Sharon H. Frye 113 Mimosa Street Stephen City, VA 22655	Leased	0.143461%	0.161667
TRACT 6 - 30.00 Acres in Unit			
Timothy Whited and Marilyn Whited, his wife 19680 Roberts Road Fredericktown, OH 43019	Unleased Voluntary Lease	6.655426%	7.500000
Mildred Tackett, widow Rt. 1, Box 217 Grundy, VA 24614	Leased	6.655426%	7.500000
Kenneth Whited, widower P.O. Box 477 Lenore, WV 25676	Unleased Voluntary Lease	6.655426%	7.500000
Norma Whited, widow 12109 Graystone Avenue Norwalk, CA 90650	Unleased Voluntary Lease	6.655426%	7.500000
TRACT 7 - 0.09 Acres in Unit			
Claude Albert Belcher and Yvette Haar Belcher, his wife 6445 Osler Street San Diego, CA 92111	Leased	0.026622%	0.030000
Geneva Hines, widow 3100 Shore Drive, Apt. 302 Virginia Beach, VA 23451	Leased	0.026622%	0.030000

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE WITHIN UNIT</u>
Dorcy Gene Belcher, and Celeste Belcher, his wife 4301 John Silver Road Virginia Beach, VA 23455	Unleased Force Pooled	0.026622%	0.030000
<hr/>			
TOTAL GAS ESTATE		100.000000%	112.690000
Total Percentage Leased		99.973378%	
Total Percentage Unleased		0.026622%	
Total Acreage Leased			112.660000
Total Acreage Unleased			0.030000



NOTES:
 1. PROPERTY LINES NOT SURVEYED.
 2. THIS PLAT SHOWS THE WELL AND ITS COORDINATES SURFACE & MINERAL OWNERSHIP IS BASED ON INFORMATION PROVIDED BY CHESAPEAKE APPALACHIA, L.L.C. OR ITS CONTRACTORS AND INFORMATION ON RECORD AT THE BUCHANAN COUNTY COURTHOUSE. INFORMATION IS SUBJECT TO CHANGE.
 3. WELL WAS DRILLED WITHIN 10' OF PERMITTED COORDINATES.

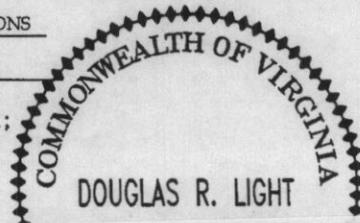
LEGEND
 * Proposed Well
 ML Mineral Line
 SL Surface Line
 * Existing Well

Area of Unit-112.69 Acres
WELL LOCATION PLAT

Company CHESAPEAKE APPALACHIA, L.L.C. Well Name or Number 825526 (HY-110)
 Tract No. BUCHANAN GAS CO. Quadrangle HARMAN
 District ROCKLICK
 Well Coordinates (Virginia State Plane) N: 392,184.05 E: 937,014.00
 Elevation: 1710.26 Method Used to Determine Elevation: TRIG. LEVELS FROM GPS ELEVATIONS
 County BUCHANAN Scale: 1" = 400' Date 1-18-07

This Plat is a new plat _____ ; an updated plat _____ ; or a final location plat X ;

+ 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.



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 acknowledgement annexed, admitted to record this 26th day of June 20 07. Instrument No. 070002307 TESTE: Beverly S. Tiller, Clerk
 Returned to: Smme TESTE: Beverly S. Tiller Clerk