

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: VCI-530433-CBM Unit 84-AT
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-17-0418-4113

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 May 3, 2017, and recorded as Instrument No. 170001004 in the Office of the Clerk of the Circuit Court for Buchanan County, Virginia on May 16, 2017, (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 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 July 3, 2017, disclosing that it had mailed a correct copy of the Board's

Order to all Respondents whose interests, if any, were pooled by said Board Order;

- (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 July 3, 2017, 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 **not** required with regard to Well No. VCI-530433 CBM Unit 84-AT.
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 27 day of July, 2017 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

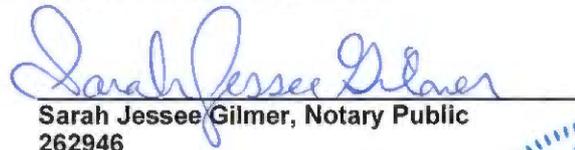
DONE AND PERFORMED this 27 day of July, 2017 by Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 27th day of July, 2017, 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 EnerVest Operating, LLC, for the Forced Pooling of Interests in VCI-530433 CBM Unit AT-84, Docket No. VGOB-17-0418-4113 in the Hurricane District, Vansant Quadrangle, Buchanan County, Virginia.

AFFIDAVIT OF MCKINNIS & SCOTT, Attorneys-at-Law, Agents 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 in the law firm of MCKINNIS & SCOTT, 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 May 3, 2017, by the Virginia Gas and Oil Board regarding the captioned conventional 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 Abingdon, 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, McKinnis & Scott, Attorneys-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:

<u>Owner and Tract:</u>	<u>Election:</u>	<u>Interest:</u>
<u>Tract No. 2:</u>		
1.*Fairview Limited Partnership	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	1.485000%
*Leased to CNX Gas Company LLC		
2.*Frederick H. Combs Trustee	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.371250%
3.*CIPL LP	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.371250%
*Leased to CNX Gas Company LLC		
4. *Richard K. Pobst and M. Katherine Pobst	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.495000%
*Leased to CNX Gas Company LLC		
5.*Catherine Pobst M. Katherine Pobst	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.495000%
*Leased to CNX Gas Company LLC		
6.*Martha E. Combs Trustee	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.371250%
*Leased to CNX Gas Company LLC		

7.*John W. Pobst	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.495000%
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*Leased to CNX Gas Company LLC

8.*Virginia P. Linwick and Philip G. Linwick	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.495000%
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*Leased to CNX Gas Company LLC

9.*Amy Combs and Eric Combs, Trustees Frederick H. Combs Testamentary Trust	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.371250%
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*Leased to CNX Gas Company LLC

10.*Meredith Ellis Jennings	Carried Pursuant to Paragraph 9.3 of the May 3, 2017 Order	0.990000%
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*Leased to CNX Gas Company LLC

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 unknown or unlocatable:

NONE

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 May 3, 2017:

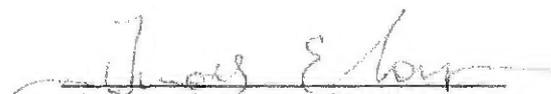
See Exhibit B-3

- 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 **not** 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 3rd day of July, 2017.

