

November 20, 2007

Re: OOGA / Dominion East Ohio Heat Content Agreement

Dear Producer:

Dominion East Ohio (“DEO”) and the Ohio Oil and Gas Association (“OOGA”) have recently entered into a new agreement designed to enhance the value of Ohio produced gas delivered into DEO’s system. The new agreement will increase capital investment for production-related projects designed to improve the flow of Ohio produced natural gas and provide local Ohio production more access to DEO’s storage and off-system outlets, while recognizing the adjustment of each Mcf of Ohio-produced natural gas to more properly reflect the actual heating value of Ohio natural gas. The specific terms are summarized in greater detail in the attached “Terms of Agreement” (Attachment A).

As part of this new agreement, DEO and OOGA agreed to the Btu conversion that will be applied to all eligible Ohio-produced gas delivered into DEO’s system with the appropriate heat content adjustment while charging the relevant fees. The details of the Btu conversion and the heat content adjustment and surcharge fees are included in the attached “Heat Content Agreement” and for purpose of illustration, a summary of the fee calculation and Btu conversion value are outlined in Attachments B and C.

The effective date of the agreement is January 1, 2008, or the beginning of DEO’s February production period, but a 90 percent (by volume) participation is required by the Ohio producers for the new agreement to commence, therefore your timely attention and execution of the attached Heat Content Agreement is critical to the implementation of this agreement.

Enclosed are a Heat Content Agreement (Attachment D) and a Supplement to Gas Purchase Contract (Attachment E).

- **The Heat Content Agreement must be signed and returned to East Ohio.**
- **The Supplement to Gas Purchase Contract must be signed and returned to the Producer’s respective gas marketer(s).**

After commencement of the primary term of this agreement all agreements previously entered into by and between DEO and Producer addressing a heat content adjustment shall terminate.

If Producer delays execution of the Heat Content Agreement, but does execute the Agreement at a later date, the Producer will be required to pay "catch-up" fees to obtain the benefits of the Heat Content Agreement.

Please return the executed Heat Content Agreement to DEO at the address below.

Brent Breon
Dominion East Ohio
7015 Freedom Ave., NW
North Canton, OH 44720

To assist you in directing any questions you may have to the appropriate DEO or OOGA personnel, please use the following information as a guideline:

<u>Contact</u>	<u>Issue</u>	<u>Phone #</u>
Brent Breon, East Ohio	General Questions	330-266-2130
Dina Gallaway/Kim Manning East Ohio	Transportation Contracts	216-736-6559/ 216-736-6385
Tom Stewart, OOGA	General Questions	740-587-0444

DEO and OOGA are excited about the continuing opportunities this new agreement affords both parties and we thank you in advance for your timely response.

Sincerely,



Brent Breon
Manager, Gas Planning & Revenue Growth

Attachments: Terms of Agreement (Attachment A)
Heat Content Agreement Fee Calculation (Attachment B)
Dominion East Ohio Btu Conversion Value Illustration (Attachment C)
Heat Content Agreement (Attachment D)
Supplement to Gas Purchase Contracts (Attachment E)