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 14, 2016

ORDER NO. 2016-437

TO: Gulfport Energy Corporation
3001 Quail Springs Parkway
Oklahoma City, OK 73134

RE: Application for Unitization
Hogston C Unit
Belmont County, Ohio

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

Pursuant to Ohio Revised Code ("R.C.") § 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 with respect to Gulfport Energy Corporation's ("Gulfport") Application for Unit Operations for the Hogston C Unit:

DEFINITIONS:

As used in this order:

1) "Person" has the same meaning as in R. C. §1509.01.

2) "Application" means the application of Gulfport Energy Corporation for Unit Operation of the Hogston C Unit filed March 15, 2016, and includes all updates, amendments, and supplements to it.

3) "Royalty interest owner" means a person or the estate of a person, other than a working interest owner, who owns the right to or interest in any portion of the oil and/or gas, or proceeds from the sale thereof, from a tract.

4) "Working interest" means an interest in oil and/or gas in the unit area by virtue of a lease, operating agreement, fee title, or otherwise, including a carried interest, the owner of which is obligated to pay, either in cash or out of production or otherwise a portion of the unit expense.

5) "Working interest owner" means a person or the estate of a person who owns an interest in oil and/or gas in the unit area by virtue of a lease, operating agreement, fee title, or otherwise, including a carried interest, the owner of which is obligated to pay, either in cash or out of production or otherwise a portion of the unit expense. "Working interest owner" does not include an unleased mineral owner.

6) "Unleased mineral owner" means a royalty interest owner who owns oil and gas rights free of a lease or other instrument conveying all or any portion of the working interest in such rights to another. The unleased mineral owners include the persons listed on Exhibit C.

7) "Consenting working interest owner" means any working interest owner who enters into an agreement with Gulfport pertaining to the operation of the Hogston C Unit.

8) "Non-consenting working interest owner" means a working interest owner who does not enter into an agreement with Gulfport pertaining to the operation of the Hogston C Unit. The non-consenting working interest owners include those listed on Exhibit D.

9) "Gas" has the same meaning as in R.C. §1509.01.

10) "Oil" has the same meaning as in R.C. §1509.01.

11) "Unit Area" means all of the lands, oil and gas leases and/or oil and gas interests of fifty-nine (59) tracts as shown in Exhibit B totaling 576.511 acres located in Smith and Washington Townships, Belmont County, Ohio as shown in Exhibit A.

12) "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) Gulfport filed the application pursuant to R. C. 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. The application includes a Unit Agreement, Model Form Operating Agreement and relevant exhibits. The Application also includes the pre-filed testimony of the following Gulfport employees: Michael Buckner, geologist; Danny Watson, reservoir engineer; and Jenae Allert, landman.

2) Pursuant to R.C. 1509.28, the Division held a hearing on August 16, 2016, 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, Gulfport employees Buckner, Watson, and Allert confirmed their pre-filed testimony and answered questions posed by Division staff members.

FINDINGS:

1) Based on the application and testimony by Gulfport's employees, the Chief finds that Gulfport has established that it is the "owner," as that term is defined in R.C. 1509.01(K), of greater than sixty-five percent (65%) of the land area overlying the pool in the Hogston C Unit as required by R.C. 1509.28(A).

2) Based on the application and testimony by Gulfport's employees, the Chief finds that the operation of the Hogston C Unit is reasonably necessary to increase substantially the ultimate recovery of oil and gas.

3) Based on the application and testimony by Gulfport's employees, the Chief finds the value of the estimated additional recovery of oil or gas from the Hogston C Unit exceeds the estimated additional cost incident to conducting the operation of the Hogston C Unit.

ORDER:

IT IS HEREBY ORDERED:

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

Plan for Unit Operations

1) The unit area is comprised of fifty-nine (59) tracts totaling 576.511 acres in Smith and Washington Townships, Belmont County, Ohio, as shown on Exhibit A.

2) Gulfport proposes to drill two (2) wells from a single pad site in the Hogston C Unit for the purpose of recovering oil and gas. Drilling operations shall commence in the unit area 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, Gulfport shall produce from two (2) wells no later than three (3) years after the date of approval of this order. If Gulfport fails to drill, complete, and produce at least two (2) 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 Gulfport at the Hogston C Unit hearing establishes that the Utica/Point Pleasant Formation uniformly underlies the unit area. Therefore, 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 tracts of the unleased mineral owners shall be allocated to Gulfport and the working interest owners.

