

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-13-0521-4012
ELECTIONS: 900121
(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 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 June 12, 2013, and recorded in Deed Book 509, Page 99 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on July 19, 2013, (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 January 22, 2014, 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 January 30, 2013, 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, 38 East Valley Street, Bristol, Virginia 24201; Tel: (276) 466-9222; 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 not required with regard to 900121.
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 24 day of January, 2014 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

DONE AND PERFORMED this 24 day of January, 2014 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 24th day of Jan. 2014 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 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, Notary Public
174394

My Commission expires: September 30, 2017



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Range Resources-Pine Mountain, Inc, for the Forced Pooling of Interests in 900121, Docket No. VGOB-13-0521-4012 in the Sandlick District, Prater 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 June 12, 2013, 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, if known and locatable, 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:

None.

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 June 12, 2013:

None.

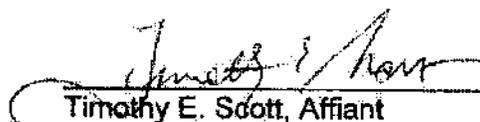
10. The Designated Operator requests that the following persons be dismissed as Respondents:

None.

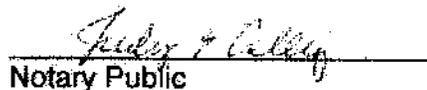
That pursuant to the provisions of 4VAC 25-160.70.A.10 and .C and VAC 25-160-80, annexed hereto and incorporated herein is a proposed supplemental order to

be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent is not required in this matter pursuant to the terms of §§ 45.1-361.21.D and 45.1-361.22.A.3 and .4.

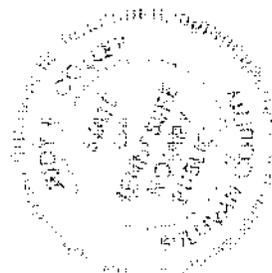
Dated at Kingsport, Tennessee, this 22nd day of January, 2014.


Timothy E. Scott, Affiant

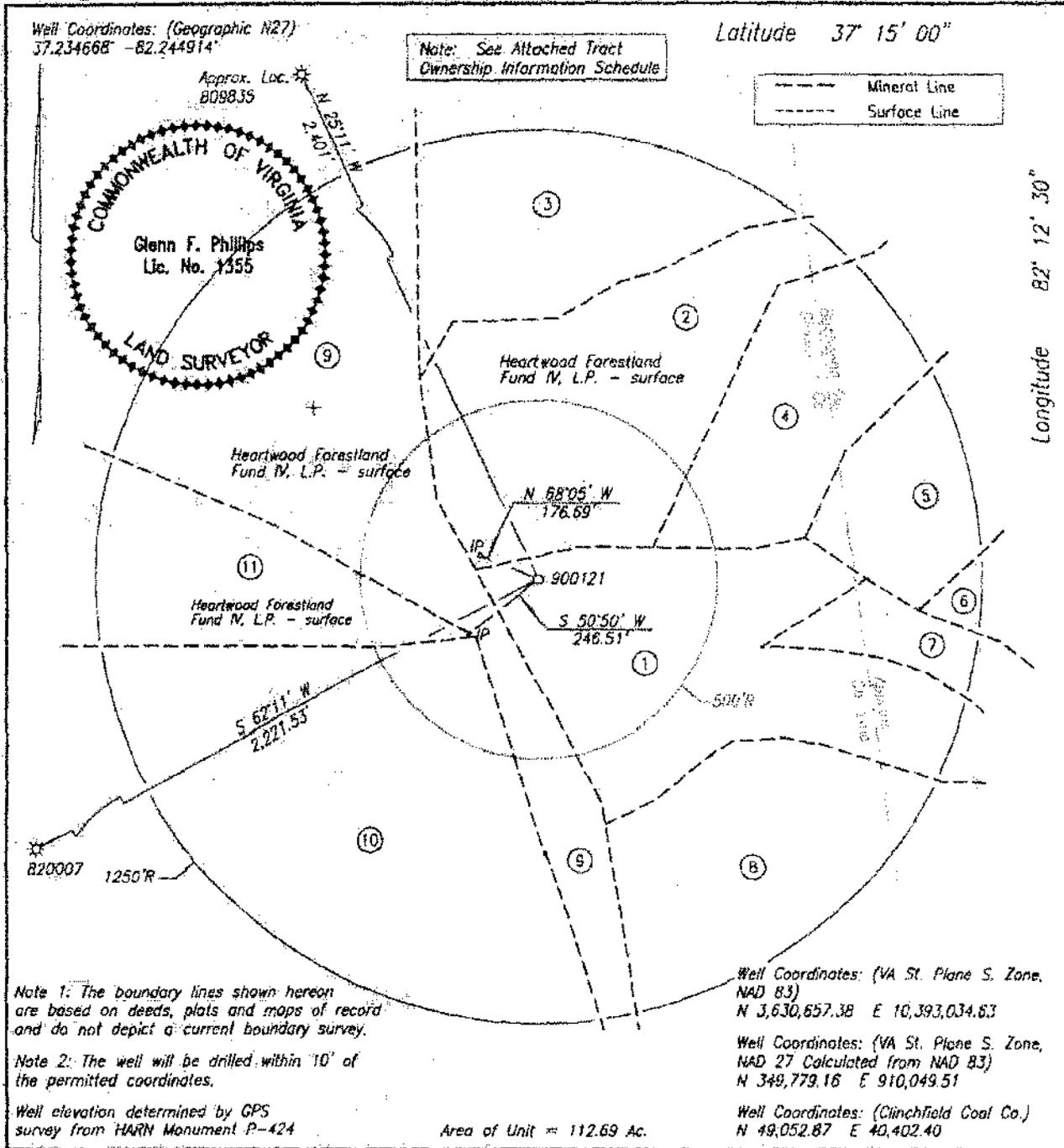
Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for Range Resources-Pine Mountain, Inc., a corporation, on behalf of the corporation, this 22nd day of January, 2014.


