

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)

UNIT/WELL NAME: V-550329

TRACT(S): 3, 4

LOCATION: DICKENSON County, Virginia

TAX ID NUMBERS:

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

DOCKET NUMBER:

VGOB-04-0316-1269-02

APPLICANTS:

Range Resources-Pine Mountain, on behalf of C&R Associates Inc. c/o Lowell Counts

HEARING DATE AND LOCATION:

Russell County Government Center, Lebanon, Virginia ☐
June 16, 2015

APPEARANCES:

James Kaiser on behalf of Range Resources-Pine Mountain,

PRIOR PROCEEDINGS:

1. Modification Order -01 Executed 01/13/2005, Recorded on 01/20/2005, Deed Book/Instrument No. 408, Page 270.
2. Supplemental Order -01, Recorded on 07/26/2005, Deed Book/Instrument No. 415, Page 75.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the June 16, 2015 hearing and considered whether to:

(1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 3, 4 identified in the attached petition.

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 3, 4 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

Applicant has certified and represented to the Board that:

Disbursement of funds from the escrow account for Well No. P-550329 to all known owners in Tracts 3 & 4. VGOB 04-0316-1269-02.

RELIEF GRANTED:

VGOB Disbursement

Unit V-550329

VG08-04-0316-1269-02

Table 1

Tracks: 3, 4

		Fractional Ownership	Net Acreage Ownership	Royalty Split	Escrowed Acres	Percent of Escrowed Funds
VGOB Disbursement Unit V-550329 VGOB-04-0316-1269-02						
Table 1 Tracts: 3, 4						
Item	Tract	Disbursement Table				
		Total acreage in escrow before disbursement				
					38.67000	
3 Tract 3 (total acreage)		17.01				
1	3	C&R Associates Inc. c/o Lowell Counts/P.O. Box 267, Blountville, TN 37617	17.0100	100.00%	17.0100	43.9876%
4 Tract 4 (total acreage)		21.66				
1	4	C&R Associates Inc. c/o Lowell Counts/P.O. Box 267, Blountville, TN 37617	21.6600	100.00%	21.6600	56.0124%

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.

DB 526 PG 896

DONE AND EXECUTED this 20 day of June, 2015 by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert

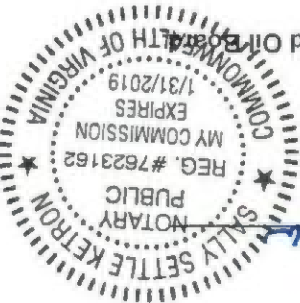
Chairman, Bradley C. Lambert

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 20 day of June, 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, that he executed the same and was authorized to do so.

Sally Settle Ketron
Sally Settle Ketron, Notary Public
7623162

My Commission expires: January 31, 2019



Rick Cooper

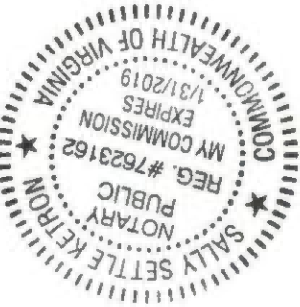
Rick Cooper
Principal Executive to the
staff, Virginia Gas and Oil Board

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 22 day of June, 2015, 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.

Sally Settle Ketron
Sally Settle Ketron, Notary Public
7623162

My Commission expires: January 31, 2019



BEFORE THE VIRGINIA GAS AND OIL BOARD

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 04-0316-1269-02

HEARING DATE: June 16, 2015

RELIEF SOUGHT: (1) DISBURSEMENT FROM
ESCROW REGARDING TRACT(S) 3, 4
(2) AND AUTHORIZATION FOR DIRECT
PAYMENT OF ROYALTIES

DRILLING UNIT: V-550329

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, Willhoit and Kaiser Law Firm, 220 Broad Street, Suite 210, Kingsport, TN 37660.

2. Relief Sought

Disbursement of funds in the escrow account for Well No. V-550329, to all known owners in Tracts 3 & 4. VGOB 04-0316-1269-02.

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)

Conventional

5. Factual basis for relief requested

Disbursement of funds from the escrow account for Well No. P-550329 to all known owners in Tracts 3 & 4. VGOB 04-0316-1269-02.

