

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 09/04/21-2522

ELECTIONS, UNIT: J-35 (AE-153 & AE-251)

(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 July 20, 2009, and recorded with Instrument # 090002570 at the Office of the Clerk of Circuit Court, Buchanan County, Virginia on August 27, 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 September 25, 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 October 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, 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 3 day of Nov., 2010 by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert  
Chairman, Bradley C. Lambert

DONE AND PERFORMED THIS 3 day of November, 2010 by Order of this Board.

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

STATE OF VIRGINIA        )  
COUNTY OF RUSSELL    )

Acknowledged on this 3<sup>rd</sup> day of November, 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 David Asbury, 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 was authorized to do so.

Diane J Davis  
Diane Davis, Notary  
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 J-35 (AE-153 & AE-251) VGOB Docket No. VGOB-09/04/21-2522 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 July 20, 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 August 27, 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.

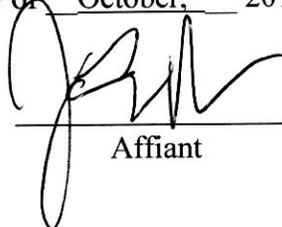
NONE

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

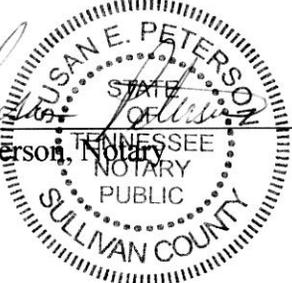
That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant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

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

  
\_\_\_\_\_  
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 20th day of October, 2010.

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


My commission expires: October 24, 2012 .

ll

**EXHIBIT "B"**  
**(J-35) AE-153 & AE-251**  
**Revised 04/17/09**

<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>		
1	Mattie Ratliff Duncan 2511 Perdido Drive Midlothian, VA 23112	Leased	30.22%	24.23
2	Harold Fuller, Jr. & Patricia Fuller 15382 Dismal River Rd Whitewood VA 24657	Unleased	0.78%	0.63
3	Buck Jewell Resources PO Box 743 Doran, VA 24612	Leased	9.45%	7.58
4	Gregory & Marletta Cantrell HC 62, Box 137 Raven, VA 24639	Leased	0.82%	0.66
4A	Thomas S. Mullins & Alberta Mullins PO Box 235 Pilgrims Knob VA 24634	Unleased	0.50%	0.40
5	<b>Heirs of Viola Horn</b>	Unleased	<b>0.50%</b>	<b>0.40</b>
	James H Horn 32025 Lee Hwy Glade Springs, VA 24340	Unleased	0.03333%	0.026667
	Lawrence Horn HC 62, Box 136 Raven, VA 24639	Unleased	0.03333%	0.026667
	Gallie Horn, Jr. PO Box 174 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	Violet Rife PO Box 216 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	June D. Keene HC 62, Box 137-A Raven, VA 24639	Unleased	0.03333%	0.026667
	Nina F. Whited PO Box 192 Raven, VA 24639	Unleased	0.03333%	0.026667
	Esther Smith PO Box 142 Pounding Mill, VA 24637	Unleased	0.03333%	0.026667
	Vina L. Barker PO Box 345 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	Dora Gragg PO box 172 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	Peggy McGinnis Rt 1, Box 896 Pounding Mill, VA 24637	Unleased	0.03333%	0.026667

