west virginia department of environmental protection

Office of Oil and Gas
601 57th Street SE
Charleston, WV 25304
(304) 926-0450
(304) 926-0452 fax

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

October 20, 2015

WELL WORK PERMIT

Horizontal 6A Well

This permit, API Well Number: 47-9502305, issued to STATOIL USA ONSHORE PROPERTIES, INC., is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to all conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

In addition to the applicable requirements of this permit, and the statutes and rules governing oil and gas activity in WV, this permit may contain specific conditions which must be followed. Permit conditions are attached to this cover letter.

Per 35CSR-4-5.2.g this permit will expire in two (2) years from the issue date unless permitted well work is commenced. If there are any questions, please feel free to contact me at (304) 926-0499 ext. 1654.

James Martin
Chief

Operator's Well No: FRUNER 3H
Farm Name: FRUNER, CHARLES & WILDA LE
API Well Number: 47-9502305
Permit Type: Horizontal 6A Well
Date Issued: 10/20/2015

Promoting a healthy environment.

API Number: 4709502305

PERMIT CONDITIONS

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. Failure to adhere to the specified permit conditions may result in enforcement action.

CONDITIONS

1. This proposed activity may require permit coverage from the United States Army Corps of Engineers (USACE). Through this permit, you are hereby being advised to consult with USACE regarding this proposed activity.

2. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than one hundred (100) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.

3. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the moisture content of the fill material shall be within limits as determined by the Standard Proctor Density test of the actual soils used in specific engineered fill, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort, to achieve 95 % compaction of the optimum density. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.

4. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.

5. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations,* 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.

6. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.

7. If any explosion or other accident causing loss of life or serious personal injury occurs in or about a well or well work on a well, the well operator or its contractor shall give notice, stating the particulars of the explosion or accident, to the oil and gas inspector and the Chief, within 24 hours of said accident.

8. During the casing and cementing process, in the event cement does not return to the surface, the oil and gas inspector shall be notified within 24 hours.

9. The operator shall provide to the Office of Oil and Gas the dates of each of the following within 30 days of their occurrence: completion of construction of the well pad, commencement of drilling, cessation of drilling, completion of any other permitted well work, and completion of the well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov.

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Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

October 20, 2015

Antero Resources
1615 Wynkoop Street
Denver, CO 80202

Re: Operator Comments from Antero Resources regarding API # 47-095-02305.

Dear Mrs. Steele:

The Office of Oil and Gas (OOG) has completed its review of the above referenced permit application submitted by Statoil USA Onshore Properties, Inc. The Tyler County oil and gas inspector examined the site to ensure compliance with all applicable requirements. Also, your comments were sent to the applicant to ensure it is aware of your concerns. The applicant's response is enclosed for your records.

After considering your comments, the applicant's response, and the inspector's findings, the OOG has determined that the application meets the requirements set forth in Article 6A Chapter 22 of the West Virginia Code and Legislative Rule Title 35 Series 8. Consequently, the OOG is issuing the permit today. For your information and convenience, I am including with this letter a copy of the permit as issued.

Please contact Gene Smith at (304) 926-0499, extension 1652 if you have questions.

Sincerely,

Charles T. Brewer

Charles T. Brewer
Environmental Resource Specialist
WVDEP Office of Oil and Gas
601 57th Street, SE
Charleston, WV 25304
304-926-0499 ext. 1547

Statoil

September 22, 2015

West Virginia Department of Environmental Protection
Office of Oil and Gas
601 57th Street, SE
Charleston, WV 23504-2345

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SEP 25 2015
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RE: Response to Antero Objection, dated September 9, 2015
Fruner 3H Well (API# 47-095-02305), Tyler County, West Virginia

Dear Madam/Sir,

Thank you for bringing the Antero Resource Corporation ("Antero") objection to the attention of Statoil USA Onshore Properties Inc. ("Statoil") regarding the Fruner 3H Well permit application. Statoil appreciates the opportunity for open dialogue with the West Virginia Department of Environmental Protection and other operators in the area. As such, the following letter shall serve as the response of Statoil to the objection of Antero, contained in the above referenced objection letter, dated September 9, 2015.

Statoil acknowledges the statement of Antero that Statoil entered into a surface use agreement, containing a surface and subsurface easement right, with Charles and Wilda Lee Fruner subsequent to Antero signing an oil and gas lease with Gina Pastors. However, Statoil disagrees with the position Antero has taken that the oil and gas lease renders the rights of the surface owner subordinate to those of the mineral owner. The position of Statoil is in accordance with Chapter 22, Article 6B of the West Virginia Code contains pertinent findings which are applicable to this objection. The Legislature has found *(1) Exploration for and development of oil and gas reserves in the state must coexist with the use, agriculture or otherwise, of the surface of certain land that each constitutes a right* ***equal*** *to the other. (2)(b) The Legislature declares that the public policy of this state shall be that the compensation and damages provided in this article for surface owners may not be diminished by any provision in a deed,* ***lease*** *or other contract of conveyance entered into after December 31, 2011.* (Emphasis added) Let it be known the oil and gas lease by and between Antero Resources Corporation and Gina Pastors was filed of record on July 3, 2013 in Book 420, Page 378 of the records of Tyler County, West Virginia. (the "Antero Lease"). The Legislature further states, *(C) It is the purpose of this article to provide Constitutionally permissible protection and compensation to surface owners of lands on which horizontal wells are drilled from the burden resulting from drilling*

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Statoil

operations commenced after January 1, 2012. This article is to be interpreted in the light of the legislative intent expressed herein. This article shall be interpreted to benefit surface owners, regardless of whether the oil and gas mineral estate was separated from the surface estate and regardless of who executed the document which gave the oil and gas developer the right to conduct drilling operations on the land. Section four of this article shall be interpreted to benefit all persons. Statoil believes that the Legislative intent is clear and contrary to the claims of Antero that the "mineral estate is dominant over the surface estate."

Accordingly, Charles and Wilda Lee Fruner exercised their equal right to enter into a surface use agreement with Statoil thereby granting Statoil use of the lands in accordance with the purposes stated in the Horizontal Well Permit Application for the Fruner 3H well.

Should the West Virginia Department of Environmental Protection deem the statement of facts contained herein acceptable in determining Statoil followed the Legislative intent as recited in the West Virginia Code, Statoil requests that the West Virginia Department of Environmental Protection hereby approve its permit to drill the Fruner 3H Well. Conversely, should any further information be required in order to approve the permit to drill the Fruner 3H Well, please inform Statoil of the request so that it may be provided without further delay.

Should you have any questions, please feel free to contact me at 713-485-2640 or at BEKW@Statoil.com.

Sincerely,

Bekki Winfree

Bekki Winfree
Senior Regulatory Advisor
Statoil USA Onshore Properties Inc.

September 9, 2015

Antero Resources
1615 Wynkoop Street
Denver, CO 80202
Office 303.357.7310
Fax 303.357.7315

West Virginia Department of Environmental Protection ("WVDEP")
601 57th Street, SE
Charleston, WV 25304

Re: Objection to Issuance of Horizontal Well Permit for the Fruner 3H Well (API# 47-095-02305), Tyler County, West Virginia (the "Fruner 3H Well")

Dear Madam/Sir;

Antero Resources Corporation ("Antero") hereby formally objects to the issuance of a horizontal well permit for the Fruner 3H Well, submitted to the WVDEP by Statoil USA Onshore Properties Inc ("Statoil"), for the reasons set forth herein.

As set forth in documents filed with the WVDEP by Statoil on August 12, 2015, Statoil has proposed to put the surface location and well pad for the Fruner 3H Well on a 97.5 acre tract of land in the Ellsworth District of Tyler County, West Virginia identified as Tax Map and Parcel ID #2-15-24 (the "Fruner Tract"). On February 11, 2015, Statoil entered into a surface use agreement covering the Fruner Tract with Charles Fruner and Wilda Lee Fruner, husband and wife, owners of the surface estate in the Fruner Tract (the "Statoil SUA"). However, Antero previously entered into an oil and gas lease covering the Fruner Tract with Gina Pastors, the owner of the mineral estate in the Fruner Tract, a memorandum of which was recorded on July 3, 2013 in Book 420, Page 378 of the records of Tyler County, West Virginia (the "Antero Lease").

The Antero Lease was placed of record approximately 18 months prior to the Statoil SUA, thus Statoil rights pursuant to the Statoil SUA, are subordinate to the Antero Lease. Under West Virginia law, the mineral estate is dominant over the surface estate. Thus, as the owner of the oil and gas leasehold estate in the Fruner Tract, Antero has the dominant right to use so much of the surface and subsurface of the Fruner Tract that is necessary in connection with Antero's oil and gas operations on the Fruner Tract or lands pooled therewith. This is particularly the case since the Fruner Tract is outside the boundaries of Statoil's proposed unit for the Fruner 3H well, and thus Statoil intends to use the surface and subsurface of the Fruner Tract solely for the benefit of Statoil's oil and gas leasehold estate in lands other than the Fruner Tract. Moreover, the Statoil SUA is titled "Surface Use, Surface and Subsurface Easement, and Damage Settlement Agreement", which is misleading due to the fact that the Surface Owner does not own the minerals in the Fruner Tract, and thus the Surface Owner's subsurface rights are subordinate to Antero's rights under the Antero Lease.

Antero currently plans to form a pooled unit that includes the Fruner Tract and to drill one or more horizontal wells in this pooled unit (the "Antero Unit"). Given the topography in the vicinity of the Fruner Tract and resulting lack of suitable locations for well pads and production facilities, Statoil's proposed surface location on the Fruner Tract will interfere with Antero's ability to obtain a suitable surface location for wells drilled in the Antero Unit. In addition, the

pathway of the wellbore of the Fruner 3H Well and any subsequent horizontal wells drilled by Statoil through the subsurface of the Fruner Tract will interfere with the pathway of the wellbores subsequently drilled by Antero in the Antero Unit.

Since Statoil's proposed use of the surface and subsurface of the Fruner Tract in connection with the Fruner 3H Well will interfere with Antero's dominant rights to use the surface and subsurface of the Fruner Tract, Antero hereby objects to the issuance of a horizontal well permit for the Fruner 3H Well.

Antero believes this protest has been filed in a timely manner and in accordance with the 30 day public comment period, which expires after September 10, 2015. Should you have any questions, please feel free to contact me at 303-357-7323.

Sincerely,

Ashlie Steele

Ashlie Steele
Permitting Supervisor
Antero Resources Corporation

Enclosures

WW-6B
(04/15)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: Fruner

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
WELL WORK PERMIT APPLICATION

1) Well Operator: Statoil USA Onshore Prope | 494505083 | Tyler | Ellsworth | Porters Falls-Sec
Operator ID | County 47095023 | District | Quadrangle

2) Operator's Well Number: Fruner 3H Well Pad Name: Fruner

3) Farm Name/Surface Owner: Fruner/Charles & Wilda Lee Fruner Public Road Access: County Road 18/6

4) Elevation, current ground: 1026' Elevation, proposed post-construction: 1019.90'

5) Well Type (a) Gas X Oil _____ Underground Storage _____
Other _____
(b)If Gas Shallow X Deep _____
Horizontal X

Michael Doff 7/17/15

6) Existing Pad: Yes or No No

7) Proposed Target Formation(s), Depth(s), Anticipated Thickness and Expected Pressure(s):
Marcellus, Formation Top 6431', 51' thick, 4213 psi

8) Proposed Total Vertical Depth: 6473'

9) Formation at Total Vertical Depth: Marcellus Shale

10) Proposed Total Measured Depth: 12,846'

11) Proposed Horizontal Leg Length: 5878'

12) Approximate Fresh Water Strata Depths: 292' TVD

13) Method to Determine Fresh Water Depths: 1980 study "Freshwater & Saline Groundwater of WV" by James Foster

14) Approximate Saltwater Depths: 442' TVD

15) Approximate Coal Seam Depths: 242', 251'

16) Approximate Depth to Possible Void (coal mine, karst, other): NA

17) Does Proposed well location contain coal seams directly overlying or adjacent to an active mine? Yes _____ No X

(a) If Yes, provide Mine Info: Name: _____
Depth: _____
Seam: _____
Owner: _____

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(04/15)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: Fruner

18) **CASING AND TUBING PROGRAM**

TYPE	Size (in)	New or Used	Grade	Weight per ft. (lb/ft)	FOOTAGE: For Drilling (ft)	INTERVALS: Left in Well (ft)	CEMENT: Fill-up (Cu. Ft.)/CTS
Conductor	20"	New	H-40	94#	100'	100'	cmt to surface-150 cuft
Fresh Water	13.375"	New	J-55	54.4#	350'	350'	cmt to surface-381 cuft
Coal							
Intermediate	9.625"	New	J-55	~~36#~~ 40	2151'	2151'	cmt to surface-915 cuft
Production	5.5"	New	P-110ICY	20#	~~12846'~~ 12846	12846'	Cmt to 1151'-2989 cuft
Tubing	2.375"	New	L-80	4.7#			
Liners							

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MAC 7/17/15

TYPE	Size (in)	Wellbore Diameter (in)	Wall Thickness (in)	Burst Pressure (psi)	Anticipated Max. Internal Pressure (psi)	Cement Type	Cement Yield (cu. ft./k)
Conductor	20"	26"	.438	1530 psi		Class A	1.3 cuft/sk
Fresh Water	13.375"	17.5"	.380	2730 psi	220 psi	Class A	2.31 cuft/sk
Coal							
Intermediate	9.625"	12.25"	.352	3520 psi	1641 psi	Class A	2.31 cuft/sk
Production	5.5"	8.5"	.361	12640 psi	9800 psi	Class A	1.37 cuft/sk
Tubing	2.375"	5.5"	.19	11200 psi	3565 psi		
Liners							

PACKERS

Kind:	HES Versa-Set Retrievable Packer			
Sizes:	2.375" x 5.5"			
Depths Set:	5900'			

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WW-6B
(10/14)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: Fruner

MDG 7/17/15

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

See Attached

4709502305

20) Describe fracturing/stimulating methods in detail, including anticipated max pressure and max rate:

Well will be hydraulically fracture stimulated via the plug-n-perf method with +/- 25 stages per well. Each fracturing treatment will utilize approximately 440,000 lbs of sand and 7,500 bbls of fresh water. The fracturing rate will range between 80 and 100 bpm at a maximum pressure of 9,800 psi.

21) Total Area to be disturbed, including roads, stockpile area, pits, etc., (acres): 13.4 acres

22) Area to be disturbed for well pad only, less access road (acres): 2.3 acres drilling/1.16 acres facilities

23) Describe centralizer placement for each casing string:

See Attached

24) Describe all cement additives associated with each cement type:

See Attached

25) Proposed borehole conditioning procedures:

See Attached

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*Note: Attach additional sheets as needed.

MAC
7/17/15

WW-6B – Fruner 3H

19) Describe proposed well work, including the drilling and plugging back of any pilot hole:

20" conductor will be pre-set prior to start of operations and cemented in place to surface at approximately 100ft. A 17 ½" surface hole will be drilled with fresh water to approximately 350'md/tvd. 13 3/8" surface casing will be installed and cemented to surface in order to isolate fresh water zones and provide a competent shoe for well control while drilling deeper horizons. A 12 ¼" intermediate hole section will be drilled with Air misting with 5% KCL Polymer (WBM) and a conventional mud motor to approximately 2151'md/tvd through the base of the Big Injun formation. 9 5/8" Intermediate casing will be installed and cemented to surface in order to isolate the Red Beds and Big Injun formation from lower hydrocarbon bearing zones while providing a competent shoe for well control. The 8 ½" vertical hole section will be drilled to planned kick-off point using air misting with 5 %KCL and a conventional mud motor. The wellbore will be deviated from vertical and landed horizontally in the Marcellus Target horizon and extended laterally to total depth of 12,846'md/6,473'vd using SBM and conventional mud motors. A 5 ½" production casing will be installed and cemented so estimated top of cement is at least 300ft inside the previous casing shoe. The Drilling Rig will then be released to the next well.

