

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT:	EQUITABLE RESOURCES ENERGY COMPANY,	)	VIRGINIA GAS
	a West Virginia Corporation	)	AND OIL BOARD
RELIEF SOUGHT:	POOLING OF INTERESTS IN A DRILLING	)	DOCKET NO.
	UNIT DESCRIBED IN EXHIBIT	)	97-1021-0611
	A HERETO AND SERVED BY WELL NO.	)	
	VC-3672 (herein "Subject Drilling	)	
	Unit") PURSUANT TO VA. CODE ANN.	)	
	§§ 45.1-361.21 AND 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")	)	

LEGAL DESCRIPTION:

SUBJECT DRILLING UNIT SERVED BY WELL NUMBERED
VC-3672 (herein "Well") TO BE DRILLED IN
THE LOCATION DEPICTED ON EXHIBIT A HERETO,
BARTEMUS BREEDING HEIRS TRACT
VANSANT QUADRANGLE
HURRICANE MAGISTERIAL DISTRICT
BUCHANAN COUNTY, VIRGINIA
(the "Subject Lands" are more
particularly described on Exhibit
"A", attached hereto and made a
part hereof)

REPORT OF THE BOARDFINDINGS 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 May 20, 1997, at which time it was continued and heard on October 21, 1997, Breaks Interstate Park, Breaks, Virginia.

2. Appearances: James E. Kaiser of Wilhoit & Kaiser, appeared for the Applicant; and 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 a meaningful search of reasonably available sources to determine the identity and whereabouts of each gas and oil owner, coal owner, or mineral owner and/or potential owner, i.e.,

person identified by Applicant as having ("Owner") or claiming ("Claimant") the rights to Coalbed Methane Gas in all Pennsylvania-aged coals from the top of the Raven, including all splits, to the top of the green and red shales, including, but not limited to Raven, Jawbone, Upper Horsepen, Middle Horsepen, War Creek, Beckley, Lower Horsepen, Poco No. 8, Poco No. 4, Poco No. 3, Poco No. 1, and any other unnamed coal seams, coalbeds and rock strata associated therewith hereafter "Subject Formations") in the Subject Drilling Unit underlying and comprised of Subject Lands; (2) has given notice to those parties so identified (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 and 45.1-361.22, to notice of the application filed herein; and (3) that the persons set forth in Amended Exhibit B hereto have been identified by Applicant as persons who may be Owners or Claimants of Coalbed Methane Gas interests in Subject Formations in the Subject Drilling Unit, underlying and comprised of Subject Lands. Further, the Board has caused notice of this hearing to be published as required by Va. Code Ann. § 45.1-361.19.B. Whereupon, the Board hereby finds that the notices given herein satisfy all statutory requirements, Board rule requirements and the minimum standards of state due process.

4. Amendments: Exhibit B.

5. Dismissals: None.

6. Relief Requested: Applicant requests that pursuant to Va. Code Ann. § 45.1-361.22, including the applicable portions of § 45.1-361.21, the Board pool the rights, interests and estates in and to the Gas in the Subject Drilling Unit, including those of the known and unknown persons named in Amended Exhibit B hereto and that of 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 the Subject Drilling Unit established for the Subject Formations underlying and comprised of the Subject Lands, (hereafter sometimes collectively identified and referred to as "well development and/or operation in the Subject Drilling Unit"); and, (3) that the Board designate Equitable Resources Energy Company as the Unit Operator.

7. Relief Granted: The requested relief in this cause be and hereby is granted and: (1) pursuant to Va. Code Ann. § 45.1-361.21.C.3, Equitable Resources Energy Company (hereafter "Unit Operator" or "Operator") is designated as the Operator authorized to drill and operate the Well in Subject Drilling Unit, subject to the permit provisions contained in Va. Code Ann. §§ 45.1-361.27, et seq.; to §§ 4 VAC 25-150 et seq., Gas and Oil Regulations; to §§ 4 VAC 25-160 et seq., Virginia Gas and Oil Board Regulations; and to the Board's Temporary Order modifying the Oakwood I Field Rules, the Oakwood II Field Rules and the Nora Coal Bed Gas Field Rules entered in VGOB Docket No. 93-0316-0348-02, which was heard and acted on by the Board on May 20, 1997; all as amended from time to time; and (2) all the interests and estates in and to the Gas in Subject Drilling Unit, including those of the known and unknown persons listed on amended Exhibit B, attached hereto and made a part hereof, and their known

and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote, leased or unleased, be and hereby are pooled in the Subject Formations in the Subject Drilling Unit underlying and comprised of the Subject Lands.

<u>Subject Formation</u>	<u>Unit Size</u>	<u>Permitted Well Location</u>	<u>Field and Well Classification</u>	<u>Order Number</u>
All Pennsylvanian aged coals from the top of Raven, including all splits, to top of the red and green shales, including, but not limited to Raven, Jawbone, Upper Horsepen, Middle Horsepen, War Creek, Beckley, Lower Horsepen, Poco No. 8, Poco No. 4, Poco No. 3, Poco No. 1, and any other unnamed coal seams, coalbeds, and rock strata, associated therewith.	Approximately 58.77 acres.	Well VC-3672 to be located as depicted on Exhibit A Depth: 1,870 feet.	Nora Coal Bed Gas Field (Temporary)	Temporary Order modifying the Oakwood I Field Rules, the Oakwood II Field Rules and the Nora Coal Bed Gas Field Rules, VGOB Docket No. 93-0316-0348-02 heard and acted on by the VGOB on May 20, 1997.

For the Subject Drilling Unit
underlying and comprised of the Subject
Land Served by Well No. VC-3672

Buchanan County, Virginia

8. Election and Election Period: In the event any Gas Owner or Claimant named in Amended Exhibit B has not reached a voluntary agreement to share in the operation of the well to be located in Subject Drilling Unit at a rate of payment mutually agreed to by said Gas Owner or Claimant and the Unit Operator, then such person may elect one of the options set forth in Paragraph 9 below and must give written notice of his election of the option selected

under Paragraph 9 herein to the Unit Operator at the address shown below within thirty (30) days from the date this Order is recorded in the county above named. A timely election shall be deemed to have been made if, on or before the last day of said 30-day period, such electing person has delivered his written election to the Unit Operator at the address shown below or has duly postmarked and placed his written election in first class United States mail, postage prepaid, addressed to the Unit Operator at the address shown below.

