

Instrument prepared by

VIRGINIA GAS AND OIL BOARD

Order recorded under:

CODE OF VIRGINIA
§ 45.1-361.26

BEFORE THE VIRGINIA GAS AND OIL BOARD

**RELIEF
SOUGHT:**

An Order for Disbursement of Escrowed Funds
(and Authorization for Direct Payment of Royalties)

JURISDICTION:

Code of Virginia § 45.1-351. (et seq) AND § 45.1-361.22 (et seq) AND § 45.1-361.22:2

UNIT/WELL NAME: VC-3759

TRACT(S): 3, 5, 6

LOCATION: DICKENSON County, Virginia

TAX ID NUMBERS:

Tax Map Identification Numbers for all parcels affected by this order are shown on: Exhibit E -
Exhibit EE

DOCKET NUMBER: VGOB-98-0721-0674-01

APPLICANTS:

Range Resources-Pine Mountain, on behalf of Bobbi J. Phillips, Dominick A. Herraney,
Dorothy A. Kiser, E. Berry Compton, Jr, Emory C. Phillips, James K. Phillips, Jerry A. Phillips,
Jimmy H. Phillips, Jr., Larry T. Phillips, Lawrence A. Phillips, Nancy Jean Compton, Stephen
C. Phillips, Tony A. Phillips

HEARING DATE AND LOCATION:

On June 16, 2015, the Virginia Gas and Oil Board, on its own motion, granted
the Director of the Division of Gas and Oil the authority to process coal owner
dismissal disbursements that have no pending deficiencies or issues. Code of
Virginia Section 45.1-361.22:2. Effective date: July 1, 2015.

APPEARANCES:

James Kaiser on behalf of Range Resources-Pine Mountain,

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 08/04/1998, Recorded on 08/11/1998, Deed Book/Instrument No.
337, Page 685.
2. Supplemental Order Executed 12/08/1998, Recorded on 12/17/1998, Deed Book/Instrument No.
341, Page 453.

2.57

5 Tract 5 (total acreage)

2	5	Stephen C. Phillips\P. O. Box 501; Saltville; VA 24370		1.2850	100.00%	1.2850	27.7538%
6	6	1.54					
1	6	Jerry A. Phillips\P.O. Box 246; Dante; VA 24237		0.1925	100.00%	0.1925	4.1577%
2	6	James K. Phillips\3249 Gravel Lick Road; Castlewood; VA 24224		0.1925	100.00%	0.1925	4.1577%
3	6	Emory C. Phillips\5576 Cleveland Road; Cleveland; VA 24225		0.1925	100.00%	0.1925	4.1577%
4	6	Tony A. Phillips\3117 NE Mayflower Avenue; Lawton; OK 73507		0.1925	100.00%	0.1925	4.1577%
5	6	Larry T. Phillips\1109 Phillips Hollow Road; Dante; VA 24237		0.1925	100.00%	0.1925	4.1577%
6	6	Dorothy A. Kiser\4676 East Hazel Mtn Road; Dante; VA 24237		0.1925	100.00%	0.1925	4.1577%
7	6	Lawrence A. Phillips\1414 Phillips Hollow Road; Dante; VA 24237		0.1925	100.00%	0.1925	4.1577%
8	6	Bobbi J. Phillips\912 E Wilson St.; Tarboro; NC 27886		0.0963	100.00%	0.0963	2.0788%
9	6	Dominick A. Herraney\392 Dickensonville; Drive; Castlewood; VA 24224		0.0963	100.00%	0.0963	2.0788%

1. The Escrow Agent is ordered, to within ten (10) days of receipt of this executed order, disburse funds for the unit and applicants detailed in Table 1.

2. The Escrow Agent is ordered to close the Escrow Account for the Subject Drilling unit based on the attached Revised Exhibit E which replaces all prior Exhibit E's recorded for the Subject Drilling Unit.

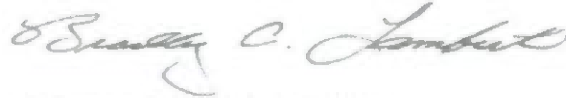
CONCLUSION:

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

APPEALS:

Appeals of this Order are governed by the provisions of the Code of Virginia § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

DONE AND EXECUTED this 14 day of September, 2015 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

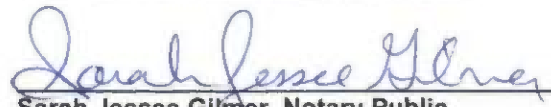
DONE AND PERFORMED this 14 day of September, 2015 by Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 14th day of September, 2015, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and appeared Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.


