

0901452

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARDORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 07/08/21-2000

ELECTIONS, UNIT: M. Hensley #1

(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 18, 2007, and recorded Instrument #0712365 at the Office of the Clerk of Circuit Court, Lee County, Virginia on October 30, 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 Daugherty Petroleum, Inc., (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 December 3, 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 December 4, 2008, 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.

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DONE AND EXECUTED this 4th day of February, 2009 by a majority of the Virginia Gas and Oil Board.

Bradley Lambert
Bradley Lambert, Chairman

DONE AND EXECUTED this 4th day of February, 2009 by Order of this Board.

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

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 4th day of February, 2009, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and David E. Asbury, Jr., 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 so authorized to do.

Diane J. Davis
Diane J. Davis, Notary 474394

My commission expires September 30, 2009



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Daugherty Petroleum Inc., for Forced Pooling of Interests in Unit Number M. Hensley #1 VGOB Docket No. VGOB-07/08/21-2000 in the Rose Hill Magisterial District of Lee 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 18, 2007, 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 October 30, 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 under the Board's Order pooling the captioned Unit, as unknown or/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.

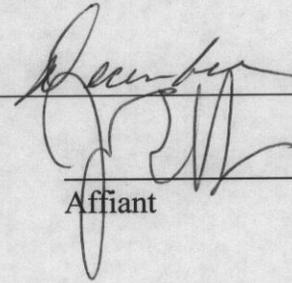
NONE

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>Tracts</u>	<u>Payee</u>	<u>Cash Consideration</u>
5	Billy Earl Trent (life estate) Keith Barnes Route 1, Box 738C Rose Hill, VA 24281	$0.75 \times \$5.00 = \3.75
11	O.V. Debusk 200 Debusk Lane Powell, TN 37849	$3.28 \times \$5.00 = \16.40

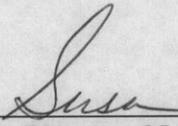
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That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

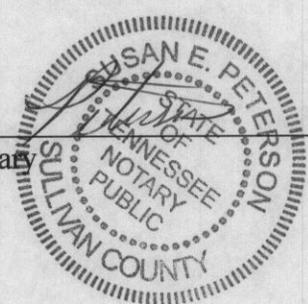
Dated at Kingsport, Tennessee, this 4th day of December 2008.


Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Daugherty Petroleum, Inc. a corporation, on behalf of the corporation, this 4th day of December 2008.



Susan Peterson, Notary



My commission expires: October 24, 2012.

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EXHIBIT B
M. HENSLEY #1
Oil & Gas
(Revised 7/24/07)

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
1	George Lowe Route 1, Box 714 Rose Hill, VA 24281	Leased	0.683%	0.77
2	Ryland Ramsey Route 4, Box 118 Sneedville, TN 37869	Leased	0.390%	0.44
3	<i><u>Morgan Hensley Heirs:</u></i>			
	Lorene Trent RR# 2 Box 588 Rose Hill, VA 24281	Leased	14.145%	15.94
	Irene Lee Route 1, Box 708 Rose Hill, VA 24281	Leased	14.145%	15.94
4	Irene Lee Route 1, Box 708 Rose Hill, VA 24281	Leased	0.454%	0.51
5	Billy Earl Trent (life estate) Keith Barnes Route 1, Box 738C Rose Hill, VA 24281	Unleased	0.666%	0.75
6	Jimmy Trent Route 1, Box 178 Nickelsville, Virginia 24271	Leased	9.841%	11.09
7	Louise W. Montgomery P.O. Box 162 Rose Hill, VA 24281	Leased	4.997%	5.63
8	Jackie Ingle 3700 S. Westport Ave. #666 Souix Falls, SD 57106	Leased	19.533%	21.81

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EXHIBIT B
M. HENSLEY #1
Oil & Gas

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
9	Bruce Delph Route 1, Box 710 Rose Hill, VA 24281	Leased	27.136%	30.58
10	Bruce Delph Route 1, Box 710 Rose Hill, VA 24281	Leased	3.443%	3.88
11	O.V. Debusk 200 Debusk Lane Powell, TN 37849	Unleased	2.911%	3.28
12	Bruce Delph Route 1, Box 710 Rose Hill, VA 24281	Leased	1.837%	2.07
			100%	112.69
Total Percentage Leased Estate			96.60%	
Total Percentage Unleased Estate			3.57%	
Total Acreage Leased Estate				108.66
Total Acreage Unleased Estate				4.03

INSTRUMENT #0901452
RECORDED IN THE CLERK'S OFFICE OF
LEE ON
FEBRUARY 23, 2009 AT 12:40PM

BEVERLY R. ANDERSON, CLERK
RECORDED BY: MLF

Mary J. Anderson

SUPPLEMENTAL ORDER

DOCKET# 09-0821-2000

OPERATIONS in Henry #1

DEED BOOK _____ PAGE # _____ INSTRUMENT # 0712365

COUNTY Lee

ESCROWING NO TRACTS _____

POOLING ONLY _____ TRACTS _____

ORDER AGREES WITH ORIGINAL Yes

AFFIDAVIT OF OPERATOR SIGNED & NOTARIZED WITH SEAL _____

ORIGINAL ORDER DATED 10-18-07

REVIEWED BY D. Lewis DATE 1/29/09

Tracts 5 & 11 - deemed

COAT