9. Election Options:

- 9.1 Option 1 - To Participate In The Development and Operation of the Drilling Unit: Any Gas Owner or Claimant named in Amended Exhibit B who has not reached a voluntary agreement with the Unit Operator may elect to participate in the development and operation of the Subject Drilling Unit (hereafter "Participating Operator") by agreeing to pay the estimate of such Participating Operator's proportionate part of the actual and reasonable costs, including a reasonable supervision fee, of the well development and operation in the Subject Drilling Unit, as more particularly set forth in Virginia Gas and Oil Board Regulation 4 VAC 25-160-100 (herein "Completed for Production Costs"). Further, a Participating Operator agrees to pay the estimate of such Participating Operator's proportionate part of the Estimated, Completed-for-Production Costs as set forth below to the Unit Operator within forty-five (45) days from the later of the date of mailing or the date of recording of this Order. The estimated Completed-for-Production Costs for the Subject Drilling Unit are as follows:

Estimated, Completed-for-Production Costs (Multiple Completion):

\$206,300.00

A Participating Operator's proportionate cost hereunder shall be the result obtained by multiplying the Participating Operator's Interest within Subject Drilling Unit as set forth in the third column Amended Exhibit B times the Completed-for-Production Costs set forth above. Provided, however, that in the event a Participating Operator elects to participate and fails or refuses to pay the estimate of his proportionate part of the Estimated, Completed-for-Production Costs as set forth above, all within the time set forth herein and in the manner prescribed in Paragraph 8 of this Order, then such Participating Operator shall be deemed to have elected not to participate and to have elected compensation in lieu of participation pursuant to Paragraph 9.2 herein.

- 9.2 Option 2 - To Receive A Cash Bonus Consideration: In lieu of participating in the development and operation of Subject Drilling Unit under Paragraph 9.1 above, any Gas Owner or Claimant named in Amended Exhibit B hereto who has not reached a voluntary agreement with the Unit Operator may elect to accept a cash bonus consideration of \$5.00 per net mineral acre owned by such person, commencing upon entry of this Order and continuing annually until

commencement of production from Subject Drilling Unit, and thereafter a royalty of 1/8th of 8/8ths [twelve and one-half percent (12.5%)] of the net proceeds received by the Unit Operator for the sale of the Gas produced from any well development covered by this Order multiplied by that person's Interest Within Unit as set forth in the third column of Exhibit B (for purposes of this Order, net proceeds shall be actual proceeds received less post-production costs incurred downstream of the wellhead, including, but not limited to, gathering, compression, treating, transportation and marketing costs, whether performed by Unit Operator or a third person) as fair, reasonable and equitable compensation to be paid to said Gas Owner or Claimant. The initial cash bonus shall become due and owing when so elected and shall be tendered, paid or escrowed within one hundred twenty (120) days of recording of this Order. Thereafter, annual cash bonuses, if any, shall become due and owing on each anniversary of the date of recording of this order in the event production from Subject Drilling Unit has not theretofore commenced, and once due, shall be tendered, paid or escrowed within sixty (60) days of said anniversary date. Once the initial cash bonus and the annual cash bonuses, if any, are so paid or escrowed, said payment(s) shall be satisfaction in full for the right, interests, and claims of such electing person in and to the Gas produced from Subject Formation in the Subject Lands, except, however, for the 1/8th royalties due hereunder.

Subject to a final legal determination of ownership, the election made under this Paragraph 9.2, when so made, shall be satisfaction in full for the right, interests, and claims of such electing person in any well development and operation covered hereby and such electing person shall be deemed to and hereby does lease and assign its right, interests, and claims in and to the Gas produced from Subject Formation in the Subject Drilling Unit to the Unit Operator.

- 9.3. Option 3 - To Share In The Development And Operation As A Non-Participating Person On A Carried Basis And To Receive Consideration In Lieu Of Cash: In lieu of participating in the development and operation of Subject Drilling Unit under Paragraph 9.1 above and in lieu of receiving a cash bonus consideration under Paragraph 9.2 above, any Gas Owner or Claimant named in Amended Exhibit B who has not reached a voluntary agreement with the Unit Operator may elect to share in the development and operation of Subject Drilling Unit on a carried basis (as a "Carried Well Operator") so that the proportionate part of the Completed-for-Production Costs hereby allocable to such Carried Well Operator's interest is charged against such Carried Well Operator's share of production from Subject Drilling Unit. Such Carried Well Operator's rights, interests, and claims in and to the Gas in Subject Drilling Unit shall be deemed and hereby are assigned to the Unit Operator until the proceeds from the sale of such Carried Well Operator's share of production from Subject Drilling Unit (exclusive of any royalty, excess or overriding

royalty, or other non-operating or non cost-bearing burden reserved in any lease, assignment thereof or agreement relating thereto covering such interest) equals three hundred percent (300%) for a leased interest or two hundred percent (200%) for an unleased interest (whichever is applicable) of such Carried Well Operator's share of the Completed-for-Production Costs allocable to the interest of such Carried Well Operator. When the Unit Operator recoups and recovers from such Carried Well Operator's assigned interest the amounts provided for above, then, the assigned interest of such Carried Well Operator shall automatically revert back to such Carried Well Operator, and from and after such reversion, such Carried Well Operator shall be treated as if it had participated initially under Paragraph 9.1 above; and thereafter, such participating person shall be charged with and shall pay his proportionate part of all further costs of such well development.

The election made under this Paragraph 9.3, when so made, shall be satisfaction in full for the right, interests, and claims of such electing person in any well development and operation covered hereby and such electing person shall be deemed to have and hereby does assign his right, interests, and claims in and to the Gas produced from Subject Formation in the Subject Drilling Unit to the Unit Operator for the period of time during which his interest is carried as above provided prior to its reversion back to such electing person.

10. Failure to Properly Elect: In the event any Gas Owner or Claimant named in Amended Exhibit B hereto has not reached a voluntary agreement with the Unit Operator and fails to elect within the time, in the manner, and in accordance with the terms of this Order one of the alternatives set forth in Paragraph 9 above for which his interest qualifies, then such person shall be deemed to have elected not to participate in the proposed development and operation of Subject Drilling Unit and shall be deemed, subject to any final legal determination of ownership, to have elected to accept as satisfaction in full for such person's right, interests, and claims in and to the Gas the consideration provided in Paragraph 9.2 above for which its interest qualifies, and shall be deemed to have leased and/or assigned his right, interests, and claims in and to said Gas produced from Subject Formation in Subject Drilling Unit to the Unit Operator. Persons who fail to properly elect shall be deemed to have accepted the compensation and terms set forth herein at Paragraph 9.2 in satisfaction in full for the right, interests, and claims of such person in and to the Gas produced from Subject Formation underlying Subject Lands.