Sarah Jessee Gilmer, Notary Public
262946

My Commission expires: July 31, 2017



BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: Range Resources-Pine Mountain,

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 98-0721-0674-01

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 3, 5, 6 (2) AND AUTHORIZATION FOR DIRECT PAYMENT OF ROYALTIES

HEARING DATE: On June 16, 2015, the Virginia Gas and Oil Board, on its own motion, granted the Director of the Division of Gas and Oil the authority to process coal owner dismissal disbursements that have no pending deficiencies or issues. Code of Virginia Section 45.1-361.22:2. Effective date: July 1, 2015.

DRILLING UNIT: VC-3759

DICKENSON COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is Range Resources-Pine Mountain,, P. O. Box 2136, Abingdon, VA 24212, (276)628-9001. Petitioner's counsel is James Kaiser, Wilhoit and Kaiser Law Firm, 220 Broad Street, Suite 210, Kingsport, TN 37660 .

2. Relief Sought

Petition to disburse funds from the escrow account for well VC-703759, to all known owners in Tracts 3, 5 and 6. VGOB 98-0721-0674-01

3. Legal Authority

Va. Code Ann. § 45.1-361.1 et seq., 4 VAC 25-160-140., and relevant Virginia Gas and Oil Board Orders ("Board") heretofore promulgated pursuant to law.

4. Type of Well(s)

Coalbed Methane

5. Factual basis for relief requested

Petition to disburse funds from the escrow account for well VC-703759, to all known owners in Tracts 3, 5 and 6. VGOB 98-0721-0674-01

6. Attestation

The foregoing Petition to the best of my knowledge, information, and belief is true and correct.

DB 529 P0340

11607'

LS #241640L / T2-185
BROOKS, HOLBROOK ET AL TR.
60.00 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
JAMES & GOLDIE PHILLIPS
surface, oil & gas
GAS 1.54 AC. 2.62 %

TOTAL UNIT AREA
= 58.77 ACRES

--- DENOTES MINERAL LINE
- - - - - DENOTES SURFACE LINE

LATITUDE 37°00'00"

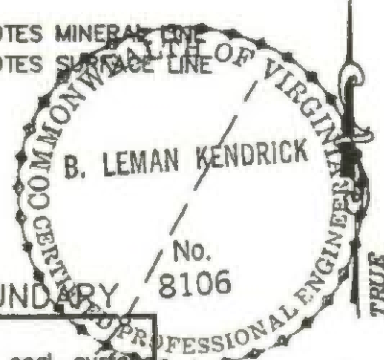
LONGITUDE 82°15'00"

LS #241640L / T2-185
BROOKS, HOLBROOK ET AL TR.
60.00 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
CARL PHILLIPS
surface, oil & gas
GAS 2.57 AC. 4.37 %

LS #241640L / T2-252
121.02 ACRES
JOHN D. ERVIN

BOUNDARY

CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY - coal, surface
PINE MOUNTAIN OIL & GAS, INC.
- oil & gas
GAS 28.96 AC. 49.27 %



LS #241640L / T-62
6.47 ACRES
G.H. HOLBROOK
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
PINE MOUNTAIN OIL & GAS, INC.
- oil & gas
GAS 2.08 AC. 3.54 %

BOUNDARY

UNIT

LS #241640L / T2-185
BROOKS, HOLBROOK ET AL TR.
60.00 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
E. BERRY COMPTON, JR.
surface, oil & gas
GAS 0.52 AC. 0.9 %

UNIT

BOUNDARY

S 54°56'17" E
169.05'

VC-3759
S 00°52'25" W
277.27'

OCCUPIED DWELLING

AS-DRILLED
COORDINATES OF WELL
S 37835.02
E 27312.74

S 20°43'14" E
370.50'

LS #241640L / T2-186
58 ACRES
DAVID BLAIR
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
PINE MOUNTAIN OIL & GAS, INC.
- oil & gas
GLENN HAMMACKER
- surface
GAS 10.44 AC. 17.76 %

CURTIS KISER
- surface

NOTE I I I

WELL COORDINATES ARE BASED ON CLINCHFIELD
COAL COMPANY'S MINE COORDINATE SYSTEM.
STATE PLANE WELL COORDINATES ARE CALCULATED
FROM CLINCHFIELD COAL COMPANY COORDINATES.
PROPERTY INFORMATION PROVIDED BY EQUITABLE
RESOURCES ENERGY COMPANY.

ELEVATIONS ARE BASED ON GPS SURVEY FROM BM F 109.

