

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 09, 2015

WELL WORK PERMIT

Vertical Well

This permit, API Well Number: 47-9502312, issued to ALLIANCE PETROLEUM CORPORATION, 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.

Operator's Well No: SCRUB OAK 1 V-1

Farm Name:

API Well Number: 47-9502312
Permit Type: Vertical Well
Date Issued: 10/09/2015

Promoting a healthy environment.

PERMIT CONDITIONS

West Virginia Code §22-6-11 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. 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 §22-6-20, 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 fifty (50) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
- Pursuant to 35 CSR 4-19.1.a, at the request of the surface owner all water wells or springs within 1000 feet of the proposed well that are actually utilized for human consumption, domestic animals or other general use shall be sampled and analyzed.
- 3. Pursuant to 35 CSR 4-19.1.c, if the operator is unable to sample and analyze any water well or spring with one thousand (1,000) feet of the permitted well location, the Office of Oil and Gas requires the operator to sample, at a minimum, one water well or spring located between one thousand (1,000) feet and two thousand (2,000) feet of the permitted well location.
- 4. All pits must be lined with a minimum of 20 mil thickness synthetic liner.
- 5. In the event of an accident or explosion causing loss of life or serious personal injury in or about the well or while working on the well, the well operator or its contractor shall give notice, stating the particulars of the accident or explosion, to the oil and gas inspector and the Chief within twenty-four (24) hours.
- 6. During the surface casing and cementing process, in the event cement does not return to the surface, or any other casing string that is permitted to circulate cement to the surface and does not return to the surface, the oil and gas inspector shall be notified within twenty-four (24) hours
- 7. Well work activities shall not constitute a hazard to the safety of persons.
- 8. Operator shall provide the Office of Oil & Gas notification of the date that drilling commenced on this well. Such notice shall be provided by sending an email to DEPOOGNotify@wv.gov within 30 days of commencement of drilling.



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Office of Oil and Gas 601 57th Street, S.E. Charleston, WV 25304 (304) 926-0499 fax: (304) 926-0452 Earl Ray Tomblin, Governor Randy C. Huffman, Cabinet Secretary www.dep.wv.gov

October 9, 2015

Mr. & Mrs. Russell Myers 358 Old Run Road Sistersville, WV 26175

Re: Permit Application for API: 47-095-02312

Dear Mr. & Mrs. Myers:

The Office of Oil and Gas (OOG) has completed its review of the above referenced permit application submitted by Alliance Petroleum Corporation. The Tyler County oil and gas inspector examined the site to ensure compliance with all applicable requirements of Article 6, Chapter 22 of the West Virginia Code and Legislative Rule Title 35, Series 4. Also, your comments were sent to the applicant to ensure it was 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 the above statute and legislative rule. 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.

As you may know, surface owners are entitled to compensation for damages to their property resulting from oil and gas drilling activity. Absent an agreement by the parties, such damage compensation may be addressed pursuant to Article 7, Chapter 22 of the West Virginia Code. Please contact Gene Smith at (304) 926-0499, extension 1652 if you have questions.

Sincerely,

Joshua Westbrook

Environmental Resource Specialist 3

WV DEP Office of Oil & Gas

Enclosure

cc: Michael Goff



October 2, 2015

Mr. Jeffrey W. McLaughlin
Permitting – Technical Analyst
Office of Oil and Gas
West Virginia Department of Environmental Protection
Delivered via Email: jeffrey.w.mclaughlin@ww.gov.

Re:

Response to Surface Owner Comments

Scrub Oak 1 V-1 API No. 95-02312

Dear Mr. McLaughlin:

This letter is in response to Surface Owner comments received by the Office of Oil and Gas regarding the oil and gas well permit application for the Scrub Oak 1 V-1, API No. 95-02312, from Alliance Petroleum Corporation (APC). The following is our response to the comments made by Russell L. Myers and Mary E. Myers in their letter to the West Virginia Department of Environmental Protection Office of Oil and Gas (WVDEP) dated 9/28/2015.

- The drilling, completion and production operations of this well will not constitute an undue hazard or safety
 concern to residents in the area, nor to the employees, contractors and suppliers of APC. All work will be done
 with the upmost consideration to the safety, health and wellbeing of the public, including that of the owners of the
 surface real estate where the well is located.
- The Fluids/Cuttings Disposal & Reclamation Plan (Form WW-9) submitted with the permit application was
 approved by Michael Goff, Office of Oil & Gas Inspector, on 9/23/2015. APC will properly construct, maintain and
 reclaim the areas disturbed by its operations pursuant to WVDEP regulations and specifications.
- 3. APC intends to minimize, as much as possible, the impact and/or damage to the surface real estate caused by its operations. Pursuant to WVDEP rules and regulations, APC will conduct all its operations in a prudent manner in accordance with generally accepted industry standards. Be advised that Mr. Myers was consulted on different occasions in the process of selecting the well site and access road.
- 4. APC intends to properly protect and safeguard the fresh water sources in the area pursuant to West Virginia Code Chapter 22, Article 6, and agrees to comply and abide with the rules and regulations of the WVDEP. We appreciate that Mr. Myers was cooperative and permitted access for the testing of his water well. In the event of an unforeseen issue, caused by APC operations, with the fresh water supply of residents in the area, APC will take immediate steps to address the situation.

APC will keep in mind the concerns of the Surface Owner throughout our operations process. APC always intends to be a good corporate citizen in all aspects of our operations, which includes environmental stewardship. We respectfully request the permit, as applied for, be granted. Please feel free to contact me if you have any further questions or require additional information.