11. Default By Participating Person: In the event a person named in Amended Exhibit B elects to participate under Paragraph 9.1, but fails or refuses to pay, to secure the payment or to make an arrangement with the Unit Operator for the payment of such person's proportionate part of the Estimated, Completed-for-Production costs as set forth herein, all within the time and in the manner as prescribed in this Order, then such person shall be deemed to have withdrawn his election to participate and shall be deemed to have elected to accept as satisfaction in full for such person's right, interests, and

claims in and to the Gas the consideration provided in Paragraph 9.2 above for which his interest qualifies depending on the excess burdens attached to such interest. Whereupon, any cash bonus consideration due as a result of such deemed election shall be tendered, paid or escrowed by Unit Operator within sixty (60) days after the last day on which such defaulting person under this Order should have paid his proportionate part of such cost or should have made satisfactory arrangements for the payment thereof. When such cash bonus consideration is paid or escrowed, it shall be satisfaction in full for the right, interests, and claims of such person in and to the Gas underlying Subject Drilling Unit in the Subject Lands covered hereby, except, however, for any 1/8th royalties which would become due pursuant to Paragraph 9.2 hereof.

12. Assignment of Interest: In the event a person named in Amended Exhibit B is unable to reach a voluntary agreement to share in the operation of the well contemplated by this Order at a rate of payment agreed to mutually by said Gas Owner or Claimant and the Unit Operator, and said person elects or fails to elect to do other than participate under Paragraph 9.1 above in the development and operation of the well in Subject Drilling Unit, then such person shall be deemed to have and shall have assigned unto Unit Operator such person's right, interests, and claims in and to said well, in Subject Formations in Subject Drilling Unit, and other share in and to Gas production to which such person may be entitled by reason of any election or deemed election hereunder in accordance with the provisions of this Order governing said elections.

13. Unit Operator (or Operator): Equitable Resources Energy Company be and hereby is designated as Unit Operator authorized to drill and operate Well No. VC-3672 in Subject Formations in Subject Drilling Unit, all subject to the permit provisions contained in Va. Code Ann. §§ 45.1-361.27 et seq.; §§ 4 VAC 25-150 et seq., Gas and Oil Regulations; §§ 4 VAC 25-160 et seq., Virginia Gas and Oil Board Regulations; the Board's Temporary Order modifying the Oakwood I Field Rules, the Oakwood II Field Rules and the Nora Coal Bed Gas Field Rules in VGOB Docket No. 93-0316-0348-02, heard and acted on by the Board on May 20, 1997; all as amended from time to time, and all elections required by this Order shall be communicated to Unit Operator in writing at the address shown below:

Equitable Resources Energy Company
 Eastern Region
 P. O. Box 1983
 1989 East Stone Drive
 Kingsport, TN 37662-1983
 Phone: (423) 224-3800
 Fax: (423) 224-3891
 Attn: Dennis R. Baker, Regulatory

14. Commencement of Operations: Unit Operator shall commence or cause to commence operations for the drilling of any well covered hereby within three hundred and sixty-five (365) days from the date of this Order and shall prosecute the same with due diligence. If Unit Operator shall not have so commenced and/or prosecuted, then this Order shall terminate, except for any cash sums becoming payable hereunder; otherwise, unless sooner terminated by

Order of the Board, this Order shall expire at 12:00 P.M. on the date on which any well covered by this Order is permanently abandoned and plugged. However, in the event an appeal is taken from this Order, then the time between the filing of the Petition for Appeal and the final Order of the Circuit Court shall be excluded in calculating the one year period referenced herein.

15. Operator's Lien: Unit Operator, in addition to the other rights afforded hereunder, shall have a lien and a right of set off on the Gas estates, rights, and interests owned by any person subject hereto who elects to participate under Paragraph 9.1 in the Subject Drilling Unit to the extent that costs incurred in the drilling or operation on the Subject Drilling Unit are a charge against such person's interest. Such liens and right of set off shall be separable as to each separate person and shall remain liens until the Unit Operator drilling or operating any well covered hereby has been paid the full amounts due under the terms of this Order.

16. Escrow Provisions:

16.1 Escrow Account: By this Order, the Board instructs the Escrow Agent named herein or any successor named by the Board to establish an interest-bearing escrow account, (herein "the Escrow Account") to receive and account to the Board pursuant to its agreement for the escrowed funds hereafter described:

Tazewell National Bank
Trust Department
c/o Premier Bankshares Corporation
29 College Drive, P. O. Box 1199
Bluefield, VA 24605-1199
Telephone: (540) 322-2242
Fax: (540) 322-2766

16.1. Escrow Provisions For Unknown or Unlocatable Persons: If any payment of bonus, royalty payment or other payment due and owing under this Order cannot be made because the person entitled thereto cannot be located or is unknown, then such cash bonus, royalty payment, or other payment shall not be commingled with any funds of the Unit Operator and shall, pursuant to Va. Code Ann. § 45.1-361.21.D, said sums shall be deposited by the Operator into the Escrow Account, commencing within one hundred twenty (120) days of recording of this Order, and continuing thereafter on a monthly basis with each deposit to be made, by use of a report format approved by the Inspector, by a date which is no later than sixty (60) days after the last day of the month being reported and/or for which funds are subject to deposit. Such funds shall be held for the exclusive use of, and sole benefit of the person entitled thereto until such funds can be paid to such person(s) or until the Escrow Agent relinquishes such funds as required by law or pursuant to Order of the Board in accordance with Va. Code Ann. § 45.1-361.21.D.

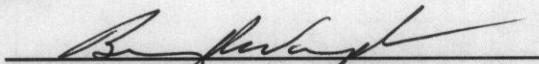
16.2. Escrow Provisions for Conflicting Claimants: If any payment of bonus, royalty payment or other payment due and owing under this Order cannot be made because the person entitled thereto cannot be made certain due to conflicting claims of ownership and/or a defect or cloud on the title, then such cash bonus, royalty payment or other payment, together with Participating

Operator's Proportionate Costs paid to Operator pursuant to Paragraph 9.1, if any, (1) shall not be commingled with any funds of the Unit Operator; and (2) shall, pursuant to Va. Code Ann. §§ 45.1-361.22.A.2, 45.1-361.22.A.3 and 45.1-361.22.A.4, be deposited by the Operator into the Escrow Account, commencing within one hundred twenty (120) days of the recording of this Order, and continuing thereafter on a monthly basis with each deposit to be made, by use of a report format approved by the Inspector, by a date which is no later than sixty (60) days after the last day of each month being reported and/or for which funds are subject to deposit. Such funds shall be held for the exclusive use of, and sole benefit of, the person entitled thereto until such funds can be paid to such person(s) or until the Escrow Agent relinquishes such funds as required by law or pursuant to Order of the Board.

