

Well Name: VCP-3101

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: EQUITABLE RESOURCES)
 EXPLORATION, a division of)
 EQUITABLE RESOURCES ENERGY)
 COMPANY)
)
)
RELIEF SOUGHT: ESTABLISHMENT OF A DRILLING) Docket No. VGOB-93/10/19-0415
 UNIT AND COMPULSORY POOLING)
)
LEGAL)
DESCRIPTION: APPALACHIA QUADRANGLE, WISE)
 COUNTY, VIRGINIA (SEE)
 DESCRIPTION HEREIN AND PLAT)
 ATTACHED HERETO AS EXHIBIT A))

APPLICATION:

1. Parties.

1.1 Applicant herein is EQUITABLE RESOURCES EXPLORATION (hereinafter referred to as "EREX"), a division of EQUITABLE RESOURCES ENERGY COMPANY, a West Virginia corporation, whose address is 1989 East Stone Drive, P.O. Box 1983, Kingsport, Tennessee, 37662-1983, Telephone: (615) 224-3800. The attorney for Applicant is Elizabeth A. McClanahan, of the firm of Penn, Stuart, Eskridge & Jones, P.O. Box 2288, Abingdon, Virginia 24210, Telephone: (703) 628-5151.

1.2 Applicant has the right to explore, develop and produce coalbed methane gas from the pool defined as all Pennsylvanian Age coals from the top of the Norton, including all splits to the top of the green and red shales, including but not limited to, Middle Norton, Yellow Creek, Edwards, Gladeville, Hagy, Splashdam, Upper Banner, Lower Banner, Kennedy, Raven, Jawbone, Tiller, Upper Horsepen, Middle Horsepen, War Creek, Beckley, Lower Horsepen, Pocahontas No. 8, Pocahontas No. 4, Pocahontas No. 3, Pocahontas No. 1, and any other unnamed coal seams, coalbeds or pools, rock strata

associated therewith, strata correlative to the coal seams and coalbeds, and all zones in communication therewith and all productive extensions thereof (hereinafter the "Pool"), and underlying the tracts of land depicted on Exhibit A attached hereto and made a part hereof, and to appropriate the coalbed methane gas produced therefrom. Exhibit A is a map certified by a licensed land surveyor and/or licensed professional engineer showing the location and/or the size and shape of the proposed VCP-3101 drilling unit (hereinafter the "Unit") to be established and pooled.

1.3 The names and last-known addresses of each owner identified by Applicant as having an interest in the coalbed methane gas, or in the case of conflicting claims to the ownership of the coalbed methane gas, each person identified by the Applicant as a potential owner of the coalbed methane gas underlying the tracts depicted on Exhibit A, are set forth in Exhibit B attached hereto and made a part hereof.

Every individual or entity having an interest in the coalbed methane gas underlying the tracts in the Unit is being made a party to this application, whether known or unknown. Each of the individuals named in Exhibit B is being made a party if living; if any such individual is deceased, then the unknown heirs, executors, administrators, devisees, trustees and assigns, both immediate and remote, of any such deceased individual are made parties herein. Any entity listed in Exhibit B that is a corporation is being made a party if such entity continues to have legal existence, and if any such corporation is dissolved, then the unknown successors, trustees and assigns, both immediate and remote, of such dissolved corporation are made parties herein. Any entity listed in Exhibit B that is an unincorporated association is being made a party if such entity continues to have legal existence, and if any such unincorporated association is dissolved or otherwise not in existence, then the unknown successors, trustees and assigns, both immediate and remote, of such unincorporated association are made parties herein.

2. Allegation of Facts.

A. Establishment of Drilling Unit.

2.1 Applicant seeks by this application the establishment of the Unit in the shape of a circle for the exploration, development and production of coalbed methane gas from the Pool in the area underlying eighteen and three one-hundredths (18.03) acres, as shown on Exhibit A.

2.2 In the interest of preventing the waste of coalbed methane gas, avoiding the drilling of unnecessary wells and protecting correlative rights, the boundaries of the Unit should be established so as to cover and include the 18.03 acres as shown on Exhibit A.

2.3 Applicant proposes to develop and operate the Unit by the production of coalbed methane gas from well number VCP-3101 depicted on Exhibit A (hereinafter the "Well").

B. Compulsory Pooling.

2.4 Applicant herein states that there are separately owned interests in the Unit. A portion of those claiming interests have not agreed to pool such interests.

2.5 EREX controls the oil and gas and coalbed methane gas leasehold estates in the percentages shown on Exhibit B for the acreage underlying the Unit described herein and depicted on the attached Exhibit A. Columbia Natural Resources, Inc. (hereinafter "CNR"), listed on Exhibit C, has not agreed to pool its claimed¹ working interest in the Unit. Applicant has

¹ See Paragraph 2.7 below.

made a bona fide effort to reach an agreement with CNR as to its claimed² working interest for the development and operation of the Unit involved herein. CNR's claimed³ working interest accounts for 11.65049% of the Unit. The known parties whose interests are to be pooled are listed on Exhibit B. The known parties with conflicting ownership claims and the percentage of interests to be escrowed are shown on Exhibit C.

2.6 Applicant has exercised due diligence to locate each of the parties who own or may potentially own an interest in the coalbed methane gas underlying the tracts in the Unit. Applicant has attached an affidavit of due diligence as Exhibit D. Applicant has made a bona fide effort to reach an agreement with all known parties as to their interests for the development and operation of the Well. Simultaneously with the filing of this application, Applicant has provided notice to each of the known parties set forth in Exhibit B pursuant to the provisions of Va. Code Ann. § 45.1-361.19A (Michie Supp. 1993). Applicant is providing notice by certified mail, return receipt requested, to each known person or entity having or claiming an interest in the coalbed methane gas underlying the tracts in the Unit. The owners whose locations are unknown at the time of the filing of this application are shown on Exhibit E. Applicant hereby notifies the Virginia Gas and Oil Board (hereinafter the "Board") that where the identity or location of any person or entity is unknown, or is shown as "unknown" on Exhibits B or E, then Applicant is unable to provide said person or entity with written notice of the application herein. Applicant hereby notifies the Board that where the identity or location of any person or entity is unknown, or is shown as "unknown" on Exhibits B or E, Applicant is providing such person or entity with notice by publication in a newspaper of general circulation pursuant to Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993). The coalbed methane gas interests of such persons and entities, whether

² See Paragraph 2.7 below.

³ See Paragraph 2.7 below.

known or unknown, should be pooled for the development and operation of the Unit. It is necessary, to prevent waste, to protect correlative rights, and to ensure the safe and efficient development and production of gas resources in the Commonwealth, that the Board hear this matter and adjudicate the rights and equities as between Applicant and the parties to this application.

