

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 09/02/17-2473
ELECTIONS, UNIT: AE-208 & AE-209 (I-38)

(hereinafter "Subject Drilling Unit")

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 31, 2009, and recorded with Instrument # 090003089 at the Office of the Clerk of Circuit Court, Buchanan County, Virginia on October 13, 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 Appalachian Energy 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 29, 2009, 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 4, 2011, 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.

DONE AND EXECUTED this 8 day of Sept, 2011, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 8th day of September, 2011, by Order of the Board.

Rick Cooper
Rick Cooper
(Acting) Principal Executive to the Staff, Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 8th day of September, 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 Rick Cooper, 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 Davis
Diane Davis, Notary Public
174394

My commission expires: September 30, 2013



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Appalachian Energy, Inc., for Forced Pooling of Interests in Unit Number AE-208 & AE-209 (I-38) VGOB Docket No. VGOB-09/02/17-2473 in the Garden 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 August 31, 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 October 13, 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 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:

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.

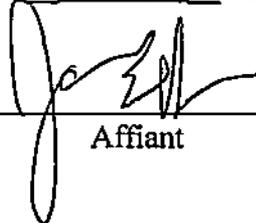
NONE

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.

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 not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

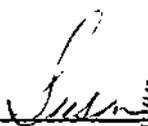
Dated at Kingsport, Tennessee, this 4th day of March, 2011.



Affiant

State of Tennessee)
County of Sullivan)

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Appalachian Energy Inc., a corporation, on behalf of the corporation, this 4th day of March, 2011.



Susan Peterson, Notary Public


My commission expires: October 24, 2012 .

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EXHIBIT "B"
 AE-208 & AE-209 (I-38)
 (Revised 01/26/09)

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
1	Katherine B. Cole Estate PO Box 85 Jewel Ridge, VA 24822	Leased	33.340%	26,720
2	CAROLINE COLE ESTATE Edith G. Street P.O. Box 782 Grundy, VA 24614	Leased	49.090% 2.726%	39,320 2,184
	Martha Combs c/o A.G. Edwards & Co. P.O. Box 1199 Bluefield, VA 24805-4199	Leased	0.909%	0.728
	Elene Combs 318 East Fincastle Tazewell, VA 24651	Leased	0.909%	0.728
	Carol Irvin 4710 Hunterwood Circle Richmond, TX 77469-7635	Leased	0.909%	0.728
	Nancy Cole Box 2075 Beckley, WV 25802	Leased	5.451%	4,369
	James W. & Daisy Burruss 22638 Aven Lane Abingdon, VA 24211	Leased	2.726%	2,184
	Margaret & Jerry Davis P.O. Box 10 Richlands, VA 24641	Leased	2.726%	2,184
	Timothy McDonald P.O. Box 509 Prestonsburg, KY 41653	Leased	1.090%	0.874
	Tamara Williams P.O. Box 82 Roaring Gap, NC 28668	Leased	1.090%	0.874
	Gregory B. McDonald P.O. Box 727 Prestonsburg, KY 41653	Leased	1.090%	0.874
	Greta Meek 177 Colvin Branch Ool Springs, KY 41238	Leased	1.090%	0.874
	William Byrd McDonald 513 NW 13th St. Suite 202 Portland, OR 97209	Leased	1.090%	0.874
	Larry Dean & Bridget Cole 14573 Lee Hwy Bristol, VA 24202	Leased	0.909%	0.728
	Mary Francis Harris 4823 Basswood Drive Columbus, GA 31904	Leased	0.909%	0.728
	Harold Cole 1436 Betana Avenue Akron, OH 44310	Leased	3.634%	2,913
	Donald Stephen Cole 7563 Lakewater Drive Cincinnati, OH 45242	Leased	1.817%	1,456
	Kenneth Edward Cole 12043 Windermere Crossing Circle Winter Garden, FL 34787-5522	Leased	1.817%	1,456
	Norma Cole Dotson P.O. Box 226 Rosedale, VA 24280	Leased	3.634%	2,913

