

THIS INDENTURE

MADE the 8th day of February, 2013,

BETWEEN: DAVID L. THOMPSON and REGINA K. THOMPSON, his wife, and DONALD T. THOMPSON and JEAN MICHELLE THOMPSON, his wife, of the Township of Springfield, County of Mahoning and State of Ohio, hereinafter referred to as "Grantors,"

-AND-

UTICA GAS SERVICES, L.L.C., with an address of P.O. Box 54342, Oklahoma City, Oklahoma 73154-0342, hereinafter referred to as the "Grantee."

Parcel ID: 77-130-0122-000

ALL THAT CERTAIN lot or piece of ground situate in the County of Beaver in the State of Pennsylvania and in the Township of South Beaver, and bounded and described as follows:

Commencing at point marked by an axle found on the easterly line of land now or formerly David L. and Donald T. Thompson, said point being within the approximate vicinity of the westerly end of Lime Kiln Road, said pint also being common to the dividing line between land now or formerly Pete Vuyakovich III and land now or formerly Arthur and Jacob A. Bouwers;

Thence running along the westerly line of said land of Arthur and Jacob A. Bouwers and Sarah E. Philips B Darr, South 04° 58' 46" West a distance of 2,112.89 feet to a 1 inch iron pipe found at the point and place of beginning;

Thence running along the northerly line of land now or formerly Charles Townsend and the northerly line of land nor or formerly David L. and Donald T. Thompson, partly by each, North 86° 01' 14" West a distance of 2,079.00 feet to a point;

Thence running along the easterly line of land now or formerly Denise Muslovski and the easterly line of land now or formerly Jean Kay Energy Company, partly by each, North 04° 58' 46" East a distance of 3,209.25 feet to a point;

Thence running along the southerly line of said land of Jean Kay Energey Company, the southerly line of land now or formerly Straight Family Revocable Living Trust and the southerly line of land now or formerly Larry M. and Marjorie A. Miller, partly by each, South 86° 01' 14" East a distance of 2,079.00 feet to a point;



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Beaver County

DEED

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Thence running along the westerly line of said land of Larry M. and Marjorie A. Miller, the westerly line of said land of Pete Vuyakovich III, Arthur and Jacob A. Bouwers, and Sarah E. Philips B Darr, partly by each, South 04° 58' 46" West a distance of 3,209.25 feet to the point and place of BEGINNING.

Containing 6,671,015 square feet or 153.145 acres of land.

This above description was drawn in accordance with a survey prepared by Lucas James Hahn, Land Surveyor, dated January 31, 2013.

Parcel ID: 77-130-0123-000

ALL THAT CERTAIN piece or parcel of land situate in the County of Beaver, Township of South Beaver and the State of Pennsylvania and more particularly bounded and described as follows:

Commencing at point marked by an axle found on the easterly line of land now or formerly David L. and Donald T. Thompson, said point being within the approximate vicinity of the westerly end of Lime Kiln Road, said point also being common to the dividing line between land now or formerly Pete Vuyakovich III and land or formerly Arthur and Jacob A. Bouwers;

Thence running along the westerly line of said land of Arthur and Jacob A. Bouwers and Sarah E. Philips B Darr, South 04° 58' 46" West a distance of 2,112.89 feet to a 1 inch iron pipe found;

Thence running along the northerly line of land now or formerly Charles Townsend North 86° 01' 14" West a distance of 904.91 feet to the point and place of beginning;

Thence running along the westerly line of said land of Charles Townsend South 03° 58' 46" West a distance of 768.72 feet to a point;

Thence running along the westerly line of land now or formerly S. William and Bonita M. Hinzman North 05° 56' 39" West a distance of 116.44 feet to a point;

Thence running along the northerly line of said land of S. William and Bonita M. Hinzman North 89° 36' 35" West a distance of 602.55 feet to a point;

Thence running along the northerly line of land now or formerly W & S LP Smith North 68° 31' 13" West a distance of 617.63 feet to a point;

Thence running along the easterly line of other land now or formerly W & S LP Smith North 03° 40' 54" East a distance of 493.38 feet to a 5/8 inch iron pin found;

Thence running along the easterly line of land now or formerly Denise Muslovski North 09° 20' 32" East a distance of 244.78 feet to a point;

Thence running along land now or formerly David L. and Donald T. Thompson South 86°01'14" East a distance of 1,174.09 feet to the point and place of beginning.

Containing 1,034,245 square feet or 23.743 acres of land.

This above description was drawn in accordance with a survey prepared by Lucas James Hahn, Land Surveyor, dated January 31, 2013.

BEING the same premises conveyed from Frank Policaro, Jr., Sheriff of the County of Beaver in the State of Pennsylvania, to David L. Thompson and Donald T. Thompson by deed dated August 29, 1988, and recorded August 28, 1988, in Deed Book Volume 1347, Page 673 in the Beaver County Recorder's Office.

EXCEPTING AND RESERVING to the Grantors herein fee simple title to all the minerals, oil and gas and their constituents, whether hydrocarbon or non-hydrocarbon, including but not limited to any and all oil and gas located in any and all formations or minerals, whether sand, shale, or any other formation or mineral, including the Marcellus shale, in, on, and under the said premises.

