

201202134

000064 JUL 30 2012

1789

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 10/06/15-2716

ELECTIONS, UNIT: VC-537195

(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 December 19, 2011, and recorded in Book with Instrument #201200236 in the Office of the Clerk of Circuit Court, Wise County, Virginia on January 25, 2012, (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 February 22, 2012, 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 May 18, 2012, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;
- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
- (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37664, (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37664, (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 31 day of May, 2012 by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED THIS 31ST day of MAY, 2012 by Order of this 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 31st day of May, 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 David Asbury Jr., 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 Davis
Diane Davis, Notary
174394

My commission expires: September 30, 2013



000067 JUL 30 2

SUPPLEMENT 'B'
VC-537195
CREATED 06/01/2010

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
	Gas Estate Only	GAS ESTATE ONLY			
1	ACIN, LLC	Leased	32.42000000%	19.0800	0.04052500 RI
Minerals Only	ATTN: John Mooney-Vice President 5260 Irwin Road Huntington, WV 25705	904576 WI-158			
	EQT Production Company				0.28367500 WI
Tract 1 Totals			32.42000000%	19.0800	0.32420000
2	Range Resources-Pine Mountain, Inc.	Leased	19.34000000%	11.3800	0.02417500 RI
Minerals Only	ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	906889 T-889			
	EQT Production Company				0.16922500 WI
Tract 2 Totals			19.34000000%	11.3800	0.19340000
3	ACIN, LLC	Leased	40.27000000%	23.7000	0.05033750 RI
Minerals Only	ATTN: John Mooney-Vice President 5260 Irwin Road Huntington, WV 25705	904576 WI-158			
	EQT Production Company				0.35236250 WI
Tract 3 Totals			40.27000000%	23.7000	0.40270000
4	ACIN, LLC	Leased	0.22000000%	0.1300	0.00027500 RI
Tax ID # 019271	ATTN: John Mooney-Vice President 5260 Irwin Road Huntington, WV 25705	904576 WI-184			
	EQT Production Company				0.00192500 WI
Tract 4 Totals			0.22000000%	0.1300	0.00220000
5	Unknown Owner	Unleased	1.14000000%	0.6700	0.00142500 RI
Minerals Only					
	EQT Production Company				0.00997500 WI
Tract 5 Totals			1.14000000%	0.6700	0.01140000
6	Sarah V. Kennedy Heirs	Unleased	1.94000000%	1.1400	0.00242500 RI
Minerals Only	Unknown/Unlocatable				
	EQT Production Company				0.01697500 WI
Tract 6 Totals			1.94000000%	1.1400	0.01940000
7	Laurah Freeman	Unleased	4.67000000%	2.7500	0.00583750 RI
Minerals Only	C/O Barbara Burkins 22027 Cocoa Palm Way, Unit 148 Boca Raton, FL 33433				
	EQT Production Company				0.04086250 WI
Tract 7 Totals			4.67000000%	2.7500	0.04670000
Total Gas Estate			100.00000000%	58.8500	1.00000000
Percentage of Unit Leased			92.25000000%		
Percentage of Unit Unleased			7.75000000%		
Acreage in Unit Leased				54.2900	
Acreage in Unit Unleased				4.5600	

COAL ESTATE ONLY

1	Range Resources-Pine Mountain, Inc.	Leased	32.42000000%	19.0800	0.04052500 RI
Minerals Only	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-248			
	Abingdon, VA 24212				
Tract 1 Totals	EQT Production Company		<u>32.42000000%</u>	<u>19.0800</u>	<u>0.28367500 WI</u> <u>0.32420000</u>
2	Range Resources-Pine Mountain, Inc.	Leased	19.34000000%	11.3800	0.02417500 RI
Tax ID # 019538	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	T-889			
	Abingdon, VA 24212				
Tract 2 Totals	EQT Production Company		<u>19.34000000%</u>	<u>11.3800</u>	<u>0.16922500 WI</u> <u>0.19340000</u>
3	Range Resources-Pine Mountain, Inc.	Leased	40.27000000%	23.7000	0.05033750 RI
Tax ID # 019553	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-163			
	Abingdon, VA 24212				
Tract 3 Totals	EQT Production Company		<u>40.27000000%</u>	<u>23.7000</u>	<u>0.35236250 WI</u> <u>0.40270000</u>
4	Range Resources-Pine Mountain, Inc.	Leased	0.22000000%	0.1300	0.00027500 RI
Tax ID # 019553	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-163			
	Abingdon, VA 24212				
Tract 4 Totals	EQT Production Company		<u>0.22000000%</u>	<u>0.1300</u>	<u>0.00192500 WI</u> <u>0.00220000</u>
5	Range Resources-Pine Mountain, Inc.	Leased	1.14000000%	0.6700	0.00142500 RI
Minerals Only	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-163			
	Abingdon, VA 24212				
Tract 5 Totals	EQT Production Company		<u>1.14000000%</u>	<u>0.6700</u>	<u>0.00997500 WI</u> <u>0.01140000</u>
6	Range Resources-Pine Mountain, Inc.	Leased	1.94000000%	1.1400	0.00242500 RI
Tax ID # 019553	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-163			
	Abingdon, VA 24212				
Tract 6 Totals	EQT Production Company		<u>1.94000000%</u>	<u>1.1400</u>	<u>0.01697500 WI</u> <u>0.01940000</u>
7	Range Resources-Pine Mountain, Inc.	Leased	4.67000000%	2.7500	0.00583750 RI
Minerals Only	ATTN: Jerry Grantham	906889			
	P.O. Box 2136	TC-248			
	Abingdon, VA 24212				
Tract 7 Totals	EQT Production Company		<u>4.67000000%</u>	<u>2.7500</u>	<u>0.04086250 WI</u> <u>0.04670000</u>
Total Coal Estate			100.00000000%	58.8500	1.00000000
Percentage of Unit Leased			100.00000000%		
Percentage of Unit Unleased			0.00000000%		
Acreage in Unit Leased				58.8500	
Acreage in Unit Unleased				0.0000	