	Caroline & Claude Keen Drawer B Whitewood, VA 24657	Leased	12.719%	10.184
	Thurman & Archine Cooper 12 Mellow Lane Bristol, VA 24201	Leased	0.806%	0.485
	Karen & Bryan Rowe Box 355 Bradshaw, WV 24871	Leased	0.303%	0.243
	Sharon & William Daniels PO Drawer T Gibert, WV 25621	Leased	0.303%	0.243
	Melanie D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
	Corey S. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
	Byron D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
3	Yukon Pocahontas Coal Co., et al Attn: Charles Hart Tazewell, VA 24651	Unleased	2.710% 4.355%	6.980 3.490
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Buchanan Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.988%	0.776
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Sayers-Pocahontas Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.484%	0.388
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Plum Creek Timberlands, L.P. Minerals Dept One Concourse Parkway, Suite 755 Atlanta, GA 30328	Unleased	2.903%	2.327
4	Norfolk & Southern Railway c/o Pocahontas Land Corp. PO Box 1517 Bluefield, WV 24701	Leased	1.580%	1.270
	(Coal above 800) Yukon Pocahontas, et al (coal below 800)			
5	CAROLINE COLE ESTATE Edith G. Street P.O. Box 782 Grundy, VA 24614	Leased	1.410% 0.078%	1.139 0.063
	Martha Combs c/o A.G. Edwards & Co. P.O. Box 1189 Bluefield, VA 24605-4199	Leased	0.025%	0.021
	Elene Combs 318 East Fincastle Tazewell, VA 24651	Leased	0.028%	0.021
	Carol Irvin 4710 Hunterwood Circle Richmond, TX 77469-7835	Leased	0.025%	0.021
	Nancy Cole Box 2075 Beckley, WV 25802	Leased	0.157%	0.126
	James W. & Daisy Burress 22838 Avon Lane Abingdon, VA 24211	Leased	0.078%	0.063
	Margaret & Jerry Davis P.O. Box 10 Richlands, VA 24841	Leased	0.078%	0.063
	Timothy McDonald P.O. Box 809 Prestonsburg, KY 41653	Leased	0.031%	0.025

	Tamala Williams P.O. Box 82 Roaring Gap, NC 28668	Leased	0.031%	0.025
	Gregory B. McDonald P.O. Box 727 Prestonsburg, KY 41653	Leased	0.031%	0.025
	Greta Meek 177 Colvin Branch Oa Springs, KY 41238	Leased	0.031%	0.025
	William Byrd McDonald 513 NW 13th St. Suite 202 Portland, OR 97209	Leased	0.031%	0.025
	Larry Dean & Bridget Cole 14573 Lee Hwy Bristol, VA 24202	Leased	0.028%	0.021
	Mary Francis Harris 4823 Basswood Drive Columbus, GA 31904	Leased	0.025%	0.021
	Harold Cole 1436 Betana Avenue Akron, OH 44310	Leased	0.104%	0.084
	Donald Stephen Cole 7583 Lakewater Drive Cincinnati, OH 45242	Leased	0.052%	0.042
	Kenneth Edward Cole 12043 Windemere Crossing Circle Winter Garden, FL 34787-5522	Leased	0.052%	0.042
	Norma Cole Dotson P.O. Box 228 Rosedale, VA 24280	Leased	0.104%	0.084
	Caroline & Claude Keen Drawer B Whitewood, VA 24657	Leased	0.366%	0.293
	Thuman & Archine Cooper 12 Mellow Lane Bristol, VA 24201	Leased	0.017%	0.014
	Karen & Bryan Rowe Box 366 Bradshaw, WV 24871	Leased	0.009%	0.007
	Sharon & William Daniels PO Drawer T Gilbert, WV 25821	Leased	0.009%	0.007
	Melanie D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
	Corey S. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
	Byron D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
	Lewis Keene c/o Leonard Keene 1219 Thur Dr Pounding Mill, VA 24637	Unleased	0.010%	0.010
	Bill Wimmer & Lola Wimmer HC 66, Box 89 Whitewood, VA 24657	Unleased	0.110%	0.090
8	Ducinka Stacy PO Box 564 Grundy, VA 24614	Unleased	0.110%	0.090
9	Archie White & Cathy White PO Box 73 Whitewood, VA 24657	Unleased	0.130%	0.100

