

BEFORE THE VIRGINIA GAS AND OIL BOARD

PETITIONER: EnerVest Operating, LLC

DIVISION OF GAS AND OIL

DOCKET NO: VGOB 07-0515-1935-05

RELIEF SOUGHT: (1) DISBURSEMENT FROM ESCROW REGARDING TRACT(S) 2, A portion of 4, 7, 8 (2) AND AUTHORIZATION FOR DIRECT PAYMENT OF ROYALTIES (3) AND DISMISSAL OF COAL OWNERS PURSUANT TO CODE OF VIRGINIA SECTION 45.1-361.22:2.

HEARING DATE: October 25, 2016

TAX ID NUMBERS: Tax Map Identification Numbers for all parcels affected by this petition are shown on:
Exhibit E - Exhibit EE

DRILLING UNIT: VC-536589

DICKENSON COUNTY, VIRGINIA

PETITION FOR ORDER OF DISBURSEMENT OF ESCROW FUNDS

1. Petitioner and its counsel

Petitioner is EnerVest Operating, LLC, 408 W Main Street, Abingdon, VA 24210, 276-628-9001. Petitioner's counsel is James Kaiser, Wilhoit and Kaiser Law Firm, 220 Broad Street, Suite 210, Kingsport, TN 37660 .

2. Relief Sought

Petition to disburse funds from the escrow account for well VC-536589, to all known owners in Tracts 2, 4, 7, 8. VGOB 07-0515-1935-05.

3. Legal Authority

Va. Code Ann. § 45.1-361.1 et seq., 4 VAC 25-160-140., and relevant Virginia Gas and Oil Board Orders ("Board") heretofore promulgated pursuant to law.