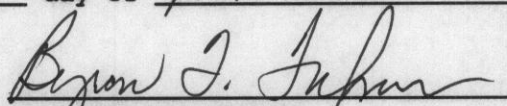
17. Special Findings: The Board specifically and specially finds:
 - 17.1 Applicant is a West Virginia corporation, duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 17.2 Applicant claims ownership of oil and gas and coalbed methane gas leasehold estates representing 89.9165 percent of the gas and oil estate, and 96.1465 percent of the coal estate with the Subject Drilling Unit.
 - 17.3 Applicant is an operator in the Commonwealth of Virginia and has satisfied the Board's requirements for operations in Virginia;
 - 17.4 Applicant has proposed the drilling of one (1) well, Well No. VC-3672, to a depth of 1,870 feet on the Subject Drilling Unit to develop the Gas in Subject Formations.
 - 17.5 Respondents are listed on Amended Exhibit "B". Set forth in Amended Exhibit B is the name and last known address of each person identified by the Applicant as having or claiming an interest in the Coalbed Methane Gas in the Subject Drilling Unit underlying and comprised of Subject Lands, including those Gas Owners or Claimants who have not in writing, leased to the Applicant or agreed to voluntarily pool their Gas interest in Subject Drilling Unit for its development. The Gas Owners or Claimants who have not reached a voluntary agreement to share in the operation of the well represent 10.0835 percent of the gas and oil estate and 3.8535 percent of the coal estate in Subject Drilling Unit.
 - 17.6 The estimated production over the life of the proposed well is 500 million cubic feet.
 - 17.7 Applicant's evidence established that the fair, reasonable and equitable compensation to be paid to any person in lieu of the right to participate in any well covered hereby are those options provided in paragraph 9 above.
 - 17.8 A Well Work Permit application has been filed with the Department of Mines, Minerals and Energy for Well VC-3672.

- 17.9 The relief requested and granted is just and reasonable, is supported by substantial evidence and will afford each person in the Subject Drilling Unit the opportunity to recover or receive, without unnecessary expense, each person's just and fair share of the production of the Gas from Subject Drilling Unit. The granting of the Application and relief requested therein will ensure to the extent possible the greatest ultimate recovery of Gas, prevent or assist in preventing the various types of waste prohibited by statute, and protect or assist in protecting the correlative rights of all persons in the subject common sources of supply in the Subject Lands. Therefore, the Board is entering an Order granting the relief herein set forth.
18. 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.
19. Availability of Unit Records: The Director shall provide all persons not subject to a lease with reasonable access to all records for Subject Drilling Unit which are submitted by the Unit Operator to said Director and/or his Inspector(s).
20. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
21. Appeals: Appeals of this Order are governed by the provisions of Va. Code Ann. § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court. Such appeals must be taken in the manner prescribed in the Administrative Process Act, Va. Code Ann. § 9-6.14:1 et seq.
22. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 19th day of November, 1997, by a majority of the Virginia Gas and Oil Board.


Chairman, Benny R. Wampler

DONE AND PERFORMED this 19th day of November, 1997, by Order of this Board.


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

STATE OF VIRGINIA)
COUNTY OF WISE)

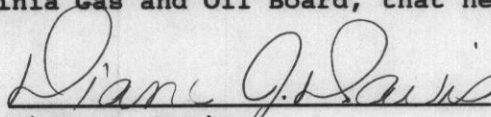
Acknowledged on this 19th day of November, 1997, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Susan G. Garrett
Notary Public

My commission expires 7/31/98

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 19th day of November, 1997, 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
Notary Public

My commission expires September 30, 2001

EXHIBIT

TABLE

A

BOOK

470 PAGE 535

Latitude

37° 10' 00"

5,430'

Longitude 82° 05' 00"

Longitude

12,770'

Lease No. 244792L / TC-241
 Clinchfield Coal Company /
 Pyxis Resources Company - coal
 Roby Fletcher Heirs - oil & gas
 106.42 Acres
 Gas 3.56 Ac. 6.23%

TRACT #3

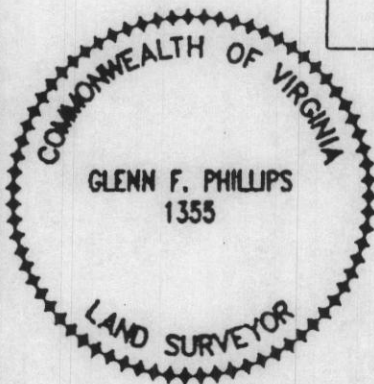
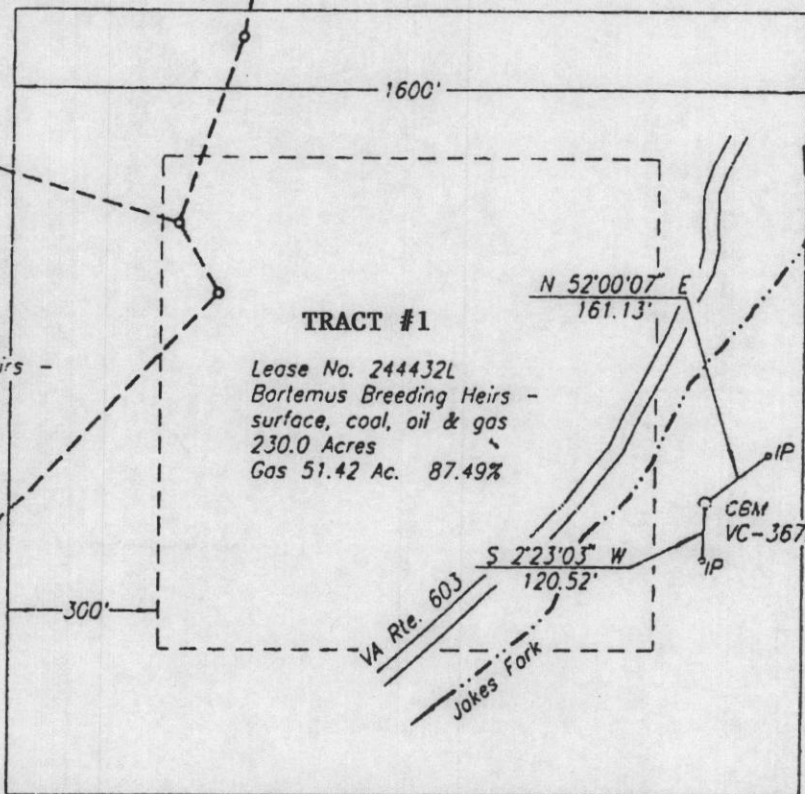
TRACT #2

Lease No. 244790L
 Dennis Associates, Inc. -
 1/3 int. coal, oil & gas

Julia Breeding Heirs -
 1/3 int. coal, oil & gas
 Vince & Mae Breeding Heirs -
 1/3 int. coal, oil & gas
 248.4 Acres
 Gas 3.69 Ac. 6.28%

TRACT #1

Lease No. 244432L
 Bortemus Breeding Heirs -
 surface, coal, oil & gas
 230.0 Acres
 Gas 51.42 Ac. 87.49%



Well elevation determined by trigonometric
 leveling from BM MCD 229

Area of Unit = 58.77 Ac.