10 & 11	Jerry Brewster & Jaclyn Brewster Box 3972 Pounding Mill, VA 24637	Unleased	0.180%	0.180
12	Danny Paul Justus Rt 1, Box 257 Gandy, VA 24614	Unleased	0.180%	0.140
13 & 14	Freddie Lester & Geraldine Lester PO Box 33 Pilgrims Knob, VA 24634	Unleased	0.200%	0.240
15 & 16	Wanda White PO Box 208 Whitewood, VA 24657	Leased	0.650%	0.520
17 & 18	Ricky K. Goodman & Betty Jo Goodman HC 66, Box 2 Whitewood, VA 24657	Unleased	0.610%	0.490
19	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.270% 0.135%	0.220 0.110
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.135%	0.110
20	Mádrén E. Cairon (Life Estate) PO Box 80 Whitewood, VA 24657	Unleased	0.270%	0.220
	Lisa Compton (Remainderman) PO Box 80 Whitewood, VA 24657			
21	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.180% 0.095%	0.150 0.075
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.095%	0.075
22	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.340%	0.270
23	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.030% 0.015%	0.020 0.010
	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.015%	0.010
24	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.450%	0.360
25	W.B. Day & Martha Day General Delivery Whitewood, VA 24657	Unleased	0.660%	0.440
26 & 27	Roger Sanders & Branda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.610%	0.490
28	Sandra L. Coleman HCR 66, Box 74-A Whitewood, VA 24657	Unleased	0.660%	0.530
29	Freddie Horn & Sheila Sharon Horn 31300 Old Stage Rd Glade Spring, VA 24340	Unleased	0.270%	0.220

Total Percentage Leased AEI	86.04%
Total Percentage Unleased AEI	13.96%
	<u>100.00%</u>
Total Acreage Leased AEI	69.96
Total Acreage Unleased AEI	<u>11.19</u>
	81.15

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EXHIBIT "B"
 AE-208 & AE-209 (I-38)
 (Revised 01/26/09)

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
		<u>Coal Estate Only</u>		
1	Katherine B. Cole Estate PO Box 85 Jewell Ridge, VA 24622	Leased	33.340%	26.720
2	CAROLINE COLE ESTATE Edith G. Street P.O. Box 792 Grundy, VA 24614	Unleased	49.060% 2.726%	39.320 2.184
	Martha Combs c/o A.G. Edwards & Co. P.O. Box 1199 Bluefield, VA 24805-4199	Leased	0.909%	0.728
	Elene Combs 318 East Fincastle Tazewell, VA 24851	Leased	0.909%	0.728
	Carol Irvin 4710 Hurstenwood Circle Richmond, TX 77489-7835	Leased	0.909%	0.728
	Nancy Cole Box 2075 Beckley, WV 25802	Leased	5.451%	4.369
	James W. & Daisy Burress 22638 Aven Lane Abingdon, VA 24211	Leased	2.726%	2.184
	Margaret & Jerry Davis P.O. Box 10 Richlands, VA 24641	Leased	2.726%	2.184
	Timothy McDonald P.O. Box 809 Prestonsburg, KY 41653	Leased	1.090%	0.874
	Tamala Williams P.O. Box 82 Roaring Gap, NC 28668	Leased	1.090%	0.874
	Gregory B. McDonald P.O. Box 727 Prestonsburg, KY 41653	Leased	1.090%	0.874
	Greta Meek 177 Colvin Branch Oll Springs, KY 41238	Leased	1.090%	0.874
	William Byrd McDonald 513 NW 13th St. Suite 202 Portland, OR 97209	Leased	1.090%	0.874
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	Mary Francis Harris 4823 Basswood Drive Columbus, GA 31904	Leased	0.909%	0.728
	Harold Cole 1436 Betana Avenue Akron, OH 44310	Leased	3.634%	2.913
	Donald Stephen Cole 7583 Lakewater Drive Cincinnati, OH 45242	Leased	1.817%	1.458
	Kenneth Edward Cole 12043 Windemera Crossing Circle Winter Garden, FL 34787-5522	Leased	1.817%	1.458
	Norma Cole Dotson P.O. Box 228 Rosedale, VA 24280	Leased	3.634%	2.913

