

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: V-550512  
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-17-0620-4132

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 July 10, 2017, and recorded in Deed Book 549, Page 342 in the Office of the Clerk of the Circuit Court for Dickenson County, Virginia on August 1, 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 September 18, 2017, disclosing that it mailed to all parties listed on

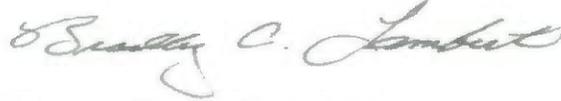
Exhibit B-3 the Board Order by certified mail return receipt requested on August 9, 2017;

- (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 September 18, 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. V-550512.
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 21 day of September, 2017 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

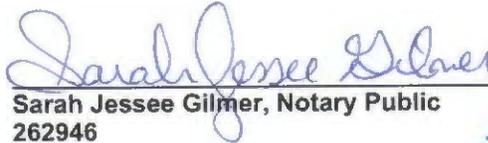
DONE AND PERFORMED this 21 day of September, 2017 by Order of the Virginia Gas and Oil Board.



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

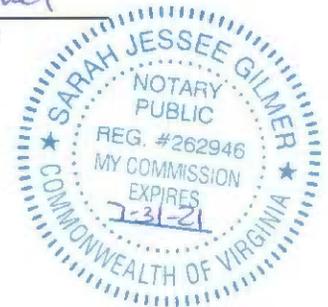
COMMONWEALTH OF VIRGINIA  
COUNTY OF RUSSELL

Acknowledged on this 21<sup>st</sup> day of September, 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 V-550512, Docket No. VGOB-17-0620-4132 in the Willis District, Clintwood Quadrangle, Dickenson 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 July 10, 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. 7:</u>		
Terri Price	Participate Pursuant to Paragraph 9.1 in the July 10, 2017 Order	1.52555556%

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 or such interest is the subject of a conflict:

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 July 7, 2017:

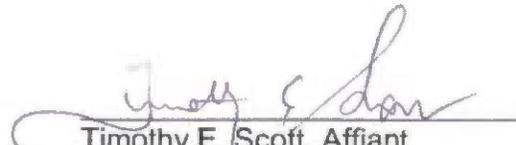
See Exhibit B-3

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

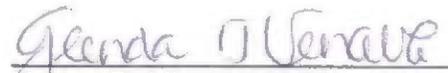
NONE

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 18<sup>th</sup> day of September, 2017.

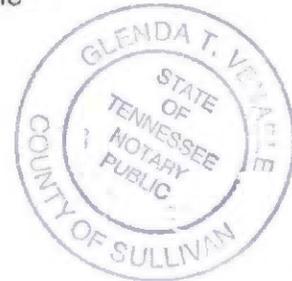
  
 Timothy E. Scott, Affiant

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 18<sup>th</sup> day of September, 2017.

