

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-531317

TRACT(S): A portion of 3

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-09-1215-2649-02

APPLICANTS: EnerVest Operating, LLC on behalf of Constance R. Morse, Freeda Jo Wilson, Hattie June Suthers, Juanita Cooley, Mary K. Franklin, Ronnie Rasnick, Samue Jackie Rasnick Jr., Sandra G. Percy, Sherry Johnson Ray

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 02/09/2010, Recorded on 03/17/2010, Deed Book/Instrument No. 475, Page 249.
- 2. Disbursement Order -01 Executed 05/19/2016, Recorded on 06/17/2016, Deed Book/Instrument No. 536, Page 823.

NOTICE:

- (1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract(s) A portion of 3 identified in the attached petition.
- (2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) A portion of 3 relative to the interests of the Applicants identified in the attached petition.
- (3) Continue 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-531317, to all known owners in Tract 3. VGOB-09-1215-2649-02.

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 continue 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.

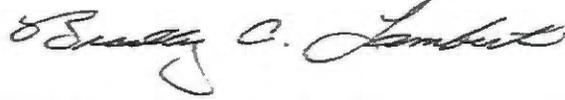
CONCLUSION:

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 1, 2019



BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EnerVest Operating, LLC

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 09-1215-2649-02

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) A portion of 3 (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-531317

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-531317, to all known owners in Tract 3. VGOB-09-1215-2649-02.

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-531317, to all known owners in Tract 3. VGOB-09-1215-2649-02.

6. Attestation

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

VC-531317 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
3/12/2010

- | | | | |
|-----|--|-----|---|
| 1 . | <p>Lease No. 906889 / TC-161
Zilphia Rose
726.69 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)
Lease No. 241588L / D-74
ACIN LLC - oil & gas (CBM)
Gas 47.37 Ac. 80.60%</p> | 6 . | <p>Lease No. 245368L
Lucille Trent - coal, oil, gas & CBM
0.0691 Acres
Gas 0.07 Ac. 0.12%</p> |
| 2 . | <p>Lease No. 906889 / T-96
Marion McCoy
130.54 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 7.33 Ac. 12.47%</p> | | |
| 3 . | <p>Lease No. 906889 / TC-160
Shrole's, Inc.
97.52 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)
Lease No. 245359L (Partially Leased)
Linda Milam Kiesling, et al - 1/12 int. oil & gas (CBM)
Abednego Kiser Heirs - 11/12 int. oil & gas (CBM)
12 Acres & 40 Sq. Poles
Gas 3.74 Ac. 6.37%</p> | | |
| 4 . | <p>Lease No. 245368L
Donald R. Hilton - coal, oil, gas & CBM
1.2 Acres
Gas 0.23 Ac. 0.39%</p> | | |
| 5 . | <p>Lease No. 245368L
Lucille Trent - coal, oil, gas & CBM
P/O 43.8 Acres
Gas 0.03 Ac. 0.05%</p> | | |

Exhibit E

VC-531317

VGOB-09-1215-2649-02

Revised 06/15/16

<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>		
3	<u>Abednego Kiser Heirs</u>			
	Floyd B. Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	Letha Hall Unknown/Unlocatable	Unleased	0.0010813%	0.0006
	Roxie Kiser Hiers Unknown/Unlocatable	Unleased	0.0973194%	0.0571
	Claude A. Ball Unknown/Unlocatable	Unleased	0.0973194%	0.0571
	Leon Ball Unknown/Unlocatable	Unleased	0.0973194%	0.0571
	Malissie Reynolds Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	J.B. Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	E.T. (Taze) Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	Pearlie Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Samuel A. Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Mary J. Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
3	Walter Dewey Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Cecil Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Dora Ethel Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Luther Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Homer Bolling Unknown/Unlocatable	Unleased	0.0486597%	0.0286