2.7 Applicant will deposit into an interest-bearing escrow account as required by Va. Code Ann. § 45.1-361.22 (Michie Supp. 1993) all payments attributable to conflicting ownership claims. The conflicting claims arise from one or more of the following leases⁴:

- 1) The October 1, 1972 oil and gas lease (hereinafter the "1972 Lease") was executed by Penn Virginia Corporation, predecessor in interest to Penn Virginia Resources Corporation (hereinafter "PVRC"), as lessor, and Columbia Gas Transmission Corporation (hereinafter "Columbia"), as lessee. CNR, PVRC, John W. Gillespie (hereinafter "Gillespie"), Olin Prather Revocable Trust (hereinafter "Prather"), R. Hagan Kohler (hereinafter "Kohler") and EREX acquired Columbia's leasehold interest.
- 2) The November 1, 1988 oil and gas lease (hereinafter the "1988 Lease") was executed by PVRC, as lessor, and ANR Production Company (hereinafter "ANR"), as lessee. CNR, PVRC, Gillespie, Prather, Kohler and EREX acquired ANR's leasehold interest.
- 3) The March 31, 1993 coalbed methane gas lease (hereinafter the "1993 CBM Lease") was executed by PVRC, as lessor, and EREX, as lessee, for the acreage

⁴ There are a number of subsequent and interim conveyances between the parties in the leasehold chains of title. We have not listed every conveyance in these chains of title, but only the current leasehold owners.

covered by the 1972 and 1988 Leases. PVRC, Gillespie, Prather, Kohler and EREX currently own the leasehold interest in the 1993 CBM Lease.

CNR filed suit in the Wise County Circuit Court claiming a leasehold ownership interest in the coalbed methane gas estate by virtue of the 1972 and 1988 oil and gas Leases. (Columbia Natural Resources, Inc. v. Penn Virginia Resources Corporation and Equitable Resources Energy Company, No. L-93-317, (filed August, 1993).)

The disputed amounts attributable to the conflicting claimants are as follows (see Exhibit

C):

- a) A 2.5 percent of the 15 percent royalty interest of PVRC under the 1993 CBM Lease;
- b) The 11.65049 percent working interest which CNR claims under the 1972 and/or 1988 Leases; and,
- c) The ownership percentage differentials between the 1972 and/or 1988 Leases and the 1993 CBM Lease.

C. Description.

2.8 A description for the Unit and area to be pooled is shown on Exhibit A. The Unit is situate on the southern flank of Bluff Spur of Black Mountain. The site is located approximately two and eight-tenths (2.8) miles north, northwest of Appalachia within the Richmond District of western Wise County on the Appalachia USGS 7.5 minute topographic map on an unnamed tributary of Mud Lick Creek of Callahan Creek of the Powell River.

2.9 The proposed well bore location for VCP-3101 according to the Virginia (South Rectangular) State Plane Coordinates is North 253,772.92, East 743,976.62.

D. Costs and Production.

2.10 The estimated amount of reserves contained within the Unit is 350 mmcf. This figure concerning the estimated amount of reserves is, however, an estimate only that is not based upon actual production. No assumptions should be made that final production will equal estimated reserves.

2.11 The estimated costs of drilling, completing, and producing the Well is shown on the Authority for Expenditure (AFE) attached as Exhibit F.

3. Legal Authority. The relief sought by this application is authorized by: (1) Va. Code Ann. §§ 45.1-361.1 et seq. (Michie Supp. 1993); (2) VR 480-05-22.1 (1991); (3) VR 480-05-22.2 (1991); and, (4) such other regulations promulgated pursuant to law.

4. Relief Sought. Applicant respectfully requests the Board to enter an order as follows:

(A) Establishing the boundaries of the VCP-3101 unit (hereinafter the "Unit") so as to cover and include the lands set forth in the attached Exhibit A, and designating the pool underlying such lands;

(B) Approving the location of well number VCP-3101 (hereinafter the "Well") at the coordinates set forth herein and depicted on the plat attached as Exhibit A for the Unit;

(C) Pooling all the interests and estates of every individual or entity claiming an interest in the coalbed methane gas underlying the tracts in the Unit, whether known or unknown, the persons and entities named in Exhibit B and their known and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote, for the drilling, development and production of coalbed methane gas from the Unit for the Pool underlying and comprised of the lands and the Well depicted on Exhibit A;

(D) Designating Applicant, Equitable Resources Exploration (hereinafter "EREX"), as the Unit operator; providing that the operator shall have the right to drill, explore, develop, produce, market and sell coalbed methane gas produced from the Unit; granting the operator the right to market and sell coalbed methane gas produced from the Unit which is attributable to the conflicting claims and interests pooled herein; providing that the operator shall have an operator's lien on the coalbed methane gas estate and rights owned or claimed by the persons and entities named herein in the Unit; and granting the operator the right to operate the Well;

(E) Establishing a procedure whereby Columbia Natural Resources, Inc. (hereinafter "CNR"), as listed in Exhibit C, shall have the right to elect: (1) to participate in the development and operation of the Unit as provided by the Board; (2) to sell its coalbed methane gas interest in the Unit to the operator; (3) to enter into a voluntary agreement with the operator to share in the operation (including sharing in all reasonable costs of the drilling of the Well and development of the Unit) at a rate of payment mutually agreed to by CNR and the operator herein; or, (4) to share in the operation of the Well as a nonparticipating operator on a carried basis as determined by the Board;

(F) Providing that all reasonable costs and expenses of drilling, completing, equipping, operating, plugging and abandoning the Well shall be borne, and all production therefrom shared, by all participating parties in the proportion which their working interest bears to the total acreage in the Unit, or, in the case of conflicting claims to the coalbed methane gas ownership, providing that all production therefrom be received, subject to the requirement to escrow any proceeds if necessary, by the Applicant, who shall be authorized to drill, complete, and operate the Well on behalf of all claimants;

(G) Making provision for the payment of all reasonable costs of the operation, including a reasonable supervision fee, to the Applicant by all parties who elect to participate therein or who elect to be carried interest owners;

(H) Making any necessary provisions for the escrowing of proceeds in cases of conflicting claims to ownership of the coalbed methane gas pursuant to Va. Code Ann. § 45.1-361.22 (Michie Supp. 1993);

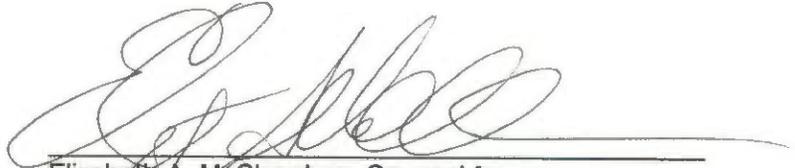
(I) Providing that the order to be entered herein shall expire one (1) year from the date of its issuance if operations for the development of the Unit have not commenced by said date; but further providing that if operations have commenced during said one year period, then said order shall remain in effect for so long as operations continue on the Unit; and,

(J) Granting such other relief as is merited by the evidence and is just and equitable, whether or not such relief has been specifically requested herein.

DATED this 17th day of September, 1993.