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	Caroline & Claude Keen Drawer B Whitewood, VA 24857	Leased	12.718%	10.184
	Thurman & Archine Cooper 12 Mellow Lane Bristol, VA 24201	Leased	0.608%	0.485
	Karen & Bryan Rowe Box 386 Bradshaw, WV 24871	Leased	0.303%	0.243
	Sharon & William Daniels PO Drawer T Gilbert, WV 25621	Leased	0.303%	0.243
	Melanie D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
	Corey S. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
	Byron D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.202%	0.162
3	Yukon Pocahontas Coal Co, etal Attn: Charles Hart Tazewell, VA 24851	Leased	6.710% 4.355%	5.988 3.480
	Attn: C. Dale Harman 815 Tuxedo Place Atlanta, GA 30342			
	Bochanan Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24851	Leased	0.968%	0.775
	Attn: C. Dale Harman 815 Tuxedo Place Atlanta, GA 30342			
	Sayers-Pocahontas Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24851	Leased	0.484%	0.388
	Attn: C. Dale Harman 815 Tuxedo Place Atlanta, GA 30342			
	Plum Creek Timberlands, L.P. Minerals Dept One Concourse Parkway, Suite 755 Atlanta, GA 30328	Leased	2.803%	2.327
4	Norfolk & Southern Railway c/o Pocahontas Land Corp. PO Box 1517 Bluefield, WV 24701	Leased	1.580%	1.270
	(Coal above 800) Yukon Pocahontas, etal (coal below 800)			
5	<u>CAROLINE COLE ESTATE</u> Edith G. Street P.O. Box 792 Grundy, VA 24614	Unleased	1.410% 0.078%	1.130 0.063
	Martha Combs c/o A.G. Edwards & Co. P.O. Box 1199 Bluefield, VA 24805-4199	Leased	0.028%	0.021
	Elene Combs 318 East Fincastle Tazewell, VA 24851	Leased	0.028%	0.021
	Carol Irvin 4710 Hunterwood Circle Richmond, TX 77469-7635	Leased	0.028%	0.021
	Nancy Cole Box 2075 Beckley, WV 25802	Leased	0.157%	0.126
	James W. & Daisy Burress 22638 Aven Lane Abingdon, VA 24211	Leased	0.078%	0.063
	Margaret & Jerry Davis P.O. Box 10 Richlands, VA 24641	Leased	0.078%	0.063
	Timothy McDonald P.O. Box 609 Prestonsburg, KY 41653	Leased	0.031%	0.025

	Tamala Williams P.O. Box 82 Roaring Gap, NC 28668	Leased	0.031%	0.025
	Gregory B. McDonald P.O. Box 727 Prestonsburg, KY 41653	Leased	0.031%	0.025
	Grats Meek 177 Colvin Branch Oil Springs, KY 41238	Leased	0.031%	0.025
	William Byrd McDonald 513 NW 13th St. Suite 202 Portland, OR 97209	Leased	0.031%	0.025
	Larry Dean & Bridget Cole 14573 Lee Hwy Bristol, VA 24202	Leased	0.026%	0.021
	Mary Francis Harris 4823 Basswood Drive Columbus, GA 31904	Leased	0.026%	0.021
	Harold Cole 1436 Betana Avenue Akron, OH 44310	Leased	0.104%	0.084
	Donald Stephen Cole 7583 Lakewater Drive Cincinnati, OH 45242	Leased	0.052%	0.042
	Kenneth Edward Cole 12043 Windermere Crossing Circle Winter Garden, FL 34787-5522	Leased	0.052%	0.042
	Norma Cole Dotson P.O. Box 228 Rosedale, VA 24280	Leased	0.104%	0.084
	Caroline & Claude Keen Drawer B Whitewood, VA 24657	Leased	0.366%	0.293
	Thurman & Archine Cooper 12 Mellow Lane Bristol, VA 24201	Leased	0.017%	0.014
	Karen & Bryan Rowe Box 388 Bradshaw, WV 24871	Leased	0.009%	0.007
	Sharon & William Daniels PO Drawer T Gilbert, WV 25621	Leased	0.009%	0.007
	Melanie D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
	Corey S. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
	Byron D. Cooper P.O. Box 314 Hurley, VA 24620	Leased	0.006%	0.005
6	Lewis Keene c/o Leonard Keene 1219 Thur Dr Pounding Mill, VA 24637	Unleased	<u>0.010%</u>	<u>0.010</u>
7	Bill Wimmer & Lola Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	<u>0.110%</u>	<u>0.090</u>
8	Ducina Stacy PO Box 504 Grundy, VA 24614	Unleased	<u>0.110%</u>	<u>0.090</u>
9	Archie White & Cathy White PO Box 73 Whitewood, VA 24657	Unleased	<u>0.130%</u>	<u>0.100</u>

