

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 08/11/18-2372

ELECTIONS, UNIT: V-536916

(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 November 24, 2009, and recorded Instrument #200903986 at the Office of the Clerk of Circuit Court, Wise County, Virginia on December 2, 2009, (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 January 15, 2010, 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 January 20, 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 37664, (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 37664, (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.

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DONE AND EXECUTED this 9 day of Feb, 2010, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert  
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 9<sup>th</sup> day of February, 2010, 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 9<sup>th</sup> day of February, 2010, 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  
Notary Public

Registration No. 174394

My commission expires 09/30/2013



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

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number V-536916 VGOB Docket No. VGOB-08/11/18-2372 in the Gladeville 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:

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 November 24, 2009, 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 December 2, 2009.
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.

<b>TRACT</b>	<b>LESSOR</b>	<b>LEASE STATUS</b>	<b>NET REVENUE INTEREST</b>
9	J. M. Baker Heirs Unknown/Unlocatable	Unleased	0.00103750

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.

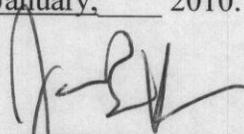
NONE

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.

<b><u>Tracts</u></b>	<b><u>Payee</u></b>	<b><u>Cash Consideration</u></b>
9	J. M. Baker Heirs Unknown/Unlocatable	0.9400 x \$5.00 = \$4.70

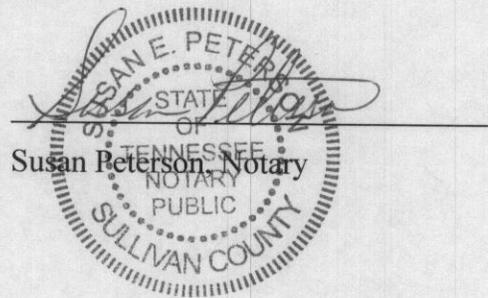
That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 20th day of January, 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 20th day of January, 2010.

  
\_\_\_\_\_  
Susan Peterson, Notary

My commission expires: October 24, 2012.

**EXHIBIT "B"**  
**V-536916**  
**VGOB - 08/11/18-2372**

<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>
<b><u>Gas Estate Only</u></b>					
1	Jimmy Earl Slemp & Maxine Audrey Slemp, h/w P. O. Box 1531 Pound, VA 24279-1531	Leased 908803	38.62000000%	43.52	0.04827500 RI
	Equitable Production Company				0.33792500 WI
<b>Tract 1 Totals</b>			<b>0.38620000</b>	<b>43.5200</b>	<b>0.38620000</b>
2	Jimmy Earl Slemp & Maxine Audrey Slemp, h/w P. O. Box 1531 Pound, VA 24279-1531	Leased 908803	7.55000000%	8.5100	0.00943750 RI
	Equitable Production Company				0.06606250 WI
<b>Tract 2 Totals</b>			<b>0.07550000</b>	<b>8.5100</b>	<b>0.07550000</b>
3	Francis E. Salyers & Joyce N. Salyers, h/w 10440 Birchfield Road Pound, VA 24279-3926	Leased 909088	0.27000000%	0.3000	0.00033750 RI
	Equitable Production Company				0.00236250 WI
<b>Tract 3 Totals</b>			<b>0.00270000</b>	<b>0.3000</b>	<b>0.00270000</b>
4	Teresa S. Shouse P.O. Box 1443 Wise, VA 24293-1443	Leased 909076	0.85000000%	0.9600	0.00106250 RI
	Equitable Production Company				0.00743750 WI
<b>Tract 4 Totals</b>			<b>0.85000000%</b>	<b>0.9600</b>	<b>0.00850000</b>
5	Dewey E. Salyers & Rhonda Salyers, h/w 10504 Birchfield road Pound, VA 24279-4324	Leased 909071	1.81000000%	2.0400	0.00226250 RI
	Equitable Production Company				0.01583750 WI
<b>Tract 5 Totals</b>			<b>1.81000000%</b>	<b>2.0400</b>	<b>0.01810000</b>
6	Glen E. Salyers 1023 Doe Creek Road Liberty, KY 42539-6662	Leased 909077	2.25000000%	2.5400	0.00281250 RI
	Equitable Production Company				0.01968750 WI
<b>Tract 6 Totals</b>			<b>2.25000000%</b>	<b>2.5400</b>	<b>0.02250000</b>
7	Noah J. Stevenson c/o Richard Allen Stevenson and/or Johnetta Hope Stevenson 8206 Dotson Creek Road Wise, VA 24293	Leased 909287	1.21000000%	1.3650	0.00151250 RI
	Equitable Production Company				0.01273750 WI
<b>Tract 7 Totals</b>			<b>1.21000000%</b>	<b>1.3650</b>	<b>0.01425000</b>
12	David Camero Salyers & Suzanne Salyers, h/w 10441 Birchfield Road Pound, VA 24279-3941	Leased 909061	1.85000000%	1.8500	0.00216250 RI
	Equitable Production Company				0.01413750 WI
<b>Tract 12 Totals</b>			<b>1.85000000%</b>	<b>1.8500</b>	<b>0.01630000</b>
13	Billy Jack Burns 350 Callahan Avenue Appalachia, VA 24216-1002	Leased 909063	4.83000000%	5.4400	0.00603750 RI
	Brandon Z. Burns 350 Callahan Avenue Appalachia, VA 24216-1002	Leased 909063	4.83000000%	5.4400	0.00603750 RI
	Elicia Amber Burns c/o Jack Hayden and/or Gene Hayden P. O. Box 2046 Huntington, WV 25720-2046	Leased 909063	4.83000000%	5.4400	0.00603750 RI
	Equitable Production Company				0.12678750 WI
<b>Tract 13 Totals</b>			<b>14.49000000%</b>	<b>16.3200</b>	<b>0.14490000</b>