EQUITABLE RESOURCES EXPLORATION

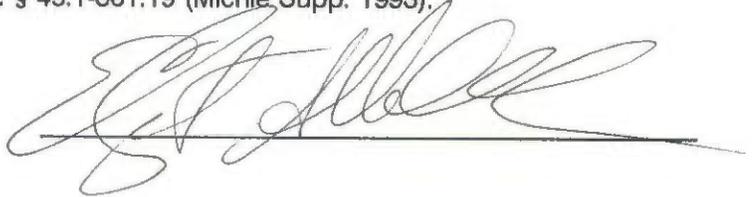
By:



Elizabeth A. McClanahan, Counsel for
Equitable Resources Exploration, a division of
Equitable Resources Energy Company

CERTIFICATE

The foregoing application to the best of my knowledge, information and belief is true and correct.
Notice was given pursuant to Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993).

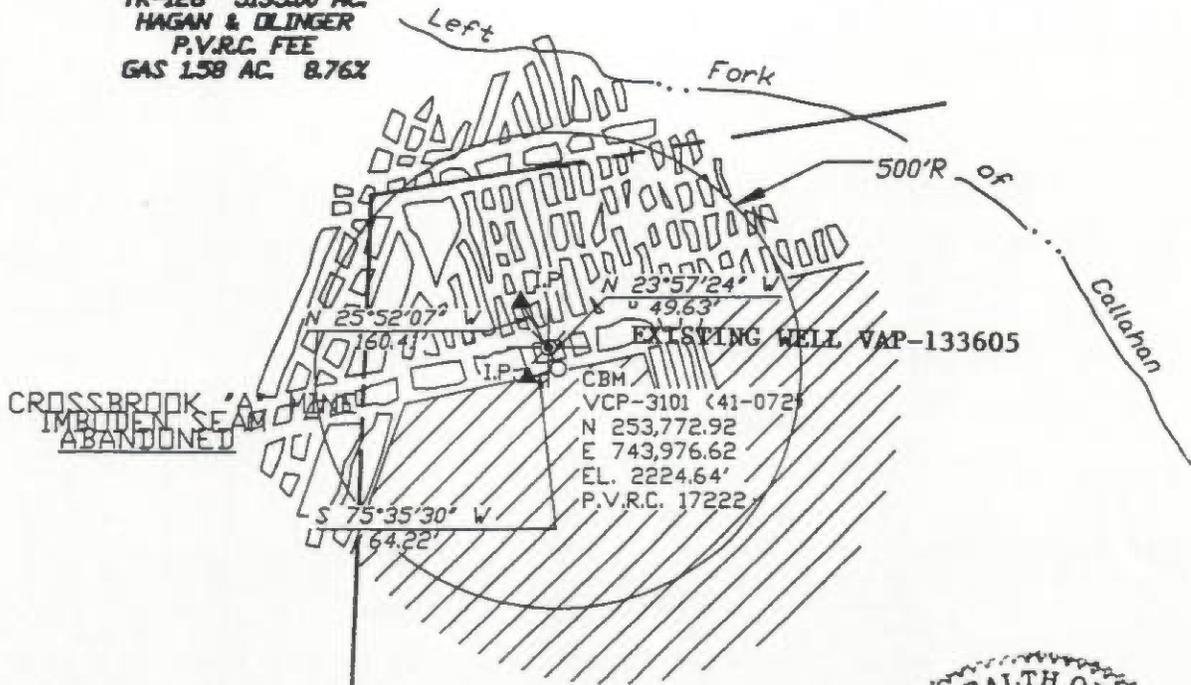


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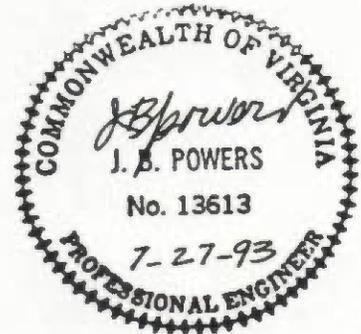


GRID
NORTH

EREX LEASE #223096L-02
TK-128 5135.00 AC.
HAGAN & DLINGER
P.V.R.C. FEE
GAS 158 AC. 8.76X



EREX LEASE #223096L-02
TK-113 294.00 AC.
JAMES A. ELKINS
P.V.R.C. FEE
GAS 16.45 AC. 91.24X



P.V.R.C. COORDINATES
N 44,598.29
E 50,289.04

ALL COORDINATES BASED
ON VIRGINIA STATE PLANE
GRID SYSTEM.

Well Elevation determined
by trigonometric leveling
from P.V.R.C. station 17221.

Area of Unit- 18.03 Ac.

WELL LOCATION PLAT

Company EQUITABLE RESOURCES EXPLORATION Well Name and Number VCP-3101 (41-072)
Tract No. 113 Elevation 2224.64' Quadrangle APPALACHIA
County WISE District RICHMOND Scale: 1 = 400' Date 07-27-93

This plat is a new plat ; 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 respresented by border lines as shown.

J.B. POWERS

Licensed Professional Engineer or Licensed Land Surveyor

EXHIBIT B

VGOB-93/ 10/19-0415

OWNERS AND POTENTIAL OWNERS OF COALBED METHANE GAS

I. Coal Fee Ownership:

Penn Virginia Resources Corporation - 100%
Post Office Box 306
Duffield, Virginia 24244-0306
Attn.: Allan R. Poole

II. Coal Leasehold Ownership:

Westmoreland Coal Company - 100%*
Drawer A and B
Big Stone Gap, Virginia 24291
Attn.: Harry Meador, III
Chief Engineer, East Group

*Note: Westmoreland Coal Company, however,
asserts no claim to coalbed methane.

III. Gas and Oil Fee Ownership:

Penn Virginia Resources Corporation - 100%
Post Office Box 306
Duffield, Virginia 24244-0306
Attn.: Allan R. Poole

EXHIBIT B

VGOB-93/10/19-0415

IV. Gas and Oil Leasehold Ownership:
(1972/1988 Oil and Gas Leases)

	<u>Working Interest</u>	<u>Net Revenue Interest</u>
Equitable Resources Exploration, a division of Equitable Resources Energy Company 1989 E. Stone Drive Post Office Box 1983 Kingsport, Tennessee 37662-1983 Attn.: Bryan L. Wolcott, Vice President - Engineering and Operations	72.02427%	63.02124%
Penn Virginia Resources Corporation Post Office Box 306 Duffield, Virginia 24244-0306 Attn.: Allan R. Poole	13.78690%	12.06354%
John W. Gillespie Post Office Box 675 Tazewell, Virginia 24651	1.22204%	1.06928%
Olin Prather Revocable Trust Post Office Box 206 Abingdon, Virginia 24210	1.00000%	0.87500%
R. Hagan Kohler 181 Redondo Way West Palm Beach, Florida 33414	0.31630%	0.27676%
Columbia Natural Resources, Inc. Post Office Box 6070 Charleston, West Virginia 25362 Attn.: Martin N. Holley	11.65049%	10.19418%
Penn Virginia Resources Corporation (Royalty Interest)	-----	12.5%
TOTAL	----- 100%	----- 100%

EXHIBIT B

VGOB-93/10/19-0415

V. Coalbed Methane Leasehold Ownership (1993 Coalbed Methane Lease):

Penn Virginia Resources Corporation CBM Lease dated
March 31, 1993; 96,717.11 Acres (JDE No. 223096202)

