

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING
ELECTIONS, UNIT: V-2341
(herein "Subject Drilling Unit")

DOCKET NUMBER VGOB-93/06/22-0383

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 § 7.c of the Virginia Gas and Oil Board Regulations, VR 480-05-22.2 by supplementing the Order previously issued by the Board for the subject Docket on July 15, 1993 and recorded at Deed Book 757, Page 027 in the Office of the Clerk of the Circuit Court, Wise County, Virginia on July 23, 1993 (herein "Board Order") to complete the record regarding elections. The Board Order 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 Equitable Resources Exploration (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 mailings dated August 6, 1993 disclosing that it had mailed a true and 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 September 13, 1993 in accordance with 7.c of the Virginia Gas and Oil Board Regulations and VR 480-05-22.2 (herein "Affidavit of Election"), 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 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, interests, 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 Interest as part of its Affidavit of Election. A copy of which is attached.

(e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Tazewell National Bank, P. O. Box 909, Tazewell, Virginia 24651, 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.

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, Tazewell National Bank, P. O. Box 909, Tazewell, Virginia 24651, 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 within seven (7) days from the date of receipt of this Order 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.

DONE AND EXECUTED this 6th day of December 1993, by a majority of the Virginia Gas and Oil Board.



 Chairman, Benny R. Wampler

STATE OF VIRGINIA)
 COUNTY OF WISE)

Acknowledged on this 10th day of December, 1993, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Susan G. Garrett
Susan G. Garrett
Notary Public

My commission expires 7/31/94

DONE AND PERFORMED this 6th day of December 1993 by Order of this Board.

Byron J. Fulmer
Byron Thomas Fulmer
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF WASHINGTON

Acknowledged on this 10th day of December, 1993, personally before me a notary public in and for the Commonwealth of Virginia, appeared Byron Thomas Fulmer, 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.

Diane J. Davis
Diane J. Davis
Notary Public

My commission expires 9/30/97

VIRGINIA: In the Clerk's Office of Wise Circuit Court Dec 16 1993
This deed was presented and upon the annexed Certificate of acknowledgement admitted to record at 4:52P M. The tax imposed by 58.541 of the Code has been paid in amount of \$ Recorded in Deed Book 767 and Page 635
witness: C. Gary Rakes, Clerk Terry L. Hahn Deputy Cl.

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

Application of Equitable Resources Exploration for Forced Pooling of Interests in Unit Number V-2341, VGOB Docket No. VGOB-93-0622-0383 in the Gladeville Magisterial District of Wise County, Virginia

AFFIDAVIT OF HUNTER, SMITH & DAVIS, 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 Hunter, Smith & Davis, the Agent for the Designated Operator, with offices located at 1212 North Eastman Road, Kingsport, Tennessee 37664, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on July 15, 1993, by the Virginia Gas and Oil Board regarding the captioned conventional 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 were added as Respondents at the hearing held in 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 23, 1993;
5. That the Designated Operator, by and through their agent, HUNTER, SMITH & DAVIS, 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 period:

Name	Election	Date
Claude Castle	Cash Consideration	8-21-93

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 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:

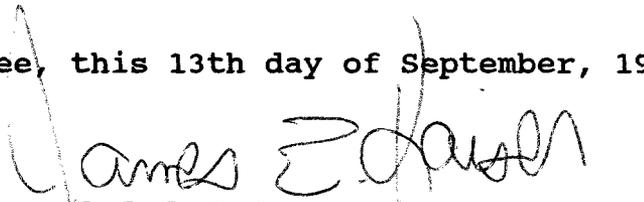
- 1) Ruby Carter, et vir.
deemed to have leased (unknown or unlocatable)
.48¢ bonus cash consideration (\$5.00 per net mineral acre)
.0000944 royalty interest (12.5% X 1/72 X 5.44%)
- 2) James Taylor Estate
deemed to have leased (unknown or unlocatable)
.48¢ bonus cash consideration (\$5.00 per net mineral acre)
.0000944 royalty interest (12.5% X 1/72 X 5.44%)
- 3) Lillian Taylor Estate
deemed to have leased (unknown or unlocatable)
.48¢ bonus cash consideration (\$5.00 per net mineral acre)
.0000944 royalty interest (12.5% X 1/72 X 5.44%)
- 4) Genia Ward Cruz Estate
deemed to have leased (unknown or unlocatable)
\$4.28 bonus cash consideration (\$5.00 per net mineral acre)
.00085 royalty interest (12.5% X 1/8 X 5.44%)
- 5) Inez Sexton
deemed to have leased (unknown or unlocatable)
.04¢ bonus cash consideration (\$5.00 per net mineral acre)
.0000084 royalty interest (12.5% X 1/15 X .10%)