Sincerely,

Alliance Petroleum Corporation

Richard W. Dailey Land Drilling Coordinator

Cc. Eric Calvert, Dora Silvis

Received

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Office of Oil and Gas
WV Dept. of Environmental Protection

10/09/201

To whom it may concurs:

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at hing prival are being spirid to at hing spirid to ait of state individuals whom could care less about the land of UV. In the meanwhile the UV grapesty left behind is depreciating.

- We being lifelong tout coaying citizens of this state had not say in the gest dilling on our personal property according to the oil food dilling company. We are not mineral owners of this land, we are the landowners. You they say they will pay for surface demages, but what about all the other demages? (is water, ain, earthquaked, etc) (Jess, they say they will make accupied residential water right if they The loss of other land acreach of future

the loss of other land acreach of future

water wells My home is useless with out

water How are they oping to make My

property right, if my water well is ruined??

NO ASWERS Was determined landowner

Surface damages? NO ANSWERS

9502312 Well operator: Alliance Petroleum Corp. 4150 Belden Village Ave NW Svite 410 CANTON, OHIO 44718-2553 Well NO. SCRUB ORK I V-1 Tyler County 9-28-15 Comments: Received certified mail on well 9-22-15 Surface owers: Russell & Mary Myers 358 old Run Road Sistersville, WV 26175 Phone # 304.758.4287 - Please send copy of permit or copy of denying permit to above address Received Gas SEP 3 0 2015 - Comments: 1) the proposed well work will constitute a hazard Approx: Location to occupied residents is explosions & drinking water. Home is supplied with well Ho. This home is located with just one way in and out of lane. Ecape route is very limited 2) The soil erosion and sediment ero control plan is Not adequate or effective. There are several slipped areas on the proposed hill side. The proposed area has streams nearby. The area is also going to require a culvert which tooks in an area with two Steams & coming together which will plug and cause the erosion of the connecting fields

3) Damage would occur to publicly owned lands or resources:

Does the damages really matter if it is publicly or privatly owned land? Dur wood lands will be damaged by premature

harvesting of trees.

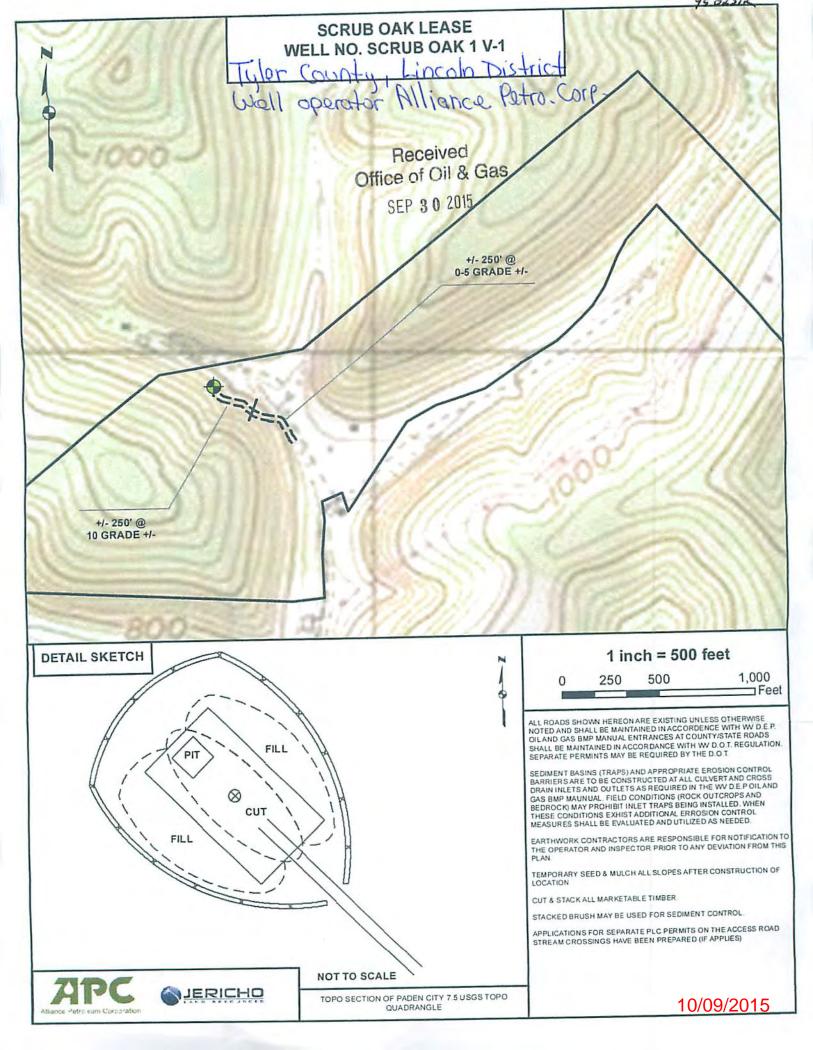
If for any reason the containment area fails in Flows towards our home and the middle island creek. The containment area is to be built on fill dirt.

4) The proposed well work fails to protect fresh water sources or supplies The containment area is to be built on fill dirt and the hillside behind that is prone to Slippage. We have gotten no answers from drilling company as their plan to correct the water well should their be contamination. This Should be required to be given to all have owners in writing (A house with out 420 is useless)

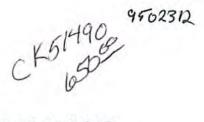
of a previous parmit etc.... These are violations that should be on record already.



