

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 08/03/18-2179

ELECTIONS, UNIT: VC-537868

(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, E, & EE 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 July 15, 2008, and recorded in Deed Book 456, Page 319 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on August 7, 2008, (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 September 2, 2008, 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 January 21, 2009, 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 4th day of February, 2009 by a majority of the Virginia Gas and Oil Board.

Bradley Lambert
Bradley Lambert, Chairman

DONE AND EXECUTED this 4th day of February, 2009 by Order of this Board.

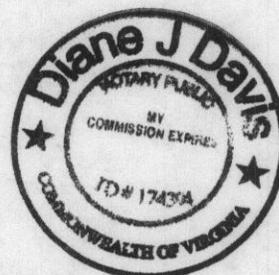
David E. Asbury, Jr.
David E. Asbury, Jr.
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 4th day of February, 2009, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and David E. Asbury, Jr., 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 were so authorized to do.

Diane J. Davis
Diane J. 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 VC-537868 VGOB Docket No. VGOB-08/03/18-2179 in the Sandlick Magisterial District of Dickenson 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 January 15, 2008, by the Virginia Gas and Oil Board regarding the captioned coalbed methane 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 received in the county above named; that said Order was recorded on January 28, 2008.
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

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>NET REVENUE INTEREST</u>
7	Columbus Hay Heirs Unknown/Unlocatable	Unleased	0.001175
	Pheby Hay Heirs Unknown/Unlocatable	Unleased	0.001175
OR			
7	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/TC181	0.00470000

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

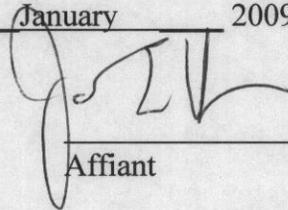
8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

<u>TRACT</u>	<u>LESSOR</u>	<u>CASH CONSIDERATION</u>
3	Dominion Mining Company Unknown/Unlocatable	3.7600 x \$5.00 \$18.80
5	Bobby H Edwards and Dixie Edwards 340 Hemlock Rd Birchleaf, VA 24220	7.0600 x \$5.00 \$35.30
6	Kevin Owens c/o Ann Owens P.O. Box 51 Burkeville, VA 23922	0.0249 x \$5.00 \$0.12
	James P. Hay Heirs Unknown/Unlocatable	0.0031 x \$5.00 \$0.02
	A. McClellan Hay Heirs Unknown/Unlocatable	0.0031 x \$5.00 \$0.02
	Columbus Hay Heirs Unknown/Unlocatable	0.0031 x \$5.00 \$0.02
	Pheby Hay Heirs Unknown/Unlocatable	0.0031 x \$5.00 \$0.02

<u>TRACT</u>	<u>LESSOR</u>	<u>CASH CONSIDERATION</u>
7	James P. Hay Heirs Unknown/Unlocatable	0.00940 x \$5.00 \$0.05
	A. McClellan Hay Heirs Unknown/Unlocatable	0.00940 x \$5.00 \$0.05
	Columbus Hay Heirs Unknown/Unlocatable	0.00940 x \$5.00 \$0.05
	Pheby Hay Heirs Unknown/Unlocatable	0.00940 x \$5.00 \$0.05

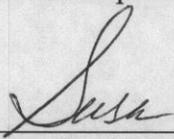
That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant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

Dated at Kingsport, Tennessee, this 21st day of January 2009.

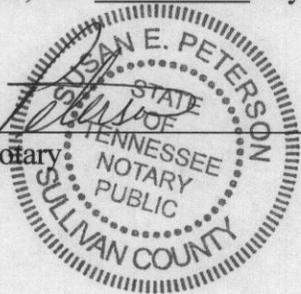


 Affiant

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 21st day of January, 2009.



 Susan Peterson, Notary



My commission expires: October 24, 2012.

BK 462PG 752

EXHIBIT "B"
VC-537868
VGOB - 08/03/18-2179
REVISED 03/13/08

<u>TR</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 3592	Edmund Carter Edwards and Linda Edwards P.O. Box 281 Birchleaf, VA 24220	Leased 2422008L	59.5400000%	34.99	0.074425
Tract 1 Totals	Equitable Production Company		59.5400000%	34.99	0.5210 0.5954
2 TAX ID 1827854	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/T-303	4.410000%	2.5900	0.0055125
Tract 2 Totals	Equitable Production Company		4.410000%	2.5900	0.0386 0.0441
3 TAX ID Minerals Only	Dominion Mining Company Unknown/Unlocatable	Unleased	6.400000%	3.7600	0.008
Tract 3 Totals	Equitable Production Company		6.400000%	3.7600	0.0560 0.0640
4 TAX ID 20594	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/T-437	2.620000%	1.5400	0.003275
Tract 4 Totals	Equitable Production Company		2.620000%	1.5400	0.0229 0.0262
5 TAX ID 3446	Bobby H Edwards and Dixie Edwards 340 Hemlock Rd Birchleaf, VA 24220	Unleased	12.010000%	7.0600	0.0150125
Tract 5 Totals	Equitable Production Company		12.010000%	7.0600	0.1051 0.1201
6 TAX ID 11328	Kevin Owens c/o Ann Owens P.O. Box 51 Burkeville, VA 23922	Unleased	2.493333%	0.0249	0.003116667
	James P. Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.0031	0.000389583
	A. McClellan Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.0031	0.000389583
	Columbus Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.0031	0.000389583