**EXHIBIT "B-3"
VC-537195**

<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>		
5	Unknown Owner Minerals Only	Unleased	1.14000000%	0.6700
6	Sarah V. Kennedy Heirs Unknown/Unlocateable Minerals Only	Unleased	1.94000000%	1.1400
7	Laurah Freeman c/o Barbara Burkins 22027 Cocoa Palm Way, Unit 148 Boca Raton, FL 33433 Minerals Only	Unleased	4.67000000%	2.7500
	Total Gas		7.75000000%	4.5600

EXHIBIT "E" 000070 JUL 30th
VC-537195

<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	ACIN, LLC ATTN: John Mooney-Vice Preside 5260 Irwin Road Huntington, WV 25705 Minerals Only	Leased 904576 WI-158	32.42000000%	19.0800
3	ACIN, LLC ATTN: John Mooney-Vice Preside 5260 Irwin Road Huntington, WV 25705 Minerals Only	Leased 904576 WI-158	40.27000000%	23.7000
4	ACIN, LLC ATTN: John Mooney-Vice Preside 5260 Irwin Road Huntington, WV 25705 Tax ID # 019271	Leased 904576 WI-184	0.22000000%	0.1300
5	Unknown Owner Minerals Only	Unleased	1.14000000%	0.6700
6	Sarah V. Kennedy Heirs Unknown/Unlocateable Minerals Only	Unleased	1.94000000%	1.1400
7	Laurah Freeman C/O Barbara Burkins 22027 Cocoa Palm Way, Unit 148 Boca Raton, FL 33433 Minerals Only	Unleased	4.67000000%	2.7500
Total Gas Estate			80.66000000%	47.4700

7

EXHIBIT "E"
VC-537195

<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	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Minerals Only	Leased 906889 TC-248	32.42000000%	19.0800
3	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Tax ID # 019553	Leased 906889 TC-163	40.27000000%	23.7000
4	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Tax ID # 019553	Leased 906889 TC-163	0.22000000%	0.1300
5	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Minerals Only	Leased 906889 TC-163	1.14000000%	0.6700
6	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Tax ID # 019553	Leased 906889 TC-163	1.94000000%	1.1400
7	Range Resources-Pine Mountain, ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212 Minerals Only	Leased 906889 TC-248	4.67000000%	2.7500
Total Coal Estate			80.66000000%	47.4700

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VC-537195 VGOB Docket No. VGOB-10/06/15-2716 in the Lipps Magisterial District of Wise County, Virginia.

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

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on December 19, 2011, 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 January 25, 2012.
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.

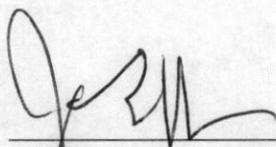
NONE

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

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.

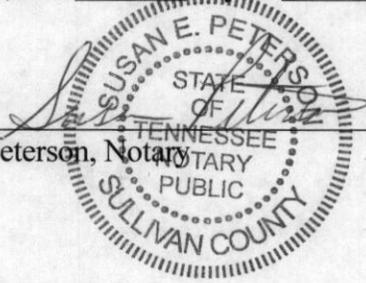
Dated at Kingsport, Tennessee, this 18th day of May, 2012.



Affiant

State of Tennessee)
County of Sullivan)

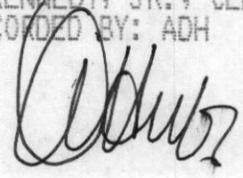
Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of EQT Production Company, a corporation, on behalf of the corporation, this 18th day of May, 2012.



Susan Peterson, Notary

My commission expires: October 24, 2012.

