

Instrument prepared by the Virginia Gas and Oil Board

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: Magnum Hunter Production, Inc.

Docket No.: VGOB 17-0718-4141

RELIEF SOUGHT: Applicant requests the Virginia Gas and Oil Board to enter an order transferring the right to operate Units DPI-1772, DPI-1773, DPI-1774 & DPI-1775 listed in this application that was established by Board Order, from Daugherty Petroleum, Inc.

**ORDER**

Hearing Date and Place: This matter came before the Virginia Gas and Oil Board at 9:00 a.m. on July 18, 2017, at the Russell County Conference Center, Lebanon, Virginia.

Appearances: Tim Scott, McKinnis & Scott Law Firm, and Deborah Reid, Magnum Hunter Production, Inc., appeared for the Applicant.

Magnum Hunter Production, Inc., petitioned the Virginia Gas & Oil Board for an order transferring to it the right to operate Well Units DPI-1772, DPI-1773, DPI-1774 & DPI-1775, noted in the attached Exhibit of its petition that was established by Board Order from Daugherty Petroleum, Inc.

The petition is attached hereto and, for the exhibits referenced, is incorporated into this order.

Instrument prepared by the Virginia Gas and Oil Board

Magnum Hunter Production, Inc., represented to the Board that they had transferred ownership of the well units noted in the attached Exhibit of the petition.

As this is a voluntary transfer, the Virginia Gas and Oil Board, pursuant to its authority under the Virginia Gas and Oil Act of 1990, §§ 45.1-361.1 *et seq.*, and 4 VA. ADMIN. CODE § 25-160-120(A)(1), hereby GRANTS the petition; and further

ORDERS that Magnum Hunter Production, Inc., is now the designated operator for the well units listed in the attached Exhibit of its petition; and further

ORDERS that Daugherty Petroleum, Inc, is no longer the designated operator for Well Units DPI-1772, DPI-1773, DPI-1774 & DPI-1775.

Effective Date: July 18, 2017

DONE AND EXECUTED this 20 day of July, 2017 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

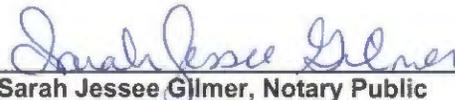
DONE AND PERFORMED this 20 day of July, 2017 by Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH OF VIRGINIA  
COUNTY OF RUSSELL

Acknowledged on this 20<sup>th</sup> 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 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 Jessee Gilmer, Notary Public  
262946

My Commission expires: July 31, 2021



BEFORE THE VIRGINIA GAS AND OIL BOARD

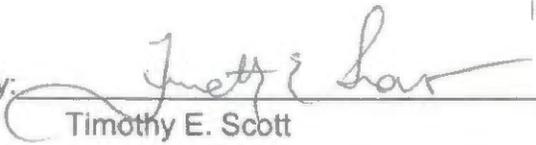
Applicant: Magnum Hunter Production, Inc. )  
 )  
Relief Sought: Transfer of Right to Operate Unit )  
 ) Docket Number  
Legal Description: (See Exhibit "A" For Specific ) VGOB-17-0718-4141  
Description) )

APPLICATION

1. Parties: The Applicant and proposed New Unit Operator is Magnum Hunter Production, Inc., whose address for the purpose hereof is: 120 Prosperous Place, Suite 201, Lexington, Kentucky 40509. The existing Unit Operator is: Daugherty Petroleum, Inc., whose address for the purpose hereof is: 120 Prosperous Place, Suite 210, Lexington, Kentucky 40509.
2. Allegations of Facts: Applicant is the owner of the right to develop and produce oil and gas from all established units pursuant to an Administrative Name Change. On February 18, 2010, Daugherty Petroleum, Inc. changed its name to NGAS Production Co. as evidenced by Articles of Amendment attached hereto and made a part hereof. On June 28, 2011, NGAS Production Co. changed its name to Magnum Hunter Production, Inc. as evidenced by Amendment attached hereto and made a part hereof.
3. Legal Authority: The relief sought by this Application is authorized by Virginia Code § 45.1-361.21 et seq. and § 4 VAC 25-160-120.
4. Relief Sought: Applicant requests the Virginia Gas and Oil Board to enter an order transferring the right to operate all units listed in this application that were established by Board Order, from Daugherty Petroleum, Inc. to Magnum Hunter Production, Inc.