AS-DRILLED
STATE PLANE COORDINATES
OF WELL VC-3759
N 263489.04
E 893506.80

LS #241490L / T-525
DAWSON COAL & COKE CO.
6000 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY
- coal
PINE MOUNTAIN OIL & GAS, INC.
- oil & gas
GAS 12.66 AC. 21.54 %

**FINAL
PLAT**

WELL LOCATION PLAT

COMPANY Equitable Resources Energy Co. WELL NAME AND NUMBER VC - 3759TRACT No. LS #241640L/T2-186 ELEVATION 2727.27 (GPS) QUADRANGLE ST. PAULCOUNTY DICKENSON DISTRICT KENADY SCALE: 1" = 400' DATE AUGUST 31, 1998THIS PLAT IS A NEW PLAT ; AN UPDATED PLAT ; OR A FINAL LOCATION PLAT XPROPOSED TOTAL DEPTH OF WELL =

+ 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.

B. Leman Kendrick 8/31/98

(AFFIX SEAL)

LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR

EXHIBIT "B"
VGOB - 98/07/21-0674-01
VC-3759
REVISED as of 06/17/2015

<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>				
<u>1</u>	Range Resources-Pine Mountain, Inc* Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased-RRPM 906889 T2-186	17.760000%	10.4400
Tax ID 2270310				
Tract 1 Totals			17.760000%	10.4400
<u>2</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-RRPM 906889 T-525	21.540000%	12.6600
Tax ID 1827987				
Tract 2 Totals			21.540000%	12.6600
<u>3</u>	E. Berry Compton, Jr 2314 Finch Court Charlottesville, VA 22911	Unleased	0.450000%	0.2600
Tax ID 1828101				
	Nancy Jean Compton 1655 Rockview Circle Superior, CO 80027	Unleased	0.450000%	0.2600
Tract 3 Totals			0.900000%	0.5200
<u>4</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased-RRPM 906889 T-62	3.540000%	2.0800
Tax ID 17908				
Tract 4 Totals			3.540000%	2.0800
<u>5</u>	<u>Carl Phillips Heirs</u>	Leased-RRPM 245304		
Tax ID 9597	Jimmy H. Phillips, Jr. 281 Beverly Drive Abingdon, VA 24210		2.185000%	1.2850
	Stephen C. Phillips P. O. Box 501 Saltville, VA 24370		2.185000%	1.2850
Tract 5 Totals			4.370000%	2.5700
<u>6</u>	<u>James & Goldie Phillips Heirs</u>	Leased-RRPM 245304		
Tax ID 9640	Jerry A. Phillips P.O. Box 246 Dante, VA 24237		0.327500%	0.19250
	James K. Phillips 3249 Gravel Lick Road Castlewood, VA 24224		0.327500%	0.19250

EXHIBIT "B"
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VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Emory C. Phillips 5576 Cleveland Road Cleveland, VA 24225		0.327500%	0.19250
	Tony A. Phillips 3117 NE Mayflower Avenue Lawton, OK 73507		0.327500%	0.19250
	Larry T. Phillips 1109 Phillips Hollow Road Dante, VA 24237		0.327500%	0.19250
	Dorothy A. Kiser 4676 East Hazel Mtn Road Dante, VA 24237		0.327500%	0.19250
	Lawrence A. Phillips 1414 Phillips Hollow Road Dante, VA 24237		0.327500%	0.19250
	<u>Floyd R. Phillips Heirs</u>			
	Bobbi J. Phillips 912 E Wilson St Tarboro, NC 27886		0.163750%	0.096250
	<u>Crystal Marie Herraney Heirs</u>			
	Dominick A. Herraney 392 Dickensonville Drive Castlewood, VA 24224		0.163750%	0.096250
	Tract 6 Totals		2.620000%	1.5400
Z	Range Resources-Pine Mountain, Inc*	Leased-RRPM	49.270000%	28.9600
Tax ID	ATTN: Jerry Grantham	906889		
1827986	P.O. Box 2136	T2-252		
	Abingdon, VA. 24212			
	Tract 7 Totals		49.270000%	28.9600
TOTAL GAS ESTATE			100.000000%	58.7700
Percentage of Unit Leased			99.100000%	
Percentage of Unit Unleased			0.900000%	
Acreage in Unit Leased				58.2500
Acreage in Unit Unleased				0.5200

