



Ohio Department of Natural Resources

JOHN R. KASICH, GOVERNOR

JAMES ZEHRINGER, DIRECTOR

Richard J. Simmers, Chief

Division of Oil and Gas Resources Management
2045 Morse Road – Bldg. F-2
Columbus, OH 43229-6693
Phone: (614) 265-6922 Fax: (614) 265-6910

ORDER BY THE CHIEF

December 15, 2015

ORDER NO. 2015-579

**TO: Chesapeake Exploration, LLC
400 S.E. Third Street
Canton, Ohio 44702**

**RE: Application for Unitization
Ellie South Unit
Carroll County, Ohio**

SUBJECT: Order for Unit Operations of the Utica/Point Pleasant Formations

Pursuant to Ohio Revised Code Section 1509.28, the Chief of the Division of Oil and Gas Resources Management (“Chief” or “Division”) makes the following Findings and issues the following Order:

DEFINITIONS:

As used in this order:

- 1) “Unleased mineral owner” means an individual and/or the estate of an individual that is listed in Exhibit C of this order and includes the heirs, successors, and assigns of the individual and/or estate of the individual. An “unleased mineral owner” is not a working interest owner.
- 2) “Consenting working interest owner” means a working interest owner that has entered into an agreement with Chesapeake for the formation of the Ellie South Unit.
- 3) “Non-consenting working interest owner” means a working interest owner that has not entered into an agreement with Chesapeake for the formation of Ellie South Unit.
- 4) “Gas” has the same meaning as in section 1509.01 of the Ohio Revised Code.

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- 5) "Oil" has the same meaning as in section 1509.01 of the Ohio Revised Code.
- 6) "Unit participation" means the ratio of the surface acreage of a specific tract in the unit area to the total surface acreage of the unit area as that total surface acreage is specified in paragraph one of the Plan for Unit Operations of this Order.

BACKGROUND

- 1) On March 17, 2015, Chesapeake Exploration, LLC ("Chesapeake") filed an application pursuant to Revised Code 1509.28 to operate as a unit the Utica/Point Pleasant Formations at an approximate true vertical depth located from fifty (50) feet above the top of the Utica Shale to fifty (50) feet below the base of the Point Pleasant Formation. An update to the application was filed on June 15, 2015. The proposed "Unit Area" is 532.460813 acres in Orange and Perry Townships, Carroll County, Ohio. The proposed Unit Area is comprised of a total of one hundred twenty-nine (129) tracts, and known as the "Ellie South Unit." The application included a Unit Agreement, Unit Operating Agreement, and relevant exhibits. The application also included the pre-filed testimony of the following Chesapeake employees: Travis Glauser, Geologist; Andrew Hopson, Reservoir Engineer; and Eric Hensley, Landman.
- 2) Pursuant to R.C. 1509.28, the Division held a hearing on July 15, 2015, in Columbus, Ohio at the Ohio Department of Natural Resources ("ODNR"), to consider the need for the operation as a unit of an entire pool or part thereof. At the hearing, Chesapeake employees Glauser, Hopson and Hensley confirmed their pre-filed testimony and answered questions posed by Division staff members.
- 3) Chesapeake's application for unitization of the Ellie South Unit, as filed, and at the time of hearing, proposed to include six (6) unleased tracts. Subsequent to the hearing, one of these tracts was leased. The remaining five (5) unleased tracts included in Chesapeake's application for unitization of the Ellie South Unit are owned by unleased mineral owners as specified in Exhibit C of this order.
- 4) The Division provided notice of the July 15, 2015 hearing, return receipt requested, to all unleased mineral owners. Addresses and title work were provided by Chesapeake. The unleased mineral owners did not appear at the hearing nor did they submit any written comments regarding the unitization application.

FINDINGS

- 1) Based on the application submitted by Chesapeake and subsequent testimony by its employees, the Chief finds that Chesapeake has established that is the "owner," as that term is defined in R.C. 1509.01(K), of more than sixty-five percent (65%) of the land area overlying the pool in the Ellie South Unit as required by R.C. 1509.28(A).

- 2) Based on the application submitted by Chesapeake and subsequent testimony by its employees, the Chief finds that the operation of the Ellie South Unit is reasonably necessary to increase substantially the ultimate recovery of oil and gas.
- 3) Based on the application submitted by Chesapeake and subsequent testimony by its employees, the Chief finds the value of the estimated additional recovery of oil or gas from the Ellie South Unit exceeds the estimated additional cost incident to conducting the operation of the Ellie South Unit.

ORDER

IT IS HEREBY ORDERED:

Pursuant to R.C. 1509.28, Chesapeake is authorized to conduct operations within the Ellie South Unit in accordance with all of the following:

Plan for Unit Operations

- 1) The Unit Area is comprised of one hundred twenty-nine (129) tracts totaling 532.460813 acres in Orange and Perry Townships, Carroll County, Ohio, as shown on Exhibit A.
- 2) Chesapeake proposes to drill three (3) wells from a single pad site in the Ellie South Unit for the purpose of recovering oil and gas. Drilling operations shall commence in the Ellie South Unit within twelve (12) months from the date of approval of this Order. In order to achieve the stated goal of substantially increasing the ultimate recovery of oil and gas from the Utica/Point Pleasant Formations within the Unit Area, Chesapeake shall produce from three (3) wells no later than three (3) years after the first well is completed. If Chesapeake fails to drill, complete, and produce at least three (3) wells in the Unit Area, the Chief may amend or terminate this Order. Any additional wells permitted by the Chief for the Utica/Point Pleasant Formations in the Unit Area are subject to this Order.
- 3) Evidence introduced by Chesapeake at the Ellie South Unit hearing established that the Utica/Point Pleasant Formation uniformly underlies the Unit Area. Therefore, the value of each separately owned tract in the Unit Area shall be determined by calculating the ratio of the surface acreage of a specific tract to the total surface acreage of the Unit Area. This ratio shall be known as the "Unit Participation." The allocated share of production to each tract shall be equal to that tract's Unit Participation.
- 4) Except as provided in Paragraph 9(d) of this Order, all charges and credits made for investments in wells, tanks, pumps, machinery, materials, and equipment shall

be allocated among the working interest owners of each tract based on the Unit Participation. The proportionate share of the expenses attributable to the tracts of unleased mineral owners shall be allocated to the working interest owners.