5) All unit operation expenses shall be charged to, and paid by, Gulfport and 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, Gulfport and the consenting working interest owners shall carry, or otherwise finance, any non-consenting working interest owners who are unable to meet their financial obligations in connection with the unit operations. Gulfport and all other consenting working interest owners' reasonable interest charge for carrying or financing the non-consenting working interest owners shall be determined by the terms of Gulfport's Unit Agreement and Model Form Operating Agreement for the Hogston C 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) Gulfport 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 Gulfport's Unit Agreement and Model Form Operating Agreement for the Hogston C 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 Hogston C 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 Hogston C 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, Gulfport shall provide written notice of the termination to the Division and to all unleased mineral owners. In the event that termination of unit operations occurs prior to drilling and completing for production of two (2) wells in the Hogston C 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 Hogston C 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 Hogston C 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. Gulfport shall make royalty payments to all royalty interest 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 the working interest owners recover a reasonable interest charge equal to 200% of the cost of drilling, testing, completing, and producing the initial well, the working interest owners shall begin making such monthly payments for that well. For each additional well drilled in the unit area, the working interest owners shall begin making monthly payments equal to seven-eighths (7/8) share of net proceeds from production to each unleased mineral owner once the working interest owners have recovered a reasonable interest charge equal to 150% of the cost of drilling, testing, completing, and producing. 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 an unleased mineral owner from entering into a lease agreement with Gulfport pursuant to terms agreeable to both parties. An unleased mineral owner who enters into a lease with Gulfport after the issuance of this order is no longer an unleased mineral owner under this order as of the effective date of the lease. Gulfport shall notify the Division upon the execution of a lease agreement with any unleased mineral owner who is subject to this 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. Moreover, unleased mineral owners are 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-consenting working interest owner, or in any manner by the Division, Gulfport 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 Gulfport; and

   iii. A statement of all costs and expenses for purposes of Paragraphs 6 and 9(d) of this order.

h) Gulfport shall notify the Division of the assignment or transfer of any of its working interest in the Hogston C Unit. If Gulfport assigns or transfers any of its working interest, the assignee or transferee shall comply with this order.

i) Gulfport shall notify the Division if a tract that is leased by Gulfport, or any other consenting working interest owner for purposes of operating the Hogston C Unit, becomes an unleased tract. If Gulfport or the consenting working interest owner is unable to enter into lease agreement for the unleased tract, Gulfport must submit a request to the Division for an amendment of this order, which will include a new hearing before the Chief.

j) Gulfport shall notify the Division if any consenting working interest owner revokes, rescinds or otherwise terminates the agreement with Gulfport pertaining to the operation of the Hogston C Unit. Gulfport shall also notify the Division if any consenting working interest owner assigns or transfers all or part of its working interest in the Hogston C Unit.

k) Gulfport shall notify the Division if any non-consenting working interest owner enters into an agreement with Gulfport pertaining to the operation of the Hogston C Unit.

10) This order is not effective unless and until Gulfport provides the Chief with final written approval of the unit operations as prescribed in this order by Gulfport and consenting working interest owners, and also by the royalty interest owners or, with respect to unleased acreage, unleased mineral 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 Gulfport 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 Gulfport and to all persons listed in Exhibit B to this order.

11) In the event that this Chief's Order is appealed, the time periods as specified in this order are tolled pending final determination of the appeal.

12) Within twenty-one (21) days of this order becoming effective, Gulfport shall file a copy of this order with the Belmont County (Ohio) Recorder's Office, in the records of each of tracts that are subject to this order and referenced in Exhibit A of this order. Gulfport 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 Hogston C Unit as is consistent with the Chief's powers and duties as established by R.C. Chapter 1509 and

Ohio Admin. 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 this Chief's Order and Gulfport's Unit Agreement and Model Form Operating Agreement attached to the application, this Chief's Order shall take precedence.

Scott R Kell for.
Richard J. Simmers

12/14/2016
Date

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
Exhibit D

CERTIFIED MAIL TO:

