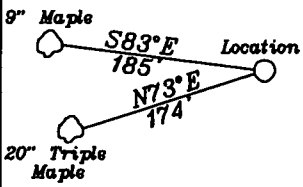
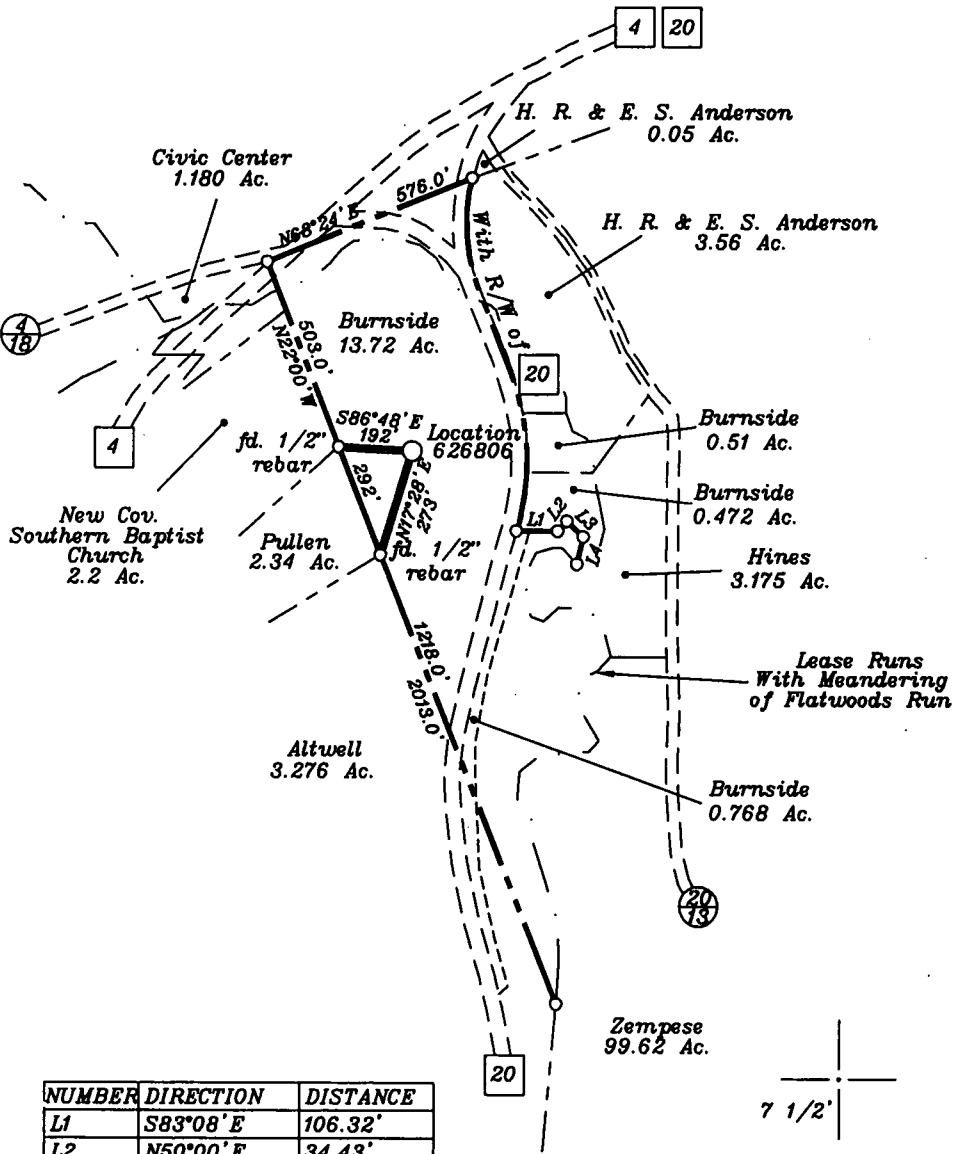