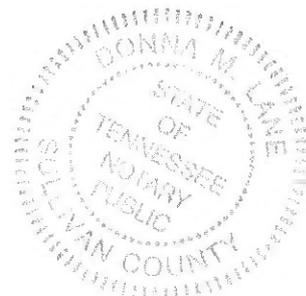

 Timothy E. Scott, Affiant

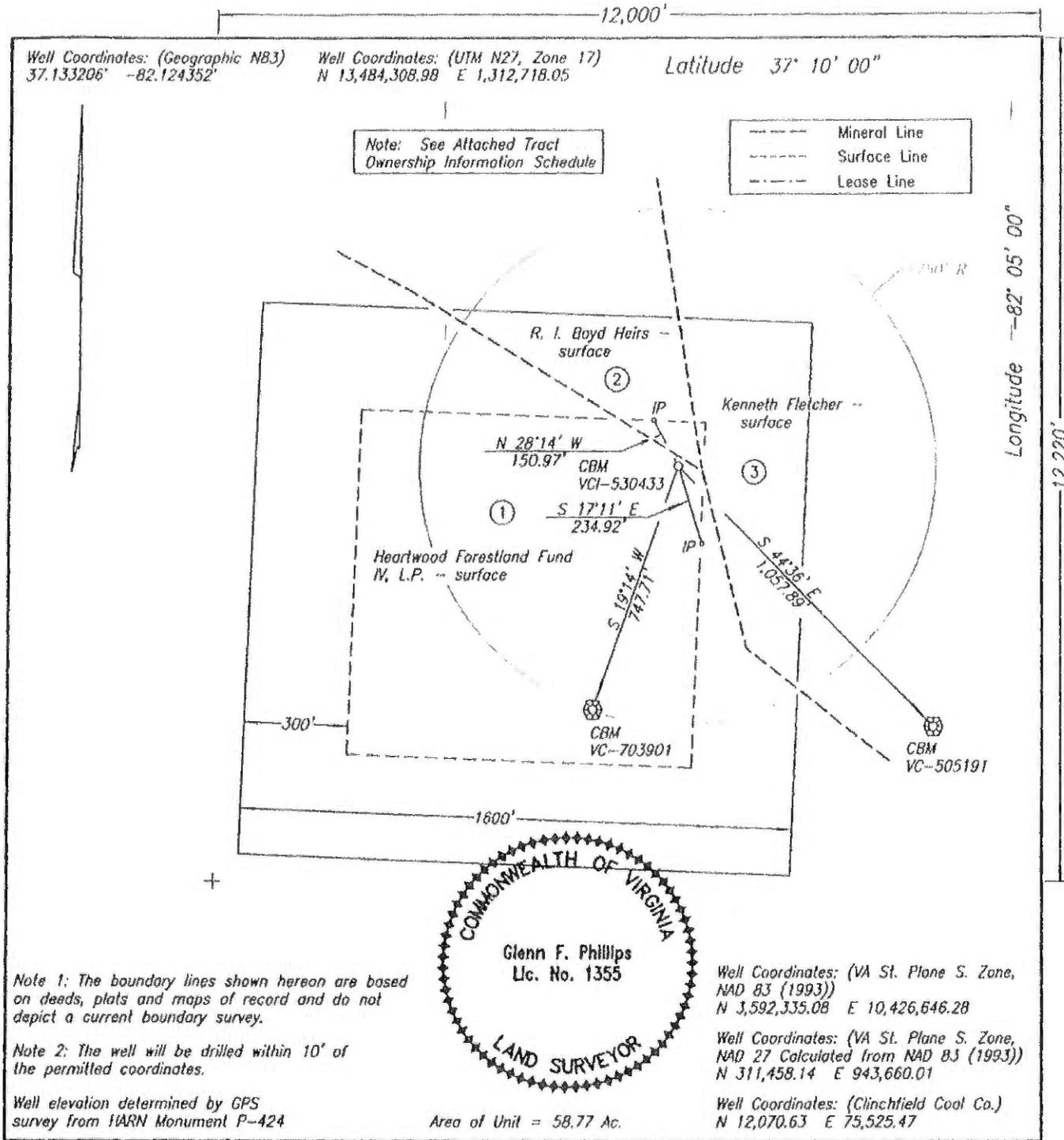
Taken, subscribed and sworn to before me by Timothy E. Scott, the Agent for EnerVest Operating, LLC, a limited liability company, on behalf of the limited liability company, this 3rd day of July, 2017.


 Notary Public

My commission expires: 5-19-2021

[f:\msword2000\enervest\pooling.VCI-530433.supportorder&aff]





Note 1: The boundary lines shown hereon are based on deeds, plats and maps of record and do not depict a current boundary survey.

Note 2: The well will be drilled within 10' of the permitted coordinates.

Well elevation determined by GPS survey from HARN Monument P-424

WELL LOCATION PLAT NORA GRID AT-84

COMPANY EnerVest Operating, LLC WELL NAME AND NUMBER VCI-530433
 TRACT NO. T-599 ELEVATION 2,091.71' QUADRANGLE Vansant
 COUNTY Buchanan DISTRICT Hurricane SCALE 1" = 400' DATE 7-14-2016

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.