Sincepely, Empers Myens Mary & Myens



WW - 2B (Rev. 8/10)



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

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13" 0-5/8"	Grade H-40 H-40	Weight per ft 36.0 #/ft 26.0 #/ft	For Drilling	Left in Well	Fill -up (Cu. Ft	u.Ft.
13" 9-5/8"	Grade H-40 H-40 J-55	Weight per ft 36.0 #/ft 26.0 #/ft 20.0 #/ft	For Drilling	360' 1850'	Fill -up (Cu. Ft	u.Ft.
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WW-2A (Rev. 6-14)

1). Date: September 22, 2015

2.) Operator's Well Number

Scrub Oak 1 V-1 County

095

State

Permit

3.) API Well No .:

47-

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

(a) Name Address 358 Old Run Rd. Sistersville, WV 26175 (b) Name Address (c) Name Address (c) Name Address (c) Name Address (c) Name Address (d) Inspector Michael Goff Address (c) Name Address (d) Inspector Address (e) Do Box 134 Name Address (f) Inspector Address (g) Inspector Address (h) Coal Lessee with Declaration Name Address (h) Name Address (h) Name Address (h) Coal Lessee with Declaration Name Address (h) Name Address (h) Coal Lessee with Declaration Name Address (h) Name Address (h) Coal Lessee with Declaration Name Address (h) Name Address (h) Coal Lessee with Declaration Name Address (h) Coal Lessee with Coal Lessee with Coal Lessee With Co	4) Surface Ow	vner(s) to be served:	5) (a) Coal Operator
(b) Name Address (c) Name Address (c) Name Address (d) Inspector Address (e) Inspector Address (f) Inspector Address (g) Inspector Address (h) Coal Lessee with Declaration Name Address (c) Coal Lessee with	(a) Name	Russell L. & Marv E. Mvers	Name
(b) Name Address Name Address (c) Name Address (c) Name Address Address (c) Name Address Address (c) Coal Lessee with Declaration Name Address 6) Inspector Address P.O. Box 134 Pullman, WV 26421 Telephone (304) 549-9823 TO THE PERSONS NAMED ABOVE TAKE NOTICE THAT: Included is the lease or leases or other continuing contract or contracts by which I hold the right to extract oil and gas OR Included is the information required by Chapter 22, Article 6, Section 8(d) of the Code of West Virginia (see page 2) I certify that as required under Chapter 22-6 of the West Virginia Code I have served copies of this notice and application, a location plat, and accompanying documents pages 1 through on the above named parties by: Personal Service (Affidavit attached) Personal Service (Affidavit attached) Locatify under penalty of law that I have read and understand Chapter 22-6 and 35 CSR 4, and I agree to the terms and conditions of any permit issued under this application. 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, 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 Notary Public, State of Ohio My Commission Expires 04/14/2018 Address: Address: Notary Public Notary Public Notary Public	Address	358 Old Run Rd.	Address
Address (c) Name Address (c) Name Address (d) Inspector Address (e) Coal Lessee with Declaration Name Address (f) Inspector Address (g) Coal Lessee with Declaration Name Address (g) Coal Lessee with Declaration Name Address Telephone (304) 549-9823 To THE PERSONS NAMED ABOVE TAKE NOTICE THAT: Included is the information required by Chapter 22. Article 6, Section 8(d) of the Code of West Virginia (see page 2) I certify that as required under Chapter 22.6 of the West Virginia Code I have served copies of this notice and application, a location plat, and accompanying documents pages 1 through on the above named parties by: Personal Service (Affidavit attached) X Certified Mail (Postmarked postal receipt attached) Publication (Notice of Publication attached) I have read and understand Chapter 22-6 and 35 CSR 4, and I agree to the terms and conditions of any permit issued under this application. 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, 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 Berries Well Operator Adliance Petroleum Corporation SEP 2 3 20.5 Adliance Petroleum Corporation SEP 2 3 20.5 Email: 330, 417-3677 Email: 340, 417-3677 Email: 34		Sistersville, WV 26175	
Address Address (c) Name Address Address (c) Name Address Address (c) Coal Lessee with Declaration Name Address (c) Coal Lessee with Declaration Name Address (d) Inspector Address Address (e) Coal Lessee with Declaration Name Pullman. WV 26421 Telephone (304) 549-9823 To THE PERSONS NAMED ABOVE TAKE NOTICE THAT: Included is the information required by Chapter 22. Article 6, Section 8(d) of the Code of West Virginia (see page 2) Included is the information required by Chapter 22. Article 6, Section 8(d) of the Code of West Virginia (see page 2) I certify that as required under Chapter 22-6 of the West Virginia Code I have served copies of this notice and application, a location plat, and accompanying documents pages 1 through on the above named parties by: Personal Service (Affidavit attached) X Certified Mail (Postmarked postal receipt attached) Publication (Notice of Publication attached) I have read and understand Chapter 22-6 and 35 CSR 4, and I agree to the terms and conditions of any permit issued under this application form 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 Bery Super Designated Agent Address: Address: Address (3) 417-3677 Email: Subscribed and sworn before me this 23 and 41/42018 Address (3) 417-3677 Email: Subscribed and sworn before me this 24 4/44 Less (Address) Notary Public	(b) Name		(b) Coal Owner(s) with Declaration
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(c) Name Address Address Address Address Address Michael Goff Address P.O. Box 134 Pullman. WV 26421 Telephone Address TO THE PERSONS NAMED ABOVE TAKE NOTICE THAT: Included is the lease or leases or other continuing contract or contracts by which I hold the right to extract oil and gas OR Included is the information required by Chapter 22. Article 6, Section 8(d) of the Code of West Virginia (see page 2) I certify that as required under Chapter 22-6 of the West Virginia Code I have served copies of this notice and application, a location plat, and accompanying documents pages 1 through on the above named parties by: Personal Service (Affidavit attached) Certified Mail (Postmarked postal receipt attached) Publication (Notice of Publication attached) I have read and understand Chapter 22-6 and 35 CSR 4, and I agree to the terms and conditions of any permit issued under this application. 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, 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 By: Address Address Alliance Petroleum Corporation Email: Subscribed and sworn before me this Address: Notary Public My Commission Expires My Commission Expires Notary Public			Address
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Address P.O. Box 134 Name Pullman. WV 26421 Address Telephone (304) 549-9823 To the Persons Named Above take Notice that: Included is the lease or leases or other continuing contract or contracts by which I hold the right to extract oil and gas OR Included is the information required by Chapter 22, Article 6, Section 8(d) of the Code of West Virginia (see page 2) I certify that as required under Chapter 22-6 of the West Virginia Code I have served copies of this notice and application, a location plat, and accompanying documents pages 1 through on the above named parties by: Personal Service (Affidavit attached) Z certified Mail (Postmarked postal receipt attached) Publication (Notice of Publication attached) I have read and understand Chapter 22-6 and 35 CSR 4, and I agree to the terms and conditions of any permit issued under this application. 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, 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 Well Operator Well Operator Address: Address: Designated Agent Tim Maclauchlan Notary Public, State of Ohlo My Commission Expires 04/14/2018 Telephone: Email: 16 Fox Hill Terrace Parkersburg. WV 26101 Telephone: Email: 16 Fox Hill Terrace Parkersburg. WV 26101 Telephone: Tim Maclauchlan Notary Public My Commission Expires Notary Public My Commission Expires Notary Public	6) Inspector	Michael Goff	(c) Coal Lessee with Declaration
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	Oil and Gas Privacy		