- 5) All unit operation expenses shall be charged to, and paid by, Chesapeake and consenting working interest owners in amounts based on the Unit Participation plus their proportionate share of the expenses attributable to the tracts of unleased mineral owners. All unit operation expenses concerning wells and operating equipment shall be just and reasonable.
- 6) If necessary, Chesapeake and all other consenting working interest owners shall carry, or otherwise finance, any person who is unable to meet that person's financial obligations in connection with the unit operations. For purposes of this Paragraph, "person" shall mean non-consenting working interest owner. Chesapeake and all other consenting working interest owners' reasonable interest charge for carrying or financing the nonconsenting working interest owner shall be determined by the terms of Chesapeake's Unit Agreement and Unit Operating Agreement for the Ellie South Unit. Once a specific cost is charged to the initial well, that same cost cannot be charged to subsequent wells in the Unit Area.
- 7) Chesapeake shall supervise and conduct all unit operations. Each working interest owner shall have a voting interest equal to its Unit Participation. Approval of unit operations shall be subject to the terms of Chesapeake's Unit Agreement and Unit Operating Agreement for the Ellie South Unit.
- 8) Unit operations may commence as of 7:00 a.m. on the day following the effective date of this Order. Once the initial well is placed into production, operations within the Ellie South Unit may continue as long as hydrocarbons are produced from any well in the Unit Area without a cessation of more than ninety (90) days, unless otherwise approved by the Chief in writing. The Ellie South Unit may be terminated if working interest owners owning at least fifty-one percent (51%) of the working interest in the Unit Area determine that the unit operations are no longer warranted. If the unit operations are so terminated, Chesapeake shall provide written notice of the termination to the Division and to all unleased mineral owners. In the event that termination of unit operation occurs prior to drilling and completing for production three (3) wells in the Ellie South Unit, the Chief may amend this order.
- 9) The following additional provisions are found to be appropriate:
 - a) No activity associated with the drilling, completion, or operation of the Ellie South Unit shall be conducted on the surface of any unleased property without the prior written consent of the owner of the surface rights of the unleased property.

- b) Unleased mineral owners shall not incur liability for any personal or property damage associated with any drilling, testing, completing, producing, operating, or plugging activities within the Ellie South Unit.
- c) Each unleased mineral owner shall receive a monthly cash payment equal to a one-eighth (1/8) landowner royalty interest calculated on gross proceeds. Allocation of the one-eighth (1/8) landowner royalty shall be based on the Unit Participation of each unleased mineral owner's tract. Chesapeake shall make landowner royalty payments to leased and unleased mineral owners at the same time.
- d) In addition to the royalty payment, each unleased mineral owner shall receive a monthly cash payment equal to a seven-eighths (7/8) share of the net proceeds from production. Allocation of the seven-eighths (7/8) share shall be based on the Unit Participation of each unleased mineral owner's tract. After Chesapeake recovers a reasonable interest charge equal to 200% of the cost of drilling, testing, completing, and producing the initial well, Chesapeake shall begin making such monthly payments for that well. For each additional well drilled in the Unit Area, Chesapeake shall begin making monthly payments equal to seven-eighths (7/8) share of net proceeds from production to each unleased mineral owner once Chesapeake has recovered a reasonable interest charge equal to 150% of the cost of drilling, testing, completing, and producing the well. Once a specific cost is charged to the initial well, that same cost cannot be charged to subsequent wells in the Unit Area.
- e) Nothing in this Order prohibits any unleased mineral owner from entering into a lease agreement with Chesapeake pursuant to terms agreeable to both parties. An unleased mineral owner who enters into a lease with Chesapeake after the issuance of this Chief's Order is no longer an unleased mineral owner under this Chief's Order as of the effective date of the lease. Chesapeake shall notify the Division upon the execution of a lease agreement with any unleased mineral owner who is subject to this Chief's Order.
- f) Except as provided in Paragraph 9(d) of this Order, no expenses shall be paid by an unleased mineral owner for drilling, testing, completing, producing, or operating any well in the Unit Area. However, the unleased mineral owner is not responsible for any costs related to plugging any well in the Unit Area.
- g) If requested in writing by any unleased mineral owner or by any non-participating working interest owner, or in any manner by the Division, Chesapeake shall provide, not later than thirty (30) days after the request, any of the following:

- i. A monthly statement of all costs incurred, together with the quantity of oil and gas produced, and the amount of proceeds realized from the sale of production during the preceding month; and
 - ii. Any authorization for expenditure (AFE) prepared by Chesapeake; and
 - iii. A statement of all costs and expenses for purposes of Paragraphs 6 and 9(d) of this Order.
 - h) Chesapeake shall notify the Division of the assignment or transfer of any of its working interest in the Ellie South Unit. If Chesapeake assigns or transfers any of its working interest, the assignee or transferee shall comply with this Order.
 - i) Chesapeake shall notify the Division if a tract that is leased by Chesapeake, or any other working interest owner, for purposes of operating the Ellie South Unit becomes an unleased tract. If Chesapeake or the working interest owner is unable to enter into lease agreement for the unleased tract, Chesapeake must submit a request to the Division for an amendment of this Order, which will include a new hearing before the Chief.
- 10) This Order is not effective unless and until Chesapeake provides the Chief with final written approval of the unit operations as prescribed in this Order from Chesapeake and consenting working interest owners and from the royalty or, with respect to unleased acreage, fee owners of sixty-five percent (65%) of the acreage to be included in the unit. Upon receipt of this approval, this Order shall become effective, and unit operations may commence as set forth above. In the event that Chesapeake fails to provide all required approvals within six (6) months after the issuance date of this Order, the Order will be deemed revoked, and the Chief shall provide notice of the revocation to Chesapeake, to the unleased mineral owners, and to the non-participating working interest owners.
- 11) In the event that this Chief's Order is appealed, the time periods as specified in this Chief's Order are tolled pending final determination of the appeal.
- 12) Within twenty-one (21) days of this Order becoming effective, Chesapeake shall file a copy of this Order within the Carroll County (Ohio) Recorder's Office, in the records of each of the tracts that are subject to this Order and referenced in Exhibits A, B, and C of this Order. Chesapeake shall submit a certification of the filing to the Division within fourteen (14) days of filing. The certification shall include a reference to the volume and page number corresponding to each record where the Chief's Order is recorded.