References

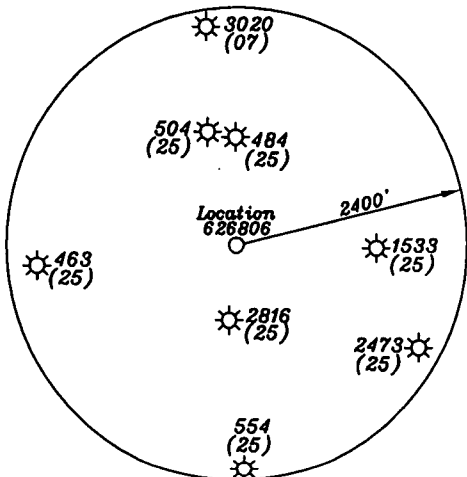


Geographic Coordinates
 NAD 27
 38.838322 N
 80.339130 W

WGS 84 Coordinates
 38.838423 N
 80.338936 W



NORTH



NUMBER	DIRECTION	DISTANCE
L1	S83°08' E	106.32'
L2	N50°00' E	34.43'
L3	S40°00' E	57.55'
L4	S20°06' W	70.68'

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

FILE NO. _____
 DRAWING NO. 1
 SCALE 1" = 500'
 MINIMUM DEGREE OF ACCURACY 1 in 200
 PROVEN SOURCE OF ELEVATION GPS
submeter unit

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 DEPARTMENT OF ENERGY.
 (SIGNED) David S Jackson
 R.P.E. _____ I.L.S. 708



STATE OF WEST VIRGINIA
 Division of Environmental Protection
 OFFICE OF OIL AND GAS

DATE April 4, 2008
 OPERATOR'S WELL NO. 626806
 API WELL NO. _____

WELL TYPE: OIL GAS LIQUID INJECTION _____ WASTE DISPOSAL _____
 (IF "GAS") PRODUCTION STORAGE _____ DEEP _____ SHALLOW
 LOCATION: ELEVATION 1,777' WATER SHED Flatwoods Run
 DISTRICT Banks COUNTY Upshur
 QUADRANGLE Rock Cave 7 1/2'

CANCELLED

SURFACE OWNER Donald and Bertha Burnside ACREAGE 13.72 Ac.
 OIL & GAS ROYALTY OWNER Donald and Bertha Burnside LEASE ACREAGE 13.72 out of 23.43 Ac.
 LEASE NO. 1-240759-000

PROPOSED WORK: DRILL CONVERT _____ DRILL DEEPER _____ REDRILL _____ FRACTURE OR STIMULATE _____ PLUG OFF OLD FORMATION _____ PERFORATE NEW FORMATION OTHER PHYSICAL CHANGE IN WELL (SPECIFY) _____

PLUG AND ABANDON _____ CLEAN OUT AND REPLUG _____
 TARGET FORMATION Marcellus ESTIMATED DEPTH 7,022'
 WELL OPERATOR Chesapeake Appalachia, L.L.C. DESIGNATED AGENT Michael John
 ADDRESS P.O. Box 6070 Charleston, WV 25362 ADDRESS P.O. Box 6070 Charleston, WV 25362



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

November 15, 2012

FINAL INSPECTION REPORT

New Well Permit Cancelled

CHESAPEAKE APPALACHIA, L.L.C.,

The FINAL INSPECTION REPORT for the CANCELLED permit, API Well Number: 47-9703529, issued to CHESAPEAKE APPALACHIA, L.L.C., and listed below has been received in this office. The permit has been cancelled as of 11/15/2012.

James Martin
Chief

Operator: CHESAPEAKE APPALACHIA, L.L.C.
Operator's Well No: 626806
Farm Name: BURNSIDE, DONALD & BERTHA
API Well Number: 47-9703529
Date Issued: 05/12/2008

Date Cancelled: 11/15/2012

Promoting a healthy environment.

INSPECTORS PERMIT SUMMARY FORM

GPS YES [] NO []

DATE STARTED/LOCATION: _____ OPERATOR: CHESAPEAKE APPALACHIA, L.L.C
 DRILLING COMMENCED: _____ FARM: BURNSIDE, DONALD & BERTHA
 TO DATE: _____ DEPTHS: _____ Well No: 626806
 WATER DEPTHS: _____ COAL DEPTHS _____

QUESTIONS FOR THIS REPORT ARE IN ACCORDANCE OF WV CODE 22-6-30 AND REGULATIONS 35CSR 4-12.1 AND 35CSR 4-16 AND THE GENERAL WATER POLLUTION CONTROL PERMIT.