Glenn F. Phillips

Licensed Professional Engineer or Licensed Land Surveyor

Exhibit A

VCI-530433 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
7/14/2016

- 1 . T-599
 - Jacob Lester
 - 300 Acres
 - ACIN LLC - coal
 - Alpha Land & Reserves LLC - coal lessee
 - WBRD LLC - coal
 - Dickenson - Russell Coal Company LLC - coal lessee
 - EnerVest Energy Institutional Fund XIV-A, L.P., EnerVest Energy Institutional Fund XIV-A1, L.P., &
EnerVest Energy Institutional Fund XIV-WIC, L.P. - oil, gas & CBM
 - Gas 48.89 Ac. 83.19%

- 2 . Meredith Ellis Iqbal et al. - oil, gas & CBM
 - Levisa Coal Co. - coal
 - 117.08 acres
 - Gas 3.49 Ac. 5.94 %

- 3 . Lease No. 245078L / Tr. 10
 - Joseph F. McGuire et al. - coal, oil, gas & CBM
 - 103 Acres
 - Gas 6.39 Ac. 10.87%

Exhibit "B"
VCI-530433

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Coal Estate Only				
1	EnerVest Energy Institutional Fund XIV-A, L.P. & EnerVest Energy Institutional Fund XIV-WIC, L.P. Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 Tax # Minerals Only	Owner	83.19000000	48.89000000
2	Tax # Minerals Only Levisa Leasing Inc. C/O Mark Altizer 240 Mason PL Abingdon, VA 24210	Unleased (CNX Lessee)	5.94000000	3.49000000
3	Tax # Minerals Only Catherine Pobst 111 Postelle St Cartersville, GA 30120-5786	Leased	0.90583333	0.53250000
	Mountain Mission School 1 Hurley Street Gundy, VA 24614-9400	Leased	5.43500000	3.19500000
	Virginia P. Linwick and Philip G. Linwick 4324 South Ball Dr Veradale, WA 99037	Leased	0.90583333	0.53250000
	Richard K Pobst and M Katherine Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Leased	0.90583333	0.53250000
	John W Pobst Jr PO Box 86 Revere, PA 18953	Leased	0.90583333	0.53250000
	Meredith Ellis Jennings 542 Butler Mill Rd Maryville, TN 37803	Leased	1.81166667	1.06500000
	Tract 3 Totals		10.87000000	6.39000000
	TOTAL COAL ESTATE		100.00000000	58.77000000
	Percentage of Unit Leased		94.06000000	
	Percentage of Unit Unleased		5.94000000	
	Acreage in Unit Leased		55.28000000	
	Acreage in Unit Unleased		3.49000000	

Exhibit "B"
VCI-530433
Updated 3/23/2017

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage In Unit
Gas Estate Only				
1	EnerVest Energy Institutional Fund XIV-A, L.P. & EnerVest Energy Institutional Fund XIV-WIC, L.P. Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 Tax # Minerals Only	Owner	83.19000000	48.89000000
2	Tax # Minerals Only Fairview Limited Partnership A C/O John C Irvin 4710 Hunterwood Circle Richmond, TX 77406	Unleased (CNX Lessee)	1.48500000	0.87250000
	Frederick H Combs Trustee CH Combs Marital Trust PO Box 841 Tazewell, VA 24651	Unleased (CNX Lessee)	0.37125000	0.21812500
	CIPL LP C/O John C Irvin 4710 Hunterwood Circle Richmond, TX 77406	Unleased (CNX Lessee)	0.37125000	0.21812500
	Richard K Pobst and M Katherine Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Unleased (CNX Lessee)	0.49500000	0.29083333
	Catherine Pobst 111 Postelle St Cartersville, GA 30120-5786	Unleased (CNX Lessee)	0.49500000	0.29083333
	Martha E Combs Trustee of The Martha E Combs Trust PO Box 1404 Abingdon, VA 24212	Unleased (CNX Lessee)	0.37125000	0.21812500
	John W Pobst Jr PO Box 86 Revere, PA 18953	Unleased (CNX Lessee)	0.49500000	0.29083333
	Virginia P. Linwick and Philip G. Linwick 4324 South Ball Dr Veradale, WA 99037	Unleased (CNX Lessee)	0.49500000	0.29083333
	Amy Combs and Eric Combs, Trustees Frederick H Combs Testamentary Trust PO Box 841 Tazewell, VA 24651	Unleased (CNX Lessee)	0.37125000	0.21812500
	Meredith Ellis Jennings 542 Butler Mill Rd	Unleased (CNX Lessee)	0.99000000	0.58166667

