

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: Range Resources-Pine Mountain, Inc.) VIRGINIA GAS)
) AND OIL BOARD)

RELIEF SOUGHT **EXCEPTION TO STATEWIDE SPACING**)
LIMITATIONS PRESCRIBED BY)
VA. CODE § 45.1-361.17 (a) (2)) DOCKET NO.)
FOR WELL NO. V-530321) **VGOB-11-1115-3006**)

LEGAL DESCRIPTION:

DRILLING UNIT SERVED BY WELL)
NUMBERED V-530321)
TO BE DRILLED IN THE LOCATION)
DEPICTED ON **EXHIBIT A** HERETO,)
E.S. Counts Tract No. T2-195)
162.41 Acres, more or less)
NORA QUADRANGLE)
ERVINTON DISTRICT)
DICKENSON COUNTY, VIRGINIA)
(the "Subject Lands" are more particularly described)
on **Exhibit "A"**, attached hereto and made a part)
hereof))

REPORT OF THE BOARD

FINDINGS AND ORDER

1. Hearing Date and Place: This matter came on for hearing before the Virginia Gas and Oil Board (hereafter "Board") at **9:00 a.m.** on November 15, 2011 at the Russell County Conference Center, Highland Drive, Lebanon, Virginia.
2. Appearances: **Timothy E. Scott of McKinnis & Scott**, appeared for the Applicant.
3. Jurisdiction and Notice: Pursuant to Va. Code §§ 45.1-361.1 *et seq.*, the Board finds that it has jurisdiction over the subject matter. Based upon the evidence presented by Applicant, the Board also finds that the Applicant has (1) exercised due diligence in conducting a meaningful search of reasonably available sources to determine the identity and whereabouts of each gas and oil owner, coal owner, or mineral owner having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; and (2) represented to the Board that it has given notice to those parties (hereafter sometimes "person(s)" whether referring to individuals, corporations, partnerships associations, companies, businesses, trusts, joint ventures or other legal entities) entitled by Va. Code § 45.1-361.19 to notice of this application. Further, the Board has caused notice of this hearing to be published as required by Va. Code § 45.1-361.19.B. Whereupon, the Board hereby finds that the notices given herein satisfy all statutory requirements, Board rule requirements and the minimum standards of state due process.

4. Amendments: None.
5. Dismissals: None.
6. Relief Requested: Applicant requests an exception to the statewide spacing limitations set forth in Va. Code § 45.1-361.17 for Well No. V-530321.
5. Relief Granted: The requested relief in this cause shall be and hereby is granted. The Board hereby grants Applicant consent to permit and drill proposed Well No. V-530321 which is **2,103.81 feet from EQT Well No. P-245 and 2,336.41 feet from EQT Well No. P-269** at the location depicted on the Plat attached hereto as **Exhibit A**.
6. Special Findings: The Board specifically and specially finds:
 - 6.1 Applicant is Range Resources-Pine Mountain, Inc. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 6.2 Applicant Range Resources-Pine Mountain, Inc. is an operator in the Commonwealth of Virginia and has satisfied the Board's requirements for operations in Virginia;
 - 6.3 Applicant claims ownership of Conventional Gas Leases of Subject Drilling Unit and the right to explore for, develop and produce Gas from Well No. V-530321 as well as the right to participate and develop the reciprocal wells, being Range Resources **Well Nos. P-245 and P-269**.
 - 6.4 The proposed Well No. V-530321 is located on the E.S. Counts Tract No. T2-195 containing 162.41 and the surface, coal, gas and oil owners have consented to the proposed location for Well No. V-530321 that is depicted on the Plat attached hereto as **Exhibit A**;
 - 6.5 The Applicant testified it has the right to operate and participate in the development of the reciprocal **EQT Well Nos. P-245 and P-269** and that the granting of the application filed herein will not impact the correlative rights of any person;
 - 6.6 An exception to the well spacing requirements of Va. Code § 45.1-361.17 for Well No. V-530321 is necessary to efficiently drain a portion of the common sources of supply (reservoir) underlying Subject Drilling Unit, and the Board's granting of the requested location exception is in the best interest of preventing the waste of 425 million cubic feet of Conventional Gas underlying the Subject Drilling Unit, and to generally effect the purposes of the Virginia and Oil Act;
 - 6.7 Applicant proposes the drilling of Well No. V-530321 to a depth of 5,491 feet on the Subject Drilling Unit at the location depicted on Exhibit A to produce all the Mississippian and Devonian Age formations including, but not limited to, Ravencloff, Maxon, Big Lime, Weir, Berea and Devonian Shale, from surface to total depth drilled, 5,491 feet ("Subject Formations");
 - 6.8 Applicant proposes to drill Well No. V-530321 a distance of 396.15 feet closer to EQT Well No. P-245; and 163.59 feet closer to EQT Well No. P-269 than the 2500 feet mandated by statewide spacing;

- 6.9 Applicant proposes to complete and operate Well No. V-530321 for the purpose of producing Conventional Gas;
7. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and **IT IS SO ORDERED.**
8. Appeals: Appeals of this Order are governed by the provisions of Va. Code Ann. § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court. Such appeals must be taken in the manner prescribed in the Administrative Process Act, Va. Code Ann. § 9-6.14:1 *et seq.* and Rule 2A of the Rules of the Virginia Supreme Court.
9. 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 _____ day of _____, 2011, by a majority of the Virginia Gas and Oil Board.

Chairman, Bradley C. Lambert

DONE AND PERFORMED this _____ day of _____, 2011, by Order of this Board.

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

STATE OF VIRGINIA)
COUNTY OF RUSSELL)

Acknowledged on this _____ day of _____, 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 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, Notary
174394

My commission expires: September 30, 2013

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Exhibit "B"
Well Location Exception
Well No. V-530321
5,491'

DEPTH -

Dickenson-Russell Coal Company
Maxxim Shared Services, LLC
Attn: Steve Smith
5703 Crutchfield Drive
Norton, VA 24273

ALPHA Land & Reserves, LLC
Attn: Steve Smith
5703 Crutchfield Drive
Norton, VA 24273

WBRD LLC
John Mooney
5260 Irwin Road
Huntington, WV 25705-3247

ACIN LLC
John Mooney
5260 Irwin Road
Huntington, WV 25705-3247

EQT Production Company
Attn: Tracy Coyne and Taylor Vactor
625 Liberty Avenue
Suite 1700
Pittsburgh, PA 15222

Doyle Counts
223 Carriage Hill Drive
Pulaski, VA 24301