

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-536201

TRACT(S): A portion of 3, 4

LOCATION: RUSSELL County, Virginia

DOCKET NUMBER: VGOB-10-0316-2680-02

APPLICANTS: EnerVest Operating, LLC on behalf of Leonard & Pauling Parrot, Linda L. Griffith, Mike A. Bail
& Emily A. Bail, Moses A. Bail, Jr. & Patricia M. Bail, Norma C. Stevens & Dwain Stevens,
Ronald Breeding, Tammy K. Pioch, Todd Pioch, Virginia L. Murphy

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 11/03/2010, Recorded on 11/18/2010, Deed Book/Instrument No.
728, Page 284.
2. Supplemental Order, Recorded on 07/26/2011, Deed Book/Instrument No. 737, Page 145.

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, 4 identified in the attached petition.

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tract(s) A portion of 3, 4 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-536201, to all known owners in Tracts 3 & 4. VGOB 10-0316-2680-02.

VGOB Disbursement
Unit VC-536201

VG0B-10-0316-2680-02

Table 1

Tracts: A portion of 3, 4

VGOB Disbursement		Fractional	Net Acreage	Royalty	Escrowed	Percent of	Adjustment
Unit VC-536201		Ownership	Ownership	Split	Acres	Escrowed Funds	Amount
VGOB-10-0316-2680-02		In Tract	inTract	Agreement	Disbursed	Disbursed	
Table 1							
Tracts: A portion of 3, 4							
Item	Tract	Disbursement Table					
		Total acreage in escrow before disbursement					
					2.79660		

3		Tract 3 (total acreage)		2.9500		
1	3	Ronald Breeding\1829 Spring City Road; Cleveland; VA 24225	0.0120	100.00%	0.0120	0.4291%
2	3	Leonard & Pauling Parrott\244 Browntown Road; Max Meadows; VA 24360	0.0100	100.00%	0.0100	0.3576%
3	3	Linda L. Griffith\512 Shannon Street; Tazewell; VA 24651	0.3161	100.00%	0.3161	11.3030%
4	3	Mike A. Ball & Emily A. Ball\3808 Combs Ridge Road; Honaker; VA 24260	0.3161	100.00%	0.3161	11.3030%
5	3	Moses A. Ball; Jr. & Patricia M. Ball\1262 SW Maplewood Drive; Port Saint Lucie; FL 34986	0.3161	100.00%	0.3161	11.3030%
6	3	Tammy K. Pioch\1574 Trestle Glen Road; Oakland; CA 94610	0.1581	100.00%	0.1581	5.6533%
7	3	Todd Pioch\3405 Brownes Creek Road; Charlotte; NC 28269	0.0527	100.00%	0.0527	1.8844%
4	Tract 4 (total acreage)		2.0900			
1	4	Norma C. Stevens & Dwain Stevens\P.O. Box 1225; Honaker; VA 24260	0.5971	100.00%	0.5971	21.3509%
2	4	Virginia L. Murphy\7376 Finney Road; Honaker; VA 24260	0.5971	100.00%	0.5971	21.3509%

Adjustment Comments:

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 1 day of July, 2016 by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 1 day of July, 2016 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 1st day of July, 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.

Sarah Jessie Gilmer
Sarah Jessie Gilmer, Notary Public
262946

My Commission expires: July 31, 2017



1601290

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT OF RUSSELL COUNTY, 7-8, 2016. This deed was this day 9:38 o'clock A M, after presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at _____ tax imposed by Sec. 58.1-802. payment of \$ _____
Original returned this date to: *Sally Kethron*
BY: *Shirley Kethron* D. CLERK
TESTE: ANN S. McREYNOLDS, CLERK
Page Number 5.

BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EnerVest Operating, LLC
DIVISION OF GAS AND OIL
DOCKET NO: VGOB 10-0316-2680-02

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) A portion of 3, 4 (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-536201

RUSSELL 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-536201, to all known owners in Tracts 3 & 4. VGOB 10-0316-2680-02.

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-536201, to all known owners in Tracts 3 & 4. VGOB 10-0316-2680-02.