The Office of Oil and Gas processes your personal information, such as name, address and phone number, as a 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 of your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov

SURFACE OWNER WAIVER

County	Tyler	Operator	Alliance Petroleum Corporation
·		Operator well number	Scrub Oak 1 V-1

INSTRUCTIONS TO SURFACE OWNERS NAMED ON PAGE WW2-A

The well operator named on page WW2A is applying for a permit from the State to do oil or gas well work. (Note: If the surface tract is owned by more than three persons, then these materials were served on you because your name appeared on the Sheriff's tax ticket on the land or because you actually occupy the surface tract. In either case, you may be the only owner who will actually receive these materials.) See Chapter 22 of the West Virginia Code. Well work permits are valid for 24 months. If you do not own any interest in the surface tract, please forward these materials to the true owner immediately if you know who it is. Also, please notify the well operator and the Office of Oil and Gas.

NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.
WHERE TO FILE COMMENTS AND OBTAIN ADDITIONAL INFORMATION:

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

Time Limits and methods for filing comments. The law requires these materials to be served on or before the date the operator files his Application. You have FIFTEEN (15) 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 a dequate 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.

<u>Comments must be in writing.</u> Your comments must 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.

The Chief has the power to deny or condition a well work permit based on comments on the following grounds:

- 1) The proposed well work will constitute a hazard to the safety of persons.
- 2) The soil erosion and sediment control plan is not adequate or effective;
- 3) Damage would occur to publicly owned lands or resources;
- 4) The proposed well work fails to protect fresh water sources or supplies;
- 5) The applicant has committed a substantial violation of a previous permit or a substantial violation of one or more of the rules promulgated under Chapter 22, and has failed to abate or seek review of the violation...".

If you want a copy of the permit as it is issued or a copy of the order denying the permit, you should request a copy from the Chief.

<u>List of Water Testing Laboratories.</u> The Office maintains a list of water testing laboratories which you can hire to test your water to establish water quality prior to and after drilling. Contact the Chief to obtain a copy.

VOLUNTARY STATEMENT OF NO OBJECTION

I hereby state that I have read the instructions to surface owners and that I have received copies of a Notice and Application for a Well Work Permit on Form WW2-A, and attachments consisting of pages 1 through _____ including a work order on F orm WW2-B, a s urvey plat, and a s oil and erosion plan, all for proposed well work on my surface land as described therein.

I further state that I have no objection to the planned work described in these materials, and I have no objection to a permit being issued on those materials.