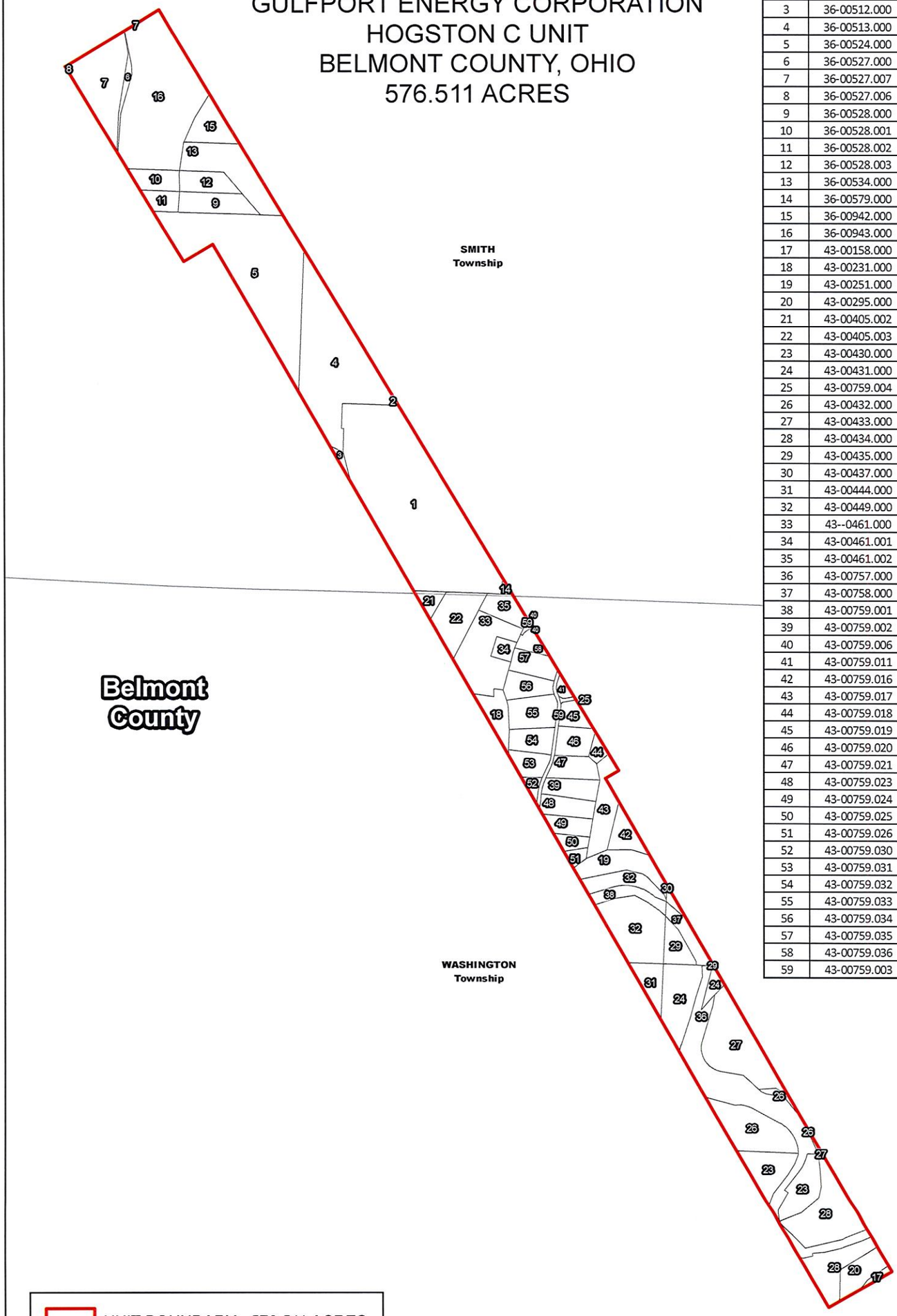
Name	Address	City	State	Zip	Certified Tracking
Elizabeth J. Gondira	4390 Grand Avenue	Shadyside	OH	43947	91 7199 9991 7037 1967 0181
The Ohio Valley Coal Company	46226 National Rd.	St. Clairsville	OH	43950	91 7199 9991 7037 1967 0198
Duane E. Schlosser, Jr. & Lenore Schlosser	5320 California Ave	Louisville	OH	44641	91 7199 9991 7037 1967 0204
American Energy Corporation	46226 National Rd.	St. Clairsville	OH	43950	91 7199 9991 7037 1967 0211
Robert E. & Deborah M. Newcomb	1884 Irene NE	Warren	OH	44483	91 7199 9991 7037 1967 0228
Two Happy Campers, LLC	8371 Brandywine	Northfield	OH	44067	91 7199 9991 7037 1967 0235
Pleasant Farms, Inc.	46226 National Road	St. Clairsville	OH	43950	91 7199 9991 7037 1967 0242
Mark E. and Tina Secrest	63511 Chapel Hill Rd	Belmont	OH	43718	91 7199 9991 7037 1967 0259
Lance C. Clark	140 Byrnes	Moundsville	WV	26041	91 7199 9991 7037 1967 0266
Robert L. and Eleanor M. Gillespie, Thomas K. & Linda S. Tacosik	6000 Ridgeview	Belmont	OH	43718	91 7199 9991 7037 1967 0273
Delores J. Bruny, Barbara Seib, Amy Bruny Kugler, Stuart Bruny, Scott Bruny	4130 Pegg	Columbus	OH	43214	91 7199 9991 7037 1967 0280
Sarah J. Hogston	1053 Elm St.	Grafton	OH	44044	91 7199 9991 7037 1967 0297
Elbert George Miller	55499 Trough Run Road	Bellaire	OH	43906	91 7199 9991 7037 1967 0303
Debbie McCabe	55558 Merritts Row	Bellaire	OH	43906	91 7199 9991 7037 1967 0310
David Moellendick	51650 Glencoe-Stewartsville Rd	Jacobsburg	OH	43933	91 7199 9991 7037 1967 0327
Danny Moellendick	Rt. #1, 57341 Somerton Highway	Barnesville	OH	43713	91 7199 9991 7037 1967 0334
Donna Ritchey	158 North Main, Apt. 4	Buffalo	WY	82834	91 7199 9991 7037 1967 0341
Douglas Moellendick	3 Weegee Lane, Lot 51	Shadyside	OH	43947	91 7199 9991 7037 1967 0358