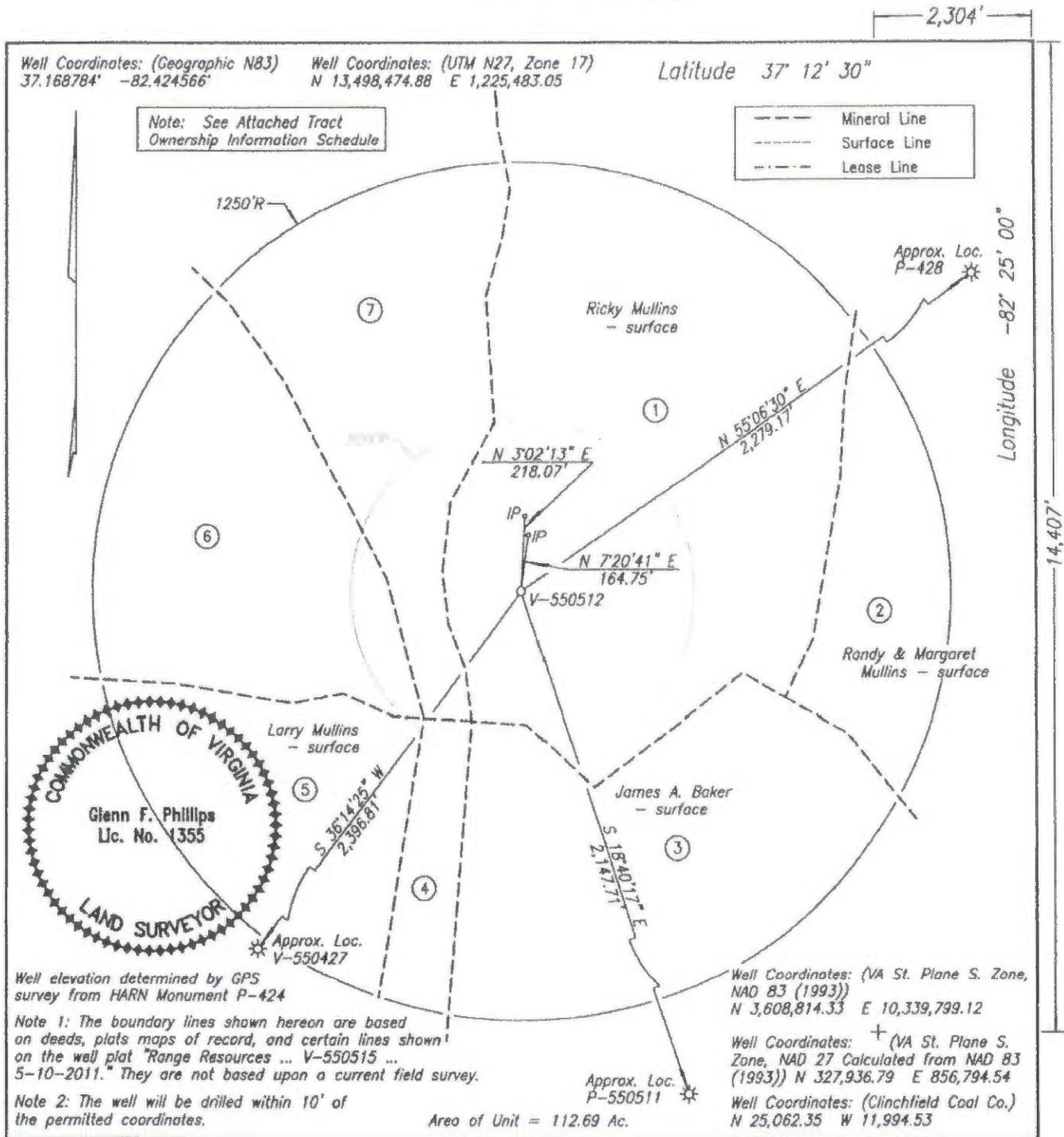
  
 Notary Public

My commission expires: 7/29/19

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DB 551 PG 114



WELL LOCATION PLAT NORA GRID AL-30

COMPANY EnerVest Operating, LLC WELL NAME AND NUMBER V-550512  
 TRACT NO. Lease No. 241520L ELEVATION 1,901.04' QUADRANGLE Clintwood  
 COUNTY Dickenson DISTRICT Willis SCALE 1" = 400' DATE 5-31-2017

This Plat is a new plat   ; an updated plat x; 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.