POINTS ARE TO BE GIVEN UP TO MAXIMUM AS SHOWN BASED ON PERFORMANCE.

1. DID OPERATOR GIVE PROPER NOTICE TO INSPECTOR BEFORE THE FOLLOWING:
 - A. CONSTRUCTION YES [] NO [] (2_PTS) (4_PTS) _____
 - B. DRILLING YES [] NO [] (2_PTS)
2. WAS THE TIMBER CUT, STACKED, AND BRUSH USED FOR SEDIMENT BARRIERS BEFORE DIRT WORK STARTED? YES [] NO [] (2_PTS) (4_PTS) _____
3. ARE ALL LOCATION AND/OR ROAD BANKS BEING SLOPED? YES [] NO [] (4_PTS) (4_PTS) _____
4. CONSTRUCTIONS:
WERE THE FOLLOWING SEDIMENT CONTROL STRUCTURES PROPERLY INSTALLED/MAINTAINED?
 - A. ROAD DITCHES (1)_ (2)_ (3)_ (4)_ (PTS) B. CROSS DRAINS (1)_ (2)_ (3)_ (4)_ (5)_ (PTS)
 - C. CULVERTS (1)_ (2)_ (3)_ (4)_ (5)_ (PTS) D. CREEK CROSSINGS (1)_ (2)_ (3)_ (PTS)
 - E. DIVERSION DITCHES (1)_ (2)_ (3)_ (PTS) F. BARRIERS (1)_ (2)_ (3)_ (PTS)
 - G. TEMPORARY SEEDING YES [] NO [] (10_PTS)
5. HAS TOP SOIL (IF ANY) BEEN STOCKED PILED? YES [] NO [] (2_PTS) (2_PTS) _____
6. IS THE PIT PROPERLY INSTALLED AND MAINTAINED? YES [] NO [] (9_PTS) (9_PTS) _____
7. RECLAMATION:
 - A. ROADWAY (1)_ (2)_ (3)_ (PTS) B. LOCATION (1)_ (2)_ (3)_ (PTS)
 - C. PITS (1)_ (2)_ (3)_ (PTS) D. PIPE (1)_ (2)_ (3)_ (PTS)
 - E. TANK DIKES (1)_ (2)_ (3)_ (PTS) F. **Office of Oil & Gas** [] NO [] (3_PTS)
 - G. ADEQUATE SEEDING MATERIALS (1)_ (2)_ (3)_ (PTS)
 - H. WAS SEED BED ADEQUATE (1)_ (2)_ (3)_ (PTS)

Cancel

POINTS AVAILABLE FOR QUESTION 4: (33_PTS) _____

POINTS AVAILABLE FOR QUESTION 7: (24_PTS) _____

POINTS AVAILABLE FOR QUESTION 8: (19_PTS) _____

TOTAL MAXIMUM POSSIBLE SCORE OF 99.

TOTAL RECLAMATION SCORE: _____

11/13/12
DATE RELEASED

Bill Hatfield
INSPECTOR'S SIGNATURE

RECEIVED
Office of Oil & Gas
NOV 13 2012
WV Department of Environmental Protection



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

Joe Manchin III, Governor
Randy C. Huffman, Cabinet Secretary
www.wvdep.org

May 12, 2008

WELL WORK PERMIT

New Well

This permit, API Well Number: 47-9703529, issued to CHESAPEAKE APPALACHIA, L.L.C., 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 of completion of drilling, 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.

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: 626806

Farm Name: BURNSIDE, DONALD & BERTHA

API Well Number: 47-9703529

Permit Type: New Well

Date Issued: 05/12/2008

Promoting a healthy environment.