Notary Public

My commission expires: 8/22/17



10,640'



WELL LOCATION PLAT NORA GRID W-62

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER 900121
TRACT NO. Big Sandy Fuel Corp. ELEVATION 2,150.35' QUADRANGLE Proter
COUNTY Dickenson DISTRICT Sandlick SCALE 1" = 400' DATE 4-04-2013

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, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

Glenn F. Phillips
Licensed Professional Engineer or Licensed Land Surveyor

DB 514 PG208

900121 PLAT

TRACT OWNERSHIP INFORMATION SCHEDULE

4/4/2013

1. Big Sandy Fuel Corporation
2,613.58 Acres
ACIN, LLC - coal
Alpha Land & Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Mullins Land and Mineral - coal
Lease No. 450271207 A/B
Glen & Debra Owens - surface, oil & gas
p/o 15 Acres
Gas 14.05 Ac. 12.47%
2. Bruce Deel
16 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 9.18 Ac. 8.15%
3. Alice Thacker
56 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 13.94 Ac. 12.37%
4. Bruce Deel
10.1 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 7.51 Ac. 6.66%
5. Unleased
Douglas & Rebel A. Deel - surface, oil & gas (Life Estate)
Garnie Lee Coleman - Remainderman
3 5/8 Acres
Gas 4.51 Ac. 4.00%
6. Lease No. 450271196 A/B
Vern & Wanda Yates - surface, oil & gas (Life Estate)
Jan David Deel - Remainderman
3 Acres
Gas 0.48 Ac. 0.43%
7. Unleased
Brooks & Naomic Adkins - surface, oil & gas
6 Acres
Gas 2.00 Ac. 1.77%
8. Lease No. 450271179 A/B
40 Acres
Julie Deel - surface, oil & gas
Gas 10.08 Ac. 8.94%
9. Big Sandy Fuel Corporation
12,627.34 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 20.72 Ac. 18.39%
10. N. B. Sutherland
118.45 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 22.85 Ac. 20.28%
11. Big Sandy Fuel Corporation
4,141.88 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Mullins Land and Mineral - coal
Range Resources - Pine Mountain, Inc. - oil & gas
Gas 7.37 Ac. 6.54%

DB 514 PG209

Exhibit "B" F.P. Well No. 900121

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage In Unit
Gas Estate Only				
1	Glen & Debra Owens 1020 Sharon St Grundy, VA 24614 Tax ID # - Assessed in Buchanan County	Leased	12.47000000	14.05000000
2	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - Assessed in Buchanan County	Owner	8.15000000	9.18000000
3	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - 21061	Owner	12.37000000	13.94000000
4	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - Assessed in Buchanan County	Owner	6.66000000	7.51000000
5	Douglas & Rebel Deel 1027 Burr Oak Rd Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Unleased Life Estate	4.00000000	4.51000000
	Garnie Lee Coleman PO Box 990 Grundy, VA 24614 Tax ID # - Assessed in Buchanan County	Unleased Remainderman		
Tract 5 Totals			4.00000000	4.51000000
6	Vern & Wanda Yates 1024 Observer Rd Vansant, VA 24656 Tax ID # - Assessed in Buchanan County	Leased Life Estate	0.43000000	0.48000000
	Jon David Deel 1307 Hazard Road Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Leased Remainderman		
Tract 6 Totals			0.43000000	0.48000000

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7	Brooks & Naomie Adkins 433 Crooked Branch Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Unleased	1.77000000	2.00000000
8	Julia Deel a.k.a Julie Deel 1099 Hazard Rd Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Leased	8.94000000	10.08000000
9	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - Assessed in Buchanan County	Owner	18.39000000	20.72000000
10	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - Assessed in Buchanan County	Owner	20.28000000	22.85000000
11	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax ID # - Assessed in Buchanan County	Owner	6.54000000	7.37000000
TOTAL GAS ESTATE			100.00000000	112.69000000
Percentage of Unit Leased			94.23000000	
Percentage of Unit Unleased			5.77000000	
Acreage in Unit Leased			106.18000000	
Acreage in Unit Unleased			6.51000000	

DB 514 PG211

Exhibit "B-3" - Unleased Owners
F.P. Well No. 900121

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
5	Douglas & Rebel Deel 1027 Burr Oak Rd Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Unleased Life Estate	4.00000000	4.51000000
	Garnie Lee Coleman PO Box 990 Grundy, VA 24614 Tax ID # - Assessed in Buchanan County	Unleased Remainderman		
Tract 5 Totals			4.00000000	4.51000000
7	Brooks & Naomie Adkins 433 Crooked Branch Haysi, VA 24256 Tax ID # - Assessed in Buchanan County	Unleased	1.77000000	2.00000000
TOTAL GAS ESTATE			5.77000000	6.51000000

INSTRUMENT #140000212
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
FEBRUARY 21, 2014 AT 08:27AM

RICHARD W. EDWARDS, CLERK
RECORDED BY: CJE