

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

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-504647

TRACT(S): 3

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-01-0220-0869-03

APPLICANTS:

EnerVest Operating, LLC on behalf of EnerVest Operating; LLC

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 EnerVest Operating, LLC

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 04/03/2001, Recorded on 04/06/2001, Deed Book/Instrument No. 363, Page 382.
2. Disbursement Order -01 Executed 08/28/2001, Recorded on 09/05/2001, Deed Book/Instrument No. 367, Page 769.
3. Disbursement Order -02 Executed 04/04/2005, Recorded on 04/05/2005, Deed Book/Instrument No. 410, Page 560.

NOTICE:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 3 identified in the attached petition.
- (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 3 relative to the interests of the Applicants identified in the attached petition.
- (3) Close the escrow account under this docket number.

FINDINGS: Code of Virginia § 45.1-361.22 AND § 45.1-361.22:2

Applicant has certified and represented to the Board that:

Petition to disburse funds from the escrow account for well VC-504647, to all known owners in Tract 3. VGOB 01-0220-0869-03.

DB 537 PG 179

RELIEF GRANTED:

VGOB Disbursement
Unit VC-504647
VGOB-01-0220-0869-03

Table 1
Tracts: 3

Item	Tract	Disbursement Table	Fractional Ownership	Net Acreage Ownership	Royalty Split	Escrowed Acres	Percent of Escrowed Funds	Adjustment Amount
			In Tract	In Tract	Agreement	Disbursed	Disbursed	
		Total acreage in escrow before disbursement				2.80000		
3 Tract 3 (total acreage)			2.8000					
1	3	EnerVest Operating; LLC Dept. 962-1; P.O. Box 4346; Houston; TX 77210		2.8000	100.00%	2.8000	100.0000%	

Adjustment Comments:

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.

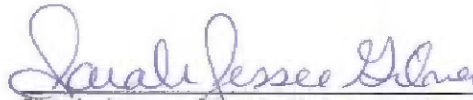
DONE AND EXECUTED this 14 day of June, 2016 by a majority of the Virginia Gas and Oil Board.



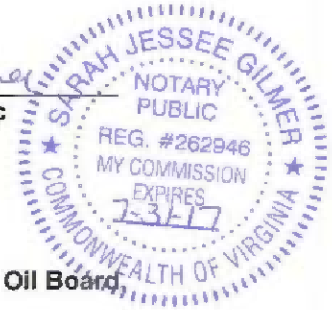
Chairman, Bradley C. Lambert

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 14th day of June, 2016, 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, that he executed the same and was authorized to do so.



Sarah Jessee Gilmer, Notary Public
262946



My Commission expires: July 31, 2017

DONE AND PERFORMED this 15 day of June, 2016 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 15th day of June, 2016, personally before me a notary public in and for the Commonwealth of Virginia, appeared Rick Cooper, being duly sworn did depose and say that he is the Principal Executive to the staff of the Virginia Gas and Oil Board, that he 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: EnerVest Operating, LLC

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 01-0220-0869-03

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 3 (2) AND AUTHORIZATION FOR DIRECT PAYMENT OF ROYALTIES (3) AND DISMISSAL OF COAL OWNERS PURSUANT TO CODE OF VIRGINIA SECTION 45.1-361.22:2.

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-504647

DICKENSON COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is EnerVest Operating, LLC, 408 W Main Street, Abingdon, VA 24210, 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-504647, to all known owners in Tract 3. VGOB 01-0220-0869-03.

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-504647, to all known owners in Tract 3. VGOB 01-0220-0869-03.