10 & 11	Jerry Brewster & Jaclyn Brewster Box 3972 Pounding Mill, VA 24637	Unleased	<u>0.160%</u>	<u>0.130</u>
12	Danny Paul Justus Rt 1, Box 257 Grundy, VA 24614	Unleased	<u>0.180%</u>	<u>0.140</u>
13 & 14	Freddie Lester & Geraldine Lester PO Box 33 Pilgrims Knob, VA 24634	Unleased	<u>0.300%</u>	<u>0.240</u>
15 & 16	Wanda White PO Box 208 Whitewood, VA 24657	Leased	<u>0.650%</u>	<u>0.520</u>
17 & 18	Ricky K. Goodman & Betty Jo Goodman HC 66, Box 2 Whitewood, VA 24657	Unleased	<u>0.610%</u>	<u>0.490</u>
19	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	<u>0.270%</u> 0.135%	<u>0.220</u> 0.110
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.135%	0.110
20	Mildren E. Catron (Life Estate) PO Box 80 Whitewood, VA 24657	Unleased	<u>0.270%</u>	<u>0.220</u>
	Lisa Compton (Remainderman) PO Box 80 Whitewood, VA 24657			
21	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	<u>0.190%</u> 0.095%	<u>0.150</u> 0.075
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.095%	0.075
22	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	<u>0.340%</u>	<u>0.270</u>
23	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	<u>0.030%</u> 0.015%	<u>0.020</u> 0.010
	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.015%	0.010
24	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	<u>0.450%</u>	<u>0.380</u>
25	W.B. Day & Martha Day General Delivery Whitewood, VA 24657	Unleased	<u>0.550%</u>	<u>0.440</u>
26 & 27	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	<u>0.610%</u>	<u>0.490</u>
28	Sandra L. Colemean HCR 66, Box 74-A Whitewood, VA 24657	Unleased	<u>0.660%</u>	<u>0.530</u>
29	Freddie Horn & Sheila Sharon Horn 31300 Old Stage Rd Glade Spring, VA 24340	Unleased	<u>0.270%</u>	<u>0.220</u>
Totals				
Total Percentage Leased AEI			<u>91.95%</u>	
Total Percentage Unleased AEI			<u>8.05%</u>	
			<u>100.00%</u>	
Total Acreage Leased AEI				<u>73.69</u>
Total Acreage Unleased AEI				<u>6.46</u>
				<u>80.15</u>

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Exhibit B-3
AE-208 & AE-209 (I-38)
(Revised 01/27/09)

<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	Yukon Pocahontas Coal Co,etal Attn: Charles Hart Tazewell, VA 24651	Unleased	8.710% 4.355%	6.980 3.490
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Buchanan Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.968%	0.776
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Sayers-Pocahontas Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.484%	0.388
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			
	Plum Creek Timberlands, L.P. Minerals Dept One Concourse Parkway, Suite 755 Atlanta, GA 30328	Unleased	2.903%	2.327
6	Lewis Keene c/o Leonard Keene 1219 Thur Dr Pounding Mill, VA 24637	Unleased	0.010%	0.010
7	Bill Wimmer & Lola Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.110%	0.090
8	Ducinia Stacy PO Box 564 Grundy, VA 24614	Unleased	0.110%	0.090

Exhibit B-3
AE-208 & AE-209 (I-38)
 (Revised 01/27/09)

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
9	Archie White & Cathy White PO Box 73 Whitewood, VA 24657	Unleased	0.130%	0.100
10 & 11	Jerry Brewster & Jaclyn Brewster Box 3972 Pounding Mill, VA 24637	Unleased	0.160%	0.130
12	Danny Paul Justus Rt 1, Box 257 Grundy, VA 24614	Unleased	0.180%	0.140
13 & 14	Freddie Lester & Geraldine Lester PO Box 33 Pilgrims Knob, VA 24634	Unleased	0.300%	0.240
17 & 18	Ricky K. Goodman & Betty Jo Goodman HC 66, Box 2 Whitewood, VA 24657	Unleased	0.610%	0.490
19	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.270%	0.220
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.135%	0.110
20	Mildren E. Catron (Life Estate) PO Box 80 Whitewood, VA 24657	Unleased	0.270%	0.220
	Lisa Compton (Remainderman) PO Box 80 Whitewood, VA 24657			
21	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.190% 0.095%	0.150 0.075

