

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 06/12/19-1839

ELECTIONS, UNIT: VC-536433

(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, B-3, E & EE 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 August 21, 2007 and recorded in Deed Book 441, Page 544 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on August 22, 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 EQT 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 September 6, 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 November 17, 2010, 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, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, 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, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, 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.

EX 484F3 464

DONE AND EXECUTED this 7 day of Feb, 2011, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 7 day of February, 2011, by Order of the Board.

David E. Asbury, Jr.
David E. Asbury, Jr.
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 7th day of Feb, 2011, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and appeared David E. Asbury, Jr., being duly sworn did depose and say that he is Acting 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
Diane Davis, Notary Public
174394

My commission expires: September 30, 2013



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VC-536433 VGOB Docket No. VGOB-06/12/19-1839 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 August 21, 2007, 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 August 22, 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

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:

See Exhibit E

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.

See Exhibit EE

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.

See Exhibit B-3

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 17th day of November, 2010.



Affiant

State of Tennessee)
County of Sullivan)

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of EQT Production Company, a corporation, on behalf of the corporation, this 17th day of November, 2010.



Susan Peterson, Notary
NOTARY PUBLIC
SULLIVAN COUNTY

My commission expires: October 24, 2012.

EXHIBIT "B" BK 4840 468
VC-536433
VGOB 06/12/19-1839

<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 20995	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640L/T2-135	41.160000%	24.1900	0.05145000	RI
	Equitable Production Company				0.36015000	WI
Tract 1 Totals			41.160000%	24.1900	41.160000%	
2 TAX ID 20966	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640L/T2-103	1.870000%	1.1000	0.00233750	RI
	Equitable Production Company				0.01636250	WI
Tract 2 Totals			1.870000%	1.1000	1.870000%	
3 Minerals Only	Samuel J. M. Kiser Heirs Unknown/Unlocatable	Unleased	38.660000%	22.7200	0.04832500	RI
	Equitable Production Company				0.33827500	WI
Tract 3 Totals			38.660000%	22.7200	38.660000%	
4 TAX ID 22263	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640L/T2-131	7.430000%	4.3700	0.00928750	RI
	Equitable Production Company				0.06501250	WI
Tract 4 Totals			7.430000%	4.3700	7.430000%	
5 TAX ID 04752	Willam Corn and Kimberly Corn, H/W 8931 Hillsville Road Trinity, NC 27370	Leased 905093	3.850000%	2.2600	0.00481250	RI
	Equitable Production Company				0.03368750	WI
Tract 5 Totals			3.850000%	2.2600	3.850000%	
6 TAX ID 02481	Emmerson Mullins, Widower P.O. Box 454 Clintwood, VA 24228-0454	Unleased	3.515000%	2.0650	0.00439375	RI
	<u>B.R. French Heirs</u>					
	David French and Jeanette French, H/W 8593 Wall Triana Hwy Harvest, AL 35749	Leased 905066	0.703000%	0.4130	0.00087875	RI
	Francis French and Fern French, H/W 5316 Twilight Road Roanoke, VA 24019	Leased 905066	0.703000%	0.4130	0.00087875	RI

EXHIBIT "B"
VC-536433
VGOB 06/12/19-1839

BK 40490 469

<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>	
	Catherine Stookey 775 Berry Road Wood River, IL 62095	Leased 905066	0.703000%	0.4130	0.00087875	RI
	Joy Barnett French 3315 Lake Forrest Drive Nacogdoches, TX 75964	Leased 905066	0.703000%	0.4130	0.00087875	RI
	Patricia Ann French 3522 Easton Drive Bowie, MD 20716	Leased 905066	0.234333%	0.1377	0.00029292	RI
	Richard Maske and Roberta Maske. H/W 7740 NW 35th Street Hollywood, FL. 33024	Leased 905066	0.234333%	0.1377	0.00029292	RI
	Ellen L. French 6640 Lake Park Dr., APT 305 Greenbelt, MD 20770	Leased 905066	0.234333%	0.1377	0.00029292	RI
	Equitable Production Company				0.06151250	WI
Tract 6 Totals			7.030000%	4.1300	7.030000%	
	TOTAL GAS ESTATE		100.000000%	58.7700	100.000000%	
	<u>Coal Estate Only</u>					
1 TAX ID 20995	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640LT2-135	41.160000%	24.1900	0.05145000	RI
	Equitable Production Company				0.36015000	WI
Tract 1 Totals			41.160000%	24.1900	41.160000%	
2 TAX ID 20966	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640LT2-103	1.870000%	1.1000	0.00233750	RI
	Equitable Production Company				0.01636250	WI
Tract 2 Totals			1.870000%	1.1000	1.870000%	
3 Minerals Only	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 244792L/TC-174	38.660000%	22.7200	0.04832500	RI
	Equitable Production Company				0.33827500	WI
Tract 3 Totals			38.660000%	22.7200	38.660000%	
4 TAX ID 22263	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 241640LT2-131	7.430000%	4.3700	0.00928750	RI
	Equitable Production Company				0.06501250	WI