6. Attestation

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

5287'

LATITUDE 37°10'00"

LONGITUDE 82°15'00"

11455'

TOTAL UNIT AREA
= 58.77 ACRES

LEASE No. 242268
CLEMINTINE GRIZZLE HEIRS, et. als.
25 ACRES
coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 2.80 AC. 4.76%

LEASE No. 241490 / T-438
A.A. SKEEN
75.98 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY - coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 0.72 AC. 1.23%

LEASE No. 242268
CLEMINTINE GRIZZLE HEIRS, et. als.
79 ACRES
coal, oil & gas
GAS 12.51 AC. 21.29%

AS-DRILLED
STATE PLANE COORDINATES
OF WELL VC-4647
N 313834.30
E 901846.54

IPS
IPS
COORDINATES
OF BENCH MARK
S 77498.41
E 22826.48
ELEV. = 1754.09



LEASE No. 241490 / T-327
ALMAREEN OWENS
329.72 ACRES
CLINCHFIELD COAL COMPANY/
PYXIS RESOURCES COMPANY - surface & coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 42.74 AC. 72.72%

--- DENOTES MINERAL LINE
- - - - - DENOTES SURFACE LINE
- . - . - DENOTES SURFACE & MINERAL LINES

NOTE I I I

WELL COORDINATES ARE BASED ON CLINCHFIELD
COAL COMPANY'S COORDINATE SYSTEM
STATE PLANE WELL COORDINATES ARE CALCULATED
FROM CLINCHFIELD COAL COMPANY COORDINATES.
PROPERTY INFORMATION PROVIDED BY EQUITABLE
PRODUCTION COMPANY.
ELEVATIONS ARE BASED ON NGS CONTROL ST. PAUL 2.



WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER VC-4647
TRACT No. LEASE NO. 241490 / T-327 ELEVATION 2046.16 (GPS) QUADRANGLE HAYS
COUNTY DICKENSON DISTRICT ERVINTON SCALE: 1" = 400' DATE SEPTEMBER 29, 2004
THIS PLAT IS A NEW PLAT x; AN UPDATED PLAT ; OR A FINAL LOCATION PLAT x
PROPOSED 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 7/29/04
LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR

(AFFIX SEAL)

EXHIBIT "E"
VC-504647
VGOB 01/02/20-0869-03
Revised 3/22/2016

<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"
VC-504647
VGOB 01/02/20-0869-03
Revised 3/22/2016

<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>				
3	Enervest Operating Attn: James McKinney 408 West Main Street Abingdon, VA 24212 <i>formerly Range Resources-Pine Mountain, Inc.</i>	Leased-EPC 241490L	4.76000000%	2.8000
Tract 3 Totals			4.76000000%	2.8000
Total Gas Estate			4.76000000%	2.8000
<u>Coal Estate Only</u>				
3 ID 11965	Terry D. Ball Lisa K. Ball h/w 577 Contractors Lane Haysi, VA 24256	Unleased	1.32220000%	0.7778
	Barbara Gail Barnwell 39 Hemlock Tract Ocala, Florida 34472	Leased 242268L05	0.44070000%	0.2593
	Judy Carolyn Deel Unknown/Unlocatable	Leased 242268L06	0.44070000%	0.2593
	Paula Diane Brooks 39 Hemlock Tract Ocala, Florida 34472	Leased 242268L08	0.44070000%	0.2593
	Nina Jean Brown 4285 N. E. 25th Street Ocala, FL 34479 <i>*includes 1/3 interest from Anthony Grizzle</i>	Leased 242268L04	0.35253333%	0.2075
	Virginia Kay Williamson Marvin E. Williamson 2991 N.E. 99th Street Anthony, FL 32617 <i>*includes 1/3 interest from Anthony Grizzle</i>	Leased 244268L03	0.35253333%	0.2075