- 13) The Chief of the Division retains continuing jurisdiction over the Ellie South Unit as is consistent with the Chief's powers and duties as established by R.C. Chapter 1509 and Ohio Adm.Code 1501:9. The Chief reserves the right to amend this Order subsequent to the commencement of unit operations within the Unit Area.
- 14) Except as specifically set forth in the terms of this Order, nothing herein shall be construed as a release or waiver of any private right, obligation, duty, claim, or cause of action.
- 15) In the event of a conflict between the Plan for Unit Operations contained in this Chief's Order, and Chesapeake's Unit Agreement and Unit Operating Agreement, this Chief's Order shall take precedence.

Dec 15, 2015
Date

Richard J. Simmers
Richard J. Simmers, Chief
Division of Oil and Gas Resources Management

Addressee is hereby notified that this action is final and effective and may be appealed pursuant to Section 1509.36 of the Ohio Revised Code. If the Order is appealed to the Ohio Oil and Gas Commission, the appeal must be in writing and must set forth the Orders complained of and the grounds upon which the appeal is based. Such appeal must be filed with the Oil and Gas Commission, 2045 Morse Road, Building H-3, Columbus, Ohio 43229-6693, within thirty (30) days after receipt of this Order.

In addition, within three (3) days after the appeal is filed with the Oil and Gas Commission, notice of the filing must be submitted to Richard J. Simmers, Chief, Division of Oil and Gas Resources Management, Ohio Department of Natural Resources, 2045 Morse Road, Building F-2, Columbus, Ohio 43229-6693.

Enclosures: Exhibit A
Exhibit B
Exhibit C

CERTIFIED MAIL TO:

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91 7199 9991 7036 1538 5950

91 7199 9991 7036 1538 5967

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91 7199 9991 7036 1538 5981

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Akron, Ohio 44312

Paul Hughes, Jr
3550 First Avenue Circle NW
Hickory, NC 28601

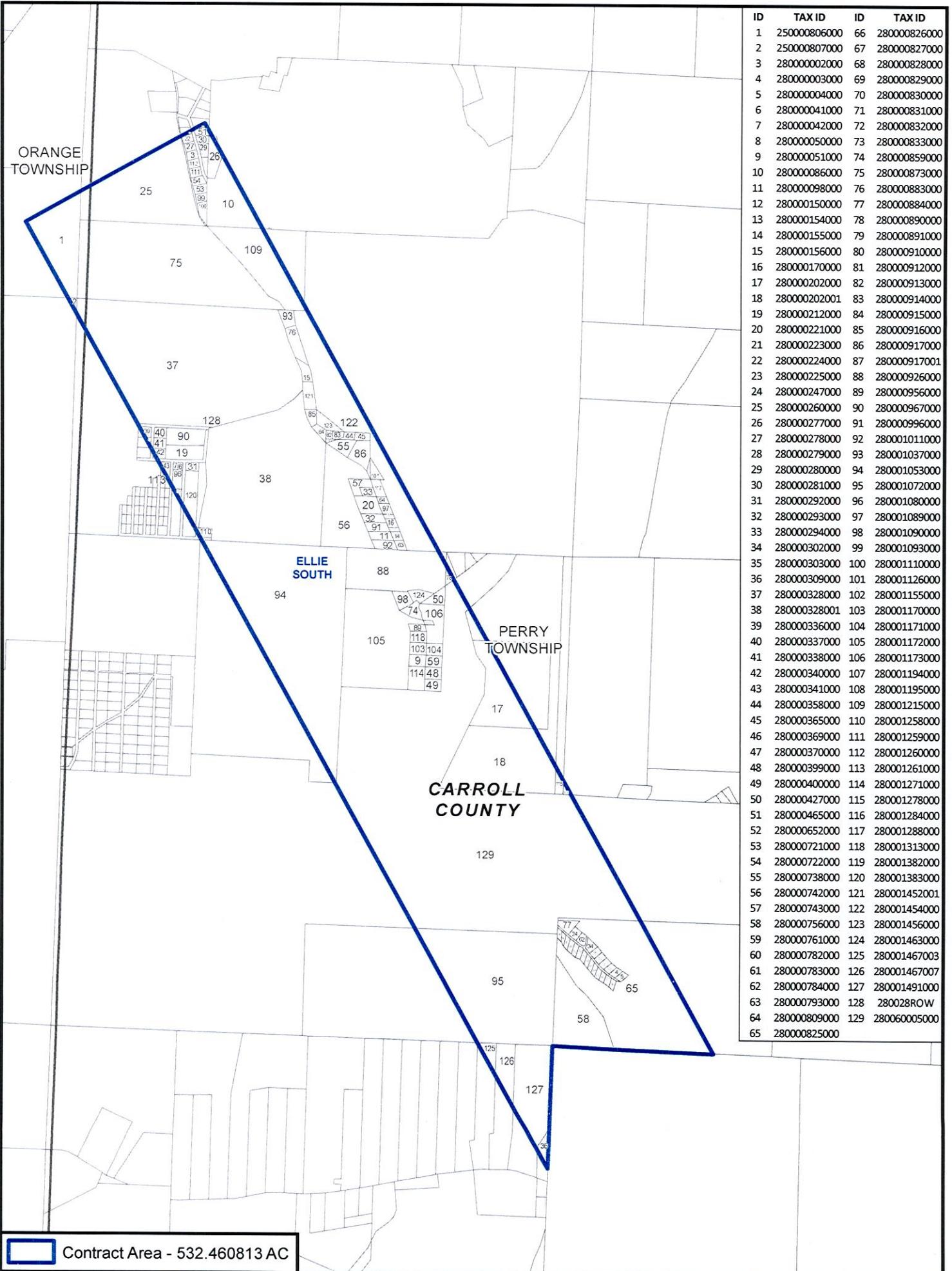
91 7199 9991 7036 1538 5998

91 7199 9991 7036 1538 6001

Estate of Sandra Jean Fleming
C/O Michael W. Fleming
3777 Chesterfield Drive
Akron, Ohio 44312

91 7199 9991 7036 3998 3514

Exhibit A

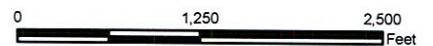


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4	280000003000	69	280000829000
5	280000004000	70	280000830000
6	280000041000	71	280000831000
7	280000042000	72	280000832000
8	280000050000	73	280000833000
9	280000051000	74	280000834000
10	280000086000	75	280000835000
11	280000098000	76	280000836000
12	280000150000	77	280000837000
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24	280000247000	89	280000849000
25	280000260000	90	280000850000
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39	280000336000	104	280000864000
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41	280000338000	106	280000866000
42	280000340000	107	280000867000
43	280000341000	108	280000868000
44	280000358000	109	280000869000
45	280000365000	110	280000870000
46	280000369000	111	280000871000
47	280000370000	112	280000872000
48	280000399000	113	280000873000
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58	280000756000	123	280000883000
59	280000761000	124	280000884000
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63	280000793000	128	280000888000
64	280000809000	129	280000889000
65	280000825000		