4. Type of Well(s)

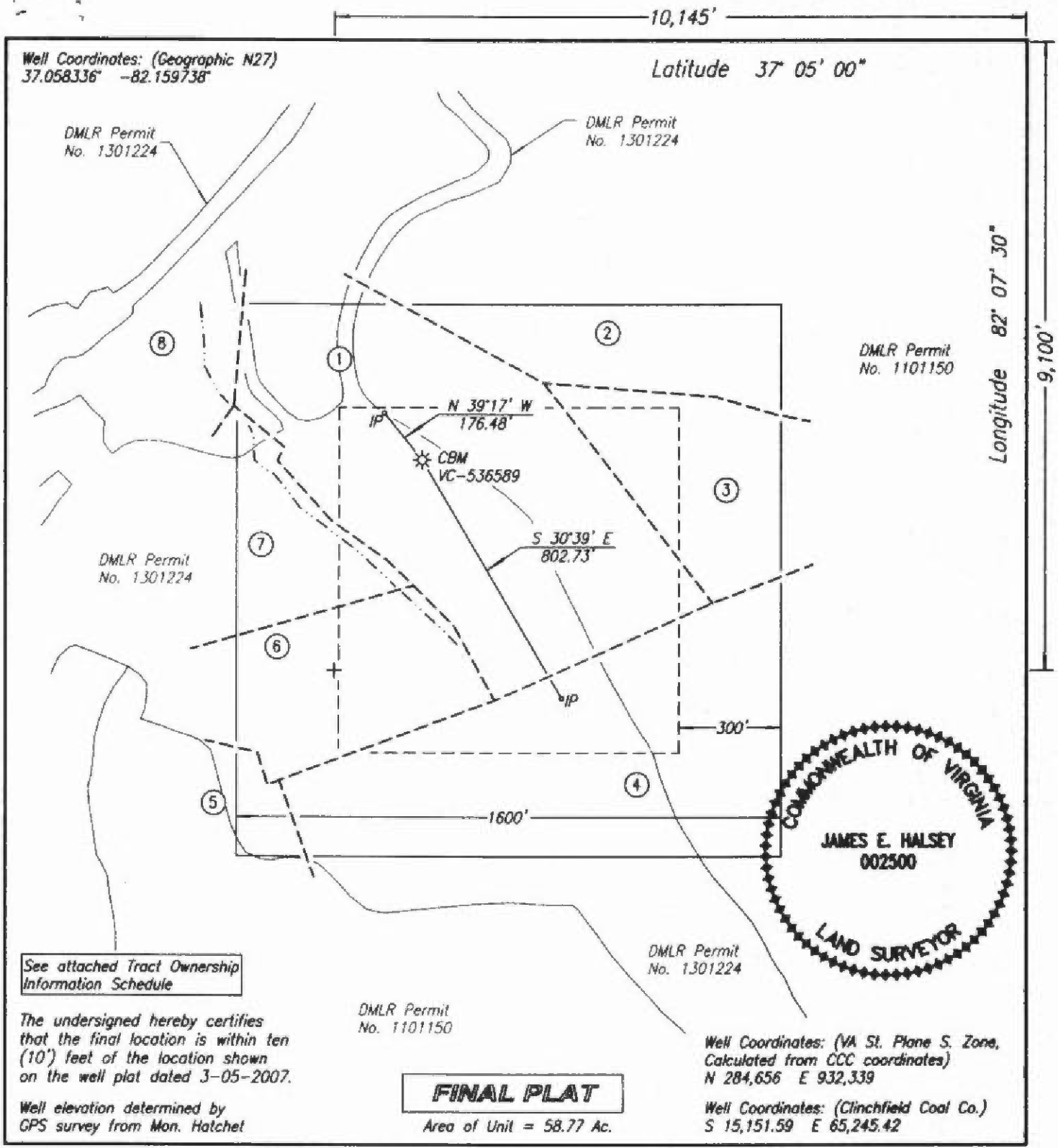
Coalbed Methane

5. Factual basis for relief requested

Petition to disburse funds from the escrow account for well VC-536589, to all known owners in Tracts 2, 4, 7, 8. VGOB 07-0515-1935-05.

6. Attestation

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



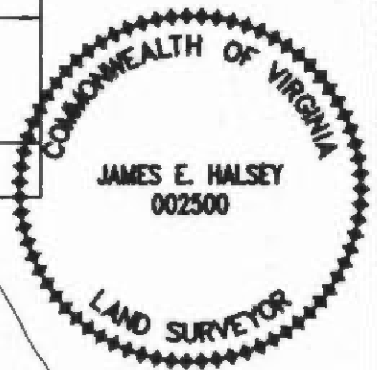
See attached Tract Ownership Information Schedule

The undersigned hereby certifies that the final location is within ten (10') feet of the location shown on the well plat dated 3-05-2007.

Well elevation determined by GPS survey from Mon. Hatchet

FINAL PLAT

Area of Unit = 58.77 Ac.



WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER VC-536589
 TRACT NO. LS. No. 241640/T2-173 ELEVATION 1,805.33' QUADRANGLE Duty
 COUNTY Dickenson DISTRICT Ervinton SCALE 1" = 400' DATE 5-25-2007

This Plat is a new plat ; 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.

James E. Halsey
 Licensed Professional Engineer or Licensed Land Surveyor

VC-536589 PLAT
TRACT OWNERSHIP INFORMATION SCHEDULE
3/29/2007

- 1 . Lease No. 241640L / T2-173
S. J. Tiller
27.36 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - oil, gas & CBM
Gas 19.54 Ac. 33.25%

- 2 . Lease No. 241640L / T2-166
S. J. Tiller
52.87 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - (CBM)
Lease No. 245255L
Charlton Tiller - oil & gas (CBM)
Gas 5.28 Ac. 8.98%

- 3 . Lease No. 241640L / T2-253
Rosie Jessee Tiller
10.08 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - oil, gas & CBM
Gas 5.88 Ac. 10.01%

- 4 . Lease No. 241640L / T2-174
S. J. Tiller
63.00 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee

Lease No. 243087L
Avery Eugene Barton, et al - 7.78% int. oil & gas, (CBM)
Gas 16.99 Ac. 28.90%

- 5 . Lease No. 241640L / T2-172
S. J. Tiller
76.71 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - (CBM)
Lease No. 245755L
J. B. Tiller Heirs - oil & gas (CBM)
Gas 0.98 Ac. 1.67%

- 6 . Lease No. 241640L / T2-263
Rebecca Deel
7.38 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - oil, gas & CBM
Gas 6.33 Ac. 10.77%

- 7 . Lease No. 244792L / TC-244
Evans Tiller
7.5 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - (CBM)
Unleased
Eivens Tiller Heirs - oil & gas, (CBM)
Gas 3.73 Ac. 6.35%

- 8 . Lease No. 241640L / T2-167
S. J. Tiller
30.60 Acres
Heartwood Forestland Fund IV, L.P. - surface
ACIN LLC - coal
Alpha Land & Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas, Inc. - (CBM)
Unleased
Eivens Tiller Heirs - oil & gas (CBM)
Gas 0.04 Ac. 0.07%

EXHIBIT "E"
VGOB 07/0515/1935-05
VC-536589
REVISED as of 6/1/2015

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>4</u>	Lowell Barton Unknown	Unleased	0.588704%	0.3461
Tract 4 Total			0.588704%	0.3461

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REVISED as of 6/1/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>DISBURSEMENT-05</u>				
<u>2</u>	Enervest Operating LLC Attn: Jim McKinney 408 W. Main Street Abingdon, VA 24210	Leased	2.2450%	1.3200
Tax ID 7890				
Tract 2 Totals			2.2450%	1.3200

Enervest's portion of this tract was paid to the escrow agent from initial production to current. A portion of Enervest's funds for this tract will be paid to them through this disbursement.

