

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT:	EQUITABLE RESOURCES EXPLORATION	)	VIRGINIA GAS
	A Division of Equitable Resources	)	AND OIL BOARD
	Energy Company	)	
RELIEF SOUGHT:	MODIFICATION OF VIRGINIA GAS	)	DOCKET NO.
	AND OIL BOARD ORDER IN VGOB	)	95-0321-0497
	DOCKET NO. 94-0920-0473 FOR	)	
	POOLING OF THE DRILLING UNIT	)	(Modification of
	DESCRIBED IN EXHIBIT "A" HERETO	)	Board Order in
	AND SERVED BY WELL NO. V-2727	)	VGOB Docket No.
	(herein "Subject Drilling Unit")	)	94-0920-0473
	PURSUANT TO VA. CODE ANN.	)	Entered November
	§ 45.1-361.22, FOR THE	)	9, 1994, and
	PRODUCTION OF CONVENTIONAL NATURAL	)	Recorded in Deed
	GAS FROM SUBJECT FORMATIONS	)	Book 790, Pages
	(herein referred to as "Gas")	)	691-706, Wise
		)	County, Virginia
		)	(herein "Original
		)	Pooling Order")
LEGAL DESCRIPTION:		)	
	DRILLING UNIT SERVED BY WELL NUMBERED	)	
	V-2727 TO BE DRILLED IN THE LOCATION	)	
	DEPICTED ON EXHIBIT A HERETO,	)	
	TURKEY GAP COAL CO., INC. FEE TRACT	)	
	POUND QUADRANGLE,	)	
	ROBERSON MAGISTERIAL DISTRICT,	)	
	WISE COUNTY, VIRGINIA	)	
	(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 March 21, 1995, Ratliff Hall, Southwest Virginia Education 4-H Center, Abingdon, Virginia.
2. Appearances: James E. Kaiser of Hunter, Smith & Davis appeared for the Applicant; Sandra B. Riggs, Assistant Attorney General, was present to advise the Board.
3. Jurisdiction and Notice: Pursuant to Va. Code Ann. § 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 an update of its search of the reasonably available sources to determine the identity and whereabouts of each gas or oil owner, coal owner, or mineral owner having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; (2) 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 Ann. § 45.1-361.19, to notice of this application; and (3) that the persons set forth in Exhibit B hereto have been identified by Applicant as owners of Gas interests underlying

Subject Drilling Unit, including those who have not heretofore leased, sold or voluntarily agreed with the Applicant to pool their Gas interests in Subject Drilling Unit. Further, the Board has caused notice of this hearing to be published as required by Va. Code Ann. § 45.1-361.19.B.

4. Relief Requested: Applicant requests that the Board amend and modify the Original Pooling Order by deleting Exhibit B to the Original Pooling Order in toto and replace it with the Exhibit B attached hereto. Exhibit B has been revised to reflect the identify and whereabouts of certain unknown and/or unlocatable Gas owners within Tract 6 of Subject Drilling Unit, who, pursuant to Paragraph 10 of the Original Pooling Order, were deemed to have leased their Gas interests within Subject Drilling Unit to the Operator.

5. Relief Granted: The requested relief in this cause be and hereby is granted and Exhibit B to the Original Pooling Order is deleted in toto and replaced by the Exhibit B attached hereto.

6. Special Findings: The Board specifically and specially finds:

6.1 Applicant claims ownership of voluntary gas leases on 94.4674636 percent of Subject Drilling Unit, involuntary Gas leases pursuant to Paragraph 10 of the Original Pooling Order on 5.532536 percent of Subject Drilling Unit; and the right to explore for, develop and produce Gas from same.

6.2 Set forth in revised Exhibit B attached hereto is the name and last known address of each person of record identified by the Applicant as Gas owners within Subject Drilling Unit. The Gas interests which were not voluntarily leased to Operator, but were deemed to be leased to the Operator pursuant to Paragraph 10 of the Original Pooling Order represent 5.5325364 percent of Subject Drilling Unit.