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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>
	Daniel Edward Hay 118 Farmhill Drive Summerville, SC 29483 <i>*includes 1/3 interest from Anthony Grizzle</i>	Leased 242268L07	0.35253333%	0.2075
3	<i>Michael Grizzle Heirs</i>			
	<u>Kathleen Grizzle Heirs</u>			
	Rubert E. Nuckols 25 Knight Boxx Road, Apt. 6301 Orange Park, FL 32065	Leased 242268L01	0.04406670%	0.0259
	Kathleen Ann Hasle 104 Shelton Street Clarksville, TN 37040	Leased 242268L01	0.04406670%	0.0259
	Maria Ann Goodrich 14250 SE 120th Place Ocklawaha, FL 32179	Leased 242268L01	0.04406670%	0.0259
	Jackie M. Gibson 1908 Southeast Clatter Bridge Road Ocala, FL 34471	Leased 242268L01	0.13220000%	0.0778
	<i>Gracie Deel Heirs</i>			
	<i>Ruth Deel Lilley Heirs</i>			
	Brenda & Richard Davidson 601 East 4010 S. Salt Lake City, UT 84107	Leased 905687.14	0.01525000%	0.0090
	Charlotte & James Cumbo 18218 Kenwarr Lane Abingdon, VA 24210	Leased 905687.14	0.01525000%	0.0090
	Larry & Charlotte Lambert 4017 Henna Way Columbus, OH 43228	Leased 905687.14	0.01525000%	0.0090
	Michael C. Deel Unknown/Unlocatable	Leased 905687.14	0.01525000%	0.0090
	<i>Lavona Deel Moore</i>			
	1720 Parkwood Boulevard W., Apt. 3 Wilson, NC 27893	Leased 905687.02	0.06100000%	0.0359
3	Patricia Madden, Divorced 326 65th Street Newport News, VA 23607	Leased 905687.11	0.01530000%	0.0090

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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>
	Gus Hulcher Sherry Hulcher h/w 6785 Hearthside Drive Prince George, VA 23875	Unleased	0.01530000%	0.0090
	Nancy Gilmer James Gilmer w/h 1778 Jimmy Dodd Road Buford, GA 30518	Leased 905687.10	0.01530000%	0.0090
	Bonnie Hulcher, widow 187 River Walk Trail New Market, AL 35761	Leased 905687.13	0.01530000%	0.0090
	Rachel Deel Holt, Widow 105 Downs Brook Drive Roanoke Rapids, NC 27870	Leased 905687.07	0.06100000%	0.0359
	Nancy Jones Daniel Jones w/h 15830 New Kent Highway Lenexa, VA 23089	Leased 905687.12	0.06100000%	0.0359
	Rita Deel Archie Deel w/h 133 Semple Farm Road Hampton, VA 23666	Leased 905687.04	0.06100000%	0.0359
3	Patsy Batten James Batten w/h 9121 Quail Mountain Drive Chattanooga, TN 37421	Leased 905687.06	0.06100000%	0.0359
	Polly Ross Daniel Ross w/h 591 Plantation Road North, VA 23128-0571	Leased 905687.03	0.06100000%	0.0359
	<i>Barbara Ellen Deel Heirs</i> Lori Allison 219 Raleigh Avenue Hampton, VA 23661	Leased 905687.05	0.02036667%	0.0119
	Jennifer Justice 29 West Preston Street Hampton, VA 23669	Leased 905687.05	0.02036667%	0.0119
	Michael C. Deel Unknown/Unlocatable	Leased 905687.05	0.02036667%	0.0119

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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>
	Marie Deel, Widow 907 Thorn Hill Drive Hampton, VA 23666	Leased 905687.08	0.06110000%	0.0358
	Barry Deel Jackie Deel 523 Scioto Road Unicoi, TN 37692	Leased 905687.01	0.06110000%	0.0358
	Danny Rolfe Deel, Widower 806 Deblea Court Jacksonville, NC 28540	Leased 905687.09	0.06110000%	0.0358
	Sharon Vallario Robert Vallario 608 Florence Road Westwood, NJ 07675	Unleased	0.06110000%	0.0358
Tract 3 Totals			4.76000010%	2.8000
Total Coal Estate			4.76000010%	2.8000

INSTRUMENT #160000703
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JUNE 21, 2016 AT 02:24PM
RICHARD W. EDWARDS, CLERK
RECORDED BY: CPF