

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 09/03/17-2492

ELECTIONS, UNIT: VC-503374

(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 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 July 20, 2009 and recorded in Deed Book 469, Page 578 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on August 12, 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 September 2, 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 August 2, 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.

DONE AND EXECUTED this 14 day of July, 2011, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert  
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 14<sup>th</sup> day of July, 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 14<sup>th</sup> day of July, 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 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-503374 VGOB Docket No. VGOB-09/03/17-2492 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 July 20, 2009, 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 12, 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:

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.

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

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OK 483FG 142

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 2nd day of August, 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 2nd day of August, 2010.

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


My commission expires: October 24, 2012.

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EXHIBIT "B"  
VC-503374

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT	NET REVENUE INTEREST
<u>Gas Estate Only</u>					
1 TAX ID 3088	Carol Armstrong & Raymond R. Armstrong, W/H 12612 Celtic Court Rockville, MD 20850-3769	Leased 906380	73.92000000%	43.4200	0.09240000 RI
	EQT Production Company				0.64680000 W/
<u>Tract 1 Totals</u>			0.73920000	43.4200	0.73920000
2 TAX ID 16862	Terry D. Ball and Lisa K. Ball, M/W 577 Contractors Lane Haystack, VA 24256	Unleased	0.82666667%	0.4867	0.00103333 RI
	Barbara Gail Barmwell 39 Hemlock Trace Ocala, FL 34472	Leased-EPC 242268	0.27555556%	0.1622	0.00034444 RI
	Judy Carolina Deel 16820 S.E. 9th Street Silver Springs, FL 34488	Leased-EPC 242268	0.27555556%	0.1622	0.00034444 RI
	Paula Diana Brooks and Scott Brooks, W/H 2100 SW 4th Avenue Ocala, FL 34471	Leased-EPC 242268	0.27555556%	0.1644	0.00034444 RI
	Nina Jean Brown 4285 N. E. 25th Avenue Ocala, FL 34479	Leased-EPC 242268	0.20666667%	0.1210	0.00025833 RI
	Virginia Kay Williamson and Marvin E. Williamson, W/H 2991 N.E. 99th Street Anthony, FL 32617	Leased-EPC 242268	0.20666667%	0.1210	0.00025833 RI
	Daniel Edward Hay 118 Farmhill Dr. Summerville, SC 29483	Leased-EPC 242268	0.20666667%	0.1210	0.00025833 RI
	Kathleen Grizzle, widow 11638 S. E. Highway 465 Ocklawaha, FL 32179	Leased-EPC 242268	0.06868889%	0.0404	0.00008611 RI
	Jackie M. Gibson, single 2 Oak Court Pass Ocala, FL 34472	Leased 242268	0.19777778%	0.0810	0.00017222 RI
	EQT Production Company				0.02170000 W/
<u>Tract 2 Totals</u>			2.48000000%	1.4600	0.02480000
3 TAX ID 20595	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased - EPC 906889 T-384	23.60000000%	13.8600	0.02950000 RI
	EQT Production Company				0.20650000 W/
<u>Tract 3 Totals</u>			23.60000000%	13.8600	0.23650000
<b>TOTAL GAS ESTATE</b>			<b>100.0000%</b>	<b>58.7400</b>	<b>1.08000000</b>
Percentage of Unit Leased			99.17333333%		
Percentage of Unit Unleased			0.82666667%		
Acreage in Unit Leased				58.2533	
Acreage in Unit Unleased				0.4867	