Dana Kubic	64662 Old Township Road 310	Bellaire	OH	43906	9L 7199 9991 7037 1967 0365
Darla Moellendick	55558 Merritts Row	Bellaire	OH	43906	9L 7199 9991 7037 1967 0372
Howard Perkins, H. Reuben Perkins	55490 Belmont Ridge Road	Beallsville	OH	43716	9L 7199 9991 7037 1967 0389
Sheree M. Haavik	711 W. 17th St., Suite F-6	Costa Mesa	CA	92627	9L 7199 9991 7037 1967 0396
J.J. Detweiler Enterprises, Inc.	2814 Edison Street NW	Uniontown	OH	44685	9L 7199 9991 7037 1967 0402
Janet F. Toothman	58740 Ogilbee Rd	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0419
Terrie Lynn & Timothy H. Hannahs	58850 Ogilbee Rd	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0426
Beverly Joann Haggerty & James Dean Taylor	58885 Ogilbee Rd	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0433
Edward S. and Julie C. Watkins	64006 Garrett Hills Rd.	St. Clairsville	OH	43950	9L 7199 9991 7037 1967 0440
Michael A. and Joanne G. Chedester	67411 Mills Rd	St. Clairsville	OH	43950	9L 7199 9991 7037 1967 0457
Shawn C. and Lisa A. Babock	58735 Redstone Road	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0464
Lisa Craig Properties, LLC	58675 Redstone	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0471
Robert D. House & Sharon I. Rice	PO Box 94	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0488
GP Roberts Properties, LLC	58625 Redstone Road	Jacobsburg	OH	43933	9L 7199 9991 7037 1967 0495
Charles J. & Sally J. Kane	2973 Sabalwood Court	Delray Beach	FL	33445	9L 7199 9991 7037 1967 0501
Harmon Creek Farms, LLC	3939 Edison Street NW	Uniontown	OH	44685	9L 7199 9991 7037 2030 4518
Shawn C. Babock	58735 Redstone Road	Jacobsburg	OH	43933	9L 7199 9991 7037 2030 4525
AFNOCO, LLC, Anthony G. & Pamela A. Jones	255 E. Brown Center #300	Birmingham	MI	48009	9L 7199 9991 7037 2030 4532
Gateway Royalty II, LLC	PO Box 637	Carrollton	OH	44615	9L 7199 9991 7037 2030 4549
Dennis L. & Dawn M. Palmer	58879 Ogilbee Rd	Jacobsburg	OH	43933	9L 7199 9991 7037 2030 4556
Long Point Energy, LLC	5646 Milton Street, Suite 314	Dallas	TX	75206	9L 7199 9991 7037 2030 4563

L.D. Jenkins	P.O. Box 51	Cashion	OK	73016	91 7199 9991 7037 2030 4570
XTO Energy Inc. Attn: Win Ryan	810 Houston Street	Fort Worth	TX	76102	91 7199 9991 7037 2030 4587
Varro Energy, LLC Attn: Eric Holey	1600 East 19th Street, Suite 404	Edmond	OK	73013	91 7199 9991 7037 2030 4594
Zachary M. Simpson - Corporate Counsel Gulfport Energy Corporation	3001 Quail Springs Parkway	Oklahoma City	OK	73134	91 7199 9991 7037 2030 4600
Gulfport Energy Corporation Attn: Bill Eischeid, Land Manager	3001 Quail Springs Parkway	Oklahoma City	OK	73134	91 7199 9991 7037 2030 4617
Rice Drilling D LLC Attn: Aileen A. Rice Managing Director of Land Operations	2200 Rice Drive	Canonsburg	PA	15317	91 7199 9991 7037 2030 4624

Exhibit A

GULFPORT ENERGY CORPORATION
HOGSTON C UNIT
BELMONT COUNTY, OHIO
576.511 ACRES



MAP ID	PARCEL NUMBER	ACRES
1	36-00346.000	78.749
2	36-00275.000	0.197
3	36-00512.000	0.877
4	36-00513.000	41.506
5	36-00524.000	53.439
6	36-00527.000	1.658
7	36-00527.007	17.229
8	36-00527.006	0.172
9	36-00528.000	7.195
10	36-00528.001	4.593
11	36-00528.002	3.265
12	36-00528.003	5.32
13	36-00534.000	14.773
14	36-00579.000	0.403
15	36-00942.000	6.604
16	36-00943.000	45.754
17	43-00158.000	0.948
18	43-00231.000	4.2
19	43-00251.000	8.99
20	43-00295.000	6.129
21	43-00405.002	2.458
22	43-00405.003	9.82
23	43-00430.000	15.594
24	43-00431.000	10.98
25	43-00759.004	0.281
26	43-00432.000	16.427
27	43-00433.000	19.562
28	43-00434.000	26.769
29	43-00435.000	4.332
30	43-00437.000	0.766
31	43-00444.000	5.645
32	43-00449.000	21.671
33	43--0461.000	15.733
34	43-00461.001	2.042
35	43-00461.002	4.803
36	43-00757.000	30.35
37	43-00758.000	4.227
38	43-00759.001	4.506
39	43-00759.002	5.036
40	43-00759.006	0.003
41	43-00759.011	1.088
42	43-00759.016	4.604
43	43-00759.017	8.457
44	43-00759.018	1.467
45	43-00759.019	3.053
46	43-00759.020	4.959
47	43-00759.021	5.003
48	43-00759.023	4.954
49	43-00759.024	3.877
50	43-00759.025	2.105
51	43-00759.026	1.381
52	43-00759.030	1.339
53	43-00759.031	4.075
54	43-00759.032	5.005
55	43-00759.033	7.249
56	43-00759.034	5.099
57	43-00759.035	4.852
58	43-00759.036	2.347
59	43-00759.003	2.591