 Contract Area - 532.460813 AC

CONTRACT AREA

Ellie South Unit
Orange & Perry Townships
Carroll Co., OH



1 inch = 1,250 feet

TRACT NUMBER	CHEAPLEASE ID NUMBER	LESSOR	LEASED YES/NO	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	UNIT WORKING INTEREST	CHEAPLEASE WORKING INTEREST	CHEAPLEASE UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP
34	34-0001310-000	DAN MEEHAN AND MONA MEEHAN	YES	0.2489308	0.0004675	280000307000	PERRY	CARROLL	OH	0.04675%	100.00000%	0.04675%	3268 BRONZE ROAD NW	CARROLLTON	OH	44615
35	34-0001310-000	DAN MEEHAN AND MONA MEEHAN	YES	0.1889937	0.0003557	280000303000	PERRY	CARROLL	OH	0.03557%	100.00000%	0.03557%	3268 BRONZE ROAD NW	CARROLLTON	OH	44615
36	34-021533-000	STACEY J. FINLEY	YES	0.6411789	0.0012042	280000309000	PERRY	CARROLL	OH	0.12042%	100.00000%	0.12042%	2005 AMSTERDAM ROAD SW	BOVERSTON	OH	44695
37	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	56.7304884	0.1065439	280000328000	PERRY	CARROLL	OH	10.6439%	100.00000%	10.6439%	2360 BRAVABLE ROAD SW	CARROLLTON	OH	44615
38	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	38.5779099	0.0724521	280000328001	PERRY	CARROLL	OH	7.24521%	100.00000%	7.24521%	2360 BRAVABLE ROAD SW	CARROLLTON	OH	44615
39	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	0.2480038	0.0004601	280000336000	PERRY	CARROLL	OH	0.04601%	100.00000%	0.04601%	2360 BRAVABLE ROAD SW	CARROLLTON	OH	44615
40	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	0.3807313	0.0006211	280000337000	PERRY	CARROLL	OH	0.06211%	100.00000%	0.06211%	2360 BRAVABLE ROAD SW	CARROLLTON	OH	44615
41	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	0.3807296	0.0006211	280000338000	PERRY	CARROLL	OH	0.06211%	100.00000%	0.06211%	2360 BRAVABLE ROAD SW	CARROLLTON	OH	44615
42	UNLEASED	JAMES DEAN GREGORY	NO	0.2911072	0.0005505	280000340000	PERRY	CARROLL	OH	0.05505%	100.00000%	0.05505%	7080 BIRCH ST	CARROLLTON	OH	44615
43	34-0001320-000	MICHAEL WILLIAMS	YES	0.2628819	0.0004933	280000341000	PERRY	CARROLL	OH	0.04933%	100.00000%	0.04933%	383 FRANKLIN AVENUE	BARBERTON	OH	44203
44	34-037899-002 34-037899-001	FEUG G. KUMPLUS, JR. RONALD M. KUMPLUS AND LORI A. KUMPLUS	YES YES	0.2389226	0.0004480	280000348000	PERRY	CARROLL	OH	0.04480%	100.00000%	0.04480%	3509 MAHONING ROAD NE 367 58RD STREET SW	CANTON CANTON	OH OH	44705 44706
45	34-0001339-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICIA S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.3073281	0.0005772	280000355000	PERRY	CARROLL	OH	0.05772%	100.00000%	0.05772%	1711 49TH STREET NW	CANTON	OH	44709
46	34-0001806-001 UNLEASED	RONALD L. KIRBY, JR. (25%) ANTHONY J. KIRBY (25%) ESTATE OF SANDRA JEAN FLEMING (50%)	YES NO NO	0.1642264	0.0005084	280000369000	PERRY	CARROLL	OH	0.03084%	25.00000%	0.00771%	2766 FARMDALE ROAD 3776 FARMDALE ROAD 3777 CHESTERFIELD DRIVE	ARION ARION ARION	OH OH OH	44312 44312 44312
47	34-0001809-000	BH. FEELEY, LLC	YES	0.1434813	0.0003805	280000370000	PERRY	CARROLL	OH	0.02805%	100.00000%	0.02805%	1108 KADLERLY STREET NW	NEW PHILADELPHIA	OH	44663
48	34-0073526-000	WANNIE R. BIRCHER	YES	0.5071824	0.0009431	280000399000	PERRY	CARROLL	OH	0.09431%	100.00000%	0.09431%	7178 DOVE ROAD SW	CARROLLTON	OH	44615
49	34-0073526-000	WANNIE R. BIRCHER	YES	0.5021795	0.0009431	280000400000	PERRY	CARROLL	OH	0.09431%	100.00000%	0.09431%	7178 DOVE ROAD SW	CARROLLTON	OH	44615
50	34-0001408-000	JOHN W. BENNETT AND DELTA L. BENNETT	YES	0.6293408	0.0011744	280000427000	PERRY	CARROLL	OH	0.11744%	100.00000%	0.11744%	2227 BRAMBLE RD. SW	CARROLLTON	OH	44615
51	34-038698-000	BRIAN D. NEWBOLD	YES	0.3053376	0.0005734	280000455000	PERRY	CARROLL	OH	0.05734%	100.00000%	0.05734%	6191 HILLSIDE STREET SW	CARROLLTON	OH	44615
52	UNLEASED	ROGER L. HOFFMAN	NO	0.1889399	0.0003557	280000652000	PERRY	CARROLL	OH	0.03557%	100.00000%	0.03557%	533 COUNTRY ROAD 2119	RUSK	TX	75785
53	34-036005-000	RACHEL SWONGER AND MICHAEL W. SWONGER	YES	0.2965227	0.0005569	280000721000	PERRY	CARROLL	OH	0.05569%	100.00000%	0.05569%	2471 BRAMBLE ROAD SW	CARROLLTON	OH	44615
54	34-036005-000	RACHEL SWONGER AND MICHAEL W. SWONGER	YES	0.2918169	0.0005481	280000722000	PERRY	CARROLL	OH	0.05481%	100.00000%	0.05481%	2471 BRAMBLE ROAD SW	CARROLLTON	OH	44615
55	34-037899-002 34-037899-001	FEUG G. KUMPLUS, JR. RONALD M. KUMPLUS AND LORI A. KUMPLUS	YES YES	0.7656999	0.0014380	280000738000	PERRY	CARROLL	OH	0.14380%	100.00000%	0.14380%	3509 MAHONING ROAD NE 367 58RD STREET SW	CANTON CANTON	OH OH	44705 44706
56	34-018544-000	MICHAEL V. REPELLA II AND SARAH REPELLA	YES	9.3889767	0.0178286	280000742000	PERRY	CARROLL	OH	1.78286%	100.00000%	1.78286%	14785 FRED STREET SE	MINERVA	OH	44657
57	34-018544-000	MICHAEL V. REPELLA II AND SARAH REPELLA	YES	0.2731137	0.0012642	280000743000	PERRY	CARROLL	OH	0.12642%	100.00000%	0.12642%	14785 FRED STREET SE	MINERVA	OH	44657
58	34-0002428-000	DEAN TONULSON	YES	8.0941517	0.0152014	280000756000	PERRY	CARROLL	OH	1.52014%	100.00000%	1.52014%	69390 BARTON ROAD	ST. CLAIRSVILLE	OH	43990
59	34-0002419-000	RONALD LEFFERS AND MARY LEFFERS	YES	0.5021818	0.0009431	280000751000	PERRY	CARROLL	OH	0.09431%	100.00000%	0.09431%	3783 CHESTNUT RIDGE	LOUISVILLE	OH	44641
60	34-0001353-000	DIANE SALMER, A SINGLE WOMAN ET AL	YES	0.1354931	0.0003544	280000782000	PERRY	CARROLL	OH	0.02544%	100.00000%	0.02544%	3706 OAKER AVE NE	CANTON	OH	44705
61	34-023446-000	HARRY J. SILVESTER, JR. AND VERNIA J. SILVESTER	YES	0.1353214	0.0003545	280000783000	PERRY	CARROLL	OH	0.02545%	100.00000%	0.02545%	6242 HOWLAND AVENUE NE	LOUISVILLE	OH	44641
62	34-023446-000	HARRY J. SILVESTER, JR. AND VERNIA J. SILVESTER	YES	0.2191317	0.0004119	280000784000	PERRY	CARROLL	OH	0.04119%	100.00000%	0.04119%	6242 HOWLAND AVENUE NE	LOUISVILLE	OH	44641
63	34-036540-000	JOHN E. LOFGREN AND LOAENE LOFGREN	YES	0.2354941	0.0004423	280000793000	PERRY	CARROLL	OH	0.04423%	100.00000%	0.04423%	1216 NORTH CHAPEL STREET	LOUISVILLE	OH	44641
64	34-0002674-000	GEORGE H. L. PORTER, SR. TRUSTEE	YES	0.1753847	0.0003294	280000809000	PERRY	CARROLL	OH	0.03294%	100.00000%	0.03294%	334 OVERLOOK BROOK DRIVE	CHAGRIN FALLS	OH	44073
65	34-0008308-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	27.6507385	0.0005630	280000825000	PERRY	CARROLL	OH	5.19301%	100.00000%	5.19301%	8094 DESERT ROAD	BOVERSTON	OH	44695
66	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1498847	0.0003817	280000827000	PERRY	CARROLL	OH	0.02817%	100.00000%	0.02817%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695
67	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1498847	0.0003817	280000827000	PERRY	CARROLL	OH	0.02817%	100.00000%	0.02817%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695
68	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1349173	0.0002354	280000828000	PERRY	CARROLL	OH	0.02354%	100.00000%	0.02354%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695
69	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1352717	0.0002354	280000829000	PERRY	CARROLL	OH	0.02341%	100.00000%	0.02341%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695
70	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1354933	0.0002354	280000830000	PERRY	CARROLL	OH	0.02344%	100.00000%	0.02344%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695
71	34-038711-000	STEVEN J. TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1355550	0.0002354	280000831000	PERRY	CARROLL	OH	0.02346%	100.00000%	0.02346%	252 AMSTERDAM ROAD	BOVERSTON	OH	44695