Effective as of the 23<sup>rd</sup> day of June, 2017.

MAGNUM HUNTER PRODUCTIONS, INC.

By:  \_\_\_\_\_

Timothy E. Scott

Counsel for Magnum Hunter Productions, Inc

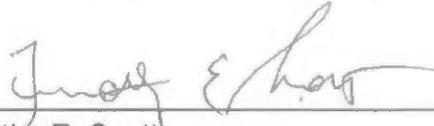
135 West Main Street, Suite 200

Kingsport, Tennessee 37660

(423) 247-9376

VERIFICATION

The forgoing Application to the best of my knowledge, information and belief is true and correct.

A handwritten signature in cursive script, appearing to read "Timothy E. Scott", written over a horizontal line.

Timothy E. Scott

Counsel for Magnum Hunter Production, Inc.

Docket Number 4141

Exhibit F

This Transfer of Unit Operator is made due to administrative name change. See attached documents from the Kentucky Secretary of State.



**COMMONWEALTH OF KENTUCKY  
TREY GRAYSON, SECRETARY OF STATE**

<b>0193715.09</b>	darmstrong AMD
Trey Grayson, Secretary of State	
Received and Filed: 2/22/2010 10:12 AM	
Fee Receipt: \$40.00	

Division of Corporations Business Filings PO Box 718 Frankfort, KY 40602 (502) 564-3490 www.sos.ky.gov	Articles of Amendment (Domestic Profit Corporation)	AMD
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Pursuant to the provisions of KRS 271B, the undersigned applies to amend articles of incorporation, and for that purpose, submits the following statements:

1. Name of the corporation on record with the Office of the Secretary of State is  
Daugherty Petroleum, Inc.  
 (The name must be identical to the name on record with the Secretary of State.)

2. The text of each amendment adopted: Article I of the Articles of Incorporation is amended to read as follows:  
"Article I. The name of the corporation shall be NGAS Production Co."

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:  
N/A

4. The date of adoption of each amendment was as follows: February 18, 2010

5. Check the option that applies (check only one option):

- The amendment(s) was (were) duly adopted by the incorporators prior to issuance of shares.
- The amendment(s) was (were) duly adopted by the board of directors prior to issuance of shares.
- The amendment(s) was (were) duly adopted by the incorporators or board of director without shareholder action as shareholder action was not required.
- If the amendment(s) was (were) duly adopted by the shareholders, the:
  - a) 100 Number of outstanding shares.
  - b) 100 Number of votes entitled to be cast by each voting group entitled to vote separately on the amendment
  - c) 100 Number of votes of each voting group indisputably represented at the meeting.
  - d) 100 The total number of votes in favor of the amendment.
  - e) 0 The number of votes against the amendment.
  - f) 100 The number of votes cast for the amendment by each voting group was sufficient.

6. This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective cannot be prior to the date the application is filed. The date and/or time is N/A  
(Delayed effective date and/or time)

I declare under penalty of perjury under the laws of Kentucky that the foregoing is true and correct.

<u>W S Daugherty</u>	William S. Daugherty	Chairman	02/18/10
<small>Signature of Officer or Chairman of the Board</small>	<small>Printed Name</small>	<small>Title</small>	<small>Date</small>

(09/09)



COMMONWEALTH OF KENTUCKY  
ELAINE N. WALKER, SECRETARY OF STATE

0193715.09

amcray  
AMD

Elaine N. Walker, Secretary of State  
Received and Filed:  
6/29/2011 2:46 PM  
Fee Receipt: \$40.00

Division of Business Filings  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 564-3490  
www.sos.ky.gov

Articles of Amendment  
(Domestic Profit or Professional Services Corporation)

AMD

Pursuant to the provisions of KRS 14A and KRS 271B, the undersigned applies to amend articles of incorporation, and for that purpose, submits the following statements:

1. Name of the corporation on record with the Office of the Secretary of State is

NGAS Production Co.

