

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

IN RE:

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB-10-0316-2687
ELECTIONS: VH-530254
(hereinafter "Subject Drilling Unit")

Tax ID on Exhibits - B-3 and E

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 requirements 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 September 8, 2011, and recorded in Deed Book 490, Page 545 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on September 30, 2011, (herein "Board Order") and (2) to complete the record regarding elections. The Board Order established a drilling unit and pooled all interests 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 Range Resources-Pine Mountain, Inc., (herein the "Designated Operator"), to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by said Board Order;

- (b) The Designated Operator filed its affidavit of mailing dated March 8, 2012, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interests, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interests, 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 8, 2012, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.7C (herein "Affidavit of Elections" annexed hereto), wherein it has, for each Respondent whose interests, 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(s) made, if any; and (iii) whether, by reason of 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, interests, estates and claims in Subject Drilling Unit to the Designated Operator;
 - (d) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank and Trust Company, Trust Division, P.O. Box 3860, Kingsport, TN 37664; Tel: (423) 246-3700; 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 July 18, 2006. The Affidavit of Elections indicates that the escrow of funds is required with regard to VH-530254.
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, to the extent escrow was required and to the extent it pertained to the elections and interests of the Respondents who have entered into a royalty split agreement and no longer require escrow of any funds, the Applicant is hereby directed to provide the Board with reconciliation of its and the Escrow Agent's records so that any funds affected by this Order may be disbursed in an appropriate manner.
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

Supplemental Order stating that a true and correct copy of this Supplemental Order was mailed within seven (7) days from the date of receipt of this Supplemental Order to each Respondent 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 as of the date of the Board's approval of this Application, which is set forth at Paragraph 1 above.

DONE AND EXECUTED this 17 day of April, 2012, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 17th day of April, 2012, by the Order of this Board.

Rick Cooper
Rick Cooper
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF RUSSELL)

Acknowledged on this 17th day of April, 2012, 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 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 J. Davis, Notary
174394

My commission expires: 9/30/13



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

IN RE: Application of Range Resources-Pine Mountain, Inc, for the Forced Pooling of Interests in VH-530254, Docket No. VGOB-10-0316-2687 in the Kenady District, Caney Ridge Quadrangle, Dickenson County, Virginia.

AFFIDAVIT OF MCKINNIS & SCOTT, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

Timothy E. Scott (herein Affiant), being duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of MCKINNIS & SCOTT, the Agent for the Designated Operator, with offices located at 135 W. Main Street, Suite 200, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on September 8, 2011, by the Virginia Gas and Oil Board regarding the captioned conventional gas 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 and recorded 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; that proof of such mailing has previously been tendered to the Division of Gas and Oil, the Office of the Gas and Oil Inspector, at Lebanon, Virginia;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender written notice of their election of the option selected under Paragraph 9 of the Order to the Designated Operator within thirty (30) days from the date of receipt of a copy of the recorded Order;
5. That the Designated Operator, by and through its agent, McKinnis & Scott, Attorneys-at-Law, has established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interests 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 Drilling Unit; that the following persons or entities delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day elections period:

NONE

6. That the interest and/or claims of the following persons or entities (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:

See Exhibit E

7. That after the pooling hearing held in the captioned matter, the following persons or entities have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims:

None

8. That the Designated Operator with regard to persons previously requiring the services of the Escrow Agent have now reached an agreement regarding their interests or claims that allows Applicant/Designated Operator to make royalty distribution without the need to escrow funds which would otherwise be in conflict:

None

9. That the Respondents identified in Exhibit B-3 hereto have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective oil and gas rights, interests and claims shall be deemed to have leased to Applicant/Designated Operator pursuant to and in accordance with Paragraph 10 of the Board Order dated September 8, 2011:

See Exhibit B-3

10. The Designated Operator requests that the following persons be dismissed as Respondents:

NONE

That pursuant to the provisions of 4VAC 25-160.70.A.10 and .C and VAC 25-160-80, 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 is required in this matter pursuant to the terms of §§ 45.1-361.21.D and 45.1-361.22.A.3 and .4.

Dated at Kingsport, Tennessee, this 8th day of March, 2012.

Timothy E. Scott
Timothy E. Scott, Affiant

Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for Range Resources-Pine Mountain, Inc., a corporation, on behalf of the corporation, this 8th day of March, 2012.

