

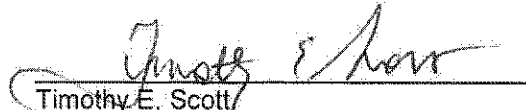
- (b) A Well work permit for well number VC-530383-CBM Unit BM-93 is currently or is anticipated to be pending before the Department of Mines, Minerals and Energy.
- (c) Applicant has exercised due diligence to locate each of the oil, gas and coalbed methane interest owners named herein at Exhibit B-3 and has made a bona fide effort to reach an agreement with all unleased parties as to pooling their interest for the development and operation of the well involved herein. Simultaneously with the filing of this application, Applicant has provided notice to each of the unleased parties set forth in Exhibit B-3 pursuant to the provisions of § 45.1-361.19 of the Virginia Code Annotated. Applicant hereby notifies the Board that where the identity or location of any person is shown as "unknown" on Exhibit B-3, then Applicant is unable to provide such person with written notice of the application herein. Conflicting Owners/Claimants in the Subject Drilling Unit are listed in Exhibit E. The interest of all unleased persons in the Formations underlying the drilling unit for well number VC-530383-CBM Unit BM-93 should be pooled for the development and operation thereof.
- (d) Applicant proposes to drill at the permitted location to an approximate depth of 3,340 feet on the Subject Lands to test for oil, gas and coalbed methane in the Subject Formations, including all Pennsylvanian age coals from the top of the Ally, including but not limited to Raven, Jawbone Rider, Jawbone, Tiller, Upper Seaboard, Greasy Creek, Upper Horsepen, Middle Horsepen, War Creek, Lower Horsepen, Pocahontas #9, Pocahontas #8, Pocahontas #3, Pocahontas #2, Pocahontas #1 and any unnamed coal seams and other associated formations known as the Nora Coalbed Gas Field. Applicant estimates the cost for a well to said depth to be \$415,319.00 for a well completed for production. Exhibit C, attached hereto and made part hereof, is Applicant's signed Authorization For Expenditure ("AFE") which shows the estimated cost of drilling, completing and equipping said well.
- (e) The estimated production over the life of the proposed well is 500 mmcf. These figures concerning estimated production and the amount of reserves are, however, estimates only that are not based upon actual production and should not be relied upon for any purpose.

3. Legal Authority: The relief sought by this Application is authorized by Virginia Code Annotated § 45.1-361.21 et seq. and § 4 VAC 25-160-70 et seq.

4. Relief Sought: Applicant requests the Virginia Gas and Oil Board to enter an order pooling all unleased interests or estates of all persons or entities owning oil, gas and coalbed methane interests in the Formations underlying the tracts encompassed by the drilling unit supporting well number VC-530383-CBM Unit BM-93, and (I) authorizing the drilling and operation of a well for the production of oil, gas and coalbed methane from the pooled acreage; (II) designating Applicant as the party authorized to drill and operate such well; (III) prescribing the time, manner, and other conditions under which unleased parties owning an interest in the oil, gas and coalbed methane may elect to participate in the operation of such well, or to exercise their rights of election under the applicable statutes; (IV) providing that all reasonable costs and expenses of drilling, completing, equipping, operating, plugging and abandoning such well shall be borne, and all production therefrom, shared, by all participating parties in the proportion which the acreage in the pooled tracts owned or under lease to each such participating party bears to the total acreage in such unit; and (V) making provision for the payment of all reasonable costs of the operation, including a reasonable supervision fee, to the Applicant by all parties who elect to participate therein or who elect to be carried interest owners.

Dated this 16th day of January, 2014.

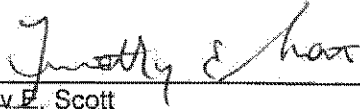
RANGE RESOURCES-PINE MOUNTAIN, INC.

A handwritten signature in black ink, appearing to read "Timothy E. Scott", is written over a horizontal line.