State of West Virginia
Department of Environmental Protection, Office of Oil and Gas
Well Work Permit Application ' 582

- 1) Well Operator: Chesapeake Appalachia, L.L.C. 2) Operator ID #: 494477557
 3) Operator's Well #: 626806 4) Elevation: 1777'
 5) County/District: 097-Upshur / 1-Banks 6) Quadrangle: 582 - ROCK CAVE
 7) Well Type: Oil Production Deep (More than 20 feet into Onondaga Group)
 Gas Storage Shallow (Less than 20 feet into Onondaga Group)
 8) Proposed Target Formation(s): Marcellus
 9) Proposed Total Depth: 7,022'
 10) Approximate fresh water depths: 202'
 11) Approximate coal seam depths: 70-74, 89-93, 128' - 133'
 12) Approximate salt water depths: none
 13) Does land contain coal seams tributary to active mine? YES NO
 14) Describe proposed well work: Drill and stimulate any potential producing zones between the Big Injun and the Marcellus

15) CASING AND TUBING PROGRAM

TYPE	SPECIFICATIONS			FOOTAGE INTERVALS		CEMENT
	Size	Grade	Weight per ft	Used For Drilling	Left in Well	Fill-Up (Cu. Ft.)
Conductor	16"			40'		
Fresh Water	11 3/4"	H-40	42#	250'	250'	CTS
Intermediate	8 5/8"	J-55	32#	1700'	1700'	CTS
Production	4 1/2"	P110	11.6#	7020'	7020'	As Needed
Tubing						
						CIQ 4-10-08

Check #: 7020000425
 Amount: \$650.

Packers: Kind: _____
 Sizes: _____
 Depths Set: _____

RECEIVED
 Office of Oil & Gas
 APR 24 2008
 WV Department of
 Environmental Protection

WW-2A

1) Date: April 21, 2008

2) Operator's Well #: 626806

3) API Well #: 47 097 03529
State County Permit

State of West Virginia
Department of Environmental Protection, Office of Oil and Gas
Well Work Permit Application

4) Surface Owners to be served:

a) Name Donald G. and Bertha L. Burnside
Address P. O. Box 55
City Rock Cave State WV Zip Code 26234

b) Name _____
Address _____
City _____ State _____ Zip Code _____

6) Inspector:

Name Craig Duckworth
Address Box 107 Davison Route
City Gassaway State WV Zip Code 26624

5)(a) Coal Operator:

Name _____
Address _____
City _____ State _____ Zip Code _____

b) Coal Owner with Declaration:

Name _____
Address _____
City _____ State _____ Zip Code _____

c) Coal Lessee with Declaration:

Name _____
Address _____
City _____ State _____ Zip Code _____

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 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: Chesapeake Appalachia, L.L.C.

Signed By: *[Signature]*

Its: Vice President, Operations

Address P.O. Box 6070
City Charleston State WV Zip Code 25362
Phone Number: (304) 353-5000

Subscribed and sworn before me this 21st day of April, 2008

Betty J. Paolin Notary Public
My Commission Expires: November 18, 2008

WW-2A SUPPLEMENT

Operator: Chesapeake Appalachia, L.L.C.

Operator's Well #: 626806

API Well #: 47 097 03529
State County Permit

West Virginia Department of Environmental Protection
Office of Oil and Gas

ADDITIONAL COAL OWNERS/OPERATORS/LESSEES TO BE NOTICED

COAL OWNERS

Name <u>Donald G. and Bertha L. Burnside</u>	Name _____
Address <u>P.O. Box 55</u>	Address _____
City <u>Rock Cave</u> State <u>WV</u> Zip Code <u>26234</u>	City _____ State _____ Zip Code _____
Name _____	Name _____
Address _____	Address _____
City _____ State _____ Zip Code _____	City _____ State _____ Zip Code _____

COAL OPERATORS

Name _____	Name _____
Address _____	Address _____
City _____ State _____ Zip Code _____	City _____ State _____ Zip Code _____
Name _____	Name _____
Address _____	Address _____
City _____ State _____ Zip Code _____	City _____ State _____ Zip Code _____

COAL LESSEES

Name _____	Name _____
Address _____	Address _____
City _____ State _____ Zip Code _____	City _____ State _____ Zip Code _____
Name _____	Name _____
Address _____	Address _____
City _____ State _____ Zip Code _____	City _____ State _____ Zip Code _____

WW-2A-1

Operator: Chesapeake Appalachia, L.L.C.