Net Revenue	<u>Working</u>	<u>Interest</u>
<u>Interest</u>		
Equitable Resources Exploration, a division of Equitable Resources Energy Company 1989 E. Stone Drive Post Office Box 1983 Kingsport, Tennessee 37662-1983 Attn.: Bryan L. Wolcott, Vice President - Engineering and Operations	81.80293%	69.53249%
Penn Virginia Resources Corporation Post Office Box 306 Duffield, Virginia 24244-0306 Attn.: Allan R. Poole	15.65873%	13.30992%
John W. Gillespie Post Office Box 675 Tazewell, Virginia 24651	1.22204%	1.038734%
Olin Prather Revocable Trust Post Office Box 206 Abingdon, Virginia 24210	1.0000%	.85%
R. Hagan Kohler 181 Redondo Way West Palm Beach, Florida 33414	.31630%	.268856%
Penn Virginia Resources Corporation (Royalty Interest)	-----	15.00%
TOTAL	100%	100%

Note: Columbia Natural Resources, Inc. elected not to participate in 1993 Coalbed Methane Lease. If CNR had elected to participate in the 1993 Coalbed Methane Lease, then its working interest would have been calculated as 11.65049%, and its net revenue interest would have been calculated as 9.902916%.

EXHIBIT C

VGOB-93/10/19-0415

CONFLICTING LEASEHOLD OWNERSHIP CLAIMANTS

(Differential between Gas and Oil Leasehold Ownership
and 1993 Coalbed Methane Leasehold Ownership for Escrow)

	<u>Working Interest</u>	<u>Net Revenue Interest</u>
Equitable Resources Exploration, a division of Equitable Resources Energy Company 1989 E. Stone Drive Post Office Box 1983 Kingsport, Tennessee 37662-1983 Attn.: Bryan L. Wolcott, Vice President - Engineering and Operations	9.77866%	6.51125%
Penn Virginia Resources Corporation Post Office Box 306 Duffield, Virginia 24244-0306 Attn.: Allan R. Poole	1.87183%	1.24638%
John W. Gillespie Post Office Box 675 Tazewell, Virginia 24651	0.0%	0.030546%
Olin Prather Revocable Trust Post Office Box 206 Abingdon, Virginia 24210	0.0%	0.025%
R. Hagan Kohler 181 Redondo Way West Palm Beach, Florida 33414	0.0%	0.007904%
Columbia Natural Resources, Inc. Post Office Box 6070 Charleston, West Virginia 25362 Attn.: Martin N. Holley	11.65049%*	10.19418%*
Penn Virginia Resources Corporation (Royalty Interest)	---	2.5%
TOTAL	<u>23.30098%</u>	<u>20.515260%</u>

*Note: Columbia Natural Resources, Inc. is the only Roaring Fork party who has not made an election to participate. All other Roaring Fork parties have elected to participate.

AFFIDAVIT OF DUE DILIGENCE

EXHIBIT D

VGOB-93/10/19-0415

COMMONWEALTH OF VIRGINIA

COUNTY OF WASHINGTON

I, Elizabeth A. McClanahan, after being duly sworn upon oath state as follows:

1. I, Elizabeth A. McClanahan, have communicated with Rand E. Sterling, Senior Attorney, an authorized agent of Equitable Resources Exploration (hereinafter "EREX"), a division of Equitable Resources Energy Company, who is responsible for the notification process required by Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993) and VR 480-05-22.2 § 4 (1991).

2. EREX will exercise due diligence in attempting to serve notice pursuant to Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993) and VR 480-05-22.2 § 4 (1991) to the parties listed on Exhibit "B" of its unit and compulsory pooling application for the VCP-3101 unit submitted to the Virginia Gas and Oil Board under Docket No. VGOB-93/10/19-0415 (hereinafter the "Application").

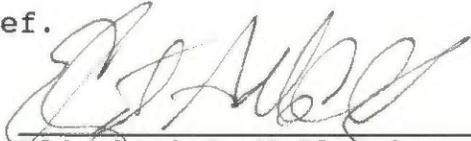
3. Each of the parties listed on the above-referenced Exhibit "B," are being notified of the filing of EREX's application by certified mail, return receipt requested.

4. Every individual or entity identified by EREX as having an interest in the methane gas underlying the tracts in the VCP-3101 unit, as shown on Exhibit B of the Application, whether known or unknown, will be notified of the filing of EREX's application by

publication of notice to be submitted to the *Bristol Herald Courier* paper.

5. EREX has indicated that it will continue to exercise due diligence in attempting to locate and identify the names and/or addresses of any unknown parties and if located will notify them of EREX's application.

I have read the foregoing, and the information given above is true to my best knowledge and belief.



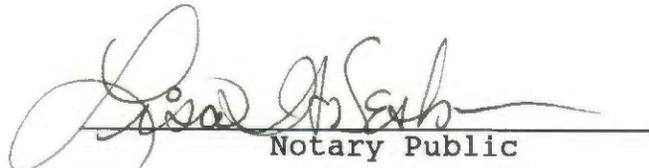
Elizabeth A. McClanahan, Counsel for
Equitable Resources Exploration,
a division of Equitable Resources
Energy Company
1989 East Stone Drive
P.O. Box 1983
Kingsport, Tennessee 37662-1983

Counsel's Address:
Penn, Stuart, Eskridge, & Jones
P.O. Box 2288
Abingdon, Virginia 24210

ACKNOWLEDGMENT

COMMONWEALTH OF VIRGINIA)
COUNTY OF WASHINGTON)

SUBSCRIBED AND SWORN to before me this 16th day of September,
1993.



Notary Public

My commission expires:

October 31, 1997

EXHIBIT E

VGOB-93/10/19-0415

Unlocated Owners and Potential Owners of Coalbed Methane Gas

VCP-3101

There are no owners whose names and/or locations are unknown at the time of the filing of this application.