Timothy E. Scott
MCKINNIS & SCOTT
135 West Main Street, Suite 200
Kingsport, Tennessee 37660
(423) 247-9376

VERIFICATION

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



Timothy E. Scott

MCKINNIS & SCOTT

[f:\msword\pinemountaino&g\pooling.VC-530383-BM-93.application]

BEFORE THE VIRGINIA GAS AND OIL BOARD

Applicant: Range Resources-Pine Mountain, Inc.)
)
)
Relief Sought: Pooling)
)
Location: See Exhibit "A") Docket No.:
Well Number: VC-530383-CBM Unit BM-93) VGOB-14-0218-4035
Nora Coalbed Gas Field)
)
Legal)
Description: Range Resources-Pine Mountain, Inc.'s)
Abram Bowen Tract)
527.40 acres, more or less)
Hurricane District)
Big A Mountain Quadrangle)
Buchanan County, Virginia)

NOTICE OF HEARING

HEARING DATE: February 18, 2014
PLACE: Russell County Conference Center
Highland Drive
Lebanon, Virginia
TIME: 9:00 a.m.

COMMONWEALTH OF VIRGINIA: To all unleased persons owning an interest in the oil, gas and coalbed methane in and underlying the unit surrounding VC-530383-CBM Unit BM-93 as described on Exhibit "A" to the Application, which is attached to this Notice, in Buchanan County, Virginia (hereinafter "Subject Lands") and adjacent lands, and in particular to the following persons, their known and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote:

See attached Exhibit B.

NOTICE IS HEREBY GIVEN that the Applicant is requesting that the Virginia Gas and Oil Board (hereinafter "Board") issue an order pooling all the rights, interests, and estates of the unleased persons pursuant to Virginia Code Ann. § 45.1-361.1 et seq. in regard to the drilling, development and production of oil, gas and coalbed methane from drilling unit VC-530383-CBM Unit BM-93, containing approximately 58.77 acres, located on the above-referenced tracts situated approximately 2,170 feet southeast of the intersection of Virginia State Route 602 and Little Indian Creek and approximately 2,550 feet north of Bowen Gap in the Hurricane District, Big A Mountain Quadrangle of Buchanan County, Virginia. Applicant requests that the Board issue an order providing as follows:

- a. Pooling all the interests and estates of the persons named herein and their known and unknown heirs, executors, administrators, devisees, trustees, assigns and successors, both immediate and remote, for the drilling, development and production of oil, gas and coalbed methane from the subject drilling unit for the Subject Formations underlying and comprised of the Subject Lands;
- b. Establishing a procedure whereby each person named herein shall have the right to elect (1) to assign or lease his oil, gas and coalbed methane interest in the subject drilling unit to the designated operator; (2) to enter into a voluntary agreement with the designated operator

to share in the operation (including the sharing in all reasonable costs of the drilling of the well and development of the unit) at a rate of payment mutually agreed to by the person making the election hereunder and the designated operator herein; or (3) to share in the operation of the well as a nonparticipating operator on a carried basis after the proceeds allocable to such person's share equal the following:

In the case of a leased tract, 300 percent of the share of the costs allocable to such person's interest; or

In the case of an unleased tract, 200 percent of the share of costs allocable to such person's interest;

c. Providing that any person named herein who does not make a timely written election under the terms of the Order to be entered herein shall be deemed to have leased his oil, gas and coalbed methane interest in the subject drilling unit to the operator designated herein at a rate to be established by the Board;

d. Designating Applicant, Range Resources-Pine Mountain, Inc., as Operator; providing that the Operator shall have the right to drill, develop, produce, market and sell oil, gas and coalbed methane produced from the subject drilling unit; granting the Operator the right to market and sell oil, gas and coalbed methane produced from the subject drilling unit which is attributable to the conflicting claims and interest pooled herein; providing that the Operator shall have an operator's lien on the oil, gas and coalbed methane estate and rights owned or claimed by the unleased persons named herein in the subject drilling unit; and granting the Operator the right to drill at any legal or specially permitted location on the subject drilling unit;

e. Making any necessary provision for the escrow of funds pursuant to Va. Code Ann. § 45.1-361.22;

f. Providing that the Order to be entered herein shall expire two (2) years from the date of its issuance if operations for the development of the subject drilling unit have not commenced by said date; but further providing that if operations have commenced during said two year period, then said order shall remain in effect for so long as operations continue on the subject drilling unit;

g. Providing that the conduct of operations on any tract in the subject drilling unit shall be deemed to be the conduct of operations on all tracts in the drilling unit; and providing that the production allocated to any tract in the pooled drilling unit shall be in the same proportion as the acreage of that tract bears to the total acreage in the drilling unit; and


h. Granting such other relief as is merited by the evidence and is just and equitable, whether or not such relief has been specifically requested herein.

