

1175

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 06/10/17-1739

ELECTIONS, UNIT: VC-536448

(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 October 17, 2006 and recorded in Deed Book 437, Page 322 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on May 1, 2007, (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 23, 2007, 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 22, 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 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.

VIRGINIA:***BEFORE THE VIRGINIA GAS AND OIL BOARD***

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number VC-536448 VGOB Docket No. VGOB-06/10/17-1739 in the Ervinton Magisterial District of Dickenson County, Virginia.

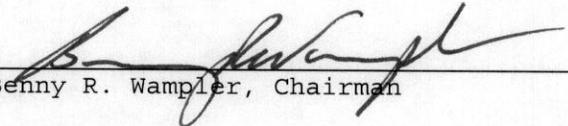
AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

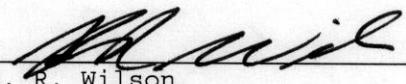
1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on October 17, 2006, by the Virginia Gas and Oil Board regarding the captioned coalbed methane 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 May 1, 2007.
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

DONE AND EXECUTED this 18th day of October, 2007 by a majority of the Virginia Gas and Oil Board.

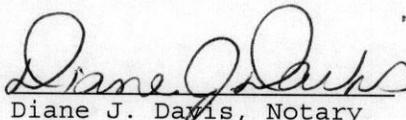

Benny R. Wampler, Chairman

DONE AND EXECUTED this 18 day of October, 2007 by a majority of the Virginia Gas and Oil Board.


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

STATE OF VIRGINIA
COUNTY OF WASHINGTON

Acknowledged on this 18th day of October, 2007, 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, and appeared 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 were authorized to do so.


Diane J. Davis, Notary
174394

My commission expires: September 30, 2009

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 as either unknown claimants or conflicting claimants under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>NET REVENUE INTEREST</u>
3	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-177	0.00000625

G.W. Kiser Heirs:

	Nancy E. Counts Estate c/o Mildred Miller 2401 S Atlantic Avenue, Apt A401 New Smyrna Beach, FL 32169	Leased-EPC 243912L01	0.00000469
	Tressa K. Patrick C/O Lousie Gentry 212 Oak Street Bristol, Tn 37620	Leased - EPC 243912L02	0.00000023
	Cecil L. Kiser and Julie A. Kiser, H/W 2133 Summers Ave. Streetsboro, OH 44241	Leased - EPC 243912L03	0.00000234
	Wilma Johnson Porter and Dale C. Porter, Jr., W/H 235 Wheeler Road Lynchburg, VA 24504	Leased - EPC 243912L04	0.00000023
	Alice B. Keen, Widow 4741 Showalter Rd NW Roanoke, VA 24017	Leased-EPC 243912L05	0.00000117
	Leon Kiser and Janice Kiser, H/W 315 Hill Road Bristol, TN 37620	Leased - EPC 243912L06	0.00000094
	Gaynell Johnson Sampson and Carl Edward Sampson,, W/H 155 Poplar Terrace Drive Lynchburg, VA 24502	Leased - EPC 243912L07	0.00000023

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>NET REVENUE INTEREST</u>
	Diana D. Kiser, Widow Rt 4 Box 654 North Tazewell, VA. 24630	Leased - EPC 243912L08	0.00000234
	Samuel J. Breeding Jr. and Betty Breeding, H/W 2344 Louita Ave Kingsport, TN 37660	Leased-EPC 243912L09	0.00000117
	Lillian B. Crane and Percy V. Crane, W/H 6380 Virgil H Goode Hwy Rocky Mount, VA 24151	Leased-EPC 243912L10	0.00000117
	Edith K Wockenfuss and David E. Wockenfuss, W/H 207A 12th Street Clermont, FL 34711	Leased - EPC 243912L11	0.00000094
	Freddy O. Johnson and Darlene B. Johnson, H/W P.O. Box 503 Montvale, VA 24122	Leased - EPC 243912L12	0.00000023
	Sharon Dickson 295 Bethel Drive #39 Bristol, TN 37620	Leased - EPC 243912L13	0.00000031
	Dorothy C. Kiser C/O Larry Kiser P.O. Box 1565 Bristol, TN 37621	Leased - EPC 243912L14	0.00000094
	Ruby Marie Breeding Johnson and William C. Johnson, W/H 5519 Chenault Ave Orlando, FL 32839	Leased-EPC 243912L15	0.00000039
	Blaine Owens and Robin M. Owens 103 Jefferson Drive Bristol, VA 24201	Leased - EPC 243912L16	0.00000031
	Deborah L. Tomlinson and Terry L Tomlinson, W/H 132 North Clay St Coldwater, MI 49036	Leased-EPC 243912L17	0.00000039

