

Instrument prepared by:

VIRGINIA GAS AND OIL BOARD

Order recorded under:

CODE OF VIRGINIA
§ 45.1-361.26

DB 526 PG347

BEFORE THE VIRGINIA GAS AND OIL BOARD

RELIEF

An Order for Disbursement of Escrowed Funds ☐
(and Authorization for Direct Payment of Royalties)

SOUGHT:

JURISDICTION: Code of Virginia § 45.1-351. (et seq) AND § 45.1-361.22 (et seq)

UNIT/WELL NAME: VC-537011

TRACT(S): 2

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-08-0520-2227-01

APPLICANTS: Range Resources-Pine Mountain, on behalf of Carma Fleming, Theo F. McFall

HEARING DATE AND LOCATION: Russell County Government Center, Lebanon, Virginia ☐
May 26, 2015

APPEARANCES: James Kaiser on behalf of Range Resources-Pine Mountain,

PRIOR PROCEEDINGS:

1. Original Pooling Order Executed 07/15/2008, Recorded on 08/07/2008, Deed Book/Instrument No. 456, Page 190.
2. Supplemental Order Executed 05/24/2011, Recorded on 05/24/2011, Deed Book/Instrument No. 456, Page 112.

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the May 26, 2015 hearing and considered whether to:

(1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) 2 identified in the attached petition.

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) 2 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

Applicant has certified and represented to the Board that:

Petition to disburse funds in the escrow account for Well VC-537011, to the owner(s) in tract 2. VGOB 08/05/20-2227-01. Dickenson County, Virginia

RELIEF GRANTED:

VGOB Disbursement
Unit VC-537011

VGOB-08-0520-2227-01

Table 1

Tracts: 2

Item	Tract	Disbursement Table	Fractional Ownership		Net Acreage Ownership		Royalty Split		Escrowed Acres		Percent of Escrowed Funds Disbursed	
			in Tract	in Tract	in Tract	in Tract	Agreement	Disbursed	Disbursed	Disbursed	Disbursed	Disbursed
		Total acreage in escrow before disbursement						0.35000				
2 Tract 2 (total acreage)			0.35									
1	2	Theo F. McFall P.O. Box 581; Abingdon, VA 24212			0.1750		100.00%		0.1750		50.0000%	
2	2	Carma Fleming 5812 Wainwright Ave.; Rockville, MD 20851			0.1750		100.00%		0.1750		50.0000%	

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 22 day of May, 2015 by a majority of the Virginia Gas and Oil Board. DB 526 PG 350

Bradley C. Lambert

Chairman, Bradley C. Lambert

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 27th day of May, 2015, 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, that he executed the same and was authorized to do so.

Sarah Jessee Gilmer

Sarah Jessee Gilmer, Notary Public
262946

My Commission expires: July 31, 2017

DONE AND PERFORMED this 28 day of May, 2015 by Order of the Virginia Gas and Oil Board

Rick Cooper

Rick Cooper
Principal Executive to the
staff, Virginia Gas and Oil Board

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 28th day of May, 2015, personally before me a notary public in and for the Commonwealth of Virginia, appeared Rick Cooper, being duly sworn did depose and say that he is the Principal Executive to the staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Sarah Jessee Gilmer

Sarah Jessee Gilmer, Notary Public
262946

My Commission expires: July 31, 2017

BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: Range Resources-Pine Mountain,

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 08-0520-2227-01

RELIEF SOUGHT: (1) DISBURSEMENT FROM
ESCROW REGARDING TRACT(S) 2
(2) AND AUTHORIZATION FOR DIRECT
PAYMENT OF ROYALTIES

HEARING DATE: May 26, 2015

DRILLING UNIT: VC-537011

DICKENSON COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is Range Resources-Pine Mountain,, P. O. Box 2136, Abingdon, VA 24212, (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

Disbursement of funds in escrow. 08/05/20-2227

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 in the escrow account for Well VC-537011, to the owner(s) in tract 2. VGOB 08/05/20-2227-01. Dickenson County, Virginia