EXHIBIT "B"
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VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>COAL ESTATE ONLY</u>				
<u>1</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-186	17.760000%	10.4400
TAX ID 2270310				
Tract 1 Totals			17.760000%	10.4400
<u>2</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T-525	21.540000%	12.6600
TAX ID 1827987				
Tract 2 Totals			21.540000%	12.6600
<u>3</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-185	0.900000%	0.5200
TAX ID 1828101				
Tract 3 Totals			0.900000%	0.5200
<u>4</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T-62	3.540000%	2.0800
TAX ID 1828299				
Tract 4 Totals			3.540000%	2.0800
<u>5</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-185	4.370000%	2.5700
TAX ID 1828299				
Tract 5 Totals			4.370000%	2.5700
<u>6</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-185	2.620000%	1.5400
TAX ID 1828299				
Tract 6 Totals			2.620000%	1.5400
<u>7</u>	Range Resources-Pine Mountain, Inc* ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-252	49.270000%	28.9600
TAX ID 1827986				
Tract 7 Totals			49.270000%	28.9600
TOTAL COAL ESTATE			100.000000%	58.7700
Percentage of Unit Leased			100.000000%	
Percentage of Unit Unleased			0.000000%	
Acreage in Unit Leased				58.7700
Acreage in Unit Unleased				0.0000

DB 529 PG344

EXHIBIT "B"
VGOB - 98/07/21-0674-01
VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
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*Formerly:
Pine Mountain Oil & Gas, Inc.
Attn: Richard Brillhart
PO Box 2136
Abingdon, VA 24212

NOTE: Pursuant to that certain Purchase and Sales Agreement, effective January 1, 2014,
Range Resources-Pine Mountain, Inc. obtained ownership in this well, and the above noted Leases,
from EQT Production Company.

DB 529 PG345

EXHIBIT "E"
VGOB - 98/07/21-0674-01
VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	N/A	N/A		

EXHIBIT "EE"
VGOB - 98/07/21-0674-01
VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	
<u>Disbursement-01</u>					
<u>3</u>	E. Berry Compton, Jr 2314 Finch Court Charlottesville, VA 22911	Unleased	0.450000%	0.2600	100%
Tax ID 1828101	Nancy Jean Compton 1655 Rockview Circle Superior, CO 80027	Unleased	0.450000%	0.2600	100%
Tract 3 Totals			0.900000%	0.5200	
<u>5</u>	<u>Carl Phillips Heirs</u>	Leased-RRPM 245304			
Tax ID 9597	Jimmy H. Phillips, Jr. 281 Beverly Drive Abingdon, VA 24210		2.185000%	1.2850	100%
	Stephen C. Phillips P. O. Box 501 Saltville, VA 24370		2.185000%	1.2850	100%
Tract 5 Totals			4.370000%	2.5700	
<u>6</u>	<u>James & Goldie Phillips Heirs</u>	Leased-RRPM 245304			
Tax ID 9640	Jerry A. Phillips P.O. Box 246 Dante, VA 24237		0.327500%	0.19250	100%
	James K. Phillips 3249 Gravel Lick Road Castlewood, VA 24224		0.327500%	0.19250	100%
	Emory C. Phillips 5576 Cleveland Road Cleveland, VA 24225		0.327500%	0.19250	100%
	Tony A. Phillips 3117 NE Mayflower Avenue Lawton, OK 73507		0.327500%	0.19250	100%

EXHIBIT "EE"
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VC-3759
REVISED as of 06/17/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	
	Larry T. Phillips 1109 Phillips Hollow Road Dante, VA 24237		0.327500%	0.19250	100%
	Dorothy A. Kiser 4676 East Hazel Mtn Road Dante, VA 24237		0.327500%	0.19250	100%
	Lawrence A. Phillips 1414 Phillips Hollow Road Dante, VA 24237		0.327500%	0.19250	100%
	<u>Floyd R. Phillips Heirs</u>				
	Bobbi J. Phillips 912 E Wilson St Tarboro, NC 27886		0.163750%	0.096250	100%
	<u>Crystal Marie Herraney Heirs</u>				
	Dominick A. Herraney 392 Dickensonville Drive Castlewood, VA 24224		0.163750%	0.096250	100%
Tract 6 Totals			2.620000%	1.5400	

TOTAL DISBURSEMENT-01**7.89000% 4.6300**

Note: Range Resources-Pine Mountain, Inc. hereby waives any claims to past or future royalties attributable to the conflicting interests herein as shown above, unless subject to prior agreements.

INSTRUMENT #150001096
 RECORDED IN THE CLERK'S OFFICE OF
 DICKENSON ON
 SEPTEMBER 29, 2015 AT 10:47AM

RICHARD W. EDWARDS, CLERK
 RECORDED BY: CJB