6. Attestation

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

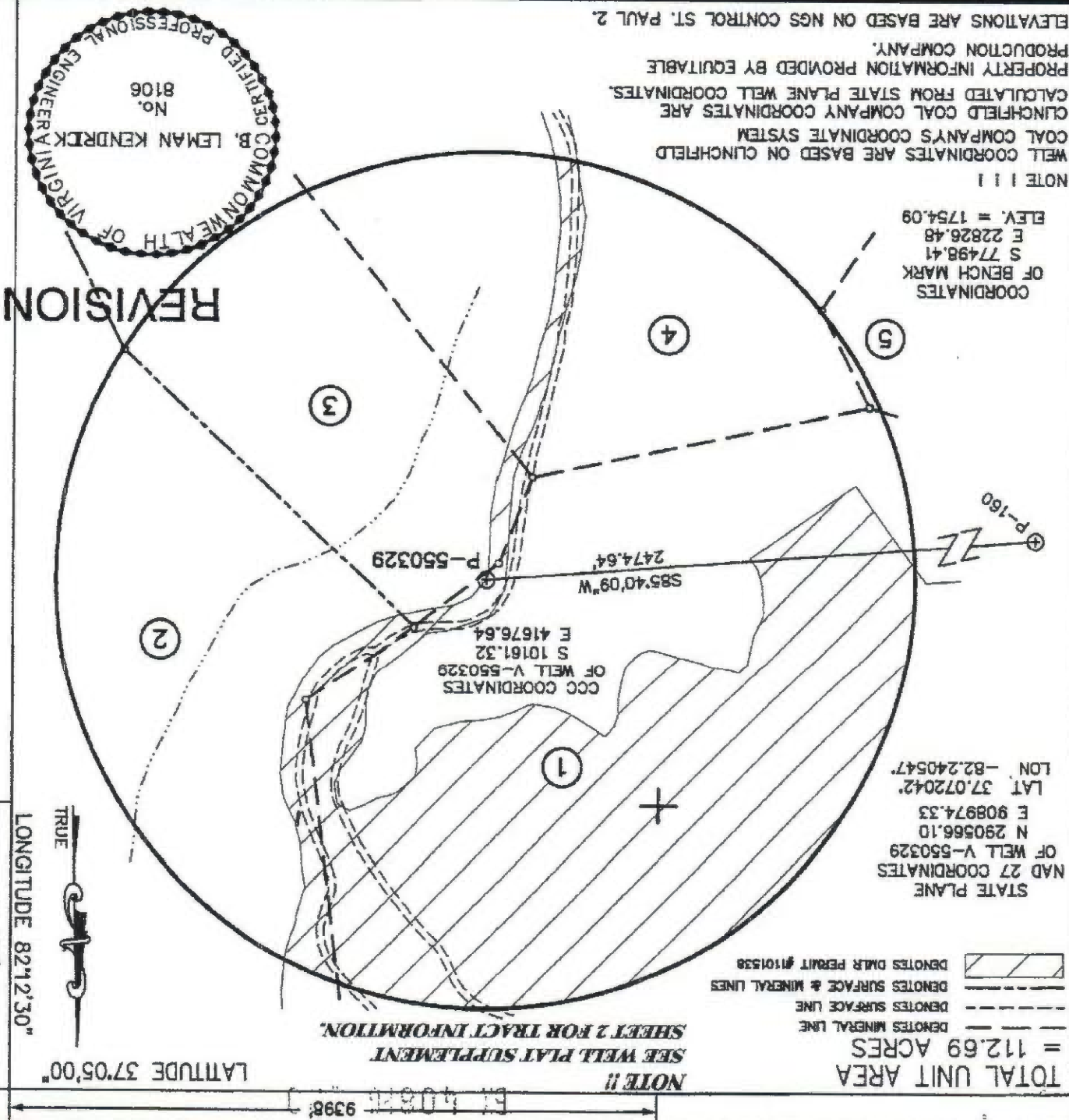
NOTE II
 SEE WELL PLAT SUPPLEMENT
 SHEET 2 FOR TRACT INFORMATION.
 LATITUDE 37°05'00"
 LONGITUDE 82°12'30"
 TRUE
 4111'

LONGITUDE 82°12'30"
 TRUE
 4111'

REVISION



WELL LOCATION PLAT
 COMPANY Equitable Production Company WELL NAME AND NUMBER **P-550329**
 TRACT No. LEASE NO. 241640L/T2-146 ELEVATION 2520.42 (GPS) QUADRANGLE DUTY
 COUNTY DICKENSON DISTRICT ERVINTON SCALE: 1" = 400' DATE JUNE 16, 2004
 THIS PLAT IS A NEW PLAT; AN UPDATED PLAT X; OR A FINAL LOCATION PLAT
 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.
 LICENSED PROFESSIONAL ENGINEER OR LICENSED LAND SURVEYOR
 (AFFIX SEAL) *B. Lemman* 6/16/14



1

LEASE No. 241640 / T2-146
GEORGE JOHNSON/CARMAL & JERRY WRIGHT
103.00 ACRES
ALPHA LAND & RESERVES, LLC/WBRD, LLC/
ACIN, LLC/MAXXIM SHARED SERVICES, DICKENSON-
RUSSELL COAL COMPANY - coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 50.44 AC. 44.77%

