

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER Three Rivers 36-11-720							
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT WILDCAT							
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME							
6. NAME OF OPERATOR AXIA ENERGY LLC						7. OPERATOR PHONE 720 746-5200							
8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202						9. OPERATOR E-MAIL rsatre@axiaenergy.com							
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) ML-50510			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>							
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')							
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')							
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>							
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN	
LOCATION AT SURFACE		805 FNL 601 FWL		NWNW		36		7.0 S		20.0 E		S	
Top of Uppermost Producing Zone		805 FNL 601 FWL		NWNW		36		7.0 S		20.0 E		S	
At Total Depth		805 FNL 601 FWL		NWNW		36		7.0 S		20.0 E		S	
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 601			23. NUMBER OF ACRES IN DRILLING UNIT 40							
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 0			26. PROPOSED DEPTH MD: 8885 TVD: 8885							
27. ELEVATION - GROUND LEVEL 4919			28. BOND NUMBER LPM-9046682			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2262 - RNI at Green River							
Hole, Casing, and Cement Information													
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight		
SURF	12.25	9.625	0 - 900	36.0	J-55 LT&C	8.7	Class G		340	1.17	15.8		
PROD	7.875	5.5	0 - 8885	17.0	N-80 LT&C	9.2	Premium Lite High Strength		283	3.38	11.0		
							Premium Lite High Strength		1000	1.97	13.0		
ATTACHMENTS													
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES													
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN							
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER							
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP							
NAME Don Hamilton				TITLE Permitting Agent (Buys & Associates, Inc)				PHONE 435 719-2018					
SIGNATURE				DATE 09/02/2011				EMAIL starpoint@etv.net					
API NUMBER ASSIGNED 43047519150000				APPROVAL  Permit Manager									

DRILLING PLAN

Axia Energy
Three Rivers #36-11-720
NWNW Sec 36 T7S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

FORMATION	TOP	COMMENTS
Uinta	Surface	Possible H ₂ O
Green River	3,315'	Degraded Oil & Associated Gas w/ H ₂ O
Lwr Green River-G Gulch*	5,295'	Oil & Associated Gas
Wasatch*	7,075'	Oil & Associated Gas
TD	8,885' (MD) 8,885' (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,919'; Asterisks (*) denotes target pay intervals

A) The State of Utah, Division of Oil, Gas and Mining will be notified within 24 hours of spudding the well.

2. CASING PROGRAM

CASING	HOLE SIZE	DEPTH SET (MD)	CSG SIZE	WGHT	GRD	THRD	CAPACITY (bbl/ft)
CONDUCTOR		50-75	20"				
SURFACE	12 1/4"	900'	9 5/8"	36#	J-55	LTC	0.0773
PRODUCTION	7 7/8"	8,885'	5 1/2"	17#	N-80	LTC	0.0232

NOTE: All casing depth intervals are to surface unless otherwise noted.

Casing Specs

SIZE (in)	ID (in)	DRIFT DIA (in)	COLLAPSE RESISTANCE (psi)	INTERNAL YIELD (psi)	TENSILE YIELD (lbs)	JOINT STRENGTH (lbs)
9 5/8"	8.921	8.765	2,020	3,520	564,000	394,000
5 1/2"	4.892	4.767	6,280	7,740	397,000	348,000

A) The State of Utah will be notified 24 hours prior to running casing, cementing, and BOPE testing

FLOAT EQUIPMENT

SURFACE (9 5/8): Float Shoe, 1 JNT Casing, Float Collar
 Centralizers: 1st 4 Joints: every joint
 Remainder: every third joint

PRODUCTION (5 1/2): Float Shoe, 1 JNT Casing, Float Collar
 Centralizers: 1st 4 Joints: every joint
 Remainder: every third joint 500' into surface casing

NOTE: 5 1/2" 17# N-80 or equivalent marker collar or casing joints will be placed approximately at the top of the Green River & Wasatch Formations.

3. CEMENT PROGRAM

CONDUCTOR (13 3/8): Ready Mix – Cement to surface

SURFACE (9 5/8): Cement Top: Surface
 Slurry: 340 sacks Class G Cement + 2% bwoc Calcium Chloride + 0.25 lbs/sack Cello Flake

NOTE: The above volumes are based on a gauge-hole + 30% excess. Should any fall back of cement be witnessed, the casing will be cemented to surface with 1" pipe from the surface.

PRODUCTION (5 1/2): Cement Top: Surface
 Lead: 11.0 ppg – 957 cu ft – 3.38 yield - 283 sacks Premium Lite II Cement + 0.05 lbs/sack Static Free + 0.2% bwoc R-3 + 3% bwow Potassium Chloride + 0.25 lbs/sack Cello Flake + 5 lbs/sack Kol-Seal + 10% bwoc Bentonite + 0.5% bwoc Sodium Metasilicate + 196.7% Fresh Water
 Tail: 13.0 ppg – 1970 cu ft – 1.97 yield - 1000 sacks Premium Lite II High Strength + 0.05 lbs/sack Static Free + 0.4% bwoc R-3 + 3% bwow Potassium Chloride + 0.25 lbs/sack Cello Flake + 5 lbs/sack Kol-Seal + 0.7% bwoc FL-25 + 92.7% Fresh Water

NOTE: The above volumes are based on a gauge-hole + 30% excess. Caliper + 30% will be utilized in final cement volume calculations.

4. PRESSURE CONTROL EQUIPMENT

- A)** The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.
- B)** The BOPE shall be closed whenever the well is unattended.
- C)** BOPE Testing:
- BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
 - All BOP tests will be performed with a test plug in place.
 - BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 – 900'	13 5/8 Diverter with Rotating Head
900' – TD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

5. MUD PROGRAM

- A)** Mud test will be performed at least every 24 hours and after mudding up to determine density, viscosity, gel strength, filtration, and pH.
- B)** Gas-detecting equipment will be installed and operated in the mud-return system from top of Green River Formation to TD.
- Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T's and anchors.

INTERVAL	MUD WGHT	VISC	FLUID LOSS	COMMENTS
SURF – 900' ±	8.4 – 8.7 ppg	32	NC	Spud Mud
900' – TD	8.6 – 9.2 ppg	40	NC	Potassium/Gel

NOTE: Mud weight increases will be dictated by hole conditions.

6. ABNORMAL CONDITIONS

- A)** No abnormal pressures or temperatures are anticipated.
- Estimated bottom hole pressure at TD will be approximately 3,847 psi (normal pressure gradient: 0.433 psi/ft).
 - Estimated maximum surface pressure will be approximately 1,893 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B)** No hydrogen sulfide is anticipated.

INTERVAL	CONDITION
SURF – 900'	Lost Circulation Possible
900' – TD	Lost Circulation Possible

7. AUXILIARY EQUIPMENT

- A)** Choke Manifold

- B) Upper and lower kelly cock with handle available
- C) Stabbing valve
- D) Safety valve and subs to fit all string connections in use

8. SURVEY & LOGGING PROGRAMS

- A) Cores: None anticipated.
- B) Testing: None anticipated.
- C) Open Hole Logs: TD to top of Green River Formation: resistivity, neutron density, gamma ray and caliper.
- D) Mud Logs: Computerized un-manned - record and monitor gas shows and record drill times (normal mud logging duties).

9. HAZARDOUS MATERIALS

In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities (TPQ), will be used, produced, stored, transported, or disposed of in association with the drilling of this well.

CONFIDENTIAL

T7S, R20E, S.L.B.&M.

AXIA ENERGY

1950 Brass Cap,
0.5' High, Mound
of Stones, N-S
Fenceline

S88°30'05"E - 2576.78' (Meas.)

N88°27'W - 2581.26' (G.L.O.)

R
20
E
R
21
E

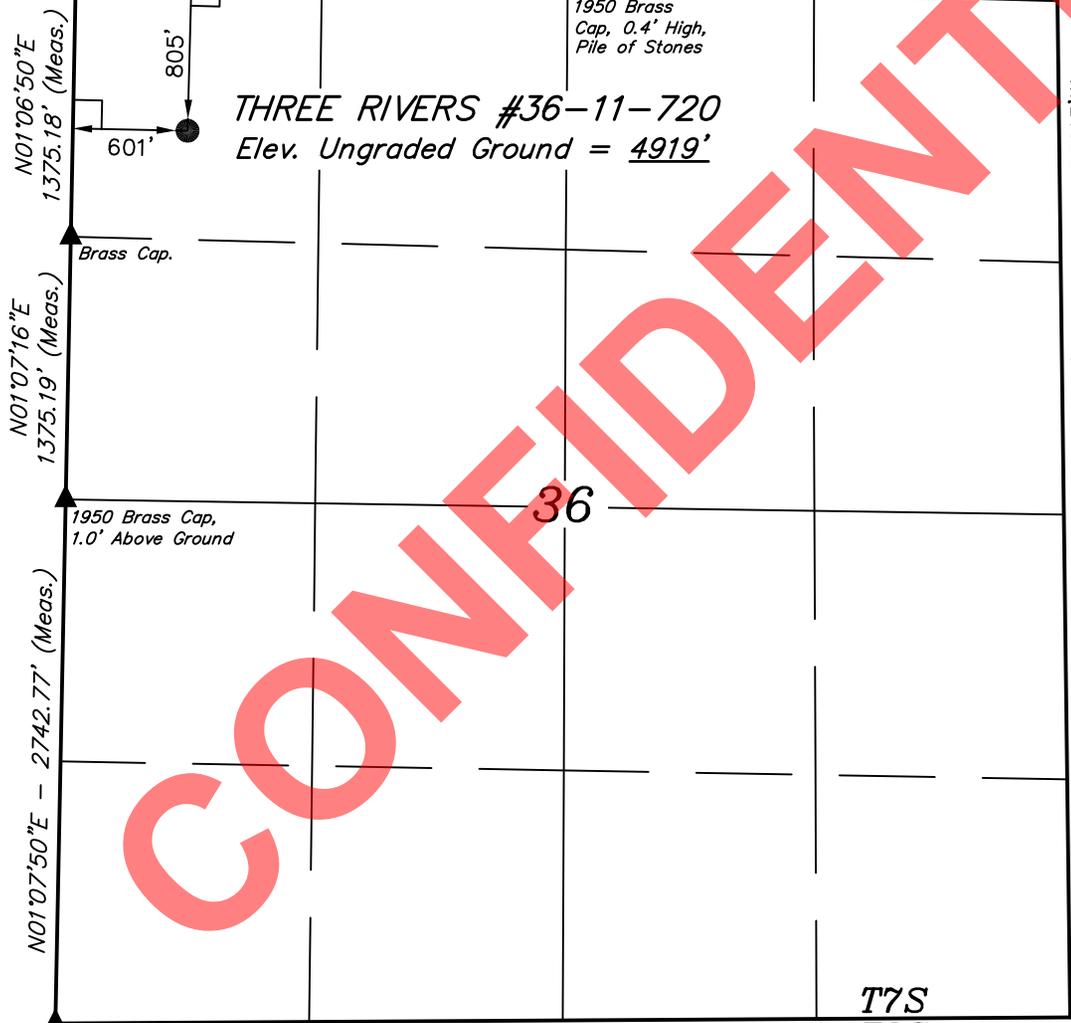
Well location, THREE RIVERS #36-11-720, located as shown in the NW 1/4 NW 1/4 of Section 36, T7S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



N00°43'W 1370.82' (G.L.O.)
N00°43'W 1320.00' (G.L.O.)
N00°43'W 1386.00' (G.L.O.)
N00°43'W 1246.08' (G.L.O.)



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Robert L. Kay
ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
08-10-11

1950 Brass Cap,
0.7' High
Above Ground

N89°40'E - 5315.64' (G.L.O.)

T7S
T8S

- LEGEND:**
- └─┘ = 90° SYMBOL
 - = PROPOSED WELL HEAD.
 - ▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 40°10'19.25" (40.172014)
LONGITUDE = 109°37'26.52" (109.624033)
(NAD 27)
LATITUDE = 40°10'19.38" (40.172050)
LONGITUDE = 109°37'24.03" (109.623342)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 07-14-11	DATE DRAWN: 07-27-11
PARTY C.R. A.W. K.O.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE AXIA ENERGY	

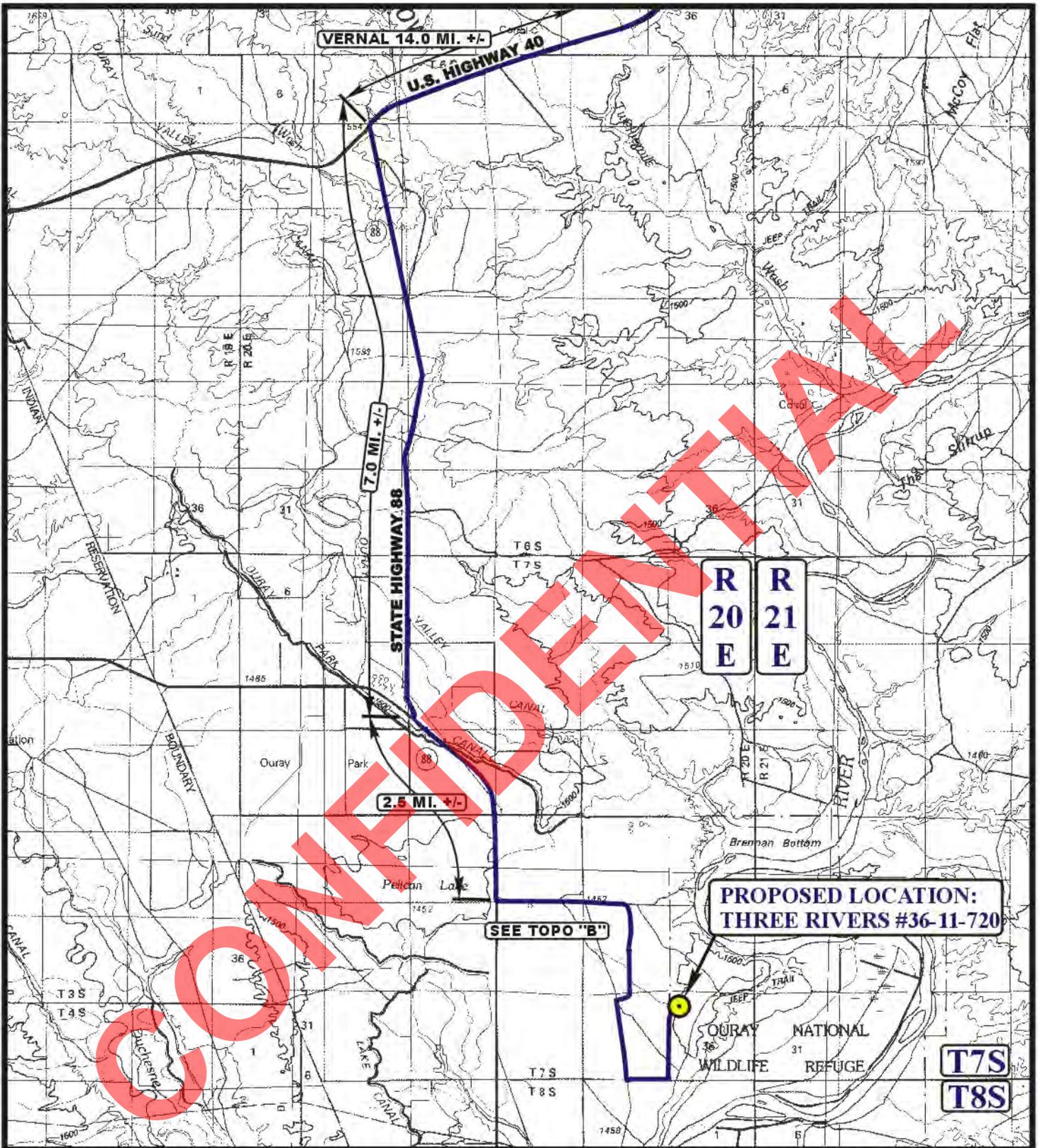
RECEIVED: September 02, 2011

AXIA ENERGY
THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.