EXHIBIT "B" 40475 470
VC-536433
VGOB 06/12/19-1839

<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			7.430000%	4.3700	7.430000%	
5 TAX ID 04752	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 244792L/TC-174	3.850000%	2.2600	0.00481250	RI
	Equitable Production Company				0.03368750	WI
Tract 5 Totals			3.850000%	2.2600	3.850000%	
6 TAX ID 02481	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 244792L/TC-174	7.030000%	4.1300	0.00878750	RI
	Equitable Production Company				0.06151250	WI
Tract 6 Totals			7.030000%	4.1300	7.030000%	
TOTAL COAL ESTATE			100.000000%	58.7700	1.0000	

EXHIBIT "B-3"
VC-536433

01 4:01:23 471

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
		<u>Gas Estate Only</u>		
3	Samuel J. M. Kiser Heirs Unknown/Unlocatable Minerals Only	Unleased	38.660000%	22.7200
6	Emmerson Mullins, Widower P.O. Box 454 Clintwood, VA 24228-0454 TAX ID 02481	Unleased	3.515000%	2.0650
	TOTAL		42.175000%	24.7850

**EXHIBIT "E"
VC-536433**

01 30693 472

<u>TR</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
3	Samuel J. M. Kiser Heirs Unknown/Unlocatable Minerals Only	Unleased	38.660000%	22.7200
6	Emmerson Mullins, Widower P.O. Box 454 Clintwood, VA 24228-0454 TAX ID 02481	Unleased	3.515000%	2.0650
<u>B.R. French Heirs</u>				
	David French and Jeanette French, H/W 8593 Wall Triana Hwy Harvest, AL 35749	Leased 905066	0.703000%	0.4130
	Francis French and Fern French, H/W 5316 Twilight Road Roanoke, VA 24019	Leased 905066	0.703000%	0.4130
	Catherine Stookey 775 Berry Road Wood River, IL 62095	Leased 905066	0.703000%	0.4130
	Joy Barnett French 3315 Lake Forrest Drive Nacogdoches, TX 75964	Leased 905066	0.703000%	0.4130
	Patricia Ann French 3522 Easton Drive Bowie, MD 20716	Leased 905066	0.234333%	0.1377
	Richard Maske and Roberta Maske, H/W 7740 NW 35th Street Hollywood, FL 33024	Leased 905066	0.234333%	0.1377
	Ellen L. French 6640 Lake Park Dr., APT 305 Greenbelt, MD 20770	Leased 905066	0.234333%	0.1377
	TOTAL GAS ESTATE		45.690000%	26.8500
<u>Coal Estate Only</u>				
3	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Minerals Only	Leased 244792L/TC-174	38.660000%	22.7200
6	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 02481	Leased 244792L/ TC-174	7.030000%	4.1300
	TOTAL COAL ESTATE		45.690000%	26.8500

VC-536433-073

EXHIBIT "EE"

VC-536433

Revised 11/17/2010

<u>TR</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
5 TAX ID 04752	Willam Corn and Kimberly Corn, H/W 8931 Hillsville Road Trinity, NC 27370	Leased 905093	3.850000%	2.2600
<u>Coal Estate Only</u>				
5 TAX ID 04752	Pine Mountain Oil & Gas, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 244792L/ TC-174	3.850000%	2.2600

INSTRUMENT #110000205
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
FEBRUARY 24, 2011 AT 03:04PM

RICHARD W. EDWARDS, CLERK
RECORDED BY: GJP