

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-14-0715-4054
ELECTIONS: V-530395
(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 September 30, 2014, and recorded as Instrument No. 140001189 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on October 10, 2014 (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 February 16, 2015, 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 February 16, 2015, 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: Julie Eades, 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 required** with regard to Well No. V-530395.
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 ~~DB 521, PC 369~~ on the 25th day of February, 2015 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 27th day of February, 2015, 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.

Sarah Jessee Gilmer
Sarah Jessee Gilmer, Notary Public
262946



My Commission expires: July 31, 2017

DONE AND PERFORMED this 2 day of March, 2015 by Order of the Virginia Gas and Oil Board

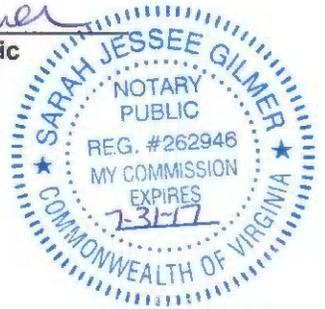
Rick Cooper

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

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 2nd day of March, 2015, 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 Principal Executive to the staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Sarah Jessee Gilmer
Sarah Jessee Gilmer, Notary Public
262946



My Commission expires: July 31, 2017

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Range Resources-Pine Mountain, Inc., for the Pooling of Interests in V-530395, Docket No. VGOB-14-0715-4054 in the Kenady District, Caney Ridge 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 September 30, 2014, 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, are in conflict and/or unknown or unlocatable:

See Exhibit E

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 September 30, 2014:

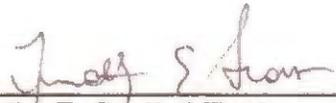
See Revised Exhibit B-3

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 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 16th day of February, 2015.



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 16th day of February, 2015.