Operator's Well #: 626806

API Well #: 47 097 03529
State County Permit

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 -

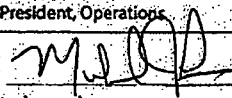
- (1) the tract of land is the same tract described in this Application, partly or wholly depicted in the accompanying plat, and described in the Construction and Reclamation Plan;
- (2) the parties and recordation data (if recorded) for lease(s) or other continuing contract(s) by which the Applicant claims the right to extract, produce or market the oil or gas are as follows:

Grantor, lessor, etc.	Grantee, lessee, etc.	Royalty	Book/Page
Donald G. Burnside, et ux	Chesapeake Appalachia, L.L.C.	1/8	83@241

Well Operator: Chesapeake Appalachia, L.L.C.

Signed by (print): Michael John

Its: Vice - President, Operations

Signature: 

Date: 4/21/00

WW-2B-1

Operator: Chesapeake Appalachia, L.L.C.

Operator's Well #: 626806

API Well #: 47 097 03529
State County Permit

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.

If no water well or spring is located within 1000 feet, the Chief may require the operator to sample and analyze water from a water well or spring within 2000 feet of the proposed well site.

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

The laboratory used by the operator to analyze the samples will be approved by the Chief. The operator named below has decided to use the following laboratory to analyze the water samples:

Contractor Name Sturm Environmental

Well operator's private laboratory

Well Operator: Chesapeake Appalachia, L.L.C.

Address P.O. Box 6070

City Charleston State WV Zip Code 25362

Phone Number: (304) 353-5000

FOR OPERATOR'S USE ONLY: 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 underlining which one you have selected to sample and analyze. If there are no water wells or springs within 1000 feet of the proposed site please indicate such.

No water wells or springs within 1000 feet.

Water wells or springs are present within 1000 feet of the proposed location.

See attached sheet for names and addresses of surface owners with water sources within 1000 feet.

WW-9

Operator: Chesapeake Appalachia, L.L.C.

Operator's Well #: 626806

API Well #: 47 097 62529
State County Permit

West Virginia Department of Environmental Protection
Office of Oil and Gas

CONSTRUCTION AND RECLAMATION PLAN AND SITE REGISTRATION APPLICATION FORM
GENERAL PERMIT FOR OIL AND GAS PIT WASTE DISCHARGE

- 1) Well Operator: Chesapeake Appalachia, L.L.C. 2) Operator ID #: 494477557
- 3) Watershed: Flatwoods Run 4) Elevation: 1,777'
- 5) County/District: 097-Upshur / 1-Banks 6) Quadrangle: 582 - ROCK CAVE
- 7) Description of anticipated Pit Waste: Drill water, frac blow back & Various formation cuttings
- 8) Will a synthetic liner be used in the pit? Yes No
- 9) Proposed Disposal Method for Treated Pit Waste:
 Land Application
 Underground Injection at UIC Permit Number: _____
 Reuse at API Number: _____
 Off Site Disposal (Supply form WW-9 for disposal location)
 Other (Explain): _____
- 10) Proposed Work For Which Pit Will Be Used:
 Drilling Plugging Swabbing Workover
 Other (Explain): _____

I certify that I understand and agree to the terms and conditions of the GENERAL WATER POLLUTION CONTROL PERMIT issued on December 31, 1999, 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.

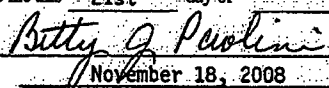
I certify under penalty of law that I have personally examined and am familiar with the information submitted on this application form and all attachments thereto and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is 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: 