Maryville, TN 37803			
CNX Gas Company Attn: Anita Duty 2481 John Nash Blvd. Bluefield, WV 24701	Unleased Lessee	0.00000000	0.00000000
Tract 2 Totals		5.94000000	3.49000000
3 Tax # Minerals Only Catherine Pobst 111 Postelle St Cartersville, GA 30120-5786	Leased	0.90583333	0.53250000
Mountain Mission School 1 Hurley Street Gundy, VA 24614-9400	Leased	5.43500000	3.19500000
Virginia P. Linwick and Phillip G. Linwick 4324 South Ball Dr Veradale, WA 99037	Leased	0.90583333	0.53250000
Richard K Pobst and M Katherine Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Leased	0.90583333	0.53250000
John W Pobst Jr PO Box 86 Revere, PA 18953	Leased	0.90583333	0.53250000
Meredith Ellis Jennings 542 Butler Mill Rd Maryville, TN 37803	Leased	1.81166667	1.06500000
Tract 3 Totals		10.87000000	6.39000000
TOTAL GAS ESTATE		100.00000000	58.77000000
Percentage of Unit Leased	94.06000000	55.28000000	
Percentage of Unit Unleased	5.94000000		
Acreage in Unit Leased	55.28000000		
Acreage in Unit Unleased	3.49000000		

Exhibit "B-3"
VCI-530433
Updated 3/23/2017

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
2	Tax # Minerals Only Fairview Limited Partnership A C/O John C Irvin 4710 Hunterwood Circle Richmond, TX 77406	Unleased (CNX Lessee)	1.48500000	0.87250000
	Frederick H Combs Trustee CH Combs Marital Trust PO Box 841 Tazewell, VA 24651	Unleased (CNX Lessee)	0.37125000	0.21812500
	CIPL LP C/O John C Irvin 4710 Hunterwood Circle Richmond TX 77406	Unleased (CNX Lessee)	0.37125000	0.21812500
	Richard K Pobst and M Katherine Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Unleased (CNX Lessee)	0.49500000	0.29083333
	Catherine Pobst 111 Postelle St Cartersville, GA 30120-5786	Unleased (CNX Lessee)	0.49500000	0.29083333
	Martha E Combs Trustee of The Martha E Combs Trust PO Box 1404 Abingdon, VA 24212	Unleased (CNX Lessee)	0.37125000	0.21812500
	John W Pobst Jr PO Box 86 Revere, PA 19953	Unleased (CNX Lessee)	0.49500000	0.29083333
	Virginia P. Linwick and Philip G. Linwick 4324 South Ball Dr Veradale, WA 99037	Unleased (CNX Lessee)	0.49500000	0.29083333
	Amy Combs and Eric Combs, Trustees Frederick H Combs Testamentary Trust PO Box 841 Tazewell, VA 24651	Unleased (CNX Lessee)	0.37125000	0.21812500
	Meredith Ellis Jennings 542 Butler Mill Rd Maryville, TN 37803	Unleased (CNX Lessee)	0.85000000	0.58166667
	CNX Gas Company Attn: Anita Duty 2481 John Nash Blvd. Bluefield, WV 24701	Unleased Lessee	0.00000000	0.00000000
	Tract 2 Totals		5.94000000	3.49000000
	TOTAL GAS ESTATE		5.94000000	3.49000000

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage
Coal Estate Only				
2	Tax # Minerals Only Levisa Leasing Inc. C/O John C Irvin 240 Mason PL Abingdon, VA 24210	Unleased (CNX Lessee)	5.94000000	3.49000000
	TOTAL COAL ESTATE		5.94000000	3.49000000

170001673

Exhibit "E" - Escrow Owners
VCI-530433

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
		Gas Estate Only		

NONE

INSTRUMENT 170001673
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY CIRCUIT COURT ON
August 14, 2017 AT 04:18 PM
BEVERLY S. TILLER , CLERK
RECORDED BY: GGB