

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

IN RE:

SUPPLEMENTAL ORDER REGARDING  
ELECTIONS: VC-537003  
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-09-0217-2476

REPORT OF BOARD

FINDINGS AND ORDER

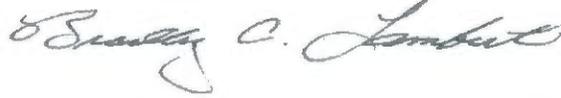
1. This Supplemental Order is entered by the Board *sua sponte* in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas 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 requirements 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 June 14, 2012, and recorded as in Deed Book 499, Page 547 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on August 16, 2012, (herein "Board Order") and (2) to complete the record regarding elections. The Board Order established a drilling unit and pooled all interests 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, predecessor in interest to EnerVest Operating, LLC, (herein the "Designated Operator"), to mail copies of the Board Order to all Respondents whose interests, if any, were pooled by said Board Order;

- (b) The Designated Operator filed its affidavit of mailing dated September 10, 2012, wherein it is stated that a copy of the Board Order was mailed to all parties listed on Exhibit B-3 of the Board Order by certified mail return receipt;
  - (c) The Board Order required each Respondent whose interests, 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 30, 2018, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.7C (herein "Affidavit of Elections" annexed hereto), wherein it has, for each Respondent whose interests, 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(s) made, if any; and (iii) whether, by reason of 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, interests, estates and claims in Subject Drilling Unit to the Designated Operator;
  - (d) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank and Trust Company, 38 East Valley Street, Bristol, VA 24201; Tel: (276) 466-9222; Attn: Jody Maney, 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 July 18, 2006. The Affidavit of Elections indicates that the escrow of funds is required with regard to Well No. VC-537003.
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, to the extent escrow was required and to the extent it pertained to the elections and interests of the Respondents who have entered into a royalty split agreement and no longer require escrow of any funds, the Applicant is hereby directed to provide the Board with reconciliation of its and the Escrow Agent's records so that any funds affected by this Order may be disbursed in an appropriate manner.
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

Supplemental Order stating that a true and correct copy of this Supplemental Order was mailed within seven (7) days from the date of receipt of this Supplemental Order to each Respondent 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 Supplemental Order shall be effective as of the date of the Board's approval of this Application, which is set forth at Paragraph 1 above.

DONE AND EXECUTED this 6 day of February, 2018 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

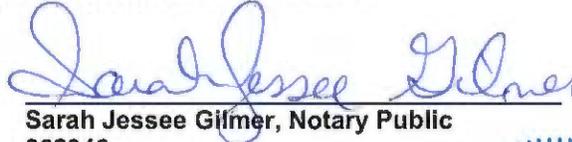
DONE AND PERFORMED this 6 day of February, 2018 by Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH OF VIRGINIA  
COUNTY OF RUSSELL

Acknowledged on this 6<sup>th</sup> day of February, 2018, 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 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, 2021



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

IN RE: Application of Equitable Production Company, predecessor in interest to EnerVest Operating, LLC, for the Forced Pooling of Interests in VC-537003, Docket No. VGOB-09-0217-2476 in the Ervinton District, Haysi Quadrangle, Dickenson County, Virginia.

**AFFIDAVIT OF Timothy E. Scott, Attorney-at-Law, Agent for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER**

Timothy E. Scott (herein Affiant), being duly sworn on oath, deposes and says:

1. That the Affiant is an attorney licensed in the Commonwealth of Virginia and the Agent for the Designated Operator, with offices located at 135 W. Main Street, Suite 200, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on June 14, 2012, by the Virginia Gas and Oil Board regarding the coalbed methane gas 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 and recorded 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; that proof of such mailing has previously been tendered to the Division of Gas and Oil, the Office of the Gas and Oil Inspector, at Lebanon, Virginia;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender written notice of their election of the option selected under Paragraph 9 of the Order to the Designated Operator within thirty (30) days from the date of receipt of a copy of the recorded Order;
5. That the Designated Operator, by and through its agent, Timothy E. Scott, Attorney-at-Law, has established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interests 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 Drilling Unit; that the following persons or entities delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day elections period:

NONE.