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23) Describe centralizer placement for each casing string:

Surface - 1 centralizer w/ stop collar 10 ft above float shoe. One Single Bow every joint to 100ft below surface.

Intermediate – 1 centralizer w/ stop collar 10 ft above float shoe. 1 centralizer w/ stop collar 10 ft above float collar. 1 centralizer every joint for the first 15 joints. One centralizer every 3 jnts to 100ft below surface.

Production - 1 centralizer w/ stop collar 10ft above shoe. 1 centralizer 10ft above float collar. 1 centralizer every joint (floating) until KOP. 1 centralizer every 3 joints (floating) until 200ft inside intermediate shoe. 1 centralizer 50ft below mandrel hanger.

24) Describe all cement additives associated with each cement type:

Surface - Class A + 3% CaCl2

Intermediate - Class A cmt, 0.05% Retarder, 0.25% Defoamer, 1% Accelerator, 0.25% Dispersant, 0.65% Retarder, 9.10 gal/sk Fresh Water.

Production - Class A cmt, 10% bwow Dispersent, 0.6% bwoc Fluid Loss, 0.4% bwoc Retarder, 0.1% bwoc Free water control agent, 0.25% bwoc Defoamer, 0.1% bwoc Fluid Loss, 6.32 gal/sk Fresh Water.

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MDG
7/17/15

WW-6B – Fruner 3H

25) Proposed borehole conditioning procedures:

Surface – Drilled with fresh water to section total depth. Prior to tripping, hole will circulated clean of cuttings and back-reamed if necessary.

Intermediate – Drilled with air + misting 5% KCL Polymer Water Based Mud (WBM) to section total depth. At section total depth, pump 40bbl viscous pill and circulate hole clean displacing to 5%KCL.

Production - Drilled air with + misting 5% KCL Polymer Water Based Mud (WBM) to KOP the displaced with 12.5-13.0 ppg Synthetic Based Mud (SBM) to section total depth. At section total depth pump 2-3 20bbl heavy weighted pill sweeps to transport excess cutting from the hole until clean. Pump rates will be maintained in excess of 600 GPM, and rotation in excess of 100 RPM to assist cuttings transport. A 60 bbl tuned weighted spacer will be pumped ahead of the cement to assist in mud cake removal and water wet both casing and formation.

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CEMENT ADDITIVES

Surface - Class A + 3% CaCl2

Intermediate - Class A cmt, 0.05% Retarder, 0.25% Defoamer, 1% Accelerator, 0.25% Dispersant, 0.65% Retarder, 9.10 gal/sk Fresh Water.

Production - Class A cmt, 10% bwow Dispersent, 0.6% bwoc Fluid Loss, 0.4% bwoc Retarder, 0.1% bwoc Free water control agent, 0.25% bwoc Defoamer, 0.1% bwoc Fluid Loss, 6.32 gal/sk Fresh Water.

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Statoil — Marcellus - Drilling Well Schematic

Well Name:	Fruner 3H			GLE (ft):	1,020	TVD(ft):	6,473
Field Name:	Marcellus			DF(ft):	1,042	TMD(ft):	12,846
County:	Wetzel Co., WV	BHL:	X = 1677476.0	Y=	14338127.0	Profile:	Horizontal
API #:	0	SHL:	X = 1676140.1	Y=	14344592.3	AFE No.:	PERMITTING

Formations & Csg Points	Depth, ft MD	Depth, ft TVD	Depth, ft SS	Form. Temp. (F)	Pore Press. (EMW)	Frac Gradient (EMW)	Planned MW	Measure Depth (ft)	Program	Details
Conductor	*100*	*100*	*1,962*	-	-	-	-	100		**20" Conductor**
							Fresh Water			**17-1/2" Surface**
							8.6		**Profile:**	Vertical
									Bit Type:	17-1/2" SMITH MSi716
									BHA:	9 5/8" Motor with Shock Sub
									Mud:	8.6 ppg Fresh Water
									Surveys:	n/a
									Logging:	n/a
									Casing:	13.375 54.5 J-55 BTC at 350' MD/350' TVD
Washington Coal		242	1,820						**Centralizers:**	1 centralizer w/ stop collar 10 ft above float shoe. One Single Bow every joint to 100ft below surface.
Waynesburg A Coal		251	1,811							
Approximate Fresh Water Strata ~292'									**Cement:**	15.8 ppg Tail slurry w/ TOC @ Surface
Base Fresh Water		292	1,770				8.6		**Potential Drilling Problems:**	Collision, , ,
Casing Point	*350*	*350*	*1,712*	*65*	-	-		350		
									FIT/LOT: 14.0 ppg EMW	**12-1/4" Intermediate**
							Air/Mist		**Profile:**	Vertical
									Bit Type:	12-1/4" Hughes TCI VG-35ADX1 (IADC:547) w/ 3x22's
									BHA:	8" Directional Assy 7:8 Lobe 2.0 Stg .07 rpg 1.15ABH (0.10 rpg/375 Diff)
Top Salt Water	442	442	1,620				Air/Mist		**Mud:**	Air/Mist
				-	-	-			**Surveys:**	Gyro SS, MWD - EM Pulse
									Logging:	n/a
									Casing/Liner:	9.625 36 J-55 BTC at ' MD/' TVD
									Csg Hanger:	Mandrel Hanger
									Centralizers:	1 centek centralizer w/ stop collar 10 ft above float shoe. 1 centek centralizer w/ stop collar 10 ft above float collar. 1 centralizer every joint for the first 15 joints. One centralizer every 3 jnts to 100ft below surface.
							Air/Mist	TOC @ 1151' MD	**Cement:**	15.8 ppg Tail slurry w/ TOC @ Surface
									Potential Drilling Problems:	Hole Cleaning , Stuck Pipe, Lost Cones,
Big Injun	1,957	1,957	*106*				Air/Mist			
Big Injun Base		2,051								
Casing Point	*2,151*	*2,151*	*-89*	*82*	-	*>18.0*		2,151		
									LOT: 20 ppg Max	**8-1/2" Production**
							Air/Mist		**Profile:**	
Weir		2,225	-163						**Bit Type:**	8-1/2" Hughes VG-30ADX1 (IADC: 547) w/ 3x22's 8 1/2" Smith SDAi513 Curve Lateral w/ 7 x16's
Gordon		2,632	-570				Air/Mist		**BHA:**	Directional Assembly (Steerable Motor) + EM w/ GR 6.75in 7:8 Lobe, 2.9 Stg (1.15 deg 0.17rpg, 560 Diff) - Vert 6.75in 4/5 Lobe, 7.0 Stg (1.95 deg Fixed, 0.5rpg, 915 Diff) - HZ
Warren		3,354	-1,292						**Mud:**	Air/Mist to KOP and 12.5-13.0 ppg SOBM Curve Lateral
Java		4,775	-2,713				Air/Mist		**Surveys:**	MWD - EM Pulse w/ 30ft surveys in curve, 100ft surveys in lateral
							Air/Mist		**Logging:**	GR
KOP		5,711	-3,649				Air/Mist		**Casing/Liner:**	5.5 20 P110EC VAM TOP HT at 12846 ft MD/6473 ft TVD
Sonyea		5,953	-3,891				12.5-13.0		**Csg Hanger:**	Mandrel Hanger
Middlesex		6,265	-4,203				12.5-13.0		**Centralizers:**	1 centek centralizer w/ stop collar 10ft above shoe. 1 centek centralizer 10ft above float collar. 1 centek centralizer every joint (floating) until KOP. 1 centek centralizer every 3 joints (floating) until 200ft inside intermediate shoe. 1 centek centralizer 50ft below mandrel hanger.
							12.5-13.0			
West River		6,292	-4,230				12.5-13.0		**Cement:**	15 ppg Tail slurry w/ TOC @ 1151' MD
Geneseo		6,362	-4,300							
Tully		6,385	-4,323							
Hamilton		6,402	-4,340				12.5-13.0		**Potential Drilling Problems:**	Lost Coes, Hole Cleaning , Torque, Drag
Marcellus		6,431	-4,369		-	-				
							12.5-13.0		**Notes / Comments:**	
							12.5-13.0			
					-	-				
							12.5-13.0			
					-	-				
							12.5-13.0		TMD:	12,846
									TVD:	6,473
Landing Point	6,970	6,448	-4,386				12.5-13.0			
CherryValley		6,460	-4,398				12.5-13.0			
Target Line		6,453	-4,391				12.5-13.0			
Onondaga		6,482	-4,420		-	-	12.5-13.0			
					-	-				

Last Revision Date: 5/15/2015
Revised by: Ryan Cardenas

Note: Depths are referenced to RKB
Note: Not Drawn to Scale

Cement Outside Casing

API # 47-095-02305

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Fruner 3H Well Schematic_Detail Summary Statoil Version

WW-9
(2/15)

API Number 47 - _____ - _____
Operator's Well No. Fruner 3H

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Environmental Protection

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION
OFFICE OF OIL AND GAS

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name Statoil USA Onshore Properties Inc. OP Code 494505083

Watershed (HUC 10) Gorrell Run-Middle Island Creek Quadrangle Porter Falls - Sec 7

Do you anticipate using more than 5,000 bbls of water to complete the proposed well work? Yes ☑ No ☐

Will a pit be used? Yes ☐ No ☑

If so, please describe anticipated pit waste: _____

Will a synthetic liner be used in the pit? Yes ☐ No ☐ If so, what ml.? _____

Proposed Disposal Method For Treated ~~Pit~~ Wastes:

_____ Land Application
■ Underground Injection (UIC Permit Number Green Hunter API 34-121-23195)
_____ Reuse (at API Number _____)
_____ Off Site Disposal (Supply form WW-9 for disposal location)
_____ Other (Explain _____

Will closed loop system be used? If so, describe: Yes

Drilling medium anticipated for this well (vertical and horizontal)? Air, freshwater, oil based, etc. Air/Fresh water-vert sec/oil based mud horiz sec

-If oil based, what type? Synthetic, petroleum, etc. Synthetic

Additives to be used in drilling medium? emulsifier, barite, surfactant, calcium carbonate, gilsonite, lime

Drill cuttings disposal method? Leave in pit, landfill, removed offsite, etc. Landfill

-If left in pit and plan to solidify what medium will be used? (cement, lime, sawdust) NA

-Landfill or offsite name/permit number? Wetzel County Landfill

Permittee shall provide written notice to the Office of Oil and Gas of any load of drill cuttings or associated waste rejected at any West Virginia solid waste facility. The notice shall be provided within 24 hours of rejection and the permittee shall also disclose where it was properly disposed.

I certify that I understand and agree to the terms and conditions of the GENERAL WATER POLLUTION PERMIT issued on August 1, 2005, by the Office of Oil and Gas of the West Virginia Department of Environmental Protection. I understand that the provisions of the permit are enforceable by law. Violations of any term or condition of the general permit and/or other applicable law or regulation can lead to enforcement action.

I certify under penalty of law that I have personally examined and am familiar with the information submitted on this application form and all attachments thereto and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine or imprisonment.

Company Official Signature Bekki Winfree

Company Official (Typed Name) Bekki Winfree

Company Official Title Sr. Regulatory Advisor

Subscribed and sworn before me this 8 day of SEPTEMBER, 20 15

Shirley Ryan Ameller Notary Public

My commission expires 3-26-2016

SHIRLEY RYAN-AMELLER
Notary Public, State of Texas
My Commission Expires
March 26, 2016

Form WW-9

Operator's Well No. Fruner 3H

Statoil USA Onshore Properties Inc.

Proposed Revegetation Treatment: Acres Disturbed 10 Prevegetation pH Unknown

Lime 3 Tons/acre or to correct to pH 6

Fertilizer type 10-20-20

Fertilizer amount 500 lbs/acre

Mulch 2 Tons/acre

4709502305

Seed Mixtures

Temporary		Permanent	
Seed Type	lbs/acre	Seed Type	lbs/acre
Winter Rye	168 lbs/acre	Tall Fescue or Orchard Grass	40 lbs/acre
Annual Ryegrass	40 lbs/acre	Ladino Clover	3 lbs/acre
		Redtop	3 lbs/acre

Attach:
Drawing(s) of road, location, pit and proposed area for land application (unless engineered plans including this info have been provided)

Photocopied section of involved 7.5' topographic sheet.

Plan Approved by: Michael Daff

Comments: Preseed & Mulch any disturbed areas per WVDEP regulations. Maintain & Upgrade E-n-S as necessary.

Title: Oil & Gas Inspector Date: 7/17/15

Field Reviewed? (✓) Yes ( ) No

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Fruner Pad 3H – Site Safety Plan

Statoil USA Onshore Properties, Inc.

Michael Doff
7/17/15

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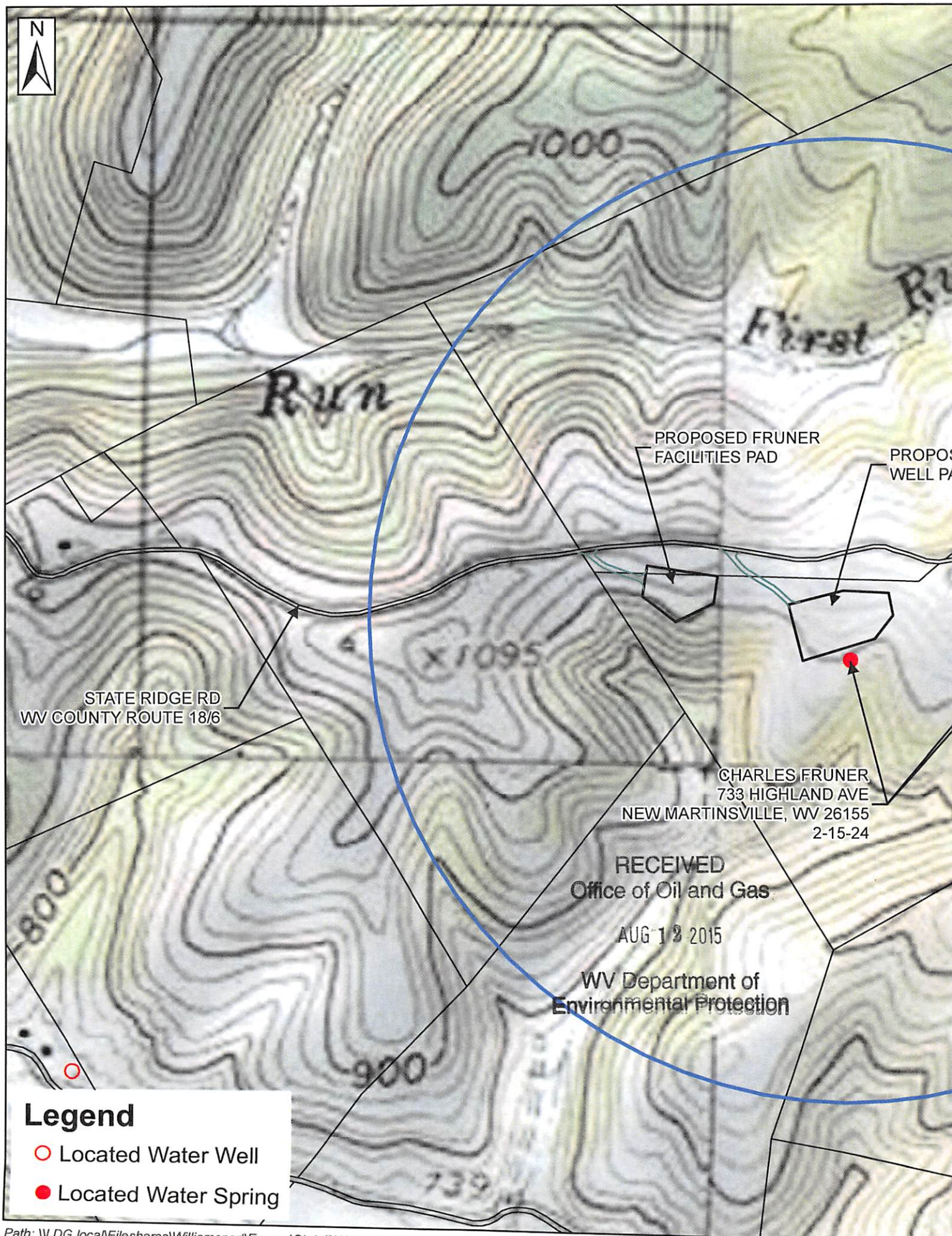