HOGSTON C
SMITH & WASHINGTON TOWNSHIP
BELMONT COUNTY, OHIO

N

0 3,760
Feet

Exhibit B

TRACT NUMBER	GULFPORT LEASE ID	LESSOR/OWNER	LEASED? Y/N	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	WORKING INTEREST (NET ACRES)	WORKING INTEREST (NET ACRES)	RICE WORKING INTEREST (NET ACRES)	XTO WORKING INTEREST	UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP CODE
1	10300	Elizabeth J. Gondira	Y	78.74900	13.65958%	36-00346.000	Smith	Belmont	OH	13.65958%	0.00000%	13.65958%	0.00000%	13.65958%	4390 Grand Avenue	Shadyside	OH	43947
2	9031	The Ohio Valley Coal Company	Y	0.19700	0.03417%	36-00275.000	Smith	Belmont	OH	0.03417%	0.03417%	0.00000%	0.00000%	0.03417%	46226 National Rd.	St. Clairsville	OH	43950
3	RICE	Duane E. Schlosser, Jr. and Lenore Schlosser	Y	0.87700	0.15212%	36-00512.000	Smith	Belmont	OH	0.15212%	0.00000%	0.15212%	0.00000%	0.15212%	5320 California Ave	Louisville	OH	44641
4	9029	American Energy Corporation	Y	41.50600	7.19952%	36-00513.000	Smith	Belmont	OH	7.19952%	7.19952%	0.00000%	0.00000%	7.19952%	46226 National Rd.	St. Clairsville	OH	43950
5	9029	American Energy Corporation	Y	53.43900	9.26938%	36-00524.000	Smith	Belmont	OH	9.26938%	9.26938%	0.00000%	0.00000%	9.26938%	46226 National Rd.	St. Clairsville	OH	43950
6	3240	Robert E. and Deborah M. Newcomb, JTWROS	Y	1.65800	0.28759%	36-00527.000	Smith	Belmont	OH	0.28759%	0.28759%	0.00000%	0.00000%	0.28759%	1884 Irene NE	Warren	OH	44483
7	3240	Robert E. and Deborah M. Newcomb, JTWROS	Y	17.22900	2.98849%	36-00527.007	Smith	Belmont	OH	2.98849%	2.98849%	0.00000%	0.00000%	2.98849%	1884 Irene NE	Warren	OH	44483
8	RICE	Two Happy Campers, LLC	Y	0.17200	0.02983%	36-00527.006	Smith	Belmont	OH	0.02983%		0.02983%	0.00000%	0.02983%	8371 Brandywine	Northfield	OH	44067
9	9032	Pleasant Farms, Inc.	Y	7.19500	1.24802%	36-00528.000	Smith	Belmont	OH	1.24802%	1.24802%	0.00000%	0.00000%	1.24802%	46226 National Road	St. Clairsville	OH	43950
10	9032a	Pleasant Farms, Inc.	Y	4.59300	0.79669%	36-00528.001	Smith	Belmont	OH	0.79669%	0.79669%	0.00000%	0.00000%	0.79669%	46226 National Road	St. Clairsville	OH	43950
11	9032a	Pleasant Farms, Inc.	Y	3.26500	0.56634%	36-00528.002	Smith	Belmont	OH	0.56634%	0.56634%	0.00000%	0.00000%	0.56634%	46226 National Road	St. Clairsville	OH	43950
12	9032a	Pleasant Farms, Inc.	Y	5.32000	0.92279%	36-00528.003	Smith	Belmont	OH	0.92279%	0.92279%	0.00000%	0.00000%	0.92279%	46226 National Road	St. Clairsville	OH	43950
13	5022a	Mark E. and Tina Secrest, JTWROS	Y	14.77300	2.56248%	36-00534.000	Smith	Belmont	OH	2.56248%	2.56248%	0.00000%	0.00000%	2.56248%	63511 Chapel Hill Rd	Belmont	OH	43718
14	10289	Lance C. Clark	Y	0.40300	0.06990%	36-00579.000	Smith	Belmont	OH	0.06990%	0.00000%	0.06990%	0.00000%	0.06990%	140 Byrnes	Moundsville	WV	26041
15	10298	Robert L. and Eleanor M. Gillespie, Thomas K. and Linda S. Tacosik	Y	6.60400	1.14551%	36-00942.000	Smith	Belmont	OH	1.14551%	1.14551%	0.00000%	0.00000%	1.14551%	6000 Ridgeview	Belmont	OH	43718
16	9031	The Ohio Valley Coal Company	Y	45.75400	7.93636%	36-00943.000	Smith	Belmont	OH	7.93636%	7.93636%	0.00000%	0.00000%	7.93636%	46226 National Rd.	St. Clairsville	OH	43950
17	RICE	Delores J. Bruny, Barbara Seib aka Barbara Kay Seib, Amy Kugler a/k/a Amy Bruny Kugler, Stuart Bruny aka Stuart F. Bruny, Scott Bruny	Y	0.94800	0.16444%	43-00158.000	Washington	Belmont	OH	0.16444%	0.00000%	0.16444%	0.00000%	0.16444%	4130 Pegg	Columbus	OH	43214
18	XTO	Sarah J. Hogston	Y	XTO	XTO	43-00231.000	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	58630 Ogilbee Rd	Jacobsburg	OH	43933
19	9031a	The Ohio Valley Coal Company	Y	8.99000	1.55938%	43-00251.000	Washington	Belmont	OH	1.55938%	1.55938%	0.00000%	0.00000%	1.55938%	46226 National Rd.	St. Clairsville	OH	43950
20	8731	Elbert George Miller Debbie McCabe David Moellendick Danny Moellendick Donna Ritchey Douglas Moellendick Dana Kubic Darla Moellendick	Y	6.12900	1.06312%	43-00295.000	Washington	Belmont	OH	1.06312%	0.53156%	0.53156%	0.00000%	1.06312%	64662 Old Township Rd 158 N. Main, Apt #4 3 Weegee lane, Lot #51 55558 Merritts Row 51650 Glencoe-Stewartsville Road 57341 Somerton Highway Harrison Street 55499 Trough Run Road	Bellaire Buffalo Shadyside Bellaire Jacobsburg Barnesville Bellaire Bellaire	OH WY OH OH OH OH OH	43906 82834 43947 43906 43933 43713 43906 43906
21	RICE	Duane E. Schlosser, Jr. and Lenore Schlosser	Y	2.45800	0.42636%	43-00405.002	Washington	Belmont	OH	0.42636%	0.00000%	0.42636%	0.00000%	0.42636%	5320 California Ave	Louisville	OH	44641
22	RICE	Duane E. Schlosser, Jr. and Lenore Schlosser	Y	9.82000	1.70335%	43-00405.003	Washington	Belmont	OH	1.70335%	0.00000%	1.70335%	0.00000%	1.70335%	5320 California Ave	Louisville	OH	44641
23	5071	Howard Perkins, H. Reuben Perkins (2/3)	Y	10.39600	1.80326%	43-00430.000	Washington	Belmont	OH	1.80326%	1.80326%	0.00000%	0.00000%	1.80326%	55490 Belmont Ridge Road	Beallsville	OH	43716
23	14461	Shirley M. Cottrill aka Sheree M. Haavik (1/3)	Y	5.19800	0.90163%	43-00430.000	Washington	Belmont	OH	0.90163%	0.90163%	0.00000%	0.00000%	0.90163%	711 W. 17th St., Suite F-6	Costa Mesa	CA	92627
24	9031a	The Ohio Valley Coal Company	Y	10.98000	1.90456%	43-00431.000	Washington	Belmont	OH	1.90456%	1.90456%	0.00000%	0.00000%	1.90456%	46226 National Rd.	St. Clairsville	OH	43950
25	13181	J.J. Detweiler Enterprises, Inc.	Y	0.28100	0.04874%	43-00759.004	Washington	Belmont	OH	0.04874%	0.04874%	0.00000%	0.00000%	0.04874%	2814 Edison Street NW	Uniontown	OH	44685