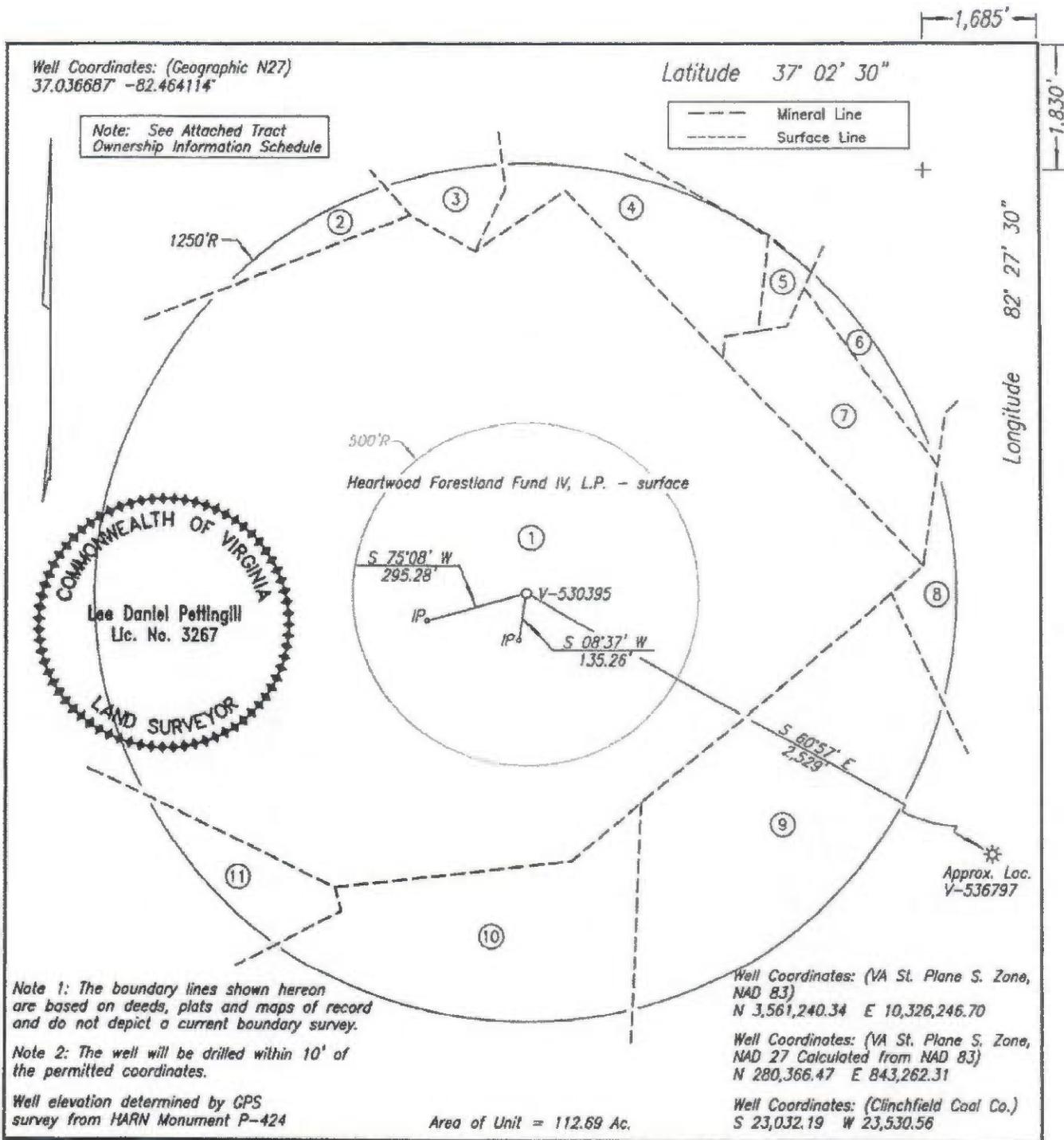


Notary Public

My commission expires: 7-18-2017

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WELL LOCATION PLAT NORA GRID BP-22

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER V-530395
 TRACT NO. Redwine & Culberson ELEVATION 1,956.55' QUADRANGLE Caney Ridge
 COUNTY Dickenson DISTRICT Kenady SCALE 1" = 400' DATE 1-31-2014

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.

Lee Daniel Pettingill
 Licensed Professional Engineer or Licensed Land Surveyor

Exhibit A

V-530395 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
1/31/2014

- | | |
|--|--|
| <p>1 . Redwine & Culberson
165.69 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc - oil & gas
Gas 74.85 Ac. 66.42%</p> | <p>9 . Lease No. 904576L DI-38
Daniel Salyer
76.645 Acres
ACIN LLC - oil & gas
EQT Production Company - oil & gas lessee
Gas 13.16 Ac. 11.68%</p> |
| <p>2 . WI-127
R. A. Powers
67.136 Acres
Lease No. 904576L or Unleased
ACIN LLC - oil & gas
EQT Production Company - oil & gas lessee
Gas 0.99 Ac. 0.88%</p> | <p>10 . DI-38
Daniel Salyer
76.645 Acres
Lease No. 904576L or Unleased
ACIN LLC - oil & gas
EQT Production Company - oil & gas lessee
Gas 8.96 Ac. 7.95%</p> |
| <p>3 . WI-127
Mary J. Dotson
20.95 Acres
Lease No. 904576L or Unleased
ACIN LLC - oil & gas
EQT Production Company - oil & gas lessee
Gas 1.20 Ac. 1.07%</p> | <p>11 . Lease No.
John Greever Revocable Trust - oil & gas (1/2 int.)
Joan C. Trivett, et al - oil & gas (1/2 int.)
(+/-) 35 Acres
Gas 2.04 Ac. 1.81%</p> |
| <p>4 . Lease No.
Donald Palmer, Jr. - oil & gas
5 Acres
Gas 4.35 Ac. 3.86%</p> | |
| <p>5 . Lease No.
Amaly Lee Powers, et al - oil & gas
0.62 Acres
Gas 0.56 Ac. 0.50%</p> | |
| <p>6 . Lease No.
Norma & Jackie Foglieman - oil & gas
3 Acres
Gas 0.77 Ac. 0.68%</p> | |
| <p>7 . Lease No.
Virgie Kincaid, et al - oil & gas
3 Acres
Gas 4.49 Ac. 3.98%</p> | |
| <p>8 . Lease No. 904576L DI-40
N. B. Salyer
91.125 Acres
ACIN LLC - oil & gas
EQT Production Company - oil & gas lessee
Gas 1.32 Ac. 1.17%</p> | |