Exhibit B

TRACT NUMBER	CHECKPAVE LEASE ID NUMBER	LESSOR	LEASED YES/NO	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	UNIT WORKING INTEREST	CHECKPAVE WORKING INTEREST	CHECKPAVE UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP
72	34-039711-000	STEVEN, TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1627434	0.0003056	280000832000	PERRY	CARROLL	OH	0.03056%	100.000000%	0.03056%	252 AMSTEDAM ROAD	BOVENSTON	OH	44699
73	34-039711-000	STEVEN, TOUSSANT AND DEBRA G. TOUSSANT	YES	0.1599778	0.0003887	280000833000	PERRY	CARROLL	OH	0.03887%	100.000000%	0.03887%	259 AMSTEDAM ROAD	BOVENSTON	OH	44699
74	34-000159-000	RICHARD J. MENDOLA AND DEBORAH D. MENDOLA	YES	0.5979342	0.0011260	280000839000	PERRY	CARROLL	OH	0.11260%	100.000000%	0.11260%	3557 RIDGE PARK DRIVE	BROADVIEW HEIGHTS	OH	44147
75	34-018007-000	GLENDA B. NEELY AND ROBERT NEELY PAULA RAQUELLE KAM PAULA RAQUELLE	YES	33.7851606	0.0634510	280000873000	PERRY	CARROLL	OH	6.34510%	100.000000%	6.34510%	94 EAST CHERRY AVENUE	GAHANNA	OH	43260
76	34-000159-000	ANDREW D. MILIOS	YES	1.0432352	0.0019599	280000883000	PERRY	CARROLL	OH	0.19599%	100.000000%	0.19599%	2395 BRAMBLE RD.	CARROLLTON	OH	44615
77	34-022446-000	HARRY J. STIVESTER, JR. AND VERNA J. STIVESTER	YES	0.449263	0.0008442	280000884000	PERRY	CARROLL	OH	0.08442%	100.000000%	0.08442%	6242 HOWLAND AVENUE NE	LOUISVILLE	OH	44641
78	UNFILED	ROBERT P. BAKER	NO	0.2309590	0.0004302	280000890000	PERRY	CARROLL	OH	0.04302%	100.000000%	0.04302%	2235 BRAMBLE ROAD SW	CARROLLTON	OH	44615
79	34-0001540-000	THOMAS E. STENDER AND PHILLIS M. STENDER	YES	0.1838995	0.0003480	280000891000	PERRY	CARROLL	OH	0.03480%	100.000000%	0.03480%	156 BALLROAD MILLS ROAD	PITTSBOND	NY	14534
80	34-038698-000	BRIAN D. NEWBOLD	YES	0.0661837	0.0001243	280000910000	PERRY	CARROLL	OH	0.01243%	100.000000%	0.01243%	6191 HILLSIDE STREET SW	CARROLLTON	OH	44615
81	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.0616285	0.0001157	280000912000	PERRY	CARROLL	OH	0.01157%	100.000000%	0.01157%	1711 49TH STREET NW	CANTON	OH	44709
82	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.1389888	0.0002510	280000913000	PERRY	CARROLL	OH	0.02510%	100.000000%	0.02510%	1711 49TH STREET NW	CANTON	OH	44709
83	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.2121715	0.0003985	280000914000	PERRY	CARROLL	OH	0.03985%	100.000000%	0.03985%	1711 49TH STREET NW	CANTON	OH	44709
84	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.3303616	0.0006204	280000915000	PERRY	CARROLL	OH	0.06204%	100.000000%	0.06204%	1711 49TH STREET NW	CANTON	OH	44709
85	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	0.3870661	0.0007268	280000916000	PERRY	CARROLL	OH	0.07268%	100.000000%	0.07268%	1711 49TH STREET NW	CANTON	OH	44709
86	34-000139-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICK S. CAMPBELL AND BRIAN D. CAMPBELL, HUSBAND AND WIFE	YES	1.1437584	0.0021856	280000917000	PERRY	CARROLL	OH	0.21856%	100.000000%	0.21856%	1711 49TH STREET NW	CANTON	OH	44709
87	34-0001808-000	LORETTA JEAN RABALAUGH	YES	0.1007613	0.0001892	280000917001	PERRY	CARROLL	OH	0.01892%	100.000000%	0.01892%	2921 BRAMBLE ROAD SW	CARROLLTON	OH	44615
88	34-0001939-000	ROBERT S. BREWSTER AND JO ANN BREWSTER	YES	10.2709328	0.0192896	280000926000	PERRY	CARROLL	OH	1.92896%	100.000000%	1.92896%	3727 BAUM ST. SE	CANTON	OH	44707
89	34-0001809-000	JEFFERY JOHN WODECKI AND SUSAN M. WODECKI	YES	0.2857372	0.0005966	280000956000	PERRY	CARROLL	OH	0.05966%	100.000000%	0.05966%	9322 BRANDVINE RD.	NORTHFIELD	OH	44067
90	34-0001987-002	BARBARA BRUDER AND RICHARD BRUDER	YES	1.6855351	0.0031656	280000967000	PERRY	CARROLL	OH	0.31656%	100.000000%	0.31656%	6033 KNOB ST. P.O. BOX 42	LOUISVILLE	OH	44641