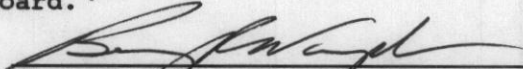
6.3 A well work permit for well V-2727 has been issued by the Virginia Department of Mines, Minerals and Energy.

7. Mailing Of Order And Filing Of Affidavit: Applicant 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 pooled by this Order whose address is known.

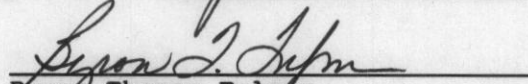
8. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

9. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 7th day of April, 1995, by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED this 7th day of April, 1995, by Order of this Board.


Byron Thomas Fulmer
Principal Executive To The Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 7th day of April, 1995,
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 7/31/98

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 7th day of April, 1995,
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.

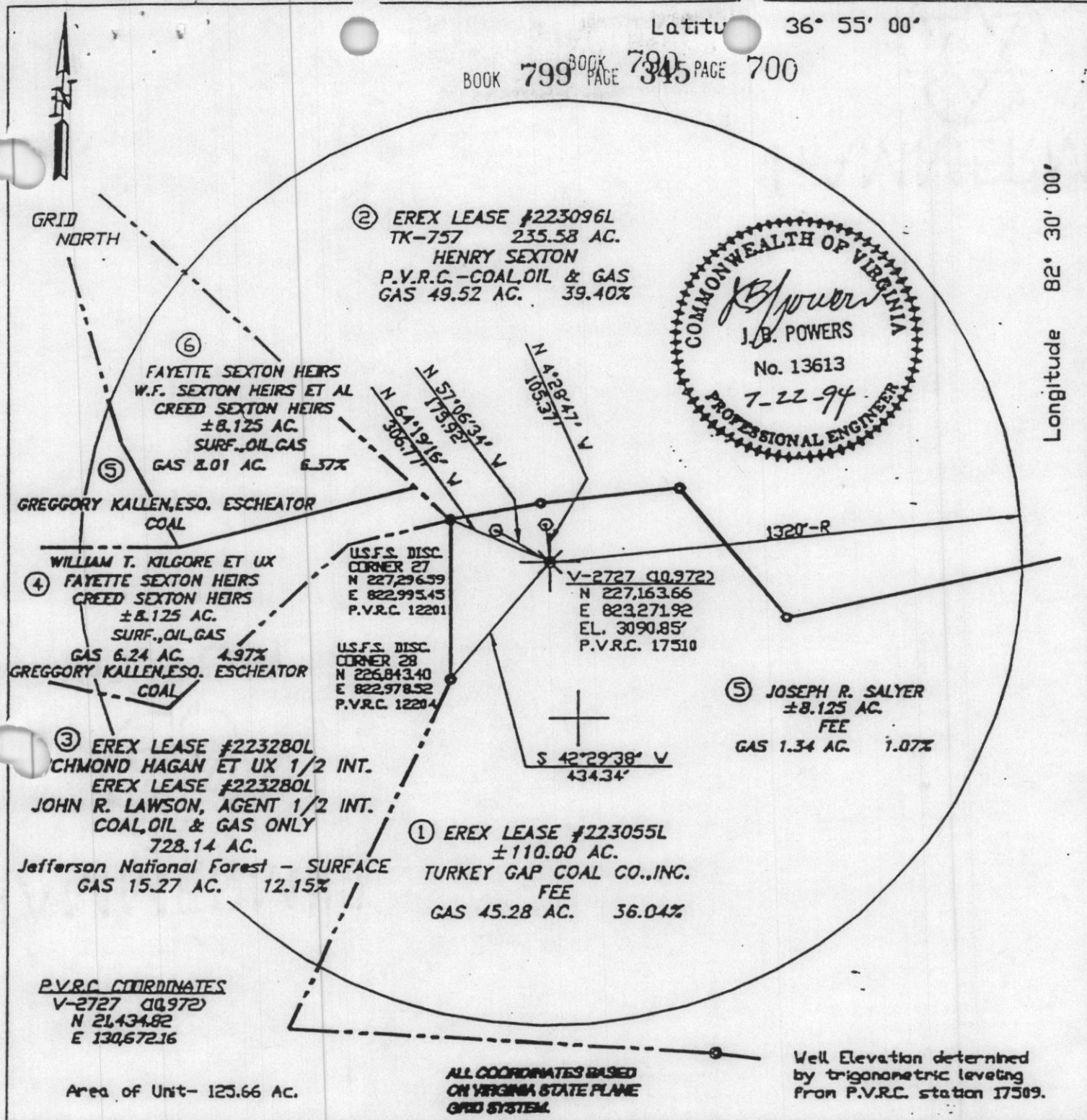
Diane J. Davis
Diane J. Davis
Notary Public