6. Attestation

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

4.150'

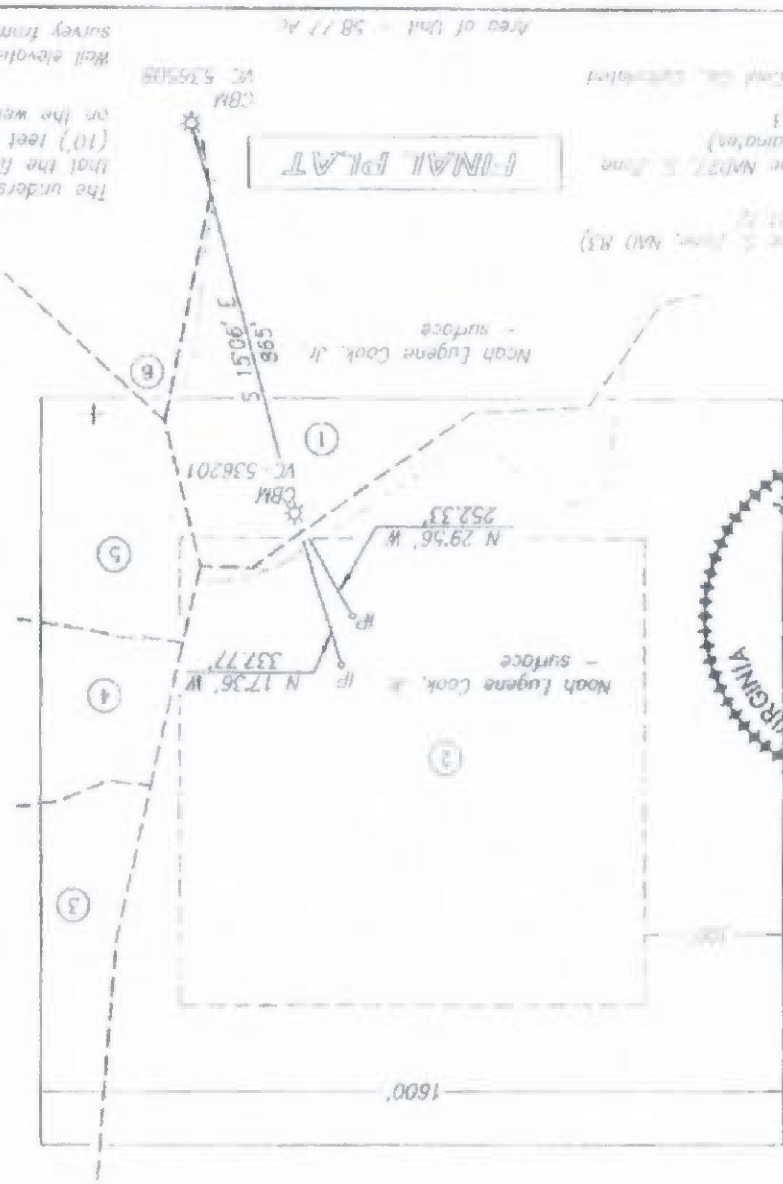
Latitude 37° 05' 00"

Longitude 82° 05' 00"

16,620'

Well Coordinates: (Geographic N27)
37 051467 - 82 097659

The boundary lines shown hereon are based on deeds, plats and maps of record and do not depict a current boundary survey. The property ownership information was provided by FCI Production Company



The undersigned hereby certifies that the final location is within ten (10') feet of the location shown on the well plat dated 5-08-2010. Well elevation determined by GPS survey from MARK Monument P-424

Well Coordinates: (NAD 83)
N 37° 05' 14.67" E 82° 09' 76.59" W
Well Coordinates: (NAD 83)
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Well Coordinates: (NAD 83)
N 37° 05' 14.67" E 82° 09' 76.59" W

COMPANY: FCI Production Company
TRACT NO. 15 No. 905889/1-506 ELEVATION 2,522.77'
QUADRANGLE: Big A Mountain
COUNTY: Russell
DISTRICT: New Garden
SCALE: 1" = 400' DATE: 4-22-2010
This Plat is a new plat, on 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. Halsey
Licensed Professional Engineer or Licensed Land Surveyor

