

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: CBM Unit C-43

TRACT(S): 1

LOCATION: BUCHANAN County, Virginia

DOCKET NUMBER: VGOB-05-0621-1473-01

APPLICANTS:

ARP Mountaineer Production, LLC on behalf of Derek Browning, Gregory Poulos, Jason Poulos, Kevin Rogers, Pamela Poulos, Shaun Rogers, Talmage G. Rogers, III

HEARING DATE AND LOCATION:

Russell County Government Center, Lebanon, Virginia
September 15, 2015

APPEARANCES:

Tim Scott on behalf of ARP Mountaineer Production, LLC

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 07/21/2005, Recorded on 07/26/2005, Deed Book/Instrument No. 621, Page 656.
2. Supplemental Order Executed 01/10/2006, Recorded on 01/12/2006, Deed Book/Instrument No. 06-0000176.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the September 15, 2015 hearing and considered whether to:

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

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 1 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:

T.G. Rogers, III, Derek Browning Rogers, Kevin Rogers, Shaun Rogers, Gregory Poulous, and Pamela Poulous is entitled to 100% of the CBM royalties awarded under Buchanan County, Virginia Circuit Court Case No. 550-13. Opinion dated July 10, 2014, said decision allows the Applicant and Designated Operator to pay royalties directly to the person(s) identified in Exhibit EE annexed hereto and the annexed Table, further, specified how said royalties are to be paid.

There are no more remaining conflicts after the disbursement, escrow is no longer required and account is to be closed after disbursement.

RELIEF GRANTED:

VGOB Disbursement
Unit CBM Unit C-43

VG0B-05-0621-1473-01

Table 1

Tracts: 1

VGOB Disbursement						
Unit CBM Unit C-43						
VGOB-05-0621-1473-01						
Table 1						
Tracts: 1						
Item	Tract	Disbursement Table	Fractional Ownership	Net Acreage	Royalty Split	Escrowed Acres
			in Tract	in Tract	Agreement	Disbursed
		Total acreage in escrow before disbursement				9.38400
			75.07			
	1	Tract 1 (total acreage)				
1	1	Talmage G. Rogers, III\3014 Shalford Lane, Matthews, NC 28104		1.1730	100.00%	1.1730
2	1	Derek Browning\2300 Carmel Road, Charlotte, NC 28226		1.1730	100.00%	1.1730
3	1	Kevin Rogers\139 Wickham Rd, Garden City, NY 11530		1.1730	100.00%	1.1730
4	1	Saun Rodgers\121 NE 100th Street, Miami Shores, FL 33138		1.1730	100.00%	1.1730
						12.5000%
						12.5000%
						12.5000%
						12.5000%

1 Tract 1 (total acreage) 75.07

5	1	Gregory Poulos\1894 Glenwood Street NE, Palm Bay, FL 32907			1.5640	100.00%	1.5640	16.6667%
6	1	Jason Poulos\40670 SW 95th Street, Miami, FL 33176			1.5640	100.00%	1.5640	16.6667%
7	1	Pamela Poulos\1444 Medavia Avenue, Coral Gables, FL 33146			1.5640	100.00%	1.5640	16.6667%

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.

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DONE AND EXECUTED this 18 day of September, 2015 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

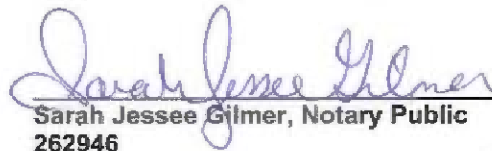
DONE AND PERFORMED this 18 day of September, 2015 by Order of the Virginia Gas and Oil Board.



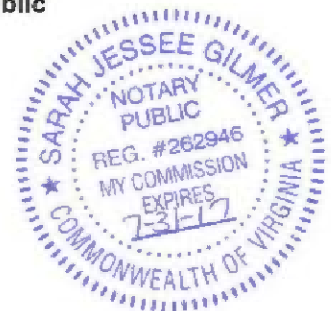
Rick Cooper
Principal Executive to the
staff, Virginia Gas and Oil Board

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 18th 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:** ARP Mountaineer Production,LLC**DIVISION OF GAS AND OIL****DOCKET NO:** VGOB 05-0621-1473-01**RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 1 (2) AND AUTHORIZATION FOR DIRECT PAYMENT OF ROYALTIES****HEARING DATE:** September 15, 2015**DRILLING UNIT:** CBM Unit C-43**BUCHANAN COUNTY, VIRGINIA****PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS****1. Petitioner and its counsel**

Petitioner is ARP Mountaineer Production,LLC, Park Place Corp Center One, 1000 Commerce Drive, Pittsburgh, PA 15275, 412-489-0006. Petitioner's counsel is Tim Scott, McKinnis & Scott Law Firm, 135 W. Main St., Kingsport, TN 37660.