My commission expires 9/30/97



VIRGINIA: In the Clerk's Office of Wise Circuit Court 4-11, 1995

This deed was presented and upon the annexed Certificate of acknowledgement admitted
record at 11:47A M. The tax imposed by 58.54 1 of the Code has been paid in the
amount of \$ 1.99 Recorded in Deed Book 799 and Page 342
Gracie G. Hensley, Clerk Terrell Deputy Clerk.



WELL LOCATION PLAT

Company EQUITABLE RESOURCES EXPLORATION Well Name and Number V-2727 (10,972)
 Tract No. Elevation 3090.85' Quadrangle WISE
 County WISE District GLADEVILLE Scale: 1" = 400' Date 07/22/94
 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.

J.B. POWERS

Licensed Professional Engineer or Licensed Land Surveyor

EXHIBIT "B"
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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
1	Turkey Gap Coal Co., Inc. P. O. Box 654 Norton, VA 24273	Leased - EREX 223055L-01	36.0400000%	45.2800000
2	Penn Virginia Resources Corp. c/o Ralph Tomlinson 999 Executive Pk Blvd. Suite 300 Kingsport, TN 37660	Leased - EREX 223096L-01 (TK-757)	39.4000000%	49.5200000
3	Richmond B. Hagan and Jincy Hagan P. O. Box 295 Dungannon, VA 24245	Leased - EREX 223280L-01	6.0750000%	7.6350000
	John R. Lawson, Agent & POA Robert W. Lawson Heirs 901 Ridgecrest Road Johnson City, TN 37601	Leased - EREX 223280L-05	6.0750000%	7.6350000
4	William Tommy Kilgore and Colene Carbough Kilgore, H/W P. O. Box 652 Wytheville, VA 24382	Unleased	1.6600000%	2.0800000
	<u>Fayette Sexton Heirs</u> Inez Sexton, Single 3152 Nova Scotia Road Bel Air, MD 21015	Leased - EREX 244613L-03	0.3310000%	0.4160000
	Elise S. Parker and Wayne Parker, W/H 7845 Bank Street Baltimore, MD 21224	Leased - EREX 244613L-04	0.3310000%	0.4160000
	Jerry M. Sexton, Single USSAH 3700 N. Capitol St. NW Box 805 Washington, DC 20317-9998	Leased-EREX 244613L-05	0.3310000%	0.4160000