Path: \\LDG.local\Fileshares\Williamsport\Energy\Statoil\Water Wells\Fruner Water Well Map.mxd

Larson Design Group

Date	6/3/2014
Designer	RTC
Project No.	8790-003-17
Scale	1 inch = 500 feet

Fruner Water Well Map

Ellsworth District, Tyler County, WV

Statoil

FORM WW-6

11281'

LATITUDE: 39 ° 32 ' 30 "

LONGITUDE: 80 ° 50 ' 00 "

14598'

SURFACE HOLE LOCATION
UTM 17 - NAD 83
N - 4372458.20
E - 510902.97
WV SPC NORTH NAD83
N - 367799.65
E - 1581038.92
LANDING POINT LOCATION
UTM 17 - NAD 83
N - 4372179.45
E - 510722.59
WV SPC NORTH NAD83
N - 366894.81
E - 1580431.72
BOTTOM HOLE LOCATION
UTM 17 - NAD 83
N - 4370487.64
E - 511310.06
WV SPC NORTH NAD83
N - 361310.96
E - 1582266.83

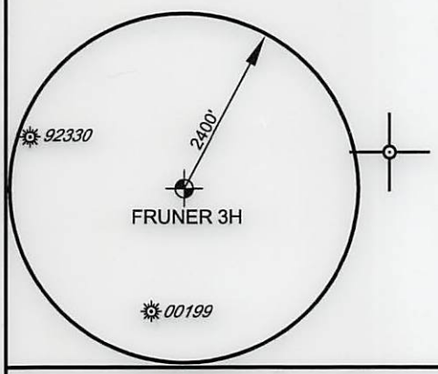
PROPERTY TIES
L1 - N68°31'31"W 1024.5'
L2 - S0°47'04"E 1501.7'

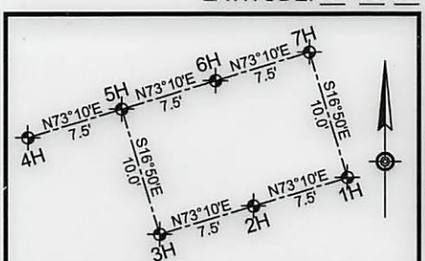
FRUNER 3H
Mineral Ownership

130 - Gina Pastors
797 - Donald K. Baker
412 - Darrell Eugene Whaley, et al
404 - Gale Ezra Haught, Jr. et al

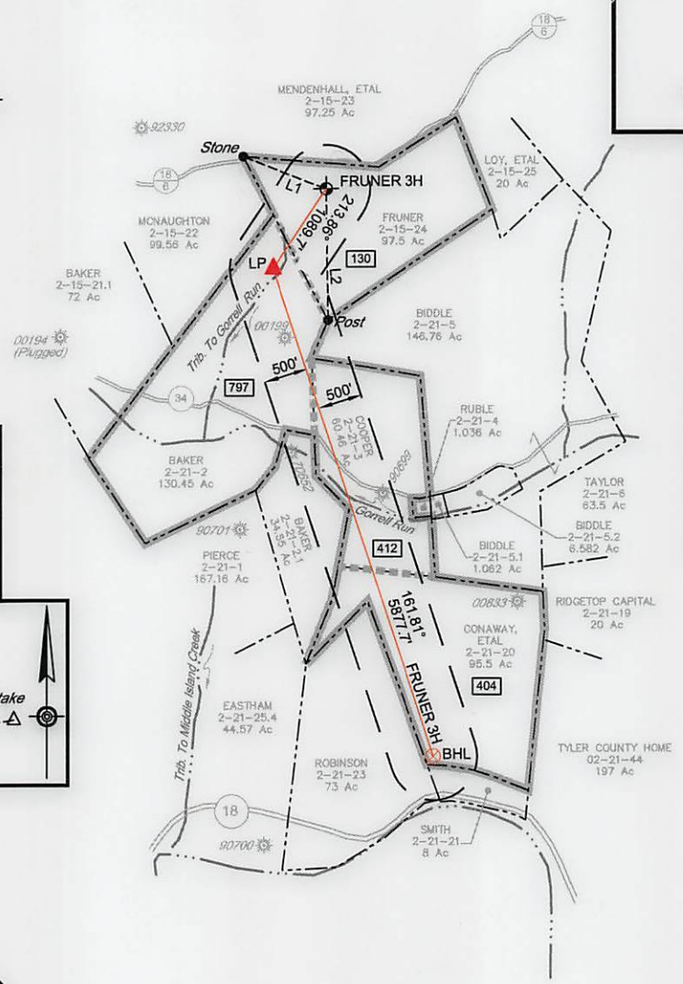
WELL LOCATION REFERENCES (NTS)

Spike/Stake — N47°44'59"W 181.7' — FRUNER 3H
Spike/Stake — N80°54'39"E 317.4' — FRUNER 3H





FRUNER WELLHEAD ALIGNMENT
(NTS)



NOTES

1. THERE ARE NO WATER WELLS OR DEVELOPED SPRINGS WITHIN 250' OF THE PROPOSED WELL.
2. PROPOSED PAD, LOD, OR E&S CONTROL FEATURE IS GREATER THAN 100' FROM PERENNIAL STREAM, WETLAND, POND, RESERVOIR OR LAKE.
3. THERE ARE NO NATIVE TROUT STREAMS WITHIN 300' OF PROPOSED PAD, LOD, OR E&S CONTROL FEATURE.
4. PROPOSED PAD, LOD, OR E&S CONTROL FEATURE IS GREATER THAT 1000' FROM SURFACE OR GROUND-WATER INTAKE OF PUBLIC WATER SUPPLY.
5. CENTER OF PAD IS 625 FEET FROM OCCUPIED DWELLING STRUCTURE AND AGRICULTURAL BUILDINGS LARGER THAN 2500 SQUARE FEET.
6. IT IS NOT THE INTENTION OF THIS PLAT TO REPRESENT A COMPLETE BOUNDARY SURVEY OF THE PARCELS SHOWN HEREON. BOUNDARIES AS SHOWN TAKEN FROM RECORD DEED DESCRIPTIONS, TAX MAPS, AND SUPPLEMENTAL FIELD SURVEY.
7. OWNERSHIP DATA GATHERED FROM COUNTY PUBLIC TAX AND DEED RECORDS.
8. DIRECTIONS SHOWN ARE BASED ON WEST VIRGINIA SPC NORTH, NAD 83 DATUM

LEGEND

- OUTER LEASE BOUNDARY.
- INTERIOR LEASE BOUNDARY
- SURFACE TRACT LINES
- WELL REFERENCE LINES
- COUNTY ROADS
- PUBLIC ROADS
- BLUE-LINE STREAMS
- MINERAL OWNER
- PROPOSED WELL
- EXISTING WELL
- LANDING POINT
- BOTTOM HOLE

FILE NO. 8790-003-17
DRAWN BY DMS
SCALE 1 INCH = 2000 FEET
MIN DEGREE OF ACCURACY 1 IN 2500
PROVEN SOURCE OF ELEVATION SURVEY GRADE GPS

I, THE UNDERSIGNED, HEREBY CERTIFY THAT THIS PLAT IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND SHOWS ALL THE INFORMATION REQUIRED BY LAW AND THE REGULATIONS ISSUED AND PRESCRIBED BY THE DIVISION OF ENVIRONMENTAL PROTECTION

David M. Shannon
P.S. #2034

DAVID M. SHANNON LICENSED No. 2034 STATE OF WEST VIRGINIA PROFESSIONAL SURVEYOR

(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS

LDG Larson Design Group

W.V.D.E.P.
OFFICE OF OIL AND GAS
601 57TH STREET
CHARLESTON, WV 25304

DATE 6-2-2015
OPERATORS WELL NO. FRUNER 3H
API WELL NO.
47 095 02305 HGA
STATE COUNTY PERMIT

WELL TYPE: OIL ☐ GAS ☒ LIQUID INJECTION ☐ WASTE DISPOSAL ☐
IF "GAS", PRODUCTION ☒ STORAGE ☐ DEEP ☐ SHALLOW ☒
LOCATION: WATERSHED GORRELL RUN - MIDDLE ISLAND CREEK ELEVATION 1019.9
COUNTY/DISTRICT TYLER / ELLSWORTH QUADRANGLE PORTERS FALLS - SEC 7
SURFACE OWNER CHARLES & WILDA LEE FRUNER ACREAGE 97.5 ±
OIL & GAS ROYALTY OWNER SEE TABLE ABOVE ACREAGE 384±
PROPOSED WORK: DRILL ☒ CONVERT ☐ DRILL DEEPER ☐ REDRILL ☐ FRACTURE OR STIMULATE ☒
PLUG OFF OLD FORMATION ☐ PERFORATE NEW FORMATION ☐ PLUG & ABANDON ☐
CLEAN OUT & REPLUG ☐ OTHER CHANGE ☐ (SPECIFY) _____
TARGET FORMATION: MARCELLUS ESTIMATED DEPTH 6473'
WELL OPERATOR: STATOIL USA ONSHORE PROPERTIES, INC. DESIGNATED AGENT RICHARD PYLES
ADDRESS 2103 CITYWEST BOULEVARD / SUITE 800 ADDRESS 803 NASH ROAD
HOUSTON TX, 77042 MIDDLEBOURNE, WV 26149

COUNTY NAME PERMIT

P:\8790\8790-003-17 FRUNER (WV-17)\DATA\SURVEYS\SURVEYS\FRUNER FINAL WELL PLAT.DWG

WW-6A1
(5/13)

Operator's Well No. Fruner 3H

INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE
Chapter 22, Article 6A, Section 5(a)(5)
IN LIEU OF FILING LEASE(S) AND OTHER CONTINUING CONTRACT(S)

Under the oath required to make the verification on page 1 of this Notice and Application, I depose and say that I am the person who signed the Notice and Application for the Applicant, and that –

(1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;

(2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

4709502305

Lease Name or Number	Grantor, Lessor, etc.	Grantee, Lessee, etc.	Royalty	Book/Page
(Please see Attachment for Details)				

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Acknowledgement of Possible Permitting/Approval
In Addition to the Office of Oil and Gas

The permit applicant for the proposed well work addressed in this application hereby acknowledges the possibility of the need for permits and/or approvals from local, state, or federal entities in addition to the DEP, Office of Oil and Gas, including but not limited to the following:

- WV Division of Water and Waste Management
- WV Division of Natural Resources WV Division of Highways
- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- County Floodplain Coordinator

The applicant further acknowledges that any Office of Oil and Gas permit in no way overrides, replaces, or nullifies the need for other permits/approvals that may be necessary and further affirms that all needed permits/approvals should be acquired from the appropriate authority before the affected activity is initiated.

Well Operator: Statoil USA Onshore Properties Inc.
By:
Its: Sr. Regulatory Advisor

Form WW-6A-1 - Preliminary Information: (Attachment)

Fruner 3H

NOTE: All Mineral/Unit Tracts are identified on the Well Plat in Order from Top Hole to Bottom Hole.

TRACT #130

Lease Name or Number	Grantor, Lessor	Grantee, Lessee	Royalty	Book / Page
000167958-000	Charles Fruner and Wilda Lee Fruner, husband and wife/Gina Pastors fka Gina Dotson	Statoil Pipelines, LLC	Surface Use Agreement	474/388

TRACT #797

Lease Name or Number	Grantor, Lessor	Grantee, Lessee	Royalty	Book / Page
000145714-000	Donald K. Baker	Statoil USA Onshore Properties Inc.	At least 1/8	443/806

TRACT #412

Lease Name or Number	Grantor, Lessor	Grantee, Lessee	Royalty	Book / Page
000158304-002	Darrell Eugene Whaley	PetroEdge Energy, LLC	At least 1/8	409/442
000158304-001	Robert A. Smith	PetroEdge Energy, LLC	At least 1/8	410/819
N/A	PetroEdge Energy, LLC	Statoil USA Onshore Properties Inc.	Assignment	436/1

TRACT #404

Lease Name or Number	Grantor, Lessor	Grantee, Lessee	Royalty	Book / Page
000115643-004	Gale Ezra Haught, Jr.	PetroEdge Energy, LLC	At least 1/8	397/337
000115643-003	Charles Conaway	PetroEdge Energy, LLC	At least 1/8	397/580
N/A	PetroEdge Energy, LLC	Statoil USA Onshore Properties Inc.	Assignment	406/147

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SURFACE USE, SURFACE AND SUBSURFACE EASEMENT and DAMAGE SETTLEMENT AGREEMENT

This **SURFACE USE, and SURFACE and SUBSURFACE EASEMENT and DAMAGE SETTLEMENT AGREEMENT** ("Agreement") is made and entered into this 10th day of February, 2015, by and between Charles Fruner and Wilda Lee Fruner, husband and wife, whose address is 733 Highland Avenue, New Martinsville, West Virginia. 26155 ("Surface Owner"), and **STATOIL USA ONSHORE PROPERTIES, INC.**, a Delaware Corporation located at 2103 CityWest Blvd, Suite 800, Houston, Texas 77042, hereinafter called ("Operator").

WHEREAS, Surface Owner is the owner of the surface of an 97.50 acre tract of land located in Ellsworth District of Tyler County, West Virginia, identified as Tax Map and Parcel ID #2-15-24 (the "Lands"), and incorporated herein by reference for a more particular description thereof; and

4709502305

WHEREAS, Operator desires to use the property for oil and gas development and transportation of gas, including but not limited to the right to build, operate and maintain a horizontal well pad upon the Lands for the purposes of drilling and producing a well or wells;

NOW, THEREFORE, for and in consideration of Ten Dollars ($10.00) and other good and valuable consideration paid by Operator to Surface Owner, the receipt and sufficiency of which are hereby acknowledged, Surface Owner does hereby grant, convey, and assign to Operator the right to build, drill, operate, and/or maintain a horizontal well pad, horizontal well bores, access roads, and appurtenant equipment and facilities (whether above or below the surface) upon the Lands, including but not limited to frac pits, ponds, pipelines to transport gas from the horizontal well pad and other lands, above-ground pipelines to transport water to the well pad or to other well pads in the area, and the right of ingress and egress across the Lands, and further described and/or depicted, for informational purposes only, on the plat attached hereto as Exhibits "A-1" thru "A-3" and made a part hereof by reference, subject to the following terms and conditions. It is expressly understood and agreed that the Operator shall have the right to utilize the horizontal well pad, horizontal well bores, access roads and appurtenant equipment and facilities, as more fully described above, to explore for, produce and transport natural gas within and underlying tracts beyond the boundaries of the Lands. It is expressly understood and agreed that such use of the surface and/or subsurface of the Lands shall not constitute a trespass.

1. TERM OF AGREEMENT. This Agreement shall remain in force for a primary term of five (5) years beginning on the first date set forth above (the "Effective Date"), and for so long thereafter as operations are diligently pursued or oil or gas is being produced from a well or wells located on the well pad.