<u>4</u>	Enervest Operating LLC Attn: Jim McKinney 408 W. Main Street Abingdon, VA 24210	Leased	26.6522%	15.6686
Tax ID 20972				
Tract 4 Totals			26.6522%	15.6686

Please note that the above tract was never reflected on the Supplemental Order as being escrowed; however, ALL funds for this tract have been paid to the escrow agent. A portion of Enervest's funds for this tract will be paid to them through this disbursement.

<u>7</u>	<u>Eivens Tiller Heirs:</u>			
Tax ID 3154	Charlton Tiller 860 Falcon Drive Abingdon, VA 24210	Leased	0.793750%	0.46635
	Enervest Operating LLC Attn: Jim McKinney 408 W. Main Street Abingdon, VA 24210	Leased	0.264583%	0.15545
Tract 7 Totals			1.0583%	0.6218

Please note that the above tract was never reflected on the Supplemental Order as being escrowed; however, ALL funds for this tract have been paid to the escrow agent. All of Charlton Tiller's funds and a portion of Enervest's funds for this tract will be paid to them through this disbursement.

EXHIBIT "EE"
VGOB 07/0515/1935-05
VC-536589
REVISED as of 6/1/2016

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
8 Tax ID Minerals Only	<u>Eivens Tiller Heirs:</u> Charlton Tiller 860 Falcon Drive Abingdon, VA 24210	Leased	0.008750%	0.0051
	Enervest Operating LLC Attn: Jim McKinney 408 W. Main Street Abingdon, VA 24210	Leased	0.002917%	0.0017
Tract 8 Totals			0.0117%	0.0068
Total Gas Estate			29.9672%	17.6172

Please note that the above tract was never reflected on the Supplemental Order as being escrowed; however, ALL funds for this tract have been paid to the escrow agent. All of Charlton Tiller's funds and a portion of Enervest's funds for this tract will be paid to them through this disbursement.

COAL ESTATE ONLY

The coal estate is released pursuant HB2058

2 TAX ID 21025	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 <i>formerly Range Resources-Pine Mountain, Inc.</i>	Leased	8.9800%	5.2800
	Tract 2 Totals			8.9800%
4 TAX ID 20972	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 <i>formerly Range Resources-Pine Mountain, Inc.</i>	Leased	28.9000%	16.9900
	Tract 4 Totals			28.9000%

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VC-536589
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<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>7</u>	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 <i>formerly Range Resources-Pine Mountain, Inc.</i>	Leased	6.3500%	3.7300
TAX ID Minerals Only				
Tract 7 Totals			6.3500%	3.7300
<u>8</u>	EnerVest Operating, LLC Attn: Jim McKinney 408 West Main Street Abingdon, VA 24210 <i>formerly Range Resources-Pine Mountain, Inc.</i>	Leased	0.0700%	0.0400
TAX ID 21026				
Tract 8 Totals			0.0700%	0.0400
TOTAL COAL ESTATE			44.3000%	26.0400

BEFORE THE VIRGINIA DIVISION OF GAS AND OIL

Applicant: EnerVest Operating, LLC)
))
Relief Sought: Well No. VC-536589) Docket No.
Supplemental Order for Disbursement of Escrowed Funds) VGOB 07-0515-1935-05
On behalf of all known owners in tracts: 2, 4, 7, 8)
)

AFFIDAVIT
(CERTIFICATE OF SERVICE)

STATE OF VIRGINIA

COUNTY OF WASHINGTON

Brenda Price, of lawful age, being duly sworn, upon oath, deposes and says:

- (1) She is a contractor with EnerVest Operating, LLC and makes this affidavit on behalf of EnerVest Operating, LLC.
- (2) Based upon information and belief, the names and last-known addresses, where such addresses are known, of the parties owning and interest in the oil and gas in this cause are set forth and attached hereto.
- (3) On the 7th day of June, 2016, true and correct copies of the Application in this matter were delivered in hand, duly addressed to the parties at their respective addresses as set forth in the attached Exhibit EE which is hereby made a part of this Affidavit.
- (4) Notice of this cause has therefore been served in hand pursuant to the applicable statutes and rules of the Board.

Brenda Price

Brenda Price

SUBSCRIBED AND SWORN TO before me this 7th day of June, 2016.

