

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-539783
(hereinafter "Subject Drilling Unit")

DOCKET NO. VGOB-18-0515-4176

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 9, 2018, and recorded in as Instrument No. 180001330 in the Office of the Clerk of the Circuit Court for Buchanan County, Virginia on August 9, 2018, (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 25, 2018, disclosing that it mailed to all parties listed on

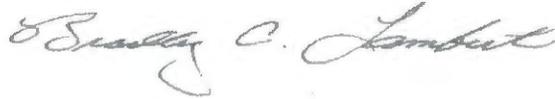
Exhibit B-3 the Board Order by certified mail return receipt requested on August 16, 2018;

- (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 25, 2018, as amended on September 10, 2018, 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-539783.
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 9 day of October, 2018 by a majority of the Virginia Gas and Oil Board.



Chairman, Bradley C. Lambert

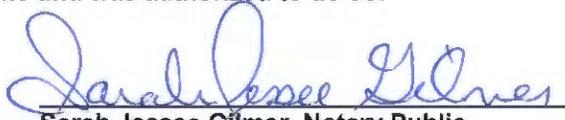
DONE AND PERFORMED this 9 day of October, 2018 by Order of the Virginia Gas and Oil Board.



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

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 9th day of October, 2018 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-539783, Docket No. VGOB-18-0515-4176 in the Hurricane District, Prater Quadrangle, Buchanan County, Virginia.

AFFIDAVIT OF TIMOTHY E. SCOTT, Attorney-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 and 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 9, 2018, 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, Timothy E. Scott, Attorney-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:

NONE

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 9, 2018:

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 25th day of September, 2018.

Timothy E. Scott
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 25th day of September, 2018.

Angela Hawkins
Notary Public

My commission expires: 4-6-20

[f:m sword2000\enervest\pooling.VCI-539783.supporder&aff amended]



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VCI-539783 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
3/23/2018

- 1 . Lease No. 243317L
Meredith Ellis Jennings et al. - coal, oil, gas & CBM
93.34 Acres
Gas 20.60 Ac. 35.05%

- 2 . TC-224
John H. Duty
321 Acres
ACIN LLC - coal
Paramont Contura, LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Contura, LLC - coal lessee
Lease No. 241909L
Agnes Hurley - oil, gas & CBM
93 Acres
Gas 33.17 Ac. 56.44 %

- 3 . TC-224
John H. Duty
321 Acres
ACIN LLC - coal
Paramont Contura, LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Contura, LLC - coal lessee
Unleased
James Leonard Sutherland & Otis Shey Gilbert - oil, gas & CBM
5 Acres
Gas 5.00 Ac. 8.51%

Exhibit "B"

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VCI-539783

Docket No.: VGOB-18-0515-4176

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage In Unit
Coal Estate Only				
1	Tax # Minerals Only Buchanan Realty Co LLC 4710 Hunterwood Circle Richmond, TX 77406	Leased	8.76250000	5.15000000
	Meredith Ellis Jennings 542 Butler Mill Rd Maryville, TN 37803	Leased	1.75250000	1.03000000
	Sarah Hoback Weaver Heirs: <i>Allison Paige Weaver Mangrum</i> 3217 Peyton Ct Franklin, TN 37064	Leased	0.98578125	0.57937500
	<i>Jeffery Robert Weaver</i> 1255 Mayberry Ln State College, PA 16801-6955	Leased	0.98578125	0.57937500
	Virginia P Linwick 4324 South Ball Dr Veradale, WA 99037	Leased	0.87625000	0.51500000
	Carl E McAfee PO Box 656 Norton, VA 24273	Leased	0.87625000	0.51500000
	John W Pobst Jr PO Box 86 Revere, PA 18953	Leased	0.87625000	0.51500000
	Catherine Pobst 111 Postelle St Cartersville, GA 30120-5786	Leased	0.87625000	0.51500000
	Richard K Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Leased	0.87625000	0.51500000
	The Estate of Hugh P Cline, Sr and Nancy Cline: <i>Virginia Cline Black</i> 312 Henry St Norton, VA 24273	Leased	0.43812500	0.25750000