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14	Marvin Browning & Sherry Browning, h/w 9049 Natureview Road Wise, VA 24293-6057	Leased 909169	0.78500000%	0.8850	0.00098125 RI
	Ryland Huband & Margaret Huband, h/w 9049 Natureview Road Wise, VA 24293-6057	Leased 909169	0.78500000%	0.8850	0.00098125 RI
	Equitable Production Company				0.01373750 WI
<b>Tract 14 Totals</b>			<u>1.57000000%</u>	<u>1.7700</u>	<u>0.01570000</u>
15	Ryland Huband & Margaret Huband, h/w 9049 Natureview Road Wise, VA 24293-6057	Leased 909172	1.66000000%	1.8700	0.00207500 RI
	Equitable Production Company				0.01452500 WI
<b>Tract 15 Totals</b>			<u>1.66000000%</u>	<u>1.8700</u>	<u>0.01660000</u>
<b>TOTAL GAS ESTATE</b>			100.00000000%	112.6800	1.00000000
Percentage of Unit Leased			99.17000000%		
Percentage of Unit Unleased			0.83000000%		
Acreage in Unit Leased				111.7400	
Acreage in Unit Unleased				0.9400	

INSTRUMENT #201100802  
RECORDED IN THE CLERK'S OFFICE OF  
WISE COUNTY ON  
MARCH 30, 2011 AT 03:02PM

J. JACK KENNEDY, JR., CLERK  
RECORDED BY: ADH

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Instrument Control Number

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Commonwealth of Virginia  
Land Record Instruments  
Cover Sheet - Form A

INSTRUMENT #201100802  
RECORDED IN THE CLERK'S OFFICE OF  
WISE COUNTY ON  
MARCH 30, 2011 AT 03:02PM

[ILS VLR Cover Sheet Agent 1.0.93]

J. JACK KENNEDY, JR., CLERK  
RECORDED BY: ADH

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Date of Instrument: [3/11/2011 ]  
Instrument Type: [OTHER ]  
Number of Parcels [ 1 ]  
Number of Pages [ 90 ]  
City  County  [Wise County ]

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First and Second Grantors

Last Name	First Name	Middle Name or Initial	Suffix
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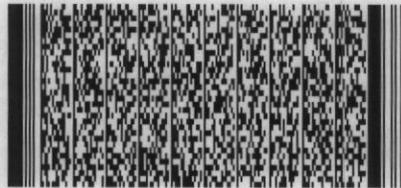
First and Second Grantees

Last Name	First Name	Middle Name or Initial	Suffix
[SLEMP ]	[JIMMY ]	[EARL ]	[ ]
[SLEMP ]	[MAXINE ]	[AUDREY ]	[ ]

Grantee Address (Name) [EQT ]  
(Address 1) [ ]  
(Address 2) [ ]  
(City, State, Zip) [Pittsburgh ] [PA] [ ]  
Consideration [0.00 ] Existing Debt [0.00 ] Assumption Balance [0.00 ]

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

Instrument Prepared By [DMME ]  
Recording Paid for By [DMME ]  
Return Recording To (Name) [DIANE DAVIS ]  
(Address 1) [DMME ]  
(Address 2) [P. O. BOX 159 ]  
(City, State, Zip) [LEBANON ] [VA] [ ]  
Customer Case ID [2372 ] [ ] [ ]



Instrument Control Number

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Commonwealth of Virginia  
Land Record Instruments  
Continuation Cover Sheet  
Form B

[ILS VLR Cover Sheet Agent 1.0.93]

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Date of Instrument: [3/11/2011 ]

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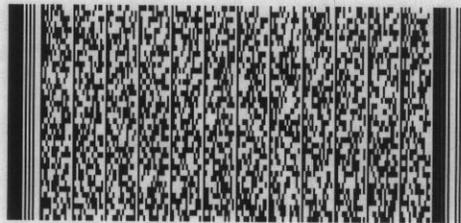
Number of Pages [ 90 ]

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Grantors/Grantees/Parcel Continuation Form B

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<input type="checkbox"/>	[SALYERS	] [DAVID	] [CAMERON	] [ ]
<input type="checkbox"/>	[SALYERS	] [BUENA	] [ ]	] [ ]
<input type="checkbox"/>	[BURNS	] [BILLY	] [JACK	] [ ]

Prior Instr. Recorded at: City  County  [ ] Percent. in this Juris. [ ]  
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 Tax Map Num. (if different than PIN) [ ]  
 Short Property Description [ ]  
 Current Property Address (Address 1) [ ]  
 (Address 2) [ ]  
 (City, State, Zip) [ ] [ ] [ ]



Instrument Control Number

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Commonwealth of Virginia  
Land Record Instruments  
Continuation Cover Sheet  
Form B

[ILS VLR Cover Sheet Agent 1.0.93]

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Date of Instrument: [3/11/2011 ]

Instrument Type: [OTHER ]

Number of Parcels [ 1]

Number of Pages [ 90]

City  County  [Wise County ] (Box for Deed Stamp Only)

Grantors/Grantees/Parcel Continuation Form B

Last Name	First Name	Middle Name or Initial	Suffix
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Prior Instr. Recorded at: City  County  [ ] Percent. in this Juris. [ ]  
 Book [ ] Page [ ] Instr. No [ ]  
 Parcel Identification No (PIN) [ ]  
 Tax Map Num. (if different than PIN) [ ]  
 Short Property Description [ ]  
 Current Property Address (Address 1) [ ]  
 (Address 2) [ ]  
 (City, State, Zip) [ ] [ ] [ ]