Exhibit E
VC-531317
VGOB-09-1215-2649-02
Revised 06/15/16

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Raleigh Bolling Unknown/Unlocatable	Unleased	0.0243299%	0.0143
3	J.A. Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	Jeter Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	Blutcher Kiser Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	James Carson Rose Unknown/Unlocatable	Unleased	0.0048660%	0.0029
	Taze Roosevelt Kiser Unknown/Unlocatable	Unleased	0.0243299%	0.0143
	Thayne Counts Unknown/Unlocatable	Unleased	0.1621991%	0.0952
	Caroline Skeen Unknown/Unlocatable	Unleased	0.4865972%	0.2857
	Newton Homer Rasnick Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	James Luther Rasnick Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Margaret "Maggie" Rasnick Rose Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Grady Ezekiel Rasick Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	William "Bill" Abednego Rasnick Unknown/Unlocatable	Unleased	0.0486597%	0.0286
3	Mary Katherine Rasnick Bise Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Dora Virginia Rasnick Unknown/Unlocatable	Unleased	0.0486597%	0.0286
	Denver Gardner Jr. and Elaine Gardner h/w Unknown/Unlocatable	Unleased	0.0000901%	0.0001
	Cheryl Bartow Unknown/Unlocatable	Unleased	0.0000901%	0.0001

Exhibit E
VC-531317
VGOB-09-1215-2649-02

Revised 06/15/16

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	<u>Victoria Elizabeth Pilkenton Kiser Heirs</u> Beulah Bateman Heirs Unknown	Leased	0.0013903%	0.0008
	Elsie and Lloyd C. Sturgill Heirs Unknown	Leased	0.0097319%	0.0057
	Aldie Pilkenton Heirs Unknown	Unleased	0.0032440%	0.0019
	Earnest W. Bolling Heirs Unknown	Leased	0.0243299%	0.0143
	Delbert Rose and Edna Rose Heirs Unknown	Unleased	0.0048660%	0.0029
3	Maria West and Kermit West Heirs	Unleased	0.0048660%	0.0029
	<u>Jimmy Rose Heir</u> Unknown			
Tract 3 Totals			5.1800463%	3.0413

Exhibit EE
VC-531317
VGOB-09-1215-2649-02
 Revised 06/15/16

Current Disbursement 02

<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>				
3	<u>Abednego Kiser Heirs</u>			
	<i>Joseph "Joe" Edward Rasnick Heirs</i>			
	Constance R. Morse 563 Fall Creek Rd. Blountville, TN 37617	Unleased	0.0048660%	0.00285694
	Freeda Jo Wilson 1000 Caney Valley Loop Surgoinsville, TN 37873	Unleased	0.0048660%	0.00285694
	Sandra G. Pearcy 416 Arbutus Avenue Kingsport, TN 37660	Unleased	0.0024330%	0.00142847
	Ronnie Rasnick c/o Anna L. Rasnick 1112 Fairview Avenue Kingsport, TN 37660	Unleased	0.0024330%	0.00142847
	Sherry Johnson Ray c/o Anna L. Rasnick 1112 Fairview Avenue Kingsport, TN 37660	Unleased	0.0024330%	0.00142847
	Samuel "Jackie" Rasnick, Jr. c/o Anna L. Rasnick 1112 Fairview Avenue Kingsport, TN 37660	Unleased	0.0024330%	0.00142847
	Hattie June Suthers 206 Hemlock Road Bristol, TN 37620	Unleased	0.0097319%	0.00571389
	Mary K. Franklin 227 Oak Place Blountville, TN 37617	Unleased	0.0097319%	0.00571389

**Exhibit EE
VC-531317
VGOB-09-1215-2649-02**

Revised 06/15/16

Current Disbursement 02

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
	Juanita Cooley 213 Cherry Street Blountville, TN 37617	Unleased	0.0097319%	0.00571389
Tract 3 Total			0.04865972%	0.0286
Total Gas Estate			0.04865972%	0.0286

Coal Estate Only

3	Enervest Operating, LLC* ATTN: Jim McKinney 408 West Main Street Abingdon, VA 24210 Minerals Only	Leased	6.37000000%	3.7400
Total Coal Estate			6.37000000%	3.7400

*Formerly:
Range Resources - Pine Mountain, Inc.
Attn: Jerry Grantham
PO Box 2136
Abingdon, VA 24212

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



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.

A handwritten signature in cursive script that reads "Phil Horn".

Phil Horn
Contractor for EnerVest Operating, LLC

INSTRUMENT #160000991
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
AUGUST 24, 2016 AT 11:07AM
RICHARD W. EDWARDS, CLERK
RECORDED BY: TLF