

INSTRUMENT PREPARED BY  
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE  
OF VIRGINIA SECTION 45.1-361.26

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: Hard Rock Exploration, Inc.

RELIEF SOUGHT:     **EXCEPTION TO STATEWIDE SPACING**  
                          LIMITATIONS PRESCRIBED BY VA. CODE     DOCKET NO.  
                          § 45.1-361.17(a)(2) FOR WELL     05/07/19-1479  
                          HRVAE #11

LEGAL DESCRIPTION:

DRILLING UNIT SERVED BY WELL NUMBERED  
HRVAE #11 TO BE DRILLED IN THE LOCATION  
DEPICTED ON EXHIBIT A HERETO,  
C.L. Ritter Lumber Co.  
Tract 27, 849.61 Acres  
Patterson QUADRANGLE,  
Garden 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 BOARD

FINDINGS 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 July 19, 2005, Southwest Virginia Higher Education Center on the campus of Virginia Highlands Community College, Abingdon, Virginia.
2. Appearances: James E. Kaiser appeared for the Applicant.
3. Jurisdiction and Notice: Pursuant to Va. Code § 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 having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; (2) has represented to the Board that it has given notice to those parties (hereafter sometimes "person(s)" whether referring to individuals, corporations, partnerships, associations, companies, businesses, trusts, joint ventures or other legal entities) entitled by Va. Code § 45.1-361.19 to

notice of this application; and (3) that the persons set forth in Exhibit B hereto have been identified by Applicant as owners of Gas interests underlying Subject Drilling Unit, including those who have not heretofore leased, sold or voluntarily agreed with the Applicant to pool their Gas interests in Subject Drilling Unit. Further, the Board has caused notice of this hearing to be published as required by Va. Code § 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.

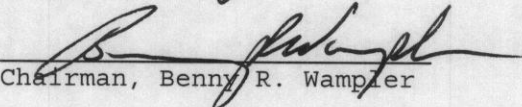
4. Amendments: None
5. Dismissals: None
6. Relief Requested: Applicant requests (1) an exception to the statewide spacing limitations set forth in Va. Code § 45.1-361.17 for Well No. P-550423.
7. Relief Granted: The requested relief in this cause be and hereby is granted. The Board hereby grants Applicant consent to permit and drill proposed Well No. HRVAE #11, 1654.01 feet from existing AEI Well No. EH-19 at the location depicted on the Plat attached hereto;
8. Special Findings: The Board specifically and specially finds:
  - 8.1 Applicant is Hard Rock Exploration, Inc. a West Virginia Corporation. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
  - 8.2 Applicant Hard Rock Exploration, Inc. is an operator in the Commonwealth of Virginia and has satisfied the Board's requirements for operations in Virginia;
  - 8.3 Applicant claims ownership of Conventional Gas leases of 100% percent of Subject Drilling Unit and the right to explore for, develop and produce Gas from same, i.e., Well No. HRVAE #11 as well as from reciprocal well, i.e., Well EH-19.
  - 8.4 The proposed Well HRVAE #11 is located on a surface, coal, oil and gas tract consisting of 849.61 acres known as C.L. Ritter Lumber Co., Tract 27, and the surface, coal, gas and oil owner has consented to the proposed location for Well HRVAE #11 that is depicted on the Plat attached hereto as Exhibit A;
  - 8.5 The Applicant testified it has the right to operate and develop the reciprocal Well EH-19 and that the granting of the application filed herein will not impact the correlative rights of any person;
  - 8.6 An exception to the well spacing requirements of Va. Code § 45.1-361.17 for Well HRVAE #11 is necessary to efficiently drain a portion of the common sources of supply (reservoir)



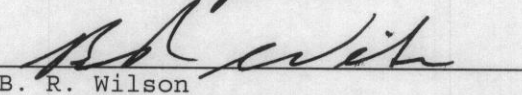
underlying Subject Drilling Unit, and the Board's granting of the requested location exception is in the best interest of preventing the waste of 300 million cubic feet of Conventional Gas underlying Subject Drilling Unit, and to generally effect the purposes of the Virginia Gas and Oil Act;

- 8.7 Applicant proposes the drilling of Well No. HRVAE #11 to a depth of 4900 feet on the Subject Drilling Unit at the location depicted in Exhibit A to produce all the Mississippian and Devonian age formations including, but not limited to, Ravencliff, Big Lime, Weir, and Berea, from surface to a total depth of 4900 feet (Subject Formations");
  - 8.8 Applicant proposes to drill Well HRVAE #11 a distance of 45.99 feet closer to Gas Well EH-19 than the 1700 feet mandated by The Pilgrims Knob Field Rules Order;
  - 8.9 Applicant proposes to complete and operate Well HRVAE #11 for the purpose of producing Conventional Gas;
- 9 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.
10. 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).
11. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
12. 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. and Rule 2A of the Rules of the Virginia Supreme Court.
13. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 16<sup>th</sup> day of August, 2005 by a majority of the Virginia Gas and Oil Board.

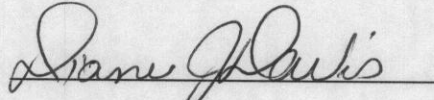
  
Chairman, Benny R. Wampler

DONE AND PERFORMED this 18<sup>th</sup> day of August, 2005 by Order of this Board.