2. DAMAGES: Operator and Surface Owner agree that the sum of $162,500.00 paid within 45 business days of the receipt of the properly executed subject Surface Use and Damage Settlement Agreement, is for damages occasioned by Operator's use of the surface of

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of use, crops, timber, or other value occasioned by Operator's use of the surface for the operations described herein:

Operator at the termination of this Agreement shall remove all equipment and reclaim the Lands in accordance with all applicable laws and regulations. Operator shall further compensate Surface Owner for any un-reclaimed acreage or permanent damages to the Lands caused by the Operators use unless Surface Owner agrees in writing to accept the property as reclaimed by the Operator. This agreement shall be effective for all wells that are drilled from the well pad and all roads, pipelines, appurtenant facilities, and equipment placed on or in the ground. Surface Owner agrees to approve and sign any documents that may be required under the laws or regulations of the State of West Virginia or its agencies to show surface Owner's consent to this agreement.

3. TIMBER. In the event any of the Lands covered by this agreement have standing timber, Operator shall solicit the services of a third party timber appraiser to appraise all standing timber and upon completion of appraisal, Operator shall give a copy of the appraisal and a check covering the full amount of the timber the Operator will remove. Operator also agrees to stack the removed timber from the Lands in a reasonable location agreeable to both Operator and Surface Owner. 4703903705

4. MANNER OF PAYMENTS: Operator shall make all required payments by check mailed to the last address provided by Surface Owner above and on the Order of Payment form.

5. CHANGE IN OWNERSHIP: Operator shall not be bound by any change in the ownership of the Lands until furnished with such documentation as Operator may reasonably require. Pending the receipt of documentation, Operator may elect either to make or withhold payments as if such a change had not occurred.

6. TITLE: If Operator receives evidence that Surface Owner does not have title to all or any part of the rights associated with the indicated type of ownership described herein, Operator may immediately withhold payments that would be otherwise due and payable hereunder to Surface Owner until the adverse claim is fully resolved.

7. LIENS: Operator may at its option pay and discharge any past due taxes, mortgages, judgments or other liens and encumbrances on or against any of the Lands; and Operator shall be entitled to recover any such amount paid from the Surface Owner, including legal interest, costs and attorney fees, by deduction from any future payments to Surface Owner or by any other lawful means.

8. LIMITATION OF TERMINATION AND FORFEITURE: This Agreement shall not terminate or be forfeited, or be subject to a civil action or other proceeding to enforce a claim of forfeiture, due to Operator's alleged failure to perform as specified herein, unless and until Operator has received written notice from Surface Owner of the alleged failure to perform and of Surface Owner's demand that Operator act to cure such failure, and thereafter fails or refuses to

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satisfy Surface Owner's demand within ninety (90) days from the confirmed receipt of the notice.

9. FACILITIES. Operator shall not drill a well within six hundred twenty-five feet (625') of any occupied dwelling structure located on the Lands without Surface Owner's written consent. Surface Owner shall not erect any building or structure, or plant any trees within two hundred feet (200') of a well or within twenty-five feet (25') of a gathering line, pipeline, or other surface facility of Operator, or compressor station without Operator's prior written consent. Surface Owner shall have the personal and non-exclusive right to use roads constructed by Operator, but Surface Owner shall not modify or restrict roads or other facilities built by Operator without Operator's prior written permission. Furthermore, Surface Owner shall not authorize third parties to use Operator's roads. Operator agrees to confer with Surface Owner regarding the location of surface facilities before beginning construction. Operator shall maintain and reclaim all of Operator's well sites, roads, easements and other facilities in accordance with normal industry practices, and shall reclaim all disturbed areas when required by and in accordance with all applicable legal requirements.

4709502305

10. TITLE AND INTERESTS. Surface Owner hereby warrants generally and agrees to defend title to the Lands and covenants that Operator shall have quiet enjoyment hereunder and shall have benefit of the doctrine of after-acquired title. Should any person having title to the Lands fail to execute this Agreement, the Agreement shall nevertheless be binding upon all who do execute it as Surface Owner.

11. ENTIRE CONTRACT. The entire agreement between Surface Owner and Operator is embodied herein, and supersedes any prior oral or written agreements or negotiations as to these matters not set out in writing herein. This Agreement shall not be construed to amend, limit, impair, restrict or otherwise affect any rights to the Lands or to utilize any portion of the Lands held by Operator under any existing agreement, including any deeds, easements or oil and gas leases, or at common law. No oral warranties, representations, or promises have been made or relied upon by either party as an inducement to or modification of this Agreement.

12. INDEMNIFICATION. Operator agrees to indemnify and hold harmless the Surface Owner and to defend them against all claims for injury or death to persons or damage to property resulting from the construction and operation of facilities under this Agreement.

13. SUCCESSORS. All rights, duties, and liabilities herein benefit and bind Surface Owner and Operator and their respective heirs, successors and assigns.

14. MODIFICATIONS. No provision of this Agreement shall be modified, altered or waived except by written amendment executed by the parties or their authorized representatives.

15. CONFIDENTIALITY. Surface Owner and Operator agree to keep confidential the total amount of money paid under the terms of this Agreement.

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IN WITNESS WHEREOF, this instrument has been executed by the undersigned the 11th day of February, 2015.

****** See Addendum attached hereto and by Reference Made a Part Hereof******

[The Remainder of this Page Intentionally Left Blank]

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SURFACE OWNER(S)

Charles Fruner
Charles Fruner

Wilda Lee Fruner
Wilda Lee Fruner

ACKNOWLEDGMENT

STATE OF West Virginia,

COUNTY OF Wetzel, to-wit:

4709502305

The foregoing instrument was acknowledged before me this 11th day of February, 2015, by Mark Mellor II.

My commission expires December 8, 2016.

Notary Public

(SEAL)

Official Seal
Notary Public, State of West Virginia
Mark Mellor II
458 Skyview Dr.
Parkersburg, WV 26101
My Commission Expires December 8, 2016

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SURFACE USE, SURFACE and SUBSURFACE EASEMENT and DAMAGE SETTLEMENT AGREEMENT

Attached to and by reference made a part thereof, that certain Surface Use, Surface and Subsurface Easement Damage Settlement Agreement dated February 10, 2015, by Charles Fruner and Wilda Lee Fruner, husband and wife, ("Surface Owner"), of 733 Highland Avenue, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Lessee";

Notwithstanding anything to the contrary contained in the Surface Use and Damage Settlement Agreement to which this Addendum is attached and made part of, the provisions of this Addendum shall prevail whenever in conflict with the provisions of the Surface Use and Damage Settlement Agreement

47095023-05

16. Building Replacement

Operator and Surface Owner agree that during the construction of the pad site, Operator must remove or cause to be removed the Surface Owner's shed located inside the Limit of Disturbance shown on Exhibit "A-1" below. For avoidance of doubt the shed is denoted as " Building" on the Exhibit "A-1" plat. Operator and Surface Owner further agree that Operator shall construct, or cause to be constructed, a new structure of the same size, dimension and design and place it in a mutually agreed upon location outside of the indicated Limit of Disturbance shown on the Exhibit "A-1" plat below. Operator and Surface owner understand that agreed upon construction activities are full and adequate consideration for the damages to the Surface Owner's existing shed structure.

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MEMORANDUM of SURFACE USE and DAMAGE SETTLEMENT AGREEMENT

This **MEMORANDUM of SURFACE USE and DAMAGE SETTLEMENT AGREEMENT** is hereby recorded in lieu of the Surface Use and Damage Settlement Agreement between the parties hereto and, accordingly, the following information is set forth:

1. Reference to Surface Use Agreement.

Surface Owner and Operator (as defined below) entered into a Surface Use and Damage Settlement Agreement (referred to herein as "Surface Use Agreement") on the 22nd day of January, 2015 ("Effective Date").

2. Name and Address of Surface Owner(s).

The names and addresses of Surface Owners(s) as set forth in the Surface Use Agreement are:

4709502305

The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009
1234 Robin Drive
New Martinsville, West Virginia 26155

All of which parties are collectively called "Surface Owners" in this Memorandum of Surface Use and Damage Settlement Agreement.

3. Name and Address of Operator(s).

The name and address of the Operator(s) as set forth in the Surface Use Agreement are:

Statoil USA Onshore Properties Inc.
2103 City West Blvd, Suite 800
Houston, TX 77042

All of which parties are collectively called the "Operator" in this Memorandum of Surface Use and Damage Settlement Agreement.

4. Description of Premises.

Surface Owner(s) is the owner of the surface of a 99.5625 acre tract of land located in the Ellsworth District of Tyler County, West Virginia on Tax Map 15, Parcel 22 incorporated herein by reference for a more particular description thereof; and

Whereas, Surface Owner does hereby grant, convey, and assign to Operator exclusive right to build, use, and maintain an access road upon the Lands and the right of ingress and egress across the lands as further described and/or depicted on the plats attached hereto as Exhibits "A-1", "A-2", and "A-3"; more specifically the 0.8 acres bounded by the property line and the "Limit of Disturbance" line shown in Exhibit "A-2".

5. Terms of Agreement

This Agreement shall remain in force for a primary term of five (5) years beginning on the first date set forth above (the "Effective Date"), and for so long thereafter as operations are diligently pursued or oil or gas is being produced from a well or wells located on the well pad.

6. Counterparts.

This Memorandum of Surface Use and Damage Settlement Agreement may be executed in one or more counterparts, each of which will be deemed to be an original copy of this Memorandum of Surface Use and Damage Settlement Agreement and all of which, when taken together, will be deemed to constitute one and the same agreement.

THIS MEMORANDUM OF SURFACE USE AND DAMAGE SETTLEMENT AGREEMENT IS NOT A COMPLETE SUMMARY OF THE SURFACE USE AND

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DAMAGE SETTLEMENT AGREEMENT. IN THE EVENT OF CONFLICT BETWEEN THIS MEMORANDUM OF SURFACE USE AND DAMAGE SETTLEMENT AGREEMENT AND THE SURFACE USE AND DAMAGE SETTLEMENT AGREEMENT, THE TERMS AND PROVISIONS OF THE SURFACE USE AND DAMAGE SETTLEMENT AGREEMENT SHALL CONTROL.

IN WITNESS WHEREOF, this MEMORANDUM OF SURFACE USE AND DAMAGE SETTLEMENT AGREEMENT is executed by the Surface Owner and Operator on the date first written above.

4709502305

Surface Owners:
The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009

By: Donald Macnaughtan, Jr. Trustee

Operator:

Statoil USA Onshore Properties, Inc
By:
Its: Arthur Boehm Jr
Authorized Person

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INDIVIDUAL ACKNOWLEDGMENT

STATE OF West Virginia)
COUNTY OF Wetzel)

On this, the 22nd day of January, 2015, before me Mark Moller II, the undersigned officer, personally appeared Donald Macnaughtan, Jr., Trustee, signing for The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009., satisfactorily proven to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Official Seal
Notary Public, State of West Virginia
Mark Moller II
456 Skyview Dr.
Parkersburg, WV 26101
My Commission Expires December 8, 2018

Notary Public

CORPORATE ACKNOWLEDGMENT

4709502305

STATE OF Texas,
COUNTY OF Harris, to-wit:

The foregoing instrument was acknowledged before me this 19 day of February, 20 15, by Arthur Berhow Jr the authorized person of **Statoil USA Onshore Properties Inc.**, a Corporation, on behalf of said Corporation.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal.

My commission expires Apr. 16 2017

Notary Public

*Prepared by: Statoil USA Onshore Properties Inc.
2103 CityWest Blvd, Suite 800
Houston, TX 77042

WALLY ANTHONY STUKA
My Commission Expires
April 16, 2017

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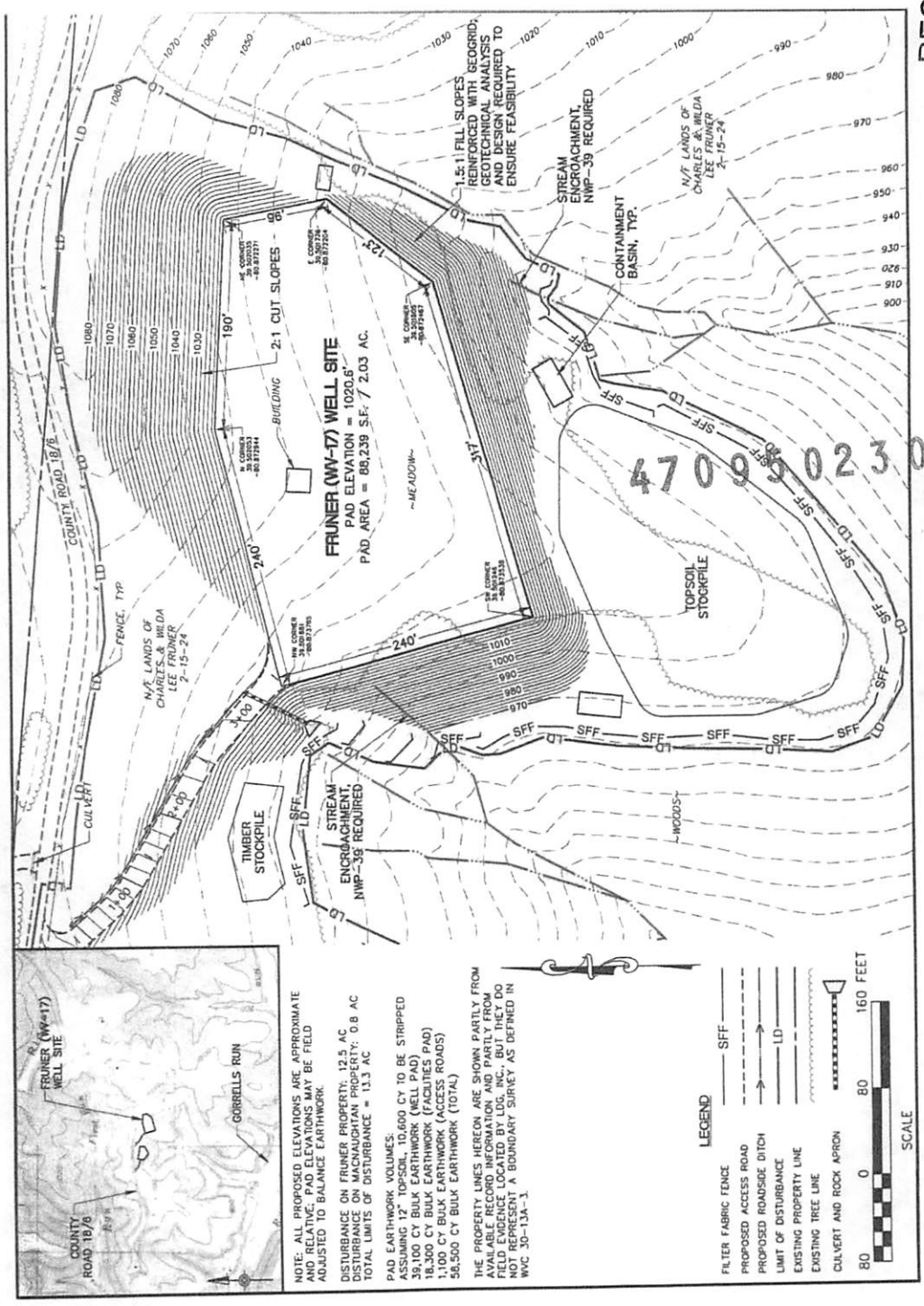
Exhibit "A-1"

Attached to and by reference made a part thereof, that certain Surface Use, Surface and Subsurface Easement and Damage Settlement Agreement dated February 10, 2015, by Charles Fruner and Wilda Lee Fruner, husband and wife, as Surface Owner, of 733 Highland Avenue, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Operator";