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>NET REVENUE INTEREST</u>
	Larry D. Breeding and Kathy A. Breeding, H/W 1050 Granger Drive Jacksonville, FL 32221	Leased-EPC 243912L18	0.00000039
	Lana O Duty and Sonny Don Duty, W/H 115 Melton Springs Road Big Rock TN 37023	Leased -EPC 243912L19	0.00000031
	OR		
	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-177	0.00002500
5	Roger C. Breeding P.O. Box 856 Castlewood, VA 24224	Unleased	0.02541250
	OR		
	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-176	0.02541250

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.

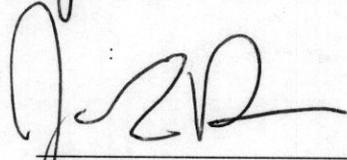
NONE

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	Roger C. Breeding P.O. Box 856 Castlewood, VA 24224	11.9500 x \$5.00 = \$59.75

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 22nd day of August 2007.



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 22nd day of August 2007.

My commission expires: 11-12-08



Notary



EXHIBIT "B"
VC-536448
VGOB 06/10/17-1739

<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>
	North Tazewell, VA. 24630				
	Samuel J. Breeding Jr. and Betty Breeding, H/W 2344 Louita Ave Kingsport, TN 37660	Leased-EPC 243912L09	0.00093750%	0.00046875	0.00000117
	Lillian B. Crane and Percy V. Crane, W/H 6380 Virgil H Goode Hwy Rocky Mount, VA 24151	Leased-EPC 243912L10	0.00093750%	0.00046875	0.00000117
	Edith K Wockenfuss and David E. Wockenfuss, W/H 207A 12th Street Clermont, FL 34711	Leased - EPC 243912L11	0.00075000%	0.00037500	0.00000094
	Freddy O. Johnson and Darlene B. Johnson, H/W P.O. Box 503 Montvale, VA 24122	Leased - EPC 243912L12	0.00018750%	0.00009375	0.00000023
	Sharon Dickson 295 Bethel Drive #39 Bristol, TN 37620	Leased - EPC 243912L13	0.00025000%	0.00012500	0.00000031
	Dorothy C. Kiser C/O Larry Kiser P.O. Box 1565 Bristol, TN 37621	Leased - EPC 243912L14	0.00075000%	0.00037500	0.00000094
	Ruby Marie Breeding Johnson and William C. Johnson, W/H 5519 Chenault Ave Orlando, FL 32839	Leased-EPC 243912L15	0.00031250%	0.00015625	0.00000039
	Blaine Owens and Robin M. Owens 103 Jefferson Drive Bristol, VA 24201	Leased - EPC 243912L16	0.00025000%	0.00012500	0.00000031
	Deborah L. Tomlinson and Terry L Tomlinson, W/H 132 North Clay St Coldwater, MI 49036	Leased-EPC 243912L17	0.00031250%	0.00015625	0.00000039
	Larry D. Breeding and Kathy A. Breeding, H/W 1050 Granger Drive Jacksonville, FL 32221	Leased-EPC 243912L18	0.00031250%	0.00015625	0.00000039
	Lana O Duty and Sonny Don Duty, W/H 115 Melton Springs Road Big Rock TN 37023	Leased -EPC 243912L19	0.00025000%	0.00012500	0.00000031
Tract 3 Totals	Equitable Production		0.020000%	0.0100	0.00017500 0.00020000
4 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241490L/T-866	50.350000%	29.5900	0.06293750