FOR EXECUTION BY A NATUR	AL PERSON	FOR EXECUTION BY A CORPORATION, ETC		es of Caland Gas CORPORATION, ETC.
	Date	Company Name		SEP 2 3 2.15
Signature	Date	By	V	ry figure theat of
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Print Name				
Thir Paine			Signature	Date

INFORMATION SUPPLIED UNDER WEST VIRGINIA CODE Chapter 22, Article 6, Section 8(d) 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:

Grantor, Lessor, etc.	Grantee, Lessee, etc.	Royalty	Book/Page
April L. Vancamp, a/k/a April Lynne Vancamp	Chesapeake Appalachia L.L.C., by Lease	12.5%	354/701
April L. Vancamp. a/k/a April Lynne Vancamp	Chesapeake Appalachia L.L.C. by Lease Extension		391/465
Tammie L. Roberts. f/k/a Tammie L. Vancamp	Chesapeake Appalachia L L C by Lease	12 5%	354/589
Tammie L. Roberts, f/k/a Tammie L. Vancamp	Chesapeake Appalachia L.L.C. by Lease Extension		391/412
Timothy L. Vancamp, a/k/a Tim L. Vancamp	Chesapeake Appalachia L.L.C. by Lease	12 5%	354/704
Timothy L. Vancamp, a/k/a Tim L. Vancamp	Chesapeake Appalachia L.L.C. by Lease Extension		391/413
Chesapeake Appalachia LLC	Stat (0.) USA Onshore Properties Inc. by Assignment		423/152
Stat Oil USA Onshore Properties INC	Alliance Petroleum Corporation by Farmout		Unrecorded

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 he reby a cknowledges 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 neededs permits/approvals should be ac quired from the appr opriate aut hority before the affected activity is SEP 2 3 2015 initiated.

Well Operator:

By: Its:

Alliance Petroleum Corporation

iment of

Designated Agent

Environmental Protection

RECEIVED Office of Oil and Gas

ASSIGNMENT AND CONVEYANCE

SEP 2 9 2015

STATE OF WEST VIRGINIA §

3

WV Department of Environmental Protection

COUNTY OF TYLER

FHIS ASSIGNMENT AND CONVEYANCE (this "Assignment"), is made and effective as of 8:00AM EST September 30, 2015. Statoil USA Onshore Properties Inc., whose address is 2103 CityWest Boulevard Suite 800. Houston, TX 77042, who shall herein after be called "Grantor." For \$10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound by this instrument, Grantor hereby ASSIGNS, TRANSFERS, and CONVEYS to Alliance Petroleum Corporation whose address is 4150 Belden Village Ave. NW, Suite 410, Canton, OH 44718-2553 and who shall herein after be called "Grantee", the following described properties, rights and interests located in Harrison and Tyler Counties, West Virginia:

All of Grantor's right, title and interest in the leases listed in Exhibit "A" ("Leases") attached hereto and made a part hereof, INSOFAR AND ONLY INSOFAR as the Leases cover the drilling unit identified in Exhibit "B" attached hereto and made a part hereof and only as to the depths specified in Exhibit "C" (the "Oil and Gas Properties"):

SAVE AND EXCEPT, with respect to the Oil and Gas Properties, Grantor excepts from this Assignment and reserves to itself an overriding royalty interest (the "Retained Overriding Royalty"), payable out of all oil and gas, casinghead gas, condensate and other liquid or gaseous hydrocarbons (the "Hydrocarbons") produced, saved and sold from the Oil and Gas Properties, equal to the difference between (a) Twenty-Five Percent (25%) and (b) all lease and leasehold estate burdens affecting or burdening Grantor's interest in the Leases as of the effective date of this Assignment, subject to a maximum Retained Overriding Royalty of Ten Percent (10%), delivering to Grantee no less than a seventy-five percent (75%) net revenue Interest on an 8/8ths basis of all of the Hydrocarbons produced and saved from or attributable to the unit therefor and to the Leases to the extent included within such unit. The overriding royalty interest reserved by Assignor shall be subject to proportionate reduction if it is determined that the Leases cover less than 100% of the oil and gas mineral estate in the Lands.

The Oil and Gas Properties do not include claims, choses in action and similar rights to payment or performance, arising, occurring or existing in favor of Grantor prior to the date of this Assignment or arising out of the ownership or operation of the Properties prior to the date of this Assignment, including without limitation all contract rights, claims, receivables, payables, revenues, recoupment rights, recovery rights, accounting adjustments, mispayments, erroneous payments, or other claims of any nature relating and accruing to any time period prior to the date of this Agreement.

10 HAVE AND TO HOLD the Oil and Gas Properties unto Grantee, its successors and assigns, forever Grantor does hereby warrant, in accordance with the Agreement, that title to the Oil and Gas Properties is free and clear of all liens, claims, security interests, mortgages, charges and encumbrances arising by, through or under Grantor, but not otherwise. Grantee is hereby subrogated to all covenants

and warranties of title by third parties given or made to Grantor or their predecessors in title in respect to any of the Oil and Gas Properties.

This Conveyance is made subject to the Farmout Agreement, which contains certain representations, warranties and agreements between the parties concerning the Oil and Gas Properties, some of which may survive the delivery of this Conveyance, as provided in the Farmout Agreement, and are incorporated into this Conveyance as if restated in full in this Conveyance. Notwithstanding the foregoing, third parties may conclusively rely on this Conveyance to vest title to the Properties in Grantee. In the event of any conflict between this Assignment and the Agreement, the terms set forth in the Agreement will prevail.

Grantor will sign, acknowledge, and deliver to Grantee, from time to time, all such other and additional conveyances, instruments, notices, division orders, transfer orders, releases, acquittances, and other documents, and will do all such other and further acts and things as may be reasonably necessary to more fully and effectively grant, convey and assign the Oil and Gas Properties to Grantee.

This Assignment may be signed in multiple counterparts, all of which are identical and constitute one and the same instrument.

[Signature pages follow.]

RECEIVED
Office of Oil and Gas

SEP 2 9 2015

WV Department of Environmental Profesion15

GRANTOR:

STATOIL USA ONSHORE PROPERTIES INC.