	Linda Proffitt PO Box 774 Doran, VA 24612	Unleased	0.03333%	0.026667
	Virginia Anthony 9912 Lyndia Place Upper Marlboro, MD 20772	Unleased	0.03333%	0.026667
	Helen Justus Horn Rt. 1, Box 126-A Clinchco, VA 24226	Unleased	0.03333%	0.026667
	Wanda Horn HC 62, Box 137 Raven, VA 24639	Unleased	0.03333%	0.026667
	Estil Rife PO Box 356 Maxey, VA 24628	Unleased	0.01111%	0.008889
	Vickie Lawson 232 Prince St Lorraine Apartment #8 Beckley, WV 25801	Unleased	0.00370%	0.002963
	Clyde Lawson 50 Callahan Branch Camper, KY 41539	Unleased	0.00370%	0.00296
	Rose Ayers 175 Circle Tree Dr Beckley, WV 25801	Unleased	0.00370%	0.00296
	Ronnie Lawson 302 Upland Way Bristol, VA	Unleased	0.00370%	0.00296
	Drema Keene HC 67, Box 76 Oakwood, VA 24631	Unleased	0.00370%	0.00296
	James William Todd Rife Box 202 Pilgrims Knob, VA 24634	Unleased	0.00370%	0.00296
6	John Bucklen 280 Sisters Lane Cedar Bluff, VA 24609	Leased	10.54%	8.45
7	Yukon Pocahontas Coal Co, etal Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	<b>1.65%</b> 0.83%	<b>1.32</b> 0.66
	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	0.18%	0.15
	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	0.10%	0.08
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342			

8

	Plum Creek Timberlands, L.P. Minerals Dept One Concourse Parkway, Suite 755 Atlanta, GA 30328	Unleased	0.54%	0.44
8	Raymond Butcher 4395 Spoonbill Dr Powhatan, VA 23139	Leased	13.83%	11.09
9	Jeanette Cantrell 1242 Horn Mountain Rd Raven, VA 24639	Unleased	6.48%	5.20
10	Gary Bucklen, etal 1190 Horn Mountain Road Raven, VA 24639	Leased	0.52%	0.42
11	Sandra B. & Denny R. Goss, etal HC 62, Box 139 Raven, VA 24639	Leased	0.76%	0.61
12	Lorene Bucklen, etal HC 62, Box 139 Raven, VA 24639	Leased	7.43%	5.96
13	Norfolk & Southern Railroad c/o Pocahontas Land Corporation PO Box 1517 Bluefield, WV 24701	Leased	0.31%	0.31
14	Hallie C. Ratliff 4000 Sheringham Rd. Richmond, VA 23236	Leased	0.06%	0.005
15	Edith Ratliff 304 West Mill Street McArthur, OH 45651	Leased	0.39%	0.31
	Bruce Ratliff 304 West Mill Street McArthur, OH 45651		1/3 Remainder	
	Wayne Ratliff 304 West Mill Street McArthur, OH 45651		1/3 Remainder	
	Scott Ratliff 304 W. Mill St. McArthur, OH 45651		1/3 Remainder	
16	Adeline Magee 805 Portsmouth Avenue Bristol, VA 24201	Leased	0.46% 0.09%	0.37 0.074
	William O. Rife 2372 State Rt. 681 North Albany, OH 45710	Leased	0.046%	0.037
	Agnes Hicks 5710 States Street Albany, OH 45710	Leased	0.046%	0.037
	Hallie C. Ratliff 4000 Sheringham Rd. Richmond, VA 23236	Leased	0.046%	0.037
	Leonard Fayard PO Box 104 Ocean Springs, MS 39566	Leased	0.023%	0.0185
	Lajuan Fellin 2462 Greenspring Drive Jacksonville, FL 32246	Leased	0.023%	0.0185