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COALESTATE ONLY

1	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased - EPC 906889 T-364	73.92000000%	43.4200	0.09240000 RI
EQT Production Company					0.64680000 WI
<b>Tract 1 Totals</b>			<b>73.92000000%</b>	<b>43.4200</b>	<b>0.73920000</b>
2	Terry D. Ball and Lisa K. Ball, H/W 577 Contractors Lane Haysi, VA 24258	Unleased	0.82666667%	0.4867	0.00103333 RI
	Barbara Gail Barnwell 39 Hemlock Trace Ocala, FL 34472	Leased-EPC 242268	0.27555556%	0.1622	0.00034444 RI
	Judy Carolina Deel 16826 S.E. 9th Street Silver Springs, FL 34488	Leased-EPC 242268	0.27555556%	0.1622	0.00034444 RI
	Paula Diana Brooks and Scott Brooks, W/H 2100 SW 4th Avenue Ocala, FL 34471	Leased-EPC 242268	0.27555556%	0.1644	0.00034444 RI
	Nina Jean Brown 4285 N. E. 25th Avenue Ocala, FL 34479	Leased-EPC 242268	0.20886667%	0.1210	0.00025833 RI
	Virginia Kay Williamson and Marvin E. Williamson, W/H 2991 N.E. 99th Street Anthony, FL 32617	Leased-EPC 242268	0.20666667%	0.1210	0.00025833 RI
	Daniel Edward Hay 118 Farmhill Dr. Summerville, SC 29483	Leased-EPC 242268	0.20666667%	0.1210	0.00025833 RI
	Kathleen Grizzle, widow 11838 S. E. Highway 465 Ocklawaha, FL 32179	Leased-EPC 242268	0.06886889%	0.0404	0.00008611 RI
	Jackie M. Gibson, single 2 Oak Court Pass Ocala, FL 34472	Leased 242268	0.13777778%	0.0810	0.00017222 RI
EQT Production Company					0.02170000 WI
<b>Tract 2 Totals</b>			<b>2.48000000%</b>	<b>1.4600</b>	<b>0.02480000</b>
3	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased - EPC 906889 T-364	23.60000000%	13.8600	0.02950000 RI
EQT Production Company					0.20650000 WI
<b>Tract 3 Totals</b>			<b>23.60000000%</b>	<b>13.8600</b>	<b>0.23650000</b>
<b>TOTAL COAL ESTATE</b>			<b>100.0000%</b>	<b>57.2800</b>	<b>1.00000000</b>
Percentage of Unit Leased			99.17333333%		
Percentage of Unit Unleased			0.82666667%		
Acreage in Unit Leased				56.7933	
Acreage in Unit Unleased				0.4867	

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**EXHIBIT "B-3"  
VC-503374**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<b><u>Gas Estate Only</u></b>				
2	Terry D. Ball and Lisa K. Ball, H/W 577 Contractors Lane Haysi, VA 24256 TAX ID 16862	Unleased	0.82666667%	0.4867
	<b>TOTAL</b>		0.82666667%	0.4867
<b><u>Coal Estate Only</u></b>				
2	Terry D. Ball and Lisa K. Ball, H/W 577 Contractors Lane Haysi, VA 24256 TAX ID 16862	Unleased	0.82666667%	0.4867
	<b>TOTAL</b>		0.82666667%	0.4867

BM 43390 5149

2,054'



