

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT:	<u>Range Resources-Pine Mountain, Inc.</u>)	VIRGINIA GAS
)	AND OIL BOARD
RELIEF SOUGHT	EXCEPTION TO STATEWIDE SPACING)	
	LIMITATIONS PRESCRIBED BY)	DOCKET NO.
	VA. CODE § 45.1-361.17 (a) (2))	<u>VGOB-14-0218-4034</u>
	FOR <u>WELL NO. V-530386</u>)	
)	
)	
LEGAL DESCRIPTION:)	
	DRILLING UNIT SERVED BY WELL)	
	NUMBERED <u>V-530386</u>)	
	TO BE DRILLED IN THE LOCATION)	
	DEPICTED ON EXHIBIT A HERETO,)	
	<u>Martha Adkins/WI-34 Tract</u>)	
	124.00 acres, more or less)	
	<u>POUND QUADRANGLE</u>)	
	<u>GLADEVILLE DISTRICT</u>)	
	<u>WISE COUNTY, VIRGINIA</u>)	
	(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 **February 18, 2014** at the Russell County Conference Center, 139 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-530386.
7. 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-530386 which is 2,461.10 feet from Range Resources-Pine Mountain, Inc. Well No. V-530346, at the location depicted on the Plat attached hereto as **Exhibit A**.
8. Special Findings: The Board specifically and specially finds:
 - 8.1 Applicant is Range Resources-Pine Mountain, Inc. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 8.2 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;
 - 8.3 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-530386 as well as the right to participate and develop the reciprocal well, being Range Resources-Pine Mountain, Inc. Well No. V-530346.
 - 8.4 The proposed Well No. V-530386 is located on the Martha Adkins/WI-34 124.00-acre Tract and the surface, coal, gas and oil owners have consented to the proposed location for Well No. V-530386 that is depicted on the Plat attached hereto as **Exhibit A**;
 - 8.5 The Applicant testified it has the right to operate and participate in the development of the reciprocal Range Resources-Pine Mountain, Inc. Well No. V-530346 and that the granting of the application filed herein will not impact the correlative rights of any person;
 - 8.6 An exception to the well spacing requirements of Va. Code § 45.1-361.17 for Well No. V-530386 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 525 million cubic feet of Conventional Gas underlying the Subject Drilling Unit, and to generally effect the purposes of the Virginia and Oil Act;
 - 8.7 Applicant proposes the drilling of Well No. V-530386 to a depth of 5,666 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, Ravencliff, Maxon, Big Lime, Weir, Berea and Devonian Shale, from surface to total depth drilled, 5,666 feet ("Subject Formations");
 - 8.8 Applicant proposes to drill Well No. V-530386 a distance of 38.9 feet closer to Range Resources-Pine Mountain, Inc. Well No. V-530346 than the 2500 feet mandated by statewide spacing;

- 8.9 Applicant proposes to complete and operate Well No. V-530386 for the purpose of producing Conventional Gas;
9. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and **IT IS SO ORDERED.**
10. 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.
11. 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 25 day of March, 2014 by a majority of the Virginia Gas and Oil Board.

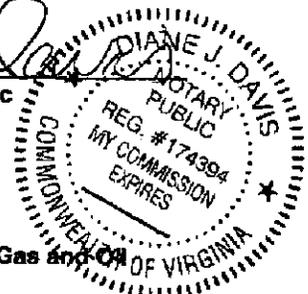
Bradley C. Lambert

Chairman, Bradley C. Lambert

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 25th day of March 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, that he executed the same and was authorized to do so.

Diane J. Davis
Diane J. Davis, Notary Public
174394



My Commission expires: September 30, 2017

DONE AND PERFORMED this 26 day of March, 2014 by Order of the Virginia Gas and Oil Board.