6. Attestation

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

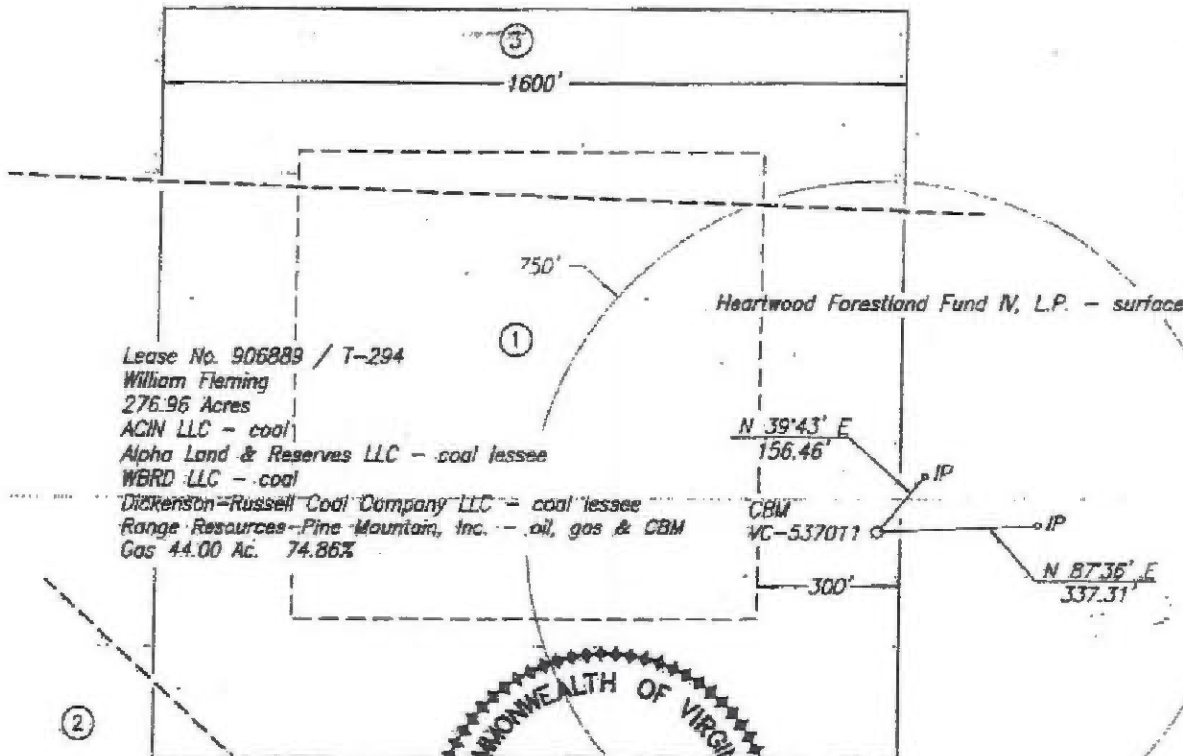
Well Coordinates: (Geographic N27)
37.157604° -82.244063°

Latitude 37° 10' 00"

Lease No. 906889 / T-334
Hardin Owens
332.87 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - oil, gas & CBM
Gas 14.42 Ac. 24.54%

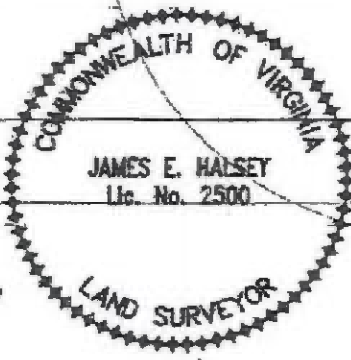
3,310'

Longitude 82° 12' 30"



Lease No. 906889 / T-294
William Fleming
276.96 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - oil, gas & CBM
Gas 44.00 Ac. 74.86%

Lease No. 906889 / TC-183
H.H. Fuller
176.30 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Range Resources-Pine Mountain, Inc. - (CBM)
Unleased
Thea McFall, et als - oil & gas (CBM)
Gas 0.35 Ac. 0.60%



Well Coordinates: (Va. St. Plane S. Zone,
N83 Calculated from CCC coordinates)
N 3,602,612 E 10,392,169
Well Coordinates: (Va. St. Plane S. Zone,
N27 Calculated from CCC coordinates)
N 321,734 E 909,184
Well Coordinates: (Clinchfield Coal Co.)
N 20,991.43 E 40,651.08

Well elevation determined by GPS
survey from BM Y 108

Area of Unit = 58.77 Ac.