COMMONWEALTH OF VIRGINIA  
PHILLIP M. SEALS  
Lic. No. 1570  
1-19-09  
LAND SURVEYOR

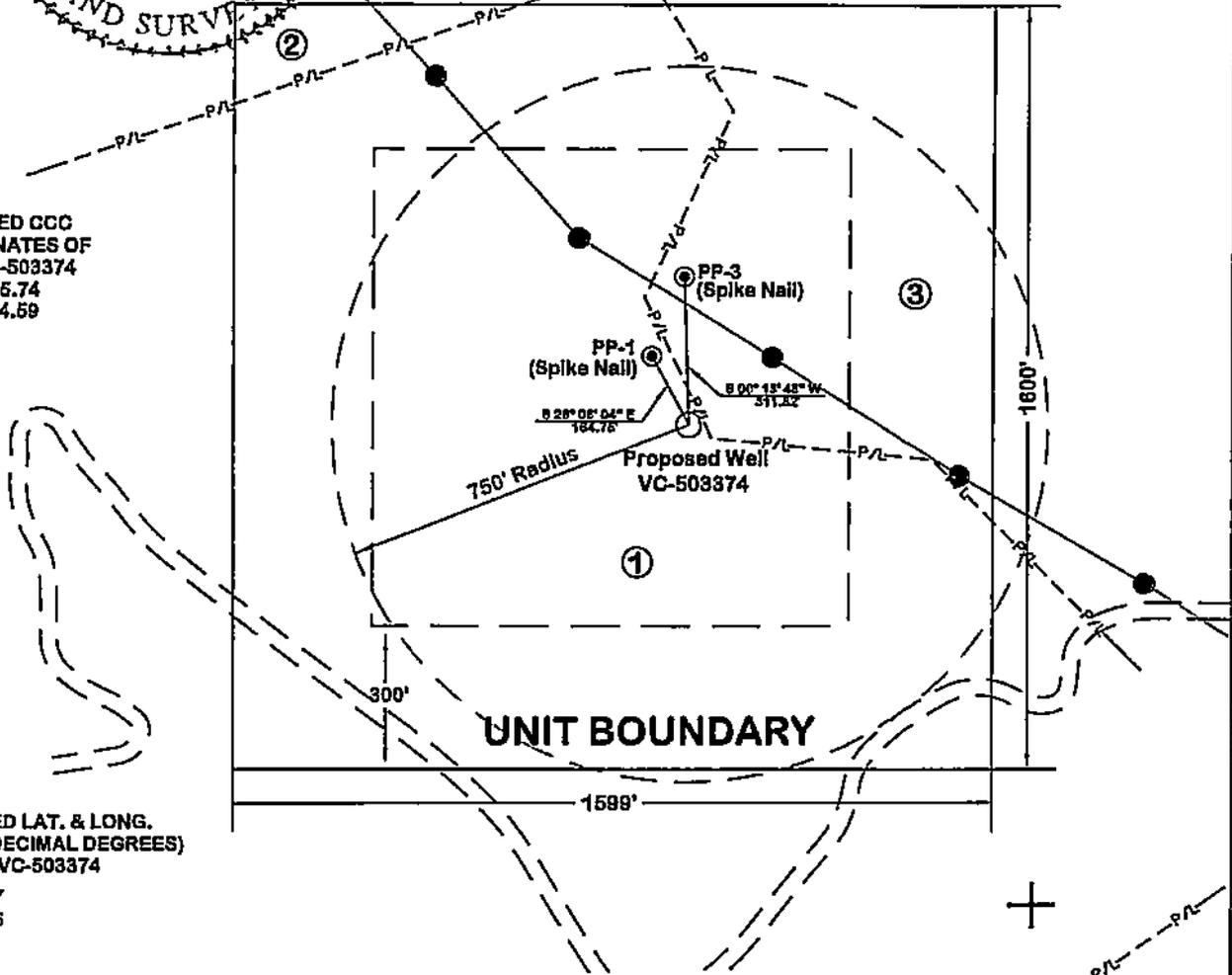
**TOTAL UNIT AREA  
= 58.74 ACRES**

LATITUDE 37°10' 00"

LONGITUDE 82° 15' 00"

PROPOSED STATE PLANE  
NAD 83 COORDINATES OF  
WELL VC-503374  
N 3,593,402.41  
E 10,836,016.93

PROPOSED CCC  
COORDINATES OF  
WELL VC-503374  
N 11,825.74  
E 36,864.59



PROPOSED LAT. & LONG.  
(NAD 27 DECIMAL DEGREES)  
OF WELL VC-503374

37.131877  
82.257046

**NOTE:**

PROPERTY INFORMATION PROVIDED BY EQUITABLE  
PRODUCTION COMPANY.

ELEVATIONS WERE DETERMINED BY GPS & TRIGONOMETRIC  
METHODS BASED ON BENCH MARK P-424.