NOTICE IS FURTHER GIVEN that this cause has been set for hearing and the taking of evidence before the Board at **9:00 a.m. on February 18, 2014**, at the Russell County Conference Center, Highland Drive, Lebanon, Virginia, and that notice will be published as required by the law and the rules of the Board.

NOTICE IS FURTHER GIVEN that you may attend this hearing, with or without an attorney, and offer evidence or state any comments you have. For further information, contact the Virginia Gas and Oil Board, State Gas and Oil Inspector, Department of Mines, Minerals and Energy, Division of Gas and Oil, 135 Highland Drive, Lebanon, Virginia, 24266, (276) 415-9650 or the Applicant at the address shown below.

DATED this 16th day of January, 2014.

Range Resources-Pine Mountain, Inc.
406 West Main Street
P. O. Box 2136
Abingdon, Virginia 24212



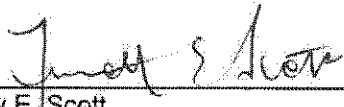
Timothy E. Scott

MCKINNIS & SCOTT,
of Counsel for
Range Resources-Pine Mountain, Inc.
135 West Main Street
Suite 200
Kingsport, Tennessee 37660
(423) 247-9376

CERTIFICATE OF SERVICE

I, Timothy E. Scott, of Counsel for Range Resources-Pine Mountain, Inc., hereby certify that I have on this, the 16th day of January, 2014, caused the foregoing notice and application to be served upon parties listed herein, at their address, by certified mail, return receipt requested.

Dated this 16th day of January, 2014.

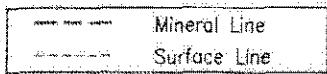


Timothy E. Scott
MCKINNIS & SCOTT

10,945'

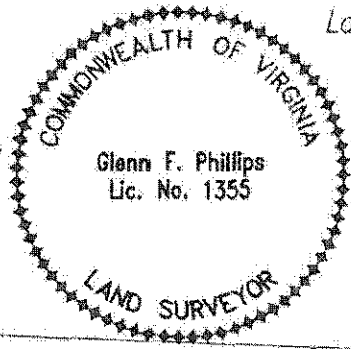
Well Coordinates: (Geographic N27)
37.047171° -82.079077°

Latitude 37° 05' 00"



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.