91	34-0001987-001	PATRICIA MORROW AND JAMES MORROW	YES	0.5968811	0.0009552	280000967000	PERRY	CARROLL	OH	0.09552%	100.000000%	0.09552%	1620 CALIFORNIA AVE. 363 FRANKLIN AVENUE	LOUISVILLE	OH	44641
92	34-036557-000	JOHN LESLIE LORIGREN AND JULIE LORIGREN	YES	0.5403282	0.0010148	280001011000	PERRY	CARROLL	OH	0.10148%	100.000000%	0.10148%	2298 BRAMBLE ROAD SW	CARROLLTON	OH	44615
93	34-0001810-000	RANDAL P. ROSS AND VIRGINIA A. ROSS	YES	0.5764090	0.0010825	280001037000	PERRY	CARROLL	OH	0.10825%	100.000000%	0.10825%	9724 WINTHROP STREET AVE. NW	UNIONTOWN	OH	44685
94	34-036242-000	DOVE ROAD, LTD.	YES	44.5283916	0.0832978	280001053000	PERRY	CARROLL	OH	8.32978%	100.000000%	8.32978%	2510 UPLAND AVE. SW	MASSILLON	OH	44647
95	34-003768-002	DAVID G. SCOTT	YES	31.2731214	0.0587335	280001072000	PERRY	CARROLL	OH	5.87335%	100.000000%	5.87335%	P.O. BOX 616 1146 FREEPORT RD.	CANAL TULON	OH	44614
95	34-003768-003	GREGG D. SCOTT	YES	31.2731214	0.0587335	280001072000	PERRY	CARROLL	OH	5.87335%	100.000000%	5.87335%	1146 FREEPORT RD.	PITTSBURGH	PA	15238
95	34-003768-004	JANE E. SCOTT, TRUSTEE	YES	31.2731214	0.0587335	280001072000	PERRY	CARROLL	OH	5.87335%	100.000000%	5.87335%	250 SWEET GUM RD.	PITTSBURGH	PA	15238
95	34-003768-001	WILLIAM A. SCOTT	YES	31.2731214	0.0587335	280001072000	PERRY	CARROLL	OH	5.87335%	100.000000%	5.87335%	1146 FREEPORT RD.	PITTSBURGH	PA	15238
96	34-015686-000	DANIEL C. FULLER AND DEBORAH K. FULLER	YES	0.4639460	0.0008925	280001080000 SURFACE 2800009327000 MINERALS	PERRY	CARROLL	OH	0.08925%	100.000000%	0.08925%	2360 BRAMBLE ROAD SW	CARROLLTON	OH	44615
97	34-024756-000	MICHAEL J. YOUNG AND DIANA L. YOUNG	YES	0.2892791	0.0005621	280001089000	PERRY	CARROLL	OH	0.05621%	100.000000%	0.05621%	1180 GREENBRIER DRIVE NE	BOUYAR	OH	44612
98	34-037824-000	JOSEPH D. HALL, TRUSTEE	YES	0.6600512	0.0012208	280001090000	PERRY	CARROLL	OH	0.12208%	100.000000%	0.12208%	10059 HICKORY RIDGE	BRECKSVILLE	OH	44141
99	34-036005-000	RACHEL SWONGER AND MICHAEL W. SWONGER	YES	0.2502480	0.0004100	280001093000	PERRY	CARROLL	OH	0.04700%	100.000000%	0.04700%	2471 BRAMBLE ROAD SW	CARROLLTON	OH	44615
100	34-036005-000	RACHEL SWONGER AND MICHAEL W. SWONGER	YES	0.44015215	0.0007541	280001100000	PERRY	CARROLL	OH	0.07541%	100.000000%	0.07541%	2471 BRAMBLE ROAD SW	CARROLLTON	OH	44615
101	34-0001808-000	LORETTA JEAN RABALAUGH, A SINGLE WOMAN	YES	0.3771170	0.0007083	280001126000	PERRY	CARROLL	OH	0.07083%	100.000000%	0.07083%	2321 BRAMBLE ROAD SW	CARROLLTON	OH	44615
102	34-0002675-000	MARK STRADER, A SINGLE MAN	YES	0.1060467	0.0001992	280001155000	PERRY	CARROLL	OH	0.01992%	100.000000%	0.01992%	2647 TAYLOR DR.	WOOSTER	OH	44691
103	34-0001809-000	JEFFERY JOHN WODECKI AND SUSAN M. WODECKI	YES	0.5021797	0.0009431	280001170000	PERRY	CARROLL	OH	0.09431%	100.000000%	0.09431%	9322 BRANDVINE RD.	NORTHFIELD	OH	44067
104	34-0001809-000	JEFFERY JOHN WODECKI AND SUSAN M. WODECKI	YES	0.5021790	0.0009431	280001171000	PERRY	CARROLL	OH	0.09431%	100.000000%	0.09431%	9322 BRANDVINE RD.	NORTHFIELD	OH	44067
105	34-0001809-000	JEFFERY JOHN WODECKI AND SUSAN M. WODECKI	YES	16.1348289	0.0320206	280001172000	PERRY	CARROLL	OH	3.02026%	100.000000%	3.02026%	9322 BRANDVINE RD.	NORTHFIELD	OH	44067
106	34-0001809-000	JEFFERY JOHN WODECKI AND SUSAN M. WODECKI	YES	1.9008872	0.0035699	280001173000	PERRY	CARROLL	OH	0.35699%	100.000000%	0.35699%	9322 BRANDVINE RD.	NORTHFIELD	OH	44067
107	34-022446-000	HARRY J. STIVESTER, JR. AND VERNA J. STIVESTER (H/W)	YES	0.1120227	0.0002104	280001194000	PERRY	CARROLL	OH	0.02104%	100.000000%	0.02104%	6242 HOWLAND AVENUE NE	LOUISVILLE	OH	44641