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	Lucy S. Brown and Gerald Brown, W/H 308 West Peach Street Crowley, TX 76036-3115	Leased - EREX 244613L-06	0.3310000%	0.4160000	
	Barbara S. Griest and Keith Griest, W/H 3150 Nova Scotia Road Bel Air, MD 21015	Leased - EREX 244613L-07	0.3310000%	0.4160000	
	<u>Creed Sexton Heirs</u> Carrie Sexton, Widow RR 1, Box 398 Coeburn, VA 24230	Unleased	0.5516660% Life Estate	0.6933340	✓
	Cecil Abner, Widower 8728 1/2 N. County Road, 25-A Piqua, OH 45356	Leased-EREX 244613L-09	0.4413336% Remainderman 0.662000%	0.5546664	✓
	Albert Sexton, Single RR 1, Box 398 Coeburn, VA 24230	Unleased	0.2206668% Remainderman 0.331000%	0.2773332	✓
	Bobby Sexton, Single RR 1, Box 398 Coeburn, VA 24230	Unleased	0.2206668% Remainderman 0.331000%	0.2773332	✓
	Liza Sexton, Single c/o Hermitage Hall Nursing Home P. O. Box 1009 Wise, VA 24293	Unleased	0.2206668% Remainderman 0.331000%	0.2773332	✓
5	Joseph R. Salyer and Betty Salyer, H/W P. O. Box 5 Coeburn, VA 24230	Leased - EREX 244784L-01	1.0700000%	1.3400000	
6	William F. Sexton and Mary Elizabeth Sexton H/W Heirs Ada Sexton Dixon, Widow Route 3 Box 4346 Clintwood, VA 24228	Leased - EREX 244613L-20	0.2359400%	0.2966664	✓

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	<u>Ida Sexton Heirs</u> Eugene Sexton and Lillie Sexton, H/W Route 2 Box 5 Valley Lee, MD 20692	Unleased	0.1179600%	0.1483331
	Lou Vernia Barnes and George Barnes, W/H Route 2 Box 8 Valley Lee, MD 20692	Unleased	0.1179600%	0.1483331
	<u>Francis Sexton Heirs</u> <u>Ervin Sexton Heirs</u> Van Buren Sexton and Annie Sexton, H/W 6041 Gainford Road Richmond, VA 23234	Unleased	0.0786400%	0.0988891
	Zelma Sexton Gibson and Eugene Gibson, W/H Route 1 Box 480 Ft. Blackmore, VA 24250	Unleased	0.0786400%	0.0988891
	<u>Hagan Sexton Heirs</u> Shirley Sexton, Widow HC05 Box 572 Coeburn, VA 24230	Leased - EREX 244613L-28	0.0589800%	0.0741670
	Richard Leon Sexton and Shelia Sexton, H/W P. O. Box 2184 Coeburn, VA 24230	Leased - EREX 244613L-29	0.0065500%	0.0082407
	Patricia Marlene Courtney and Michael Courtney, W/H Route 1 Box 150 Coeburn, VA 24230	Unleased	0.0065500%	0.0082407
	Timothy Michael Sexton and Karen Sexton, H/W Route 1 Box 541 Coeburn, VA 24230	Leased - EREX 244613L-31	0.0065500%	0.0082407

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	<u>Conley Sexton Heirs</u> Polly Marie Sexton, Single 1-986 US 6 McClure, OH 43534	Leased - EREX 244613L-30	0.0786400%	0.0988891
	Gordon J. W. Sexton and Vivian Sexton, H/W 7-238 US 6 RR 5 Napoleon, OH 43545	Leased - EREX 244613L-26	0.0786400%	0.0988891
	<u>Leon Sexton Heirs</u> Unknown	Unleased	0.0786400%	0.0988891
	<u>Lottie Sexton Collins Heirs</u> Unknown	Unleased	0.2359400%	0.2966664
	<u>Ella Sexton Heirs</u> Thelma Sexton and Raymond Sexton, W/H Route 1 Box 68Y Lexington Park, MD 20653	Unleased	0.0337000%	0.0423809
	Allie Mays and Ernest Mays, W/H Route 1 Coeburn, VA 24230	Unleased	0.0337000%	0.0423809
	Lillian Sexton Meade, Widow Unknown	Unleased	0.0337000%	0.0423809
	<u>Henry Carter Heirs</u> Janice Freeman and Vasilee Freeman, W/H P. O. Box 68 Callaway, MD 20620	Leased - EREX 244613L-25	0.0024100%	0.0030270
	Doylus Carter and Suzanne Carter, H/W P. O. Box 112 Richwood, WV 26621	Leased-EREX 244613L-32	0.0024100%	0.0030270