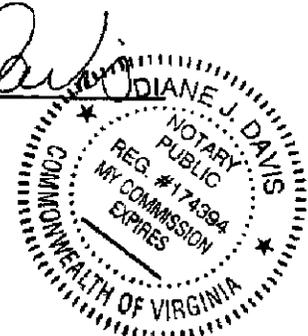
Rick Cooper

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

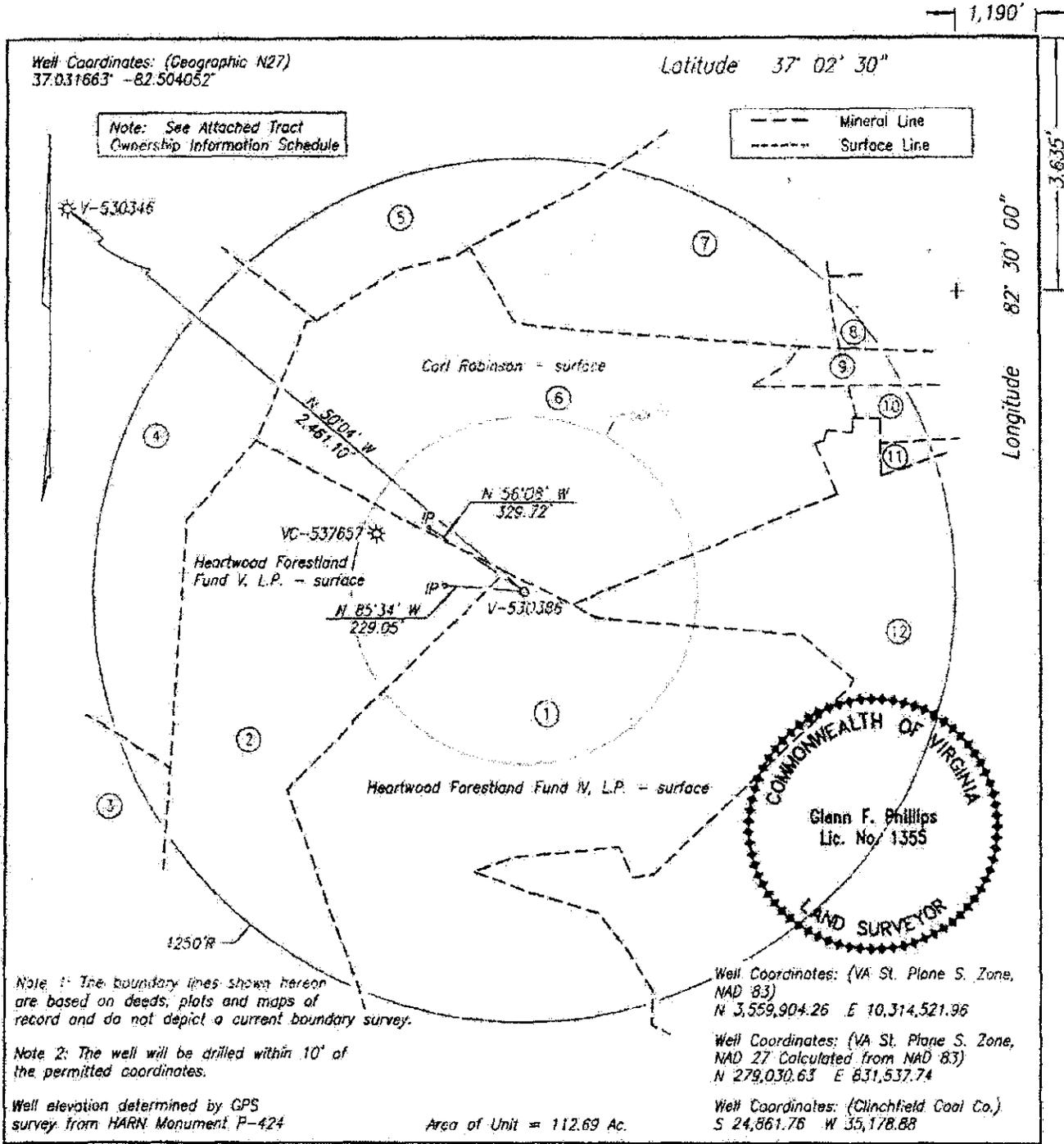
COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 26th day of March 2014, personally before me a notary public in and for the Commonwealth of Virginia, appeared Rick Cooper, being duly sworn did depose and say that he is the Principal Executive to the staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Diane J. Davis
Diane J. Davis, Notary Public
174394



My Commission expires: September 30, 2017



Well Coordinates: (Geographic N27)
37.031663° -82.504052°

Latitude 37° 02' 30"

Note: 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 = 112.69 Ac.