	Kirby Miller 6612 Timberland Dr Sandston VA 23150	Leased	0.012%	0.00925
	Clifford Miller 4411 Old Buckingham Rd Powhattan VA 23139	Leased	0.012%	0.00925
	Alma Campanelli 27 Bogel Rd Bayport NY 11705	Leased	0.012%	0.00925
	Anna Harris 1501 Leewall Court Richmond, VA 23238	Leased	0.012%	0.00925
	Herman Matney Rt. 2, Box 86 Whitewood, VA 24657	Leased	0.046%	0.037
	JoAnn Whitt P.O. Box 6 Pilgrims Knob, Va 24634	Leased	0.153%	0.123333333
	Robert Clifton 6845 Sawmill Rd Albany OH 45710	Leased	0.153%	0.123333333
	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.153%	0.123333333
	Edith Ratliff 304 West Mill Street McArthur, OH 45651	Leased	0.046%	0.037
17	JoAnn Whitt P.O. Box 6 Pilgrims Knob, Va 24634	Leased	<b>0.56%</b> 0.19%	<b>0.45</b> 0.15
	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.19%	0.15
	Robert Clifton 6845 Sawmill Rd Albany OH 45710	Leased	0.19%	0.15
18	Donald Honaker 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.29%	0.23
19	Gregory & Marietta Cantrell HC 62, Box 137 Raven, VA 24639	Unleased	6.60%	5.2900
20	Lorene Bucklen, etal (below 800') Horn Mointain Rd Raven, VA 24639	Leased	2.02%	1.6200

21	Norfolk & Southern Railroad c/o Pocahontas Land Corporation PO Box 1517 Bluefield, WV 24701	Leased	2.66%	2.13
22	Mattie Ratliff Duncan (below 800') 2511 Perdido Drive Midlothian, VA 23112	Leased	2.74%	2.2000
23	Donald Honaker (below 800') 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.350%	0.2800
<hr/>				
Total Percentage Leased			82.510%	
Total Percentage unleased			17.490%	
Total Acreage Leased				66.1700
Total Acreage Unleased				14.0200

**EXHIBIT "B"**  
**AE-153 & AE-251**  
**J-35**

Revised 4/17/09

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
		<u>Coal Estate Only</u>		
1	Mattie Ratliff Duncan 2511 Perdido Drive Midlothian, VA 23112	Leased	30.22%	24.23
2	Harold Fuller, Jr. & Patricia Fuller 15382 Dismal River Rd Whitewood VA 24657	Unleased	0.78%	0.63
3	Buck Jewell Resources PO Box 743 Doran, VA 24612	Leased	9.45%	7.58
4	Gregory & Marietta Cantrell HC 62, Box 137 Raven, VA 24639	Leased	0.82%	0.66
4A	Thomas S. Mullins & Alberta Mullins PO Box 235 Pilgrims Knob VA 24634	Unleased	0.50%	0.40
5	<b>Heirs of Viola Horn</b>	<b>Leased</b>	<b>0.50%</b>	<b>0.40</b>
	James H Horn 32025 Lee Hwy Glade Springs, VA 24340		0.03333%	0.026667
	Lawrence Horn HC 62, Box 136 Raven, VA 24639	Leased	0.03333%	0.026667
	Gallie Horn, Jr. PO Box 174 Pilgrim's Knob, VA 24634	Leased	0.03333%	0.026667
	Violet Rife PO Box 216 Pilgrim's Knob, VA 24634	Leased	0.03333%	0.026667
	June D. Keene HC 62, Box 137-A Raven, VA 24639	Leased	0.03333%	0.026667
	Nina F. Whited PO Box 192 Raven, VA 24639	Leased	0.03333%	0.026667
	Esther Smith PO Box 142 Pounding Mill, VA 24637	Leased	0.03333%	0.026667
	Vina L. Barker PO Box 345 Pilgrim's Knob, VA 24634	Leased	0.03333%	0.026667
	Dora Gragg PO box 172 Pilgrim's Knob, VA 24634	Leased	0.03333%	0.026667
	Peggy McGinnis Rt 1, Box 896 Pounding Mill, VA 24637	Leased	0.03333%	0.026667
	Linda Proffitt PO Box 774 Doran, VA 24612	Leased	0.03333%	0.026667

