

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
ELECTIONS, UNIT: VCI-538847

DOCKET NO. VGOB 11/01/25-2888

(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 14, 2011, and recorded in Instrument # 110001762 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on July 27, 2011, (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 August 10, 2011, 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 January 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;

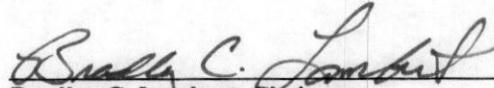
- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement 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, 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.

Effective Date:

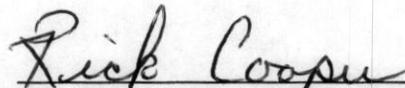
This Order shall be effective on the date of its execution.

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



Bradley C. Lambert, Chairman
Virginia Gas and Oil Board

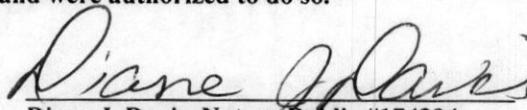
DONE AND PERFORMED this 17th day of APRIL, 2012 BY Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH 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 the Chairman of the Virginia Gas and Oil Board and 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, Notary Public #174394

My commission expire: 09/30/2013



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VCI-538847 VGOB Docket No. VGOB-11/01/25-2888 in the Prater 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 14, 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 July 27, 2011.
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:

Tract
3

Lessor
CNX Gas Company LLC
ATTN: Anita Duty
2481 John Nash Blvd
Bluefield, WV 24701

Elected
Participation

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.

See Exhibit EE

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.

NONE

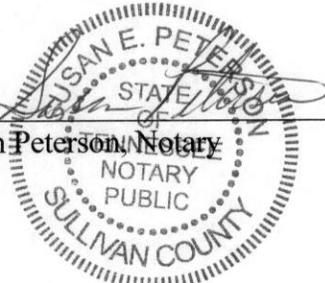
That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

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

Susan Peterson, Notary


My commission expires: October 24, 2012.

SUPPLEMENT "B"
VCI-538847
VGOB 11/01/25-2888

<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>
<u>GAS ESTATE ONLY</u>					
1	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 30469	49.41000000%	29.04000000	0.06176250
	EQT Production Company				0.43233750
tract 1 Totals			49.41000000%	29.04000000	0.49410000
2	Hurley Ratliff (Life Estate) 1058 Willie Road Vansant, V.A. 24656	Leased 950988	34.72000000%	20.41000000	0.04340000
	Barbara Crouse and Junior Crouse 1104 Twin Branch road Grundy, VA 24614 Remainderman				
	Linda Duty and Kermit Duty 2584 Hobbs Branch Road Grundy, VA 24614 Remainderman				
	EQT Production Company				0.30380000
tract 2 Totals			34.72000000%	20.41000000	0.34720000
3	Fairview Limited Partnership Agent* c/o John C. Irvine 4710 Hunterwood Circle Richmond, TX 77469	Unleased	3.17500000%	1.86500000	0.00396875
	Richard K. Pobst* 1024 Oxford Drive St. Augustine, FL 32084-1821	Unleased	1.05833333%	0.62166667	0.00132292
	Cathy Pobst* c/o Professional Accounting Services 111 Postelle Cartersville, GA 30120	Unleased	1.05833333%	0.62166667	0.00132292
	Meredith E. Jennings* 542 Butler Mill Road Maryville, TN 37803	Unleased	2.11666667%	1.24333333	0.00264583
	Carol Combs Irvin* and John C. Irvin, W/H 4710 Hunterwood Circle Richmond, TX 77469	Unleased	1.05833333%	0.62166667	0.00132292
	Martha E. Combs* P O Box 1404 Abingdon, VA 24212	Unleased	1.05833333%	0.62166667	0.00132292
	Frederick Combs II Trust* P.O. Box 841 c/o Amy Carter Combs and Eric Reynolds Combs, Co-Trustees Tazewell, VA 24651	Unleased	1.05833333%	0.62166667	0.00132292

	John W Pobst, Jr.* and Lynda L. Pobst, H/W P O Box 86 Revere, PA 18953	Unleased	1.05833333%	0.62166667	0.00132292
	Virginia Lee Linwick* and Phillip G. Linwick 4324 South Ball Drive Varadale, WA 99037	Unleased	1.05833333%	0.62166667	0.00132292
	*Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701	Elected participation			
	EQT Production Company				0.11112500
tract 3 Totals			12.70000000%	7.46000000	0.12700000
4	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-48	3.17000000%	1.86000000	0.00396250
	EQT Production Company				0.02773750
tract 4 Totals			3.17000000%	1.86000000	0.03170000
	Total Gas Estate		100.00000000%	58.77000000	1.00000000
	Percentage of Unit Leased		87.30000000%		
	Percentage of Unit Unleased		12.70000000%		
	Acreage in Unit Leased			51.31000000	
	Acreage in Unit Unleased			7.46000000	
<u>COAL ESTATE ONLY</u>					
1	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 30469	49.41000000%	29.04000000	0.06176250
	EQT Production Company				0.43233750
tract 1 Totals			49.41000000%	29.04000000	0.49410000
2	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-230	34.72000000%	20.41000000	0.04340000
	EQT Production Company				0.30380000
tract 2 Totals			34.72000000%	20.41000000	0.34720000
3	Levisa Coal Company* c/o John Irvin 4710 Hunterwood Circle Richmond, TX 77469	Unleased	12.70000000%	7.46000000	0.01587500
	*Oil & Gas Lessee CNX Gas Company LLC 2481 John Nash Blvd Bluefield, WV 24701	Unleased			
	EQT Production Company				0.11112500
tract 3 Totals			12.70000000%	7.46000000	0.12700000

