

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-537102

TRACT(S): 2, 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-07-0515-1933-05

APPLICANTS: EnerVest Operating, LLC on behalf of Chandra Cheryl & Kenny Bostic, Donna Tiller & Roger Sizemore, Karen T. & Don E. Taylor, Louise B. & James I. Compton, Michael Tiller, Mickey W. & Becky Barton, Neil & Martha R. Tiller, Pamela Barton, Patsy Barton, Peggy Barton, Ricky Lane & Pam Agnus Barton, Steve R. Barton, Terry Lorenzen & Barbara Gayle Barton, Travis B. Tiller, Wrenda Joetta Barton

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 03/20/2008, Recorded on 04/25/2008, Deed Book/Instrument No. 451, Page 696.
2. Supplemental Order, Recorded on 06/11/2009, Deed Book/Instrument No. 466, Page 360.

3. Disbursement Order -01 Executed 12/19/2011, Recorded on 01/12/2012, Deed Book/Instrument No. 493, Page 249.
4. Disbursement Order -03 Executed 03/08/2013, Recorded on 04/01/2013, Deed Book/Instrument No. 505, Page 748.
5. Disbursement Order -04 Executed 02/06/2014, Recorded on 03/04/2014, Deed Book/Instrument No. 514, Page 535.

NOTICE:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 2, 3 Identified in the attached petition.
- (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 2, 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-537102, to all known owners in Tracts 2 and 3. VGOB 07-0515-1833-05

RELIEF GRANTED:

VGOB Disbursement
Unit VC-537102

VGOB-07-0515-1933-05

Table 1

Tracts: 2, 3

Item	Tract	Disbursement Table	Fractional Ownership	Net Acreage Ownership	Royalty Split	Escrowed Acres	Percent of Escrowed Funds
			in Tract	in Tract	Agreement	Disbursed	Disbursed
		Total acreage in escrow before disbursement				0.12750	
0.0020							
2 Tract 2 (total acreage)							
1	2	Patsy Barton\P.O. Box T; Haysi; VA 24256		0.0001	100.00%	0.0001	0.0549%
2	2	Peggy Barton\P.O. Box 51; Haysi; VA 24256		0.0000	100.00%	0.0000	0.0314%
3	2	Steve R. Barton\P.O. Box 234; Haysi; VA 24256		0.0000	100.00%	0.0000	0.0078%
4	2	Chandra Cheryl & Kenny Bostic\3246 Indian Creek Rd; Bee; VA 24217		0.0000	100.00%	0.0000	0.0078%
5	2	Ricky Lane & Pam Agnus Barton\343 Mack's Hollow; Haysi; VA 24256		0.0000	100.00%	0.0000	0.0078%
6	2	Terry Lorenzen & Barbara Gayle Barton\P.O. Box 499; Haysi; VA 24256		0.0000	100.00%	0.0000	0.0078%
7	2	Louise B. & James I. Compton\118 Graham Robinson Rd.; Max Meadows; VA 24360		0.0001	100.00%	0.0001	0.0549%
8	2	Pamela Barton\7544 Finney Rd.; Honaker; VA 24260		0.0001	100.00%	0.0001	0.0549%
9	2	Mickey W. & Becky Barton\3204 Indian Creek Rd; Bee; VA 24217		0.0000	100.00%	0.0000	0.0235%
10	2	Wrenda Joetta Barton\P.O. Box 705; Wise; VA 24293		0.0000	100.00%	0.0000	0.0235%
11	2	Travis B. Tiller\1583 Rock Springs Road; Kingsport; TN 37684		0.0001	100.00%	0.0001	0.0549%
12	2	Karen T. & Don E. Taylor\653 Redwood St.; Mount Carmel; TN 37645		0.0001	100.00%	0.0001	0.0549%
13	2	Neil & Martha R. Tiller\177 Meadow Lark Lane; Lebanon; VA 24266		0.0001	100.00%	0.0001	0.0549%
14	2	Wanda Jane Leonard\108 Shady Brook Drive; Apt. 17; Bristol; TN 37620		0.0000	100.00%	0.0000	0.0000%
15	2	Joyce C. Camper\201 Pine Laurel Circle; Bluff City; TN 37618		0.0000	100.00%	0.0000	0.0000%
16	2	Kristi D. Sharrett\322 Blevins Blvd.; Bristol; VA 24202		0.0000	100.00%	0.0000	0.0000%
17	2	Donna Tiller & Roger Sizemore\24107 Watauga Rd.; Abingdon; VA 24211		0.0000	100.00%	0.0000	0.0235%
18	2	Michael Tiller\107 Buckboard Trail; Burnet; TX 78611		0.0000	100.00%	0.0000	0.0235%
0.4230							
3 Tract 3 (total acreage)							
1	3	Patsy Barton\P.O. Box T; Haysi; VA 24256		0.0141	100.00%	0.0141	11.0588%
2	3	Peggy Barton\P.O. Box 51; Haysi; VA 24256		0.0085	100.00%	0.0085	6.6667%
3	3	Steve R. Barton\P.O. Box 234; Haysi; VA 24256		0.0014	100.00%	0.0014	1.0980%
4	3	Chandra Cheryl & Kenny Bostic\3246 Indian Creek Rd; Bee; VA 24217		0.0014	100.00%	0.0014	1.0980%