By:

Arthur Boehm Jr

It's:

Authorized Person

GRANTEE:

ALLIANCE PETROLEUM CORPORATION

By: Dora L. Silvis

It's: Executive Vice President and Chief Operating Officer



Ellen K. Flamm Notary Public, State of Ohio My Commission Expires 08-28-2016

STATE OF TEXAS

COUNTY OF Janua

This instrument was acknowledged before me on this day of Applemen, 2015 by Arthur Boehm. Jr as Authorized Person of STATOIL USA ONSHORE PROPERTIES INC., a Delaware corporation, on behalf of said corporation and in the capacities herein expressed.

Notary Public

My Commission Expires:

1 23/2019

STATE OF OHIO

COUNTY OF STARK

Torke.

Louno

RECEIVED Office of Oil and Gas

SEP 2 9 2015

WV Department of Environmental Pro19/2015

This instrument was acknowledged before me on this 30 day of 30 decreb 2015 by Dora L. Silvis, as Executive Vice President and Chief Operating Officer of ALLIANCE PETROLEUM CORPORATION a Georgia corporation, on behalf of said corporation and in the capacities herein expressed.

Edin L Flam

Notary Public

My Commission Expires:

3-27-10

Ellen K. Flamm Notary Public, State of Ohio My Commission Expires 08-28-2016

> RECEIVED Office of Oil and Gas

> > SEP 2 9 2015

WV Department of Environmental Protection

index#	Mineral Owner	Leasee	Effective Date	Book	Page	State	County	District/ Township	Map# Range	Parcel#	Gross Acres
6:0		BRC Working Interest Company,						-			
9-6	HP Mineral Heldings	LLC	8/27/2009	399	648	VVV	Tyler	Littom	-9	18	100.00000000
8111		BRC Working Interest Company,									
2.4	OXY SSA THE	LLC	6/27/2009	354	648	WV	Tyen:	Y-PERMIT	9	-16	1991 000000000
910		BRC Working Interest Company,									
12:11/	Somerset Melera's Lift	LLC	0/27/2009	369	648	WV	Tyler	Lincom	G.	18	100 000000000
622	Tamothy VanCamp	Chesapeake Appalachia, LLC	1/29/2007	354	/04	WV	Tytes	Laterales	-13	19	56-15700000
822	Bounty Minerals LLC	Chesapeake Appalachia, LLC	1/29/2007	354	589	WV	Tyrec	Lincoln	9	19	96 15/00000
622	Bounty Minerals L172	Chesapeake Appalachia, LLC	1/29/2007	354	701	WV	Tyler	Lingain		19	96 16700000
830	***************************************	BRC Working Interest Company,									
93/9	BP Mineral Hastings	LLC	8/27/2009	360	848	WV	Tyler	Lincoln	9	17 17 1	89-82200000
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8.314	DXY USA no	LLC	8/27/2009	369	548	WV	Tyjei	Lecon	ÿ	17.17.1	99 822000000
		BRC Working Interest Company,									
839	Somerset Minerals LP	LLC	8/27/2009	360	648	WV	Tyler	Lincoln	ý.	37.17.1	99-82200000
at and	1	BRC Working Interest Company,					-				The state of the s
921	BP Mineral Holologic 110	LLC	8/27/2009	369	648	WW	Typer	LUCKE	4	711177374881	216 67900000
100		BRC Working Interest Company,									
921	OXY USA Inc.	LLC	8/27/2009	369	648	WV	Tyler	Lingoin	B	77177737488	218 67900000
2004	1	BRC Working Interest Company.				1			Muschille	011	
921	Somerset Minerals Lin	LLC	B/27/2009	369	648	WV	Lyion	Lingain	5.0	721727324681	216 67900000
000		BRC Working Interest Company,	1				***			1	
1063	89 Mmera's Holdings (LLC	LLC	8/27/2009	3659	648	WV	1yler	Lincoln	9	4	26 90000000
*****		BRC Working Interest Company,									
1063	OXY USA Inc	LLC	8/27/2009	369	648	WV	Lyler	Lincoln	9	4	20 00000000
*****		BRC Working Interest Company,					,				
1063	Summerset Minimus LF	LLC	B/27/2009	369	648	WV	Tyes	Lincoln	4	4	20 80000000

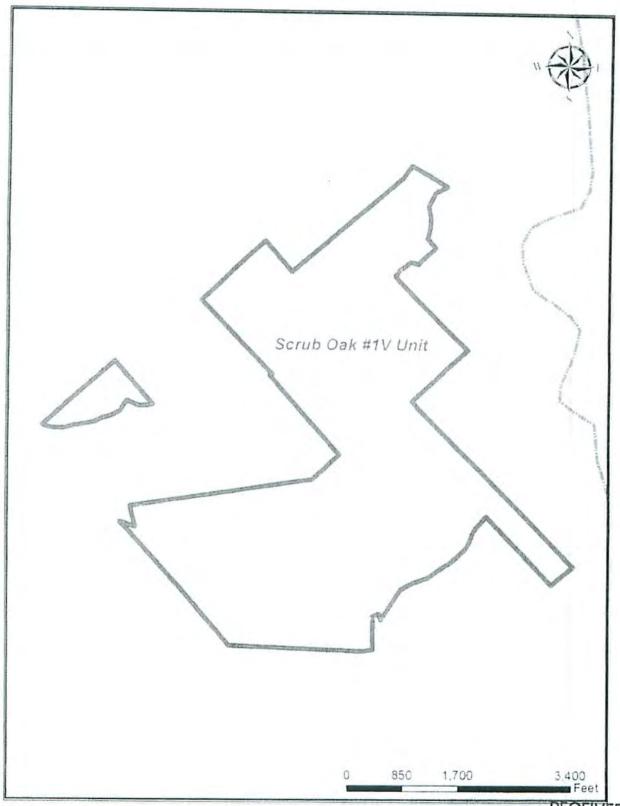
RECEIVED Office of Oil and Gas

SEP 2 9 2015

WV Department of Environmental Protection

"EXHIBIT B"