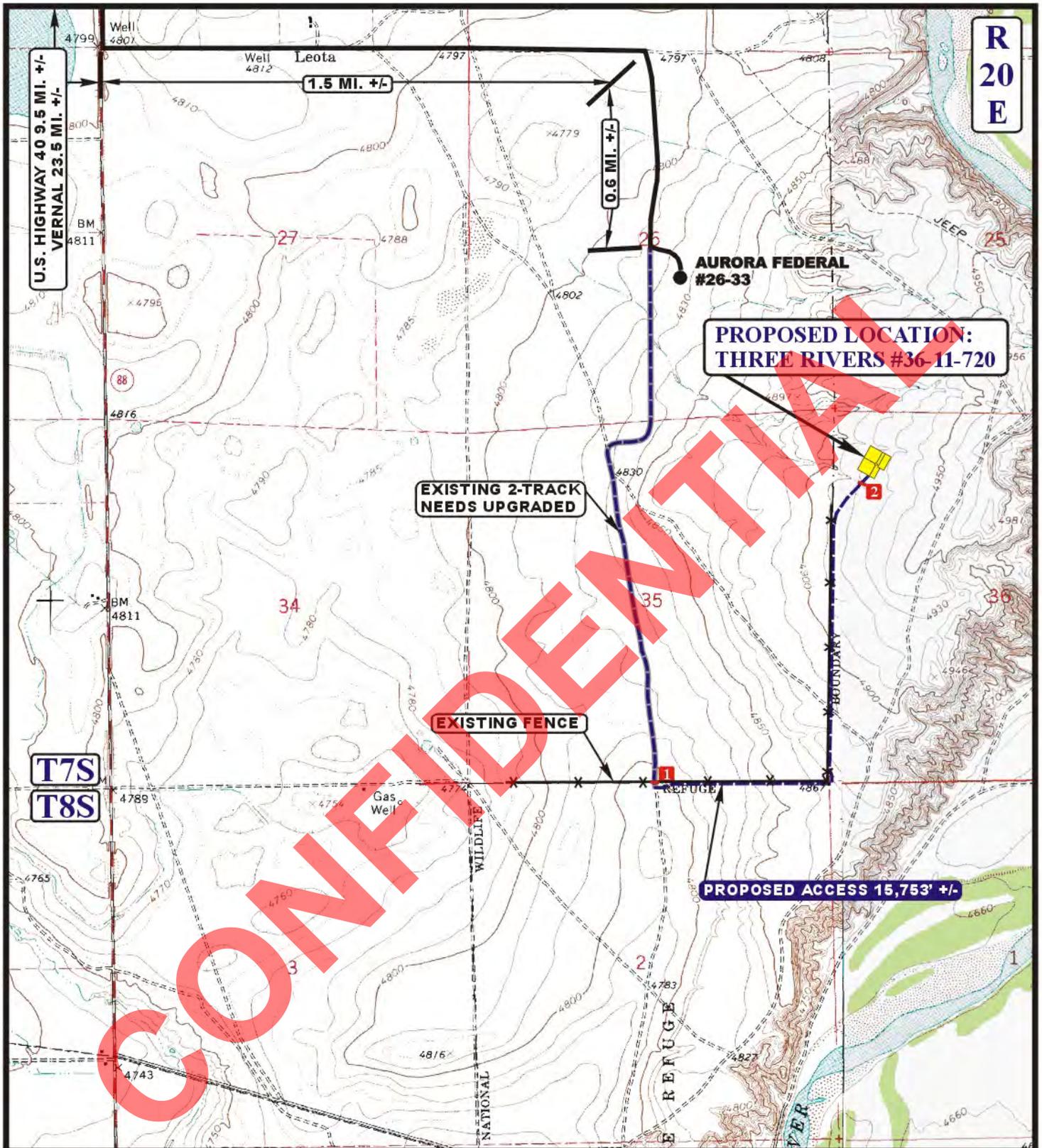
PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF THIS ROAD AND STATE HIGHWAY 88; EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 7.0 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHEAST; TURN LEFT AND PROCEED IN A SOUTHEASTERLY, THEN SOUTHERLY DIRECTION APPROXIMATELY 2.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE EAST; TURN LEFT AND PROCEED IN AN EASTERLY DIRECTION APPROXIMATELY 1.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE SOUTH; FOLLOW ROAD FLAGS IN A SOUTHERLY, THEN WESTERLY, THEN SOUTHERLY, THEN EASTERLY, THEN NORTHERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 15,753' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 28.6 MILES.

CONFIDENTIAL



LEGEND:		AXIA ENERGY						
	PROPOSED LOCATION	THREE RIVERS #36-11-720 SECTION 36, T7S, R20E, S.L.B.&M. 805' FNL 601' FWL						
	Uintah Engineering & Land Surveying 85 South 200 East Vernal, Utah 84078 (435) 789-1017 * FAX (435) 789-1813		ACCESS ROAD MAP					
	SCALE: 1:100,000 DRAWN BY: C.I. REVISED: 00-00-00		<table border="1"> <tr> <td style="text-align: center;">08</td> <td style="text-align: center;">01</td> <td style="text-align: center;">11</td> </tr> <tr> <td style="text-align: center;">MONTH</td> <td style="text-align: center;">DAY</td> <td style="text-align: center;">YEAR</td> </tr> </table>	08	01	11	MONTH	DAY
08	01	11						
MONTH	DAY	YEAR						



**R
20
E**

**PROPOSED LOCATION:
THREE RIVERS #36-11-720**

**EXISTING 2-TRACK
NEEDS UPGRADED**

EXISTING FENCE

PROPOSED ACCESS 15,753' +/-

LEGEND:

- EXISTING ROAD
- PROPOSED ACCESS ROAD
- EXISTING 2-TRACK NEEDS UPGRADED
- EXISTING FENCE
- INSTALL GATE
- LOW WATER CROSSING

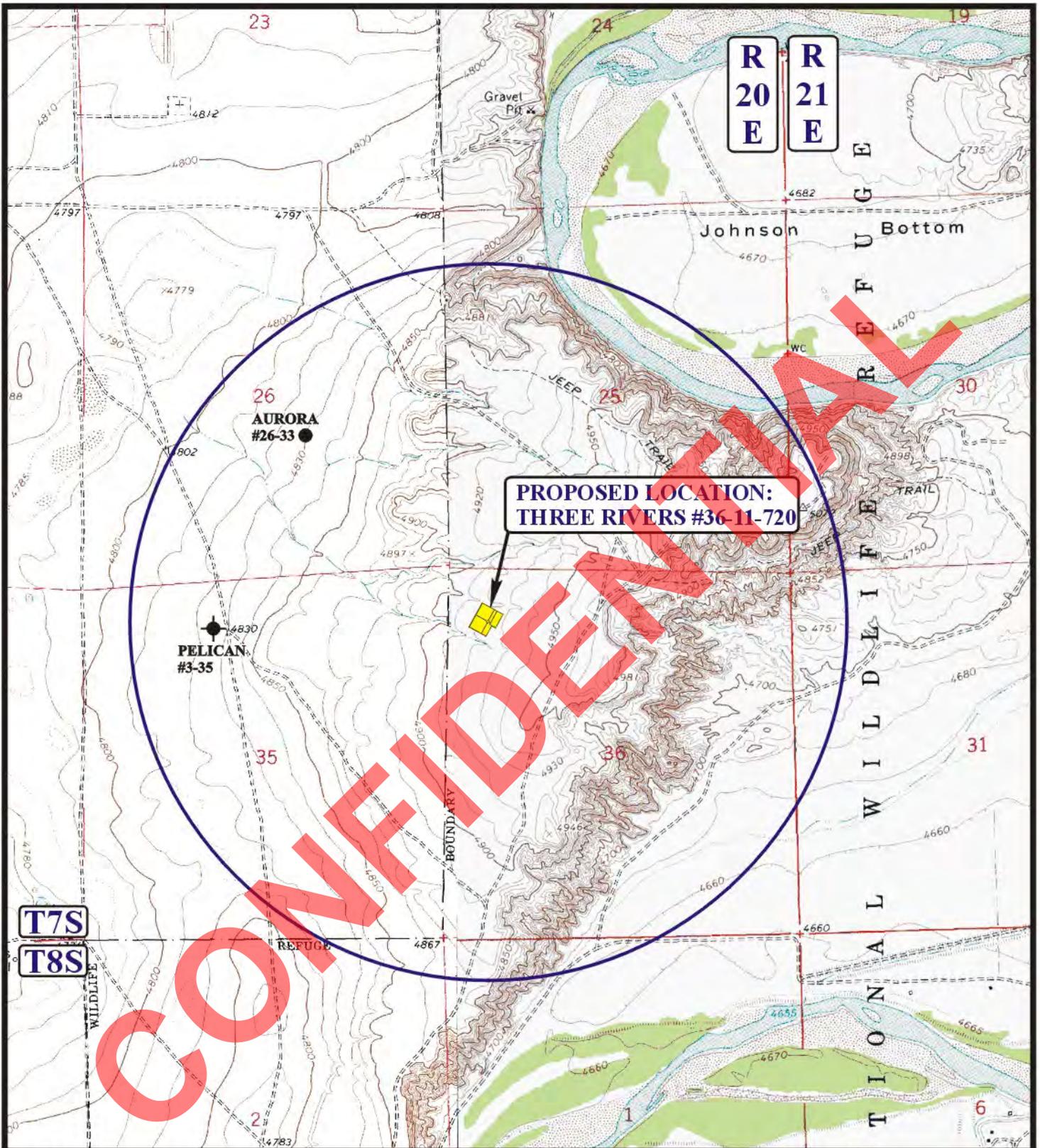


AXIA ENERGY

**THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.
805' FNL 601' FWL**

U&L S Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**ACCESS ROAD
MAP** **08 01 11**
MONTH DAY YEAR **B**
SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00 **TOPO**



LEGEND:

- ⊗ DISPOSAL WELLS
- PRODUCING WELLS
- ⊖ SHUT IN WELLS
- ⊗ WATER WELLS
- ABANDONED WELLS
- ⊖ TEMPORARILY ABANDONED



AXIA ENERGY

THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.
805' FNL 601' FWL



Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

08 01 11
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 00-00-00



**AFFIDAVIT OF
MEMORANDUM OF UNDERSTANDING**

I, Tab McGinley, Affiant, being duly sworn depose and say:

THAT, I am the Vice President of Land for Axia Energy, LLC, a Delaware limited liability corporation authorized to do business in Utah (hereinafter referred to as "Axia"), 1430 Larimer Street, Suite 400, Denver, CO 80202. Axia owns, operates and manages oil and gas interests in the State of Utah including the lands described below located in Uintah County, Utah.

WHEREAS, on October 3, 2006, Axia, as successor in interest to Stonegate Resources, LLC by virtue of that certain Assignment and Bill of Sale effective as of April 1, 2011 and recorded at Book 1233, Page 799 of the Uintah County records, entered into a certain Memorandum of Understanding between and among Stonegate Resources, LLC, The U.S. Department of Interior, Fish and Wildlife Service, and the Utah State Institutional and Trust Lands Administration for Surface Use and Access (hereinafter referred to as "MOU") to conduct oil and gas exploration and production activities on the following lands located in Uintah County, Utah, under the terms and conditions provided under the MOU.

Township 7 South, Range 20 East

Section 36: All

Township 8 South, Range 20 East

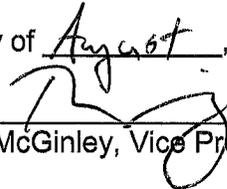
Section 2: All

WHEREAS, a complete copy of the MOU duly executed by the above named parties is on file at Axia's offices.

NOW THEREFORE, Axia is filing this Affidavit of Memorandum of Understanding providing notice that an agreement has been executed and is currently in full force and effect.

Further Affiant sayeth not.

Subscribed and sworn to before me this 31st day of August, 2011.



Tab McGinley, Vice President of Land

STATE OF COLORADO)
) ss
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me by Tab McGinley, Vice President of Land, this 31st day of August, 2011.





Notary Public

Notary Seal:

BOP Equipment

3000psi WP

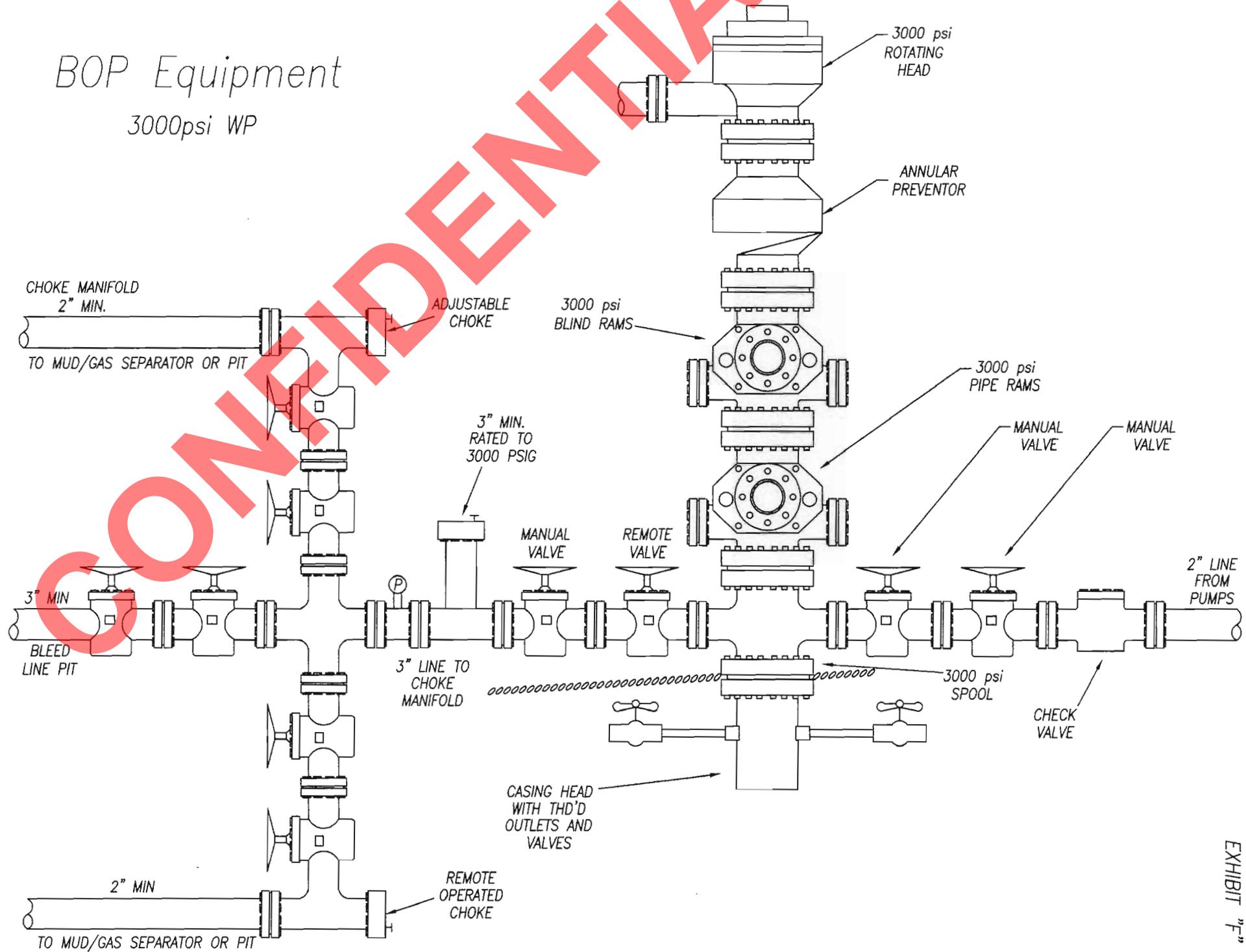


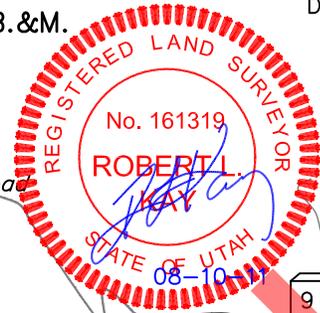
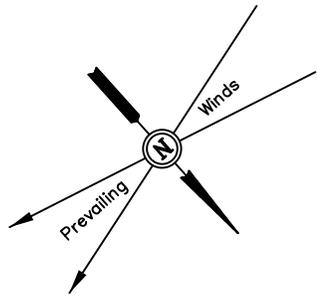
EXHIBIT "F"