6. That the interest and/or claims of the following persons or entities (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 the claimants to such interest is the subject of a conflict:

See Exhibit E attached.

7. That after the pooling hearing held in the captioned matter, the following persons or entities have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims:

NONE

8. That the Designated Operator with regard to persons previously requiring the services of the Escrow Agent have now reached an agreement regarding their interests or claims that allows Applicant/Designated Operator to make royalty distribution without the need to escrow funds which would otherwise be in conflict:

NONE

9. That the Respondents identified in Exhibit B-3 hereto have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective coalbed methane rights, interests and claims shall be deemed to have leased to Applicant/Designated Operator pursuant to and in accordance with Paragraph 10 of the Board Order dated June 14, 2012:

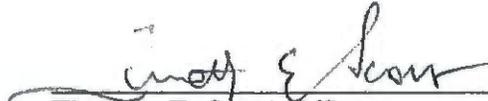
See Exhibit B-3

10. The Designated Operator requests that the following persons be dismissed as Respondents:

NONE

That pursuant to the provisions of 4VAC 25-160.70.A.10 and .C and VAC 25-160-80, 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 and 45.1-361.22.A.3 and .4.

Dated at Kingsport, Tennessee, this 30<sup>th</sup> day of January, 2018.

  
Timothy E. Scott, Affiant

Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for EnerVest Operating, LLC, a limited liability company, as successor in interest to Equitable Production Company, on behalf of the limited liability company, this 30<sup>th</sup> day of January 2018.

  
Notary Public



My commission expires: 7/29/19

[f:\msword2000\enervest\pooling.VC-537003.supportorder&aff]

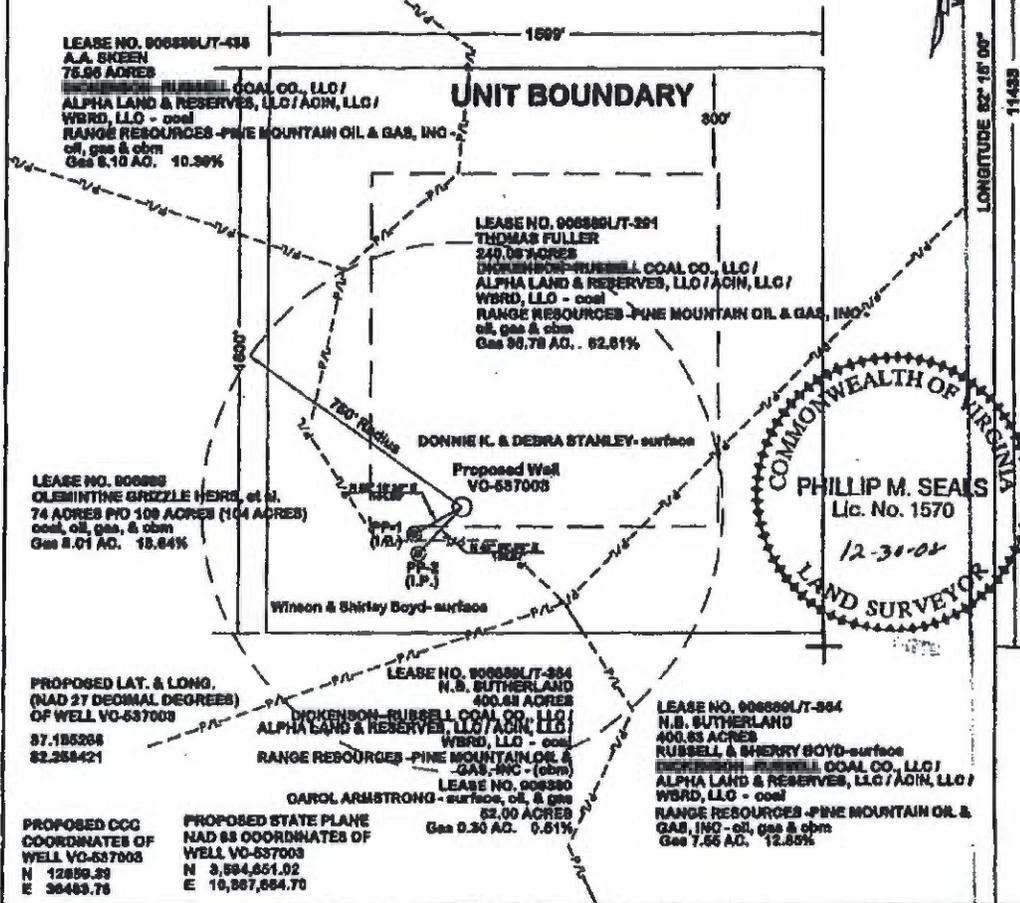
RK 1996 558  
 LATITUDE 37° 16' 00"

