

RAILROAD COMMISSION OF TEXAS
HEARINGS DIVISION

OIL & GAS DOCKET NO. 09-0288329

**APPLICATION OF VANTAGE FORT WORTH ENERGY LLC PURSUANT TO THE
MINERAL INTEREST POOLING ACT FOR THE FORMATION OF A POOLED UNIT
FOR THE ROSEDALE NORTH 3H MIPA UNIT, WELL NO. 3H, NEWARK, EAST
(BARNETT SHALE) FIELD, TARRANT COUNTY, TEXAS**

FINAL ORDER

The Commission finds that, after statutory notice in the above-numbered docket heard on June 5, 2014, the examiners have made and filed a report and proposal for decision containing findings of fact and conclusions of law, which was served on all parties of record, and that this proceeding was duly submitted to the Railroad Commission of Texas at conference held in its offices in Austin, Texas.

The Commission, after review and due consideration of the proposal for decision and the findings of fact and conclusions of law contained therein, and any exceptions and replies thereto, hereby adopts as its own the findings of fact and conclusions of law contained therein, and incorporates said findings of fact and conclusions of law as if fully set out and separately stated herein.

Therefore, it is **ORDERED** that the application of Vantage Fort Worth Energy, LLC for the formation of a pooled unit pursuant to the Mineral Interest Pooling Act for the proposed Rosedale North 3H MIPA Unit, Well No. 3H, Newark, East (Barnett Shale Field), Tarrant County, Texas, is hereby **GRANTED** to the extent, and subject to the terms and conditions, set forth in this order.

All interests, including working interests, royalty interests, and unleased mineral interests, in tracts within the area depicted in Appendix 1 to this Final Order are pooled into the Rosedale North Unit, the boundaries of which are shown in Appendix 1 and the boundaries of the 3H MIPA are shown in Appendix 2 to this order. These interests are pooled into a proration unit for the drilling of a horizontal well in the Newark, East (Barnett Shale) Field at the approximate location shown on Appendix 1 to this order. All interests in tracts within the unit area highlighted and shown in Appendix 2 are pooled subject to the following terms and conditions:

TERMS AND CONDITIONS

1. The name of the unit is the Vantage Fort Worth Energy, LLC Rosedale North 3H MIPA Unit.
2. The operator of the unit is Vantage Fort Worth Energy, LLC.
3. The unit well is the well depicted on Appendix 1 to this order.

4. The unit shall be effective on the date this order becomes administratively final.
5. The unit is established for and limited to the depth interval correlative with the Newark, East (Barnett Shale) Field.
6. For the purpose of determining the portion of production owned by the persons owning interests in the pooled unit, the production shall be allocated to the respective tracts within the unit in the proportion that the number of surface acres included within each tract bears to the number of surface acres included in the entire unit.
7. The interests of lessors of tracts within the unit are pooled as royalty interests. The interests of Vantage Fort Worth Energy, LLC in tracts within the unit are pooled as working interests.
8. The mineral interests of owners of all unleased tracts within the unit are pooled as owners of a 1/4th royalty interest and a 3/4ths working interest, proportionately reduced. These owners' share of expenses, subject to a 50 percent charge for risk, is payable only from 3/4ths of production and not from their entire mineral interest.
9. The operator shall make no surface use of the unleased tracts within the unit without the written consent of the unleased owner.
10. Vantage Fort Worth Energy, LLC shall make a diligent effort to determine current addresses for all interest owners in the unit. Except as herein provided, payment of the appropriate pro rata share of the proceeds of production of the unit well shall be made, according to the terms of this final order, to each such interest owner for whom a current address and good title has been determined. The pro rata share of proceeds of production for any interest owner for whom a current address cannot be determined, or who declines to execute a division order in the form prescribed by Tex. Nat. Res. Code § 91.402, shall be held in escrow for the benefit of such owners and be subject to disposition in the manner provided by law.
11. The working interest owners shall adopt a joint operating agreement substantially in the form of the AAPL Form Joint Operation Agreement, which shall not include any provision prohibited by the Mineral Interest Pooling Act or contravene any provision of this final order.

It is further **ORDERED** by the Commission that this order shall not be final and effective until 20 days after a party is notified of the Commission's order. A party is presumed to have been notified of the Commission's order three days after the date on which the notice is actually mailed. If a timely motion for rehearing is filed by any party of interest, this order shall not become final and effective until such motion is overruled, or if such motion is granted, this order shall be subject to further action by the Commission.

Each exception to the examiners' proposal for decision not expressly granted herein is overruled. All requested findings of fact and conclusions of law not expressly adopted herein are denied. All pending motions and requests for relief not previously granted or not granted herein are denied.

Done this 27th day of January, 2015.

RAILROAD COMMISSION OF TEXAS



CHAIRMAN CHRISTI CRADDICK



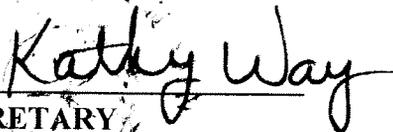
COMMISSIONER DAVID PORTER



COMMISSIONER RYAN SITTON

ATTEST:

SECRETARY



SECRETARY

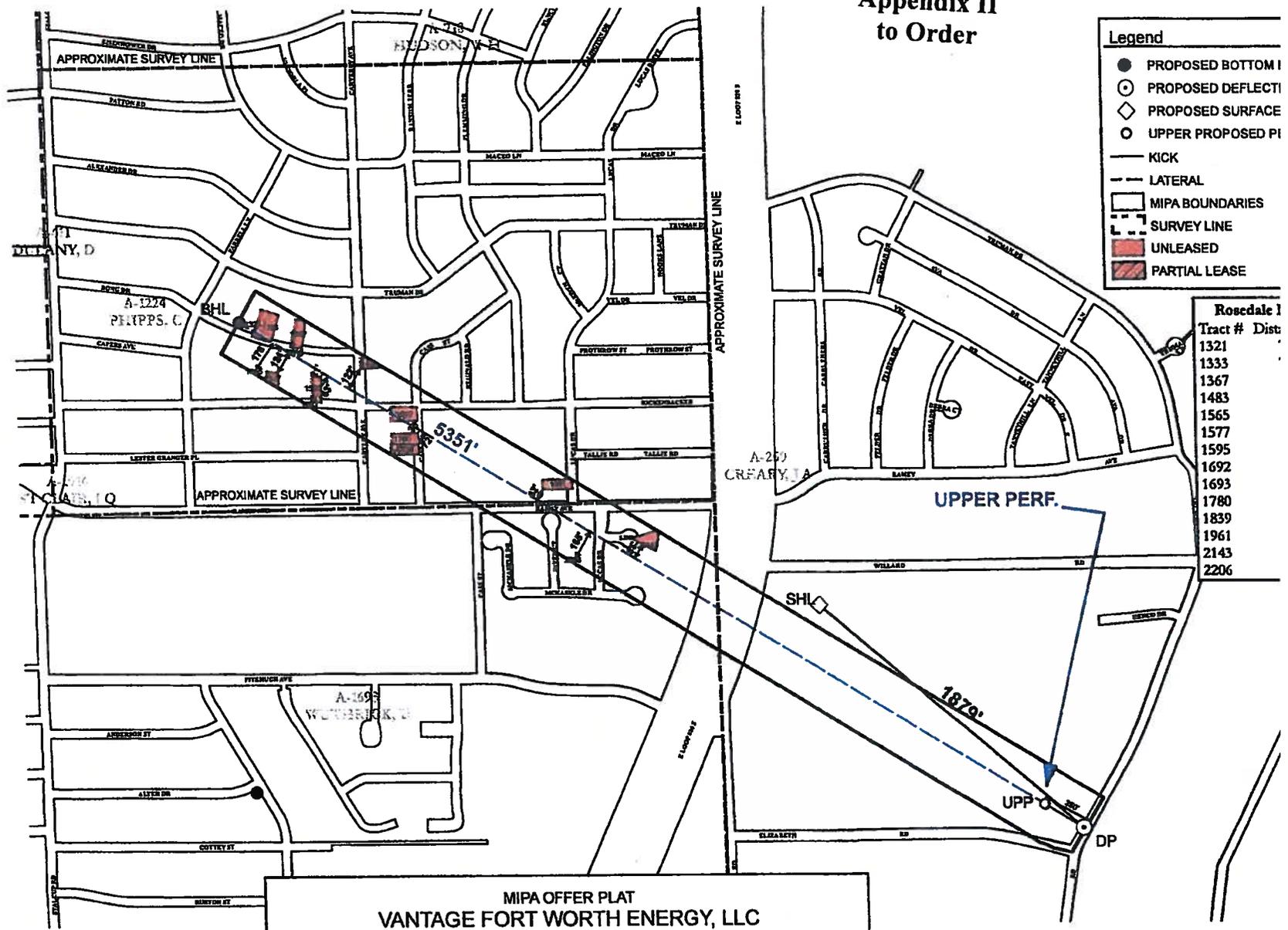


Appendix II to Order

Legend

- PROPOSED BOTTOM PI
- PROPOSED DEFLECT
- ◇ PROPOSED SURFACE
- UPPER PROPOSED PI
- KICK
- - - LATERAL
- MIPA BOUNDARIES
- - - SURVEY LINE
- UNLEASED
- ▨ PARTIAL LEASE

Rosedale 1	
Tract #	Dist
1321	
1333	
1367	
1483	
1565	
1577	
1595	
1692	
1693	
1780	
1839	
1961	
2143	
2206	



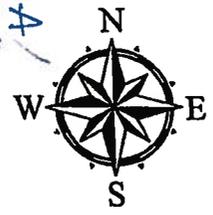
ROSEDALE NORTH 3H
BHL
NAD83
N=6948434.17079/E=2357776.41838
LAT. =32.723319°LONG. =-97.234127°

ROSEDALE NORTH 3H
UPP
NAD83
N=6945784.15748/E=2362140.88256
LAT. =32.715917°LONG. =-97.220041°

ROSEDALE NORTH 3H
POP
NAD83
N=6945666.82849/E=2362356.02747
LAT. =32.71556°LONG. =-97.219346°

ROSEDALE NORTH 3H
SHL
NAD83
N=6946880.3604/E=2360922.06046
LAT. =32.718943°LONG. =-97.22396°

Exhibit No. 114
O & G Dkt. Nos. 09-0288329, 09-0288331, 09-0288332, 09-0288333
Date: June 5, 2014
Vantage Fort Worth Energy LLC



1 inch = 750 feet

TOTAL UNIT AREA = 47.86

MIPA OFFER PLAT
VANTAGE FORT WORTH ENERGY, LLC
ROSEDALE NORTH 3H

SITUATED IN THE U. WUTHRICK SURVEY, ABSTRACT NUMBER 1693;
CHARLES PHIPPS SURVEY, ABSTRACT NUMBER 1224;
AND THE J.A. CREARY SURVEY, ABSTRACT NUMBER 269;
TARRANT COUNTY, TEXAS

SURFACE LOCATION IS 6.7 MILES IN A SOUTHEASTERLY DIRECTION FROM FORT WORTH CITY HALL, FORT WORTH, TEXAS.

THIS PLAT WAS PREPARED FURNISHED TO REPRESENT UNIT AND THE MINERAL TR WITHIN THAT UNIT FOR THE PURPOSE OF VANTAGE FC AND DOES NOT REPRESENT