	Pheby Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.0031	0.000389583
	Equitable Production Company				0.0327
Tract 6 Totals			3.740000%	0.0374	0.0374
7 TAX ID 3435	Roscoe Edwards & Joyce Edwards h/w 359 Morgan Anderson Ln. Birchleaf, VA 24220	Leased 907335	7.520000%	0.0752	0.0094
	James P. Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.0094	0.001175
	A. McClellan Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.0094	0.001175
	Columbus Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.0094	0.001175
	Pheby Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.0094	0.001175
	Equitable Production Company				0.0987
Tract 7 Totals			11.280000%	0.1128	0.1128
	TOTAL GAS ESTATE		188.720000%	100.0676	
	Percentage of Unit Leased		162.810000%		
	Percentage of Unit Unleased		25.910000%		
	Acreage in Unit Leased			84.8376	
	Acreage in Unit Unleased			15.2300	
	Coal Estate Only				
1 TAX ID 12043	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/TC181	59.540000%	34.9900	0.074425
	Equitable Production Company				0.5210
Tract 1 Totals			59.540000%	34.9900	0.5954
2 TAX ID 1827854	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/T-303	4.410000%	2.5900	0.0055125
	Equitable Production Company				0.0386
Tract 2 Totals			4.410000%	2.5900	0.0441
3 TAX ID Minerals Only	Dominion Mining Company Unknown/Unlocatable	Unleased	6.400000%	3.7600	0.008
	Equitable Production Company				0.0560
Tract 3 Totals			6.400000%	3.7600	0.0640
4 TAX ID 20594	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889/T-437	2.620000%	1.5400	0.003275
	Equitable Production Company				0.0229
Tract 4 Totals			2.620000%	1.5400	0.0262

TAX ID	Lease Status	Lease Description	Leased	Interest Within Unit	Gross Acreage in Unit	
5 TAX ID 12043	Leased	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	906889/TC181	12.010000%	7.0600	0.0150125
Tract 5 Totals						0.1051
Equitable Production Company						0.1201
6 TAX ID 12043	Leased	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	906889/TC181	3.740000%	2.2000	0.004675
Tract 6 Totals						0.0327
Equitable Production Company						0.0374
7 TAX ID 12043	Leased	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	906889/TC181	11.280000%	6.6300	0.0141
Tract 7 Totals						0.0987
Equitable Production Company						0.1128
TOTAL COAL ESTATE				188.720000%	110.9100	
Percentage of Unit Leased				182.320000%		
Percentage of Unit Unleased				6.400000%		
Acreage in Unit Leased					107.1500	
Acreage in Unit Unleased					3.7600	
TOTAL				13.900000%	8.1700	

BK 462PG 755
EXHIBIT "E"
VC-537868
 REVISED 03/13/08

<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>				
3	Dominion Mining Company Unknown/Unlocatable TAX ID Minerals Only	Unleased	6.400000%	3.7600
6	Kevin Owens c/o Ann Owens P.O. Box 51 Burkeville, VA 23922 TAX ID 11328	Unleased	2.493333%	1.4667
	James P. Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.1833
	A. McClellan Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.1833
	Columbus Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.1833
	Pheby Hay Heirs Unknown/Unlocatable	Unleased	0.311667%	0.1833
7	James P. Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.5525
	A. McClellan Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.5525
	Columbus Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.5525
	Pheby Hay Heirs Unknown/Unlocatable	Unleased	0.940000%	0.5525
	TOTAL		13.900000%	8.1700

EXHIBIT "E" BK 462 PG 756
 VC-537868
 REVISED 03/13/08

<u>TR</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate Only</u>				
3	Dominion Mining Company Unknown/Unlocatable TAX ID Minerals Only	Unleased	6.400000%	3.7600
6	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 12043	Leased 906889/TC181	3.740000%	2.2000
7	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 12043	Leased 906889/TC181	3.760000%	2.2100
TOTAL			13.900000%	8.1700

**EXHIBIT "EE"
VC-537868
REVISED 01/21/09**

BK 462PG 757

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>DISMISSED</u>				
<u>Gas Estate Only</u>				
7	Roscoe Edwards & Joyce Edwards h/w 359 Morgan Anderson Ln. Birchleaf, VA 24220 TAX ID 3435	Leased 907335	7.520000%	4.4200
1	Edmund Carter Edwards and Linda Edwards P.O. Box 281 Birchleaf, VA 24220 TAX ID 3592	Leased 2422008L	59.5400000%	34.99
5	Bobby H Edwards and Dixie Edwards 340 Hemlock Rd Birchleaf, VA 24220 TAX ID 3446	Unleased	12.010000%	7.0600
TOTAL			79.070000%	46.4700
<u>Coal Estate Only</u>				
7	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 12043	Leased 906889/TC181	7.520000%	4.4200
1	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 12043	Leased 906889/TC181	59.540000%	34.9900
5	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212 TAX ID 12043	Leased 906889/TC181	12.010000%	7.0600
TOTAL			79.070000%	46.4700

INSTRUMENT #0900000301
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
FEBRUARY 20, 2009 AT 02:36PM
RICHARD W. EDWARDS, CLERK
RECORDED BY: TLC

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, 02-20, 2009. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 2:36 o'clock P. M, after payment of \$ 0 tax imposed by Sec. 58.1-802.

Original returned this date to: Dmme

TESTE: RICHARD EDWARDS, CLERK
BY: Sam Lovell D. CLERK