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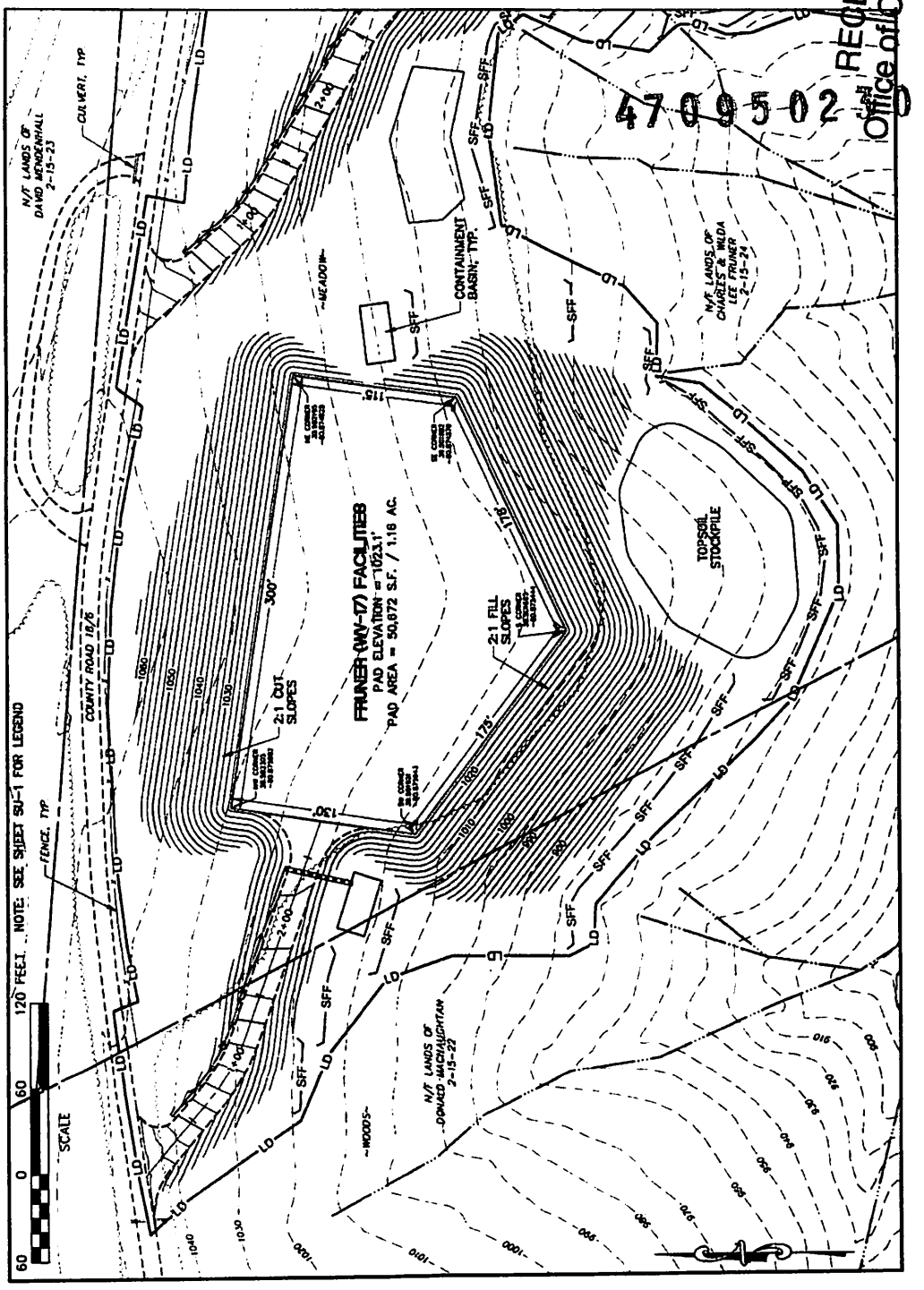
4709502305

Exhibit "A-2"

Attached to and by reference made a part thereof, that certain Surface Use, Surface and Subsurface Easement and Damage Settlement Agreement dated February 10, 2015, by Charles Fruner and Wilda Lee Fruner, husband and wife, as Surface Owner, of 733 Highland Avenue, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Operator";



4709502
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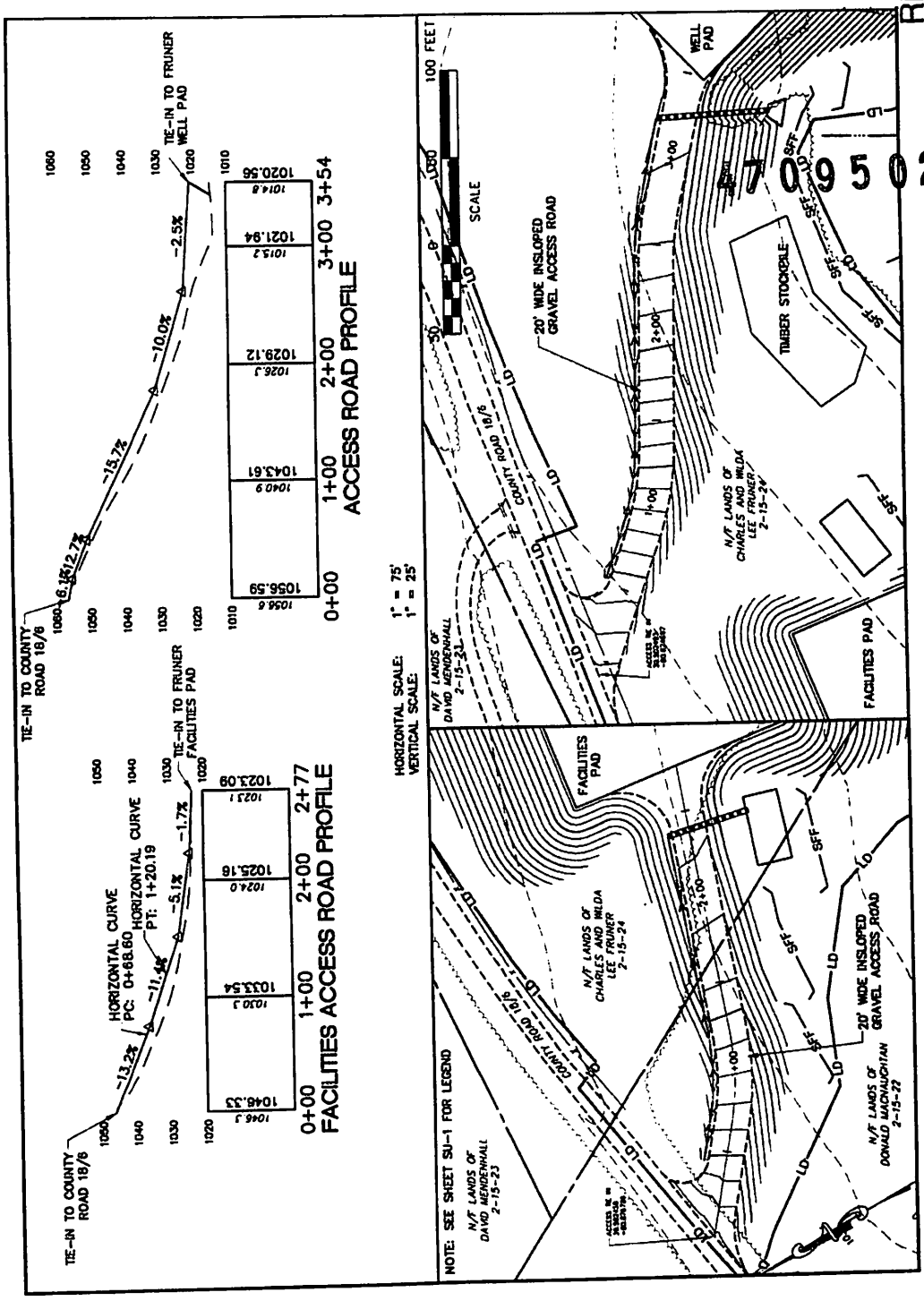
Exhibit "A-3"

Attached to and by reference made a part thereof, that certain Surface Use, Surface and Subsurface Easement and Damage Settlement Agreement dated February 10, 2015, by Charles Fruner and Wilda Lee Fruner, husband and wife, as Surface Owner, of 733 Highland Avenue, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Operator";



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4709502301

(37 pgs)

BURNETT & THOMASON
ATTORNEYS & COUNSELORS AT LAW

OIL, GAS & MINERAL LAW

6017 W. MAIN STREET
FRISCO, TEXAS 75034
TEL: 214.417.2880
FAX: 972.418.1931
www.btenergylaw.com

4709502305

March 20, 2014

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WV Department of
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Tyler
≙ 130

Statoil North America, Inc.
2103 CityWest Boulevard, Suite 800
Houston, TX 77042

Attention: Mr. Joshua S. Ozment

Re: Gina Pastors, et al 97.5 Acre Tract out of Ellsworth District in Tyler County, West Virginia (Tax Parcel No. 2-15-24)

ORIGINAL DRILLING TITLE OPINION

DESCRIPTION OF LANDS

Tax Parcel No. 2-15-24, containing 97.5 acres, more or less, out of Ellsworth District in Tyler County, West Virginia, and being the same land described in a Deed, dated September 7, 1993, from Raymond L. Howell to Charles Fruner and wife, Wilda Lee Fruner, recorded in Book 300, Page 342, Office of the Clerk of the County Commission, Tyler County, West Virginia, hereinafter referred to as the "Subject Lands." The Subject Lands are shown on the plat attached hereto as Exhibit "A."

MATERIALS EXAMINED

1. Title Runsheet, prepared by S. A. Property Research, L.L.C.'s field landman for Statoil North America, Inc., covering the Subject Lands for the period from March 2, 1887 through and including January 30, 2014 in Tyler County, West Virginia (the "Title Runsheet");

2. The public records of Tyler County, West Virginia ("Records") for the period from March 2, 1887 through and including January 30, 2013, but only insofar as the same includes those documents set forth on the above described Title Runsheet as they pertain to the Subject Lands;

THE HEREINBELOW STATED OWNERSHIP INTERESTS AS SET FORTH IN THE OWNERSHIP SECTION HEREOF ARE EXPRESSLY SUBJECT TO THE COMMENTS, REQUIREMENTS AND LIMITATIONS SET FORTH HEREINBELOW. THIS OPINION IS RENDERED AS A COMPLETE DOCUMENT AND NO SEPARATE PART HEREOF SHOULD BE RELIED UPON TO THE EXCLUSION OF ANY OTHER PORTION HEREOF. THEREFORE, THIS OPINION SHOULD BE CONSIDERED IN ITS ENTIRETY.

OWNERSHIP

Based upon our examination of the materials referenced above, and subject to the comments, requirements, and limitations hereinafter set forth, we find title to the Subject Lands vests, as of January 30, 2014, as follows:

STATE OF WEST VIRGINIA OWNERSHIP UNDER PUBLIC ROADS

Based on the Materials Examined, the State of West Virginia is not vested with any interest in the oil and gas executive rights and mineral fee and the oil and gas royalty in and under any public roads located within the boundary of the Subject Lands.

4095023 05

SURFACE OWNERSHIP

1.	Charles Fruner and wife, Wilda Lee Fruner (100%)	1.00000000
	Total Surface Ownership:	1.00000000

OIL AND GAS EXECUTIVE RIGHTS

1.	Gina Pastors (100%)	1.00000000
	Total Oil and Gas Executive Rights Ownership:	1.00000000

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Environmental Protection

(21 pgs)

MILLER LAW OFFICES, PLLC

ATTORNEYS AT LAW
936 EAST PARK AVENUE, SUITE 2
POST OFFICE BOX 2116
FAIRMONT, WEST VIRGINIA 26554
millerlawofficeswv@gmail.com
millerlawofficeswv.com

KENNETH R. MILLER
KENNETH ALEXANDER MILLER II*
CHARLES K. WADE **

304-366-0822
FAX: 304-366-0825

* Also Admitted in Ohio
** Also Admitted in Illinois

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Environmental Protection

April 30, 2015

Statoil USA Onshore Properties, Inc.
Attn: Joshua S. Ozment, Senior Landman
MAR LAN OPR
2103 City West Blvd, Suite 800
Houston, TX 77042

Re: Tract Index No. 797
Title of Donald K. Baker
to 130.450000 acres oil and gas
Ellsworth District, Tyler County, West Virginia
Tax Map #2-21, parcel 2

4709502305

ORIGINAL DRILLING TITLE OPINION

DESCRIPTION OF LANDS

Tract: Tax Map #2-21, parcel 2, containing 130.450000 acres, more or less, located in Ellsworth District, Tyler County, West Virginia, and being the same lands described in that certain Deed of record in Deed Book 208, at page 280, in Tyler County, West Virginia.

The land referred to in this document is situated in Ellsworth District, in the County of Tyler, State of West Virginia, and is described as follows:

BEGINNING at a stone, corner to Thomas Inghram; thence N 20 W 129 poles to a White Oak; thence S 61 W 85 poles to a Stone; thence N 37 W 73 poles to a White Oak; thence N 34 E 226 poles to a Hickory; thence S 30 E 88 poles to a White Oak; thence N 16 W 31 poles to a Stone at root of a big Red Oak; thence S 5 E 81 poles to a Maple on the top of the run bank; thence S 47 E 34 poles to a Beech at the mouth of a drain; thence S 8 W 69 poles to a White Oak; thence S 26 W 50 poles to a Stone the place of beginning, containing 175 acres of land, be the same more or less.

Excepting therefrom a parcel of land conveyed unto Jeffery A. Baker and wife, Debra J. Baker, by Burl M. Baker and wife, Sadie J.

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OIL & GAS ESTATE:

A. OIL AND GAS MINERAL ESTATE:

OWNER	INTEREST
Donald K. Baker 995 Gorrells Run Road Middlebourne, WV 26149	1.00000000
TOTAL	**1.00000000**

B. OIL AND GAS ROYALTY ESTATE

4709502305

OWNER	INTEREST
Donald K. Baker (1.00000000 x 18%)	0.18000000
TOTAL	**0.18000000**

C. OIL AND GAS LEASEHOLD ESTATE

a. OVERRIDING ROYALTY INTEREST

None. There are no overriding royalty interests.

b. WORKING INTEREST AND NET REVENUE INTEREST

OWNER	WI	NRI
Statoil USA Onshore Properties Inc. Less Burdens of: (1.00000000 x 0.18) [L1]	1.00000000	0.82000000
Donald K. Baker (1.00000000 x 0.18) [L1]	0.00000000	0.18000000
TOTAL	**1.00000000**	**1.00000000**

State of West Virginia Ownership Under Public Roads

Based on the materials examined in the Clerk's office, the State of West Virginia is not vested with an interest in the subject oil and gas, executive rights, or royalty under any public roads located within the boundary of the subject tract. I arrived at this conclusion after reviewing the parcel on the tax map and noticing no county roads or turnpikes traversing it. Furthermore, there are no conveyances of record to the State of West Virginia or the County Commission for roads from the owners of the oil and gas. However, the Department of Transportation might have a different opinion so it is likely wise to contact it prior to drilling under roads, if any, that overlie the subject oil and gas.

(32 pgs)

BURNETT & THOMASON
ATTORNEYS & COUNSELORS AT LAW

OIL, GAS & MINERAL LAW

6017 W. MAIN STREET
FRISCO, TEXAS 75034
TEL: 214.417.2880
FAX: 972.418.1931
www.btenergylaw.com

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WV Department of
Environmental Protection

February 13, 2014

4709502305

Tyler
412

Statoil North America, Inc.
2103 CityWest Boulevard, Suite 800
Houston, TX 77042

Attention: Mr. Joshua S. Ozment

Re: Darrell Eugene Whaley, et al 60.46 Acre Tract out of Ellsworth District in Tyler County, West Virginia (Tax Parcel No. 2-21-3)

ORIGINAL DRILLING TITLE OPINION

DESCRIPTION OF LANDS

Tax Parcel No. 2-21-3, containing 60.46 acres, more or less, out of Ellsworth District in Tyler County, West Virginia, and being the same land described in a Deed, dated October 5, 1990, from Norma Jean Stephen, Sara L. Stephen and Thomas E. Daniels and wife, Kandy S. Daniels, to Douglas O. Cooper and wife, Monna K. Cooper, recorded in Book 287, Page 390, Office of the Clerk of the County Commission, Tyler County, West Virginia, hereinafter referred to as the "Subject Lands." The Subject Lands are shown on the plat attached hereto as Exhibit "A."