EXHIBIT "B"
VC-536448
VGOB 06/10/17-1739

<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 TAX ID 21030	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-176	24.810000%	14.5800	0.03101250
	Equitable Production				0.21708750
Tract 1 Totals			24.810000%	14.5800	0.24810000
2 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-260	4.490000%	2.6400	0.00561250
	Equitable Production				0.03928750
Tract 2 Totals			4.490000%	2.6400	0.04490000
3 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-177	0.005000%	0.0025	0.00000625
	<u>G.W. Kiser Heirs:</u>				
	Nancy E. Counts Estate c/o Mildred Miller 2401 S Atlantic Avenue, Apt A401 New Smyrna Beach, FL 32169	Leased-EPC 243912L01	0.00375000%	0.00187500	0.00000469
	Tressa K. Patrick C/O Lousie Gentry 212 Oak Street Bristol, Tn 37620	Leased - EPC 243912L02	0.00018750%	0.00009375	0.00000023
	Cecil L. Kiser and Julie A. Kiser, H/W 2133 Summers Ave. Streetsboro, OH 44241	Leased - EPC 243912L03	0.00187500%	0.00093750	0.00000234
	Wilma Johnson Porter and Dale C. Porter, Jr., W/H 235 Wheeler Road Lynchburg, VA 24504	Leased - EPC 243912L04	0.00018750%	0.00009375	0.00000023
	Alice B. Keen, Widow 4741 Showalter Rd NW Roanoke, VA 24017	Leased-EPC 243912L05	0.00093750%	0.00046875	0.00000117
	Leon Kiser and Janice Kiser, H/W 315 Hill Road Bristol, TN 37620	Leased - EPC 243912L06	0.00075000%	0.00037500	0.00000094
	Gaynell Johnson Sampson and Carl Edward Sampson,, W/H 155 Poplar Terrace Drive Lynchburg, VA 24502	Leased - EPC 243912L07	0.00018750%	0.00009375	0.00000023
	Diana D. Kiser, Widow Rt 4 Box 654	Leased - EPC 243912L08	0.00187500%	0.00093750	0.00000234

EXHIBIT "B"
VC-536448
VGOB 06/10/17-1739

<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>
Tract 4 Totals	Equitable Production		50.350000%	29.5900	0.44056250 0.50350000
5 TAX ID 2151	Roger C. Breeding P.O. Box 856 Castlewood, VA 24224	Unleased	20.330000%	11.9500	0.02541250
Tract 5 Totals	Equitable Production		20.330000%	11.9500	0.17788750 0.20330000
TOTAL GAS ESTATE			100.000000%	58.7700	100.000000%
Coal Estate Only					
1 TAX ID 21030	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-176	24.810000%	14.5800	0.03101250
Tract 1 Totals	Equitable Production		24.810000%	14.5800	0.21708750 0.24810000
2 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-260	4.490000%	2.6400	0.00561250
Tract 2 Totals	Equitable Production		4.490000%	2.6400	0.03928750 0.04490000
3 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-177	0.020000%	0.0100	0.00002500
Tract 3 Totals	Equitable Production		0.020000%	0.0100	0.00017500 0.00020000
4 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241490L/T-866	50.350000%	29.5900	0.06293750
Tract 4 Totals	Equitable Production		50.350000%	29.5900	0.44056250 0.50350000
5 TAX ID - Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-EPC 241640L/T2-176	20.330000%	11.9500	0.02541250
Tract 5 Totals	Equitable Production		20.330000%	11.9500	0.17788750 0.20330000
TOTAL COAL ESTATE			100.000000%	58.7700	100.000000%

RECORDED IN THE CLERK'S OFFICE OF
DICKENSON COUNTY
NOVEMBER 1, 2007 AT 10:09AM
JOE TATE, CLERK

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, 11/1, 2007. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 10:09 o'clock A.M., after payment of \$ 0 tax imposed by Sec. 58.1-802.

Original returned this date to: Maree Davis
BY: Jessie M. Tate TESTE: JOE TATE, CLERK D. CLERK