Exhibit "B"
V-530395 Revised 11/10/14

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
1	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - Minerals Only	Owner	66.42000000	74.85000000
2	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	0.88000000	0.99000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	0.88000000	0.99000000
3	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	1.07000000	1.20000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	1.07000000	1.20000000
4	Donald Palmer, Jr 9976 DC Caney Ridge Rd Coeburn, VA 24230 Tax Card ID - 12579	Leased	3.86000000	4.35000000
5	Nancy Palmer 9976 DC Caney Ridge Rd Coeburn, VA 24230 Tax Card ID - 15098	Leased	0.50000000	0.56000000
6	Norma & Jackie Fogleman 230 Trinity Drive Coeburn, VA 24230 Tax Card ID - 4115	Unleased	0.68000000	0.77000000
7	Tax Card ID - Minerals Only			

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	Virgie Kincaid PO Box 2542 Coeburn, VA 24230	Unleased	1.99000000	2.24500000
	Dorothy Ring PO Box 755 Coeburn, VA 24230	Unleased	0.99500000	1.12250000
	Gladys Funk 12130 East Ridge Road Coeburn, VA 24230	Unleased	0.99500000	1.12250000
	Tract 7 Totals		3.98000000	4.49000000
8	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - Minerals Only	Owner	0.58500000	0.66000000
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Unleased	0.58500000	0.66000000
	Tract 8 Totals		1.17000000	1.32000000
9	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax Card ID - Minerals Only	Owner	5.84000000	6.58000000
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Unleased	5.84000000	6.58000000
	Tract 9 Totals		11.68000000	13.16000000
10	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	7.95000000	8.96000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	7.95000000	8.96000000

11	Tax Card ID - Minerals Only			
	Joan C Trivett	Leased	0.45250000	0.51000000
	462 Hillledge Drive			
	Laguna Beach, CA 92651			
	James C Trivett III	Leased	0.22625000	0.25500000
	10495 State Route 550			
	Athens, OH 45701			
	Christina Trivett Russin	Unleased	0.22625000	0.25500000
	21515 81st Street			
	Bristol, WI 53104			
	John Greever Revocable Trust	Leased	0.90500000	1.02000000
	c/o John Greever			
	45040 8th Ave NE, Unit 1501			
	Seattle, WA 98105			
	Tract 11 Totals		1.81000000	2.04000000
	TOTAL GAS ESTATE		100.00000000	112.69000000
	Percentage of Unit Leased		78.78875000	
	Percentage of Unit Unleased		21.21125000	
	Acreage in Unit Leased			88.78500000
	Acreage in Unit Unleased			23.90500000

OR - subject to lease agreement between ACIN and EQT

Exhibit "B-3" - Unleased Owners
V-530395 Revised 11/10/14

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
2	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	0.88000000	0.99000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	0.88000000	0.99000000
3	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	1.07000000	1.20000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	1.07000000	1.20000000
6	Norma & Jackie Fogleman 230 Trinity Drive Coeburn, VA 24230 Tax Card ID - 4115	Unleased	0.68000000	0.77000000
7	Tax Card ID - Minerals Only Virgie Kincaid PO Box 2542 Coeburn, VA 24230	Unleased	1.99000000	2.24500000
	Dorothy Ring PO Box 755 Coeburn, VA 24230	Unleased	0.99500000	1.12250000
	Gladys Funk	Unleased	0.99500000	1.12250000

12130 East Ridge Road
 Coeburn, VA 24230

Tract 7 Totals		3.98000000	4.49000000
8	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Unleased	0.58500000 0.66000000
9	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Unleased	5.84000000 6.58000000
10	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	7.95000000 8.96000000
	OR		
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	7.95000000 8.96000000
11	Tax Card ID - Minerals Only Christina Trivett Russin 21515 81st Street Bristol, WI 53104	Unleased	0.22625000 0.25500000
TOTAL GAS ESTATE		21.21125000	23.90500000

Exhibit "E" - Escrow Owners
V-530395 Revised 11/10/14

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
2	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	0.88000000	0.99000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	0.88000000	0.99000000
3	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	1.07000000	1.20000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	1.07000000	1.20000000
10	ACIN LLC Attn: John Mooney 5260 Irwin Rd Huntington, WV 25705-3247	Unleased	7.95000000	8.96000000
	OR			
	EQT Production Company Attn: Tracy Coyne PO Box 23536 Pittsburgh, PA 15222 Tax Card ID - Minerals Only	Lessee	7.95000000	8.96000000
TOTAL GAS ESTATE			9.90000000	11.15000000

25

Acres of Acres

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INSTRUMENT #121000203
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
MARCH 11, 2013 AT 11:04AM
RICHARD W. EDWARDS, CLERK
RECORDED BY: GJB