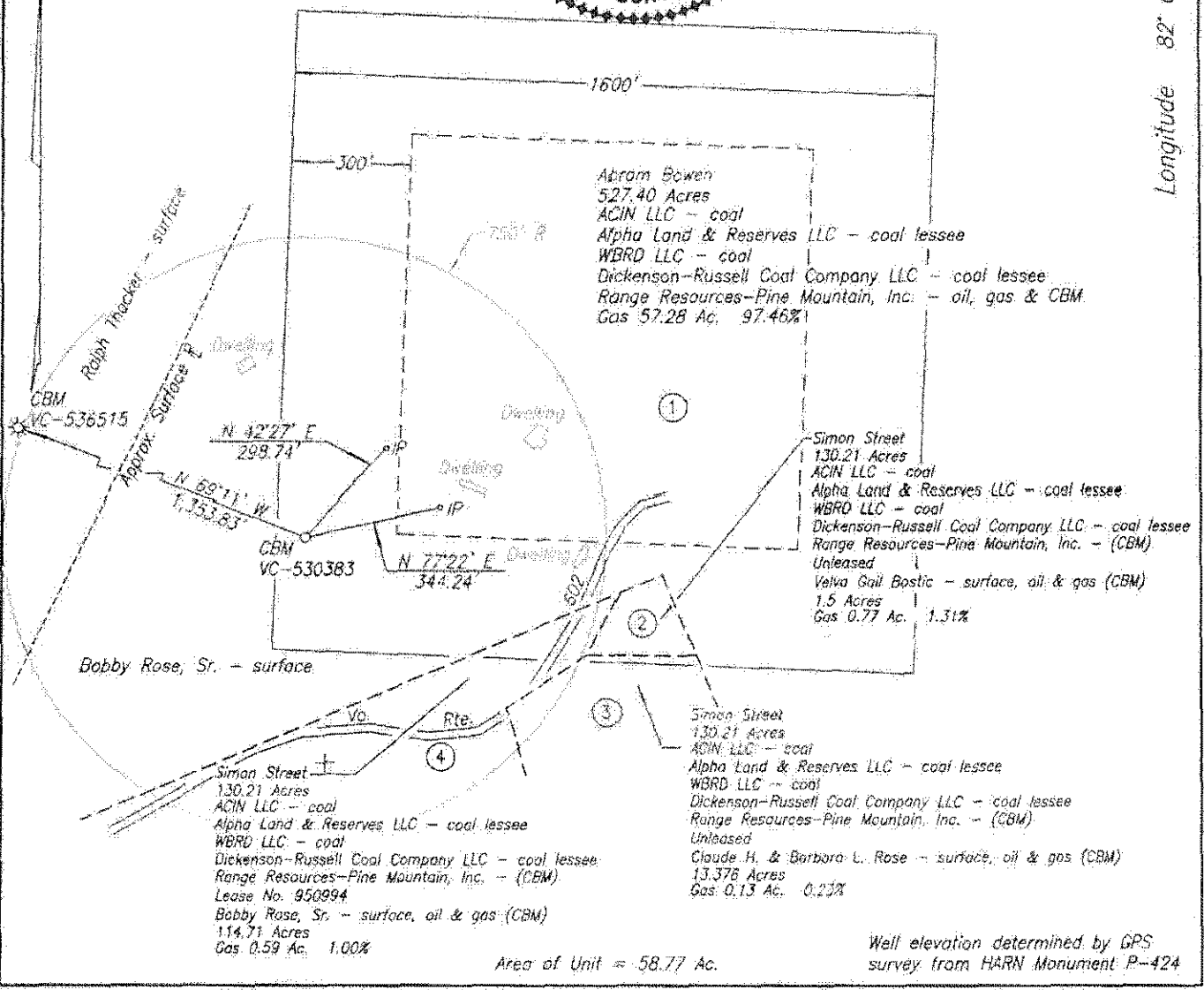
Well Coordinates: (VA St. Plane S. Zone, NAD 83)
N 3,560,567.83 E 10,438,691.55

Well Coordinates: (VA St. Plane S. Zone, NAD 27 Calculated from NAD 83)
N 279,691.85 E 955,704.81

Well Coordinates: (Clinchfield Coal Co.)
S 19,214.98 E 88,772.68

Longitude 82° 02' 30"

13,185'



WELL LOCATION PLAT NORA GRID BM-93

COMPANY Range Resources-Pine Mountain, Inc. WELL NAME AND NUMBER VC-530383
 TRACT NO. Abram Bowen ELEVATION 2,201.18' QUADRANGLE Big A Mountain
 COUNTY Buchanan DISTRICT Hurricane SCALE 1" = 400' DATE 12-2-2013

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 Licent

Exhibit A

**Exhibit "B" Coal Estate Only
VC-530383**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Coal Estate Only				
1	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax # 20109	Owner	97.46000000	57.28000000
2	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax # Minerals Only	Owner	1.31000000	0.77000000
3	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax # Minerals Only	Owner	0.23000000	0.13000000
4	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax # Minerals Only	Owner	1.00000000	0.59000000
TOTAL CBM ESTATE			100.00000000	58.77000000
Percentage of Unit Leased		100.00000000		
Percentage of Unit Unleased		0.00000000		
Acreage in Unit Leased		58.77000000		
Acreage in Unit Unleased		0.00000000		