Donna M. Kimbler
Notary Public

My commission expires: 11-20-2013



Well Coordinates: (Geographic N27)
37.062957 -82.462264

BK 490PG 554

BK 498PG 162

37° 05' 00"

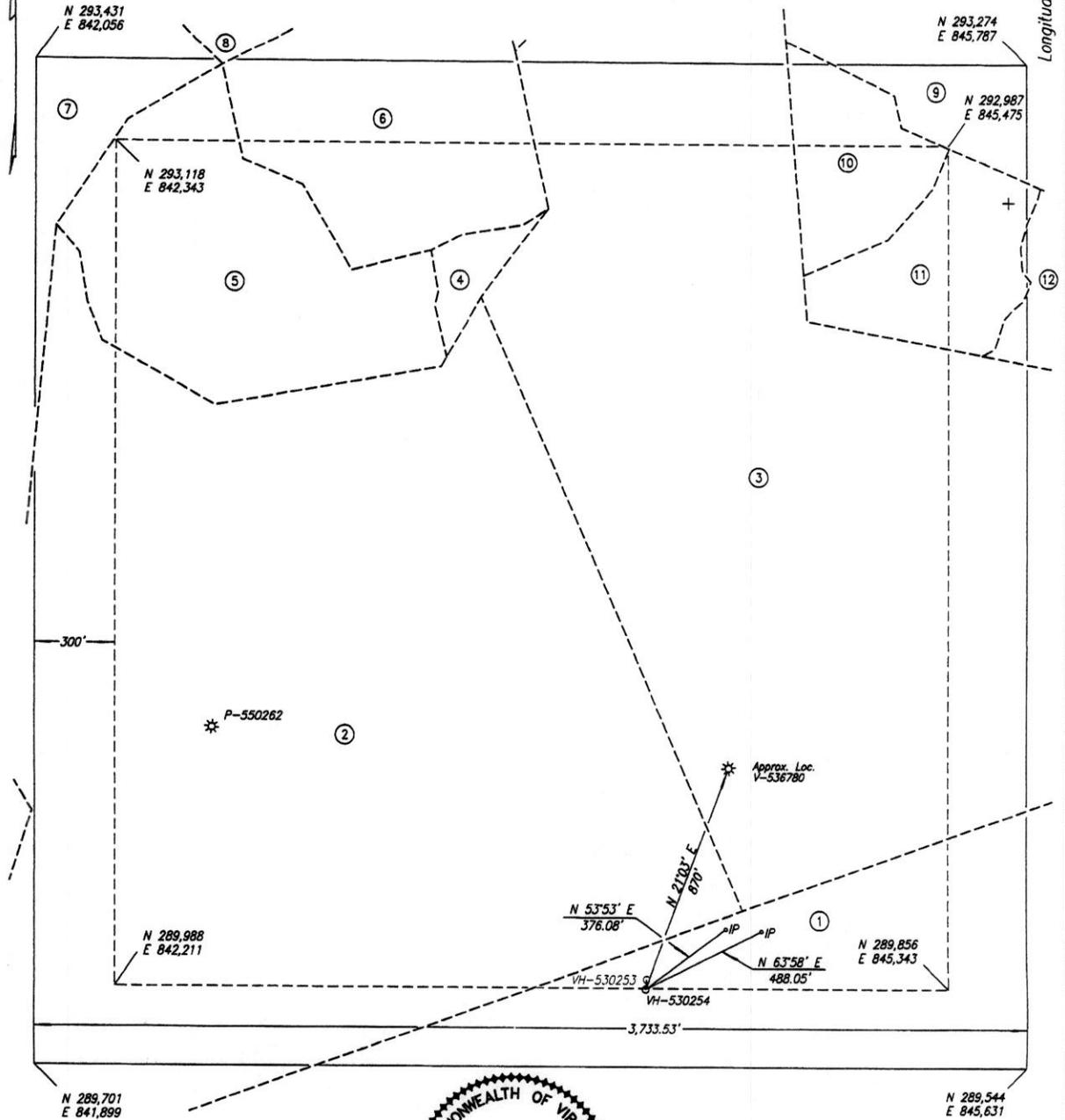
1,130'

Longitude 82° 27' 30"

7,440'

See attached Tract Ownership
Information Schedule

--- Mineral Line
- - - Surface Line



Note 1: The boundary lines shown hereon are based on deeds, plats and maps of record and do not depict a current boundary survey.

Note 2: The well will be drilled within 10' of the permitted coordinates.

Well elevation determined by GPS survey from HARN Monument P-424



Area of Unit = 320 Ac.