Sh. F. Phillips  
 Licensed Professional Engineer or Licensed Land Surveyor

V-550512 PLAT  
TRACT OWNERSHIP INFORMATION SCHEDULE  
5/31/2017

1. Wilbur Phipps coal tract  
507.35 Acres  
ACIN LLC - coal  
Paramont Contura, LLC - coal lessee  
WBRD LLC - coal  
Dickenson-Russell Contura, LLC - coal lessee  
Lease No. 241520L  
James A. Baker - oil & gas  
58.30 Acres  
Gas 36.31 Ac. 32.22%
2. Wilbur Phipps coal tract  
507.35 Acres  
ACIN LLC - coal  
Paramont Contura, LLC - coal lessee  
WBRD LLC - coal  
Dickenson-Russell Contura, LLC - coal lessee  
Lease No. 241519L  
Marie Fitzpatrick & James A. Baker - oil & gas  
85.00 Acres  
Gas 8.43 Ac. 7.48%
3. Wilbur Phipps coal tract  
507.35 Acres  
ACIN LLC - coal  
Paramont Contura, LLC - coal lessee  
WBRD LLC - coal  
Dickenson-Russell Contura, LLC - coal lessee  
Lease No. 904767L  
James A. Baker 100.00 Acre tract  
Freddie Mullins et al. - oil & gas  
Gas 20.10 Ac. 17.84%
4. Sol. Fleming coal tract  
94.79 Acres  
ACIN LLC - coal  
Paramont Contura, LLC - coal lessee  
WBRD LLC - coal  
Dickenson-Russell Contura, LLC - coal lessee  
Lease No. 904767L  
Freddie Mullins et al. - oil & gas  
9.8 Acres P/O 104 Acres  
Gas 3.42 Ac. 3.03%
5. Sol. Fleming coal tract  
94.79 Acres  
ACIN LLC - coal  
Paramont Contura, LLC - coal lessee  
WBRD LLC - coal  
Dickenson-Russell Contura, LLC - coal lessee  
Lease No. 244402L  
Larry Mullins - oil & gas  
89.00 Acres  
Gas 12.17 Ac. 10.8%
6. Lease No.  
Columbus Phipps Foundation et al. - coal, oil & gas  
49.21 Acres  
Gas 16.79 Ac. 14.9%
7. Lease No.  
Edna Adkins Heirs - coal, oil & gas  
68 Acres  
Gas 15.47 Ac. 13.73%

**Exhibit "B"**  
**V-550512**  
**Revised 7/19/2017**  
**Docket No.: VGOB-17-0620-4132**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit	
<b>Gas Estate Only</b>					
1	James Alan & Rita Baker PO Box 1647 Clintwood, VA 24228 Tax Card ID - Minerals Only	Leased	32.22000000	36.31000000	
2	James Alan & Rita Baker PO Box 1647 Clintwood, VA 24228 Tax Card ID - Minerals Only	Leased	1.87000000	2.10750000	1/4
	Marie Fitzpatrick 136 Hill Drive Abingdon, VA 24210-2029 Tax Card ID - Minerals Only	Leased	5.61000000	6.32250000	3/4
	<b>Tract 2 Totals</b>		<b>7.48000000</b>	<b>8.43000000</b>	
3	<b>Tax Card ID - Minerals Only</b> Freddie E & Karen Mullins 163 Willis Lane Clintwood, VA 24228	Leased	7.80500000	8.79375000	7/16
	Southwest Virginia Community College PO Box SVCC Richlands, VA 24641	Leased	2.23000000	2.51250000	1/8
	Mountain Empire Community College 3441 Mountain Empire Road Big Stone Gap, VA 24219	Leased	2.23000000	2.51250000	1/8
	University Of Virginias College at Wise One College Ave Wise, VA 24293	Leased	2.23000000	2.51250000	1/8
	<b>The Columbus Phipps Foundation</b> C/O Kenneth G Childress PO Box 1145 Clintwood, VA 24228	Leased	3.34500000	3.76875000	3/16
	C/O Paul D Buchanan PO Box 1145 Clintwood, VA 24228				
	<b>Tract 3 Totals</b>		<b>17.84000000</b>	<b>20.10000000</b>	
4	<b>Tax Card ID - Minerals Only</b> Freddie E & Karen Mullins 163 Willis Lane	Leased	1.32562500	1.49625000	7/16