2455

**NOTE:**

PROPERTY INFORMATION PROVIDED BY EQUITABLE PRODUCTION COMPANY.  
 ELEVATIONS WERE DETERMINED BY GPS & TRIGONOMETRIC METHODS BASED ON BENCH MARK P-424.  
 THE BOUNDARY LINES SHOWN HEREON ARE BASED ON DEEDS, PLATS, AND MAPS OF RECORD OR PROVIDED BY OTHERS AND DO NOT DEPICT A CURRENT BOUNDARY SURVEY.

**TOTAL UNIT AREA = 58.74 ACRES**



**WELL LOCATION PLAT (Nora Unit # A860)**

COMPANY EQUITABLE PRODUCTION CO. WELL NAME OR NUMBER VO-537003  
 TRACT NO. T-291 QUADRANGLE Hoyal  
 DISTRICT Ervinton  
 WELL COORDINATES (VIRGINIA STATE PLANE 27) N 313,723.45 E 804,679.96  
 ELEVATION 2081.24 METHOD USED TO DETERMINE ELEVATION: GPS & TRIG.  
 COUNTY Dickenson SCALE: 1" = 400' DATE 12-30-08  
 THIS PLAT IS A NEW PLAT  ; 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.

663.06  
 Form D90-00-7  
 Rev. 1-98

*Phillip M. Seals*

LICENSED LAND SURVEYOR

(APPR SEAL)

EXHIBIT "B"  
VC-537003

| <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.<br>ATTN: Jerry Grantham<br>P.O. Box 2136<br>Abingdon, VA 24212<br>TAX ID 20471 | Leased - EPC<br>906889<br>T-261 | 82.61000000%                | 36.7800                      |
| 2                      | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2136<br>Abingdon, VA 24212<br>TAX ID 20669 | 906889<br>T-304                 | 12.85000000%                | 7.5500                       |
| 3                      | Carol P. Armstrong &<br>Raymond R. Armstrong, W/H<br>12612 Celtic Court<br>Rockville, MD 20850-3769<br>TAX ID 3088 | Leased<br>906380                | 0.61009000%                 | 0.3000                       |
| 4                      | Terry D. Bell and<br>Lisa K. Bell, H/W<br>577 Contractors Lane<br>Hayti, VA 24256<br>TAX ID 18862                  | Unleased                        | 4.54866667%                 | 2.6700                       |
|                        | Barbara Gail Samwell<br>39 Hemlock Trace<br>Ocala, FL 34472  | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                        | Judy Caroline Deel<br>16826 S.E. 9th Street<br>Silver Springs, FL 34488  | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                        | Paula Diane Brooks and<br>Scott Brooks, W/H<br>2100 SW 4th Avenue<br>Ocala, FL 34471                               | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                        | Nina Joan Brown<br>4285 N. E. 25th Avenue<br>Ocala, FL 34479   | Leased-EPC<br>242268            | 1.13666000%                 | 0.6675                       |
|                        | Virginia Kay Williamson and<br>Marvin E. Williamson, W/H<br>2991 N.E. 60th Street<br>Anthony, FL 32617             | Leased-EPC<br>242268            | 1.13666000%                 | 0.6675                       |
|                        | Daniel Edward Hay<br>116 Farmhill Dr.<br>Summerville, SC 29483   | Leased-EPC<br>242268            | 1.13666000%                 | 0.6675                       |
|                        | Kathleen Grizzle, widow<br>11838 S. E. Highway 466<br>Ocala, FL 32179  | Leased-EPC<br>242268            | 0.37888889%                 | 0.2225                       |
|                        | Jackie M. Gibson, single<br>2 Oak Court Pass<br>Ocala, FL 34472  | Leased<br>242268                | 0.76777778%                 | 0.4450                       |