4	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-48	3.17000000%	1.86000000	0.00396250
	EQT Production Company				0.02773750
			3.17000000%	1.86000000	0.03170000
	Total Coal Estate		100.00000000%	58.77000000	1.00000000
	Percentage of Unit Leased		87.30000000%		
	Percentage of Unit Unleased		12.70000000%		
	Acreage in Unit Leased			51.31000000	
	Acreage in Unit Unleased			7.46000000	

EXHIBIT "E"
VCI-538847

REVISED 10/29/10

<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>				
2	Hurley Ratliff (Life Estate) 1058 Willie Road Vansant, V.A. 24656	Leased 950988	34.72000000%	20.41000000
	Barbara Crouse and Junior Crouse 1104 Twin Branch road Grundy, VA 24614 Remainderman			
	Linda Duty and Kermit Duty 2584 Hobbs Branch Road Grundy, VA 24614 Remainderman			
	TOTAL		34.72000000%	20.41000000
<u>Coal Estate Only</u>				
2	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-230	34.72000000%	20.41000000
	TOTAL		34.72000000%	20.41000000

EXHIBIT "EE"**VCI-538847****REVISED 10/29/10**

<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	Fairview Limited Partnership Agent* c/o John C. Irvine 4710 Hunterwood Circle Richmond, TX 77469	Unleased	1.58750000%	0.93250000
	Richard K. Pobst* 1024 Oxford Drive St. Augustine, FL 32084-1821	Unleased	0.52916667%	0.31083333
	Cathy Pobst* c/o Professional Accounting Services 111 Postelle Cartersville, GA 30120	Unleased	0.52916667%	0.31083333
	Meredith E. Jennings* 542 Butler Mill Road Maryville, TN 37803	Unleased	1.05833333%	0.62166667
	Carol Combs Irvin* and John C. Irvin, W/H 4710 Hunterwood Circle Richmond, TX 77469	Unleased	0.52916667%	0.31083333
	Martha E. Combs* P O Box 1404 Abingdon, VA 24212	Unleased	0.52916667%	0.31083333
	Frederick Combs II Trust* P.O. Box 841 c/o Amy Carter Combs and Eric Reynolds Combs, Co-Trustees Tazewell, VA 24651	Unleased	0.52916667%	0.31083333
	John W Pobst, Jr.* and Lynda L. Pobst, H/W P O Box 86 Revere, PA 18953	Unleased	0.52916667%	0.31083333
	Virginia Lee Linwick* and Phillip G. Linwick 4324 South Ball Drive Varadale, WA 99037	Unleased	0.52916667%	0.31083333
	*Oil & Gas Lessee CNX Gas Company LLC 2481 John Nash Blvd Bluefield, WV 24701	Unleased		
	Total Gas Estate		6.35000000%	3.73000000

EXHIBIT "EE"
VCI-538847
 REVISED 10/29/10

<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>		
3	Levisa Coal Company* c/o John Irvin 4710 Hunterwood Circle Richmond, TX 77469	Unleased	6.35000000%	3.73000000
	*Oil & Gas Lessee CNX Gas Company LLC 2481 John Nash Blvd Bluefield, WV 24701	Unleased		
	Total Coal Estate		6.35000000%	3.73000000
	TOTAL SUBSEQUENT TO 50/50 ROYALTY SPLIT		12.70000000%	7.46000000

INSTRUMENT #120001181
 RECORDED IN THE CLERK'S OFFICE OF
 BUCHANAN COUNTY ON
 JUNE 18, 2012 AT 02:29PM
 BEVERLY S. TILLER, CLERK
 RECORDED BY: GGB

Hagy, Sharon (DMME)

From: VITASHARE System [vitashare@vita.virginia.gov]
Sent: Thursday, June 21, 2012 4:08 PM
To: Hagy, Sharon (DMME)
Subject: New Transaction EJZZ8RT66EGC8TTF-0004

Transaction details for Sharon Hagy(user shagy_1) _____

Job Id: EJZZ8RT66EGC8TTF-0004

Date: Thu, Jun 21, at 16:07

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, KShannon@eqt.com, mbarbour@eqt.com, sep@wilhoitandkaiser.com

Message - Describe file attachment: Please see the recorded supplemental orders on dockets: 2537 2888 Let me know if you are unable to download the files. Thank you, Sharon

Notify me when the file is downloaded?: Yes

Pin: 659063

Files:

2537_Supplemental-Original.tif

2888_Supplemental-Original.tif

View details here

<http://vitashare.vita.virginia.gov/fcweb/viewJobLink.do?JOBIDX=EJZZ8RT66EGC8TTF>

Total Estimated File Size: 424 KB

Total Number of Files: 2

Estimated Upload Time: 00:00:50