Well Coordinates: (VA St. Plane S. Zone,
 Calculated from CCC coordinates)
 N 310,642 E 950,210

Well Coordinates: (Clinchfield Coal Co.)
 N 11,503.40 E 82,103.72

WELL LOCATION PLAT

COMPANY Equitable Resources Energy Company WELL NAME AND NUMBER VC-3672
 TRACT NO. LS. No. 244432L ELEVATION 1799.49 QUADRANGLE Vansant
 COUNTY Buchanan DISTRICT Hurricane SCALE 1" = 400' DATE 8-25-1997

This Plat is a new plat x; an updated plat ; or a final location plat

+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

Glenn F. Phillips

Licensed Professional Engineer or Licensed Land Surveyor

EXHIBIT "B"
VC-3672
VGOB-97-10-21-0611
(revised 10/15/97)

BOOK 470 PAGE 536

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
1	<u>Ella Ratliff Heirs</u> Dallas Ratliff and Blanche Ratliff, H/W PO Box 11 Davenport, VA 24239	Leased-EREC 244432L 18	1.367000%	0.8034
	Ruth McFarlane, widow Erhart Road Richmond, VA 23225	Leased-EREC 244432L 22	1.367000%	0.8034
	Rissie Ottaway, widow 2307 Carolina Avenue Roanoke, VA 24014	Leased-EREC 244432L 50	1.367000%	0.8034
	Blanche Rasnake, widow PO Box 19 Oakwood, VA 24631	Leased-EREC 244432L 48	1.367000%	0.8034
	Arlene Lambert and James Elmer Lambert, W/H 467 Ferry Road Fredricksburg, VA 22405	Leased-EREC 244432L 27	1.367000%	0.8034
	<u>Henry Ratliff Heirs</u> Elsie Ratliff, widow Route 1, Box 227 Vansant, VA 24656	Leased-EREC 244432L 26	1.367000%	0.8034
	<u>Quinten Ratliff Heirs</u> Sandra M. Shankin and Kenneth Shankin, W/H 19805 Macel Roseville, MI 48066	Leased-EREC 244432L 43	0.341800%	0.2009
	Michael Ratliff, single 23270 Doremus St. Clair Shores, MI 48080	Leased-EREC 244432L 46	0.341800%	0.2009

EXHIBIT "B"
VC-3672
VGOB-97-10-21-0611
(revised 10/15/97)

BOOK 470 PAGE 537

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Quenton R. Ratliff and Linda Ratliff, H/W 6636 Old Farm Road Roanoke, VA 24018	Leased-EREC 244432L 23	0.341800%	0.2009
	Robert Ratliff, single 6811 Back Creek Road Boones Mill, VA 25065	Leased-EREC 244432L 28	0.341800%	0.2009
	<u>Paul Ratliff Heirs</u> Bobbie Ratliff, widow Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 21	0.455700%	0.2678
	Vernon E. Ratliff and Nancy Karen Ratliff, H/W 2480 Township Road, 371 NW Bremen, OH 43107	Leased-EREC 244432L 32	0.130200%	0.0765
	Avis L. Ratliff and Janet L. Ratliff, H/W HC 4, Box 580 Council, VA 24260	Leased-EREC 244432L 45	0.130200%	0.0765
	Judy Tedesco, single PO Box 1150 Lebanon, VA 24266	Leased-EREC 244432L 47	0.130200%	0.0765
	Lois Hubbard and Steve M. Hubbard, W/H PO Box 1498 Honaker, VA 24260	Leased-EREC 244432L 33	0.130200%	0.0765
	Gail Rasnake and David Rasnake, W/H Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 30	0.130200%	0.0765
	Martin E. Ratliff and Beverly Ratliff, H/W HC4, Box 445 Council, VA 24260	Leased-EREC 244432L 44	0.130200%	0.0765

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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>
	Rocky Ratliff, single Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 49	0.130200%	0.0765
	<u>Harmon Breeding Heirs</u> Harriet Owens and Harlis Owens, W/H PO Box 13 Davenport, VA 24239	Leased-EREC 244432L 40	1.822700%	1.0713
	Annette Compton and Buster Bill Compton, W/H 14311 Aden Road Nokesville, VA 22123	Leased-EREC 244432L 42	1.822700%	1.0713
	Ransome Breeding, married PO Box 14 Davenport, VA 24239	Leased-EREC 244432L 39	1.822700%	1.0713
	Benny H. Breeding and Charlotte Breeding, H/W PO Box 2151 Pulaski, VA 24301	Leased-EREC 244432L 20	1.822700%	1.0713
	Scarlett Breeding Alt and John Alt, W/H 81 Bay Drive Annapolis, MD 21403	Leased-EREC 244432L 54	1.822700%	1.0713
	Joy Brown and Roy Brown, W/H 907 2nd Street Tulurosa, NM 88352	Leased-EREC 244432L 53	1.822700%	1.0713
	Fannie J. Vandyke and J.R. Vandyke, W/H 7813 Old Tarlton Pike Circleville, OH 43113	Leased-EREC 244432L 16	10.936300%	6.4275
	<u>Louisa Breeding Keen Heirs</u> Joe Perkins, married Route 2, Box 381 Honaker, VA 24260	Leased-EREC 244432L 38 Life Estate	0.000000%	0.0000

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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>
	Jackie Perkins and Joyce Perkins, H/W Route 1, Box 128 Vansant, VA 24656	Leased-EREC 244432L 37 Remainderman	0.446400%	0.2623
	Jerry D. Perkins and Betty Perkins, H/W Route 1, Box 421 Vansant, VA 24656	Leased-EREC 244432L 36 Remainderman	0.446400%	0.2623
	Grayson R. Perkins and Shirley Perkins, H/W Route 1, Box 106 Vansant, VA 24656	Leased-EREC 244432L 9 Remainderman	0.446400%	0.2623
	Clayton K. Perkins and Ann Perkins, H/W Route 1, Box 104 Vansant, VA 24656	Leased-EREC 244432L 13 Remainderman	0.446400%	0.2622
	Audrey P. Harris and Kenneth Harris, W/H Route 1, Box 334 Cedar Bluff, VA 24609	Leased-EREC 244432L 12 Remainderman	0.446400%	0.2622
	Jo Ann Compton and Johnny Compton, W/H 5403 Waycross Drive Alexandria, VA 22310	Leased-EREC 244432L 35 Remainderman	0.446400%	0.2622
	Peggy E. Cox and Danny Cox, W/H 525 Wright Road Kernersville, NC 27284	Leased-EREC 244432L 34 Remainderman	0.446400%	0.2622
	Sharlene Presley, widow 9700 Brandywine Avenue Richmond, VA 23237	Leased-EREC 244432L 03	3.124600%	1.8364
	David Keen and Dorothy Keen, H/W PO Box 315 Davenport, VA 24239	Leased-EREC 244432L 17	3.124600%	1.8364