AXIA ENERGY

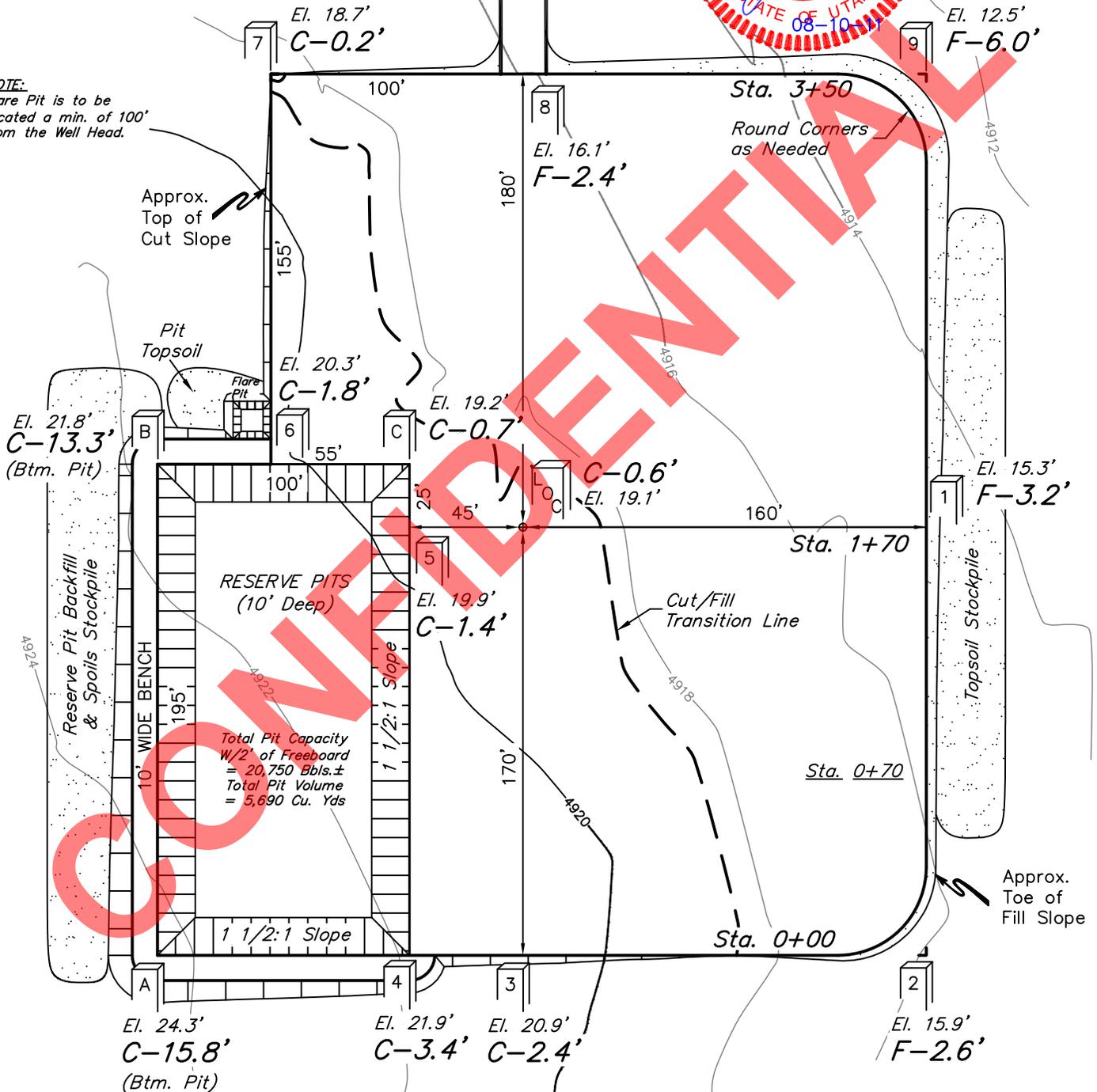
LOCATION LAYOUT FOR
 THREE RIVERS #36-11-720
 SECTION 36, T7S, R20E, S.L.B.&M.
 805' FNL 601' FWL

FIGURE #1

SCALE: 1" = 60'
 DATE: 07-27-11
 DRAWN BY: K.O.



NOTE:
 Flare Pit is to be located a min. of 100' from the Well Head.



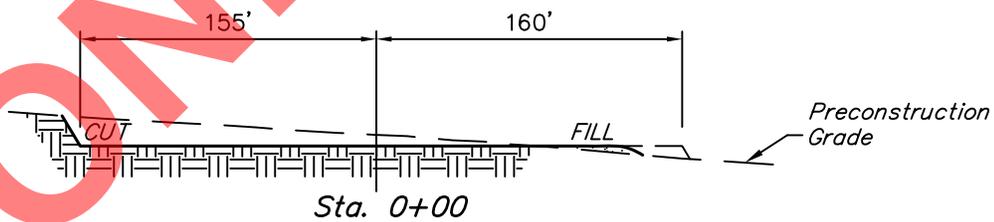
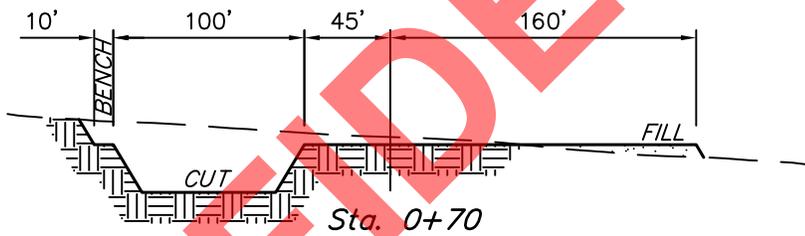
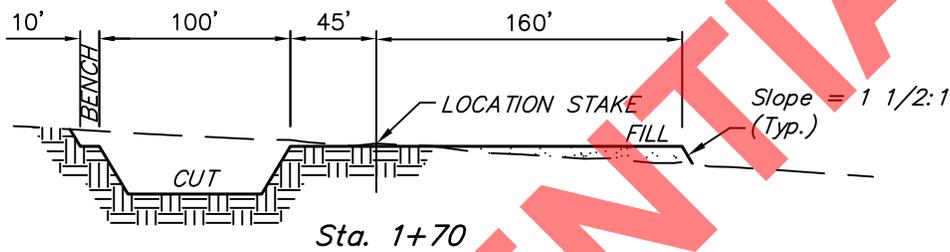
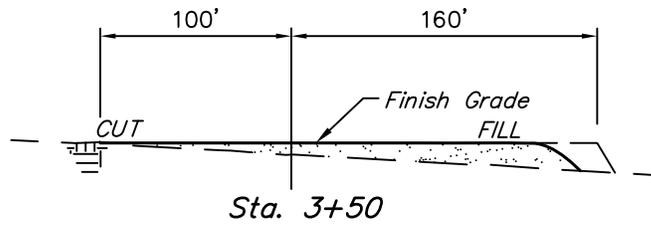
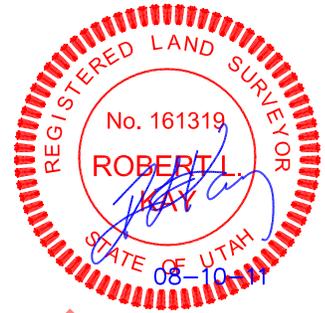
AXIA ENERGY

FIGURE #2

X-Section Scale
1" = 100'
1" = 40'

TYPICAL CROSS SECTIONS FOR
THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.
805' FNL 601' FWL

DATE: 07-27-11
DRAWN BY: K.O.



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 2.840 ACRES
ACCESS ROAD DISTURBANCE = ± 10.849 ACRES
TOTAL = ± 13.689 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 2,090 Cu. Yds.
Remaining Location = 9,040 Cu. Yds.
TOTAL CUT = 11,130 CU.YDS.
FILL = 6,190 CU.YDS.

EXCESS MATERIAL = 4,940 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.) = 4,940 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation) = 0 Cu. Yds.

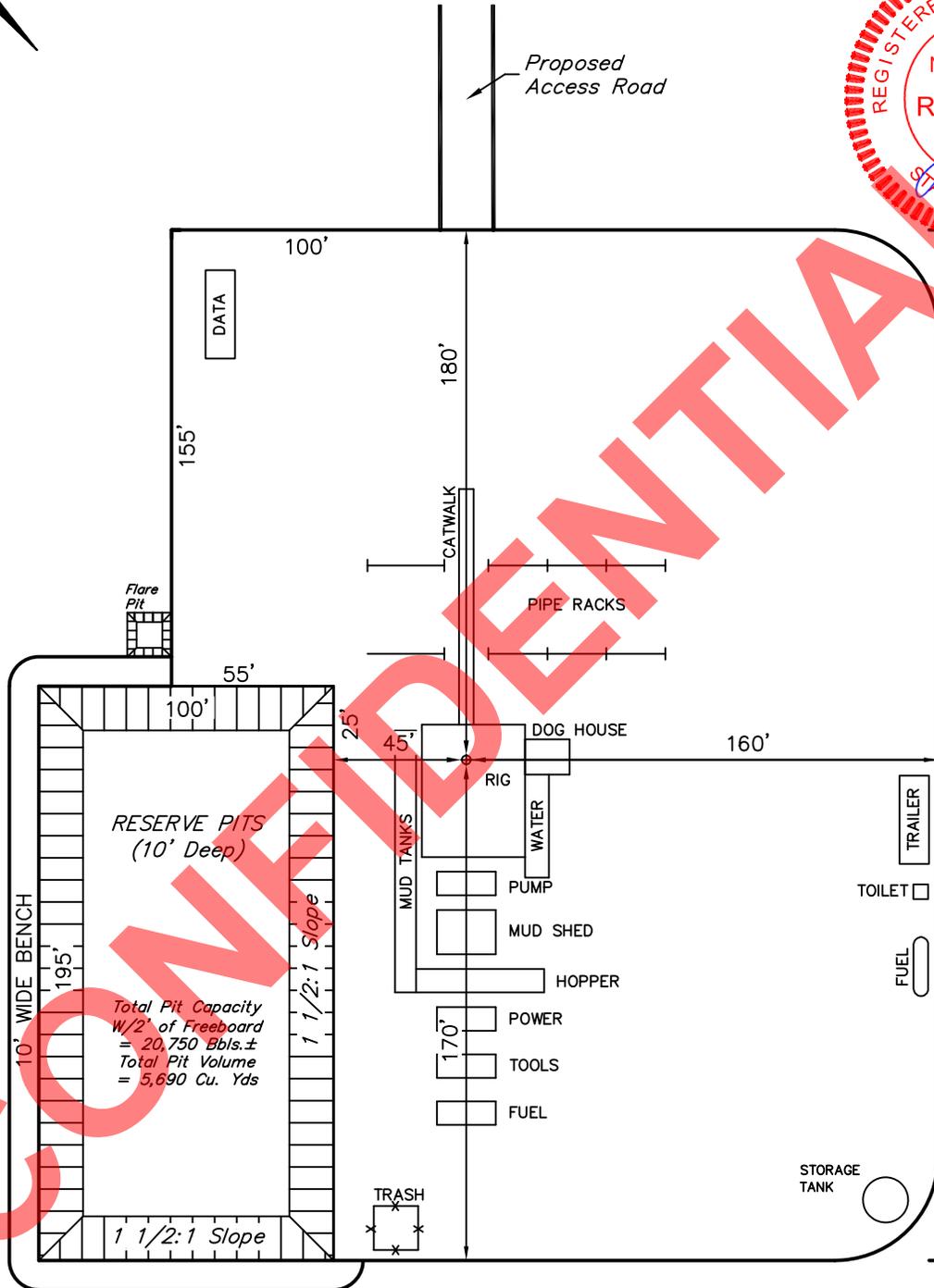
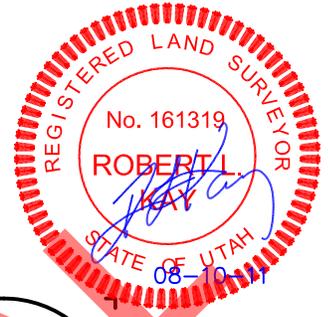
UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