Attached to and by reference made a part thereof, that certain Assignment and Conveyance dated September 30, 2015, from Statoil USA Onshore Properties Inc. to Alliance Petroleum Corporation;



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"EXHIBIT C"

Attached to and by reference made a part thereof, that certain Assignment and Conveyance dated September 30, 2015, from Statoil USA Onshore Properties Inc. to Alliance Petroleum Corporation;

DEPTHS ASSIGNED:

Insofar and only Insofar as the Leases described on "Exhibit A" cover all depths above 500 feet above the Top of the Geneseo Formation at the stratigraphic equivalent of 6.386 feet as found in the AB Resources PA. LLC gamma ray Log for the Francis #1 (API No. 47-051-1190) well located in the Clay District of Marshall County, West Virginia, to the extent Assignor has ownership interests in such depths (the "Applicable Depths"), recognizing that the actual depth will vary across such oil, gas and mineral leases (collectively, but subject to such exclusion, the "Leasehold Interests").

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WV Department of Environmental Protection

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Well	No.	Scrub Oak 1 V-1
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West Virginia Department of Environmental Protection Office of Oil and Gas

NOTICE TO SURFACE OWNERS

The well operator named below is preparing to file for a permit from the state to drill a new well. Before a well work permit can be filed with the Chief of the Office of Oil and Gas, the well operator is required to have given notice of the right to request water well or spring analytical testing. This notice shall be given to the owners or occupants of land which have a water well or spring being utilized for human consumption, domestic animals, or other general use and which is located within 1000 feet of the proposed well site.

With this form, the operator is giving you notice of your right to request analytical testing. The operator is required to sample and analyze the water wells or springs of all owners or occupants who request it. Therefore, if you wish to have your water well or spring tested, contact the operator named below.

All sampling shall be completed prior to drilling. Within thirty (30) days of the receipt of such sample analyses the operator shall submit the results to the Chief of the Office of Oil and Gas and to the owners or occupants who may have requested them.

Be advised, you have the right to sample and analyze any water supply at your own expense.

Listed below is the laboratory chosen by operator to perform analysis, and contactor chosen to collect sample.

Certified Laboratory Name
Sampling Contractor

Well Operator
Address
4150 Belden Village Avenue, Suite 410

Canton, OH 44718

Telephone

G330) 493-0440

FOR OPERATOR'S USE ONLY: Below, or on an attached page, list those persons which were given this notice. Place an asterisk beside the one(s) that contacted you and requested sampling and analyses. If there were no requests made, indicate by underling which one you have selected to sample and analyze. If there are no water wells or springs within 1000 feet of the proposed site, the Chief may require the operator to test wells up to 2000 feet from the proposed site.

See Attachment

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10/09/2015



WELL OPERATOR: Alliance Petroleum Corporation WELL OPERATOR #: Scrub Oak 1 V

Notice to Surface Owner or Resident

The initial mapping review of the area surrounding the proposed well site revealed the below listed surface owner(s) that was potentially utilizing groundwater (potable) for consumption or other purposes within 1,000' radius of the proposed well site. The following surface owner(s) will be notified of the opportunity to request a water sample should it be necessary. *Please note that the following information listed below could be subject to change upon further field inspection.

Surface Owner or Resident Notified:

Owner: Russell L. & Mary E. Myers

Address: 358 Old Run Rd., Sistersville, WV 26175

Phone: 304-758-4287

Comments: Tax Parcel # 04-9-19

Owner: Michael V. & Debra K. Smith

Address: 953 Elk Fork Rd., Middlebourne, WV 26149

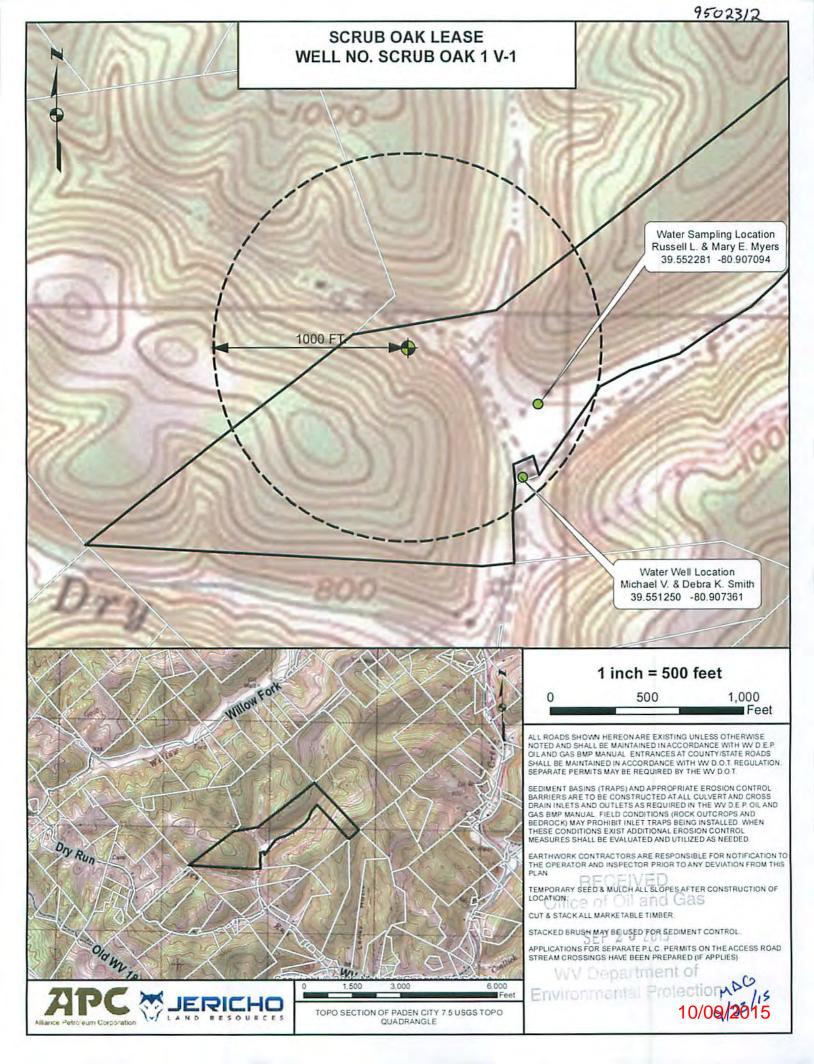
Phone: 304-652-1567

Comments: Tax Parcel # 04-9-20

Office of Oil and Gas
SEP 2 3 2015

SEP 2 3 2015

Environment of Protection



WW-9 (2/15)

API Number 47 - 095	er 47 - 095	-
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Operator's Well No. Scrub Oak 1 V-1

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

FLUIDS/ CUTTINGS DISPOSAL & RECLAMATION PLAN

Operator Name Alliance	Petroleum Corporation	OP Code 305762	
Watershed (HUC 10)	Outlet Middle Island Creek	Quadrangle Paden City 7.5'	
Do you anticipate using	more than 5,000 bbls of water to comple	te the proposed well work? Yes	No V MA
CALL STREET, CALL	es 🗸 No		9/2
	scribe anticipated pit waste:Drill Cuttin	ngs - Soap - Brine	
Will a synthetic	e liner be used in the pit? Yes	No If so, what ml.? 60	
Proposed Dispo	osal Method For Treated Pit Wastes:		
_ =	_ Land Application	La Company	
<u> </u>	Underground Injection (UIC Permit Reuse (at API Number	Number	
	Off Site Disposal (Supply form WW-	9 for disposal location)	
	Other (Explain		
Will closed loop system	be used? If so, describe: N/A		
Drilling medium anticip	ated for this well (vertical and horizonta)? Air, freshwater, oil based, etc. Air	
-If oil based, w	hat type? Synthetic, petroleum, etc. N/A		
Additives to be used in	drilling medium? Soap - KCL - Clay Staba	izer	
Drill cuttings disposal m	nethod? Leave in pit, landfill, removed of	ffsite, etc. Leave in pit	
-If left in pit an	d plan to solidify what medium will be u	ised? (cement, lime, sawdust) Lime	
-Landfill or off	site name/permit number?		
	te facility. The notice shall be provided v	as of any load of drill cuttings or associated within 24 hours of rejection and the permitt	
on August 1, 2005, by the provisions of the permit law or regulation can least regulation can least regulation form and a obtaining the information.	ne Office of Oil and Gas of the West Virgare enforceable by law. Violations of ad to enforcement action. The penalty of law that I have personally attachments thereto and that, based on, I believe that the information is transfalse information, including the possibil	onditions of the GENERAL WATER POL ginia Department of Environmental Protect any term or condition of the general pern examined and am familiar with the infor- on my inquiry of those individuals im- ue, accurate, and complete. I am aware ity of fine or imprisonment.	tion. I understand that the nit and/or other applicable rmation submitted on this mediately responsible for that there are significant
	ed Name Jeffrey Sayger		
Company Official Title			
company official time			DECEMBER
Subscribed and sworn b	efore me this 23 day of 5	enter has 20 (50)	fice of Oil and Gas
	OP OP		
(=		Notary Public	SEP 23
My commission expires	9/14/2018		Tim Maclauchlan 111 Of
		e My	Notary Public, \$10,09,20° Commission Expires 04/14/2018
		The OF WHITE	

Alliance Petroleum	Corporation		
Proposed Revegetation Trea	atment: Acres Disturbed	2.0 Prevegetation	pH 6.5
Lime 3	Tons/acre or to cor	rrect to pH 6.5	
Fertilizer type 10	- 20 - 10		
Fertilizer amount	667	lbs/acre	
Mulch 2 (Hay)		Tons/acre	
		Seed Mixtures	
Т	Cemporary	Peri	manent
Seed Type	lbs/acre	Seed Type	lbs/acre
KY-31	40	Orchard Grass	15
Alsike Colver	5	Alsike Clover	5
Annual Rye	15		
Plan Approved by: No	had Dof	f	
Comments: Pceseco	1 4 Mulch	any disturbed area	e per
WVDEP requ	lations. Mais	ntain & opgrade E	-n-s as
		Vnecessary permits	
State & A	- 1 - 1	caire (success	ווטוט מיייבו
	ederal agen	coleg , c saleare cros	
	ederal agen		BECFIVED
Title: Oil & Gas		0 / /	BECFIVED

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