1. Lease No. 906889 / T-506
Peter Goldback
56.98 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 3.55 Ac. 6.04%
2. Lease No. 906889 / T-504
Jasper Cook
318.26 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 46.61 Ac. 79.30%
3. Lease No. 906889 / TC-236
Cornelius Ball
220 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Range Resources - Pine Mountain - (CBM)
Lease No. 967220 (Partially Leased)
Anna Ball Heirs - oil & gas (CBM)
59.25 Acres
Gas 2.95 Ac. 5.02%
4. Lease No. 906889 / TC-236
Cornelius Ball
220 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Range Resources - Pine Mountain - (CBM)
Unleased
James R. Murphy, et al - oil & gas (CBM)
43 Acres
Gas 2.09 Ac. 3.56%
5. Lease No. 906889 / TC-236
Cornelius Ball
220 Acres
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Range Resources - Pine Mountain - (CBM)
Lease No. 980679
Richard Wilson, et als - oil & gas (CBM)
116 Acres
Gas 3.53 Ac. 6.01%
6. Lease No. 906889 / T-503
Jacob Cook
202.3 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson - Russell Coal Company LLC - coal lessee
Range Resources - Pine Mountain - oil, gas & CBM
Gas 0.04 Ac. 0.07%

BOOK 0805 PAGE 0131

EXHIBIT "E"
VGOB 10-0316-2680-02
VC-536201
Revised as of 2/3/2016

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
3	Anna Ball Heirs Louis Ball Brown Heirs. Unknown/Unlocatable	Unleased	0.717143%	0.4214
Tract 3 Totals				
			0.717143%	0.4214

EXHIBIT "EE"
 VGOB 10-0316-2680-02
 VC-536201
 Revised as of 3/16/2016

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
3	Anna Ball Helms	Leased	0.020490%	0.0120
	Ronald Breeding 1829 Spring City Road Cleveland, VA 24225	Leased	0.017075%	0.0100
	Leonard Parrott & Pauline Parrot, h/w 244 Browntown Road Max Meadows, VA 24360	Leased	0.537857%	0.3161
	Linda L. Griffith 512 Shannon Street Tazewell, VA 24651	Leased	0.537857%	0.3161
	Includes 1/4 interest from Katherine Ball			
	Mike A. Ball & Emily A. Ball, h/w 3808 Combs Ridge Road Honaker, VA 24260	Leased	0.537857%	0.3161
	Includes 1/4 interest from Katherine Ball			
	Moses A. Ball, Jr. & Patricia M. Ball, h/w 1262 SW Maplewood Drive Port Saint Lucie, FL 34986	Leased	0.537857%	0.3161
	Includes 1/4 interest from Katherine Ball			
	Tammy K. Ploch 1574 Treslie Glen Road Oakland, CA 94610	Leased	0.268929%	0.1581
4	Includes 1/8 interest from Katherine Ball			
	Todd Ploch 3405 Brownes Creek Road Charlotte, NC 28269	Leased	0.089643%	0.0527
	1/8 interest from Katherine Ball			
	Tract 3 Totals		2.009708%	1.1810
	Norma C. Stevens & Dwain Stevens, h/w P.O. Box 1225 Honaker, VA 24260	Unleased	1.017143%	0.5971

EXHIBIT "EE"
VGOB 10-0316-2680-02
VC-536201
Revised as of 3/16/2016

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
4	Virginia L. Murphy, widow 7376 Finney Road Honaker, VA 24260	Unleased	1.017143%	0.5971
Tract 4 Totals				
Total Disbursement -02				
3.026851%				
1.1942				
Total Disbursement -02				
3.026851%				
2.3752				
COAL ESTATE ONLY				
The coal estate is released pursuant HB2058				
3	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210	Leased	5.020000%	2.9500
Tract 3 Totals				
5.020000%				
2.9500				
4	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210	Leased	3.560000%	2.0900
Tract 4 Totals				
3.560000%				
2.0900				
Total Coal Estate				
8.5800%				
5.0400				



January 29, 2016

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

Phil Horn

Contractor for EnerVest, LLC