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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>
	Eunice Ray, widow PO Box 596 Grundy, VA 24614	Leased-EREC 244432L 14	3.124600%	1.8364
	Kenneth Keen and Yvonne Keen, H/W 1532 9th Street Cuyahoga Falls, OH 44221	Leased-EREC 244432L 08	3.124600%	1.8364
	<u>Oakley Lockhart Heirs</u> Betty J. Tyson and Ernest H. Tyson, W/H 57 Sawmill Road Columbia, VA 23038	Leased-EREC 244432L 07	1.562300%	0.9182
	Larry Lockhart Address Unknown	Leased-EREC 244432L 07	1.562300%	0.9182
	Geneva Presley and Marshall Presley, W/H 1215 W. Collinns Flatwoods, KY 41139	Leased-EREC 244432L 11	3.124600%	1.8364
	Ella Sabol, single 9700 Brandywine Avenue Richmond, VA 23237	Leased-EREC 244432L 10	3.124600%	1.8364
	Marie Eck and Stanley Eck, W/H 506 Granite Avenue Richmond, VA 23226	Leased-EREC 244432L 04	3.124600%	1.8364
	Arville Keen and Bernice Keen, H/W 103 Wilson Street Dunfries, VA 22026	Leased-EREC 244432L 06	3.124600%	1.8364
	Lena Keen, widow 121 Timber Oak Drive Bristol, VA 24201	Leased-EREC 244432L 02	3.124600%	1.8364
	James H. Keen and Carmie Keen, H/W 2000 Kathy Drive Fairborn, OH 45324	Leased-EREC 244432L 01	3.124600%	1.8364

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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>
	Willie Kyle Keen and Helen Peggy Keen, H/W 14128 Randall Drive Woodbridge, VA 22194	Leased-EREC 244432L 05	3.124600%	1.8364
	Edna Owens, widow PO Box 609 Vansant, VA 24656	Leased-EREC 244432L 15	3.124600%	1.8364
	<u>Genora Presley Heirs</u> Matawaska Presley and Clara Sutherland Presley, H/W Route 1, Box 190 Vansant, VA 24656	Leased-EREC 244432L 41	1.822700%	1.0713
	Juanita Presley Tiller and Theodore Tiller, W/H 50 East Ginghamburg Road Tipp City, OH 45371	Leased-EREC 244432L 31	1.822700%	1.0713
	Draper P. Street, single PO Box 81 Doran, VA 24612	Leased-EREC 244432L 24	1.822700%	1.0713
	Ilene P. Compton, widow HC 4, Box 928 Council, VA 24260	Leased-EREC 244432L 25	1.822700%	1.0713
	Howell Presley and Gola Presley, H/W Route 1, Box 201 Vansant, VA 24656	Leased-EREC 244432L 19	1.822800%	1.0713
	<u>Aeolus Presley Lockhart Heirs</u> Wienthal Lockhart and Linda B. Lockhart, H/W PO Box 175 Davenport, VA 24239	Leased-EREC 244432L 52	0.364600%	0.2144
	Hazel Boyd, single PO Box 102 Davenport, VA 24239	Leased-EREC 244432L 51	0.364600%	0.2144

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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>
	Temple Gilbert and Garnell Gilbert, W/H Route 1, Box 192 Vansant, VA 24656	Leased-EREC 244432L 29	0.364600%	0.2144
	Reva Bedwell and Glen Bedwell, W/H PO Box 1061 Goochland, VA 23063	Unleased	0.364600%	0.2144
	Marla Jackson and Billy J. Jackson, W/H Route 2, Box 642 Pounding Mill, VA 24637	Leased-EREC 244432L 55	0.364600%	0.2144
2	Dennis Associates, Inc. PO Box 2005 Grundy, VA 24614	Leased-EREC 244790L 01	2.093300%	1.2300
	<u>Julia Breeding Heirs</u>			
	Yvonne Ray and Carl Ray, W/H Route 1, Box 253 Vansant, VA 24656	Unleased	0.348900%	0.2050
	Louise V. Allen, single 1613 Mars Hill Drive Dayton, OH 45449	Unleased	0.348900%	0.2050
	Zane F. Breeding and Alleen Breeding, H/W 634 Mears Drive Miamisburg, OH 45342	Unleased	0.348900%	0.2050
	Udell Breeding and Roxie A. Breeding, H/W 1327 Marsha Drive Miamisburg, OH 45342	Unleased	0.348900%	0.2050
	Arthur F. Breeding and and Kimberly Breeding, H/W 813 Wake Forest Road Dayton, OH 45431	Unleased	0.348900%	0.2050

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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>
	Novelada E. Kahlau, single PO Box 2014 Marco Island, FL 34146	Unleased	0.348800%	0.2050
	<u>Vince Breeding and Mae Breeding Heirs</u>			
	James D. Breeding Sr. and Myrtle Breeding, H/W 113-A Hume Avenue Alexandria, VA 22301	Unleased	0.232600%	0.1367
	Sharon Breeding, widow 13492 Scantlin Mt. Road Culpepper, VA 22701	Leased-EREC 244790L 02	0.697800%	0.4100
	Ken Titus Breeding and Karen Breeding H/W 12455 Yearwood Drive Boston, VA 22713	Unleased	0.232600%	0.1367
	Beatrice Pauline Sutphine and Robert Sutphine, W/H 28 Oak Street Annapolis, MD 21401	Unleased	0.232600%	0.1367
	Terri L. Clark and Stephen Clark, W/H 11308 Indian Head Highway Ft. Washington, MD 20744	Unleased	0.232600%	0.1367
	Joyce Breeding, single 9508 Loman Drive Manassas, VA 22111	Unleased	0.232600%	0.1366
	Sandra Breeding, single 6116 Harmon Place Springfield, VA 22152	Unleased	0.232600%	0.1366
3	Grace Fletcher, widow 10809 Lucasville Road Manassas, VA 22110	Unleased Life Estate	[0.000000%]	[0.0000]

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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>
	Tommy Fletcher and Carol Fletcher, H/W 7213 Constantine Avenue Springfield, VA 22150	Unleased Remainderman	0.692200%	0.4067 ✓
	Clair Fletcher, single 10809 Lucasville Road Manassas, VA 20112-4408	Unleased Remainderman	0.692200%	0.4067 ✓
	Donald D. Fletcher and Marie D. Fletcher, H/W 11726 Lucasville Road Manassas, VA 20112-4419	Unleased Remainderman	0.692200%	0.4067 ✓
	Helen Blanche Boyd and Virgil Boyd, W/H Route 1, Box 250-A Bluefield, VA 24605	Unleased Remainderman	0.692200%	0.4067 ✓
	Emily Wood and William C. Wood, W/H 7905 Carrie Lane Manassas, VA 22111	Unleased Remainderman	0.692200%	0.4066 ✓
	Jessie Roy Fletcher and Bea Fletcher, H/W 12315 Isaac Walton Road Bristow, VA 22013	Unleased Remainderman	0.692200%	0.4066 ✓
	Faye Kinsey and Paul Kinsey, W/H 7907 Carrie Lane Manassas, VA 22111	Unleased Remainderman	0.692200%	0.4066 ✓
	Harless E. Fletcher, widower 5617 Tremont Drive Alexandria, VA 22303	Unleased Remainderman	0.692300%	0.4067 ✓