TRACT NUMBER	GULFPORT LEASE ID	LESSOR/OWNER	LEASED? Y/N	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	TAX MAP PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	COMMITTED WORKING INTEREST (NET ACRES)	GULFPORT WORKING INTEREST (NET ACRES)	RICE WORKING INTEREST (NET ACRES)	XTO WORKING INTEREST	UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP CODE
26	9031b	The Ohio Valley Coal Company, Charles S. and Shirley L. Johnson	Y	16.42700	2.84938%	43-00432.000	Washington	Belmont	OH	2.84938%	2.84938%	0.00000%	0.00000%	2.84938%	46226 National Rd.	St. Clairsville	OH	43950
27	9031b	The Ohio Valley Coal Company Howard E. and Marilyn R. Perkins	Y	19.56200	3.39317%	43-00433.000	Washington	Belmont	OH	3.39317%	3.39317%	0.00000%	0.00000%	3.39317%	46226 National Rd.	St. Clairsville	OH	43950
28	14477	Long Point Energy (75%)	Y	20.07675	3.48246%	43-00434.000	Washington	Belmont	OH	3.48246%	3.48246%	0.00000%	0.00000%	3.48246%	5646 Milton Street, Suite 900	Dallas	TX	75206
28	UNLEASED MINERAL INTEREST	LD Jenkins (25%)	N	*6.69225	*1.16082%	43-00434.000	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	0.00000%	*1.16082%	PO Box 51	Cashion	OK	73016
28	9031b	The Ohio Valley Coal Company, Donald H. and Carol M. Stukey, Wilda Warren	Y	*20.07675	*3.48246%	43-00434.000	Washington	Belmont	OH	*3.48246%	*3.39317%	0.00000%	0.00000%	*3.39317%	46226 National Rd	St. Clairsville	OH	43957
29	9031a	The Ohio Valley Coal Company	Y	4.33200	0.75142%	43-00435.000	Washington	Belmont	OH	0.75142%	0.75142%	0.00000%	0.00000%	0.75142%	46226 National Rd.	St. Clairsville	OH	43950
30	9031a	The Ohio Valley Coal Company	Y	0.76600	0.13287%	43-00437.000	Washington	Belmont	OH	0.13287%	0.13287%	0.00000%	0.00000%	0.13287%	46226 National Rd.	St. Clairsville	OH	43950
31	9031b	The Ohio Valley Coal Company	Y	5.64500	0.97917%	43-00444.000	Washington	Belmont	OH	0.97917%	0.97917%	0.00000%	0.00000%	0.97917%	46226 National Rd	St. Clairsville	OH	43957
32	9031a	The Ohio Valley Coal Company	Y	21.67100	3.75899%	43-00449.000	Washington	Belmont	OH	3.75899%	3.75899%	0.00000%	0.00000%	3.75899%	46227 National Rd	St. Clairsville	OH	43957
33	XTO	Janet F. Toothman	Y	XTO	XTO	43-00461.000	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	58740 Ogilbee	Jacobsburg	OH	43933
34	XTO	Terrie Lynn and Timothy H. Hannahs, JTWROS	Y	XTO	XTO	43-00461.001	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	58850 Ogilbee Rd	Jacobsburg	OH	43933
35	XTO	Janet F. Toothman	Y	XTO	XTO	43-00461.002	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	58740 Ogilbee	Jacobsburg	OH	43933
36	9031a	The Ohio Valley Coal Company	Y	30.35000	5.26443%	43-00757.000	Washington	Belmont	OH	5.26443%	5.26443%	0.00000%	0.00000%	5.26443%	46226 National Rd	St. Clairsville	OH	43957
37	9031a	The Ohio Valley Coal Company	Y	4.22700	0.73320%	43-00758.000	Washington	Belmont	OH	0.73320%	0.73320%	0.00000%	0.00000%	0.73320%	46226 National Rd	St. Clairsville	OH	43957
38	9031a	The Ohio Valley Coal Company	Y	4.50600	0.78160%	43-00759.001	Washington	Belmont	OH	0.78160%	0.78160%	0.00000%	0.00000%	0.78160%	46226 National Rd	St. Clairsville	OH	43957
39	9031b	The Ohio Valley Coal Company	Y	5.03600	0.87353%	43-00759.002	Washington	Belmont	OH	0.87353%	0.87353%	0.00000%	0.00000%	0.87353%	46226 National Rd	St. Clairsville	OH	43957