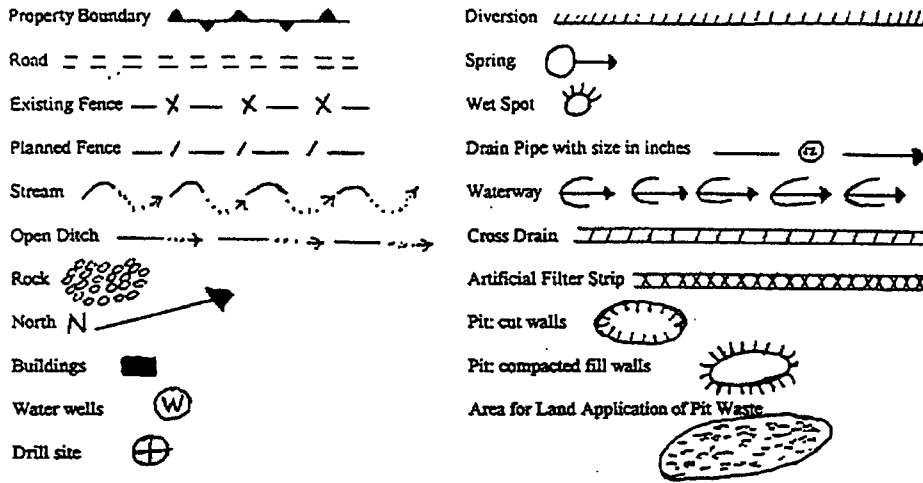
Company Official (Typed Name): Michael John

Company Official Title Vice - President, Operations

Subscribed and sworn before me this 21st day of April, 2008

 Notary Public
My Commission Expires: November 18, 2008

LEGEND



Proposed Revegetation Treatment: Acres Disturbed: 5 Prevegetation pH: 6.0

Lime as determined by PH Test _____ Tons/acre or to correct to pH: 6.5 Mulch: Hay/straw 2 Tons / Acre

Fertilizer (10-20-20 or equivalent) 500 lbs/acre (500 lbs minimum)

Area I		Area II	
Seed Type	lbs/acre	Seed Type	lbs/acre
Kentucky Bluegrass	20	Kentucky Bluegrass	20
Red Top	15	Red Top	15
White Clover	15	White Clover	15

Attach to this form:
 Drawing(s) of road, location, pit and proposed area for land application.
 Photocopied section of involved 7.5' topographic sheet.

Plan Approved by: Craig Duckworth

Comments: _____

Title: Oil and Gas Inspector Date: 4-10-08

Field Reviewed: YES NO

GENERAL NOTES

of

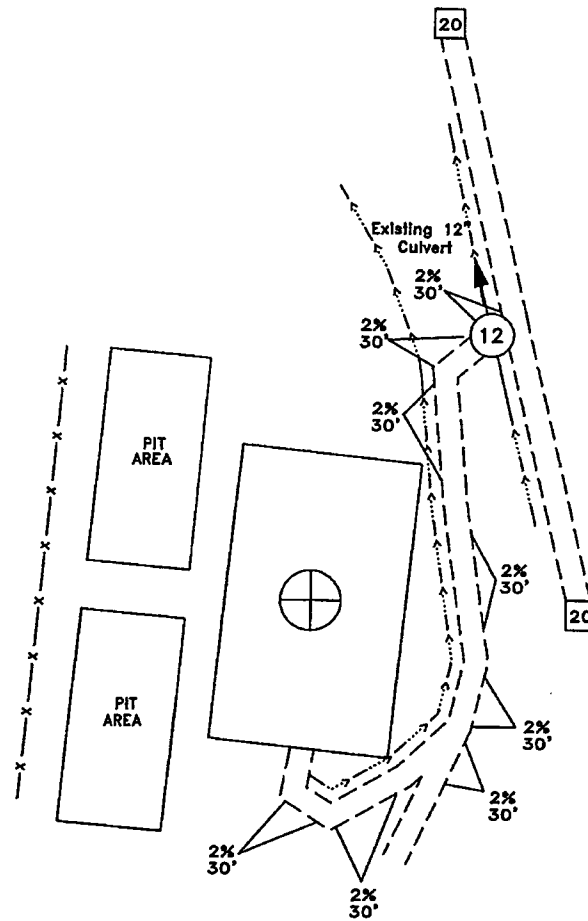
I. This drawing is a schematic representation of the proposed well site and access road. Proposed structures such as well site, drilling pit, roadway, culverts, sediment barriers, etc. are shown in approximate pre-planning configurations.

Page

II. Trees and slash will be cleared as necessary before any proposed road, site, or pipeline construction begins. If sufficient residue materials are available from clearing, this material will be windrowed below the anticipated fill outslope(s) to intercept and retain sediment from disturbed areas. All marketable timber will be cut and stacked in areas adjacent to operations.