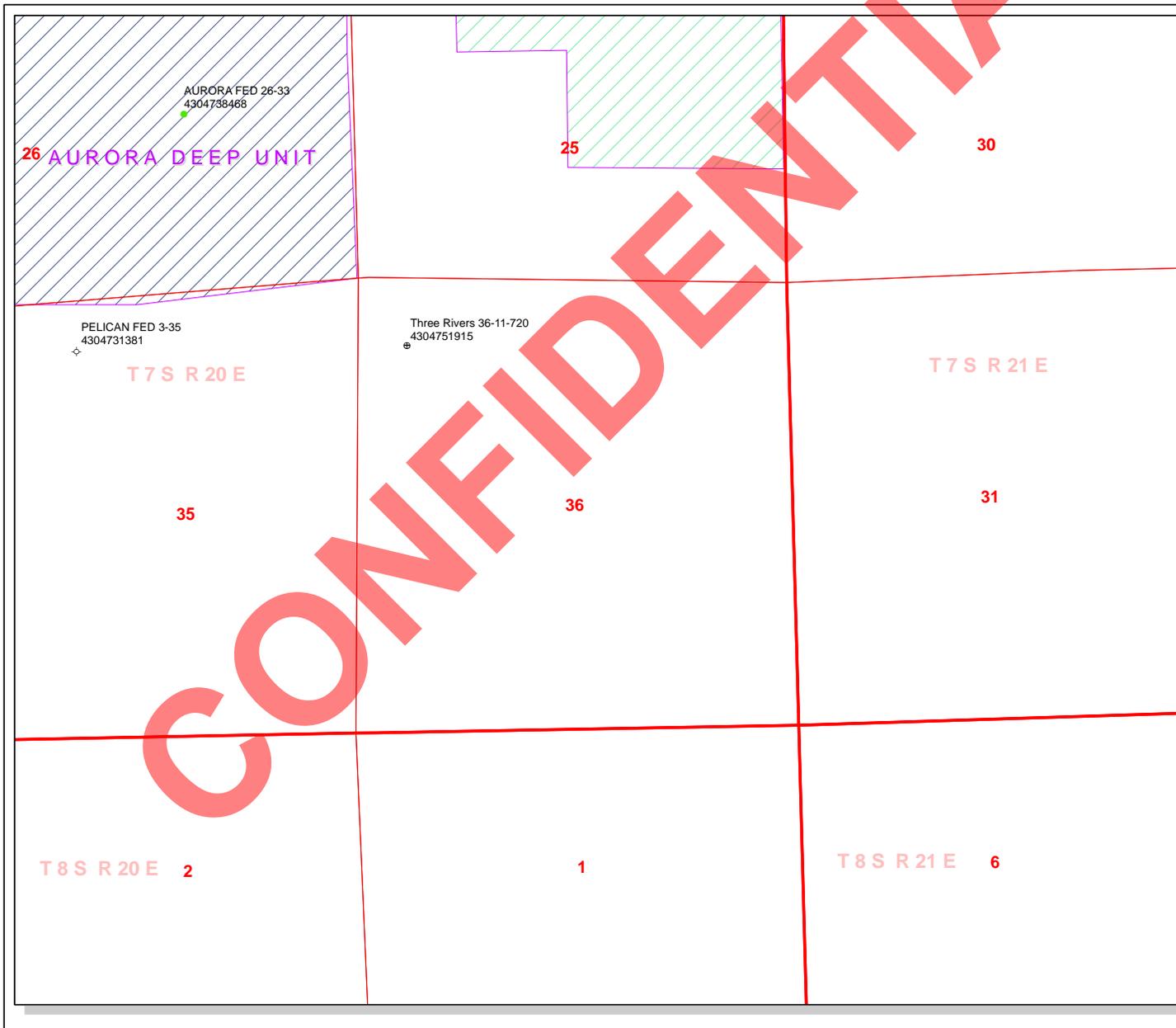
AXIA ENERGY

TYPICAL RIG LAYOUT FOR
THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.
805' FNL 601' FWL

FIGURE #3

SCALE: 1" = 50'
DATE: 07-27-11
DRAWN BY: K.O.

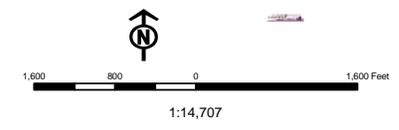




API Number: 4304751915
Well Name: Three Rivers 36-11-720
Township T0.7 . Range R2.0 . Section 36
Meridian: SLBM
 Operator: AXIA ENERGY LLC

Map Prepared:
 Map Produced by Diana Mason

- | | |
|---------------|------------------------------------|
| Units | Wells Query |
| STATUS | Status |
| ACTIVE | APD - Approved Permit |
| EXPLORATORY | DRL - Spudded (Drilling Commenced) |
| GAS STORAGE | GIW - Gas Injection |
| NF PP OIL | GS - Gas Storage |
| NF SECONDARY | LA - Location Abandoned |
| PI OIL | LOC - New Location |
| PP GAS | OPS - Operation Suspended |
| PP GEOTHERMAL | PA - Plugged Abandoned |
| PP OIL | PGW - Producing Gas Well |
| SECONDARY | POW - Producing Oil Well |
| TERMINATED | RET - Returned APD |
| Fields | SGW - Shut-in Gas Well |
| Unknown | SOW - Shut-in Oil Well |
| ABANDONED | TA - Temp. Abandoned |
| ACTIVE | TW - Test Well |
| COMBINED | WDW - Water Disposal |
| INACTIVE | WIW - Water Injection Well |
| STORAGE | WSW - Water Supply Well |
| TERMINATED | |
| Sections | |
| Township | |



From: Jim Davis
To: Mason, Diana
CC: Bonner, Ed; Garrison, LaVonne; Hill, Brad; Powell, Richard
Date: 9/14/2011 1:56 PM
Subject: Re: Fwd: Axia Energy LLC APD's

Please do, Diana. SITLA owns the surface (and minerals) and has leased the surface to the DOI- Fish and Wildlife Service. That surface-use lease has some stipulations that preserves SITLA's right to lease the minerals and protects the right of mineral lessees to utilize the surface for the purposes of mineral exploration and development. I think it would be appropriate for Axia to amend the APD to show that the surface is STATE. Would that correction be for SITLA or DOGM to pursue?
-Jim

>>> Diana Mason 9/14/2011 1:30 PM >>>
Ed/Jim:

Since the operator has FEE as the surface owner and listed Ouray National Wildlife Refuge on this APD, did you still want me to send this APD to you?

>>> Richard Powell 9/14/2011 1:25 PM >>>
Diana,

My maps indicate that SITLA is the surface owner of the two Axia sites. I called Ed Boner and he confirmed SITLA's ownership of these sections.

However, the APD says fee ownership and lists the owner as Ouray National Wildlife Refuge. Ed said there is some sort of lease agreement between the two agencies.

I just wanted to let you know in case this must be straightened out in the paperwork.

Richard J Powell
Utah Division of Oil, Gas & Mining
Roosevelt Field Office
30 W. 425 S. (330-11)
Roosevelt, UT 84066-3703
office: (435) 722-3417
cell: (435) 790-6145



State of Utah

GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

Office of the Governor

PUBLIC LANDS POLICY COORDINATION

JOHN HARJA
Director

September 20, 2011

Diana Mason
Petroleum Specialist
Department of Natural Resources, Division of Oil Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, UT 84114-5801

Subject: Application for Permit to Drill
Section 36, T7.0S, R20.0E; Uintah County
RDCC Project Number 28488

Dear Ms. Mason:

The State of Utah, through the Public Lands Policy Coordination Office (PLPCO), has reviewed this project. Utah Code (Section 63J-4-601, *et. seq.*) designates PLPCO as the entity responsible to coordinate the review of technical and policy actions that may affect the physical resources of the state, and to facilitate the exchange of information on those actions among federal, state, and local government agencies. As part of this process, PLPCO makes use of the Resource Development Coordinating Committee (RDCC). The RDCC includes representatives from the state agencies that are generally involved or impacted by public lands management.

Division of Air Quality

Because fugitive dust may be generated during soil disturbance the proposed project will be subject to Air Quality rule R307-205-5 for Fugitive Dust. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules can be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

RECEIVED: September 21, 2011

Diana Mason
September 20, 2011
Page 2

The state encourages the use of Best Management Processes (BMP s) in protecting air quality in Utah. The state recommends the following BMP s as standard operating procedures:

- 1) Emission Standards for Stationary Internal Combustion Engines of 2 g/bhp-hr of NOx for engines less than 300 HP (Tier 3) and 1 g/bhp-hr of NOx for engines over 300 HP (Tier 3).
- 2) No or low bleed controllers for Pneumatic Pumps, Actuators and other Pneumatic devices.
- 3) Green completion or controlled VOC emissions methods with 90% efficiency for Oil or Gas Atmospheric Storage Tanks, VOC Venting controls or flaring. Glycol Dehydration and Amine Units Units, VOC Venting controls or flaring, Well Completion, Re-Completion, Venting, and Planned Blowdown Emissions.

If compressors or pump stations are constructed at the site a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to R307-401: Permit: Notice of Intent and Approval Order, of the Utah Air Quality Rules. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

The State of Utah appreciates the opportunity to review this proposal and we look forward to working with you on future projects. Please direct any other written questions regarding this correspondence to the Public Lands Policy Coordination Office at the address below, or call Judy Edwards at (801) 537-9023.

Sincerely,



John Harja
Director

From: Jim Davis
To: Hill, Brad; Mason, Diana; rsatre@axiaenergy.com
CC: Bonner, Ed; Don Hamilton; Garrison, LaVonne
Date: 10/26/2011 9:48 AM
Subject: Axia APD approvals (2)

The following APDs have been approved by SITLA including arch clearance. Paleo clearance is granted under the condition that a State permitted paleontologist be on-site to monitor all ground disturbing activity (construction) as per the paleo report. Axia, please acknowledge this stipulation by a reply to this e-mail.

Three Rivers 2-11-820 (4304751936)
Three Rivers 36-11-720 (4304751915)

Thanks.
-Jim Davis

CONFIDENTIAL

Well Name	AXIA ENERGY LLC Three Rivers 36-11-720 43047519150000			
String	SURF	PROD		
Casing Size(")	9.625	5.500		
Setting Depth (TVD)	900	8885		
Previous Shoe Setting Depth (TVD)	0	900		
Max Mud Weight (ppg)	8.7	9.2		
BOPE Proposed (psi)	1000	3000		
Casing Internal Yield (psi)	3520	7780		
Operators Max Anticipated Pressure (psi)	3847	8.3		

Calculations	SURF String	9.625	"
Max BHP (psi)	.052*Setting Depth*MW=	407	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	299	YES <input type="checkbox"/> spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	209	YES <input type="checkbox"/> OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	209	NO <input type="checkbox"/> OK
Required Casing/BOPE Test Pressure=		900	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

Calculations	PROD String	5.500	"
Max BHP (psi)	.052*Setting Depth*MW=	4251	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3185	NO <input type="checkbox"/>
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2296	YES <input type="checkbox"/> OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2494	NO <input type="checkbox"/> Reasonable
Required Casing/BOPE Test Pressure=		3000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		900	psi *Assumes 1psi/ft frac gradient

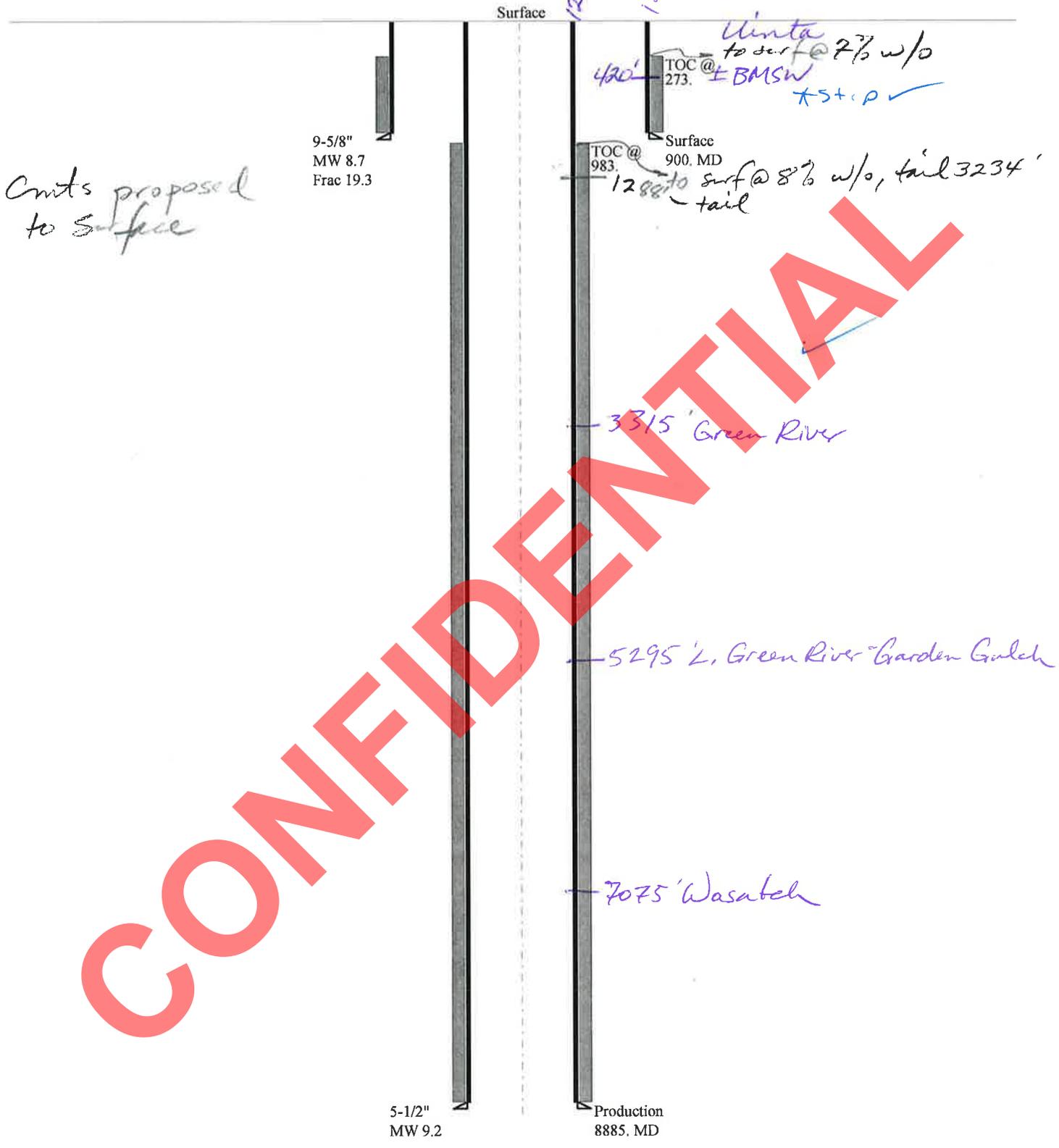
Calculations	String		"
Max BHP (psi)	.052*Setting Depth*MW=		
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO <input type="checkbox"/>
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO <input type="checkbox"/>
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO <input type="checkbox"/>
Required Casing/BOPE Test Pressure=			psi
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient

Calculations	String		"
Max BHP (psi)	.052*Setting Depth*MW=		
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO <input type="checkbox"/>
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO <input type="checkbox"/>
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO <input type="checkbox"/>
Required Casing/BOPE Test Pressure=			psi

CONFIDENTIAL

43047519150000 Three Rivers 36-11-720

Casing Schematic



CONFIDENTIAL

Well name: 43047519150000 Three Rivers 36-11-720	
Operator: AXIA ENERGY LLC	Project ID: 43-047-51915
String type: Surface	
Location: UINTAH COUNTY	

Design parameters:

Collapse

Mud weight: 8.700 ppg
 Design is based on evacuated pipe.

Burst

Max anticipated surface pressure: 792 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP: 900 psi

 No backup mud specified.

