

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-537244

TRACT(S): 6

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-07-1218-2101-02

APPLICANTS:

EnerVest Operating, LLC on behalf of Arrington Cemetery Trustees

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 01/15/2008, Recorded on 01/28/2008, Deed Book/Instrument No. 448, Page 142.
2. Supplemental Order, Recorded on 09/28/2009, Deed Book/Instrument No. 471, Page 123.
3. Disbursement Order -01 Executed 03/20/2015, Recorded on 04/07/2015, Deed Book/Instrument No. 525, Page 029.

NOTICE:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 6 identified in the attached petition.
 - (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 6 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-537244, to all known owners in Tract 6. VGOB-07-1218-2101-02.

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 11 day of August, 2016 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

DONE AND PERFORMED this 11 day of August, 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 11 day of August, 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.


Sally Settle Ketron, Notary Public
7623162

My Commission expires: January 31, 2019



BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EnerVest Operating, LLC

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 07-1218-2101-02

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 6 (2) AND AUTHORIZATION FOR DIRECT PAYMENT OF ROYALTIES (3) AND DISMISSAL OF COAL OWNERS PURSUANT TO CODE OF VIRGINIA SECTION 45.1-361.22:2.

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-537244

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-537244, to all known owners in Tract 6. VGOB-07-1218-2101-02.

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)