- 6) Elsie Parker
deemed to have leased (unknown or unlocatable)
.04¢ bonus cash consideration (\$5.00 per net
mineral acre)
.0000084 royalty interest (12.5% X 1/15 X .10%)
 - 7) Jenny Sexton
deemed to have leased (unknown or unlocatable)
.04¢ bonus cash consideration (\$5.00 per net
mineral acre)
.0000084 royalty interest (12.5% X 1/15 X .10%)
 - 8) Lucy Brown
deemed to have leased (unknown or unlocatable)
.04¢ bonus cash consideration (\$5.00 per net
mineral acre)
.0000084 royalty interest (12.5% X 1/15 X .10%)
 - 9) Barbara Griest
deemed to have leased (unknown or unlocatable)
.04¢ bonus cash consideration (\$5.00 per net
mineral acre)
.0000084 royalty interest (12.5% X 1/15 X .10%)
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 which are not subject to escrow:
- 1) Tommy Kilgore
 - 2) Cecil Absher
 - 3) Van Buren Sexton
 - 4) Hagan Sexton Heirs
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 paragraphs 3 and 2(c) of the Order.
- 1) Andrietta B. Dingus, et vir.
 - 2) Etta Ward
 - 3) Poda Ward
 - 4) Harlis Ward
 - 5) Theda Ward
 - 6) Lucille Neill
 - 7) Letha Dement
 - 8) John H. Ridgell
 - 9) Douglas Ward

- 10) Dana Cullison
- 11) Stacey Goddard
- 12) Robin Earnshaw
- 13) Barbara Ridgell
- 14) John Ridgell
- 15) Kyle Castle
- 16) Thelma D'Amico
- 17) Joyce Castle
- 18) Claude Castle
- 19) Maude Mullins
- 20) Ruby Carter
- 21) Kevin Wireman
- 22) Joseph Wireman
- 23) Eugene Taylor
- 24) Dorothy Tignor
- 25) Ray Taylor
- 26) Ann Taylor
- 27) Diane Ramey
- 28) Katherine Taylor
- 29) David Taylor
- 30) James Taylor Estate
- 31) Lillian Taylor Estate
- 32) Genia Cruz Estate
- 33) Dr. William Tommy Kilgore
- 34) Bertha Sexton
- 35) Inex Sexton
- 36) Elsie Parker
- 37) Jenny Sexton
- 38) Lucy S. Brown
- 39) Barbara Griest
- 40) Carrie Sexton
- 41) Albert Sexton
- 42) Bobby Sexton
- 43) Liza Sexton

9. That pursuant to the provision of VR 480-05-22.27.C and VR 480-05-22.2.8, 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 and identifies the conflicting claims and/or interest which require escrow of funds pursuant to the terms of §§ 45.1-361.21.D, 45.1-361.22.A.3 and 4.

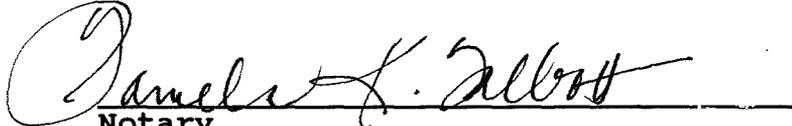
Dated at Kingsport, Tennessee, this 13th day of September, 1993.



Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Resources Exploration, a corporation, on behalf of the corporation, this 13th day of September, 1993.