DB 553 PG786

BK 499PG 560

EXHIBIT "B"  
VC-537003

| <u>TRACT</u>                | <u>LESSOR</u>  | <u>LEASE STATUS</u>             | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> |
|-----------------------------|--|---------------------------------|-----------------------------|------------------------------|
| 6                           | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2186<br>Abingdon, VA 24212<br>TAX ID 20595 | Leased - EPC<br>906869<br>T-438 | 10.39000000%                | 6.1000                       |
| <b>TOTAL GAS ESTATE</b>     |  |                                 | <b>100.0000%</b>            | <b>58.7400</b>               |
| Percentage of Unit Leased   |  |                                 | 95.45331334%                |                              |
| Percentage of Unit Unleased |  |                                 | 4.54668666%                 |                              |
| Acreage in Unit Leased      |  |                                 |                             | 99.09000000%                 |
| Acreage in Unit Unleased    |  |                                 |                             | 2.6700                       |

H

EXHIBIT "B"  
VC-537003

| <u>TRACT</u>            | <u>LESSOR</u>  | <u>LEASE STATUS</u>             | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> |
|-------------------------|--|---------------------------------|-----------------------------|------------------------------|
| <b>COAL ESTATE ONLY</b> |  |                                 |                             |                              |
| 1                       | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2136<br>Abingdon, VA 24212<br>TAX ID 1827525<br>TAX ID 20471 | Leased - EPC<br>906889<br>T-291 | 82.81000000%                | 36.7800                      |
| 2                       | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2136<br>Abingdon, VA 24212<br>TAX ID 20559                   | 906889<br>T-364                 | 12.85000000%                | 7.5500                       |
| 3                       | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2136<br>Abingdon, VA 24212<br>TAX ID 20559                   | 906889<br>T-364                 | 0.51000000%                 | 0.3000                       |
| 4                       | Terry D. Bell and<br>Lisa K. Bell, HW<br>677 Contractors Lane<br>Hayti, VA 24206<br>TAX ID 16862                                     | Unleased                        | 4.54888887%                 | 2.6700                       |
|                         | Barbara Gail Barnwell<br>39 Hemlock Trace<br>Ocala, FL 34472   | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                         | Judy Caroline Deel<br>16826 S.E. 9th Street<br>Silver Springs, FL 34488  | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                         | Paula Diana Brooks and<br>Scott Brooks, W/H<br>2100 SW 4th Avenue<br>Ocala, FL 34471   | Leased-EPC<br>242268            | 1.51555556%                 | 0.8900                       |
|                         | Nina Jean Brown<br>4265 N. E. 25th Avenue<br>Ocala, FL 34476   | Leased-EPC<br>242268            | 1.13886000%                 | 0.6875                       |
|                         | Virginia Kay Williamson and<br>Marvin E. Williamson, W/H<br>2091 N.E. 99th Street<br>Anthony, FL 32617                               | Leased-EPC<br>242268            | 1.13886000%                 | 0.6875                       |
|                         | Deniel Edward Hay<br>118 Farmhill Dr.<br>Summersville, SC 29463  | Leased-EPC<br>242268            | 1.13886000%                 | 0.6875                       |