(The name must be identical to the name on record with the Secretary of State.)

2. The text of each amendment adopted: Article 1 of the certificate of incorporation of NGAS Production Co.

shall be amended in its entirety to read as follows:

Article 1: The name of the corporation is Magnum Hunter Production, Inc.

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

4. The date of adoption of each amendment was as follows: June 28, 2011

5. Check the option that applies (check only one option):

- The amendment(s) was (were) duly adopted by the incorporators prior to issuance of shares.
- The amendment(s) was (were) duly adopted by the board of directors prior to issuance of shares.
- The amendment(s) was (were) duly adopted by the incorporators or board of director without shareholder action as shareholder action was not required.
- If the amendment(s) was (were) duly adopted by the shareholders, the:
  - a) 100 Number of outstanding shares.
  - b) 100 Number of votes entitled to be cast by each voting group entitled to vote separately on the amendment
  - c) 100 Number of votes of each voting group indisputably represented at the meeting.
  - d) 100 The total number of votes in favor of the amendment.
  - e) 0 The number of votes against the amendment.
  - f) Yes The number of votes cast for the amendment by each voting group was sufficient.

6. This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective cannot be prior to the date the application is filed. The date and/or time is

(Delayed effective date  
and/or time)

I declare under penalty of perjury under the laws of Kentucky that the foregoing is true and correct.

Ronald D. Ormand  
Signature of Officer or Chairman of the Board

Ronald D. Ormand

Printed Name

Vice President & Treasurer

Title

6/28/11

Date

(04/11)

**NGAS PRODUCTION CO.  
Written Consent of Sole Shareholder**

The undersigned, being the sole shareholder of NGAS Production Co., a Kentucky corporation (the "Corporation"), pursuant to the provisions of the Kentucky Revised Statutes, hereby executes this consent for the purpose of adopting the following resolutions, to the same extent and to have the same force and effect as a unanimous vote at a meeting of the shareholders, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

**WHEREAS**, it has been proposed that the name of the Corporation be changed to Magnum Hunter Production, Inc.;

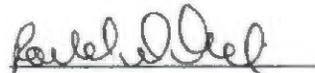
**NOW, THEREFORE, BE IT RESOLVED**, that the undersigned, being the sole shareholder of the Corporation, hereby approves the amendment of the certificate of incorporation of the Corporation to change the name of the Corporation to Magnum Hunter Production, Inc.;

**RESOLVED FURTHER**, that the proper officers of the Corporation be, and each of them with full authority to act without the others hereby is, authorized, empowered and directed, for and on behalf of the Corporation, to prepare (or cause to be prepared), execute and file (or cause to be filed) an amendment to the certificate of Incorporation of the Corporation to change the name of the Corporation as provided above, and to take or cause to be taken any and all further actions, including appropriate filings with governmental or regulatory authorities, as may be necessary or desirable in connection therewith.

**IN WITNESS WHEREOF**, the undersigned has executed this Written Consent to be effective as of June 27, 2011.

NGAS Hunter, LLC, as sole shareholder  
By: Magnum Hunter Resources Corporation, as  
sole member

By:



Ronald D. Ormand, Executive Vice  
President and CFO

**EXHIBIT G**  
Lee County, Virginia

<b>Docket No.</b>	<b>Company</b>	<b>Petition Type</b>	<b>File</b>	<b>Unit Name</b>	<b>Hearing</b>
1707	Daugherty Petroleum, Inc.	Pooling	LE-0213	DPI-1772	06-8/15
1709	Daugherty Petroleum, Inc.	Pooling	LE-0209	DPI-1774	06-8/15
1710	Daugherty Petroleum, Inc.	Pooling	LE-0210	DPI-1775	06-8/15
1726	Daugherty Petroleum, Inc.	Pooling	LE-0214	DPI-1773	06-9/19