

Instrument Control Number

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000059 DEC-3 8

Commonwealth of Virginia
Land Record Instruments
Continuation Cover Sheet
Form C

[ILS VLR Cover Sheet Agent 1.0.93]

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Date of Instrument: [12/3/2008]

Instrument Type: [ORDER]

Number of Parcels [3]

Number of Pages [8]

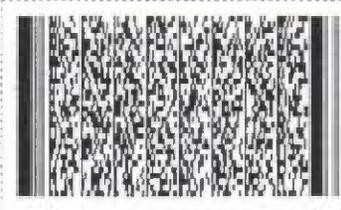
City County [Wise County] (Box for Deed Stamp Only)

Grantors/Grantees/Parcel Continuation Form C

	Last Name	First Name	Middle Name or Initial	Suffix
<input type="checkbox"/>	[Hopkins][Ellis][Kent][
<input type="checkbox"/>	[Dotson][Thomas][][
<input type="checkbox"/>	[Heirs of T M Stallard][][][
<input type="checkbox"/>	[][][][
<input type="checkbox"/>	[][][][
<input type="checkbox"/>	[][][][
<input type="checkbox"/>	[][][][

Prior Instr. Recorded at: City County [Wise County] Percent. in this Juris. [100]
 Book [] Page [] Instr. No []
 Parcel Identification No (PIN) []
 Tax Map Num. (if different than PIN) [035448]
 Short Property Description [Pooling Order]
 []
 Current Property Address (Address 1) []
 (Address 2) []
 (City, State, Zip) [] [] []

Prior Instr. Recorded at: City County [Wise County] Percent. in this Juris. [100]
 Book [] Page [] Instr. No []
 Parcel Identification No (PIN) []
 Tax Map Num. (if different than PIN) [019955]
 Short Property Description [Pooling Order]
 []
 Current Property Address (Address 1) []
 (Address 2) []
 (City, State, Zip) [] [] []



INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 07/09/18-2016
ELECTIONS, UNIT: V-503806

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

TAX MAP IDENTIFICATION NUMBERS FOR ALL
PARCELS AFFECTED BY THIS ORDER ARE SHOWN ON
EXHIBIT (S) B WHICH IS/ARE ATTACHED
TO AND A PART OF THIS ORDER.

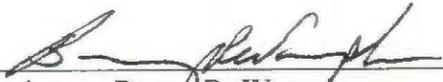
REPORT OF BOARD

FINDINGS AND ORDER

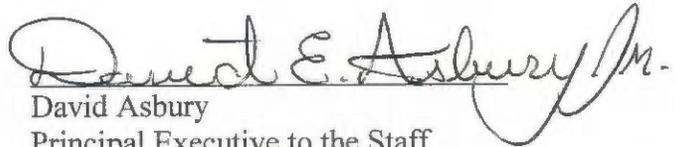
1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on October 18, 2007, and recorded Instrument #200704474 at the Office of the Clerk of Circuit Court, Wise County, Virginia on October 29, 2007, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated December 3, 2007, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;

- (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated September 25, 2008, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;
- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
- (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Wachovia Bank, N.A., VA7515, P.O. Box 14061, Roanoke, VA 24038, (540) 563-7764, Attn: Judy Barger, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, Wachovia Bank, N.A., VA7515, P.O. Box 14061, Roanoke, VA 24038, (540) 563-7764, Attn: Judy Barger, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 30th day of October, 2008 by a majority of the Virginia Gas and Oil Board.

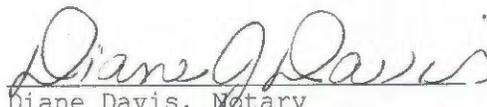

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 30th day of October, 2008 by Order of this Board.

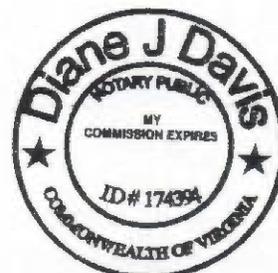

David Asbury
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 30th day of October, 2008, 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, and David Asbury, 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.