Exhibit B-3
AE-208 & AE-209 (I-38)
(Revised 01/27/09)

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
21	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.095%	0.075
22	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.340%	0.270
23	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.030% 0.015%	0.020 0.010
	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.015%	0.010
24	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.450%	0.360
25	W.B. Day & Martha Day General Delivery Whitewood, VA 24657	Unleased	0.550%	0.440
26 & 27	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.610%	0.490
28	Sandra L. Colemean HCR 66, Box 74-A Whitewood, VA 24657	Unleased	0.660%	0.530
29	Freddie Horn & Sheila Sharon Horn 31300 Old Stage Rd Glade Spring, VA 24340	Unleased	0.270%	0.220
Total Percentage Unleased			13.96%	
Total Acreage Unleased				11.19

Exhibit B-3
AE-208 & AE-209 (I-38)
(Revised 01/27/09)

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate</u>				
2	Edith G. Street P.O. Box 792 Grundy, VA 24614	Unleased	2.726%	2.184
5	Edith G. Street P.O. Box 792 Grundy, VA 24614	Unleased	0.078%	0.063
6	Lewis Keene c/o Leonard Keene 1219 Thur Dr Pounding Mill, VA 24637	Unleased	0.010%	0.010
7	Bill Wimmer & Lola Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.110%	0.090
8	Ducinia Stacy PO Box 564 Grundy, VA 24614	Unleased	0.110%	0.090
9	Archie White & Cathy White PO Box 73 Whitewood, VA 24657	Unleased	0.130%	0.100
10 & 11	Jerry Brewster & Jaclyn Brewster Box 3972 Pounding Mill, VA 24637	Unleased	0.160%	0.130
12	Danny Paul Justus Rt 1, Box 257 Grundy, VA 24614	Unleased	0.180%	0.140
13 & 14	Freddie Lester & Geraldine Lester PO Box 33 Pilgrims Knob, VA 24634	Unleased	0.300%	0.240
17 & 18	Ricky K. Goodman & Betty Jo Goodman HC 66, Box 2 Whitewood, VA 24657	Unleased	0.610%	0.490
19	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.270% 0.135%	0.220 0.110

Exhibit B-3
AE-208 & AE-209 (I-38)
(Revised 01/27/09)

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate</u>				
19	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.135%	0.110
20	Mildren E. Catron (Life Estate) PO Box 80 Whitewood, VA 24657	Unleased	0.270%	0.220
	Lisa Compton (Remainderman) PO Box 80 Whitewood, VA 24657			
21	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.190% 0.095%	0.150 0.075
	Zachary Suel Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.095%	0.075
22	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.340%	0.270
23	Billy Brian Channing Wimmer HC 66, Box 69 Whitewood, VA 24657	Unleased	0.030% 0.015%	0.020 0.010
	Ronald Kelly & Deborah Kelly HC 66, Box 85 Whitewood, VA 24657	Unleased	0.015%	0.010
24	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.450%	0.360
25	W.B. Day & Martha Day General Delivery Whitewood, VA 24657	Unleased	0.550%	0.440
26 & 27	Roger Sanders & Brenda Sanders PO Box 82 Pilgrims Knob, VA 24634	Unleased	0.610%	0.490

Exhibit B-3
AE-208 & AE-209 (I-38)
 (Revised 01/27/09)

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	<u>Coal Estate</u>			
28	Sandra L. Colemean HCR 66, Box 74-A Whitewood, VA 24657	Unleased	0.660%	0.530
29	Freddie Horn & Sheila Sharon Horn 31300 Old Stage Rd Glade Spring, VA 24340	Unleased	0.270%	0.220
<hr/>				
Total Percentage Unleased			8.05%	
Total Acreage Unleased				6.46

INSTRUMENT #110002424
 RECORDED IN THE CLERK'S OFFICE OF
 SOCHANAN COUNTY ON
 SEPTEMBER 30, 2011 AT 04:00PM

BEVERLY S. TILLER, CLERK
 RECORDED BY: SLB