  
B. R. Wilson  
Principal Executive to the Staff  
Virginia Gas and Oil Board

STATE OF VIRGINIA )  
COUNTY OF ~~WISE~~ Washington

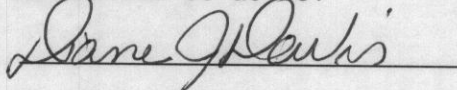
Acknowledged on this 16<sup>th</sup> day of August, 2005 personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

  
Notary Public

My commission expires: 9/30/05

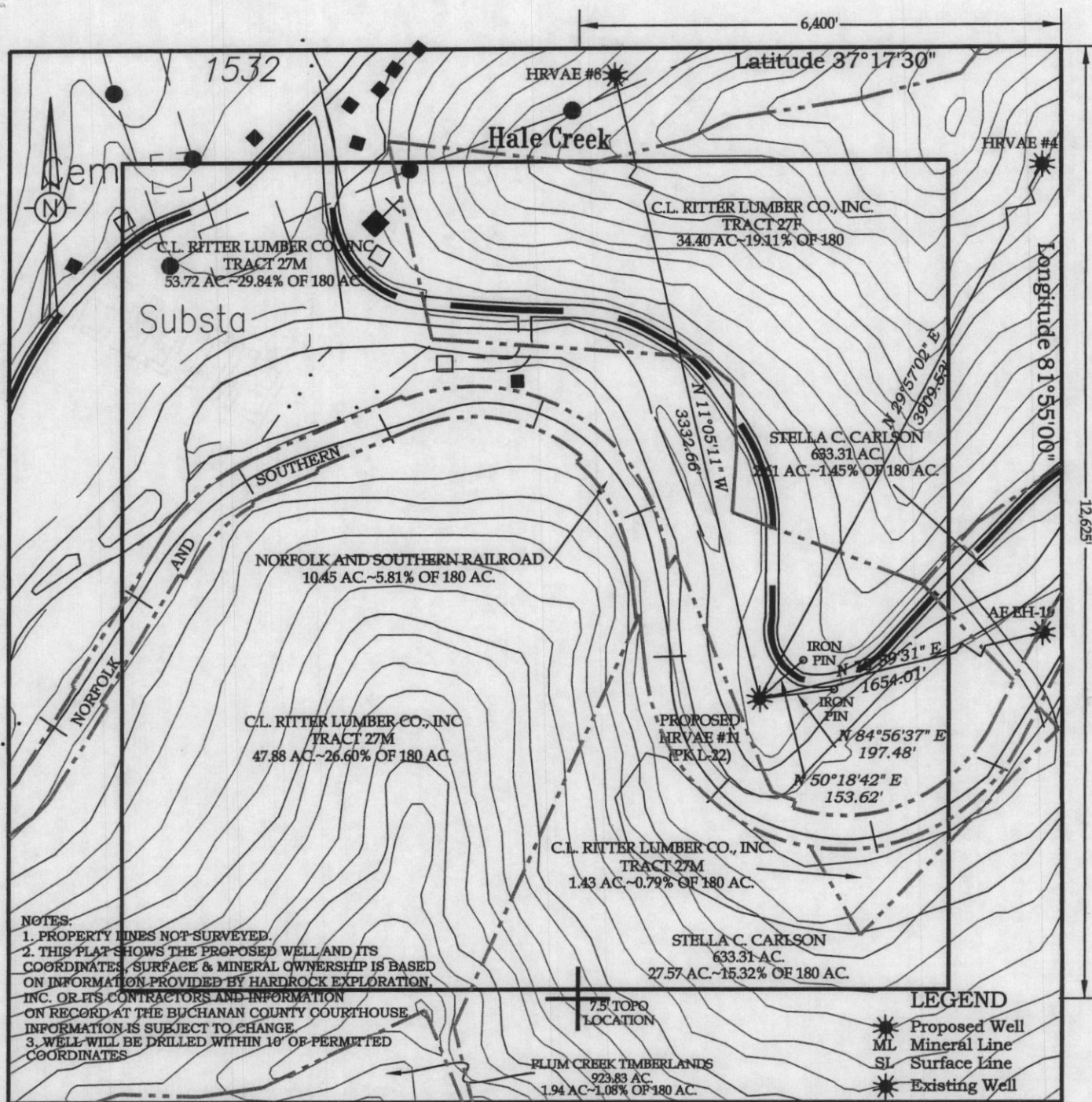
STATE OF VIRGINIA )  
COUNTY OF WASHINGTON )

Acknowledged on this 18<sup>th</sup> day of August, 2005 personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, 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.

  
Notary Public

My commission expires: 9/30/05





Area of Unit-180.00 Acres  
WELL LOCATION PLAT

Company HARDROCK EXPLORATION, INC. Well Name or Number HRVAE #11 (PK L-22)  
 Tract No. C.L. RITTER LUMBER CO., INC. ~ TRACT 27M Quadrangle PATTERSON  
 District GARDEN  
 Well Coordinates (Virginia State Plane) N: 354,488.04 E: 999,423.89  
 Elevation: 1526.22 Method Used to Determine Elevation Trig. Levels from GPS derived elevation.  
 County BUCHANAN Scale: 1" = 400' Date 6-14-05

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.