Grantors, on behalf of themselves and their heirs and assigns, acknowledge and agree in connection with such reservation that they are not reserving, retaining or acquiring any rights, express or implied, to enter upon and/or utilize, or remove lateral or subjacent support for the surface of any part of the Property except as expressly provided in this Deed. Grantors, on behalf of themselves, and their heirs and assigns, hereby expressly waive any and all implied easements, right-of-ways or other rights implied by law in favor of the owner of the estate reserved hereby to enter the surface of the Property and/or utilize the surface of any part of the Property. Any entry and/or use of any part of the surface of the Property by Grantors, their heirs or assigns, shall be subject in all respects to the prior written consent of the Grantee, its successors and assigns as owner of the portion of the Property over which such entry and use is desired (the "Consenting Party"), which may be withheld or conditioned in the sole and absolute discretion of the Consenting Party.

UNDER AND SUBJECT to that certain Oil and Gas Lease dated April 6, 2004 and recorded at Instrument Number 3211806 by and between the Grantors herein and O&G Investment Holdings, LLC.

UNDER AND SUBJECT to all exceptions, reservations, easements, conditions and restrictions as set forth in prior instruments of record affecting title to said premises.

TOGETHER WITH THE APPURTENANCES TO HAVE AND TO HOLD all the estate, right, title, interest, property, claim and demand whatsoever of the said Grantors unto and for the use of the Grantee, and its successors and assigns, forever.

And the Grantors, for themselves, their heirs and assigns, hereby covenant and agree that they will WARRANT GENERALLY the property hereby conveyed.

THE GRANTORS HEREIN STATE that the hereinabove described property is not presently being used for the disposal of hazardous waste nor to the best of their knowledge, information and belief has it ever been used for the disposal of hazardous waste. This statement is made in compliance with the SOLID WASTE MANAGEMENT ACT, No. 1980-97, Section 405.

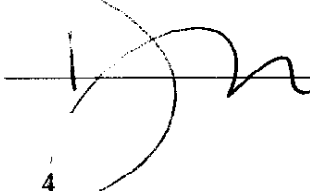
NOTICE - THIS DOCUMENT MAY NOT/DOES NOT SELL, CONVEY, TRANSFER, INCLUDE OR INSURE THE TITLE TO THE COAL AND RIGHT OF SUPPORT UNDERNEATH THE SURFACE LAND DESCRIBED OR REFERRED TO HEREIN, AND THE OWNER OR OWNERS OF SUCH COAL MAY HAVE/HAVE THE COMPLETE LEGAL RIGHT TO REMOVE ALL OF SUCH COAL AND, IN THAT CONNECTION, DAMAGE MAY RESULT TO THE SURFACE OF THE LAND AND ANY HOUSE, BUILDING OR OTHER STRUCTURE ON OR IN SUCH LAND, THE INCLUSION OF THIS NOTICE DOES NOT ENLARGE, RESTRICT OR MODIFY ANY LEGAL RIGHTS OR ESTATES OTHERWISE CREATED, TRANSFERRED, EXCEPTED OR RESERVED BY THIS INSTRUMENT. [This notice is set forth in the manner provided in Section 1 of the Act of July 17, 1957, P.L. 984, as amended, and is not intended as notice of unrecorded instruments, if any.]

NOTICE - THE UNDERSIGNED, AS EVIDENCED BY THE SIGNATURE(S) TO THIS NOTICE AND THE ACCEPTANCE AND RECORDING OF THIS DEED, (IS, ARE) FULLY COGNIZANT OF THE FACT THAT THE UNDERSIGNED MAY NOT BE OBTAINING THE RIGHT OF PROTECTION AGAINST SUBSIDENCE, AS TO THE PROPERTY HEREIN CONVEYED, RESULTING FROM COAL MINING OPERATIONS AND THAT THE PURCHASED PROPERTY, HEREIN CONVEYED, MAY BE PROTECTED FROM DAMAGE DUE TO MINE SUBSIDENCE BY A PRIVATE CONTRACT WITH THE OWNERS OF THE ECONOMIC INTEREST IN THE COAL. THIS NOTICE IS INSERTED HEREIN TO COMPLY WITH THE BITUMINOUS MINE SUBSIDENCE AND LAND CONSERVATION ACT OF 1966, AS AMENDED 1980, OCT. 10, P.L. 874, NO. 156 § 1.

UTICA GAS SERVICES, L.L.C.