WELL LOCATION PLAT (Nora Grid 62-AN)

COMPANY Equitable Production Company WELL NAME AND NUMBER VC-537011
TRACT NO. Is. No. 906889/T-294 ELEVATION 1,765.95' QUADRANGLE Prater
COUNTY Dickenson DISTRICT Sandlick SCALE 1" = 400' DATE 4-07-2008

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.

James E. Halset
Licensed Professional Engineer or Licensed Land Surveyor
Page Number 6.

EXHIBIT "B"
VC-537011
VGOB 08/05/20-2227
REVISED as of 04/20/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
1	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased-Range Resources-Pine Mountain, Inc. 806889 T-294	74.880000%	44.0000
TAX ID 20474				
Tract 1 Totals			74.880000%	44.0000
2	Theo F. McFall, widow P.O. Box 581 Abingdon, VA 24212	Unleased Leased to Appalachian Energy, Inc.	0.300000%	0.1750
TAX ID 8048				
	Carna Fleming, widow 5812 Wainwright Avenue Rockville, MD 20861	Unleased Leased to Appalachian Energy, Inc.	0.300000%	0.1750
	Appalachian Energy, Inc. Attn: Frank Henderson, President P.O. Box 2406 Abingdon, VA 24212			
Tract 2 Totals			0.600000%	0.3500
3	Range Resources-Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212	Leased-Range Resources-Pine Mountain, Inc. 906889 T-334	24.540000%	14.4200
TAX ID 20515				
Tract 3 Totals			24.540000%	14.4200
TOTAL GAS ESTATE			100.000000%	58.7700
Percentage of Unit Leased			88.400000%	
Percentage of Unit Unleased			0.600000%	
Acreage in Unit Leased				58.4200
Acreage in Unit Unleased				0.3500

COAL ESTATE ONLY

1	Range Resources-Pine Mountain, Inc ¹	Leased	74.860000%	44.0000
	Attn: Jerry Grantham	906689		
TAX ID	PO Box 2136	T-264		
20474	Abingdon, VA 24212			
Tract 1 Totals			74.860000%	44.0000
2	Range Resources-Pine Mountain, Inc ²	Leased	0.600000%	0.3500
	Attn: Jerry Grantham	906680		
TAX ID	PO Box 2136	TC-183		
Minerals	Abingdon, VA 24212			
Tract 2 Totals			0.600000%	0.3500
3	Range Resources-Pine Mountain, Inc ³	Leased	24.540000%	14.4200
	Attn: Jerry Grantham	906680		
TAX ID	PO Box 2136	T-334		
20918	Abingdon, VA 24212			
Tract 3 Totals			24.540000%	14.4200
TOTAL COAL ESTATE			100.000000%	58.7700

*Formerly:
 Pine Mountain Oil & Gas, Inc.
 Attn: Richard Brillhart
 PO Box 2136
 Abingdon, VA 24212

NOTE: Pursuant to that certain Purchase and Sales Agreement, effective January 1, 2014,
 Range Resources-Pine Mountain, Inc. obtained ownership in this well, and the above noted Leases, from EQT Production Company.

EXHIBIT "E"
VC-537011
VGOB 08/05/20-2227
REVISED as of 04/20/2015

<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"
VC-537011
VGOB 08/05/20-2227
REVISED as of 04/20/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	
<u>Disbursement -01</u>					
2	Theo F. McFall, widow P.O. Box 581 Abingdon, VA 24212	Unleased Leased to Appalachian Energy, Inc.	0.300000%	0.1750	100%
TAX ID 8048	Cama Fleming, widow 5812 Wainwright Avenue Rockville, MD 20851	Unleased Leased to Appalachian Energy, Inc.	0.300000%	0.1750	100%
	Appalachian Energy, Inc. Attn: Frank Henderson, President P.O.Box 2406 Abingdon, VA 24212				
	Tract 2 Totals		0.600000%	0.3500	

INSTRUMENT #150000602
RECORDED IN THE CLERK'S OFFICE OF
VICKENSON ON
JUNE 03 2015 AT 02:17PM
RICHARD W. EDWARDS, CLERK
RECORDED BY: GPF