40	RICE	Beverly Joann Haggerty and James Dean Taylor	Y	0.00300	0.00052%	43-00759.006	Washington	Belmont	OH	0.00052%	0.00000%	0.00052%	0.00000%	0.00052%	58885 Ogilbee Rd	Jacobsburg	OH	43933
41	RICE	J.J. Detweiler Enterprises, Inc.	Y	1.08800	0.18872%	43-00759.011	Washington	Belmont	OH	0.18872%	0.00000%	0.18872%	0.00000%	0.18872%	2814 Edison Street NW	Uniontown	OH	44685
42	RICE	Edward S. and Julie C. Watkins, JTWROS	Y	4.60400	0.79860%	43-00759.016	Washington	Belmont	OH	0.79860%	0.00000%	0.79860%	0.00000%	0.79860%	64006 Garrett Hills Rd.	St. Clairsville	OH	43950
43	RICE	Michael A. and Joanne G. Chedester, JTWROS	Y	8.45700	1.46693%	43-00759.017	Washington	Belmont	OH	1.46693%	0.00000%	1.46693%	0.00000%	1.46693%	67411 Mills Rd	St. Clairsville	OH	43950
44	RICE	J.J. Detweiler Enterprises, Inc.	Y	1.46700	0.25446%	43-00759.018	Washington	Belmont	OH	0.25446%	0.00000%	0.25446%	0.00000%	0.25446%	2814 Edison Street NW	Uniontown	OH	44685
45	RICE	Shawn C. and Lisa A. Babock, JTWROS	Y	3.05300	0.52956%	43-00759.019	Washington	Belmont	OH	0.52956%	0.00000%	0.52956%	0.00000%	0.52956%	58735 Redstone Road	Jacobsburg	OH	43933
46	RICE	Shawn C. and Lisa A. Babock, JTWROS	Y	4.95900	0.86017%	43-00759.020	Washington	Belmont	OH	0.86017%	0.00000%	0.86017%	0.00000%	0.86017%	58735 Redstone Road	Jacobsburg	OH	43933
47	RICE	Shawn C. and Lisa A. Babock, JTWROS	Y	5.00300	0.86781%	43-00759.021	Washington	Belmont	OH	0.86781%	0.00000%	0.86781%	0.00000%	0.86781%	58735 Redstone Road	Jacobsburg	OH	43933
48	RICE	Lisa Craig Properties, LLC	Y	4.95400	0.85931%	43-00759.023	Washington	Belmont	OH	0.85931%	0.00000%	0.85931%	0.00000%	0.85931%	58675 Redstone	Jacobsburg	OH	43933
49	8285	Robert D. House and Sharon I. Rice	Y	3.87700	0.67249%	43-00759.024	Washington	Belmont	OH	0.67249%	0.67249%	0.00000%	0.00000%	0.67249%	PO Box 94	Jacobsburg	OH	43933
50	XTO	Michael G. and Patricia A. Roberts, JTWROS	Y	XTO	XTO	43-00759.025	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	11721 Fox Hill Rd	North Fort Myers	FL	33917
51	XTO	Michael G. and Patricia A. Roberts, JTWROS	Y	XTO	XTO	43-00759.026	Washington	Belmont	OH	0.00000%	0.00000%	0.00000%	100.00000%	XTO	11721 Fox Hill Rd	North Fort Myers	FL	33917
52	RICE	Charles J. and Sally J. Kane	Y	1.33900	0.23226%	43-00759.030	Washington	Belmont	OH	0.23226%	0.00000%	0.23226%	0.00000%	0.23226%	2973 Sabalwood Court	Delray Beach	FL	33445
53	RICE	Harmon Creek Farms, LLC	Y	4.07500	0.70684%	43-00759.031	Washington	Belmont	OH	0.70684%	0.00000%	0.70684%	0.00000%	0.70684%	3939 Edison Street NW	Uniontown	OH	44685
54	9950	J.J. Detweiler Enterprises, Inc.	Y	5.00500	0.86815%	43-00759.032	Washington	Belmont	OH	0.86815%	0.86815%	0.00000%	0.00000%	0.86815%	2814 Edison Street NW	Uniontown	OH	44685
55	RICE	Shawn C. Babock	Y	7.24900	1.25739%	43-00759.033	Washington	Belmont	OH	1.25739%	0.00000%	1.25739%	0.00000%	1.25739%	58735 Redstone Road	Jacobsburg	OH	43933
56	RICE	AFNOCO, LLC and between Anthony G. and Pamela A. Jones	Y	5.09900	0.88446%	43-00759.034	Washington	Belmont	OH	0.88446%	0.00000%	0.88446%	0.00000%	0.88446%	255 E. Brown Center #300	Birmingham	MI	48009
57	RICE	Gateway Royalty II, LLC	Y	4.85200	0.84161%	43-00759.035	Washington	Belmont	OH	0.84161%	0.00000%	0.84161%	0.00000%	0.84161%	PO Box 637	Carrollton	OH	44615