	Virginia Anthony 9912 Lyndia Place Upper Marlboro, MD 20772	Leased	0.03333%	0.026667
	Helen Justus Horn Rt. 1, Box 126-A Clinchco, VA 24226	Leased	0.03333%	0.026667
	Wanda Horn HC 62, Box 137 Raven, VA 24639	Leased	0.03333%	0.026667
	Estil Rife PO Box 356 Maxey, VA 24628	Leased	0.01111%	0.008889
	Vickie Lawson 232 Prince St Lorraine Apartment #8 Beckley, WV 25801	Leased	0.00370%	0.002963
	Clyde Lawson 50 Callahan Branch Camper, KY 41539	Leased	0.00370%	0.00296
	Rose Ayers 175 Circle Tree Dr Beckley, WV 25801	Leased	0.00370%	0.00296
	Ronnie Lawson 302 Upland Way Bristol, VA	Leased	0.00370%	0.00296
	Drema Keene HC 67, Box 76 Oakwood, VA 24631	Leased	0.00370%	0.00296
	James William Todd Rife Box 202 Pilgrims Knob, VA 24634	Leased	0.00370%	0.00296
6	John Bucklen 280 Sisters Lane Cedar Bluff, VA 24609	Leased	10.54%	8.45
7	Yukon Pocahontas Coal Co, etal Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Leased	1.65% 0.83%	1.32 0.66
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342	Leased		
	Buchanan Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Leased	0.18%	0.15
	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	Leased	0.10%	0.08
	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	Leased	0.54%	0.44

8	Raymond Butcher 4395 Spoonbill Dr Powhatan, VA 23139	Leased	13.83%	11.09
9	Jeanette Cantrell 1242 Horn Mountain Rd Raven, VA 24639	Leased	6.48%	5.20
10	Gary Bucklen, etal 1190 Horn Mountain Road Raven, VA 24639	Leased	0.52%	0.42
11	Sandra B. & Denny R. Goss, etal HC 62, Box 139 Raven, VA 24639	Leased	0.76%	0.61
12	Lorene Bucklen, etal HC 62, Box 139 Raven, VA 24639	Leased	7.43%	5.96
13	Norfolk & Southern Railroad c/o Pocahontas Land Corporation PO Box 1517 Bluefield, WV 24701	Leased	0.31%	0.31
14	Hallie C. Ratliff 4000 Sheringham Rd. Richmond, VA 23236	Leased	0.06%	0.005
15	Edith Ratliff 304 West Mill Street McArthur, OH 45651	Leased	0.39%	0.31
	Bruce Ratliff 304 West Mill Street McArthur, OH 45651		1/3 Remainder	
	Wayne Ratliff 304 West Mill Street McArthur, OH 45651		1/3 Remainder	
	Scott Ratliff 304 W. Mill St. McArthur, OH 45651		1/3 Remainder	
16	Adeline Magee 805 Portsmouth Avenue Bristol, VA 24201	Leased	0.46% 0.09%	0.37 0.074
	William O. Rife 2372 State Rt. 681 North Albany, OH 45710	Leased	0.046%	0.037
	Agnes Hicks 5710 States Street Albany, OH 45710	Leased	0.046%	0.037
	Hallie C. Ratliff 4000 Sheringham Rd. Richmond, VA 23236	Leased	0.046%	0.037
	Leonard Fayard PO Box 104 Ocean Springs, MS 39566	Leased	0.023%	0.0185
	Lajuan Fellin 2462 Greenspring Drive Jacksonville, FL 32246	Leased	0.023%	0.0185