Philip S. Horn

Philip S. Horn, Notary

My Commission expires: 01-31-2019



EXHIBIT "EE"
Tracking Sheet - Disbursement-05
VC-536589

Name	Address	Tracking Number	Date Mailed	Date Signed
Charlton Tiller	860 Falcon Drive, Abingdon, VA 24210	70153010000144178275	6/7/2016	6/10/2016
EnerVest Operating, LLC	Dept. 962-1, P.O. Box 4346, Houston, TX 77210	Hand delivered	6/7/2016	6/7/2016

Exhibit J
VC-536589
VGOB 07/0515/1935-05

<u>Payment Date</u>	<u>Amount</u>
8/12/2009	\$147.54
8/12/2009	\$471.31
8/12/2009	\$385.70
8/12/2009	\$305.57
8/12/2009	\$348.82
8/12/2009	\$343.44
8/12/2009	\$337.66
8/12/2009	\$312.81
8/12/2009	\$313.57
8/12/2009	\$304.24
8/12/2009	\$412.85
8/12/2009	\$563.98
8/12/2009	\$556.97
8/12/2009	\$610.48
8/12/2009	\$419.97
8/12/2009	\$363.72
8/12/2009	\$339.04
8/12/2009	\$282.44
8/12/2009	\$317.83
8/12/2009	\$282.68
8/12/2009	\$185.37
8/12/2009	\$245.11
8/12/2009	\$162.64
8/12/2009	\$173.40
8/12/2009	\$187.85
9/10/2009	\$220.65
10/12/2009	\$182.19
11/9/2009	\$143.99
12/9/2009	\$211.88
1/13/2010	\$258.69
2/10/2010	\$246.44
3/9/2010	\$350.65
4/14/2010	\$315.16
5/10/2010	\$304.73
6/8/2010	\$219.81
7/13/2010	\$261.80
8/10/2010	\$243.44
9/10/2010	\$284.78
10/11/2010	\$292.10
11/11/2010	\$200.31
12/9/2010	\$216.96
1/13/2011	\$178.79
2/11/2011	\$263.71
3/11/2011	\$274.40
4/12/2011	\$235.56
5/11/2011	\$239.48
6/11/2011	\$257.00
7/13/2011	\$272.25
8/10/2011	\$271.63
9/12/2011	\$285.23
10/12/2011	\$289.09
11/10/2011	\$238.71
12/9/2011	\$240.41

Exhibit J
VC-536589
VGOB 07/0515/1935-05

<u>Payment Date</u>	<u>Amount</u>	
1/17/2012	\$224.02	
2/10/2012	\$215.85	
3/12/2012	\$186.52	
4/13/2012	\$129.52	
5/11/2012	\$123.75	
6/12/2012	\$89.49	
7/11/2012	\$89.82	
8/10/2012	\$114.00	
9/12/2012	\$143.18	
10/10/2012	\$153.56	
11/9/2012	\$121.76	
12/12/2012	\$153.96	
1/10/2013	\$181.10	
5/10/2013	\$195.13	
5/10/2013	\$164.04	
5/10/2013	\$142.50	
5/10/2013	\$168.86	
6/10/2013	\$187.40	
7/8/2013	\$209.84	
8/12/2013	\$201.59	
9/13/2013	\$174.42	
10/10/2013	\$156.85	
11/13/2013	\$154.77	
12/11/2013	\$154.72	
1/10/2014	\$153.38	
2/11/2014	\$176.79	
3/12/2014	\$329.47	
4/10/2014	\$278.41	
5/14/2014	\$224.96	
6/13/2014	\$204.72	
7/9/2014	\$225.33	
8/14/2014	\$206.75	
9/30/2014	\$223.80	
10/31/2014	\$188.17	
11/28/2014	\$190.40	
12/31/2014	\$197.12	
1/30/2015	\$177.37	
2/27/2015	\$201.19	
3/31/2015	\$156.84	
4/30/2015	\$130.35	
5/28/2015	\$133.84	
6/30/2015	\$108.89	
7/31/2015	\$110.39	
TOTAL PAYMENTS	\$22,829.65	
Disb-01	\$3,696.81	Apr-12
Disb-02	\$2,088.30	Mar-13
Disb-03	\$1,047.36	Jun-13

**Exhibit J
VC-536589
VGOB 07/0515/1935-05**

<u>Payment Date</u>	<u>Amount</u>
TOTAL AFTER DISBURSEMENTS	\$15,997.18

Escrow Agent Summary August 2015

<u>Unit Name</u>	<u>Docket #</u>	<u>Operator</u>	<u>Beginning Market Value</u>	<u>Deposits</u>	<u>Money Mkt Interest</u>	<u>Fees for 7/31</u>	<u>Ending Market Value</u>
VC536589	1935	Range Resources	\$15,961.95	\$110.39	\$2.14	\$0.28	\$16,073.43

TOTAL PAYMENTS	\$15,997.18
Escrow Agent Summary August 2015	<u>\$16,073.43</u>
Difference	\$76.25



EnerVest Operating, L.L.C.

408 West Main Street
Abingdon, VA 24210
Phone (276) 628-9001

January 6, 2016

EnerVest Operating, LLC, hereby waives any claims to past or future royalties attributable to the conflicting interest herein as shown on Exhibit EE, unless subject to prior agreements.

A handwritten signature in cursive script that reads "Phil Horn".

Phil Horn
Contractor for EnerVest Operating, LLC