[illegible]

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 March, 2016 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

DONE AND PERFORMED this 14 day of March, 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 14th day of March, 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 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: EnerVest Operating, LLC

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 07-0515-1933-05

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 2, 3 (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-537102

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-537102, to all known owners in Tracts 2 and 3. VGOB 07-0515-1933-05

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)

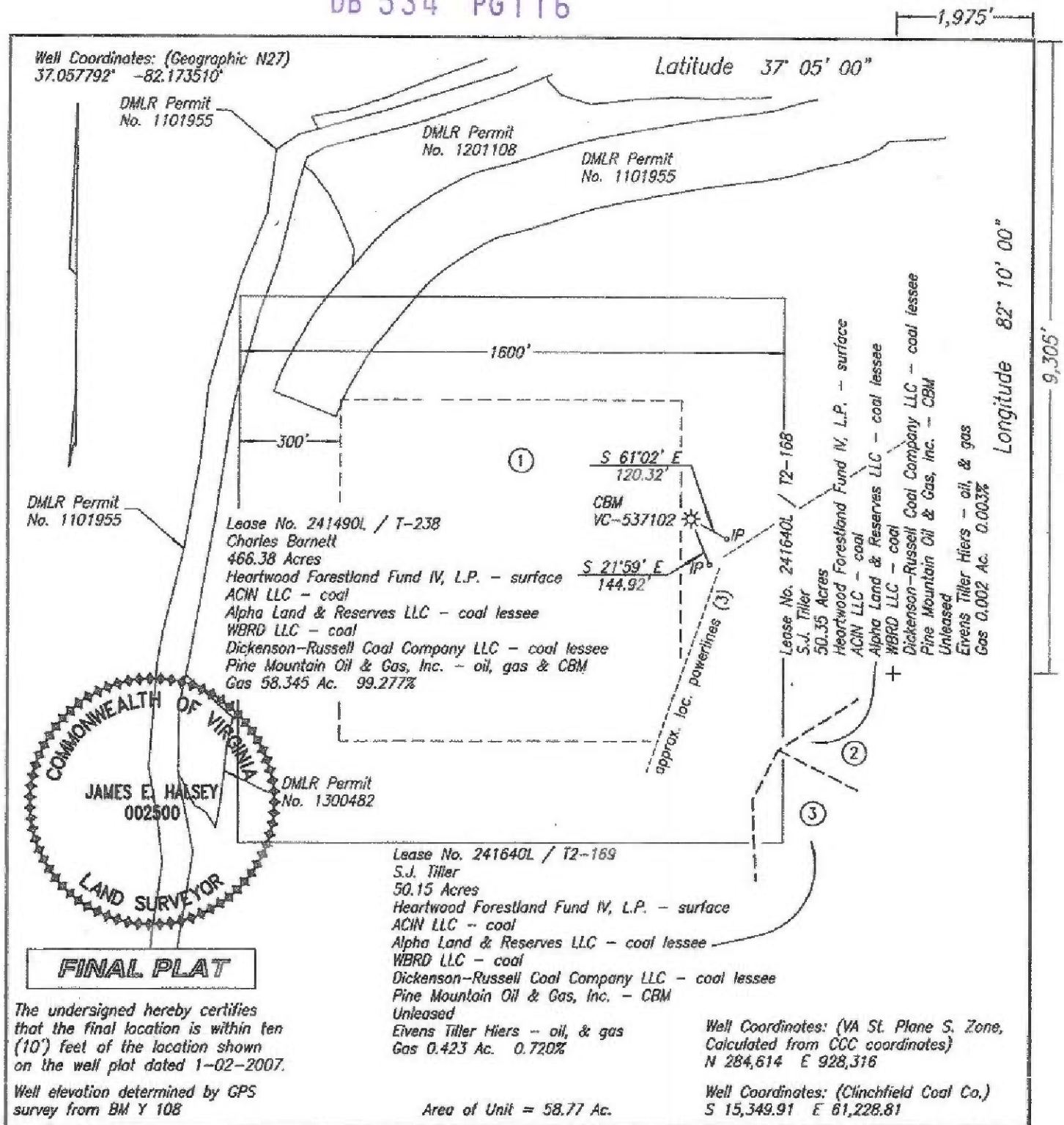
Coalbed Methane

5. Factual basis for relief requested

Petition to disburse funds from the escrow account for well VC-537102, to all known owners in Tracts 2 and 3. VGOB 07-0515-1933-05

6. Attestation

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



WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER VC-537102
TRACT NO. Le. No. 241490L/T-238 ELEVATION 2,246.23' QUADRANGLE Duty
COUNTY Dickenson DISTRICT Ervin SCALE 1" = 400' DATE 6-26-2007

This Plat is a new plat ; an updated plat ; or a final location plat x

+ 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.

James E. Halsey
Licensed Professional Engineer or Licensed Land Surveyor

EXHIBIT "E"
VGOB 07/0515/1933-05
VC-537102
REVISED as of 11/5/2015

<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 07/0515/1933-05
VC-537102
REVISED as of 2/25/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>DISBURSEMENT-05</u>				
2	<u>Eivens Tiller Heirs:</u>			
Tax ID 3464	Patsy Barton P.O. Box T Haysi, VA 24256	Unleased	0.000100%	0.00007