MATERIALS EXAMINED

1. Title Runsheet, prepared by S. A. Property Research, L.L.C.'s field landman for Statoil North America, Inc., covering the Subject Lands for the period from November 24, 1843 through and including December 27, 2013 in Tyler County, West Virginia (the "Title Runsheet");

2. The public records of Tyler County, West Virginia ("Records") for the period from November 24, 1843 through and including December 27, 2013, but only insofar as the same includes those documents set forth on the above described Title Runsheet as they pertain to the Subject Lands;

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WV Department of
Environmental Protection

OWNERSHIP

Based upon our examination of the materials referenced above, and subject to the comments, requirements, and limitations hereinafter set forth, we find title to the Subject Lands vests, as of December 27, 2013, as follows:

STATE OF WEST VIRGINIA OWNERSHIP UNDER PUBLIC ROADS

Based on the Materials Examined, the State of West Virginia is not vested with any interest in the oil and gas executive rights and mineral fee and the oil and gas royalty in and under any public roads located within the boundary of the Subject Lands.

SURFACE OWNERSHIP

4709502305

1.	Douglas O. Cooper and wife, Monna K. Cooper (100%)	1.00000000
	Total Surface Ownership:	1.00000000

OIL AND GAS EXECUTIVE RIGHTS

1.	Darrell Eugene Whaley (1/4)	0.25000000
2.	Robert A. Smith (1/4)	0.25000000
3.	Douglas O. Cooper and wife, Monna K. Cooper (1/2)	0.50000000
	Total Oil and Gas Executive Rights Ownership:	1.00000000

(32 pgs)

BURNETT & THOMASON
ATTORNEYS & COUNSELORS AT LAW

OIL, GAS & MINERAL LAW

6017 W. MAIN STREET
FRISCO, TEXAS 75034
TEL: 214.417.2880
FAX: 972.418.1931
www.btenergylaw.com

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WV Department of
Environmental Protection

March 24, 2014

4709502305

Tyler
404

Statoil North America, Inc.
2103 CityWest Boulevard, Suite 800
Houston, TX 77042

Attention: Mr. Joshua S. Ozment

Re: Ronald L. Hoover, et al 95.5 Acre Tract out of Ellsworth District in Tyler County, West Virginia (Tax Parcel No. 2-21-20)

ORIGINAL DRILLING TITLE OPINION

DESCRIPTION OF LANDS

Tax Parcel No. 2-21-20, containing 95.5 acres, more or less, out of Ellsworth District in Tyler County, West Virginia, and being the same land described in a Deed, dated December 9, 1972, from Oral C. Haught and wife, Blanche Haught, Gale E. Haught and wife, Evelyn Haught, Charles A. Haught and wife, Clara Haught, Arthur H. Haught and wife, Elizabeth M. Haught, Clair Haught and wife, Edna Haught, Pearl Smith, Richard Kannan and wife, Isabelle Kannan, Gavin Trolan and wife, Ida Trolan, and E. W. Robertson and wife, Ona Robertson, to Gale E. Haught and wife, Evelyn Haught, recorded in Book 195, Page 445, Office of the Clerk of the County Commission, Tyler County, West Virginia, hereinafter referred to as the "Subject Lands." The Subject Lands are shown on the plat attached hereto as Exhibit "A."

MATERIALS EXAMINED

1. Title Runsheet, prepared by S. A. Property Research, L.L.C.'s field landman for Statoil North America, Inc., covering the Subject Lands for the period from February 27, 1873 through and including February 11, 2014 in Tyler County, West Virginia (the "Title Runsheet");

2. The public records of Tyler County, West Virginia ("Records") for the period from February 27, 1873 through and including February 11, 2014, but only insofar as the same includes those documents set forth on the above described Title Runsheet as they pertain to the Subject Lands;

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Environmental Protection

4709502308

12. Copy of an unrecorded Oil and Gas Lease, dated May 9, 2012, from Gale Ezra Haught, Jr., to PetroEdge Energy LLC, a Memorandum of which is recorded in Book 397, Page 337, Office of the Clerk of the County Commission, Tyler County, West Virginia;

13. Copy of an unrecorded Oil and Gas Lease, dated June 8, 2012, from Charles Conaway to PetroEdge Energy LLC, a Memorandum of which is recorded in Book 397, Page 580, Office of the Clerk of the County Commission, Tyler County, West Virginia;

14. Copy of an unrecorded Oil and Gas Lease, dated June 8, 2012, from Arnold Schulberg to PetroEdge Energy LLC, a Memorandum of which is recorded in Book 398, Page 53, Office of the Clerk of the County Commission, Tyler County, West Virginia;

15. Copy of an unrecorded Oil and Gas Lease, dated May 17, 2012, from Margaret Conaway Torok to PetroEdge Energy LLC, a Memorandum of which is recorded in Book 400, Page 187, Office of the Clerk of the County Commission, Tyler County, West Virginia;

16. Copy of an Assignment, dated December 20, 2012, from PetroEdge Energy LLC to Statoil USA Onshore Properties Inc., recorded in Book 406, Page 147, Office of the Clerk of the County Commission, Tyler County, West Virginia; and

17. Copies of various plats and deed plots provided by S. A. Property Research, L.L.C's field landman covering the Subject Lands.

THE HEREINBELOW STATED OWNERSHIP INTERESTS AS SET FORTH IN THE OWNERSHIP SECTION HEREOF ARE EXPRESSLY SUBJECT TO THE COMMENTS, REQUIREMENTS AND LIMITATIONS SET FORTH HEREINBELOW. THIS OPINION IS RENDERED AS A COMPLETE DOCUMENT AND NO SEPARATE PART HEREOF SHOULD BE RELIED UPON TO THE EXCLUSION OF ANY OTHER PORTION HEREOF. THEREFORE, THIS OPINION SHOULD BE CONSIDERED IN ITS ENTIRETY.

OWNERSHIP

Based upon our examination of the materials referenced above, and subject to the comments, requirements, and limitations hereinafter set forth, we find title to the Subject Lands vests, as of February 11, 2014, as follows:

STATE OF WEST VIRGINIA OWNERSHIP UNDER PUBLIC ROADS

Based on the Materials Examined, the State of West Virginia is not vested with any interest in the oil and gas executive rights and mineral fee and the oil and gas royalty in and under any public roads located within the boundary of the Subject Lands.

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WW-6AC
(1/12)

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Environmental Protection

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE CERTIFICATION

47095023 05

Date of Notice Certification: 07/27/2015

API No. 47- _____ - 095023 05
Operator's Well No. Fruner 3H
Well Pad Name: Fruner

Notice has been given:
Pursuant to the provisions in West Virginia Code § 22-6A, the Operator has provided the required parties with the Notice Forms listed below for the tract of land as follows:

State:	West Virginia	UTM NAD 83 Easting:	510902.97
County:	Tyler	Northing:	4372458.20
District:	Ellsworth	Public Road Access:	CR 34/3 and CR 11
Quadrangle:	Porter Falls-Sec 7	Generally used farm name:	Fruner
Watershed:	Gorrell Run - Middle Island Creek		

Pursuant to West Virginia Code § 22-6A-7(b), every permit application filed under this section shall be on a form as may be prescribed by the secretary, shall be verified and shall contain the following information: (14) A certification from the operator that (i) it has provided the owners of the surface described in subdivisions (1), (2) and (4), subsection (b), section ten of this article, the information required by subsections (b) and (c), section sixteen of this article; (ii) that the requirement was deemed satisfied as a result of giving the surface owner notice of entry to survey pursuant to subsection (a), section ten of this article six-a; or (iii) the notice requirements of subsection (b), section sixteen of this article were waived in writing by the surface owner; and Pursuant to West Virginia Code § 22-6A-11(b), the applicant shall tender proof of and certify to the secretary that the notice requirements of section ten of this article have been completed by the applicant.

Pursuant to West Virginia Code § 22-6A, the Operator has attached proof to this Notice Certification that the Operator has properly served the required parties with the following: *PLEASE CHECK ALL THAT APPLY		OOG OFFICE USE ONLY
☐ 1. NOTICE OF SEISMIC ACTIVITY	or ☒ NOTICE NOT REQUIRED BECAUSE NO SEISMIC ACTIVITY WAS CONDUCTED	☐ RECEIVED/ NOT REQUIRED
☐ 2. NOTICE OF ENTRY FOR PLAT SURVEY	or ☒ NO PLAT SURVEY WAS CONDUCTED	☐ RECEIVED
☒ 3. NOTICE OF INTENT TO DRILL	or ☐ NOTICE NOT REQUIRED BECAUSE NOTICE OF ENTRY FOR PLAT SURVEY WAS CONDUCTED or ☐ WRITTEN WAIVER BY SURFACE OWNER (PLEASE ATTACH)	☐ RECEIVED/ NOT REQUIRED
☒ 4. NOTICE OF PLANNED OPERATION		☐ RECEIVED
☒ 5. PUBLIC NOTICE		☐ RECEIVED
☒ 6. NOTICE OF APPLICATION		☐ RECEIVED

Required Attachments:
The Operator shall attach to this Notice Certification Form all Notice Forms and Certifications of Notice that have been provided to the required parties and/or any associated written waivers. For the Public Notice, the operator shall attach a copy of the Class II Legal Advertisement with publication date verification or the associated Affidavit of Publication. The attached Notice Forms and Certifications of Notice shall serve as proof that the required parties have been noticed as required under West Virginia Code § 22-6A. Pursuant to West Virginia Code § 22-6A-11(b), the Certification of Notice to the person may be made by affidavit of personal service, the return receipt card or other postal receipt for certified mailing.

WW-6AC
(1/12)

Certification of Notice is hereby given: 4709502305

THEREFORE, I Bekki Winfree, have read and understand the notice requirements within West Virginia Code § 22-6A. I certify that as required under West Virginia Code § 22-6A, I have served the attached copies of the Notice Forms, identified above, to the required parties through personal service, by registered mail or by any method of delivery that requires a receipt or signature confirmation. I certify under penalty of law that I have personally examined and am familiar with the information submitted in this Notice Certification and all attachments, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

Well Operator:	Statoil USA Onshore Properties Inc.	Address:	2107 City West Boulevard
By:	Bekki Winfree/		Houston, TX 77042
Its:	Sr. Regulatory Advisor	Facsimile:	713-918-8290
Telephone:	713-485-2640	Email:	BEKW@Statoil.com

NOTARY SEAL
SHIRLEY RYAN-AMELLER
Notary Public, State of Texas
My Commission Expires
March 26, 2016

Subscribed and sworn before me this 27 day of July.

Shirley Ryan-Ameller Notary Public

My Commission Expires 3-26-2016

Oil and Gas Privacy Notice:
The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

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WW-6A
(9-13)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: FRUNER

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF APPLICATION

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**

47095 11 2 3 65

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AUG 12 2015
WV Department of
Environmental Protection

Date of Notice: 07/09/2015 **Date Permit Application Filed:** 08/10/15

Notice of:

☑ PERMIT FOR ANY WELL WORK

☐ CERTIFICATE OF APPROVAL FOR THE CONSTRUCTION OF AN IMPOUNDMENT OR PIT

Delivery method pursuant to West Virginia Code § 22-6A-10(b)

☐ PERSONAL SERVICE

☐ REGISTERED MAIL

☑ METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to W. Va. Code § 22-6A-10(b) no later than the filing date of the application, the applicant for a permit for any well work or for a certificate of approval for the construction of an impoundment or pit as required by this article shall deliver, by personal service or by registered mail or by any method of delivery that requires a receipt or signature confirmation, copies of the application, the erosion and sediment control plan required by section seven of this article, and the well plat to each of the following persons: (1) The owners of record of the surface of the tract on which the well is or is proposed to be located; (2) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for roads or other land disturbance as described in the erosion and sediment control plan submitted pursuant to subsection (c), section seven of this article; (3) The coal owner, operator or lessee, in the event the tract of land on which the well proposed to be drilled is located [sic] is known to be underlain by one or more coal seams; (4) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for the placement, construction, enlargement, alteration, repair, removal or abandonment of any impoundment or pit as described in section nine of this article; (5) Any surface owner or water purveyor who is known to the applicant to have a water well, spring or water supply source located within one thousand five hundred feet of the center of the well pad which is used to provide water for consumption by humans or domestic animals; and (6) The operator of any natural gas storage field within which the proposed well work activity is to take place. (c)(1) If more than three tenants in common or other co-owners of interests described in subsection (b) of this section hold interests in the lands, the applicant may serve the documents required upon the person described in the records of the sheriff required to be maintained pursuant to section eight, article one, chapter eleven-a of this code. (2) Notwithstanding any provision of this article to the contrary, notice to a lien holder is not notice to a landowner, unless the lien holder is the landowner. W. Va. Code R. § 35-8-5.7.a requires, in part, that the operator shall also provide the Well Site Safety Plan ("WSSP") to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

☑ Application Notice ☑ WSSP Notice ☑ E&S Plan Notice ☑ Well Plat Notice is hereby provided to:

☑ SURFACE OWNER(s)
Name: Charles Fruner and wife, Wilda Lee Fruner
Address: 733 Highland Avenue
New Martinsville, WV 26155
Name: _____
Address: _____

☐ SURFACE OWNER(s) (Road and/or Other Disturbance)
Name: _____
Address: _____
Name: _____
Address: _____

☐ SURFACE OWNER(s) (Impoundments or Pits)
Name: _____
Address: _____

☑ COAL OWNER OR LESSEE
Name: Gina Pastors
Address: 3924 Brightay Street
MWeirton, WV 26062

☐ COAL OPERATOR
Name: _____
Address: _____

☑ SURFACE OWNER OF WATER WELL AND/OR WATER PURVEYOR(s)
Name: Charles Fruner
Address: 733 Highland Avenue
New Martinsville, WV 26155

☐ OPERATOR OF ANY NATURAL GAS STORAGE FIELD
Name: _____
Address: _____

*Please attach additional forms if necessary

WW-6A
(8-13)

RECEIVED
Office of Oil and Gas

AUG 12 2015

WV Department of
Environmental Protection

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: FRUNER

Notice is hereby given:
Pursuant to West Virginia Code § 22-6A-10(b), notice is hereby given that the undersigned well operator has applied for a permit for well work or for a certificate of approval for the construction of an impoundment or pit.

This Notice Shall Include:
Pursuant to W. Va. Code § 22-6A-10(b), this notice shall include: (1) copies of the application; (2) the erosion and sediment control plan required by section seven of this article; and (3) the well plat.

Pursuant to W. Va. Code § 22-6A-10(f), this notice shall include: (1) a statement of the time limits for filing written comments; (2) who may file written comments; (3) the name and address of the secretary for the purpose of filing the comments and obtaining additional information; and (4) a statement that the persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

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Pursuant to W. Va. Code R. § 35-8-5.7.a, the operator shall provide the Well Site Safety Plan to the surface owner and any water purveyor or surface owner subject to notice and water testing as provided in section 15 of this rule.

Pursuant to W. Va. Code R. § 35-8-15.2.c, this notice shall: (1) contain a statement of the surface owner's and water purveyor's right to request sampling and analysis; (2) advise the surface owner and water purveyor of the rebuttable presumption for contamination or deprivation of a fresh water source or supply; advise the surface owner and water purveyor that refusal to allow the operator to conduct a pre-drilling water well test constitutes a method to rebut the presumption of liability; (3) advise the surface owner and water purveyor of his or her independent right to sample and analyze any water supply at his or her own expense; advise the surface owner and water purveyor whether or not the operator will utilize an independent laboratory to analyze any sample; and (4) advise the surface owner and or water purveyor that he or she can obtain from the Chief a list of water testing laboratories in the subject area capable of and qualified to test water supplies in accordance with standard acceptable methods.

Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Well Location Restrictions
Pursuant to W. Va. Code § 22-6A-12, Wells may not be drilled within two hundred fifty feet measured horizontally from any existing water well or developed spring used for human or domestic animal consumption. The center of well pads may not be located within six hundred twenty-five feet of an occupied dwelling structure, or a building two thousand five hundred square feet or larger used to house or shelter dairy cattle or poultry husbandry. This limitation is applicable to those wells, developed springs, dwellings or agricultural buildings that existed on the date a notice to the surface owner of planned entry for surveying or staking as provided in section ten of this article or a notice of intent to drill a horizontal well as provided in subsection (b), section sixteen of this article was provided, whichever occurs first, and to any dwelling under construction prior to that date. This limitation may be waived by written consent of the surface owner transmitted to the department and recorded in the real property records maintained by the clerk of the county commission for the county in which such property is located. Furthermore, the well operator may be granted a variance by the secretary from these distance restrictions upon submission of a plan which identifies the sufficient measures, facilities or practices to be employed during well site construction, drilling and operations. The variance, if granted, shall include terms and conditions the department requires to ensure the safety and protection of affected persons and property. The terms and conditions may include insurance, bonding and indemnification, as well as technical requirements. (b) No well pad may be prepared or well drilled within one hundred feet measured horizontally from any perennial stream, natural or artificial lake, pond or reservoir, or a wetland, or within three hundred feet of a naturally reproducing trout stream. No well pad may be located within one thousand feet of a surface or ground water intake of a public water supply. The distance from the public water supply as identified by the department shall be measured as follows: (1) For a surface water intake on a lake or reservoir, the distance shall be measured from the boundary of the lake or reservoir. (2) For a surface water intake on a flowing stream, the distance shall be measured from a semicircular radius extending upstream of the surface water intake. (3) For a groundwater source, the distance shall be measured from the wellhead or spring. The department may, in its discretion, waive these distance restrictions upon submission of a plan identifying sufficient measures, facilities or practices to be employed during well site construction, drilling and operations to protect the waters of the state. A waiver, if granted, shall impose any permit conditions as the secretary considers necessary. (c) Notwithstanding the foregoing provisions of this section, nothing contained in this section prevents an operator from conducting the activities permitted or authorized by a Clean Water Act Section 404 permit or other approval from the United States Army Corps of Engineers within any waters of the state or within the restricted areas referenced in this section. (d) The well location restrictions set forth in this section shall not apply to any well on a multiple well pad if at least one of the wells was permitted prior to the effective date of this article. (e) The secretary shall, by December 31, 2012, report to the Legislature on the noise, light, dust and volatile organic compounds generated by the drilling of horizontal wells as they relate to the well location restrictions regarding occupied dwelling structures pursuant to this section. Upon a finding, if any, by the secretary that the well location restrictions regarding occupied dwelling structures are inadequate or otherwise require alteration to address the items

examined in the study required by this subsection, the secretary shall have the authority to propose for promulgation legislative rules establishing guidelines and procedures regarding reasonable levels of noise, light, dust and volatile organic compounds relating to drilling horizontal wells, including reasonable means of mitigating such factors, if necessary.

Water Well Testing:
Pursuant to West Virginia Code § 22-6A-10(d), notification shall be made, with respect to surface landowners identified in subsection (b) or water purveyors identified in subdivision (5), subsection (b) of this section, of the opportunity for testing their water well. The operator shall provide an analysis to such surface landowner or water purveyor at their request.

Water Testing Laboratories:
Pursuant to West Virginia Code § 22-6A-10(i), persons entitled to notice pursuant to subsection (b) of this section may contact the department to ascertain the names and locations of water testing laboratories in the subject area capable and qualified to test water supplies in accordance with standard accepted methods. In compiling that list of names the department shall consult with the state Bureau for Public Health and local health departments. A surface owner and water purveyor has an independent right to sample and analyze any water supply at his or her own expense. The laboratory utilized by the operator shall be approved by the agency as being certified and capable of performing sample analyses in accordance with this section.

Rebuttable Presumption for Contamination or Deprivation of a Fresh Water Source or Supply:

W. Va. Code § 22-6A-18 requires that (b) unless rebutted by one of the defenses established in subsection (c) of this section, in any action for contamination or deprivation of a fresh water source or supply within one thousand five hundred feet of the center of the well pad for horizontal well, there is a rebuttable presumption that the drilling and the oil or gas well or either was the proximate cause of the contamination or deprivation of the fresh water source or supply. (c) In order to rebut the presumption of liability established in subsection (b) of this section, the operator must prove by a preponderance of the evidence one of the following defenses: (1) The pollution existed prior to the drilling or alteration activity as determined by a predrilling or prealteration water well test. (2) The landowner or water purveyor refused to allow the operator access to the property to conduct a predrilling or prealteration water well test. (3) The water supply is not within one thousand five hundred feet of the well. (4) The pollution occurred more than six months after completion of drilling or alteration activities. (5) The pollution occurred as the result of some cause other than the drilling or alteration activity. (d) Any operator electing to preserve its defenses under subdivision (1), subsection (c) of this section shall retain the services of an independent certified laboratory to conduct the predrilling or prealteration water well test. A copy of the results of the test shall be submitted to the department and the surface owner or water purveyor in a manner prescribed by the secretary. (e) Any operator shall replace the water supply of an owner of interest in real property who obtains all or part of that owner's supply of water for domestic, agricultural, industrial or other legitimate use from an underground or surface source with a comparable water supply where the secretary determines that the water supply has been affected by contamination, diminution or interruption proximately caused by the oil or gas operation, unless waived in writing by that owner. (f) The secretary may order the operator conducting the oil or gas operation to: (1) Provide an emergency drinking water supply within twenty-four hours; (2) Provide temporary water supply within seventy-two hours; (3) Within thirty days begin activities to establish a permanent water supply or submit a proposal to the secretary outlining the measures and timetables to be used in establishing a permanent supply. The total time in providing a permanent water supply may not exceed two years. If the operator demonstrates that providing a permanent replacement water supply cannot be completed within two years, the secretary may extend the time frame on case-by-case basis; and (4) Pay all reasonable costs incurred by the real property owner in securing a water supply. (g) A person as described in subsection (b) of this section aggrieved under the provisions of subsections (b), (e) or (f) of this section may seek relief in court... (i) Notwithstanding the denial of the operator of responsibility for the damage to the real property owner's water supply or the status of any appeal on determination of liability for the damage to the real property owner's water supply, the operator may not discontinue providing the required water service until authorized to do so by the secretary or a court of competent jurisdiction.

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Written Comment:
Pursuant to West Virginia Code § 22-6A-11(a), all persons described in subsection (b), section ten of this article may file written comments with the secretary as to the location or construction of the applicant's proposed well work within thirty days after the application is filed with the secretary. All persons described in West Virginia Code § 22-6A-10(b) may file written comments as to the location or construction of the applicant's proposed well work to the Secretary at:

Chief, Office of Oil and Gas
Department of Environmental Protection
601 57th St. SE
Charleston, WV 25304
(304) 926-0450

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Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water. **NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.**

WW-6A
(8-13)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: FRUNER

Time Limits and Methods for Filing Comments.

The law requires these materials to be served on or before the date the operator files its Application. You have **THIRTY (30) DAYS** after the filing date to file your comments. Comments must be filed in person or received in the mail by the Chief's office by the time stated above. You may call the Chief's office to be sure of the date. Check with your postmaster to ensure adequate delivery time or to arrange special expedited handling. If you have been contacted by the well operator and you have signed a "voluntary statement of no objection" to the planned work described in these materials, then the permit may be issued at any time.

Pursuant to West Virginia Code § 22-6A-11(c)(2), Any objections of the affected coal operators and coal seam owners and lessees shall be addressed through the processes and procedures that exist under sections fifteen, seventeen and forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article. The written comments filed by the parties entitled to notice under subdivisions (1), (2), (4), (5) and (6), subsection (b), section ten of this article shall be considered by the secretary in the permit issuance process, but the parties are not entitled to participate in the processes and proceedings that exist under sections fifteen, seventeen or forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article.

Comment Requirements

Your comments must be in writing and include your name, address and telephone number, the well operator's name and well number and the approximate location of the proposed well site including district and county from the application. You may add other documents, such as sketches, maps or photographs to support your comments.

Disclaimer: All comments received will be placed on our web site http://www.dep.wv.gov/oil-and-gas/Horizontal-Permits/Pages/default.aspx and the applicant will automatically be forwarded an email notice that such comments have been submitted. The applicant will be expected to provide a response to comments submitted by any surface owner, water purveyor or natural gas storage operator noticed within the application.

Permit Denial or Condition

The Chief has the power to deny or condition a well work permit. Pursuant to West Virginia Code § 22-6A-8(d), the permit may not be issued or be conditioned, including conditions with respect to the location of the well and access roads prior to issuance if the director determines that:

(1) The proposed well work will constitute a hazard to the safety of persons;
(2) The plan for soil erosion and sediment control is not adequate or effective;
(3) Damage would occur to publicly owned lands or resources; or
(4) The proposed well work fails to protect fresh water sources or supplies.

A permit may also be denied under West Virginia Code § 22-6A-7(k), the secretary shall deny the issuance of a permit if the secretary determines that the applicant has committed a substantial violation of a previously issued permit for a horizontal well, including the applicable erosion and sediment control plan associated with the previously issued permit, or a substantial violation of one or more of the rules promulgated under this article, and in each instance has failed to abate or seek review of the violation within the time prescribed by the secretary pursuant to the provisions of subdivisions (1) and (2), subsection (a), section five of this article and the rules promulgated hereunder, which time may not be unreasonable.

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Pursuant to West Virginia Code § 22-6A-10(g), any person entitled to submit written comments to the secretary pursuant to subsection (a), section eleven of this article, shall also be entitled to receive from the secretary a copy of the permit as issued or a copy of the order modifying or denying the permit if the person requests receipt of them as a part of the written comments submitted concerning the permit application. Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

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WW-6A
(8-13)

API NO. 47-_____-_____
OPERATOR WELL NO. Fruner 3H
Well Pad Name: FRUNER

Notice is hereby given by:

Well Operator: STATOIL USA ONSHORE PROPERTIES INC.
Telephone: 713-918-8200
Email: BEKW@Statoil.com

Address: 2103 CityWest Blvd. Suite 800
Houston, TX 77042
Facsimile: 713-918-8290

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

WALLY ANTHONY STUKA
My Commission Expires
April 16, 2017

Subscribed and sworn before me this 27 day of July, 2015.

Wally Anthony Stuka Notary Public

My Commission Expires April 16, 2017

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FRUNER 3H WW6A – NOTICE OF APPLICATION OWNERSHIP ADDITIONAL OWNERS ATTACHMENT

SURFACE OWNER

Charles Fruner and wife, Wilda Lee Fruner
733 Highland Avenue
New Martinsville, WV 26155

COAL OWNERS

Gina Pastors
3924 Brightay Street
Weirton, WV 26062

Robert L. Mehl
808 Lanark Court
Inverness, Florida 34453

Jack E. Mehl
4943 North Cimarron Drive
Beverly Hills, Florida 34465

Yvonne Cooper
63 North London Street
Mt. Sterling, Ohio 43143

Carol Ann Braden
5292 Golfway Lane
Lyndhurst, Ohio 44124

Lynn Richardson/Robinson
P. O. Box 940
Justin, Texas 76247

Julie Caper
7329 Old Mill Run
Fort Worth, Texas 76133

Alan Lively
2327 Crestridge
Dallas, Texas 75228

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WATER WELL OWNER

Charles Fruner
733 Highland Avenue
New Martinsville, WV 26155

WW-6A4
(1/12)

Operator Well No. Fruner 3H

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF INTENT TO DRILL

Pursuant to W. Va. Code § 22-6A-16(b), the Notice of Intent to Drill is only required if the notice requirements of W. Va. Code § 22-6A-10(a) have NOT been met or if the Notice of Intent to Drill requirement has NOT been waived in writing by the surface owner.

Notice Time Requirement: Notice shall be provided at least **TEN (10)** days prior to filing a permit application.
Date of Notice: 07/30/2015 **Date Permit Application Filed:** 08/10/2015

4709502305

Delivery method pursuant to West Virginia Code § 22-6A-16(b)

☐ HAND DELIVERY ☒ CERTIFIED MAIL RETURN RECEIPT REQUESTED

Pursuant to W. Va. Code § 22-6A-16(b), at least ten days prior to filing a permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner notice of its intent to enter upon the surface owner's land for the purpose of drilling a horizontal well: *Provided,* That notice given pursuant to subsection (a), section ten of this article satisfies the requirements of this subsection as of the date the notice was provided to the surface owner: *Provided, however,* That the notice requirements of this subsection may be waived in writing by the surface owner. The notice, if required, shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative.

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Notice is hereby provided to the SURFACE OWNER(s):

Name: Charles Fruner and wife, Wilda Lee Fruner
Address: 733 Highland Avenue
New Martinsville, WV 26155

Name: _____
Address: _____

Notice is hereby given:
Pursuant to West Virginia Code § 22-6A-16(b), notice is hereby given that the undersigned well operator has an intent to enter upon the surface owner's land for the purpose of drilling a horizontal well on the tract of land as follows:

State: West Virginia
County: Tyler
District: Ellsworth
Quadrangle: Porters Falls - Sec 7
Watershed: Gorrell Run - Middle Island Creek

UTM NAD 83 Easting: 510902.97
Northing: 4372458.20
Public Road Access: CR 11 and 34/3
Generally used farm name: Fruner Farm

This Notice Shall Include:
Pursuant to West Virginia Code § 22-6A-16(b), this notice shall include the name, address, telephone number, and if available, facsimile number and electronic mail address of the operator and the operator's authorized representative. Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Notice is hereby given by:

Well Operator: Statoil USA Onshore Properties Inc.
Address: 2103 CityWest Blvd. Suite 800
Houston, Texas 77042
Telephone: 713-918-8200
Email: bekw@statoil.com
Facsimile: 913-918-8290

Authorized Representative: Bekki Winfree
Address: 2103 CityWest Blvd. Suite 800
Houston, Texas 77042
Telephone: 713-918-8200
Email: bekw@statoil.com
Facsimile: 713-918-8290

Oil and Gas Privacy Notice:
The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

WW-6A5
(1/12)

Operator Well No. Fruner 3H

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF PLANNED OPERATION

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**
Date of Notice: 07/09/2015 **Date Permit Application Filed:** 08/10/2015

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Delivery method pursuant to West Virginia Code § 22-6A-16(c)

☒ CERTIFIED MAIL
RETURN RECEIPT REQUESTED

☐ HAND
DELIVERY

Pursuant to W. Va. Code § 22-6A-16(c), no later than the date for filing the permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner whose land will be used for the drilling of a horizontal well notice of the planned operation. The notice required by this subsection shall include: (1) A copy of this code section; (2) The information required to be provided by subsection (b), section ten of this article to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. (d) The notices required by this section shall be given to the surface owner at the address listed in the records of the sheriff at the time of notice.