My commission expires: March 12, 1996


Notary

[regulat\erex\election\may\v-2341.aff]

EXHIBIT "B"
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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
<u>TRACT 1</u>				
Terry Leon Roop Cheryl Roop 1120 Virginia Ave., N.W. Norton, VA 24273	Leased-EREX 244365L-09	1.36	1.71	.0017
Etta Ward Box 183 Valley Lee, MD 20962	Unleased	.68	.855	.00085
Poda Ward Route 3, Apt. 14 Gregory Drive Leonardtown, MD 20650	Unleased	.113	.1425	.0001417
Harlis Ward Linda Ward Route 3, Apt. 14 Gregory Drive Leonardtown, MD 20650	Unleased	.113	.1425	.0001417
Theda Graves John Graves P. O. Box 143 Loveville, MD 20656	Unleased	.113	.1425	.0001417
Lucille Neill Howard Neill Route 1, Box 341 Clarks Landing Road Hollywood, MD 20636	Unleased	.113	.1425	.0001417
Letha Dement Harry Dement Box 63 Great Mills, MS 20634	Unleased	.113	.1425	.0001417
John H. Ridgell Box 481 Ridge, MD 20680	Unleased	.034	.04241	.0000419
Douglas Ward Yvonda Wardd Box 328, Clarks Mill Rd. Hollywood, MD 20636	Unleased	.013	.0164	.00001617

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Dana Cullison Mark Cullison 399 Leonardtown Point Lookout Road Lexington Park, MD 20653	Unleased	.013	.0164	.0000167
Stacy Goddard Timothy Goddard P. O. Box 417 Great Mills, MD 20634	Unleased	.013	.0164	.0000167
Robert Earnshaw Robert Lee Earnshaw, Jr. P. O. Box 129 Loveville, MD 20656	Unleased	.013	.0164	.0000167
Barbara Ridgell 399 Leonard Point Lookout Road Lexington Park, MD 20653	Unleased	.013	.0164	.0000167
John H. Ridgell, Jr. Box 481 Ridge, MD 20680	Unleased	.013	.0164	.0000167
Kyle Castle Lois Castle 701 S. Penn West Chester, PA 19382	Unleased	.17	.2138	.0002125
Thelma D'Amico Anthony D'Amico Box 309, Neward Road Toughkenamon, PA 19374	Unleased	.17	.2138	.0002125
Joyce Castle 105 N. Darlinton St. West Chester, PA 19380	Unleased	.17	.2138	.0002125
Claude Castle 203 Scarlett Ave. Kennett Square, PA 19348	Unleased	.17	.2138	.0002125
Robert Wireman Artinse Wireman H.C.O. 5, Box 64 Coeburn, VA 24230	Leased-EREX 244365L-01	.076	.0950	.0000944

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Richard Wireman Peggy Wireman 114 East Ruby Rd. Harker Heights, TX 76543	Leased-EREX 244365L-04	.076	.0950	.0000944
Mary Edwards 114 East Ruby Road Harker Heights, TX 76543	Leased-EREX 244365L-03	.076	.0950	.0000944
Ervin Wireman Emily Wireman H.C.O. 5, Box 100 Coeburn, VA 24230	Leased-EREX 244365L-08	.076	.0950	.0000944
Sarah Jenkins Junior Jenkins 106 14th Street Norton, VA 24273	Leased-EREX 244365L-07	.076	.0950	.0000944
Maudie Mullins Zicar Apartment A Route 1 Norton, VA 24273	Unleased	.076	.0950	.0000944
Bill Wireman Ruby Wireman Box 1496 Coeburn, VA 24230	Leased-EREX 244365L-02	.076	.0950	.0000944
Ruby Carter James Carter, Sr. UNKNOWN	Unleased	.076	.0950	.0000944
Randy Wireman Jennifer Wireman 8983 Jennis Ave., S.W. Sunset Beach, NC 28468	Leased-EREX 244365L-10	.037	.0472	.0000473
Kevin Stewart Wireman Shirley Wireman 840 Laurel Avenue Norton, VA 24273	Unleased	.013	.016	.0000158
Joseph G. Wireman 840 Laurel Avenue Norton, VA 24273	Unleased	.013	.016	.0000157