2

LEASE No. 241490 / T-318
I.B. McREYNOLDS
75.27 ACRES
ALPHA LAND & RESERVES, LLC/WBRD, LLC/
ACIN, LLC/MAXXIM SHARED SERVICES, DICKENSON-
RUSSELL COAL COMPANY - coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 23.44 AC. 20.80%

3

LEASE No. McREYNOLDS HEIRS. - oil & gas
GAS 17.01 AC. 15.09%
L.R. & L.S. COUNTS - surface
LEASE No. 241490 / T-318
I.B. McREYNOLDS
33.50 ACRES
ALPHA LAND & RESERVES, LLC/WBRD, LLC/
ACIN, LLC/MAXXIM SHARED SERVICES, DICKENSON-
RUSSELL COAL COMPANY - coal

4

LEASE No. 241490 / T-317
I.B. McREYNOLDS
30.30 ACRES
ALPHA LAND & RESERVES, LLC/WBRD, LLC/
ACIN, LLC/MAXXIM SHARED SERVICES, DICKENSON-
RUSSELL COAL COMPANY - coal
LEASE No. McREYNOLDS HEIRS. - oil & gas
GAS 21.66 AC. 19.22%

5

LEASE No. 241640 / T2-147
GEORGE JOHNSON/I.B. McREYNOLDS
87.00 ACRES
ALPHA LAND & RESERVES, LLC/WBRD, LLC/
ACIN, LLC/MAXXIM SHARED SERVICES, DICKENSON-
RUSSELL COAL COMPANY - coal
PINE MOUNTAIN OIL & GAS, INC. - oil & gas
GAS 0.14 AC. 0.12%

REVISION



EQUITABLE PRODUCTION COMPANY
WELL No. P-550329
WELL PLAT SUPPLEMENT
SHEET 2

PROJECT No.: 7618-11	SCALE: 1" = 400'	DATE: JUNE 16, 2004
----------------------	------------------	---------------------

EXHIBIT "B"

VC-551130

VG0B 05/02/15-1403-01

REVISED as of 05/07/2015

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
-------	--------	--------------	----------------------	-----------------------

GAS ESTATE ONLY

1	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased-RPM 906889 T2-148	76.9800%	45.2400
TAX ID	21008			

Tract 1 Totals				
			76.9800%	45.2400
2	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased-RPM 906889 T-278	21.0400%	12.3700
TAX ID	20458			

Tract 2 Totals				
			21.0400%	12.3700
3	I. B. McReynolds Heirs C & R Associates Inc. c/o Lowell Counts P.O. Box 267 Blountville, TN 37617	Unleased	1.9800%	1.16
TAX ID	22467			

Tract 3 Totals				
			1.9800%	1.1600
TOTAL GAS ESTATE				
			100.00%	58.77
	Percentage of Unit Leased		98.0200%	
	Acres in Unit Leased			57.61
	Acres in Unit Unleased			1.16

COAL ESTATE ONLY

1	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased 906889 T2-148	76.9800%	45.2400
TAX ID	2136			

Tract 1 Totals				
			76.9800%	45.2400
2	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased 906889 T-278	21.0400%	12.3700
TAX ID	2136			

Tract 2 Totals				
			21.0400%	12.3700
3	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136	Leased 906889 T-317	1.9800%	1.1600
TAX ID	2136			

EXHIBIT "B"

VC-551130

VGOB 05/02/15-1403-01

REVISED as of 05/07/2015

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
Minerals Abingdon, VA 24212				
Tract 3 Totals				
			1.9800%	1.1600
TOTAL COAL ESTATE				
			100.00%	58.77

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 Comp

EXHIBIT "E"

VC-551130

VGOB 05/02/15-1403-01

REVISED as of 05/07/2015

LEASE
STATUS

LESSOR

TRACT

N/A

N/A

INTEREST
WITHIN
GROSS
ACREAGE
UNIT
IN UNIT

EXHIBIT "EE"
VC-551130
VGOB 05/02/15-1403-01
 REVISED as of 05/07/2015

<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>	I. B. McReynolds Heirs	Unleased	1.9800%	1.16	100%
TAX ID 22467	C & R Associates Inc. c/o Lowell Counts P.O. Box 267 Blountville, TN 37617				
Tract 3 Totals			1.9800%	1.1600	
TOTAL DISBURSEMENT-01			1.9800%	1.1600	

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 otherwise stated within prior agreements.

INSTRUMENT #150000703
 RECORDED IN THE CLERK'S OFFICE OF
 DICKENSON ON
 JULY 6, 2015 AT 10:54AM

RICHARD W. EDWARDS, CLERK
 RECORDED BY: CPF