Exhibit "B"
VC-530383

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
Gas Estate Only				
1	Range Resources - Pine Mountain, Inc. Attn: Jerry Grantham PO Box 2136 Abingdon, VA 24212 Tax # 20109	Owner	97.46000000	57.28000000
2	Velva Gail Bostic PO Box 193 Davenport, VA 24239 Tax # 14299	Unleased	1.31000000	0.77000000
3	Claude H & Barbara L Rose 1261 Gainsville Rd Council, VA 24260 Tax # 14296	Unleased	0.23000000	0.13000000
4	Bobby Rose Sr PO Box 1869 Honaker, VA 24260 Tax # 8156	Leased	1.00000000	0.59000000
TOTAL GAS ESTATE			100.00000000	58.77000000
Percentage of Unit Leased		98.46000000		
Percentage of Unit Unleased		1.54000000		
Acreage in Unit Leased		57.87000000		
Acreage in Unit Unleased		0.90000000		

**Exhibit "B-3" Gas Estate Only
VC-530383**

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
CBM Estate Only				
2	Velva Gail Bostic PO Box 193 Davenport, VA 24239 Tax # 14299	Unleased	1.31000000	0.77000000
3	Claude H & Barbara L Rose 1261 Gainsville Rd Council, VA 24260 Tax # 14296	Unleased	0.23000000	0.13000000
TOTAL GAS ESTATE			1.54000000	0.90000000

RANGE RESOURCES - PINE MOUNTAIN, INC

Authorization For Expenditure

A/E #		Property #		Version #	1
Well Name:	530383	Field:	Nora Field	Completed By:	A. Mueller
Location:	Suchanan Co., VA	Operator:	Range Res. - Pine Mountain, Inc	Date:	January 16, 2014
Expected Pay Zones:	Pennsylvania Coale	Estimated Total Depth:	3,340 ft	AAPG Class:	Development
Proposed Work:	Drill, Complete and Place into Production	Participant(s):	W.I.	Amount	
		Range Resources - Pine Mountain, Inc	100.0000%	\$415,319	