Minimum design factors:

Collapse:

Design factor: 1.125

Burst:

Design factor: 1.00

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.70 (J)
 Buttress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on air weight.
 Neutral point: 784 ft

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 87 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft

 Cement top: 273 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,885 ft
 Next mud weight: 9,200 ppg
 Next setting BHP: 4,246 psi
 Fracture mud wt: 19,250 ppg
 Fracture depth: 900 ft
 Injection pressure: 900 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	900	9.625	36.00	J-55	LT&C	900	900	8.796	7360
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	407	2020	4.966	900	3520	3.91	32.4	453	13.98 J

Prepared by: Helen Sadik-Macdonald
 Div of Oil, Gas & Mining

Phone: 801 538-5357
 FAX: 801-359-3940

Date: November 8, 2011
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 900 ft, a mud weight of 8.7 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	43047519150000 Three Rivers 36-11-720		
Operator:	AXIA ENERGY LLC		
String type:	Production	Project ID:	43-047-51915
Location:	UINTAH COUNTY		

Design parameters:

Collapse

Mud weight: 9.200 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 198 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft
 Cement top: Surface

Burst

Max anticipated surface pressure: 2,292 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 4,246 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Butress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.60 (B)

Tension is based on air weight.
 Neutral point: 7,645 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	8885	5.5	17.00	N-80	LT&C	8885	8885	4.767	50079
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4246	6290	1.481	4246	7740	1.82	151	348	2.30 J

Prepared by: Helen Sadik-Macdonald
 Div of Oil, Gas & Mining

Phone: 801 538-5357
 FAX: 801-359-3940

Date: November 17, 2011
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 8885 ft, a mud weight of 9.2 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator AXIA ENERGY LLC
Well Name Three Rivers 36-11-720
API Number 43047519150000 **APD No** 4545 **Field/Unit** WILDCAT
Location: 1/4,1/4 NWNW **Sec** 36 **Tw** 7.0S **Rng** 20.0E 805 FNL 601 FWL
GPS Coord (UTM) 617223 4447552 **Surface Owner**

Participants

Cody Rich (UELS), Alex Hansen (UDWR), Ben Williams (UDWR), Don Hamilton (Star Point), Jerry Holder (Axia), Ed Bonner (SITLA), Dan Schaad (Ouray Wildlife Refuge)

Regional/Local Setting & Topography

This location sits on a gentle slope approximately 2 to 2.5 miles south east of Pelican Lake. Pelican Lake sits in a large bowl which slopes up and away from the lake in all directions. Beyond this location the land continues to rise to low hill tops which then slope downward to the Green River. There are no drainages crossing this location and drainage is very gradual to Pelican Lake. State Hwy 88 runs along the east edge of Pelican Lake and is approximately 2 miles west of this location.

Soils appear to be deep with no visual rock on surface anywhere near this location. There are numerous irrigated farm fields below this location and around Pelican Lake.

Surface Use Plan

Current Surface Use
Wildlife Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
2.98	Width 260 Length 350	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

This surface is owned by SITLA, but is currently leased to the Ouray Wildlife Refuge
Deer, elk, coyote, rabbits and other small mammals, song birds, raptors
Prickly pear cactus, grasses, salt brush, shadscale, rabbit brush, horse brush

Soil Type and Characteristics

Sandy Clay. The soils are deep deposited sands.

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? N

Berm Required? Y

Erosion Sedimentation Control Required? N

Paleo Survey Run? Y **Paleo Potential Observed?** Y **Cultural Survey Run?** Y **Cultural Resources?** N

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)	100 to 200	5	
Distance to Surface Water (feet)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	High permeability	20	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Not Present	0	
	Final Score	35	1 Sensitivity Level

Characteristics / Requirements

The reserve pit will be placed in cut in a stable location. The pit will be 100ft x 195ft x 10ft deep with a total capacity including freeboard of 20,750bbl. Due to the near proximity of Pelican Lake and permeable soils a double 20 mil liner will be required.

Axia wants the site permitted for a reserve pit but, due to Paleo potential will go to a closed loop if any mammal remains are found during excavation.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 20 **Pit Underlayment Required?** Y

Other Observations / Comments

Richard Powell
Evaluator

9/27/2011
Date / Time

Application for Permit to Drill

Statement of Basis

11/22/2011

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
4545	43047519150000	LOCKED	OW	S	No
Operator	AXIA ENERGY LLC		Surface Owner-APD		
Well Name	Three Rivers 36-11-720		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	NWNW 36 7S 20E S 805 FNL 601 FWL		GPS Coord (UTM)	617161E	4447759N

Geologic Statement of Basis

Axia proposes to set 400 feet of surface pipe, cemented to surface. The depth to the base of the moderately saline water at this location is estimated to be at approximately 420 feet. A search of Division of Water Rights records shows 6 water wells within a 10,000 foot radius of the center of Section 36. All wells are a mile or more from the proposed well. Wells in the area are listed for EOR makeup water, and stock watering. Depths are listed for only 2 wells at 40 and 70 feet. Listed wells probably produce from the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect any useable ground water.

Brad Hill
APD Evaluator

10/17/2011
Date / Time

Surface Statement of Basis

This location is on state (SITLA) surface with fee mineral. The surface is currently leased to and being managed by the Ouray National Wildlife Refuge. Dan Schaad was in attendance representing the Ouray Refuge and Ed Bonner represented SITLA. Ben Williams of UDWR was also present.

A paleo survey was done by Intermountain Paleo and according to permitting contractor Don Hamilton the Paleontologist asked for observation of the excavation work and classified the site as having above average potential for mammal remains. Axia wants the site permitted for a reserve pit but, due to Paleo potential will go to a closed loop if any mammal remains are found during excavation.

Mr. Schaad asked that there be a locked gate at the boarder of the Refuge managed land to exclude access by hunters or poachers. This was agreed to by Jerry Holder of Axia and Mr. Holder stated that DOGM would be provided with the combination to the lock. Mr. Schaad also requested that the location be fenced and this was agreed to by Mr. Holder. Due to permeable deep soil a double 20 mil liner will be required and Mr. Holder agreed to this.

Richard Powell
Onsite Evaluator

9/27/2011
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A double synthetic liner each with a minimum thickness of 20 mils and an appropriate thickness of felt sub-liner to cushion the liners shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	The location shall be fenced upon completion of drilling operations and through the life of this well.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

RECEIVED: November 22, 2011

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 9/2/2011

API NO. ASSIGNED: 43047519150000

WELL NAME: Three Rivers 36-11-720

OPERATOR: AXIA ENERGY LLC (N3765)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: NWNW 36 070S 200E

Permit Tech Review:

SURFACE: 0805 FNL 0601 FWL

Engineering Review:

BOTTOM: 0805 FNL 0601 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.17203

LONGITUDE: -109.62401

UTM SURF EASTINGS: 617161.00

NORTHINGS: 4447759.00

FIELD NAME: WILDCAT

LEASE TYPE: 3 - State

LEASE NUMBER: ML-50510

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 3 - State

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
 - Bond: STATE - LPM-9046682
 - Potash
 - Oil Shale 190-5
 - Oil Shale 190-3
 - Oil Shale 190-13
 - Water Permit: 49-2262 - RNI at Green River
 - RDCC Review: 2011-11-22 00:00:00.0
 - Fee Surface Agreement
 - Intent to Commingle
- Commingling Approved**

LOCATION AND SITING:

- R649-2-3.
- Unit:**
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No:** R649-3-2
- Effective Date:**
- Siting:**
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
 21 - RDCC - dmason
 23 - Spacing - dmason
 25 - Surface Casing - hmacdonald



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Three Rivers 36-11-720
API Well Number: 43047519150000
Lease Number: ML-50510
Surface Owner: STATE
Approval Date: 11/22/2011

Issued to:

AXIA ENERGY LLC, 1430 Larimer Ste 400, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

The Application for Permit to Drill has been forwarded to the Resource Development Coordinating Committee for review of this action. The operator will be required to comply with any applicable recommendations resulting from this review. (See attached)

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Surface casing shall be cemented to the surface.

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan – contact Dustin Doucet
- Significant plug back of the well – contact Dustin Doucet
- Plug and abandonment of the well – contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <http://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program – contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well – contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:



For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		9. API NUMBER: 43047519150000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S		9. FIELD and POOL or WILDCAT: WILDCAT
5. COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 1/7/2012	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
Move in rig up Pete Martin Drilling, spud 01-07-2012, drill to 50', set 16" conductor casing to TD, cement, release Pete Martin Drilling, Wait on Drilling Rig.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY January 11, 2012		
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 1/9/2012	

ENTITY ACTION FORM

Operator: Axia Energy, LLC Operator Account Number: N 3765
 Address: 1430 Larimer Street, Suite 400
city Denver,
state CO zip 80202 Phone Number: (720) 746-5209

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304751936	Three Rivers 2-11-820		NWNW	2	8S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18354	1/5/2012		1/18/2012		
Comments: <u>WSTC</u>							CONFIDENTIAL

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304751915	Three Rivers 36-11-720		NWNW	36	7S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	18355	1/7/2012		1/18/2012		
Comments: <u>WSTC</u>							CONFIDENTIAL

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments:							RECEIVED JAN 12 2012

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

DIV. OF OIL, GAS & MINING

Cindy Turner

Name (Please Print)

Cindy Turner
Signature

Project Manager

Title

1/9/2012

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S	9. API NUMBER: 43047519150000
5. PHONE NUMBER: 720 746-5200 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
6. COUNTY: UINTAH	9. STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/1/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

APD to drill and complete a Wasatch well was approved on 11/22/2011.

Axia Energy respectfully requests your permission to complete the Green River formation and then commingle the Wasatch and the Green River formations. Attached is information per R649-3-22.

Approved by the Utah Division of Oil, Gas and Mining
Date: February 01, 2012
By: *Derek Duff*

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 1/10/2012	

Attachment to Sundry Notice Form 9

Three Rivers 36-11-720

API: 43047519150000

Notice of intent – commingle Wasatch and Green River formations

- 1.1 Exhibit A showing location of the well.
- 1.2 Method of Completion: the pools will be completed from the lower portion of the well (Wasatch) to the upper portion of the well (Green River) in succession. Intervals will be selectively perforated and fracture stimulated starting in the lower portion of the well. A composite bridge plug will be set to isolate the previously perforated/stimulated interval, and additional perforations will be added and fracture stimulated. Perforating/Stimulation will occur in this manner through the Wasatch and Green River formations in 8-10 stages. Once all desired intervals have been perforated, stimulated and isolated, all composite plugs will be drilled out. A tubing string with rod pump will be run to produce Wasatch and Green River oil in a commingled fashion.
- 2 Allocation should never be necessary due to equal mineral ownership in all pools. However, if it ever became necessary, allocation would be based on individual formation production percentages developed during the initial testing of the well.
- 3 Affidavit of Lease Ownership - Acknowledgement that Axia Energy, LLC has provided a copy of this application to contiguous leasehold and unleased mineral owners to the NW/4 NW/4 of Section 36-T7S-R20E of Uintah County, Utah per attached Exhibit.

AFFIDAVIT OF LEASE OWNERSHIP

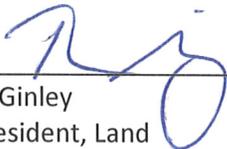
I, Tab McGinley, Affiant, being duly sworn depose and say:

THAT, I am the Vice President of Land for Axia energy, LLC, a Delaware limited liability corporation authorized to do business in Colorado (hereinafter referred to as "Axia"), 1430 Larimer Street, Suite 400, Denver, CO 80202. Axia owns, operates and manages oil and gas interests in the State of Utah including the lands described below located in Uintah County, Utah.

WHEREAS, Axia Energy, LLC has provided a copy of this application to leasehold and unleased mineral owners to the NW/4 NW/4 of Section 36-T7S-R20E of Uintah County, Utah, per attached exhibit

Further Affiant sayeth not.

Subscribed and sworn to before me this 10th day of January, 2012.



Tab McGinley
Vice President, Land

STATE OF COLORADO)

} ss

COUNTY OF DENVER)

The foregoing instrument was acknowledged before me by Tab McGinley, Vice President of Land, this 10th day of January, 2012.

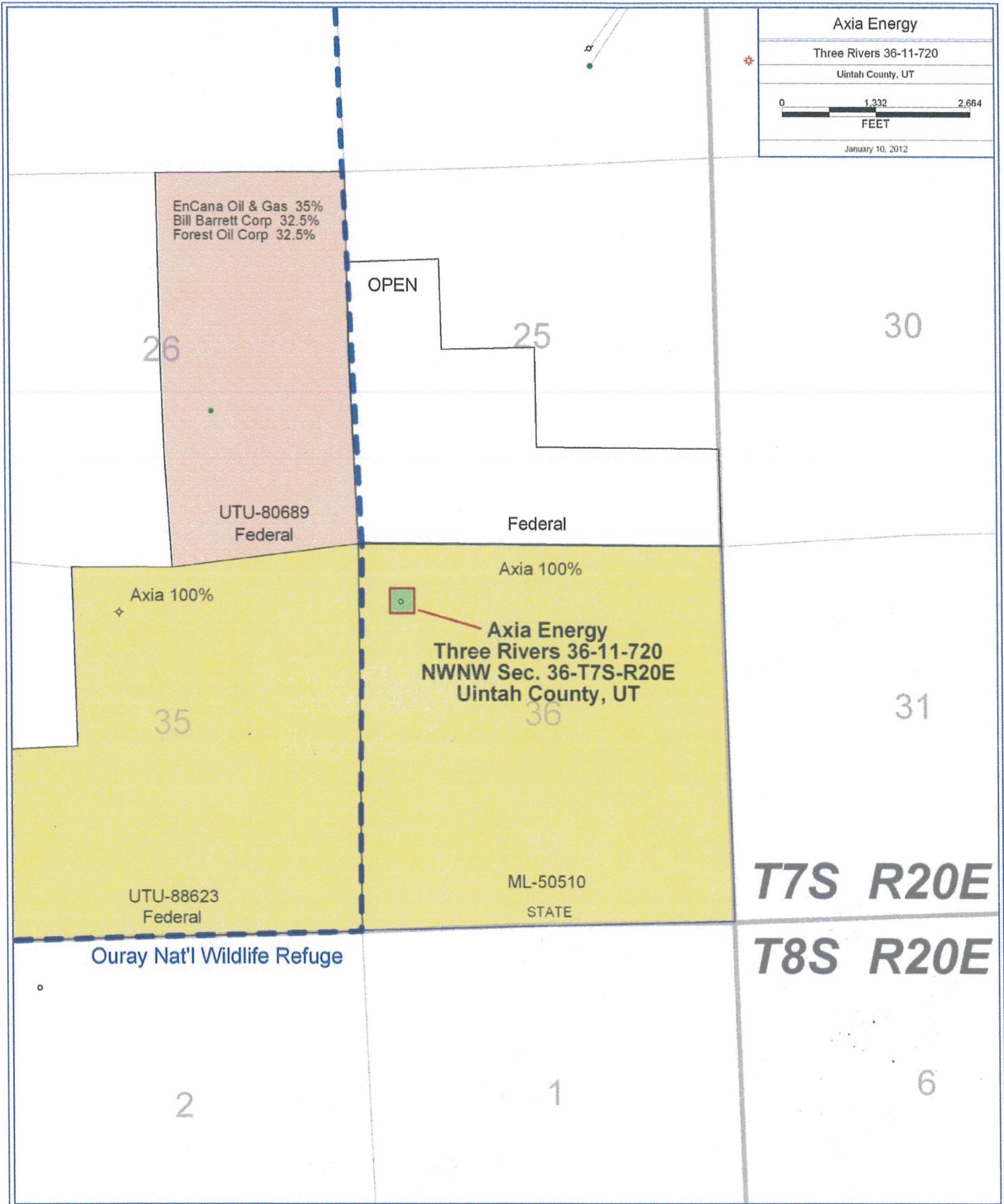


Notary Public

Notary seal:

**Cindy J. Turner
Notary Public
State of Colorado**

My Commission Expires 06/04/2013



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
1. TYPE OF WELL Oil Well	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
2. NAME OF OPERATOR: AXIA ENERGY LLC	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S	8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
PHONE NUMBER: 720 746-5200 Ext	9. API NUMBER: 43047519150000
9. FIELD and POOL or WILDCAT: WILDCAT	COUNTY: Uintah
	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 2/2/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy respectfully requests your approval to change TD from proposed depth of 8,885' to proposed depth of 9,125'.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: February 09, 2012