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Notice is hereby provided to the SURFACE OWNER(s)
(at the address listed in the records of the sheriff at the time of notice):

Name: Charles Fruner and wife, Wilda Lee Fruner
Address: 733 Highland Avenue
New Martinsville, WV 26155

Name:
Address:

Notice is hereby given:
Pursuant to West Virginia Code § 22-6A-16(c), notice is hereby given that the undersigned well operator has developed a planned operation on the surface owner's land for the purpose of drilling a horizontal well on the tract of land as follows:

State:	West Virginia	UTM NAD 83 Easting:	510902.97
County:	Tyler	Northing:	4372458.20
District:	Ellsworth	Public Road Access:	CR 34/3 and CR 11
Quadrangle:	Porters Falls - Sec 7	Generally used farm name:	Fruner
Watershed:	Gorrell Run - Middle Island Creek		

This Notice Shall Include:
Pursuant to West Virginia Code § 22-6A-16(c), this notice shall include: (1)A copy of this code section; (2) The information required to be provided by **W. Va. Code § 22-6A-10(b)** to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Well Operator:	Statoil USA Onshore Properties Inc.	Address:	2103 CityWest Blvd. Suite 800
Telephone:	713-918-8200		Houston, Texas 77042
Email:	bekw@statoil.com	Facsimile:	713-918-8290

Oil and Gas Privacy Notice:
The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

WEST VIRGINIA DEPARTMENT OF TRANSPORTATION
Division of Highways
1900 Kanawha Boulevard East • Building Five • Room 110
Charleston, West Virginia 25305-0430 • (304) 558-3505

Earl Ray Tomblin
Governor

Paul A. Mattox, Jr., P. E.
Secretary of Transportation/
Commissioner of Highways

July 1, 2015

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James A. Martin, Chief
Office of Oil and Gas
Department of Environmental Protection
601 57th Street, SE
Charleston, WV 25304

Subject: DOH Permit for the Fruner Pad Tyler County
Fruner 3H

4709502305

Dear Mr. Martin,

The West Virginia Division of Highways has issued Permit # 06 -2014-0555 for the subject site to Statoil USA Onshore Properties Inc. for access to the State Road for the well site located off of Tyler County Route 18/6 SLS.

The operator has signed a STATEWIDE OIL AND GAS ROAD MAINTENANCE BONDING AGREEMENT and provided the required Bond. This operator is currently in compliance with the DOH OIL AND GAS POLICY dated January 3, 2012.

Very Truly Yours,

Gary K. Clayton, P.E.
Regional Maintenance Engineer
Central Office Oil &Gas Coordinator

Cc: Jarad Guynes
Statoil USA Onshore Properties Inc.
CH, OM, D-6
File

ROAD CROSSING LETTERS FRUNER 3H

TR 130

TR 797

TR 412

TR 404

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Frac Additives

BIO CLEAR 2000

Components	CAS#
Polyethylene Glycol	25322-68-3
2,2-dibromo-3-nitrilopropionamide	10222-01-2

BUFFER

Sulfamic Acid	5329-14-6

ACID

Hydrochloric Acid	7647-01-0

BREAKER

Sucrose	57-50-1
Ethylene Glycol	107-21-1

INHIBITOR

Ethoxylated Nonylphenol	68412-54-4
Dimethylcocoamine	68607-28-3
Ethylene Glycol	107-21-1
Glycol Ethers	111-76-2
Methanol	67-56-1
Propargyl Alcohol	107-19-7

SCALE INHIBITOR

Ethylene Glycol	107-21-1

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FRICTION REDUCER		
	Sodium Chloride	7647-14-5
	Ammonium Chloride	12125-02-9
	Petroleum Distillates	64742-47-8
	Alcohols, C12-16, Ethoxylated	68551-12-2
SAND		
	Crystalline Silica (quartz)	14808-60-7
	Aluminum Oxide	1344-28-1
	Iron Oxide	1309-37-1
	Titanium Oxide	13463-67-7
GEL		
	Gelling Agent & Hydrocarbons	64742-96-7

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Exhibit "A-1"

Attached to and by reference made a part thereof, that certain Memorandum of Surface Use and Damage Settlement Agreement dated January 22, 2015, by The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009., Grantor, of 1234 Robin Drive, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Grantee";

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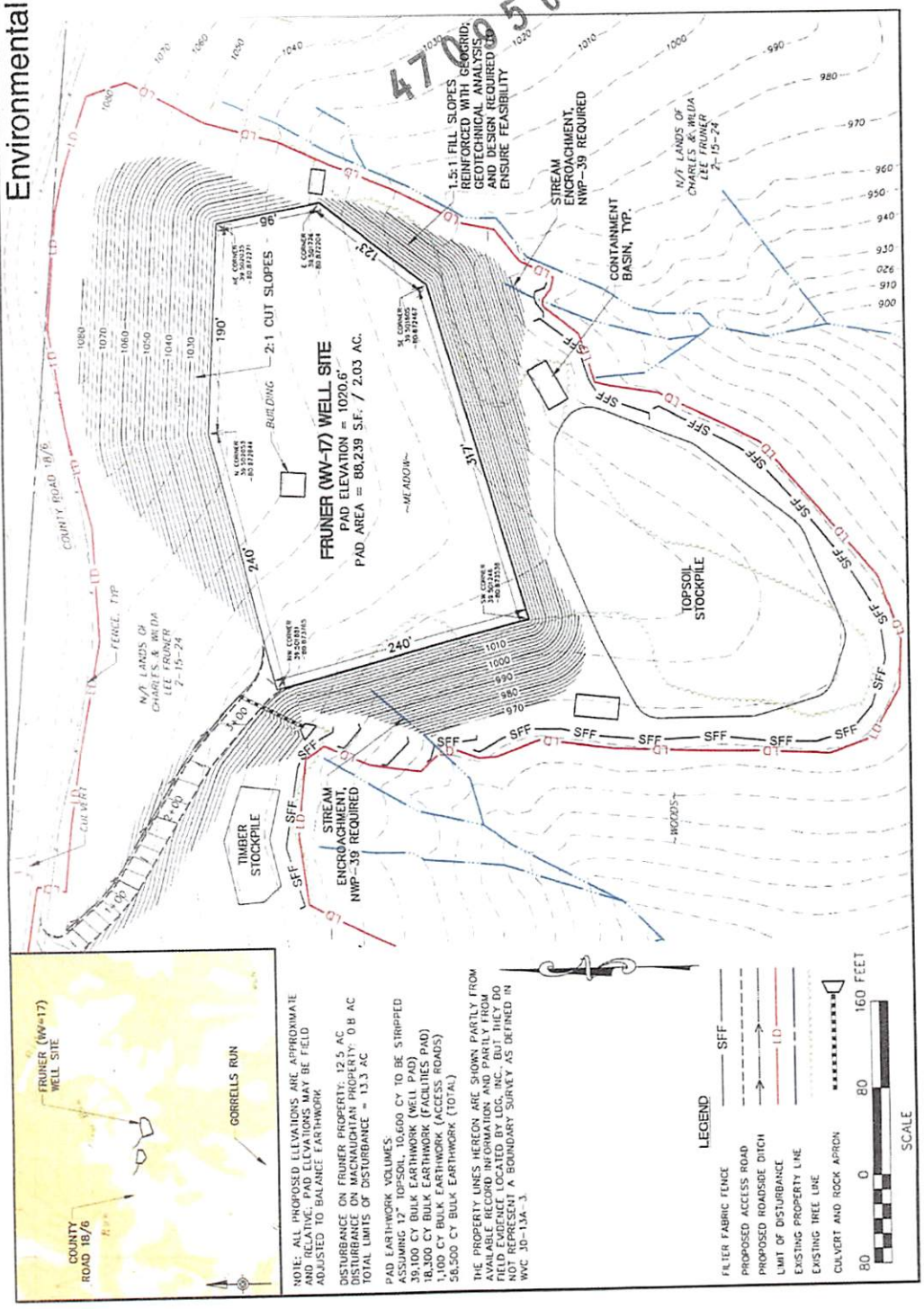

Exhibit "A-2"

Attached to and by reference made a part thereof, that certain Memorandum of Surface Use and Damage Settlement Agreement dated January 22, 2015, by The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009., Grantor, of 1234 Robin Drive, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Grantee";

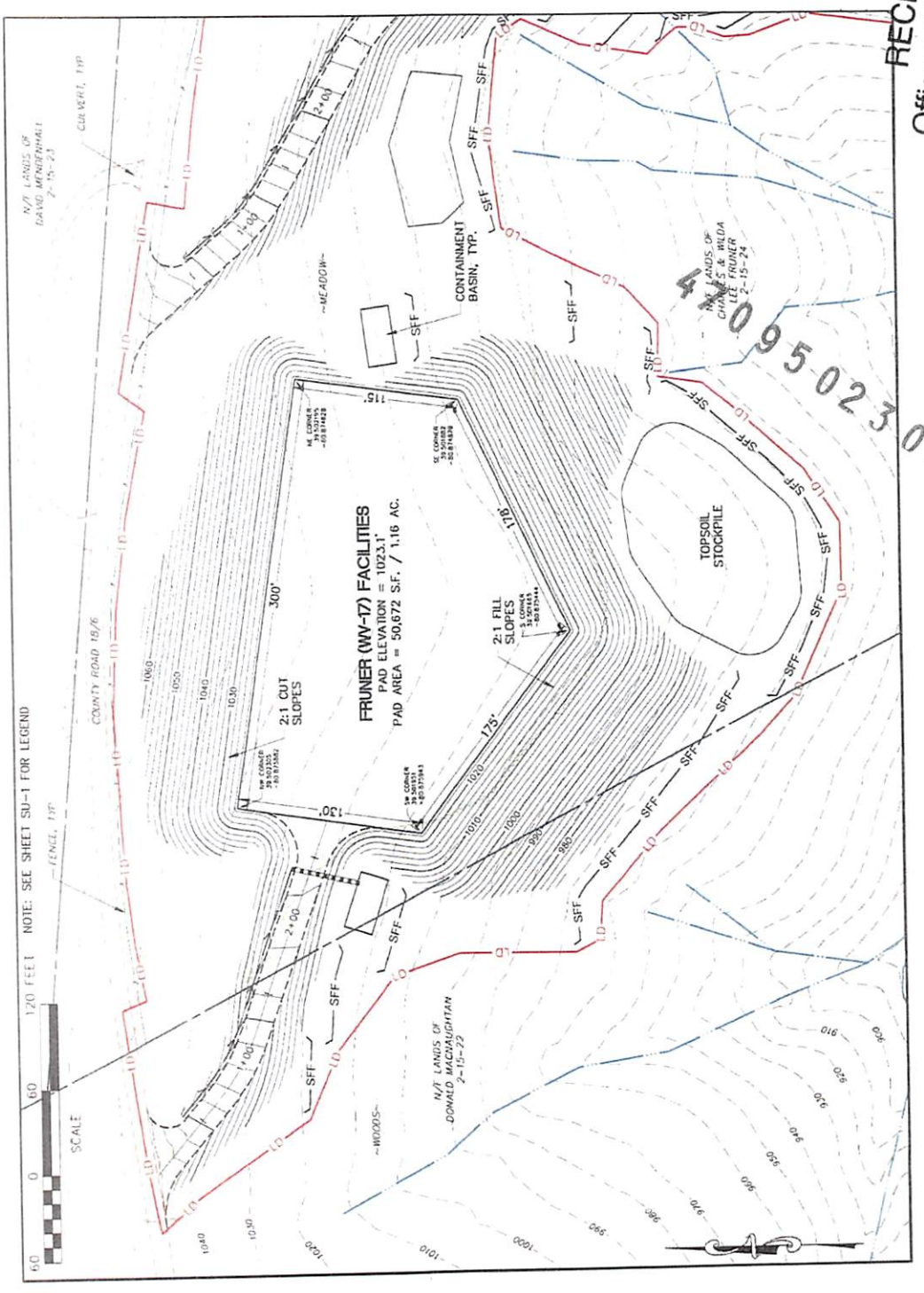

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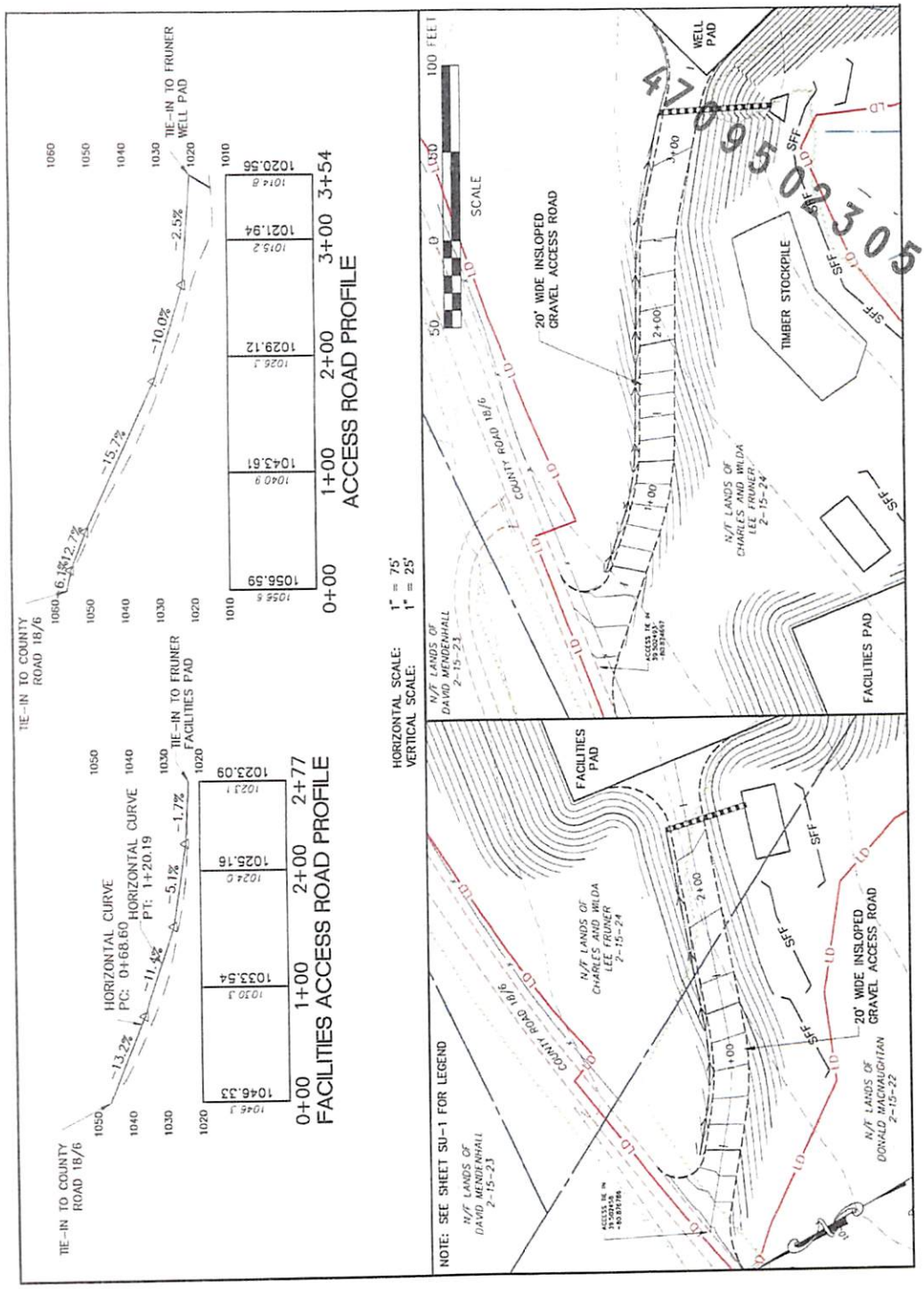
Exhibit "A-3"

Attached to and by reference made a part thereof, that certain Memorandum of Surface Use and Damage Settlement Agreement dated January 22, 2015, by The Donald Macnaughtan, Jr. Revocable Trust dated April 6, 2009., Grantor, of 1234 Robin Drive, New Martinsville, West Virginia 26155 and **STATOIL USA ONSHORE PROPERTIES INC.**, whose address is 2103 CityWest Boulevard, Suite 800, Houston, Texas 77042, hereinafter called "Grantee";