III. All culvert pipes will be a minimum of 12" in diameter. All culvert pipes installed will be accompanied by an entrance sump with dimensions no less than 3 ft. (width) x 3 ft (length) x 4 ft (deep). Culverts will be installed at an angle to ensure proper flow. The out fall of culverts will be protected from erosion and sedimentation using large rocks or other sediment controls deemed necessary in the prevention of erosion and sedimentation. Storm water from the ditches to the culverts will be directed to stable natural vegetative areas. Where culverts are not practical, Chesapeake Appalachia, LLC will have other sediment control in place to minimize erosion and sedimentation.

IV. See attachment "A" for detail of pit dimensions.



Drawing to accompany Form WW-9

C10 4-10-08

Chesapeake Appalachia, L.L.C.
Location 626806
April 7, 2008
Sheet 1 of 1

625016

97-03529

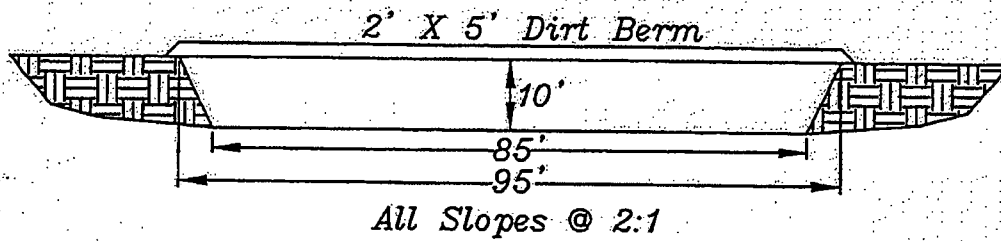
Page Of
Well:626806
Quad:Rock Cave 7 1/2'



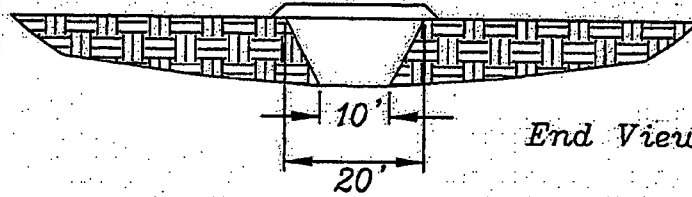
97-03529

Chesapeake Drill Pit Dimensions
Attachment "A"

Side View



2' X 5' Dirt Berm



0 20 40



Scale: 1" = 20'

97-03529

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CERTIFIED MAIL™ RECEIPT
 (Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

OFFICIAL USE

Postage	\$ 0.25	Postmark Here
Certified Fee	2.65	
Return Receipt Fee (Endorsement Required)	2.15	APR 24 2008
Restricted Delivery Fee (Endorsement Required)	6.11	

7005 3110 0000 2931 8767

26378

Donald &/or Bertha Bumside
 P.O. Box 55
 Rock Cave, WV 26234

626806

For Instructions

RECEIVED

Office of Oil & Gas

APR 24 2008

WV Department of
 Environmental Protection

Rock Cave



Operator: CHESAPEAKE APPALACHIA, L.L.C.

API: 9703529

WELL No: 626806

Reviewed by: JA Date: 5-4-08

Due Date: 5/12

CHECKLIST FOR FILING A PERMIT

New Well

- WW-2B
- Inspector signature on WW-2B
- WW-2A (Notarized)
- Certified Mail Receipts, Waivers, or Affidavits of Personal Service
- Surface Owner Waiver
- Coal Owner / Lessee /Operator Waiver
- WW-2A-1 (Signed) Showing Book/Page Number and Royalty Percentage
- WW-2B-1 (Names, addresses, and spot on topographical map listed as water testing)
- WW-9 (Page 1 & 2) (Notarized)
- Inspector Signature on WW-9
- Reclamation plan
- Topographic Map of location of well
- Mylar Plat (Signed and Sealed) (Surface owner on plat matches WW-2A)
- Bond
- Company is Registered with the SOS
- Worker's Compensation / Unemployment Insurance account is OK
- \$650.00 check (\$550.00 if no pit)