PROJECT OR WELL LOCATION WISE CO., VIRGINIA

TYPE WELL (DEVELOPMENT, EXPLORATORY) Development

TOTAL DEPTH 2,700

SUBSIDIARY W.I. 100.00%

<u>ACCOUNT CODES</u>	<u>DESCRIPTION</u>	<u>GROSS AMOUNT</u>	<u>NET AMOUNT</u>
1610	AFE - WELL DRILLING AND COMPLETION		
1610.0001	LEASEHOLD COSTS		
1610.10000	LEASE ACQUISITION COSTS		
1610.10020	Assignments	0	0
	LEASE ACQUISITION COSTS	0	0
1620	INTANGIBLE DRILLING COSTS		
1620.10000	IDC-DRILLING		
1620.10010	Contract Footage (\$15.36 per Ft.)	41,472	41,472
1620.10020	Daywork	0	0
1620.10030	Contractor Setup	0	0
1620.10040	Abstracts	0	0
1620.10050	Curative and Title	2,500	2,500
1620.10060	Survey Location and Plat	2,500	2,500
1620.10070	Directional Survey	0	0
1620.10080	Permits and Bonds	500	500
1620.10090	Right of Way - Roads	0	0
1620.10100	Location/Roads	4,500	4,500
1620.10110	Location Fees	0	0
1620.10120	Fuel and Power	0	0
1620.10130	Drilling Mud and Chemicals	0	0
1620.10140	Bits	0	0
1620.10150	Reamers and Stabilizers	0	0
1620.10160	Drilling Hammer	0	0
1620.10170	Drilling Water	0	0
1620.10180	Open Hole Logging (G.R./Density/Temp)	3,700	3,700
1620.10190	Mud Logging	0	0
1620.10200	Coring	0	0
1620.10210	Core Analysis	0	0
1620.10220	Drill Stem Test	0	0
1620.10230	Surface Casing Cementing	2,000	2,000
1620.10240	Intermediate Casing Cementing	0	0
1620.10250	Misc Cementing	0	0
1620.10260	Power Tongs for Casing/Tubing	0	0
1620.10270	Floats,Baffles, Centralizer	1,000	1,000
1620.10280	Equipment Rental	0	0
1620.10290	Dozer	0	0
1620.10300	Transportation	2,000	2,000
1620.10310	Fishing Expenses	0	0
1620.10320	Sidetracking Expenses	0	0
1620.10330	Plugging Expenses	0	0
1620.10340	Surface Damages	0	0
1620.10700	Supervision	0	0
1620.10710	Well Control Insurance	0	0
1620.10720	Operator Overhead	0	0
1620.10750	Other	0	0
FILE NO.	IDC DRILLING	60,172	60,172

EXHIBIT F

VGOB-93/10/19-0415

PROJECT OR WELL LOCATION

WISE CO., VIRGINIA

TYPE WELL (DEVELOPMENT, EXPLORATORY)

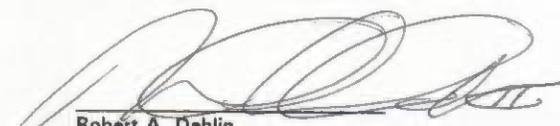
Development

TOTAL DEPTH 2,700

SUBSIDIARY W.I. 100.00%

<u>ACCOUNT CODES</u>	<u>DESCRIPTION</u>	<u>GROSS AMOUNT</u>	<u>NET AMOUNT</u>
1660	LEASE AND WELL EQUIPMENT		
		PAGE 3	
1660.10000	LEASE & WELL EQUIPMENT - DRILLING		
1660.10010	Drive Pipe	0	0
1660.10020	Conductor Pipe (20 Ft.- 11 3/4", 32#)	299	299
1660.10030	Surface Casing (450 Ft.- 8 5/8" ,23 #)	2,858	2,858
1660.10040	Intermediate Casing	0	0
1660.10050	Other	0	0
1660.10055	Valves,Fittings,Line Pipe	0	0
	LEASE & WELL EQUIPMENT - DRILLING	3,157	3,157
1670.20000	LEASE & WELL EQUIPMENT - COMPLETION		
1670.20010	Production Casing(2,650 Ft.- 4 1/2",10.5#)	7,102	7,102
1670.20020	Liner	0	0
1670.20030	Tubing (2,600 Ft. - 2 3/8",4.6#)	4,212	4,212
1670.20040	Packers and Retainers	0	0
1670.20050	Wellhead Equipment	1,000	1,000
1670.20055	Valves,Fittings,Line Pipe	2,000	2,000
1670.20080	Gathering Lines (300 Ft. 2" LP)	1,935	1,935
1670.20070	Royalty Meters	1,900	1,900
1670.20080	Master Meters	0	0
1670.20090	Consumer Meters	0	0
1670.20100	Separators	0	0
1670.20110	Drips	500	500
1670.20120	Heater Treaters	0	0
1670.20130	Tank Battery	6,600	6,600
1670.20140	Well Testing Facilities	0	0
1670.20150	Pumping Unit	12,500	12,500
1670.20160	Sucker Rods (2,600 Ft. -5/8" Rods)	1,690	1,690
1670.20170	Downhole Pump	1,050	1,050
1670.20180	Other (Wellhead Compressor)	5,200	5,200
	LEASE & WELL EQUIPMENT - COMPLETION	45,689	45,689
	TOTAL LEASE & WELL EQUIPMENT	48,846	48,846
	TOTAL COMPLETED WELL COST	177,000	177,000
		=====	=====

Reviewed and Approved :



Robert A. Dahlin
Operations Specialist

EXHIBIT F

VG0B-93/10/19-0415

PennStuart

Geo. E. Penn (1895-1931)
Wm. A. Stuart (1922-1976)

Wm. W. Eskridge
James P. Jones
John B. Hemmings
Stephen M. Hodges
W. Challen Walling
Wade W. Massie
Daniel H. Caldwell
Michael F. Blair
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PENN. STUART, ESKRIDGE & JONES
ATTORNEYS AT LAW

208 E. MAIN STREET
POST OFFICE BOX 2288
ABINGDON, VIRGINIA 24212-2288

TELEPHONE 703/628-5151
FAX 703/628-5621

Offices in Abingdon
and Bristol, Virginia

December 15, 1994

Olin Prather Revocable Trust
Post Office Box 206
Abingdon, Virginia 24210

Re: Order Withdrawing the Applications for the
Compulsory Poolings of the VCP-3097, VCP-3098,
VCP-3099, VCP-3100, VCP-3101 and VCP-3102 Units
and Modification of VCP-3099 Unit &
Compulsory Pooling of Additional Seams
VGOB Docket Nos.: 93/10/19-0411, 93/10/19-0412,
93/10/19-0413, 93/10/19-0414, 93/10/19-0415,
93/10/19-0416 and 94/01/18-0430
PSE&J File Nos.: 863-126, -130, -131, -132,
-133, -134 and -135

Dear Mr. Prather:

I have enclosed a copy of the order withdrawing the above-referenced force pooling applications to which you were a party. If you have any questions, please do not hesitate to call me.

Sincerely,


ELIZABETH A. MCCLANAHAN

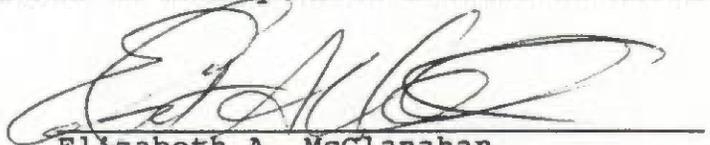
EAM/lws

Enclosure

[e:\863-126\Order.ltr]

AFFIDAVIT

I hereby certify that the attached copies are true and correct copies of the letters mailing the order withdrawing the VCP-3097, VCP-3098, VCP-3099, VCP-3100, VCP-3101 and VCP-3102 Compulsory Pooling Applications (the "Applications") and the Modification of the VCP-3099 Application (the "Application to Modify"), as directed by the order for VGOB Docket Nos.: 93/10/19-0411, 93/10/19-0412, 93/10/19-0413, 93/10/19-0414, 93/10/19-0415, 93/10/19-0416 and 94/01/18-0430. I hereby certify that the letters, with the order attached, were mailed within seven (7) days of receipt of the order to each person whose interest was sought to be pooled by the Applications and the Application to Modify whose address is known.