Exhibit B

TRACT NUMBER	CHESSFARE LEASE ID NUMBER	LESSOR	LEASED YES/NO	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	UNIT WORKING INTEREST	CHESSFARE WORKING INTEREST	CHESSFARE UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP
108	34-022446-000	HARRY J. SYLVESTER, JR. AND VENNIA J. SYLVESTER (H/W)	YES	0.1160586	0.0002180	280001195000	PERRY	CARROLL	OH	0.02160%	100.00000%	0.02180%	6248 HOWLAND AVENUE NE	LOUISVILLE	OH	44641
109	1-381402-000	BAUER LAND AND CATTLE, LLC	YES	8.1396491	0.0152869	280001215000	PERRY	CARROLL	OH	1.52869%	100.00000%	1.52869%	2200 DUBLIN ROAD	CARROLLTON	OH	44615
110	34-013698-000	DANIEL C. FULLER AND DEBORAH K. FULLER, HUSBAND AND WIFE	YES	0.3089232	0.0005802	280001358000 SURFACE 280000927000 MINERALS	PERRY	CARROLL	OH	0.05802%	100.00000%	0.05802%	2360 BRAMBLE ROAD SW	CARROLLTON	OH	44615
111	UNLEASED	PAUL HUGHES, JR.	NO	0.2724185	0.0005116	280001259000	PERRY	CARROLL	OH	0.05116%			3550 FIRST AVENUE CIRCLE NW	HICKORY	NC	28601
112	1-384380-001	BAUER LAND AND CATTLE, LLC	YES	0.2492464	0.0004681	280001260000	PERRY	CARROLL	OH	0.04681%	100.00000%	0.04681%	6196 HILLSIDE ST	CARROLLTON	OH	44615
113	34-0001340-000 34-0002188-000	FRANK X. WEAVER, JR. AND PEGGY A. WEAVER, HUSBAND AND WIFE HAROLD L. EDWARDS AND JANA A. EDWARDS, HUSBAND AND WIFE	YES YES	0.0042418	0.0000080	280001261000	PERRY	CARROLL	OH	0.00080%	100.00000%	0.00080%	3792 N GLENROBE DR 10028 SW 91ST PL	ARRON OCALA	OH FL	44319 34481
114	34-031440-000	LAWRENCE G. PETRICK, JR. AND EMANUELE L. PETRICK AS TRUSTEES FOR THE LAWRENCE G. PETRICK, JR. LIVING TRUST, DATED NOVEMBER 19, 1999	YES	1.0043622	0.0018863	280001271000	PERRY	CARROLL	OH	0.18863%	100.00000%	0.18863%	19100 TOWN POINT DRIVE	STRONSVILLE	OH	44136
115	1-329981-000	ANNA MARIE MAUCH, A SINGLE WOMAN PETER W. WIANDT, A SINGLE MAN	YES	0.4434327	0.0008157	280001278000	PERRY	CARROLL	OH	0.08157%	100.00000%	0.08157%	1254 BRAMBLE ROAD SW	CARROLLTON	OH	44615
116	1-329981-000	ANNA MARIE MAUCH, A SINGLE WOMAN PETER W. WIANDT, A SINGLE MAN	YES	0.1386065	0.0002509	280001284000	PERRY	CARROLL	OH	0.02509%	100.00000%	0.02509%	1254 BRAMBLE ROAD SW	CARROLLTON	OH	44615
117	34-0001808-000	LORETTA JEAN MADAMLOSH, A SINGLE WOMAN	YES	0.4420986	0.0008303	280001286000	PERRY	CARROLL	OH	0.08303%	100.00000%	0.08303%	2321 BRAMBLE ROAD SW	CARROLLTON	OH	44615
118	34-0001809-000	JEFFERY JOHN WODECKI AND JEFFERY J. WODECKI AND SUSAN M. WODECKI, HUSBAND AND WIFE	YES	0.5021818	0.0009431	280001313000	PERRY	CARROLL	OH	0.09431%	100.00000%	0.09431%	9322 BRANDYVINE RD.	NORTHFIELD	OH	44067
119	34-031688-000	DANIEL C. FULLER AND DEBORAH K. FULLER, HUSBAND AND WIFE	YES	0.1287303	0.0002418	280001382000	PERRY	CARROLL	OH	0.02418%	100.00000%	0.02418%	2360 BRAMBLE ROAD SW	CARROLLTON	OH	44615
120	34-031688-000	DANIEL C. FULLER AND DEBORAH K. FULLER, HUSBAND AND WIFE	YES	1.5953411	0.0029962	280001383000	PERRY	CARROLL	OH	0.29962%	100.00000%	0.29962%	2360 BRAMBLE ROAD SW	CARROLLTON	OH	44615
121	34-021425-000	DANNY C. GRIMES AND WIFE, LINDA S. GRIMES	YES	0.8033845	0.0015088	280001452001	PERRY	CARROLL	OH	0.15088%	100.00000%	0.15088%	2373 BRACON ROAD NW	CARROLLTON	OH	44615
122	1-384402-000	BAUER LAND AND CATTLE, LLC	YES	15.7447974	0.0235699	280001454000	PERRY	CARROLL	OH	2.35699%	100.00000%	2.35699%	2200 DUBLIN ROAD	CARROLLTON	OH	44615