2. Relief Sought

The disbursement of escrowed funds heretofore deposited with the Board's Escrow Agent, attributable to Tract 1, as depicted upon the annexed table; and, (2) authorization to begin paying royalties directly to the parties to the prevailing plaintiffs; Talmadge G. Rogers, III, Derek Browning, Kevin Rogers, Shaun Rogers, Gregory Poulos, Jason Poulos and Pamela Poulos. Unit C-43.

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

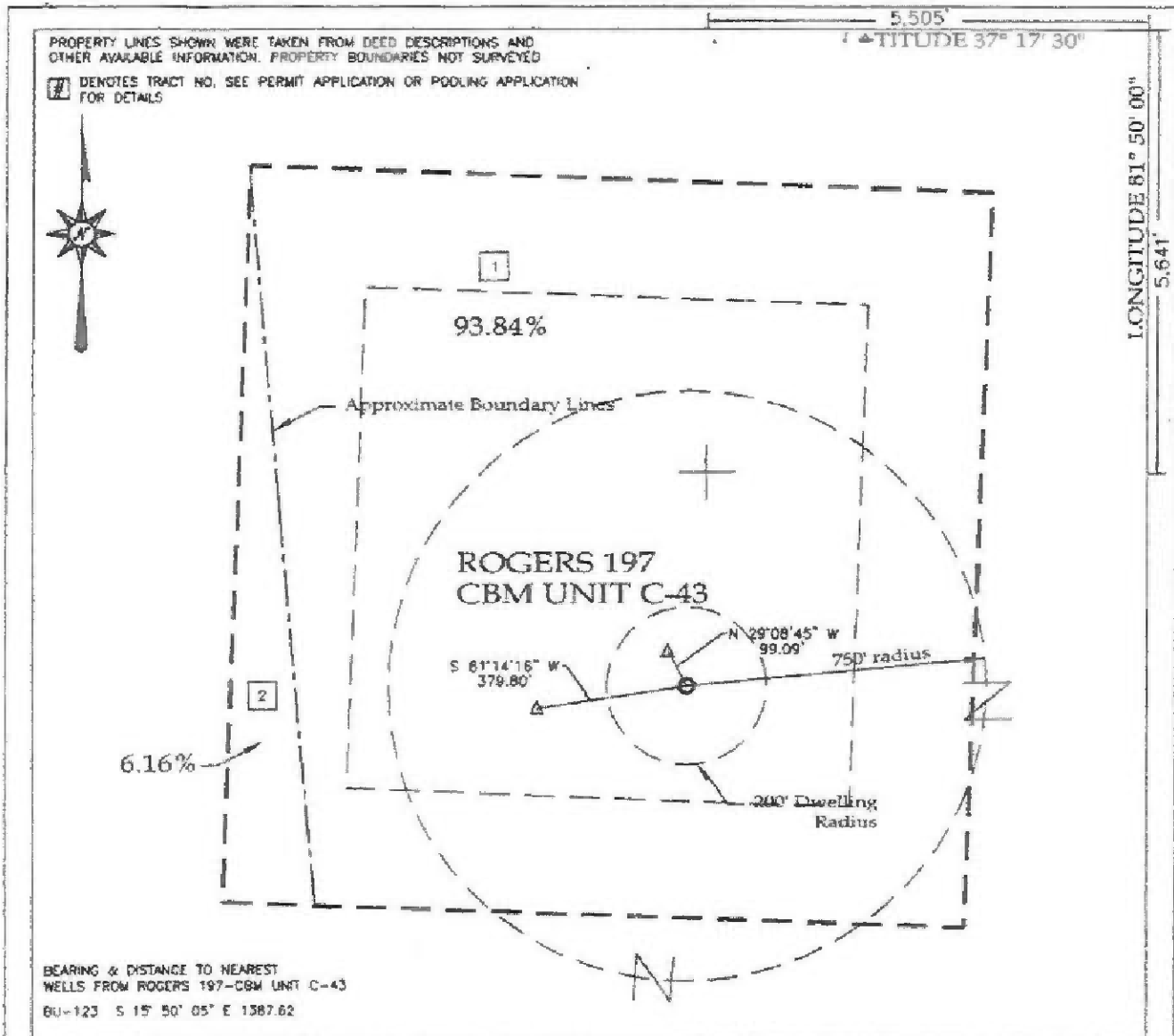
5. Factual basis for relief requested

T.G. Rogers, III, Derek Browning Rogers, Kevin Rogers, Shaun Rogers, Gregory Poulous, Jason Poulous, and Pamela Poulous is entitled to 100% of the CBM royalties awarded under Buchanan County, Virginia Circuit Court Case No. 550-13, Opinion dated July 10, 2014, said decision allows the Applicant and Designated Operator to pay royalties directly to the person(s) identified in Exhibit EE annexed hereto and the annexed Table, further, specified how said royalties are to be paid.