By:

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 2/2/2012	

CONFIDENTIAL

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company; AXIA ENERGY LLC

Well Name: THREE RIVERS 36-11-720

Api No: 43-047-51915 Lease Type STATE

Section 36 Township 07S Range 20E County UINTAH

Drilling Contractor ELLENBURG RIG #

SPUDDED:

Date 02/02/2012

Time

How ROTARY

**Drilling will
Commence:**

Reported by DON FINLY

Telephone # (970) 361-3265

Date 02/02 /2012 Signed CHD

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC	8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	9. API NUMBER: 43047519150000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT
	COUNTY: UINTAH
	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 2/18/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Axia Energy requests a change in the cement design from the approved APD per the below: 790 sacks – Halliburton Light Premium Cement – 4% Bentonite, .4% Econolite, .2% Halad®-322, 3lbm/sk Silicalite Compacted, .8% HR-5, .125 lbm/sk Poly-E-Flake & .2% Super CBL (10% excess over caliper) Slurry Weight – 12 ppg Yield – 2.31 ft³/sk Above design is per Dustin Doucet verbal approval on 2/15/12 and cement top is designed for 2,700'. (Green River top via mud log is 3,300')

Approved by the Utah Division of Oil, Gas and Mining
Date: February 21, 2012
By: *Dustin Doucet*

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 2/17/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
		7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: THREE RIVERS 36-11-720	
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3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext	9. FIELD and POOL or WILDCAT: WILDCAT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S		COUNTY: UINTAH	
		STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 2/29/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
<p>Resumed drilling operations 02-02-12. Drilled 12-1/4" hole from 50' to 900' SURFACE CASING: Set 900'/22 jts 9-5/8" 36.00# J-55 STC Cemented to surface with 425 sks Class G Drilled 8-3/4" hole from 900' to 8200' TMD / 8,196' TVD (reached TD 02-15-12) PRODUCTION CASING: Set 8,173.12'/198 jts 5-1/2" 17.00# N-80 LTC Cemented with 745 sxs Halliburton Premium Light CURRENT OPERATION: Wait on Completion</p>			
<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY March 06, 2012</p>			
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager	
SIGNATURE N/A		DATE 2/29/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S		9. API NUMBER: 43047519150000
PHONE NUMBER: 720 746-5200 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
		COUNTY: UINTAH
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	
<input type="checkbox"/> SPUD REPORT Date of Spud:	OTHER: <input style="width: 100px;" type="text"/>	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/6/2012		
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
CURRENT OPERATION: HISTORY: Move in and Complete Green River Formation 05-19-12. Perforated and Frac'd Green River thru 05-23-12. Currently Flowing Back Frac Set Production Tubing and Rods 06-05-12 1st Oil Production: 06-05-12		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 12, 2012		
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 6/6/2012	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Axia Energy, LLC Operator Account Number: N 3765
 Address: 1430 Larimer Street, Suite 400
city Denver,
state CO zip 80202 Phone Number: (720) 746-5209

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304751936	Three Rivers 2-11-820		NWNW	2	8S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
D	18354		1/5/2012		5/1/2012		
Comments: CURRENTLY SET UP AS WSTC -NEW ENTITY NUMBER FOR GR-WS <i>Well not complete. will process at later date.</i>							

CONFIDENTIAL

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304751915	Three Rivers 36-11-720		NWNW	36	7S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
D	18355	18355	1/7/2012		5/1/2012		
Comments: CURRENTLY SET UP AS WSTC -NEW ENTITY NUMBER FOR GR-WS <i>10/31/2012</i>							

CONFIDENTIAL

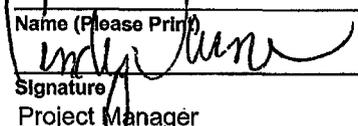
Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304752012	Three Rivers 34-31-720		NWNE	34	7S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
D	18326	18326	11/14/2011		6/1/2012		
Comments: CURRENTLY SET UP AS WSTC -NEW ENTITY NUMBER FOR GR-WS <i>10/31/2012</i>							

CONFIDENTIAL

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Cindy Turner
 Name (Please Print)

 Signature
 Project Manager
 Title
 Date 8/17/2012

RECEIVED

AUG 20 2012

Div. of Oil, Gas & Mining

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

RECEIVED

OCT 25 2012

CONFIDENTIAL

MINERAL REPORT FORM 8

(Highly Confidential)

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML-50510

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:

THREE RIVERS 36-11-720

9. API NUMBER:

4304751915

10. FIELD AND POOL, OR WILDCAT

WILDCAT

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

NWNW 36 07S 20E S

12. COUNTY

UINTAH

13. STATE

UTAH

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL GAS WELL DRY OTHER _____
 b. TYPE OF WORK: NEW WELL HORIZ. LATS. DEEP-EN RE-ENTRY DIFF. RESVR. OTHER _____

2. NAME OF OPERATOR:
AXIA ENERGY, LLC

3. ADDRESS OF OPERATOR: 1430 Larimer St, Ste 400 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: (720) 746-5209

4. LOCATION OF WELL (FOOTAGES)
 AT SURFACE: 805' FNL & 601' FWL
 AT TOP PRODUCING INTERVAL REPORTED BELOW: 854' FNL & 614' FWL
 AT TOTAL DEPTH: 958' FNL & 664' FWL *BHL by HSM*

14. DATE SPUDED: 1/7/2012 15. DATE T.D. REACHED: 2/15/2012 16. DATE COMPLETED: 5/19/2012 ABANDONED READY TO PRODUCE

17. ELEVATIONS (DF, RKB, RT, GL): 4,919' GL / 4,935' KB

18. TOTAL DEPTH: MD 8,200 TVD 8,195 19. PLUG BACK T.D.: MD 8,080 TVD 8,075 20. IF MULTIPLE COMPLETIONS, HOW MANY? * 1

21. DEPTH BRIDGE PLUG SET: MD 7,700 TVD 7,696

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
SD-DSN-ACTR, Mud Log, CBL

23. WAS WELL CORED? NO YES (Submit analysis)
 WAS DST RUN? NO YES (Submit report)
 DIRECTIONAL SURVEY? NO YES (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16		0	50		G		0	
12-1/4	9-5/8 J-55	36	0	900		G 425	87	0 CBL	
8-3/4	5-1/2 N-80	17	0	8,173		G 745	307	2950 CBL	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-7/8	7,631							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Green River	3,261	7,060	3,261	7,057
(B) Wasatch	7,060	7,700	7,057	7,696
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
5,446 7,049	.36	168	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
7,104 7,652	.36	42	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
7,766 7,924	.36	15	Plugged Back <input checked="" type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
5,446' to 7,049'	Green River Hybrid Frac - 19,230 Bbls Slurry, 776,864 Gal Fluid & 667,840# 20/40 Prem White
7,104' to 7,652'	Wasatch Hybrid Frac - 6,474 Bbls Slurry, 262,453 Gal Fluid & 215,500# 20/40 Prem White

29. ENCLOSED ATTACHMENTS:

ELECTRICAL/MECHANICAL LOGS GEOLOGIC REPORT DST REPORT DIRECTIONAL SURVEY
 SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION CORE ANALYSIS OTHER: _____

30. WELL STATUS:

Prod

GREEN RIVER/WASATCH COMMINGLE

31. INITIAL PRODUCTION

DATE FIRST PRODUCED: 6/1/2012		TEST DATE: 7/11/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL -- BBL: 86	GAS -- MCF: 40	WATER -- BBL: 198	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 35	CSG. PRESS. 35	API GRAVITY 26.70	BTU -- GAS	GAS/OIL RATIO 465	24 HR PRODUCTION RATES: →	OIL -- BBL: 86	GAS -- MCF: 40	WATER -- BBL: 198	INTERVAL STATUS: Open	

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU -- GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	INTERVAL STATUS:	

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU -- GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	INTERVAL STATUS:	

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →		OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU -- GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL -- BBL:	GAS -- MCF:	WATER -- BBL:	INTERVAL STATUS:	

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Flared

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	3,182
				Garden Gulch	5,258
				Douglas Creek	6,115
				Wasatch	7,060
				TD Wasatch	8,200

35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Cindy Turner TITLE Project Manager
 SIGNATURE *Cindy Turner* DATE 10/17/2012

This report must be submitted within 30 days of

- completing or plugging a new well
- reentering a previously plugged and abandoned well
- drilling horizontal laterals from an existing well bore
- significantly deepening an existing well bore below the previous bottom-hole depth
- recompleting to a different producing formation
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top -- Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

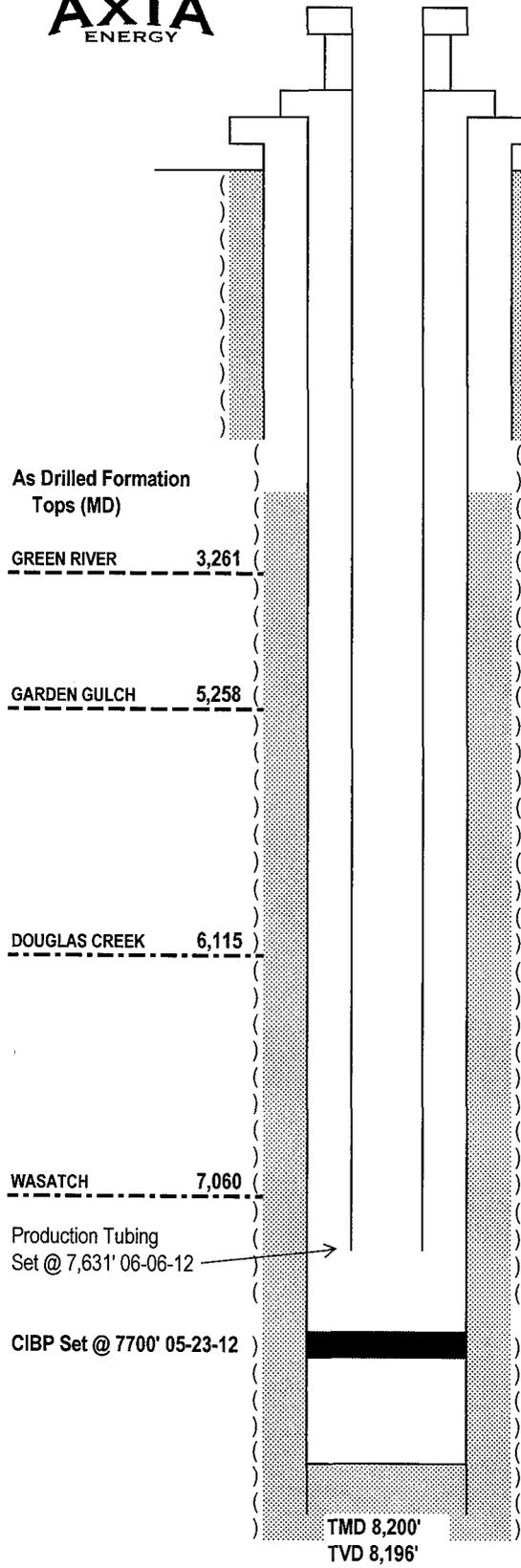
Send to: Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 Box 145801
 Salt Lake City, Utah 84114-5801

Phone: 801-538-5340
 Fax: 801-359-3940

WELLBORE DIAGRAM (after completion)



Company: Axia Energy, LLC
Lease Name: Three Rivers 36-11-720
Surface Location: NWNW Sec 36-T7S-R20E, 805' FNL & 601' FWL
Bottom Hole Location: NWNW Sec 36-T7S-R20E, 958' FNL & 664' FWL
County: Uintah, UT
Date: 10/17/2012



KB 4,935'
GL 4,919'

SPUD:
DRILLED 22" HOLE TO 80' - SET 16" CONDUCTOR
Cement w/8 sxs

DRILLED 12-1/4" HOLE TO 900'
SURF CSG - 9-5/8" 36# J-55 ST&C (22 jts) Set 2-04-12
Cement: 425 sxs Class "G" to Surface (Cir)
TOP OF CEMENT: 2,950'

GREEN RIVER	Frac - Hydril (slickwater/gel)			
5446	7049	Green River	3 spf	168 Holes
19,230 bbls slurry, 776,864 gal fluid & 667,840# 20/40 Premium White				

WASATCH	Frac - Hydril (slickwater/gel)			
7104	7652	Wasatch, Upr	3 spf	42 Holes Open
7766	7924	Wasatch, Upr	3 spf	15 Holes Closed
6,474' bbls slurry, 262,453 gal fluid, & 215,500# 20/40 Premium White				

8,173' DRILLED 8-3/4" HOLE TO 8,173' TMD
PROD CSG - 5 1/2" 17# N-80 LT&C (198 jts) Set 02-17-12
Cement: 745 sxs LitePremium

TMD 8,200'
TVD 8,196'

As Drilled Formation
Tops (MD)

GREEN RIVER 3,261

GARDEN GULCH 5,258

DOUGLAS CREEK 6,115

WASATCH 7,060

Production Tubing
Set @ 7,631' 06-06-12

CIBP Set @ 7700' 05-23-12

RECEIVED
OCT 25 2012
DIV. OF OIL, GAS & MINING

End of Well Recap FOR

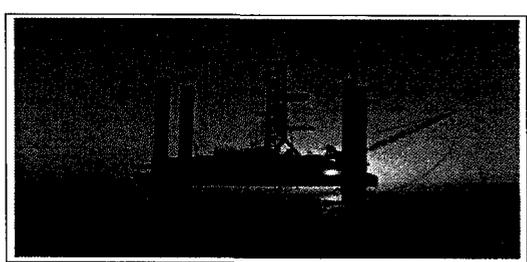
Axia Energy
Three Rivers 36-11-720
Uintah Co., UT

Proposal No. 20120210

Presented By:

Pat Rasmussen
Regional Manager

Bret Wolford
Well Planner





Survey Report



Sharewell Energy Services, LP

Survey Certification Sheet

Report Date: 2-29-12

Sharewell Job #: 20120210 / Control

Operator: Axia Energy

Well Name: Three Rivers 36-11-720

API#: 43-047-51915

County/State: Uintah Co., UT

Well SHL: 805' FNL & 601' FWL (NWNW) Sec.36-T7S-R20E

Well SHL: 40.17203° N (NAD27)

109.62401° W (NAD27)

Drilling Rig Contractor: L & W #1 (RKB: 17')

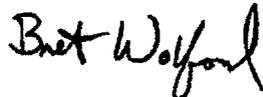
Surveyed Dates: 2/5/12-2/15/12

Surveyed from a depth of: OH: 975.00' MD to 8121.00' MD

Type of Survey: MWD Surveys (STB=50')

The data and calculations for this survey have been checked by me and conform to the calibration standards and operational procedures set forth by Sharewell Energy Services, LP. I am authorized and qualified to review the data, calculations and this report, and that the report represents a true and correct Directional Survey of this well based on the original data corrected to True North and obtained at the well site. Wellbore Coordinates are calculated using minimum curvature method.