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Exhibit "B" - Coal Estate Only; VCI-539783; Docket No.: VGOB-18-0515-4176

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
	Hugh P Cline, Jr 1041 Spruce Avenue NW Apt B Norton, VA 24273	Leased	0.43812500	0.25750000
	Jennifer Lynn Crockett 1014 7Th St Charleston, IL 61920	Leased	1.60645833	0.94416667
	John Tolman Sheffield Trust C/O EB Seal 204 Verde Park Blvd Center Point, TX 78010	Leased	4.38125000	2.57500000
	Lucille Vicars Po Box 797 Wise, VA 24293-0797	Leased	1.75250000	1.03000000
	Oryn Treadway Sheffield Trust 204 Verde Park Blvd Center Point, TX 78010	Leased	4.38125000	2.57500000
	Sandra Hoback Kidwell 2010 Cypress Dr Culpepper, VA 22701-4067	Leased	1.97156250	1.15875000
	Elizabeth Jean Crockett 6601 Leesburg St Lincoln, NE 68516-5416	Leased	1.60645833	0.94416667
	Robert Dexter Crockett 10877 San Gabriel Way Valley Center, CA 92082-3120	Leased	1.60645833	0.94416667
	Tract 1 Totals		35.05000000	20.60000000
2	Tax # Minerals Only Agnes Hurley 5428 Murphy Road Vansant, VA 24656	Leased	56.44000000	33.17000000
3	Tax # Minerals Only James L Sutherland and Otis S Gilbert 1824 Hollow Poplar Road Davenport, VA 24239	Unleased	8.51000000	5.00000000
	TOTAL COAL ESTATE		100.00000000	58.77000000
	Percentage of Unit Leased		91.49000000	
	Percentage of Unit Unleased		8.51000000	
	Acreage in Unit Leased		53.77000000	
	Acreage in Unit Unleased		5.00000000	

Exhibit "B"

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VCI-539783

Docket No.: VGOB-18-0515-4176

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	Richard K Pobst 1024 Oxford Dr St Augustine, FL 32084-1821	Leased	0.87625000	0.51500000
	The Estate of Hugh P Cline, Sr and Nancy Cline: <i>Virginia Cline Black</i> 312 Henry St Norton, VA 24273	Leased	0.43812500	0.25750000

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Exhibit "B" - Gas Estate Only; VCI-539783; Docket No.:VGOB-18-0515-4176

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	Sandra Hoback Kidwell 2010 Cypress Dr Culpepper, VA 22701-4067	Leased	1.97156250	1.15875000
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	Robert Dexter Crockett 10877 San Gabriel Way Valley Center, CA 92082-3120	Leased	1.60645833	0.94416667
	Tract 1 Totals		35.05000000	20.60000000
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3	Tax # Minerals Only James L Sutherland and Otis S Gilbert 1824 Hollow Poplar Road Davenport, VA 24239	Unleased	8.51000000	5.00000000
	TOTAL GAS ESTATE		100.00000000	58.77000000
	Percentage of Unit Leased		91.49000000	
	Percentage of Unit Unleased		8.51000000	
	Acreage in Unit Leased		53.77000000	
	Acreage in Unit Unleased		5.00000000	

180001712

Exhibit "B3"
VCI-539783
Docket No.: VGOB-18-0515-4176

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
3	Tax # Minerals Only James L Sutherland and Otis S Gilbert 1824 Hollow Poplar Road Davenport, VA 24239	Unleased	8.51000000	5.00000000
TOTAL GAS ESTATE			8.51000000	5.00000000
Coal Estate Only				
3	Tax # Minerals Only James L Sutherland and Otis S Gilbert 1824 Hollow Poplar Road Davenport, VA 24239	Unleased	8.51000000	5.00000000
TOTAL GAS ESTATE			8.51000000	5.00000000

INSTRUMENT 180001712
RECORDED IN THE CLERK'S OFFICE OF
BUCHANAN COUNTY CIRCUIT COURT ON
October 22, 2018 AT 11:00 AM
BEVERLY S. TILLER, CLERK
RECORDED BY: CXE