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	William Roy Carter and Rosetta Carter, H/W Star Route 2 Box 7 Valley Lee, MD 20692	Leased - EREX 244613L-27	0.0024100%	0.0030270
	Bobby Lee Carter and Margie Carter, H/W Star Route 2 Box 6 Valley Lee, MD 20692	Unleased	0.0024100%	0.0030270
	Nancy Norris, Single Box 216 Great Mills, MD 20634	Unleased	0.0024100%	0.0030270
	Inez Williams and Gary Williams, W/H 1056 Greene 757 Road Paragould, AK 72450	Unleased	0.0024100%	0.0030270
	Jean Stiffler, Single 1103 Four Oaks Lane California, MD 20619	Leased - EREX 244613L-24	0.0024100%	0.0030270
	David Carter, Single Route 249 Valley Lee, MD 20692	Leased - EREX 244613L-23	0.0024100%	0.0030270
	Samuel Ray Carter, Single Star Route 2 Box 3 Valley Lee, MD 20692	Leased-EREX 244613L-33	0.0024100%	0.0030270
	Nelson Carter, Single Star Route 2 Box 6 Valley Lee, MD 20692	Unleased	0.0024100%	0.0030270
	Ronald Carter and Margaret Carter, H/W Star Route 2, Box 2 Valley Lee, MD 20692	Leased-EREX 244613L-38	0.0024100%	0.0030270
	Donald Carter and Donna Carter, H/W Star Route 2 Box 6 Valley Lee, MD 20692	Unleased	0.0024100%	0.0030270

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	Lucy Hammett and David Hammett, H/W Star Route 127 Valley Lee, MD 20692	Leased-EREX 244613L-35	0.0024100%	0.0030270
	Harvey Carter and Lynette Carter, H/W Star Route 2 Box 6 Valley Lee, MD 20692	Unleased	0.0024100%	0.0030270
	<u>Nina Graves Heirs</u> Unknown	Unleased	0.0337100%	0.0423809
	<u>Orbin Carter, Jr. Heirs</u> Larry Carter Sr. and Debbie Carter, H/W Route 1 Box 92C, Far-Cry Road Lexington Park, MD 20653	Leased-EREX 244613L-36	0.0037400%	0.0047091
	Raymond Carter and Margaret Carter, H/W 2910 Burgundy Place Woodbridge, VA 22192	Unleased	0.0037400%	0.0047091
	Luke Carter and Kim Carter, H/W 19786 Carter Lane Lexington Park, MD 20653	Leased-EREX 244613L-37	0.0037400%	0.0047091
	Billy Carter, Single Route 1 box 109 Lexington Park, MD 20653	Unleased	0.0037400%	0.0047091
	Gloria Davis and Edwin Davis, W/H Route 1 Box 109 Lexington Park, MD 20653	Unleased	0.0037400%	0.0047091
	Helen Martinez and Bob Martinez, W/H 1975F Urban Street Lakewood, CO 80228	Unleased	0.0037400%	0.0047091

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	Paul Carter, Single Unknown	Unleased	0.0037400%	0.0047091
	Terry Carter, Widow Unknown	Unleased	0.0037400%	0.0047091
	Donald Carter, Single Route 1 Box 109 Lexington Park, MD 20653	Unleased	0.0037400%	0.0047091
	<u>Wesley Carter Heirs</u> Phylliss Lasure, Widow 2360 Pocahontas Drive Mechanicsville, MD 20695	Unleased	0.0084300%	0.0105956
	John Wesley Carter, Single Unknown	Unleased	0.0084300%	0.0105956
	Jerry Wayne Carter and Vicki Carter, H/W Unknown	Unleased	0.0084300%	0.0105956
	Charles Orbin Carter and Mary Carter, H/W Unknown	Unleased	0.0084300%	0.0105956
	<u>Cleveland Sexton Heirs</u> Charles R. Sexton and Armina Sexton, H/W Route 1 Box 400 Coeburn, VA 24230	Leased - EREX 244613L-13	0.0393200%	0.0494441
	Arthur L. Sexton and Vicki Sexton, H/W Route 1 Box 406 Coeburn, VA 24230	Leased - EREX 244613L-14	0.0393200%	0.0494441
	Georgia Sexton Hobbs and Ralph Hobbs, W/H Route 1 Box 406 Coeburn, VA 24230	Leased - EREX 244613L-15	0.0393200%	0.0494441