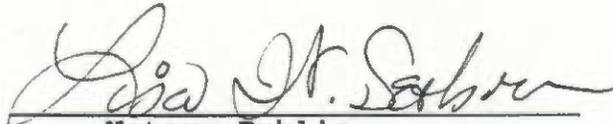


Elizabeth A. McClanahan
Counsel for Equitable Resources
Exploration, a division of
Equitable Resources Energy Company
Two Executive Park Place
1989 East Stone Drive
Kingsport, TN 37660

COMMONWEALTH OF VIRGINIA
COUNTY OF WASHINGTON

The foregoing instrument was acknowledged before me this 20th day of December, 1994, by Elizabeth A. McClanahan, on behalf of Equitable Resources Exploration, a division of Equitable Resources Energy Company, a West Virginia corporation.

My commission expires: October 31, 1997.


Notary Public

[SEAL]

V I R G I N I A;

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE:

Applications by Equitable Resources Exploration, a Division of Equitable Resources Energy Company, to Establish 18.03-acre Drilling Units to be Served by Wells VCP-3097, VCP-3098, VCP-3099, VCP-3100, VCP-3101 and VCP-3102 (herein collectively "Proposed Wells") Pursuant to Va. Code § 45.1-361.20 (herein collectively "Drilling Units"); and for the Pooling of Interests in each of the Drilling Units Pursuant to Va. Code § 45.1-361.22 for the Production of Occluded Natural Gas Produced from Coalbeds and Rock Strata Associated Therewith (herein "Coalbed Methane Gas" or "Gas"), Docket Numbers VGOB 93-1019-0411, 93-1019-0412, 93-1019-0413, 93-1019-0414, 93-1019-0415 and 93-1019-0416, respectively (herein collectively referred to as "Applications"); and

Application by Equitable Resources Exploration for the modification of the Drilling Unit to be served by Proposed Well VCP-3099 for the pooling of additional coal seams underlying said Drilling Unit, Docket No. 94-0118-0430 (herein "Application to Modify")

CONSENT ORDER

The Applications came on for hearing before the Virginia Gas and Oil Board (hereafter "Board") at 9:00 a.m. on October 19, 1993, and at 9:00 a.m. on February 15, 1994, Dickenson Conference Room, Southwest Virginia Education 4-H Center, Abingdon, Virginia. The Application to Modify came on for hearing at 9:00 a.m. on February 15, 1994.

Elizabeth McClanahan of Penn, Stuart, Eskridge & Jones appeared for the Applicant; Mark A. Swartz of Kay, Casto, Chaney, Love & Wise, appeared for Columbia Natural Resources, Inc. (herein "CNR"); Timothy E. Scott and John D. McKinnis of McKinnis & Scott appeared for Penn-Virginia Resources Corporation, and Sandra B. Riggs, Assistant Attorney General, was present to advise the Board.

HISTORY OF PROCEEDINGS

1. On September 17, 1993 Equitable Resources Exploration (herein "EREX") filed its Applications requesting:

- (a) that pursuant to Va. Code §45.1-361.20, the Board establish 18.03-acre Drilling Units with each to be served by one of the Proposed Wells,
- (b) that pursuant to Va. Code § 45.1-361.22, including the applicable portions of Va. Code § 45.1-361.21, the Board pool the rights, interests and claims in and to the Gas in each of the Drilling Units, including the interests of the known and unknown persons named in the applicable Application and their known and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote, for the drilling and operation, including production, of Coalbed Methane Gas produced from each such Drilling Units established for the Pennsylvanian Age coals from the top of the Norton formation, including all splits to the top of the red and green shales, including, but not limited to, the Middle Norton, Yellow Creek, Edwards, Gladeville, Hagy, Splashdam, Upper Banner, Lower Banner, Kennedy, Raven, Jawbone, Tiller, Upper Horsepen, Middle Horsepen, War Creek, Beckley, Lower Horsepen, Pocahontas No. 8, Pocahontas No. 4, Pocahontas

No. 3, and Pocahontas No. 1, and any other unnamed coal seams, coalbeds or rock strata associated therewith (hereafter "Subject Formations"), and

(c) that the Board designate EREX as the Unit Operator.

2. On December 20, 1993, EREX filed its Application to Modify the Drilling Unit to be served by Proposed Well VCP-3099 for the pooling of additional coal seams underlying said Drilling Unit.

3. Upon the hearing of objections by CNR to the Applications and the Application to Modify, the Board determined that given the exploratory nature of EREX's proposed drilling operations in the area of the Drilling Units, the Board had insufficient evidence to determine the boundaries of the field within which the Drilling Units were to be located and thus the appropriate size and shape of said Drilling Units and the other units to be located within said field.

4. To allow for the orderly development of the pool pending the Board's receipt of the information necessary for it to determine the ultimate pool boundaries, appropriate unit size, and spacing of wells for the pool, the Board determined that for the purpose of pooling the interests with the Drilling Units pursuant to Va. Code §§ 45.1-361.21 and 45.1-361.22 the Drilling Units would be temporarily established as 18.03-acre Provisional Units. Thereafter, on May 31, 1994, by Board Order entered in VGOB Docket No. 94-0215-0435, the Board established field rules for the Roaring Fork Coalbed Methane Gas Field pursuant to Va. Code § 45.1-361.20 for the area encompassing the Drilling Units.

5. Subsequent to the Board's hearings of these matters, the Board was advised that the parties were actively negotiating for the creation of voluntary units which would make the Applications for compulsory pooling of the Drilling Units moot, and requesting that the Board delay the entry of Pooling Orders in these matters until such time as settlement negotiations were completed.

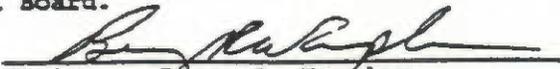
6. By letter dated July 1, 1994 EREX's counsel advised the Board that EREX had entered into an agreement with CNR and others which made compulsory pooling of the Drilling Units unnecessary, and EREX requested that their Applications for the creation and pooling of the Drilling Units and appointment as the Unit Operator be withdrawn.

7. By letter dated August 18, 1994, from R. Neal Pierce, General Counsel and Secretary of CNR, CNR advised the Board that CNR and EREX had reached a voluntary agreement regarding the Applications, and that CNR no longer considers itself as having a disputed interest necessitating forced pooling of the Drilling Units. CNR joined in EREX's request that subject proceedings be dismissed eliminating the need for the Board's issuance of pooling orders in these causes.

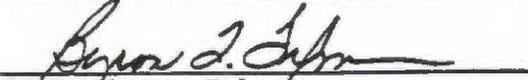
8. By letter dated August 18, 1994, EREX's counsel advised the Board that the Application to Modify and pooling of additional coal seams for the VCP-3099 unit filed under VGOB Docket Number 94-0118-0430 should also be withdrawn.