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	Jack Fletcher and Betty Fletcher, H/W 13301 Robious Road Midlothian, VA 23113	Unleased Remainderman	0.692300%	0.4067
TOTAL GAS ESTATE			100.000000%	58.7700
Percentage of Unit Leased			89.916500%	
Percentage of Unit Unleased			10.083500%	
Acreage in Unit Leased				52.8456
Acreage in Unit Unleased				5.9244

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<u>Coal Estate Only</u>				
1	<u>Ella Ratliff Heirs</u> Dallas Ratliff and Blanche Ratliff, H/W PO Box 11 Davenport, VA 24239	Leased-EREC 244432L 18	1.367000%	0.8034
	Ruth McFarlane, widow Erhart Road Richmond, VA 23225	Leased-EREC 244432L 22	1.367000%	0.8034
	Rissie Ottaway, widow 2307 Carolina Avenue Roanoke, VA 24014	Leased-EREC 244432L 50	1.367000%	0.8034
	Blanche Rasnake, widow PO Box 19 Oakwood, VA 24631	Leased-EREC 244432L 48	1.367000%	0.8034
	Arlene Lambert and James Elmer Lambert, W/H 467 Ferry Road Fredricksburg, VA 22405	Leased-EREC 244432L 27	1.367000%	0.8034
	<u>Henry Ratliff Heirs</u> Elsie Ratliff, widow Route 1, Box 227 Vansant, VA 24656	Leased-EREC 244432L 26	1.367000%	0.8034
	<u>Quinten Ratliff Heirs</u> Sandra M. Shankin and Kenneth Shankin, W/H 19805 Macel Roseville, MI 48066	Leased-EREC 244432L 43	0.341800%	0.2009
	Michael Ratliff, single 23270 Doremus St. Clair Shores, MI 48080	Leased-EREC 244432L 46	0.341800%	0.2009

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	Quenton R. Ratliff and Linda Ratliff, H/W 6636 Old Farm Road Roanoke, VA 24018	Leased-EREC 244432L 23	0.341800%	0.2009
	Robert Ratliff, single 6811 Back Creek Road Boones Mill, VA 25065	Leased-EREC 244432L 28	0.341800%	0.2009
	<u>Paul Ratliff Heirs</u> Bobbie Ratliff, widow Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 21	0.455700%	0.2678
	Vernon E. Ratliff and Nancy Karen Ratliff, H/W 2480 Township Road, 371 NW Bremen, OH 43107	Leased-EREC 244432L 32	0.130200%	0.0765
	Avis L. Ratliff and Janet L. Ratliff, H/W HC 4, Box 580 Council, VA 24260	Leased-EREC 244432L 45	0.130200%	0.0765
	Judy Tedesco, single PO Box 1150 Lebanon, VA 24266	Leased-EREC 244432L 47	0.130200%	0.0765
	Lois Hubbard and Steve M. Hubbard, W/H PO Box 1498 Honaker, VA 24260	Leased-EREC 244432L 33	0.130200%	0.0765
	Gail Rasnake and David Rasnake, W/H Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 30	0.130200%	0.0765
	Martin E. Ratliff and Beverly Ratliff, H/W HC4, Box 445 Council, VA 24260	Leased-EREC 244432L 44	0.130200%	0.0765

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	Rocky Ratliff, single Route 1, Box 366 Vansant, VA 24656	Leased-EREC 244432L 49	0.130200%	0.0765
	<u>Harmon Breeding Heirs</u> Harriet Owens and Harlis Owens, W/H PO Box 13 Davenport, VA 24239	Leased-EREC 244432L 40	1.822700%	1.0713
	Annette Compton and Buster Bill Compton, W/H 14311 Aden Road Nokesville, VA 22123	Leased-EREC 244432L 42	1.822700%	1.0713
	Ransome Breeding, married PO Box 14 Davenport, VA 24239	Leased-EREC 244432L 39	1.822700%	1.0713
	Benny H. Breeding and Charlotte Breeding, H/W PO Box 2151 Pulaski, VA 24301	Leased-EREC 244432L 20	1.822700%	1.0713
	Scarlett Breeding Alt and John Alt, W/H 81 Bay Drive Annapolis, MD 21403	Leased-EREC 244432L 54	1.822700%	1.0713
	Joy Brown and Roy Brown, W/H 907 2nd Street Tulurosa, NM 88352	Leased-EREC 244432L 53	1.822700%	1.0713
	Fannie J. Vandyke and J.R. Vandyke, W/H 7813 Old Tarlton Pike Circleville, OH 43113	Leased-EREC 244432L 16	10.936300%	6.4275
	<u>Louisa Breeding Keen Heirs</u> Joe Perkins, married Route 2, Box 381 Honaker, VA 24260	Leased-EREC 244432L 38 Life Estate	0.000000%	0.0000

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	Jackie Perkins and Joyce Perkins, H/W Route 1, Box 128 Vansant, VA 24656	Leased-EREC 244432L 37 Remainderman	0.446400%	0.2623
	Jerry D. Perkins and Betty Perkins, H/W Route 1, Box 421 Vansant, VA 24656	Leased-EREC 244432L 36 Remainderman	0.446400%	0.2623
	Grayson R. Perkins and Shirley Perkins, H/W Route 1, Box 106 Vansant, VA 24656	Leased-EREC 244432L 9 Remainderman	0.446400%	0.2623
	Clayton K. Perkins and Ann Perkins, H/W Route 1, Box 104 Vansant, VA 24656	Leased-EREC 244432L 13 Remainderman	0.446400%	0.2622
	Audrey P. Harris and Kenneth Harris, W/H Route 1, Box 334 Cedar Bluff, VA 24609	Leased-EREC 244432L 12 Remainderman	0.446400%	0.2622
	Jo Ann Compton and Johnny Compton, W/H 5403 Waycross Drive Alexandria, VA 22310	Leased-EREC 244432L 35 Remainderman	0.446400%	0.2622
	Peggy E. Cox and Danny Cox, W/H 525 Wright Road Kernersville, NC 27284	Leased-EREC 244432L 34 Remainderman	0.446400%	0.2622
	Sharlene Presley, widow 9700 Brandywine Avenue Richmond, VA 23237	Leased-EREC 244432L 03	3.124600%	1.8364
	David Keen and Dorothy Keen, H/W PO Box 315 Davenport, VA 24239	Leased-EREC 244432L 17	3.124600%	1.8364