There are no more remaining conflicts after the disbursement, escrow is no longer required and account is to be closed after disbursement.

6. Attestation

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



THE ACTUAL WELL LOCATION WILL BE WITHIN 10 FEET OF THE PROPOSED LOCATION ACCORDING TO 4 VAC 25-150-290 AND 45.1-361.30.

WELL LOCATION PLAT

COMPANY: GEOMET OPERATING COMPANY WELL NAME OR NUMBER: ROGERS 197-CBM UNIT C-43
TRACT NUMBER: LBR HOLDINGS, LLC (TRACT 2) SCALE: 1" = 400' DATE: 05/16/05
COUNTY: BUCHANAN DISTRICT: GARDEN QUADRANGLE: BRADSHAW
ELEVATION: 2,029.07' METHOD USED TO DETERMINE ELEVATION: G.P.S. CONTROL LOOP
FROM JEWELL SMOKELESS COAL CO. & TEE ENGINEERING CO. CONTROL POINTS

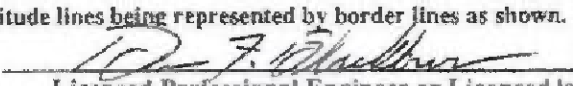
WELL COORDINATES: (VIRGINIA STATE PLANE - SOUTH ZONE - NAD' 27)

NORTHING - 360,540.12 EASTING - 1,024,953.48

THIS IS A NEW PLAT _____; AN UPDATED PLAT _____; OR A FINAL LOCATION PLAT _____
POOLING 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.

Form DGO-GO-7
Rev. 1/98


Licensed Professional Engineer or Licensed Land Surveyor (Professional Seal)

DON F. BLACKBURN
CERTIFICATE NO. 60252
PROFESSIONAL LAND SURVEYOR

EXHIBIT A

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EXHIBIT E
LIST OF CONFLICTING AND UNKNOWN OR UNLOCATABLE OWNERS/CLAIMANTS THAT REQUIRE
ESCROW
UNIT C-43
VOGB DOCKET NO. 05-0621-1473

NONE.

EXHIBIT EE
UNIT C-43
VOGB DOCKET NO. 05-0621-1473
List of Respondents with Royalty Split Agreements or Court Orders

	PERCENTAGE OWNERSHIP OF TRACT IN DISPUTE	PERCENTAGE OWNERSHIP OF UNIT IN DISPUTE
<u>Tract 1-(Tract No. 2 of CBM Unit C-43)</u>		
<u>(93.84% of the unit)</u>		
<u>LBR Holdings, LLC et al.</u>		
<u>COAL FEE OWNERSHIP</u>		
LBR HOLDINGS, LLC	12.500000%	n/a
Fon Rogers, Manager		
P.O. Box 22427		
Lexington, KY 40522		
Total-Coal	12.500000%	n/a
<u>OIL & GAS FEE OWNERSHIP</u>		
Jason Poulos	2.083334%	1.955000%
10870 SW 95 th Street		
Miami, FL 33176		
Gregory Poulos	2.083333%	1.955000%
1894 Glenwood Street NE		
Palm Bay, FL 32907		
Pamela Poulos	2.083333%	1.955000%
5000 SW 83 rd St		
Miami, FL 33143		
T.G. Rogers, III	1.562500%	1.466250%
3014 Shalford Lane		
Matthews, NC 28104		
Shaun Rogers	1.562500%	1.466250%
121 NE 100 th St.		
Miami Shores, FL 32960		
Kevin Rogers	1.562500%	1.466250%
139 Wickham Road		
Garden City, NY 11530		
Derek Browning Rogers	1.562500%	1.466250%
2300 Carmel Road		
Charlotte, NC 28226		
Total - Gas	12.500000%	11.730000%

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INSTRUMENT #150001582
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY ON
SEPTEMBER 28, 2015 AT 04:06PM

BEVERLY S. TILLER, CLERK
RECORDED BY: GGB

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