Gen	Sub	Description	Casing Point	Completion	Total Cost	
225	021	Leasehold Costs	\$2,000	\$0	\$2,000	
225	005	Permit / Title Opinion / Survey / Insurance	\$7,650	\$0	\$7,650	
225	010	Building Location	\$19,000	\$0	\$19,000	
225	013	Roads / Stone / Culverts	\$9,500	\$0	\$9,500	
225	014	Surface Damages	\$0	\$0	\$0	
225	018	Drilling - Footage	\$63,417	\$0	\$63,417	
225	017	Drilling - Mobilization	\$0	\$0	\$0	
225	018	Drilling - Dayrate	\$0	\$0	\$0	
225	020	Mud & Chemicals (Drilling)	\$0	\$0	\$0	
225	022	Fluid	\$0	\$0	\$0	
225	025	Cement Surface casing	\$7,100	\$0	\$7,100	
225	026	Cement Intermediate casing	\$0	\$0	\$0	
225	034	Open Hole Logging & Testing	\$4,100	\$0	\$4,100	
225	035	Trucking / Dozer (Drilling)	\$500	\$0	\$500	
225	040	Rental Tools & Equipment (Drilling)	\$500	\$0	\$500	
225	042	Drilling - Bits	\$0	\$0	\$0	
225	045	Technical Supervision (Drilling)	\$4,000	\$0	\$4,000	
225	050	Fresh Water Hauling (Drilling)	\$0	\$0	\$0	
225	055	Overhead Rate	\$0	\$0	\$0	
225	060	Misc. & Contingencies	\$0	\$0	\$0	
225	013	Location Rds/Stone/Culverts	\$0	\$3,000	\$3,000	
225	070	Trucking / Dozer (Completion)	\$0	\$9,500	\$9,500	
225	085	Technical Supervision (Completion)	\$0	\$1,000	\$1,000	
225	090	Cased Hole Logging / Perforating	\$0	\$18,500	\$18,500	
225	095	Stimulation / Fracturing	\$0	\$65,000	\$65,000	
225	105	Reclamation & Damages	\$0	\$8,500	\$8,500	
225	110	Haul Pit Water / Disposal	\$0	\$1,000	\$1,000	
225	125	Cement Production Casing	\$0	\$14,000	\$14,000	
225	130	Rental Tools & Equipment (Completion)	\$0	\$12,600	\$12,600	
225	135	Fresh Water Hauling (Completion)	\$0	\$3,000	\$3,000	
225	175	Misc. & Contingencies	\$0	\$0	\$0	
225	215	Completion Rig	\$0	\$14,000	\$14,000	
225	220	Roustabout Labor	\$0	\$1,569	\$1,569	
TOTAL INTANGIBLES			\$116,767	\$151,560	\$268,327	
Code	Code		Casing Point	Completion	Total Cost	
220	040	13-3/8" Conductor	44 Ft	\$1,232	\$0	\$1,232
220	040	9-5/8 26# Conductor	350 Ft	\$5,432	\$0	\$5,432
220	050	7" 10# Surface	0 Ft	\$250	\$0	\$250
220	015	4 1/2" 9.5# Production	3,285 Ft	\$0	\$20,506	\$20,506
220	015	4 1/2" 10.5# Production	85 Ft	\$0	\$665	\$665
220	020	2-3/8" 8rd Production Tubing	3,240 Ft	\$0	\$12,423	\$12,423
220	025	Wellhead Equipment / Fittings	\$0	\$1,280	\$1,280	\$1,280
220	030	Tank Battery	\$0	\$9,075	\$9,075	\$9,075
220	035	Separator / Heater / Treater	\$0	\$0	\$0	\$0
220	040	Gas Lift Equipment	\$0	\$0	\$0	\$0
220	045	Rods / Stuffing Box	\$0	\$7,980	\$7,980	\$7,980
220	050	Downhole Pump	\$0	\$1,850	\$1,850	\$1,850
220	055	Pumping Unit / Motor	\$0	\$19,225	\$19,225	\$19,225
220	056	SS EQT-Packer, PF, FC, Nip	\$0	\$0	\$0	\$0
220	060	Valves & Fittings	\$0	\$5,500	\$5,500	\$5,500
220	065	Flow Line labor/material	\$0	\$8,000	\$8,000	\$8,000
220	070	Sales line labor/mat/row	\$0	\$53,675	\$53,675	\$53,675
TOTAL TANGIBLES			\$6,914	\$140,079	\$146,992	
GRAND TOTAL WELL COST			\$123,681	\$291,639	\$415,319	
153	115	Plugging & Abandonment		\$20,000		
Range Resources - Pine Mountain, Inc			Production Costs :	\$415,319	Dry Hole Costs :	\$143,681

Range Resources - Pine Mountain, Inc Approvals
Operations: <u>[Signature]</u> Date: <u>1/16/14</u> Geology: <u>[Signature]</u> Date: <u>1/16/14</u>
Engineering: <u>[Signature]</u> Date: <u>1/14/14</u> Land: <u>[Signature]</u> Date: <u>1/14/14</u>

Management Approval	Range Resources - Pine Mountain, Inc
Approved by: _____	Title _____ Date _____
Management Approval	Range Resources - Appalachia L.L.C.
Approved by: _____	Title _____ Date _____

THIS IS AN ESTIMATE OF PROPOSED WELL DRILLING, COMPLETION, EQUIPMENT AND PERMITS COSTS. THE ACTUAL COSTS MAY VARY FROM WELL TO WELL DEPENDING UPON ACTUAL FINAL DEPTH AND OTHER FACTORS SUCH AS MATERIAL COSTS, WEATHER CONDITIONS, AND UNFORESEEN RISKS OF WAY PROBLEMS.

Exhibit C

Exhibit "E" - Escrow Owners
VC-530383

Tract	Lessor	Lease Status	Interest Within Unit	Gross Acreage in Unit
	NONE			