INSTRUMENT #201202134
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
JULY 30, 2012 AT 03:24PM
J. JACK KENNEDY, JR., CLERK
RECORDED BY: ADH



Hagy, Sharon (DMME)

From: VITASHARE System [vitashare@vita.virginia.gov]
Sent: Thursday, August 09, 2012 8:14 AM
To: Hagy, Sharon (DMME)
Subject: New Transaction O7J7XS97TH9V71ZW-0005

Transaction details for Sharon Hagy(user shagy_1) _____

Job Id: O7J7XS97TH9V71ZW-0005

Date: Thu, Aug 9, at 08:13

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: ATolman@eqt.com, gloria.clark@dmme.virginia.gov, KKenny@eqt.com, KShannon@eqt.com, mbarbour@eqt.com, sep@wilhoitandkaiser.com

Message - Describe file attachment: Please see the recorded supplemental orders for dockets: 2716 2720 2758 2807 2864 2884 Let me know if you are unable to download the files. Thank you, Sharon Hagy sharon.hagy@dmme.virginia.gov

Notify me when the file is downloaded?: Yes

Pin: 563317

Files:

- 2716_Supplemental-Original.tif
- 2720_Supplemental-Original.tif
- 2758_Supplemental-Original.tif
- 2807_Supplemental-Original.tif
- 2864_Supplemental-Original.tif
- 2884_Supplemental-Original.tif

View details here

<http://vitashare.vita.virginia.gov/fcweb/viewJobLink.do?JOBIDX=O7J7XS97TH9V71ZW>

Total Estimated File Size: 3398 KB

Total Number of Files: 6

Estimated Upload Time: 00:02:05

Instrument Control Number

[Empty box for Instrument Control Number]

000062 JUL 30 2012

Commonwealth of Virginia
Land Record Instruments
Cover Sheet - Form A

INSTRUMENT #201202134
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
JULY 30, 2012 AT 03:24PM

[ILS VLR Cover Sheet Agent 1.0.93]

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

T
A
X

E
X
E
M
P
T

C
O
R
P

Date of Instrument: [7/24/2012]

Instrument Type: [OTHER]

Number of Parcels [2]

Number of Pages [11]

City County [Wise County]

(Box for Deed Stamp Only)

First and Second Grantors

Last Name	First Name	Middle Name or Initial	Suffix
[Virginia Gas and Oil Bo]	[]	[]	[]
[]	[]	[]	[]

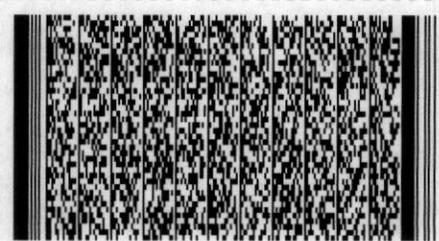
First and Second Grantees

Last Name	First Name	Middle Name or Initial	Suffix
<input checked="" type="checkbox"/> [ACIN LLC]	[]	[]	[]
<input checked="" type="checkbox"/> [Range Resources Pine]	[]	[]	[]

Grantee Address (Name) [EQT]
 (Address 1) [625 Liberty Ave]
 (Address 2) [EQT Plaza, Suite 1700]
 (City, State, Zip) [Pittsburgh] [PA] [15222]
 Consideration [0.00] Existing Debt [0.00] Assumption Balance [0.00]

Prior Instr. Recorded at: City County [Wise County] Percent. in this Juris. [100]
 Book [] Page [] Instr. No []
 Parcel Identification No (PIN) []
 Tax Map Num. (if different than PIN) [019271]
 Short Property Description [Supplemental Order]
 Current Property Address (Address 1) [ATTN John Mooney VP]
 (Address 2) [5260 Irwin Road]
 (City, State, Zip) [Huntington] [WI] [25705]

Instrument Prepared By [Virginia Gas and Oil Board]
 Recording Paid for By [DMME]
 Return Recording To (Name) [Sharon Hagy]
 (Address 1) [Division of Gas and Oil]
 (Address 2) [P.O. Box 159]
 (City, State, Zip) [Lebanon] [VA] [24266]
 Customer Case ID [1006152716] [] []



000063 JUL 30 12

Instrument Control Number
[]

Commonwealth of Virginia Land Record Instruments Continuation Cover Sheet Form C

[ILS VLR Cover Sheet Agent 1.0.93]

T
A
X

E
X
E
M
P
T

G
R
A
N
T
O
R

G
R
A
N
T
E
E

C
O
R
P

Date of Instrument: [7/24/2012]

Instrument Type: [OTHER]

Number of Parcels [2]

Number of Pages [11]

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

Grantors/Grantees/Parcel Continuation Form C

Last Name	First Name	Middle Name or Initial	Suffix
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]
[]	[]	[]	[]

Prior Instr. Recorded at: City County [Wise County] Percent. in this Juris. [100]
 Book [] Page [] Instr. No []
 Parcel Identification No (PIN) []
 Tax Map Num. (if different than PIN) [019553]
 Short Property Description [Supplemental Order]
 Current Property Address (Address 1) [P O Box 2136]
 (Address 2) []
 (City, State, Zip) [Abingdon] [VA] [24212]

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