Well Coordinates: (VA St. Plane S. Zone, NAD 83)
N 3,570,774.07 E 10,327,187.27

Well Coordinates: (VA St. Plane S. Zone, NAD 27 Calculated from NAD 83)
N 289,899.69 E 844,202.96

Well Coordinates: (Clinchfield Coal Co.)
S 13,468.56 W 22,994.75

WELL LOCATION PLAT

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER VH-530254
TRACT NO. Lease No. 241493L ELEVATION 2,191.72' QUADRANGLE Caney Ridge
COUNTY Dickenson DISTRICT Kenady SCALE 1" = 400' DATE 1-14-2010

This Plat is a new plat X; an updated plat ; or a final location plat
+ Denotes the location of a well on United States topographic Maps, sc
24,000, latitude and longitude lines being represented by border lines

Exhibit A

James E. Halsey
Licensed Professional Engineer or Licensed Land Surveyor

BK 490PG 555

VH-530254 PLAT

TRACT OWNERSHIP INFORMATION SCHEDULE

1/15/2010

BK 498PG 163

- 1 . Lease No. 241493L
Steinmam Development Co. - coal, oil & gas
1,880.00 Acres
Gas 29.97 Ac. 9.36%
- 2 . Lease No. 906889 / T-644
N. B. Dotson
140.57 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - oil & gas
Gas 127.81 Ac. 39.94%
- 3 . Lease No. 906889 / T-669
Rueben H. Powers
460.04 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC- coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - oil, gas
Gas 94.86 Ac. 29.64%
- 4 . Lease No.
Rick Fletcher - oil & gas
3.82 Acres
Gas 1.94 Ac. 0.61%
- 5 . Lease No.
Doug Mullins - oil & gas
24.49 Acres
Gas 23.45 Ac. 7.33%
- 6 . Lease No.
Pamela Keith Dixon & Alger Keith - oil & gas
26.2 Acres
Gas 15.83 Ac. 4.95%
- 7 . Lease No. 906889 / T-648
Stephen Gose - oil & gas
526 Acres
Range Resources-Pine Mountain, Inc. - oil & gas
Gas 5.36 Ac. 1.67%
- 8 . Lease No.
Hasel & Shelbie Willis - oil & gas
26.03 Acres
Gas 0.01 Ac. 0.01%
- 9 . Lease No.
L. V. Stanley Heirs - oil & gas
50 Acres
Gas 4.11 Ac. 1.28%
- 10 . Lease No.
Patricia Stanley - oil & gas
9.0 Acres
Gas 7.06 Ac. 2.21%
- 11 . Lease No.
Joe Stanley - oil & gas
4.5 Acres
Gas 9.01 Ac. 2.82%
- 12 . Lease No.
Millard Mullins Heirs - oil & gas
9.0 Acres
Gas 0.59 Ac. 0.18%

Exhibit "B"
VH-530254

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
1	Steinman Development Company A Limited Partnership ATTN: Jim Sykes P.O. Box 249 Norton, VA 24273 Tax Card ID - 6194	Leased	9.36000000	29.97000000
2	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - 20174	Owner	39.94000000	127.81000000
3	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - 20202	Owner	29.64000000	94.86000000
4	Rick D. Fletcher 1258 Harm Ridge Road Coeburn, VA 24230 Tax Card ID - 4231	Leased	0.61000000	1.94000000
5	Doug Mullins 423 Paul Stanley Rd. Coeburn, VA 24230 Tax Card ID - 16078	Leased	7.33000000	23.45000000
6	Alger L Keith P.O. Box 2335 Coeburn, VA 24230 Tax Card ID - 4839 & 5296	Life Estate Unleased	0.00000000	0.00000000
	Pamela Keith & Don Dixon 4671 Waterlevel Highway SE Cleveland, TN 37323 Tax Card ID - 4839 & 5296	Remainder Unleased	4.95000000	15.83000000
7	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136	Owner	1.67000000	5.36000000

	Abingdon, VA 24212 Tax Card ID - 20180			
8	Hassel B. & Shelbie J. Willis 8570 DC Caney Ridge Road Coeburn, VA 24230 Tax Card ID - 17395	Leased	0.01000000	0.01000000
9	L.V. Stanley Heirs Unknown Tax Card ID - Minerals Only	Unleased	1.28000000	4.11000000
10	Patricia Carol Stanley And Joe Stanley 520 1/2 Kentucky Ave Norton, Va 24273 Tax Card ID - 6151, 5313, 5175	Leased	2.21000000	7.06000000
11	Patricia Carol Stanley And Joe Stanley 520 1/2 Kentucky Ave Norton, Va 24273 Tax Card ID - 6151, 5313, 5175	Leased	2.82000000	9.01000000
12	Tax Card ID - Minerals Only			
	Eula & Ernest Vanover 1830 Wildlife Run Beaverdam, VA 23015-9560	Leased	0.01636364	0.05363636
	Clifford Mullins 1185 Fairfax Pike White Post, VA 22663	Leased	0.01636364	0.05363636
	Inus Acree 19 Cherokee lane Fort Valley, VA 22652	Leased	0.01636364	0.05363636
	Gary Mullins 19 Cherokee lane Fort Valley, VA 22652	Unleased	0.01636364	0.05363636
	Norma Mullins 167 Shawnee Est Winfield, WV 25213	Leased	0.01636364	0.05363636
	Roger Mullins 8817 Lazy Acres Ln Spotsylvania, VA 22551	Leased	0.01636364	0.05363636
	Ronald & Shirley Mullins 3389 S Walnut Ave White Cloud, MI 49349	Leased	0.01636364	0.05363636