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	Beulah Sexton Osborne and Bruce Osborne, W/H P. O. Box 515 Pound, VA 24293	Leased-EREX 244613L-34	0.0393200%	0.0494441
	Fred Sexton and Vivian Sexton, H/W 208 Trinity Street Woodland, CA 95695	Leased - EREX 244613L-22	0.0393200%	0.0494441
	Dorothy Sexton, Widow Route 1 Box 400 Coeburn, VA 24230	Leased - EREX 244613L-16	0.0131200%	0.0164814
	Loretta Sexton Adkins and Van Adkins W/H Route 1 Box 386 Coeburn, VA 24230	Leased - EREX 244613L-17	0.0052400%	0.0065930
	Don Sexton and Hazel Sexton, H/W HCO5, Box 198 Coeburn, VA 24230	Leased - EREX 244613L-18	0.0052400%	0.0065930
	Priscilla Sexton Graves and Tom Graves, W/H Route 1 Box 400 Coeburn, VA 24230	Leased - EREX 244613L-21	0.0052400%	0.0065930
	Martha Sexton Stapleton and William Stapleton, W/H Route 1 Box 400 Coeburn, VA 24230	Leased - EREX 244613L-19	0.0052400%	0.0065930
	Ellis Sexton and Erma Sexton, H/W 11 Cheyenne Court Bryans Road, MD 20616	Unleased	0.0052400%	0.0065930
	<u>Fayette Sexton Heirs</u> Inez Sexton, Single 3152 Nova Scotia Road Bel Air, MD 21015	Leased - EREX 244613L-03	0.4718500%	0.5933335

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	Elsie S. Parker and Wayne Parker, W/H 7845 Bank Street Baltimore, MD 21224	Leased - EREX 244613L-04	0.4718500%	0.5933335
	Jerry M. Sexton, Single USSAH 3700 N. Capitol St. NW, Box 805 Washington, DC 20317-9998	Leased - EREX 244613L-05	0.4718500%	0.5933335
	Lucy S. Brown and Gerald Brown, W/H 308 West Peach Street Crowley, TX 76036-3115	Leased - EREX 244613L-06	0.4718500%	0.5933335
	Barbara S. Griest and Keith Griest, W/H 3150 Nova Scotia Road Bel Air, MD 21015	Leased - EREX 244613L-07	0.4718500%	0.5933335
	<u>Creed Sexton Heirs</u> Carrie Sexton, Widow RR 1, Box 398 Coeburn, VA 24230	Unleased	0.7864200% Life Estate	0.9888890
	Cecil Abner, Widower 8728 1/2 N. County Road, 25-A Piqua, OH 45356	Leased-EREX 244613L-09	0.6291400% Remainderman 0.786424%	0.7911109
	Elbert Sexton, Single RR 1, Box 398 Coeburn, VA 24230	Unleased	0.3145700% Remainderman 0.471854%	0.3955554
	Bobby Sexton, Single RR 1, Box 398 Coeburn, VA 24230	Unleased	0.3145700% Remainderman 0.471854%	0.3955554
	Liza Sexton, Single c/o Hermitage Hall Nursing Home P. O. Box 1009 Wise, VA 24293	Unleased	0.3145700% Remainderman 0.471854%	0.3955554

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	TOTAL		100.00%	125.66
	Percentage of Unit Leased		94.4674636%	
	Percentage of Unit Unleased		5.5325364%	
	Acreage in Unit Leased			118.7112459
	Acreage in Unit Unleased			6.9487541