By: 
Robert S. Furgason, Chief Operating Officer

WITNESS the hands and seals of the Grantors:



WITNESS the hands and seals of the said Grantors:

Witness

David L. Thompson (SEAL)
David L. Thompson

Witness

Regina K. Thompson (SEAL)
Regina K. Thompson

Witness

Donald T. Thompson (SEAL)
Donald T. Thompson

Witness

Jean Michelle Thompson (SEAL)
Jean Michelle Thompson

STATE OF OHIO

COUNTY OF Carroll :

ON THIS the 8th day of February, 2013, before me, a Notary Public, the undersigned officer, personally appeared **David L. Thompson and Regina K. Thompson, his wife**, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Janet M. Smith (SEAL)
Notary Public

My Commission Expires:



JANET M. SMITH

Notary Public, State of Ohio

My Commission Expires 4/27/14

STATE OF OHIO
COUNTY OF Carroll

ON THIS the 8th day of February, 2013, before me, a Notary Public, the undersigned officer, personally appeared **Donald T. Thompson and Jean Michelle Thompson, his wife**, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

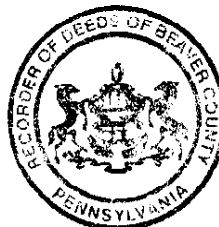
My Commission Expires:

Janet M Smith (SEAL)
Notary Public
JANET M. SMITH
Notary Public, State of Ohio
My Commission Expires **4/27/14**

CERTIFICATE OF RESIDENCE

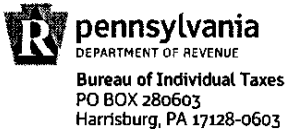
I, do hereby certify that the precise residence of the Grantee, Utica Gas Services, is:
P.O. Box 54342 Oklahoma City, OK 73154-0342.

WITNESS my hand and seal this 8th day of February, 2013.



I hereby CERTIFY that this document is recorded in the Recorder's Office of Beaver County, Pennsylvania
Janice Jacobs Beall

This Document Recorded
04/03/2013 State RTT: \$10470.00 Instr #: 3439430
12:23:26 PM Local RTT: \$10470.00 Receipt #: 2013749444
Instrument: DEED Rec Fee: \$59.50
Beaver County, Recorder of Deeds



REALTY TRANSFER TAX STATEMENT OF VALUE

See reverse for instructions.

RECORDER'S USE ONLY

State Tax Paid 10,470.00
 Book Number 3439430
 Page Number _____
 Date Recorded 4-3-13

Complete each section and file in duplicate with Recorder of Deeds when (1) the full value/consideration is not set forth in the deed, (2) the deed is without consideration or by gift, or (3) a tax exemption is claimed. A Statement of Value is not required if the transfer is wholly exempt from tax based on family relationship or public utility easement. If more space is needed, attach additional sheets.

A. CORRESPONDENT - All inquiries may be directed to the following person:

Name Marc Sanders Telephone Number: (330) 966-3674
 Mailing Address 7235 Whipple Ave NW City North Canton State OH ZIP Code 44720

B. TRANSFER DATA

Grantor(s)/Lessor(s)
David and Regina Thompson / Donald and Jean Thompson

Mailing Address
3379 E Garfield Rd

City New Springfield State OH ZIP Code 44443

C. Date of Acceptance of Document

Grantee(s)/Lessee(s)
Utica Gas Services

Mailing Address
P.O. Box 54342

City Oklahoma City State OK ZIP Code 73154

D. REAL ESTATE LOCATION

Street Address BlackHawk Road City, Township, Borough South Beaver Township
 County Beaver School District Blackhawk Tax Parcel Number 77-130-0122-000 + 77-130-0123-000

E. VALUATION DATA - WAS TRANSACTION PART OF AN ASSIGNMENT OR RELOCATION? ☐ Y ☒ N

1. Actual Cash Consideration <u>1,047,000.00</u>	2. Other Consideration <u>+0.00</u>	3. Total Consideration <u>= 1,047,000.00</u>
4. County Assessed Value	5. Common Level Ratio Factor <u>X</u>	6. Fair Market Value <u>=</u>

F. EXEMPTION DATA

1a. Amount of Exemption Claimed _____ 1b. Percentage of Grantor's Interest in Real Estate _____ 1c. Percentage of Grantor's Interest Conveyed _____

Check Appropriate Box Below for Exemption Claimed.

- ☐ Will or intestate succession. _____ (Name of Decedent) _____ (Estate File Number) _____
- ☐ Transfer to a trust. (Attach complete copy of trust agreement identifying all beneficiaries.)
- ☐ Transfer from a trust. Date of transfer into the trust _____
 If trust was amended attach a copy of original and amended trust.
- ☐ Transfer between principal and agent/straw party. (Attach complete copy of agency/straw party agreement.)
- ☐ Transfers to the commonwealth, the U.S. and instrumentalities by gift, dedication, condemnation or in lieu of condemnation. (If condemnation or in lieu of condemnation, attach copy of resolution.)
- ☐ Transfer from mortgagor to a holder of a mortgage in default. (Attach copy of mortgage and note/assignment.)
- ☐ Corrective or confirmatory deed. (Attach complete copy of the deed to be corrected or confirmed.)
- ☐ Statutory corporate consolidation, merger or division. (Attach copy of articles.)
- ☐ Other (Please explain exemption claimed.) _____

Under penalties of law, I declare that I have examined this statement, including accompanying information, and to the best of my knowledge and belief, it is true, correct and complete.

Signature of Correspondent or Responsible Party

Date

02/14/13

FAILURE TO COMPLETE THIS FORM PROPERLY OR ATTACH REQUESTED DOCUMENTATION MAY RESULT IN THE RECORDER'S REFUSAL TO RECORD THE DEED.