Bret Wolford



Sharewell Energy Services, LP - Well Planner

Axia Energy

Uintah Co., UT

Sec.36-T7S-R20E

Three Rivers #36-11-720

Wellbore #1

Survey: Survey #1

Standard Survey Report

16 February, 2012



Sharewell Energy Services, LP
Survey Report



Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #36-11-720
Project:	Uintah Co., UT	TVD Reference:	WELL @ 4936.00usft
Site:	Sec.36-T7S-R20E	MD Reference:	WELL @ 4936.00usft
Well:	Three Rivers #36-11-720	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Wellbore #1	Database:	EDM 5000.1 Single User Db

Project	Uintah Co., UT		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Central Zone		

Site	Sec.36-T7S-R20E		
Site Position:		Northing:	7,236,878.317 usft
From:	Lat/Long	Easting:	2,164,589.636 usft
Position Uncertainty:	0.00 usft	Slot Radius:	13-3/16"
		Latitude:	40° 10' 19.250 N
		Longitude:	109° 37' 26.519 W
		Grid Convergence:	1.20 °

Well	Three Rivers #36-11-720		
Well Position	+N/-S	0.00 usft	Northing: 7,236,878.313 usft
	+E/-W	0.00 usft	Easting: 2,164,589.636 usft
Position Uncertainty	0.00 usft	Wellhead Elevation:	usft
		Latitude:	40° 10' 19.250 N
		Longitude:	109° 37' 26.519 W
		Ground Level:	4,919.00 usft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	2012/02/06	11.07	65.97	52,341

Design	Wellbore #1			
Audit Notes:				
Version:	1.0	Phase:	ACTUAL	Tie On Depth: 0.00
Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.00	0.00	0.00	157.49

Survey Program	Date	2012/02/16		
From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
900.00	8,200.00	Survey #1 (Wellbore #1)	MWD	MWD - Standard

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Tie-In / Assumed Vertical									
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00
First Sharewell Survey									
975.00	2.60	353.40	974.97	1.69	-0.20	-1.64	3.47	3.47	0.00
1,071.00	2.50	0.30	1,070.88	5.95	-0.43	-5.66	0.34	-0.10	7.19
1,166.00	2.20	359.80	1,165.80	9.84	-0.43	-9.26	0.32	-0.32	-0.53
1,261.00	2.10	4.20	1,260.73	13.40	-0.31	-12.50	0.20	-0.11	4.63
1,357.00	1.80	1.20	1,356.68	16.66	-0.15	-15.45	0.33	-0.31	-3.12
1,452.00	1.80	357.60	1,451.63	19.65	-0.18	-18.22	0.12	0.00	-3.79
1,548.00	1.70	4.30	1,547.59	22.57	-0.14	-20.90	0.24	-0.10	6.98
1,643.00	1.40	4.10	1,642.55	25.13	0.05	-23.20	0.32	-0.32	-0.21
1,738.00	1.20	359.00	1,737.53	27.29	0.12	-25.16	0.24	-0.21	-5.37

Sharewell Energy Services, LP
Survey Report



Company: Axia Energy
Project: Uintah Co., UT
Site: Sec.36-T7S-R20E
Well: Three Rivers #36-11-720
Wellbore: Wellbore #1
Design: Wellbore #1

Local Co-ordinate Reference: Well Three Rivers #36-11-720
TVD Reference: WELL @ 4936.00usft
MD Reference: WELL @ 4936.00usft
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 5000.1 Single User Db

Survey

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
1,834.00	1.20	1.70	1,833.50	29.30	0.13	-27.01	0.06	0.00	2.81
1,929.00	1.10	3.50	1,928.49	31.20	0.22	-28.74	0.11	-0.11	1.89
2,025.00	0.90	359.40	2,024.47	32.87	0.26	-30.27	0.22	-0.21	-4.27
2,121.00	0.60	9.60	2,120.46	34.12	0.34	-31.39	0.34	-0.31	10.62
2,215.00	0.60	25.30	2,214.46	35.05	0.63	-32.14	0.17	0.00	16.70
2,311.00	0.40	59.60	2,310.45	35.68	1.14	-32.53	0.37	-0.21	35.73
2,405.00	0.40	100.90	2,404.45	35.78	1.74	-32.39	0.30	0.00	43.94
2,501.00	0.40	126.80	2,500.45	35.52	2.34	-31.92	0.19	0.00	26.98
2,596.00	0.50	101.20	2,595.45	35.24	3.01	-31.40	0.23	0.11	-26.95
2,692.00	0.40	136.00	2,691.44	34.92	3.65	-30.86	0.30	-0.10	36.25
2,787.00	0.70	197.10	2,786.44	34.12	3.71	-30.10	0.65	0.32	64.32
2,882.00	0.90	209.50	2,881.43	32.92	3.18	-29.20	0.28	0.21	13.05
2,978.00	1.00	205.40	2,977.42	31.51	2.45	-28.17	0.13	0.10	-4.27
3,074.00	1.00	201.20	3,073.40	29.97	1.78	-27.00	0.08	0.00	-4.37
3,169.00	1.10	195.10	3,168.39	28.32	1.25	-25.68	0.16	0.11	-6.42
3,263.00	1.10	202.10	3,262.37	26.61	0.67	-24.32	0.14	0.00	7.45
3,359.00	1.50	198.40	3,358.35	24.56	-0.07	-22.72	0.43	0.42	-3.85
3,454.00	1.80	197.20	3,453.31	21.96	-0.91	-20.63	0.32	0.32	-1.26
3,549.00	2.10	196.10	3,548.25	18.86	-1.83	-18.12	0.32	0.32	-1.16
3,645.00	2.30	188.80	3,644.18	15.27	-2.61	-15.10	0.36	0.21	-7.60
3,740.00	1.00	200.30	3,739.14	12.60	-3.19	-12.87	1.41	-1.37	12.11
3,835.00	1.40	185.70	3,834.12	10.67	-3.59	-11.24	0.53	0.42	-15.37
3,931.00	1.80	172.00	3,930.08	8.01	-3.50	-8.74	0.57	0.42	-14.27
4,027.00	2.50	171.00	4,026.01	4.45	-2.96	-5.25	0.73	0.73	-1.04
4,123.00	2.90	174.50	4,121.91	-0.03	-2.40	-0.89	0.45	0.42	3.65
4,218.00	1.90	188.60	4,216.82	-3.98	-2.41	2.76	1.21	-1.05	14.84
4,313.00	1.30	170.00	4,311.79	-6.60	-2.46	5.16	0.83	-0.63	-19.58
4,409.00	1.80	169.40	4,407.75	-9.16	-1.99	7.70	0.52	0.52	-0.62
4,505.00	2.20	173.50	4,503.69	-12.47	-1.50	10.94	0.44	0.42	4.27
4,599.00	1.80	152.70	4,597.64	-15.57	-0.62	14.15	0.87	-0.43	-22.13
4,695.00	2.40	155.50	4,693.57	-18.74	0.90	17.66	0.63	0.62	2.92
4,791.00	2.40	158.90	4,789.49	-22.45	2.46	21.68	0.15	0.00	3.54
4,887.00	2.50	167.00	4,885.40	-26.36	3.65	25.75	0.38	0.10	8.44
4,982.00	2.30	134.30	4,980.32	-29.71	5.48	29.55	1.44	-0.21	-34.42
5,078.00	2.40	142.70	5,076.24	-32.66	8.08	33.26	0.37	0.10	8.75
5,173.00	2.70	160.60	5,171.15	-36.35	10.03	37.42	0.89	0.32	18.84
5,269.00	2.50	164.40	5,267.05	-40.50	11.34	41.76	0.27	-0.21	3.96
5,364.00	3.10	168.80	5,361.93	-45.01	12.40	46.33	0.67	0.63	4.63
5,460.00	2.30	178.90	5,457.83	-49.49	12.94	50.67	0.97	-0.83	10.52
5,556.00	1.80	194.50	5,553.77	-52.87	12.60	53.67	0.78	-0.52	16.25
5,651.00	0.80	132.70	5,648.74	-54.77	12.71	55.46	1.67	-1.05	-65.05
5,746.00	1.30	156.90	5,743.73	-56.21	13.62	57.14	0.69	0.53	25.47
5,841.00	2.30	165.90	5,838.68	-59.05	14.51	60.10	1.09	1.05	9.47
5,936.00	2.30	151.70	5,933.60	-62.58	15.88	63.89	0.60	0.00	-14.95
6,032.00	2.70	156.50	6,029.51	-66.34	17.69	68.06	0.47	0.42	5.00
6,127.00	3.30	159.20	6,124.38	-70.95	19.56	73.03	0.65	0.63	2.84
6,223.00	2.80	163.60	6,220.25	-75.79	21.20	78.13	0.57	-0.52	4.58
6,318.00	2.90	163.60	6,315.13	-80.32	22.53	82.82	0.11	0.11	0.00
6,414.00	3.20	129.00	6,411.00	-84.33	25.30	87.59	1.91	0.31	-36.04
6,509.00	3.10	161.70	6,505.86	-88.44	28.17	92.49	1.87	-0.11	34.42
6,605.00	2.50	172.50	6,601.75	-92.98	29.26	97.10	0.83	-0.62	11.25
6,699.00	1.10	154.00	6,695.70	-95.82	29.92	99.98	1.59	-1.49	-19.68
6,793.00	1.30	151.40	6,789.68	-97.57	30.83	101.94	0.22	0.21	-2.77
6,884.00	1.40	150.20	6,880.66	-99.44	31.87	104.07	0.11	0.11	-1.32

Sharewell Energy Services, LP
Survey Report



Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #36-11-720
Project:	Uintah Co., UT	TVD Reference:	WELL @ 4936.00usft
Site:	Sec.36-T7S-R20E	MD Reference:	WELL @ 4936.00usft
Well:	Three Rivers #36-11-720	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Wellbore #1	Database:	EDM 5000.1 Single User Db

Measured Depth (usft)	Inclination (°)	Azimuth (°)	Vertical Depth (usft)	+N/-S (usft)	+E/-W (usft)	Vertical Section (usft)	Dogleg Rate (°/100usft)	Build Rate (°/100usft)	Turn Rate (°/100usft)
6,980.00	1.70	131.00	6,976.62	-101.40	33.53	106.51	0.62	0.31	-20.00
7,079.00	2.30	136.60	7,075.56	-103.80	36.01	109.68	0.64	0.61	5.66
7,174.00	2.50	145.30	7,170.48	-106.89	38.49	113.48	0.44	0.21	9.16
7,273.00	2.40	141.00	7,269.39	-110.28	41.03	117.58	0.21	-0.10	-4.34
7,363.00	2.50	141.90	7,359.31	-113.29	43.43	121.28	0.12	0.11	1.00
7,458.00	2.90	142.00	7,454.20	-116.81	46.18	125.59	0.42	0.42	0.11
7,560.00	3.10	140.00	7,556.06	-120.96	49.54	130.71	0.22	0.20	-1.96
7,647.00	2.80	151.70	7,642.95	-124.63	52.06	135.07	0.77	-0.34	13.45
7,742.00	3.10	149.80	7,737.82	-128.89	54.46	139.92	0.33	0.32	-2.00
7,837.00	2.70	152.60	7,832.70	-133.10	56.78	144.70	0.45	-0.42	2.95
7,932.00	3.30	157.00	7,927.57	-137.60	58.88	149.66	0.68	0.63	4.63
8,026.00	3.50	164.00	8,021.40	-142.85	60.72	155.22	0.49	0.21	7.45
Last Sharewell Survey									
8,121.00	3.30	166.00	8,116.23	-148.29	62.19	160.80	0.24	-0.21	2.11
Proj. to TD									
8,200.00	3.30	166.00	8,195.10	-152.70	63.29	165.30	0.00	0.00	0.00

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N/-S (usft)	+E/-W (usft)	
900.00	900.00	0.00	0.00	Tie-In / Assumed Vertical
975.00	974.97	1.69	-0.20	First Sharewell Survey
8,121.00	8,116.23	-148.29	62.19	Last Sharewell Survey
8,200.00	8,195.10	-152.70	63.29	Proj. to TD

Checked By: _____ Approved By: _____ Date: _____

HALLIBURTON

**AXIA ENERGY LLC
1430 LARIMER ST STE 400
DENVER, Colorado**

Three Rivers 36-11-720

L&W 1

Post Job Summary Cement Production Casing

Date Prepared: February 21, 2012
Version: 1

Service Supervisor: MCKEE, RALPH

Submitted by: Charli A Brown

HALLIBURTON

HALLIBURTON

Wellbore Geometry

Job Tubulars					MD		Excess %	Shoe Joint Length ft
Type	Description	Size in	ID in	Wt lbm/ft	Top ft	Bottom ft		
Casing	9 5/8" Surface Casing	9.63	8.921	36.00	0.00	900.00		40.00
Open Hole Section	8 3/4" Open Hole		8.750		900.00	8,200.00	30.00	0.00
Casing	5 1/2" Production Casing	5.50	4.892	17.00	0.00	8,200.00		40.00

Pumping Schedule

Fluid #	Fluid Type	Fluid Name	Density lbm/gal	Avg Rate bbl/min	Volume
1	Spacer	Fresh Water	8.33	4.00	10.0 bbl
2	Spacer	SUPER FLUSH 101	10.00	4.00	20.0 bbl
3	Spacer	Fresh Water	8.33	4.00	10.0 bbl
4	Cement Slurry	Halliburton Light Premium	12.00	5.00	745.0 sacks
5	Spacer	Displacment Fluid	8.33	5.00	188.0 bbl

Fluids Pumped

Stage/Plug # 1 Fluid 1: Fresh Water
 FRESH WATER
 Fluid Density: 8.33 lbm/gal
 Fluid Volume: 10.00 bbl
 Pump Rate: 4.00 bbl/min

Stage/Plug # 1 Fluid 2: SUPER FLUSH 101
 SUPER FLUSH 101 - SBM (12199)
 Fluid Density: 10.00 lbm/gal
 Fluid Volume: 20.00 bbl
 Pump Rate: 4.00 bbl/min

Stage/Plug # 1 Fluid 3: Fresh Water
 FRESH WATER
 Fluid Density: 8.33 lbm/gal
 Fluid Volume: 10.00 bbl
 Pump Rate: 4.00 bbl/min

Stage/Plug # 1 Fluid 4: Halliburton Light Premium
 HALLIBURTON LIGHT PREMIUM - SBM (12311)
 0.125 lbm Poly-E-Flake
 Fluid Weight: 12.00 lbm/gal
 Slurry Yield: 2.31 ft³/sack
 Total Mixing Fluid: 13.00 Gal
 Volume: 745.0 sacks
 Calculated Fill: 5,500.00 ft
 Calculated Top of Fluid: 2,700.00 ft

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Stage/Plug # 1 Fluid 5: Displacement Fluid
FRESH WATER

Fluid Density: 8.33 lbm/gal
Fluid Volume: 188.00 bbl
Pump Rate: .00 bbl/min

Job Summary

Job Information

Job Start Date	2/17/2012 2:15:00 PM
Job MD	8,175.0 ft
Height of Plug Container/Swage Above Rig Floor	4.0 ft
Surface Temperature at Time of Job	48 degF
Time From End Mud Circ. to Job Start	30.00 minute
Pipe Movement During Cementing	None
Calculated Displacement	187.60 bbl
Job Displaced by (rig/halco)	Cement Unit HP Pumps

Cementing Equipment

Did Float Equipment Hold?	Yes
Plug set used?	Yes
Did Plugs Bump?	Yes
Calculated Pressure to Bump Plugs	1,408.0 psig

Service Supervisor Reports

Job Log

Date/Time	Activity Code	Pump Rate	Volume	Pressure (psig)	Comments
02/17/2012 08:00	Call Out				Crew called out for job.
02/17/2012 09:00	Pre-Convoy Safety Meeting				Met with crew to discuss the hazards of travel, convoy order, and route to destination.
02/17/2012 09:10	Depart from Service Center or Other Site				Entered into Journey Management. JUST LEAVING VERNAL RCM HAD BRAKE ISSUES, MAY BE LATE, CALLED MECHANIC AND CO-ORDINATOR
02/17/2012 12:00	Arrive at Location from Service Center				Ended Journey Management.
02/17/2012 12:05	Other				Met with company man to get numbers and verify information.