EXHIBIT "B"  
VC-537003

| <u>TRACT</u>                | <u>LESSOR</u>  | <u>LEASE STATUS</u>             | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> |
|-----------------------------|--|---------------------------------|-----------------------------|------------------------------|
|                             | Kathleen Grizzle, widow<br>11838 S. E. Highway 466<br>Ocklawaha, FL 32179  | Leased-EPC<br>242268            | 0.37888889%                 | 0.2225                       |
|                             | Jackie M. Gibson, single<br>2 Oak Court Pass<br>Ocala, FL 34472  | Leased<br>242268                | 0.75777778%                 | 0.4450                       |
| 6                           | Range Resources-Pine Mountain, Inc.<br>ATTN: Jerry Grantham<br>P.O. Box 2138<br>Abingdon, VA 24212<br>TAX ID 20595 | Leased - EPC<br>906889<br>T-438 | 10.39000000%                | 6.1000                       |
| <b>TOTAL COAL ESTATE</b>    |  |                                 | 100.0000%                   | 66.7400                      |
| Percentage of Unit Leased   |  |                                 | 95.45331334%                |                              |
| Percentage of Unit Unleased |  |                                 | 4.54668667%                 |                              |
| Acreage in Unit Leased      |  |                                 |                             | 99.09000000%                 |
| Acreage in Unit Unleased    |  |                                 |                             | 2.6700                       |

**EXHIBIT "B-3"  
VC-537003**

| <u>TRACT</u>                   | <u>LESSOR</u>   | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> |
|--------------------------------|---|---------------------|-----------------------------|------------------------------|
| <b><u>Gas Estate Only</u></b>  |   |                     |                             |                              |
| 4                              | Terry D. Ball and<br>Lisa K. Ball, H/W<br>577 Contractors Lane<br>Haysi, VA 24258<br>TAX ID 16862 | Unleased            | 4.54666667%                 | 2.6700                       |
| <b>TOTAL</b>                   |   |                     | 4.54666667%                 | 2.6700                       |
| <b><u>Coal Estate Only</u></b> |   |                     |                             |                              |
| 4                              | Terry D. Ball and<br>Lisa K. Ball, H/W<br>577 Contractors Lane<br>Haysi, VA 24258<br>TAX ID 16862 | Unleased            | 4.54666667%                 | 2.6700                       |
| <b>TOTAL</b>                   |   |                     | 4.54666667%                 | 2.6700                       |

INSTRUMENT #120002091  
RECORDED IN THE CLERK'S OFFICE OF  
DICKENSON ON  
AUGUST 16, 2012 AT 02:16PM  
RICHARD W. EDWARDS, CLERK  
RECORDED BY: CJF

17

**Exhibit "E" - Escrow Owners  
 VC-537003  
 VGOB-09-0217-2476**

| Tract                    | Lessor   | Lease Status | Interest Within Unit (%) | Gross Acreage in Unit |
|--------------------------|--|--------------|--------------------------|-----------------------|
| <b>Gas Estate Only</b>   |  |              |                          |                       |
| 3                        | Carol P. Armstrong &<br>Raymond R. Armstrong, W/H<br>12612 Celtic Court<br>Rockville, MD 20850<br>Tax ID 3058                    | Leased       | 0.51000000               | 0.3000                |
| <b>TOTAL GAS ESTATE</b>  |  |              | <b>0.51000000</b>        | <b>0.3000</b>         |
| <b>Coal Estate Only</b>  |  |              |                          |                       |
| 3                        | EnerVest Operating, LLC<br>fly Range Resources Pine mountain, Inc.<br>408 West Main Street<br>Abingdon, VA 24210<br>Tax ID 20559 | Leased       | 0.51000000               | 0.3000                |
| <b>TOTAL COAL ESTATE</b> |  |              | <b>0.51000000</b>        | <b>0.3000</b>         |

INSTRUMENT 180000234  
 RECORDED IN THE CLERK'S OFFICE OF  
 DICKENSON CIRCUIT COURT ON  
 March 7, 2018 AT 01:49 PM  
 RICHARD W. EDWARDS, CLERK  
 RECORDED BY: CPF