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Audrietta B. Dingus Jimmy Dingus 840 Laurel Avenue Norton, VA 24273	Unleased	.013	.016	.0000157
Robert Taylor, Jr. Katherine Taylor Route 5, Box 116 Duffield, VA 24244	Leased-EREX 244365L-05	.076	.0950	.0000944
Ernest Taylor Dorothy Taylor Route 12, Box 220 Kingsport, TN 37663	Leased-EREX 244365L-06	.076	.0950	.0000944
Eugene Taylor 516 1/2 East South Lebanon, IN 46502	Unleased	.076	.0950	.0000944
Dorothy Tignor Box 1744 Lebanon, VA 24266	Unleased	.076	.0950	.0000944
Ray Taylor Maggie Taylor 811 East Washington St. Lebanon, In 46502	Unleased	.076	.0950	.0000944
Ann Taylor 323 West Washington St. Apt. #1 Lebanon, IN 46502	Unleased	.076	.0950	.0000944
Diane Ramey Frank Ramey 522 West Washington St. Lebanon, IN 46502	Unleased	.025	.0315	.0000315
Katherine Marie Taylor 522 West Washington St. Lebanon, IN 46502	Unleased	.025	.0315	.0000315
David Lee Taylor 522 West Washington St. Lebanon, IN 46502	Unleased	.025	.0315	.0000315
James Taylor Estate UNKNOWN	Unleased	.076	.0950	.0000944

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Lillian Taylor Estate UNKNOWN	Unleased	.076	.0950	.0000944
Genia Ward Cruz Estate UNKNOWN	Unleased	.68	.855	.00085
Equitable Resources Exploration				.0476
Tract 1 Totals		5.44	6.84	5.44%
<u>TRACT 2</u>				
Tommy Kilgore Helen Kilgore P. O. Box 1186 Coeburn, VA 24230	Unleased	3.62	4.55	.004525
Equitable Resources Exploration				.031675
Tract 2 Totals		3.62	4.55	3.62%
<u>TRACT 3</u>				
Van Buren Sexton Annie Sexton 6041 Gainford Road Richmond, VA 23234	Leased-EREX 244599L-01	6.6825	8.40	.0083531
Hagan Sexton Heirs Shirley Sexton Route H.C. 05, Box 568 Coeburn, VA 24230	Leased-EREX 244599L-02	2.2275	2.80	.0027844
Equitable Resources Exploration				.0779625
Tract 3 Totals		8.91	11.2	8.91%
<u>TRACT 4</u>				
Dr. William Tommy Kilgore Colene Carbough Kilgore P. O. Box 652 Wytheville, VA 24382	Unleased	.0334	.0434	.0000416

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
<u>Fayette Sexton Heirs</u>	Unleased	.0334	.0434	
Bertha Sexton, Widow Unknown	Unleased Life Estate			
Inez Sexton Unknown	Unleased			.000084
Elsie S. Parker Unknown	Unleased			.000084
Jerry M. Sexton Unknown	Unleased			.000084
Lucy S. Brown Unknown	Unleased			.000084
Barbara S. Griest Unknown	Unleased			.000083
<u>Creed Sexton Heirs</u>				
Carrie Sexton Route #1, Box 398 Coeburn, VA 24230	Unleased Life Estate			
Cecil Abner 8728 1/2 N. County Road 25-A Piqua, OH 45356	Leased-EREX Remainderman	.0134	.0174	.0000166
Albert Sexton Route #1, Box 398 Coeburn, VA 24230	Unleased Remainderman	.0066	.0086	.000083
Bobby Sexton Route #1, Box 398 Coeburn, VA 24230	Unleased Remainderman	.0066	.0086	.000083
Liza Sexton c/o Heritage Hall Nursing Home P. O. Box 1009 Wise, VA 24293	Unleased Remainderman	.0066	.0086	.000083

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<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTERESTS</u>
Equitable Resources Exploration				.000875
Tract 4 Totals		.10	.13	.10%
<hr/>				
<u>TRACT 5</u>				
The Hagan Estates, Inc. ATTN: John W. Gillespie, President 314 West Main Street P. O. Box 675 Tazewell, VA 24651-0675	Leased-EREX 223068L-01	.40	.50	.0005
Equitable Resources Exploration				.0035
Tract 5 Totals		.40	.50	.40%
<hr/>				
<u>TRACT 6</u>				
Richmond B. Hagan Jincy D. Hagan P. O. Box 295 Dungannon, VA 24245	Leased-EREX 223280L-01	40.765	51.22	.0509562
John R. Lawson, Agent and Power of Attorney for Robert W. Lawson Heirs 901 Ridgecrest Road Johnson City, TN 37601	Leased-EREX 223280L-05	40.765	51.22	.0509563
Equitable Resources Exploration				.7133875
Tract 6 Totals		81.53	102.44	81.53%
		100.00	125.66	100.00%