	Peggy Barton P.O. Box 51 Haysi, VA 24256 <i>*includes Lance Barton's interest 0.00001ac</i>	Unleased	0.000060%	0.00004
	Steve R. Barton P.O. Box 234 Haysi, VA 24256	Unleased	0.000010%	0.00001
	Chandra Cheryl Bostic & Kenny Bostic, W/H 3246 Indian Creek Rd Bee, VA 24217	Unleased	0.000010%	0.00001
	Ricky Lane Barton & Pam Agnus Barton, H/W 343 Mack's Hollow Haysi, VA 24256	Unleased	0.000010%	0.00001
	Terry Lorenzen Barton & Barbara Gayle Barton, H/W P.O. Box 499 Haysi, VA 24256	Unleased	0.000010%	0.00001
	Louise B. Compton & James I. Compton, W/H 118 Graham Robinson Rd. Max Meadows, VA 24360	Unleased	0.000100%	0.00007
	Pamela Barton 7544 Finney Rd. Honaker, VA 24260	Leased-RRPM 906911	0.000100%	0.00007

EXHIBIT "EE"
VGOB 07/0515/1933-05
VC-537102
REVISED as of 2/25/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>2</u> Tax ID 3464	Mickey W. Barton & Becky Barton, H/W 3204 Indian Creek Rd Bee, VA 24217	Unleased	0.000050%	0.00003
	Wrenda Joetta Barton P.O. Box 705 Wise, VA 24293	Unleased	0.000050%	0.00003
	Travis B. Tiller 1583 Rock Springs Road Kingsport, TN 37664	Leased-RRPM 906911	0.000100%	0.00007
	Karen T. Taylor & Don E. Taylor, W/H 653 Redwood St. Mount Carmel, TN 37645	Leased-RRPM 906911	0.000100%	0.00007
	Neil C. Tiller & Martha R. Tiller, H/W 177 Meadow Lark Lane Lebanon, VA 24266	Leased-RRPM 906911	0.000100%	0.00007
	<u>Gary & Daisy Tiller Heirs</u> Wanda Jane Leonard 108 Shady Brook Drive, Apt. 17 Bristol, TN 37620	Leased-RRPM 906911	0.000011%	0.00000
	Joyce C. Camper 201 Pine Laurel Circle Bluff City, TN 37618	Leased-RRPM 906911	0.000011%	0.00000
	Kristi D. Sharrett 322 Blevins Boulevard Bristol, VA 24202	Leased-RRPM 906911	0.000011%	0.00000
	Donna Tiller Sizemore & Roger Sizemore, W/H 24107 Watauga Rd. Abingdon, VA 24211	Leased-RRPM 906911	0.000033%	0.00003
	Michael Tiller 107 Buckboard Trail Burnet, TX 78611	Leased-RRPM 906911	0.000033%	0.00003
Tract 2 Totals			0.0009%	0.0006