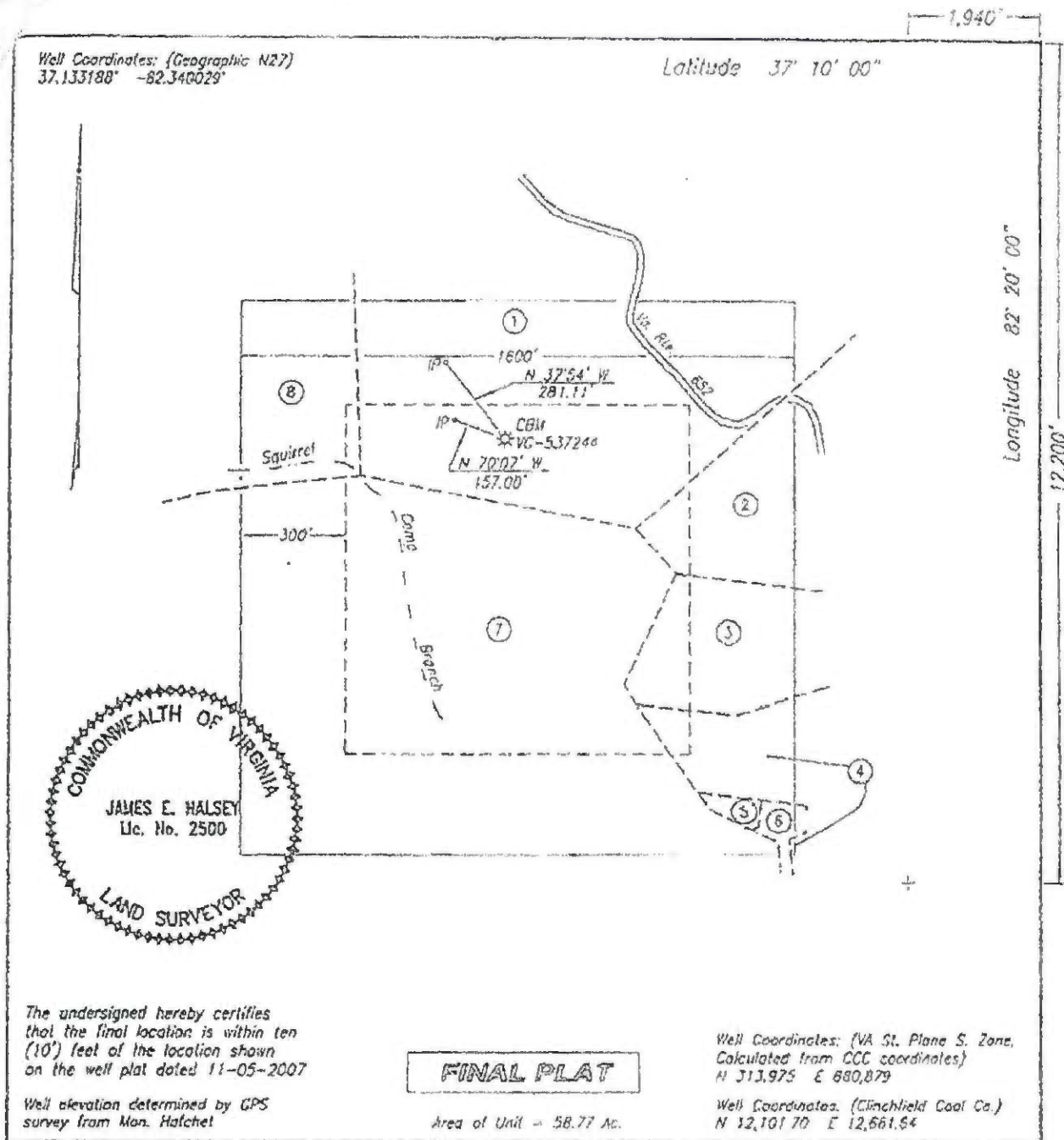
Coalbed Methane

5. Factual basis for relief requested

Petition to disburse funds from the escrow account for well VC-537244, to all known owners in Tract 6. VGOB-07-1218-2101-02.

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 VG-537244
TRACT NO. Lease No 2414941 ELEVATION 1,925.01' QUADRANGLE Haysi
COUNTY Dickenson DISTRICT Ervin SCALE 1" = 400' DATE 2-13-2008
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

VC-537244 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
2/13/2008

1. Lease No. 241494L
89.60 Acres
Freddie Mullins - 5/8 int. - surface, coal, oil, gas & CBM
Carol Buchanan - 3/8 int. - surface, coal, oil, gas & CBM
Gas 15.62 Ac. 26.58%

2. Lease No. 906889 / TC-184
W. L. Counts
154.71 Acres
ACIN, LLC - coal
✓ Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Lease No. 906859L
Ronnie S. Rasnick, et ux - oil & gas (CBM)
P/O 25 Acres
Gas 3.51 Ac. 5.97%

3. Lease No. 906889 / TC-184
W. L. Counts
154.71 Acres
✓ ACIN, LLC - coal
Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Lease No 907169
Hulah Lloyd Bently Revocable Trust / Joan Greover
Revocable Trust of 2003 - oil & gas (CBM)
7 Acres
Gas 3.50 Ac. 5.96%

4. Lease No. 906889 / TC-184
W. L. Counts
154.71 Acres
ACIN, LLC - coal
✓ Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Lease No. 906942
Ronnie S. Rasnick, et ux - oil & gas
6 Acres
Gas 2.10 Ac. 3.57%

5. Lease No. 906889 / TC-184
W. L. Counts
154.71 Acres
✓ ACIN, LLC - coal
Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Leased
Joseph E. Stanley, et ux - oil & gas
1 Acre
Gas 0.25 Ac. 0.43%

6. Lease No. 906889 / TC-184
W. L. Counts
154.71 Acres
ACIN, LLC - coal
Alpha Land and Reserves, LLC - coal lessee
✓ WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Unleased
Arrington Cemetery - oil & gas (CBM)
7 Acres
Gas 0.29 Ac. 0.49%
7. Lease No. 906889 / T-1
Ayers & Aston
205.14 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN, LLC - coal
Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Gas 29.47 Ac. 50.14%
8. Lease No. 906889 / T-286
Solomon Fleming
104.2 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN, LLC - coal
Alpha Land and Reserves, LLC - coal lessee
WBRD, LLC - coal
Dickenson-Russell Coal Company, LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Gas 4.03 Ac. 6.86%

EXHIBIT "E"
VC-537244

Revised 6/6/16

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE</u> <u>STATUS</u>	<u>INTEREST</u> <u>WITHIN</u> <u>UNIT</u>	<u>GROSS</u> <u>ACREAGE</u> <u>IN UNIT</u>
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N/A

VC-537244

VGOB 07/12/18-2101-02

Revised 6/6/16

<u>TR</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
6 Minerals Only	Arrington Cemetery Trustees c/o Jerome Dean St. Claire 145 Steep Valley Drive Clinchco, VA 24226	Unleased	0.490000%	0.2900
Tract 6 Totals			0.490000%	0.2900
Total Disbursement -02			0.490000%	0.2900
<u>Coal Estate Only</u>				
6 TAX I.D. #20421	Range Resources-Pine Mountain, Inc* Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased 906889 TC-184	0.490000%	0.2900
Tract 6 Totals			0.490000%	0.2900



EnerVest Operating, L.L.C.

408 West Main Street
Abingdon, VA 24210
Phone (276) 628-9001

January 6, 2016

EnerVest Operating, LLC, hereby waives any claims to past or future royalties attributable to the conflicting interest herein as shown on Exhibit EE, unless subject to prior agreements.

Phil Horn
Contractor for EnerVest Operating, LLC

INSTRUMENT #160000992
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
AUGUST 24, 2016 AT 11:11AM
RICHARD W. EDWARDS, CLERK
RECORDED BY: TLF