Clintwood, VA 24228

	Southwest Virginia Community Community College PO Box SVCC Richlands, VA 24641	Leased	0.37875000	0.42750000	1/8
	Mountain Empire Community College 3441 Mountain Empire Road Big Stone Gap, VA 24219	Leased	0.37875000	0.42750000	1/8
	University Of Virginias College at Wise One College Ave Wise, VA 24293	Leased	0.37875000	0.42750000	1/8
	<b>The Columbus Phipps Foundation</b> C/O Kenneth G Childress PO Box 1145 Clintwood, VA 24228	Leased	0.56812500	0.64125000	3/16
	C/O Paul D Buchanan PO Box 1145 Clintwood, VA 24228				
	<b>Tract 4 Totals</b>		<b>3.03000000</b>	<b>3.42000000</b>	
5	Larry G & Juanita Mullins 362 Soggy Bottom Clintwood, VA 24228-9530 Tax Card ID - 467, 468, 469	Leased	10.80000000	12.17000000	
6	<b>Tax Card ID - Minerals Only</b> <b>The Columbus Phipps Foundation</b> C/O Kenneth G Childress PO Box 1145 Clintwood, VA 24228	Leased	7.45000000	8.39500000	1/2
	C/O Paul D Buchanan PO Box 1145 Clintwood, VA 24228				
	Southwest Virginia Community Community College PO Box SVCC Richlands, VA 24641	Leased	0.62083333	0.69958333	1/24
	Mountain Empire Community College 3441 Mountain Empire Road Big Stone Gap, VA 24219	Leased	0.62083333	0.69958333	1/24
	University Of Virginias College at Wise One College Ave Wise, VA 24293	Leased	0.62083333	0.69958333	1/24
	John Greever Revocable Trust John Greever, Trustee 4540 8th Ave NE, Unit 1501 Seattle, WA 98105	Leased	5.58750000	6.29625000	3/8
	<b>Tract 6 Totals</b>		<b>14.90000000</b>	<b>16.79000000</b>	

7	<b>Tax Card ID -12329</b> Dorothy Adkins 114 Phoenix Drive Clintwood, VA 24228	Unleased	4.57666667	5.15666667	1/3
	<b>Peggy Ann Cornett Assigns:</b> Kimberly Cornett 516 Muddy Creek Forks Road Brogue, PA 17309	Unleased	2.28833333	2.57833333	1/6
	Kellye Cornett Gaither 485 Cane Run Road Georgetown, KY 40324	Unleased	2.28833333	2.57833333	1/6
	Terri Price 1209 Fall Parkway Murfreesboro, TN 37129	Unleased	1.52555556	1.71888889	1/9
	Denice Wolf 85 Substation Station Road Brunswick, OH 44212	Unleased	1.52555556	1.71888889	1/9
	Kenneth Little 1012 New York Lincoln Park, MI 48416	Unleased	1.52555556	1.71888889	1/9
	<b>Tract 7 Totals</b>		<b>13.73000000</b>	<b>15.47000000</b>	
	<b>TOTAL GAS ESTATE</b>		<b>100.00000000</b>	<b>112.69000000</b>	
	Percentage of Unit Leased		86.27000000		
	Percentage of Unit Unleased		13.73000000		
	Acreage in Unit Leased		97.22000000		
	Acreage in Unit Unleased		15.47000000		

## Exhibit "B-3" - Unleased Owners

V-550512

Revised 7/19/2017

Docket No.: VGOB-17-0620-4132

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
<b>Gas Estate Only</b>				
7	<b>Tax Card ID -12329</b> Dorothy Adkins 114 Phoenix Drive Clintwood, VA 24228	Unleased	4.57666667	5.15666667
	<b><i>Peggy Ann Cornett Assigns:</i></b> Kimberly Cornett 516 Muddy Creek Forks Road Brogue, PA 17309	Unleased	2.28833333	2.57833333
	Kellye Cornett Galther 485 Cane Run Road Georgetown, KY 40324	Unleased	2.28833333	2.57833333
	Terri Price 1209 Fall Parkway Murfeesboro, TN 37129	Unleased	1.52555556	1.71888889
	Denice Wolf 85 Substation Station Road Brunswick, OH 44212	Unleased	1.52555556	1.71888889
	Kenneth Little 1012 New York Lincoln Park, MI 48416	Unleased	1.52555556	1.71888889
	<b>TOTAL GAS ESTATE</b>		<b>13.73000000</b>	<b>15.47000000</b>

**Exhibit "E" - Escrow Owners  
V-550512**

<b>Tract</b>	<b>Lessor</b>	<b>Lease Status</b>	<b>Interest Within Unit</b>	<b>Gross Acreage in Unit</b>
		<b>Gas Estate Only</b>		
		NONE		
		<b>TOTAL GAS ESTATE</b>	0.00000000	0.00000000

INSTRUMENT 170001147  
RECORDED IN THE CLERK'S OFFICE OF  
DICKENSON CIRCUIT COURT ON  
October 16, 2017 AT 01:38 PM  
RICHARD W. EDWARDS, CLERK  
RECORDED BY: CPF