Willie H. Mullins PO Box 325 Pound, VA 24279	Unleased	0.01636364	0.05363636
Radford Neil & Elsie Mullins 13404 Telegraph Rd. Woodbridge VA 22191	Unleased	0.01636364	0.05363636
Jerry & Betty Mullins 10020 Wallers Rd. Partlow, VA 22534	Leased	0.01636364	0.05363636
Jennifer & Joseph Pasqual 113 Oak lawn Rd. Stafford, VA 22554	Unleased	0.00545455	0.01787879
Larry & Sarah Mullins 343 Longwood Dr. Stafford, VA 22556	Unleased	0.00545455	0.01787879
Shannon Mullins 40 Shane Drive, APT #2 Cabot, AR 72023	Unleased	0.00545455	0.01787879

TOTAL GAS ESTATE

100.00000000 320.00000000

Percentage of Unit Leased	93.70454545
Percentage of Unit Unleased	6.29545455
Acreage in Unit Leased	299.84545455
Acreage in Unit Unleased	20.15454545

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**Exhibit "B-3" - Unleased Owners
VH-530254**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
6	Alger L Keith P.O. Box 2335 Coeburn, VA 24230 Tax Card ID - 4839 & 5296	Life Estate Unleased	0.00000000	0.00000000
	Pamela Keith & Don Dixon 4671 Waterlevel Highway SE Cleveland, TN 37323 Tax Card ID - 4839 & 5296	Remainder Unleased	4.95000000	15.83000000
9	L.V. Stanley Heirs Unknown Tax Card ID - Minerals Only	Unleased	1.28000000	4.11000000
12	Tax Card ID - Minerals Only			
	Gary Mullins 19 Cherokee lane Fort Valley, VA 22652	Unleased	0.01636364	0.05363636
	Willie H. Mullins PO Box 325 Pound, VA 24279	Unleased	0.01636364	0.05363636
	Radford Neil & Elsie Mullins 13404 Telegraph Rd. Woodbridge VA 22191	Unleased	0.01636364	0.05363636
	Jennifer & Joseph Pasqual 113 Oak lawn Rd. Stafford, VA 22554	Unleased	0.00545455	0.01787879
	Larry & Sarah Mullins 343 Longwood Dr. Stafford, VA 22556	Unleased	0.00545455	0.01787879
	Shannon Mullins 40 Shane Drive, APT #2 Cabot, AR 72023	Unleased	0.00545455	0.01787879
	TOTAL GAS ESTATE		6.29545455	20.15454545

**Exhibit "E" - Escrow Owners
VH-530254**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
9	L.V. Stanley Heirs Unknown Tax Card ID - Minerals Only	Unleased	1.28000000	4.11000000
TOTAL GAS ESTATE			1.28000000	4.11000000

INSTRUMENT #110001265
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
SEPTEMBER 30, 2011 AT 09:07AM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF

INSTRUMENT #120000819
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JUNE 19, 2012 AT 03:40PM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF

Hagy, Sharon (DMME)

From: VITASHARE System [vitashare@vita.virginia.gov]
Sent: Thursday, July 05, 2012 12:40 PM
To: Hagy, Sharon (DMME)
Subject: Status Change for Transaction VNSNND75H25XFE5I

Sharon Hagy,
The status for your job id VNSNND75H25XFE5I, has changed to 'gloria.clark@dmme.virginia.gov downloaded all the files '.
You can view your job here
<<https://vitashare.vita.virginia.gov/fcweb/viewJobLink.do?JOBIDX=VNSNND75H25XFE5I>> .

Date: Thu, Jul 5, at 12:29

Transaction Details:

Acknowledge Security Policy: I understand that this system is not intended for sensitive data.

Recipient's Email example- user1@virginia.gov, user2@virginia.gov:
acourtney@mckinnisscott.com, gloria.clark@dmme.virginia.gov, phorn@rangeresources.com

Message - Describe file attachment: Please see the recorded supplemental order for docket 2687. Let me know if you are unable to download the files. Thank you, Sharon

Notify me when the file is downloaded?: Yes

Pin: 852048

Files:

2687_Supplemental-Original.tif