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58	RICE	Dennis L. and Dawn M. Palmer, JTWROS	Y	2.34700	0.40710%	43-00759.036	Washington	Belmont	OH	0.40710%	0.00000%	0.40710%	0.00000%	0.40710%	58879 Ogilbee Rd	Jacobsburg	OH	43933
59	RICE	J.J. Detweiler Enterprises, Inc.	Y	2.59100	0.44943%	one Rd)43-00759	Washington	Belmont	OH	0.44943%	0.00000%	0.44943%	0.00000%	0.44943%	2814 Edison Street NW	Uniontown	OH	44685

TOTAL NET LEASED ACRES:	539.55475	93.58967%
TOTAL UNIT ACRES:	576.51100	

93.58967%	66.24735%	27.34232%	5.24951%	93.58967%

Exhibit C

Unleased Mineral Owners

TRACT NUMBER	GULFPORT LEASE ID NUMBER	LESSOR/OWNER	LEASED? Y/N	SURFACE ACRES IN UNIT	TRACT PARTICIPATION	PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	UNIT PARTICIPATION	ADDRESS	CITY	STATE	ZIP CODE
28	UNLEASED MINERAL INTEREST	LD Jenkins (25%)	N	6.69225	1.16082%	43-00434.000	Washington	Belmont	OH	1.16082%	PO Box 51	Cashion	OK	73016

TOTAL UNITIZED ACRES:	6.69225	1.16082%
TOTAL UNIT ACRES:	576.51100	

	Unleased

Exhibit D

Non-Consenting Working Interest Owners

TRACT NUMBER	WORKING INTEREST OWNER	ADDRESS	LEASED? Y/N	ACRES IN UNIT	TRACT PARTICIPATION	PARCEL ID NUMBERS	TOWNSHIP	COUNTY	STATE	UNIT PARTICIPATION
18	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	4.20000	0.72852%	43-00231.000	Washington	Belmont	OH	0.72852%
33	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	15.73300	2.72900%	43-00461.000	Washington	Belmont	OH	2.72900%
34	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	2.04200	0.35420%	43-00461.001	Washington	Belmont	OH	0.35420%
35	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	4.80300	0.83312%	43-00461.002	Washington	Belmont	OH	0.83312%
50	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	2.10500	0.36513%	43-00759.025	Washington	Belmont	OH	0.36513%
51	XTO ENERGY INC.	810 Houston Street Fort Worth, Texas 76102 ATTN: Win Ryan Email: win.ryan@xtoenergy.com	Y	1.38100	0.23954%	43-00759.026	Washington	Belmont	OH	0.23954%

TOTAL UNCOMMITTED WI:	30.26400	5.24951%
TOTAL UNIT ACRES:	576.51100	