123	34-0001399-000	SCOTT P. ALEXANDER, A SINGLE PERSON, AND PATRICIA S. CAMPBELL AND BRIAN D. CAMPBELL	YES	0.6458945	0.0012130	280001456000	PERRY	CARROLL	OH	0.12130%	100.00000%	0.12130%	1711 49TH STREET NW	CANTON	OH	44709
124	34-0002676-000	RONALD G. SMITH, A WIDOWER	YES	0.5449701	0.0010235	280001463000	PERRY	CARROLL	OH	0.10235%	100.00000%	0.10235%	31761 LAKE RD.	AVON LAKE	OH	44012
125	34-036348-001 34-036348-002 34-0001315-000	GARY S. TILCKI AND WIFE CINDY, HUSBAND AND WIFE VYETTE R. TILCKI, DIVORCED AND NOT REMARRIED ROGER M. ROMEO AND ALISON A. ROMEO, HUSBAND AND WIFE	YES YES YES	0.7959313	0.0014186	280001467003	PERRY	CARROLL	OH	0.14186%	100.00000%	0.14186%	1024 SOUTH CEDAR CRNE LOT 12 1414 SOUTH DESERT VIEW PLACE 2029 AMSTERDAM ROAD SW	APACHE JUNCTION APACHE JUNCTION BOWBERSTON	AZ AZ OH	85120 85120 44615
126	34-036348-001 34-036348-002 34-0001315-000	GARY S. TILCKI AND WIFE CINDY, HUSBAND AND WIFE VYETTE R. TILCKI, DIVORCED AND NOT REMARRIED ROGER M. ROMEO AND ALISON A. ROMEO, HUSBAND AND WIFE	YES YES YES	2.2928004	0.0049060	280001467007	PERRY	CARROLL	OH	0.49060%	100.00000%	0.49060%	1024 SOUTH CEDAR CRNE LOT 12 1414 SOUTH DESERT VIEW PLACE 2029 AMSTERDAM ROAD SW	APACHE JUNCTION APACHE JUNCTION BOWBERSTON	AZ AZ OH	85120 85120 44615
127	34-0001814-000	MAURION L. HENDERSON/T/K/A LARRY HENDERSON/T, A SINGLE MAN; ALICE M. ARKREINBURGH, A SINGLE WOMAN	YES	8.3398604	0.0156629	280001491000	PERRY	CARROLL	OH	1.56629%	100.00000%	1.56629%	2017 AMSTERDAM RD. SW	BOWBERSTON	OH	44695
128	34-0001948-000	FERRY TOWNSHIP TRUSTEES	YES	2.9694258	0.0005768	Hand Park Allotment Liddellville Lake Villa Brt. Let Part No. 1	PERRY	CARROLL	OH	0.55768%	100.00000%	0.55768%	1017 AMSTERDAM ROAD	BOWBERSTON	OH	44695
129	34-036441-000	THE MUSKONGUM WATERSHED CONSERVANCY DISTRICT	YES	122.0210412	0.2231644	280060005000	PERRY	CARROLL	OH	22.31644%	100.00000%	22.31644%	1319 3RD ST. NW, BOX 349	NEW PHILADELPHIA	OH	44663
				TOTAL LEASED ACRES:	531.312608					100.000000%						
				TOTAL UNIT ACRES:	532.460813					100.000000%						
					1.00000000					99.79207%						

Exhibit C

Unitized Parties

Attached to and made a part of that certain Unit Operating Agreement dated March 17, 2015 as approved by the Ohio Department of Natural Resources for the Ellice South Unit.

TRACT NUMBER	LESSOR	ADDRESS	CITY	STATE	ZIP CODE	LEASED YES/NO	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	LESSOR WORKING INTEREST	UNIT PARTICIPATION
42	JAMES DEAN GREGORY	7080 BIRCH ST	CARROLLTON	OH	44615	NO	0.293107	0.000551	2800000340000	ORANGE	CARROLL	OH	100.000000%	0.05505%
46	ANTHONY J. KIRBY (25%) ESTATE OF SANDRA JEAN FLEMING C/O MICHAEL W. FLEMING (50%)	2746 FARMDALE ROAD 3777 CHESTERFIELD DRIVE	AKRON AKRON	OH OH	44312 44312	NO	0.164226	0.000308	2800000369000	ORANGE	CARROLL	OH	100.000000%	0.03084%
52	ROGER L. HOFFMAN	533 COUNTY ROAD 2119	RUSK	TX	75785	NO	0.189394	0.000356	2800000652000	ORANGE	CARROLL	OH	100.000000%	0.03557%
78	ROBERT P. BAKER	2235 BRAMBLE ROAD SW	CARROLLTON	OH	44615	NO	0.229059	0.000430	2800000890000	ORANGE	CARROLL	OH	100.000000%	0.04302%
111	PAUL HUGHES JR.	3550 FIRST AVENUE CIRCLE NW	HICKORY	NC	28601	NO	0.272419	0.000512	2800001259000	ORANGE	CARROLL	OH	100.000000%	0.05116%
							TOTAL UNITIZED ACRES:	1.148205						
							TOTAL UNIT ACRES:	532.460813						