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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>
	Eunice Ray, widow PO Box 596 Grundy, VA 24614	Leased-EREC 244432L 14	3.124600%	1.8364
	Kenneth Keen and Yvonne Keen, H/W 1532 9th Street Cuyahoga Falls, OH 44221	Leased-EREC 244432L 08	3.124600%	1.8364
	<u>Oakley Lockhart Heirs</u> Betty J. Tyson and Ernest H. Tyson, W/H 57 Sawmill Road Columbia, VA 23038	Leased-EREC 244432L 07	1.562300%	0.9182
	Larry Lockhart Address Unknown	Leased-EREC 244432L 07	1.562300%	0.9182
	Geneva Presley and Marshall Presley, W/H 1215 W. Collinns Flatwoods, KY 41139	Leased-EREC 244432L 11	3.124600%	1.8364
	Ella Sabol, single 9700 Brandywine Avenue Richmond, VA 23237	Leased-EREC 244432L 10	3.124600%	1.8364
	Marie Eck and Stanley Eck, W/H 506 Granite Avenue Richmond, VA 23226	Leased-EREC 244432L 04	3.124600%	1.8364
	Arville Keen and Bernice Keen, H/W 103 Wilson Street Dunfries, VA 22026	Leased-EREC 244432L 06	3.124600%	1.8364
	Lena Keen, widow 121 Timber Oak Drive Bristol, VA 24201	Leased-EREC 244432L 02	3.124600%	1.8364

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	James H. Keen and Carmie Keen, H/W 2000 Kathy Drive Fairborn, OH 45324	Leased-EREC 244432L 01	3.124600%	1.8364
	Willie Kyle Keen and Helen Peggy Keen, H/W 14128 Randall Drive Woodbridge, VA 22194	Leased-EREC 244432L 05	3.124600%	1.8364
	Edna Owens, widow PO Box 609 Vansant, VA 24656	Leased-EREC 244432L 15	3.124600%	1.8364
	<u>Genora Presley Heirs</u> Matawaska Presley and Clara Sutherland Presley, H/W Route 1, Box 190 Vansant, VA 24656	Leased-EREC 244432L 41	1.822700%	1.0713
	Juanita Presley Tiller and Theodore Tiller, W/H 50 East Ginghamburg Road Tipp City, OH 45371	Leased-EREC 244432L 31	1.822700%	1.0713
	Draper P. Street, single PO Box 81 Doran, VA 24612	Leased-EREC 244432L 24	1.822700%	1.0713
	Ilene P. Compton, widow HC 4, Box 928 Council, VA 24260	Leased-EREC 244432L 25	1.822700%	1.0713
	Howell Presley and Gola Presley, H/W Route 1, Box 201 Vansant, VA 24656	Leased-EREC 244432L 19	1.822800%	1.0713
	<u>Aeolus Presley Lockhart Heirs</u> Wienthal Lockhart and Linda B. Lockhart, H/W PO Box 175 Davenport, VA 24239	Leased-EREC 244432L 52	0.364600%	0.2144

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	Hazel Boyd, single PO Box 102 Davenport, VA 24239	Leased-EREC 244432L 51	0.364600%	0.2144
	Temple Gilbert and Garnell Gilbert, W/H Route 1, Box 192 Vansant, VA 24656	Leased-EREC 244432L 29	0.364600%	0.2144
	Reva Bedwell and Glen Bedwell, W/H PO Box 1061 Goochland, VA 23063	Unleased	0.364600%	0.2144
	Marla Jackson and Billy J. Jackson, W/H Route 2, Box 642 Pounding Mill, VA 24637	Leased-EREC 244432L 55	0.364600%	0.2144
2	Dennis Associates, Inc. PO Box 2005 Grundy, VA 24614	Leased-EREC 244790L 01	2.093300%	1.2300
	<u>Julia Breeding Heirs</u>			
	Yvonne Ray and Carl Ray, W/H Route 1, Box 253 Vansant, VA 24656	Unleased	0.348900%	0.2050
	Louise V. Allen, single 1613 Mars Hill Drive Dayton, OH 45449	Unleased	0.348900%	0.2050
	Zane F. Breeding and Alleen Breeding, H/W 634 Mears Drive Miamisburg, OH 45342	Unleased	0.348900%	0.2050
	Udell Breeding and Roxie A. Breeding, H/W 1327 Marsha Drive Miamisburg, OH 45342	Unleased	0.348900%	0.2050

EXHIBIT "B"
VC-3672
VGOB-97-10-21-0611
(revised 10/15/97)

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Arthur F. Breeding and and Kimberly Breeding, H/W 813 Wake Forest Road Dayton, OH 45431	Unleased	0.348900%	0.2050
	Novelada E. Kahlau, single PO Box 2014 Marco Island, FL 34146	Unleased	0.348800%	0.2050
	<u>Vince Breeding and Mae Breeding Heirs</u>			
	James D. Breeding Sr. and Myrtle Breeding, H/W 113-A Hume Avenue Alexandria, VA 22301	Unleased	0.232600%	0.1367
	Sharon Breeding, widow 13492 Scantlin Mt. Road Culpepper, VA 22701	Leased-EREC 244790L 02	0.697800%	0.4100
	Ken Titus Breeding and Karen Breeding, H/W 12455 Yearwood Drive Boston, VA 22713	Unleased	0.232600%	0.1367
	Beatrice Pauline Sutphine and Robert Sutphine, W/H 28 Oak Street Annapolis, MD 21401	Unleased	0.232600%	0.1367
	Terri L. Clark and Stephen Clark, W/H 11308 Indian Head Highway Ft. Washington, MD 20744	Unleased	0.232600%	0.1367
	Joyce Breeding, single 9508 Loman Drive Manassas, VA 22111	Unleased	0.232600%	0.1366
	Sandra Breeding, single 6116 Harmon Place Springfield, VA 22152	Unleased	0.232600%	0.1366

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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>
3	Clinchfield Coal Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart P. O. Box 5100 Lebanon, VA 24226	Leased-EREC 244792L 01 Tract TC-241	6.230000%	3.6600
TOTAL COAL ESTATE			100.000000%	58.7700
Percentage of Unit Leased			96.146500%	
Percentage of Unit Unleased			3.853500%	
Acreage in Unit Leased				56.5056
Acreage in Unit Unleased				2.2644

VIRGINIA: In the Clerk's Office of the Circuit Court of Buchanan County. The foregoing instrument was this day presented in the office aforesaid and is, together with the certificate of acknowledgment annexed, admitted to record this 1st day of December, 1997 at 12:55 P. M.
Deed Book No. 470 and Page No. 554. TESTE: James M. Bevins, Jr., Clerk
Returned this date to; Dept. of Mines TESTE: Beverly S. Miller Deputy Clerk
Abingdon, VA