Accordingly, the Board hereby dismisses EREX's Applications filed and heard as VGOB Docket Numbers 93-1019-0411 (Well VCP-3097), 93-1019-0412 (Well VCP-3098), 93-1019-0413 (Well VCP-3099), 93-1019-0414 (Well VCP-3100) 93-1019-0415 (Well VCP-3101 and 93-1019-0416 (Well VCP-3102) and the Application to Modify filed and heard as VGOB Docket Number 94-0118-0430 (Well VCP-3099 Modification). Further, EREX or its attorney shall file an affidavit with the Secretary of the Board within sixty (60) days after the date of receipt of this Order stating that a true and correct copy of said Order was mailed within seven (7) days from the date of receipt of this Order to each person whose interest were sought to be pooled by the Applications and the Application to Modify whose address is known.

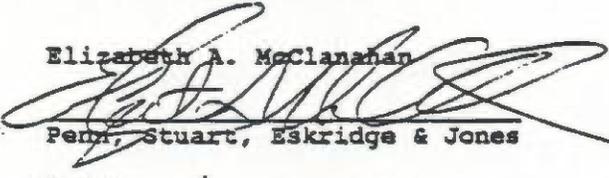
DONE AND EXECUTED this 31st day of October, 1994, by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

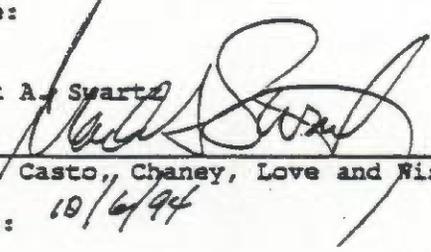
DONE AND PERFORMED this 31st day of October, 1994 by Order of this Board.


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

SEEN AND AGREED TO:

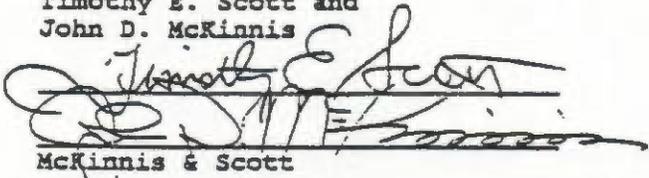

Elizabeth A. McClanahan
Penn, Stuart, Eskridge & Jones

Date:


Mark A. Swartz
Kay, Casto, Chaney, Love and Wise

Date: 10/6/94

Timothy E. Scott and
John D. McKinnis


McKinnis & Scott

Date: 10/10/94

PennStuart

Geo. E. Penn (1895-1931)
Wm. A. Stuart (1922-1976)

PENN, STUART, ESKRIDGE & JONES
ATTORNEYS AT LAW

Wm. W. Eskridge
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208 E. MAIN STREET
POST OFFICE BOX 2288
ABINGDON, VIRGINIA 24212-2288

TELEPHONE 703 / 628-5151
FAX 703 / 628-5621

Offices in Abingdon
and Bristol, Virginia

July 1, 1994

Kevin C. Abbott, Esq.
Thorp, Reed & Armstrong
One Riverfront Center
Pittsburgh, PA 15222

RE: Columbia Natural Resources, Inc. v. Penn Virginia Resources Corporation and Equitable Resources Energy Company, Wise County Circuit Court, Virginia, CA No. L93-317
PSE&J Client No.: 863-126

Dear Kevin:

Pursuant to the settlement agreement dated June 2, 1994, between Equitable Resources Exploration ("EREX"), Columbia Natural Resources, Inc. ("CNR") and Penn Virginia Resources Corporation ("PVRC"), EREX agreed to withdraw certain applications pending before the Virginia Gas and Oil Board (the "Board"). The six (6) compulsory pooling applications to be withdrawn were filed under VGOB Docket Nos.: 93/10/19-0411; 93/10/19-0412; 93/10/19-0413; 93/10/19-0414; 93/10/19-0415; and, 93/10/19-0416 (the "Applications"). CNR agreed to submit a letter to the Board supporting EREX's withdrawal of the Applications.

I have attached a copy of a letter to Ms. Sandra Riggs and Mr. Tom Fulmer requesting the withdrawal of the Applications. EREX respectfully requests that CNR draft and send a letter to the Board

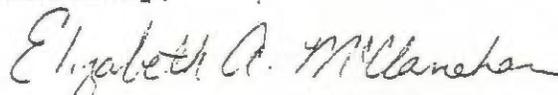
Kevin C. Abbott, Esq.

July 1, 1994

Page 2

and Ms. Riggs supporting its request for withdrawal of the Applications. If you have any questions, please do not hesitate to call me.

Sincerely,



ELIZABETH A. McCLANAHAN

EAM\lws

cc: Sandra L. Riggs, Esq.
Mark A. Swartz, Esq.
Timothy E. Scott, Esq.
Byron T. Fulmer

[!s1863-126\Abbott1.ltr]

PennStuart

Geo. E. Penn (1895-1931)
Wm. A. Stuart (1922-1976)

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W. Bradford Stallard
Ramesh Murthy
Mark E. Frye
Julie Long Murthy
Laura E. Wilson

RECEIVED

FILE 7
**OFFICE OF THE
ATTORNEY GENERAL**

PENN. STUART, ESKRIDGE & JONES
ATTORNEYS AT LAW

208 E. MAIN STREET
POST OFFICE BOX 2288
ABINGDON, VIRGINIA 24212-2288

TELEPHONE 703/628-5151
FAX 703/628-5621

Offices in Abingdon
and Bristol, Virginia

July 1, 1994

Sandra B. Riggs, Esq.
Assistant Attorney General
P.O. Box 900
Big Stone Gap, VA 24219

Byron T. Fulmer, Secretary
Virginia Gas & Oil Board
P.O. Box 1416
Abingdon, Virginia 24210

RE: Withdrawal of VCP-3097, VCP-3098,
VCP-3099, VCP-3100, VCP-3101 & VCP-3102
Unit and Compulsory Pooling Applications
Wise County, Virginia
VGOB Docket Nos.: 93/10/19-0411, 93/10/19-0412,
93/10/19-0413, 93/10/19-0414, 93/10/19-0415 &
93/10/19-0416
PSE&J Client Nos.: 863-130, -131, -132, -133,
-134 & -135

Dear Sandra and Tom:

Equitable Resources Exploration ("EREX") has entered into an agreement with Columbia Resources, Inc. ("CNR") and others which allows EREX to withdraw the above-referenced applications since compulsory pooling is no longer necessary. The hearings for these applications were held on October 19, 1993, and the applications were granted. However, no order has been entered. EREX, therefore, requests that the applications for the VCP-3097, VCP-3098, VCP-3099, VCP-3100, VCP-3101 & VCP-3102 units and compulsory pooling applications filed by EREX under the above-referenced docket numbers be withdrawn. Of course, then the entry of orders would be unnecessary.

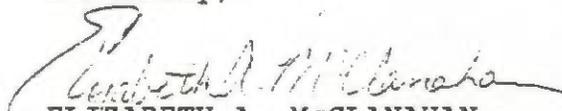
I have attached a copy of a letter dated July 1, 1994, sent to Kevin Abbott, counsel for CNR, requesting a letter in support of the Board's motion to withdraw the above-referenced applications.