Well Coordinates: (VA St. Plane S. Zone,
NAD 83)
N 3,559,904.26 E 10,314,521.96

Well Coordinates: (VA St. Plane S. Zone,
NAD 27 Calculated from NAD 83)
N 279,030.63 E 831,537.74

Well Coordinates: (Clinchfield Coal Co.)
S 24,861.76 W 35,178.88

WELL LOCATION PLAT NORA GRID BQ-15

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER V-530386
TRACT NO. Martha Adkins ELEVATION 2,092.26' QUADRANGLE Pound
COUNTY Wise DISTRICT Gladeville SCALE 1" = 400' DATE 1-10-2014

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 Licent

Exhibit A

V-530386 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
1/13/2014

1. WI-34
Martha Adkins
124.00 Acres
ACIN LLC - coal
Range Resources-Pine Mountain, Inc. - oil & gas
Gas 27.61 Ac. 24.50%
2. Lease No. 904576L (EQT Lease)
WI-176
Jesse B Hylton
38.237 Acres
ACIN LLC - coal, oil & gas
Gas 17.40 Ac. 15.44%
3. Lease No. 907354 (EQT Lease)
Daniel Kevin Riner - oil & gas
11.03 Acres
Gas 0.38 Ac. 0.34%
4. D. A. Stallard (James Rose)
34 Acres (p/o 98 Ac.)
Range Resources-Pine Mountain, Inc. - oil & gas
Gas 8.91 Ac. 7.91%
5. Spencer Adkins
101.4 Acres
Range Resources-Pine Mountain, Inc. - oil & gas
Gas 4.87 Ac. 4.32%
6. W-33
Alex A Adkins
103.741 Acres
ACIN LLC - coal
Lease No. 907552 (EQT Lease)
24.10 Acres
Carl Robinson - surface, oil & gas (Life Estate)
Amanda Mae Mitchell & Garrett Stanley - surface, oil & gas (Remainder)
Gas 23.66 Ac. 21.06%
7. Lease No.
McArthur Steele - oil & gas
12.2 Acres
Gas 8.24 Ac. 7.31%
8. Lease No.
McArthur Steele - oil & gas
0.91 Acres
Gas 0.27 Ac. 0.24%
9. G. Dewey Buchanan Tract
Range Resources-Pine Mountain, Inc. - oil & gas
1.15 Acres
Gas 0.84 Ac. 0.75%
10. Lease No.
Carl Robinson - oil & gas (Life Estate)
Amanda Mac Mitchell & Garrett Stanley - surface, oil & gas (Remainder)
p/o 1.612 Acres
Gas 0.60 Ac. 0.53%
11. Lease No.
Donald Jack Mullins, II & Ginger Lea Mullins, et al - oil & gas
P/O 0.848 Acres
Gas 0.25 Ac. 0.22%
12. WI-33 & WI-34
Martha Adkins & Alex A. Adkins
ACIN LLC - coal
G. Dewey Buchanan Tract
Range Resources-Pine Mountain, Inc. - oil & gas
28.37 Acres
Gas 19.66 Ac. 17.44%

Exhibit "B"
WLE Well No. V-530386
5,666'

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 Katie Pankowski
625 Liberty Avenue
Suite 1700
Pittsburgh, PA 15222

Daniel Kevin Riner
309 Oakwood Avenue, SE
Wise, VA 24293

Kerry Tyler Riner
667 Allison Road
Piney Flats, TN 37646

Carl Robinson
7921 Cranesnest Rd
Coeburn, VA 24230

Amanda Mae Mitchell
676 Cassells Rd
Dungannon, VA 24245

Garrett Stanley
7938 Cranesnest Rd
Coeburn, VA 24230

Mack Arthur (AKA McArthur) Steele
7930 Cranesnest Rd
Coeburn, VA 24230

Donald Jack and Ginger Lea Mullins
7916 Cranesnest Rd
Coeburn, VA 24230

Paula Pope
PO Box 155
Coeburn, VA 24230

Diana Marie Yates
7739 Cranesnest Rd
Coeburn, VA 24230

Cheryl Ann Mullins
2856 Rush Creek Rd
Clintwood, VA 24228

Susan Ruby Mullins
7730 Cranesnest Rd
Coeburn, VA 24230

Jessica Fuller
PO Box 1257
Coeburn, VA 24230