	Kirby Miller 6612 Timberland Dr Sandston VA 23150	Leased	0.012%	0.00925
	Clifford Miller 4411 Old Buckingham Rd Powhattan VA 23139	Leased	0.012%	0.00925
	Alma Campanelli 27 Bogel Rd Bayport NY 11705	Leased	0.012%	0.00925
	Anna Harris 1501 Leewall Court Richmond, VA 23238	Leased	0.012%	0.00925
	Herman Matney Rt. 2, Box 86 Whitewood, VA 24657	Leased	0.046%	0.037
	JoAnn Whitt P.O. Box 6 Pilgrims Knob, Va 24634	Leased	0.153%	0.123333333
	Robert Clifton 6845 Sawmill Rd Albany OH 45710	Leased	0.153%	0.123333333
	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.153%	0.123333333
	Edith Ratliff 304 West Mill Street McArthur, OH 45651	Leased	0.046%	0.037
			<b>0.57%</b>	<b>0.45</b>
17	JoAnn Whitt P.O. Box 6 Pilgrims Knob, Va 24634	Leased	0.19%	0.15
	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Leased	0.19%	0.15
	Robert Clifton 6845 Sawmill Rd Albany OH 45710	Leased	0.19%	0.15
18	Donald Honaker 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.29%	0.23
19	Gregory & Marletta Cantrell HC 62, Box 137 Raven, VA 24639	Leased	6.60%	5.2900
20	Lorene Bucklen, etal (below 800') Horn Mointain Rd Raven, VA 24639	Leased	2.02%	1.6200
21	Norfolk & Southern Railroad c/o Pocahontas Land Corporation PO Box 1517 Bluefield, WV 24701	Leased	2.66%	2.13
22	Mattie Ratliff Duncan (below 800') 2511 Perdido Drive Midlothian, VA 23112	Leased	2.74%	2.2000

23	Donald Honaker (below 800') 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.350%	0.2800
<hr/>				
	Total Percentage Leased AEI		97.927%	
	Total Percentage Unleased AEI		2.073%	
	Total Acreage Leased AEI			78.5270
	Total Acreage Unleased AEI			1.6630

**Exhibit B-3**  
**AE-153 & AE-251**  
**J-35**  
**(Revised 10-20-2010)**

<b>TRACT</b>	<b>LESSOR</b>	<b>LEASE STATUS</b>	<b>INTEREST WITHIN UNIT</b>	<b>GROSS ACREAGE IN UNIT</b>
<b><u>Gas Estate Only</u></b>				
2	Harold Fuller, Jr. & Patricia Fuller 15382 Dismal River Rd Whitewood VA 24657	Unleased	0.78%	0.63
4A	Thomas S. Mullins & Alberta Mullins PO Box 235 Pilgrims Knob VA 24634	Unleased	0.50%	0.40
5	<b>Heirs of Viola Horn</b>	Unleased	<b>0.50%</b>	<b>0.40</b>
	James H Horn 32025 Lee Hwy Glade Springs, VA 24340	Unleased	0.03333	0.026667
	Lawrence Horn HC 62, Box 136 Raven, VA 24639	Unleased	0.03333	0.026667
	Gallie Horn, Jr. PO Box 174 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	Violet Rife PO Box 216 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	June D. Keene HC 62, Box 137-A Raven, VA 24639	Unleased	0.03333%	0.026667
	Nina F. Whited PO Box 192 Raven, VA 24639	Unleased	0.03333%	0.026667
	Esther Smith PO Box 142 Pounding Mill, VA 24637	Unleased	0.03333%	0.026667
	Vina L. Barker PO Box 345 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667