Diane Davis, Notary
174394

My commission expires: September 30, 2009



VIRGINIA:***BEFORE THE VIRGINIA GAS AND OIL BOARD***

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-503806 VGOB Docket No. VGOB-07/09/18-2016 in the Gladeville Magisterial District of Wise County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on October 18, 2007, by the Virginia Gas and Oil Board regarding the captioned Conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on October 29, 2007.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or/unlocatable.

TRACT	LESSOR	LEASE STATUS	NET REVENUE INTEREST
2	Thomas Dotson 305 Hill Road Southern Pines, NC 28387	Leased 907269	0.05145000

OR

	T.M. Stallard Heirs Unknown	Unleased	0.05145000
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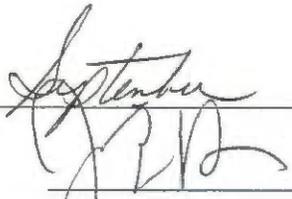
7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

<u>Tracts</u>	<u>Payee</u>	<u>Cash Consideration</u>
1	Ellis Kent Hopkins 11363 Jaybird Branch Road Coeburn, VA 24230-6009	1.1172 x \$5.00 = \$5.59
2	T.M. Stallard Heirs Unknown	46.3800 x \$5.00 = \$231.90

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 25th day of September 2008.


 Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 25th day of September 2008.



 Susan Peterson, Notary



My commission expires: November 12, 2008

EXHIBIT "B"
V-503806
VGOB 07/09/18-2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
<u>Gas Estate Only</u>					
1 TAX ID 010840	ACIN, LLC c/o: John Mooney P.O. Box 2827 Huntington, WV 25727	Leased 904576 WI-306	43.62160000%	49.1568	0.05452700 RI
	Virginia Lee Hopkins, widow 540 Galloway Street, Kingsport, TN 37665-1219	Leased 906884	4.95700000%	5.5860	0.00619625
	Ellis Kent Hopkins 11363 Jaybird Branch Road Coeburn, VA 24230-6009	Unleased	0.99140000%	1.1172	0.00123925
	Equitable Production				0.43373750 WI
Tract 1 Totals			49.57000000%	55.8600	0.49570000
2 TAX ID 010840	Thomas Dotson 305 Hill Road Southern Pines, NC 28387	Leased 907269	41.160000%	46.3800	0.05145000
	OR				
	T.M. Stallard Heirs Unknown	Unleased	41.160000%	46.3800	0.05145000
	Equitable Production				0.36015000 WI
Tract 2 Totals			41.16000000%	46.3800	0.41160000
3 TAX ID 010840	ACIN, LLC c/o: John Mooney P.O. Box 2827 Huntington, WV 25727	Leased 904576 WI-306	2.36000000%	2.6600	0.00295000
	Equitable Production				0.02065000 WI
Tract 3 Totals			0.02360000	2.6600	0.02360000
4 TAX ID 035448	ACIN, LLC c/o: John Mooney P.O. Box 2827 Huntington, WV 25727	Leased 904576 WI-305	1.47000000%	1.6600	0.00183750
	Equitable Production				0.01286250 WI

Tract 4 Totals		0.01470000	1.6600	0.01470000	
5	ACIN, LLC	Leased	5.44000000%	6.1300	0.00680000
TAX ID 019955	c/o: John Mooney	904576			
	P.O. Box 2827	WI-35			
	Huntington, WV 25727				
	Equitable Production				0.04760000 WI
Tract 5 Totals		0.05440000	6.1300	0.05440000	
Total Gas Estate		100.00000000%	112.6900	1.00000000	
Percentage of Unit Leased		99.00860000%			
Percentage of Unit Unleased		0.99140000%			
Acreage in Unit Leased			111.57280000%		
Acreage in Unit Unleased			1.1172		
OR					
Percentage of Unit Leased		57.84860000%			
Percentage of Unit Unleased		42.15140000%			
Acreage in Unit Leased			108.32		
Acreage in Unit Unleased			47.4972		

000067 DEC-30

INSTRUMENT #200804852
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
DECEMBER 3, 2008 AT 03:28PM

J. JACK KENNEDY, JR., CLERK
RECORDED BY: ADH