Handwritten notes:
7/25/94
[unclear]
[unclear]

Sandra B. Riggs, Esq.
Mr. Byron T. Fulmer
July 1, 1994
Page 2

Thank you for your assistance with this matter. If you have any questions, please do not hesitate to call me.

Sincerely,


ELIZABETH A. McCLANAHAN

EAM/lws

cc: Rand E. Sterling, Esq.
Kevin C. Abbott, Esq.
Mark A. Swartz, Esq.
Timothy E. Scott, Esq.

[s1863-130/Riggs.ltr]

PennStuart

Geo. E. Penn (1895-1931)
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Wm. W. Eskridge
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ABINGDON, VIRGINIA 24212-2288

TELEPHONE 703/628-5151
FAX 703/628-5621

Offices in Abingdon
and Bristol, Virginia

December 20, 1994

HAND DELIVERED

Byron T. Fulmer, Secretary
Virginia Gas & Oil Board
P.O. Box 1416
Abingdon, Virginia 24210



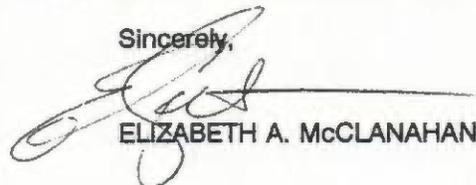
Re: **Mailing Statement for Order Withdrawing the Applications for the Compulsory Poolings of the VCP-3097, VCP-3098, VCP-3099, VCP-3100, VCP-3101, and VCP-3102 Units and Modification of VCP-3099 Unit & Compulsory Pooling of Additional Seams VGOB Docket Nos.: 93/10/19-0411, 93/10/19-0412, 93/10/19-0413, 93/10/19-0414, 93/10/19-0415, 93/10/19-0416 and 94/01/18-0430 PSE&J File Nos.: 863-126, -130, -131, -132, -133, -134 and -135**

Dear Tom:

I have enclosed the mailing statement affidavit and copies of the letters from Equitable Resources Exploration's mailing of the above-referenced withdrawal order.

Thanks very much. If you have any questions, please do not hesitate to call me.

Sincerely,


ELIZABETH A. McCLANAHAN

EAM/lws

Enclosures

PennStuart

Geo. E. Penn (1895-1931)
Wm. A. Stuart (1922-1976)

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July 1, 1994

Kevin C. Abbott, Esq.
Thorp, Reed & Armstrong
One Riverfront Center
Pittsburgh, PA 15222



RE: Columbia Natural Resources, Inc. v. Penn Virginia Resources Corporation and Equitable Resources Energy Company, Wise County Circuit Court, Virginia, CA No. L93-317
PSE&J Client No.: 863-126

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Kevin C. Abbott, Esq.
July 1, 1994
Page 2

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Sincerely,



ELIZABETH A. McCLANAHAN

EAM\lws

cc: Sandra L. Riggs, Esq.
Mark A. Swartz, Esq.
Timothy E. Scott, Esq.
Byron T. Fulmer

[le1863-126\Abbot1.ltr]

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July 1, 1994

Sandra B. Riggs, Esq.
Assistant Attorney General
P.O. Box 900
Big Stone Gap, VA 24219

Byron T. Fulmer, Secretary
Virginia Gas & Oil Board
P.O. Box 1416
Abingdon, Virginia 24210



RE: Withdrawal of VCP-3097, VCP-3098,
VCP-3099, VCP-3100, VCP-3101 & VCP-3102
Unit and Compulsory Pooling Applications
Wise County, Virginia
VGOB Docket Nos.: 93/10/19-0411, 93/10/19-0412,
93/10/19-0413, 93/10/19-0414, 93/10/19-0415 &
93/10/19-0416
PSE&J Client Nos.: 863-130, -131, -132, -133,
-134 & -135

Dear Sandra and Tom:

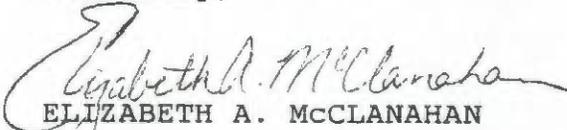
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Sandra B. Riggs, Esq.
Mr. Byron T. Fulmer
July 1, 1994
Page 2

Thank you for your assistance with this matter. If you have any questions, please do not hesitate to call me.

Sincerely,


ELIZABETH A. MCCLANAHAN

EAM/lws

cc: Rand E. Sterling, Esq.
Kevin C. Abbott, Esq.
Mark A. Swartz, Esq.
Timothy E. Scott, Esq.

AFFIDAVIT OF DUE DILIGENCE

VGOB-93/10/19-0415

COMMONWEALTH OF VIRGINIA

COUNTY OF WASHINGTON



I, Elizabeth A. McClanahan, after being duly sworn upon oath state as follows:

1. I, Elizabeth A. McClanahan, have communicated with Rand E. Sterling, Senior Attorney, an authorized agent of Equitable Resources Exploration (hereinafter "EREX"), a division of Equitable Resources Energy Company, who is responsible for the notification process required by Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993) and VR 480-05-22.2 § 4 (1991).
2. EREX has exercised due diligence in attempting to serve notice pursuant to Va. Code Ann. § 45.1-361.19 (Michie Supp. 1993) and VR 480-05-22.2 § 4 (1991) to the parties listed on Exhibit "B" of its unit and compulsory pooling application for the VCP-3101 unit submitted to the Virginia Gas and Oil Board under Docket No. VGOB-93/10/19-0415 (hereinafter the "Application").
3. Each of the parties listed on the above-referenced Exhibit "B," was notified of the filing of EREX's application by certified mail, return receipt requested.
4. Every individual or entity identified by EREX as having an interest in the methane gas underlying the tracts in the VCP-3101 unit, as shown on Exhibit B of the Application, whether known or unknown, was notified of the filing of EREX's application by

publication of notice in the *Bristol Herald Courier* paper on September 26, 1993.

I have read the foregoing, and the information given above is true to my best knowledge and belief.



Elizabeth A. McClanahan, Counsel for
Equitable Resources Exploration,
a division of Equitable Resources
Energy Company
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P.O. Box 1983
Kingsport, Tennessee 37662-1983

Counsel's Address:
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P.O. Box 2288
Abingdon, Virginia 24210

ACKNOWLEDGMENT

COMMONWEALTH OF VIRGINIA)
COUNTY OF WASHINGTON)

SUBSCRIBED AND SWORN to before me this 11th day of October, 1993.


Notary Public

My commission expires:
Oct. 31, 1997

Affidavit of Publication

State of Virginia
City of Bristol

} SS. RE: #VGOB-93/10/19-0415

I, JoAnn Cahill do solemnly swear that I am the Asst. Treasurer of the
Bristol Herald Courier, printed and published at Bristol, in the State of Virginia, and
that from my own personal knowledge and reference to the files of said publication
the advertisement of Equitable Resources Exploration was inserted in
the space of 366.0 (lines) on dates as follows:
September 26, 1993

JoAnn Cahill

Subscribed and sworn to before me 4th day of October 1993

Pattie R. Jones

Notary Public

5/31/95

My Commission Expires