EXHIBIT "EE"
VGOB 07/0515/1933-05
VC-537102
REVISED as of 2/25/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>3</u>	<u>Elvens Tiller Heirs:</u>			
Tax ID 3463	Patsy Barton P.O. Box T Haysi, VA 24256	Unleased	0.024000%	0.0141
	Peggy Barton P.O. Box 51 Haysi, VA 24256 <i>*includes Lance Barton's interest 0.0014ac</i>	Unleased	0.014400%	0.0085
	Steve R. Barton P.O. Box 234 Haysi, VA 24256	Unleased	0.002400%	0.0014
	Chandra Cheryl Bostic & Kenny Bostic, W/H 3246 Indian Creek Rd Bee, VA 24217	Unleased	0.002400%	0.0014
	Ricky Lane Barton & Pam Agnus Barton, H/W 343 Mack's Hollow Haysi, VA 24256	Unleased	0.002400%	0.0014
	Terry Lorenzen Barton & Barbara Gayle Barton, H/W P.O. Box 499 Haysi, VA 24256	Unleased	0.002400%	0.0014
	Louise B. Compton & James I. Compton, W/H 118 Graham Robinson Rd. Max Meadows, VA 24360	Unleased	0.024000%	0.0141
	Pamela Barton 7544 Finney Rd. Honaker, VA 24260	Leased-RRPM 906911	0.024000%	0.0141
	Mickey W. Barton & Becky Barton, H/W 3204 Indian Creek Rd Bee, VA 24217	Unleased	0.012000%	0.0071

EXHIBIT "EE"
VGOB 07/0515/1933-05
VC-537102
REVISED as of 2/25/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>3</u> Tax ID 3463	Wrenda Joetta Barton P.O. Box 705 Wise, VA 24293	Unleased	0.012000%	0.0071
	Travis B. Tiller 1583 Rock Springs Road Kingsport, TN 37664	Leased-RRPM 906911	0.024000%	0.0141
	Karen T. Taylor & Don E. Taylor, W/H 653 Redwood St. Mount Carmel, TN 37645	Leased-RRPM 906911	0.024000%	0.0141
	Neil C. Tiller & Martha R. Tiller, H/W 177 Meadow Lark Lane Lebanon, VA 24266	Leased-RRPM 906911	0.024000%	0.0141
	<u>Gary & Daisy Tiller Heirs</u> Wanda Jane Leonard 108 Shady Brook Drive, Apt. 17 Bristol, TN 37620	Leased-RRPM 906911	0.002667%	0.0016
	Joyce C. Camper 201 Pine Laurel Circle Bluff City, TN 37618	Leased-RRPM 906911	0.002667%	0.0016
	Kristi D. Sharrett 322 Blevins Boulevard Bristol, VA 24202	Leased-RRPM 906911	0.002666%	0.0016
	Donna Tiller Sizemore & Roger Sizemore, W/H 24107 Watauga Rd. Abingdon, VA 24211	Leased-RRPM 906911	0.008000%	0.0047
<u>3</u> Tax ID 3463	Michael Tiller 107 Buckboard Trail Burnet, TX 78611	Leased-RRPM 906911	0.008000%	0.0047
	Tract 3 Totals		0.2160%	0.1269

TOTAL DISB-05

0.2169% 0.1275

Note: Range Resources-Pine Mountain, Inc. hereby waives any claims to past or future royalties

EXHIBIT "EE"
VGOB 07/0515/1933-05
VC-537102
REVISED as of 2/25/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
attributable to the conflicting interests herein as shown above, unless subject to prior agreements.				

COAL ESTATE ONLY
The coal estate is released pursuant HB2058

<u>2</u>	Range Resources-Pine Mountain, Inc*	Leased	0.0030%	0.0020
	ATTN: Jerry Grantham	906889		
TAX ID	P.O. Box 2136	T2-169		
21028	Abingdon, VA 24212			
Tract 2 Totals			0.0030%	0.0020
<u>3</u>	Range Resources-Pine Mountain, Inc*	Leased	0.7200%	0.4230
	ATTN: Jerry Grantham	906889		
TAX ID	P.O. Box 2136	T2-170		
21029	Abingdon, VA 24212			
Tract 3 Totals			0.7200%	0.4230

INSTRUMENT #160000350
 RECORDED IN THE CLERK'S OFFICE OF
 DICKENSON ON
 MARCH 30, 2016 AT 10:33AM
 RICHARD W. EDWARDS, CLERK
 RECORDED BY: CJB