**Exhibit B-3**  
**AE-153 & AE-251**  
**J-35**  
(Revised 10-20-2010)

<b>TRACT</b>	<b>LESSOR</b>	<b>LEASE STATUS</b>	<b>INTEREST WITHIN UNIT</b>	<b>GROSS ACREAGE IN UNIT</b>
<b><u>Gas Estate Only</u></b>				
5	Dora Gragg PO Box 172 Pilgrim's Knob, VA 24634	Unleased	0.03333%	0.026667
	Peggy McGinnis Rt 1, Box 896 Pounding Mill, VA 24637	Unleased	0.03333%	0.026667
	Linda Proffitt PO Box 774 Doran, VA 24612	Unleased	0.03333%	0.026667
	Virginia Anthony 9912 Lyndia Place Upper Marlboro, MD 20772	Unleased	0.03333%	0.026667
	Helen Justus Horn Rt. 1, Box 126-A Clinchco, VA 24226	Unleased	0.03333%	0.026667
	Wanda Horn HC 62, Box 137 Raven, VA 24639	Unleased	0.03333%	0.026667
	Estil Rife PO Box 356 Maxey, VA 24628	Unleased	0.01111%	0.008889
	Vickie Lawson 232 Prince St Lorraine Apartment #8 Beckley, WV 25801	Unleased	0.00370%	0.002963
	Clyde Lawson 50 Callahan Branch Camper, KY 41539	Unleased	0.00370%	0.00296
	Rose Ayers 175 Circle Tree Dr Beckley, WV 25801	Unleased	0.00370%	0.00296
	Ronnie Lawson 302 Upland Way Bristol, VA	Unleased	0.00370%	0.00296

**Exhibit B-3**  
**AE-153 & AE-251**  
**J-35**  
(Revised 10-20-2010)

<b>TRACT</b>	<b>LESSOR</b>	<b>LEASE STATUS</b>	<b>INTEREST WITHIN UNIT</b>	<b>GROSS ACREAGE IN UNIT</b>
<b><u>Gas Estate Only</u></b>				
5	Drema Keene HC 67, Box 76 Oakwood, VA 24631	Unleased	0.00370%	0.00296
	James William Todd Rife Box 202 Pilgrims Knob, VA 24634	Unleased	0.00370%	0.00296
7	Yukon Pocahontas Coal Co,etal Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.83%	0.66
	Attn: C. Dale Harman 615 Tuxedo Place Atlanta, GA 30342		<b>1.65%</b>	<b>1.32</b>
	Buchanan Coal Company, LLP Attn: Charles Hart 312 West Main St Tazewell, VA 24651	Unleased	0.18%	0.15
	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	0.10%	0.08
	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	0.54%	0.44
9	Jeanette Cantrell 1242 Horn Mountain Rd Raven, VA 24639	Unleased	6.48%	5.25

**Exhibit B-3**  
**AE-153 & AE-251**  
**J-35**  
(Revised 10-20-2010)

<b>TRACT</b>	<b>LESSOR</b>	<b>LEASE STATUS</b>	<b>INTEREST WITHIN UNIT</b>	<b>GROSS ACREAGE IN UNIT</b>
<b><u>Gas Estate Only</u></b>				
16	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.153%	0.123333333
17	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.19%	0.15
18	Donald Honaker 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.29%	0.23
19	Gregory & Marletta Cantrell HC 62, Box 137 Raven, VA 24639	Unleased	6.60%	5.2900
23	Donald Honaker (below 800') 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.350%	0.2800
Total Percentage Unleased			17.49%	
Total Acreage Unleased				14.02

**Exhibit B-3**  
**AE-153 & AE-251**  
**J-35**  
**(Revised 10-20-2010)**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate Only</u>				
2	Harold Fuller, Jr. & Patricia Fuller 15382 Dismal River Rd Whitewood VA 24657	Unleased	0.78%	0.63
4A	Thomas S. Mullins & Alberta Mullins PO Box 235 Pilgrims Knob VA 24634	Unleased	0.50%	0.40
16	Phyllis Fields 5110 Fisher Road Athens, OH 45701	Unleased	0.153%	0.123333333
18	Donald Honaker 3041 Horn Mountain Rd Raven, VA 24639	Unleased	0.29%	0.23
23	Donald Honaker (below 800') 3041 Horn Mountain Rd Raven, VA 24639 Norfolk & Southern Railroad (above 800')	Unleased	0.350%	0.2800
Total Percentage Unleased			2.073%	
Total Acreage Unleased				17.103

INSTRUMENT #100003106  
RECORDED IN THE CLERK'S OFFICE OF  
BUCHANAN COUNTY ON  
NOVEMBER 17, 2010 AT 01:57PM

BEVERLY S. TILLER, CLERK  
RECORDED BY: GGB