THE BOUNDARY LINES SHOWN HEREON ARE BASED ON DEEDS, PLATS, AND MAPS  
OF RECORD OR PROVIDED BY OTHERS AND DO NOT DEPICT A CURRENT BOUNDARY SURVEY.

**WELL LOCATION PLAT (Nora Grid # AT 60)**

COMPANY EQUITABLE PRODUCTION CO. WELL NAME OR NUMBER VC-503374  
TRACT NO. T-364 QUADRANGLE Hoysi  
DISTRICT Ervington  
WELL COORDINATES (VIRGINIA STATE PLANE 27) N 312,524.89 E 905,031.18  
ELEVATION 2,146.87 METHOD USED TO DETERMINE ELEVATION: GPS & TRIG.  
COUNTY Dickenson SCALE: 1" = 400' DATE 01-19-09  
THIS PLAT IS A NEW PLAT  ; AN UPDATED PLAT  ; OR A FINAL LOCATION PLAT

⊕ DENOTES THE LOCATION OF A WELL ON UNITED STATES TOPOGRAPHIC MAPS, SCALE 1 TO 24,000,  
LATITUDE AND LONGITUDE LINES BEING REPRESENTED BY BORDER LINES AS SHOWN.

LICENSED LAND SURVEYOR

(AFFIX SEAL)

Property Ownership Information for EPCO Well # VC-503374

①

LEASE NO. 906889LT-364  
N.B. SUTHERLAND  
408.23 ACRES  
DICKENSON-RUSSELL COAL CO., LLC /  
ALPHA LAND & RESERVES, LLC / ACIN, LLC /  
WBRD, LLC - coal  
RANGE RESOURCES - PINE MOUNTAIN, INC - (cbm)  
LEASE NO. 906380  
CAROL ARMSTRONG - surface, oil & gas (cbm)  
62.00 ACRES  
Gas 43.42 AC. 73.92 %

②

LEASE NO. 242268 (Partially Leased)  
CLEMINTINE GRIZZLE HEIRS, et al.  
74 ACRES P/O 109 ACRES (104 ACRES)  
coal, oil, gas & cbm  
Gas 1.46 AC. 2.48%

③

LEASE NO. 906889LT-364  
N.B. SUTHERLAND  
408.23 ACRES  
RUSSELL & SHERRY BOYD-surface  
DICKENSON-RUSSELL COAL CO., LLC /  
ALPHA LAND & RESERVES, LLC / ACIN, LLC /  
WBRD, LLC - coal  
RANGE RESOURCES - PINE MOUNTAIN, INC - oil, gas & cbm  
Gas 13.86 AC. 28.60 %

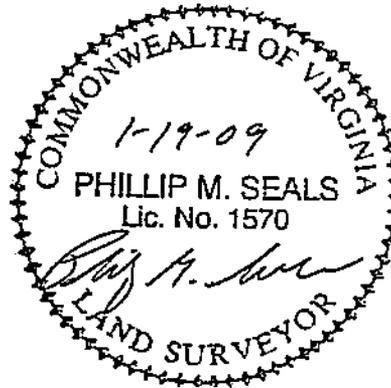


EXHIBIT "E"  
VC-503374

<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>				
1	Carol Armstrong & Raymond R. Armstrong, W/H 12612 Celtic Court Rockville, MD 20850-3769 TAX ID 1827525 TAX ID 3088	Leased 906380	73.92000000%	43.4200
<u>COAL ESTATE ONLY</u>				
1	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 TAX ID 20595	Leased - EPC 906889 T-364	73.92000000%	43.4200

INSTRUMENT #110000939  
RECORDED IN THE CLERK'S OFFICE OF  
DICKENSON ON  
AUGUST 1, 2011 AT 04:20PM  
RICHARD W. EDWARDS, CLERK  
RECORDED BY: TJB