HALLIBURTON

Date/Time	Activity Code	Pump Rate	Volume	Pressure (psig)	Comments
02/17/2012 12:10	Other				RIG RUNNING CASING, 1/2 RACK LEFT
02/17/2012 12:15	Assessment Of Location Safety Meeting				Walked around location with crew to identify material locations (water, mud, etc), potential hazards for spotting equipment, and discussed equipment placement.
02/17/2012 12:25	Other				Spot Equipment
02/17/2012 12:35	Pre-Rig Up Safety Meeting				Discuss Safety and hazards.
02/17/2012 12:45	Rig-Up Equipment				Rig iron on the ground.
02/17/2012 13:45	Pre-Job Safety Meeting				
02/17/2012 14:17	Pump Water	2			FILL LINES WATER
02/17/2012 14:20	Pressure Test			5191.0	
02/17/2012 14:24	Pump Water	4		32.0	
02/17/2012 14:26	Pump Spacer	4		240.0	SUPERFLUSH
02/17/2012 14:34	Pump Water	4		225.0	
02/17/2012 14:39	Pump Cement	5		250.0	745 SKS. HALLIBURTON LIGHT PREM @ 12.0#, 2.31 Y, 13.0 GPS.
02/17/2012 15:58	Shutdown				DROP TOP PLUG
02/17/2012 16:00	Other				WASH PUMPS AND LINES
02/17/2012 16:03	Pump Displacement - Start	5		43.0	WATER
02/17/2012 16:41	Slow Rate	3	178	1280.0	
02/17/2012 16:44	Bump Plug	3		1290.0	PRESSURED UP TO 1900 PSI
02/17/2012 16:47	Check Floats			1900.0	FLOATS HELD / 1.5 BBL BACK
02/17/2012 16:50	End Job				
02/17/2012 16:55	Post-Job Safety Meeting (Pre Rig-Down)				
02/17/2012 17:05	Rig-Down Equipment				
02/17/2012 18:15	Safety Meeting - Departing Location				
02/17/2012 18:30	Crew Leave Location				
02/17/2012 18:30	Other				Thanks for using Halliburton!!!

The Road to Excellence Starts with Safety

Sold To #: 360716	Ship To #: 2908652	Quote #:	Sales Order #: 9291627
Customer: AXIA ENERGY LLC		Customer Rep: Peonio, Jess	
Well Name: Three Rivers	Well #: 36-11-720	API/UWI #: 43-047-51915	
Field:	City (SAP): VERNAL	County/Parish: Uintah	State: Utah
Legal Description: Section 36 Township 7S Range 20E			
Contractor: L&W		Rig/Platform Name/Num: #1	
Job Purpose: Cement Production Casing			
Well Type: Development Well		Job Type: Cement Production Casing	
Sales Person: COLLINS, JAMES		Srcv Supervisor: MCKEE, RALPH MBU ID Emp #: 259268	

Job Personnel

HES Emp Name	Exp Hrs	Emp #	HES Emp Name	Exp Hrs	Emp #	HES Emp Name	Exp Hrs	Emp #
LINDER, DAVID A.	6.5	506410	MCKEE, RALPH R	6.5	259268	PORTER, MICHAEL James	6.5	491145
SMITH, KC Hyrum	6.5	462378						

Equipment

HES Unit #	Distance-1 way						
10248059	60 mile	10574660C	60 mile	10804583	60 mile	10977066	60 mile
11041164	60 mile	11056349	60 mile	11259879	60 mile		

Job Hours

Date	On Location Hours	Operating Hours	Date	On Location Hours	Operating Hours	Date	On Location Hours	Operating Hours
2-17-2012	6.5	2.5						
TOTAL			<i>Total is the sum of each column separately</i>					

Job

Job Times

Formation Name	Top	Bottom	Called Out	Date	Time	Time Zone
Formation Depth (MD)			On Location	17 - Feb - 2012	08:00	MST
Form Type		BHST	Job Started	17 - Feb - 2012	12:00	MST
Job depth MD	8175. ft	Job Depth TVD	Job Completed	17 - Feb - 2012	14:15	MST
Water Depth		Wk Ht Above Floor	Departed Loc	17 - Feb - 2012	16:50	MST
Perforation Depth (MD)	From	To		17 - Feb - 2012	18:30	MST

Well Data

Description	New / Used	Max pressure psig	Size in	ID in	Weight lbf/ft	Thread	Grade	Top MD ft	Bottom MD ft	Top TVD ft	Bottom TVD ft
8 3/4" Open Hole				8.75				900.	8200.		
5 1/2" Production Casing	Unknow n		5.5	4.892	17.				8200.		
9 5/8" Surface Casing	Unknow n		9.625	8.921	36.			900.			

Sales/Rental/3rd Party (HES)

Description	Qty	Qty uom	Depth	Supplier
PLUG,CMTG, TOP, 5 1/2, HWE, 4.38 MIN/5.09 MA	1	EA		
TUF FIBER 594	75	LB		

Tools and Accessories

Type	Size	Qty	Make	Depth	Type	Size	Qty	Make	Depth	Type	Size	Qty	Make
Guide Shoe					Packer					Top Plug			
Float Shoe					Bridge Plug					Bottom Plug			
Float Collar					Retainer					SSR plug set			
Insert Float										Plug Container			
Stage Tool										Centralizers			

HALLIBURTON

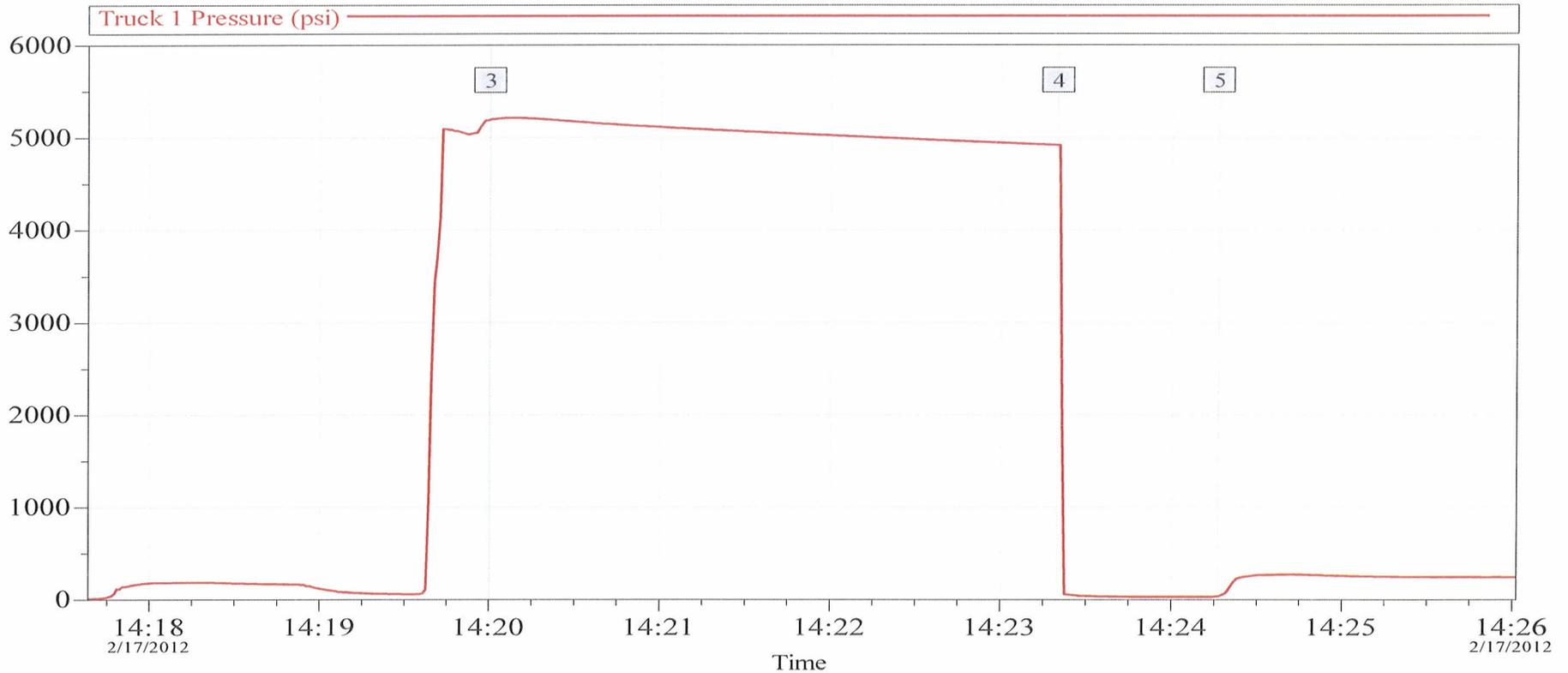
Cementing Job Summary

Miscellaneous Materials													
Gelling Agt		Conc		Surfactant		Conc		Acid Type		Qty		Conc	%
Treatment Fld		Conc		Inhibitor		Conc		Sand Type		Size		Qty	
Fluid Data													
Stage/Plug #: 1													
Fluid #	Stage Type	Fluid Name			Qty	Qty uom	Mixing Density lbm/gal	Yield ft ³ /sk	Mix Fluid Gal/sk	Rate bbl/min	Total Mix Fluid Gal/sk		
1	Fresh Water				10.00	bbl	8.33	.0	.0	.0			
2	SUPER FLUSH 101	SUPER FLUSH 101 - SBM (12199)			20.00	bbl	10.	2.55	50.84	.0			
3	Fresh Water				10.00	bbl	8.33	.0	.0	.0			
4	Halliburton Light Premium	HALLIBURTON LIGHT PREMIUM - SBM (12311)			745.0	sacks	12.	2.31	13.0		13.0		
	4 %	BENTONITE, BULK (100003682)											
	0.4 %	ECONOLITE (100001580)											
	0.2 %	HALAD(R)-322, 50 LB (100003646)											
	3 lbm	SILICALITE - COMPACTED, 50 LB SK (100012223)											
	0.8 %	HR-5, 50 LB SK (100005050)											
	0.125 lbm	POLY-E-FLAKE (101216940)											
	0.2 %	SUPER CBL, 50 LB PAIL (100003668)											
	13 Gal	FRESH WATER											
5	Displacement Fluid				188.00	bbl	8.33	.0	.0	.0			
Calculated Values		Pressures		Volumes									
Displacement	188.6	Shut In: Instant		Lost Returns	NO	Cement Slurry			Pad				
Top Of Cement	1384	5 Min		Cement Returns	0	Actual Displacement		188	Treatment				
Frac Gradient		15 Min		Spacers		Load and Breakdown			Total Job				
Rates													
Circulating		Mixing		5	Displacement		5	Avg. Job		5			
Cement Left In Pipe		Amount	40 ft	Reason	Shoe Joint								
Frac Ring # 1 @		ID		Frac ring # 2 @		ID		Frac Ring # 3 @		ID			
The Information Stated Herein Is Correct				Customer Representative Signature									

HALLIBURTON

Data Acquisition

Axia Energy Three Rivers 36-11-720 Production Pressure Test

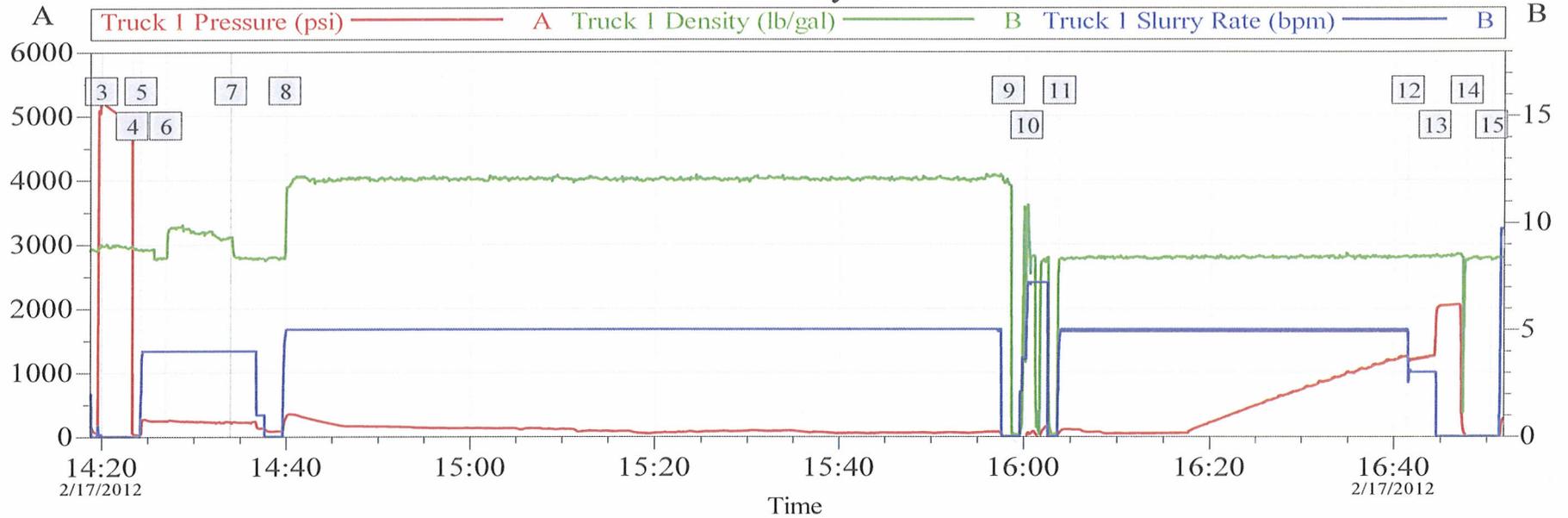


Global Event Log					
Intersection	PSI	Intersection	PSI	Intersection	PSI
3 PRESSURE TEST	14:20:01 5191	4 END PRESSURE TEST	14:23:20 4912	5 PUMP WATER	14:24:16 32.88

Customer: Axia Energy	Job Date: 17-Feb-2012	Sales Order #: 9262715
Well Description: Production	UWI: 43-047-51915	Elite #: 10574660
Service Supervisor: Ralph McKee	Service Operator: KC Smith	Service Leader: None

OptiCem v6.4.9
21-Feb-12 07:45

Axia Energy Three Rivers 36-11-720 Production Job Summary Chart



Global Event Log			
Intersection	PSI	Intersection	PSI
3 PRESSURE TEST	14:20:01 5191	4 END PRESSURE TEST	14:23:20 4912
5 PUMP WATER	14:24:16 32.88	6 SUPERFLUSH	14:26:58 239.0
7 WATER SPACER	14:34:00 222.9	8 PUMP CEMENT	14:39:52 248.8
9 SHUT DOWN / DROP TOP PLUG	15:58:16 -12.00	10 WASH PUMP & LINES	16:00:17 0.232
11 PUMP DISPLACEMENT	16:03:47 42.04	12 SLOW RATE	16:41:28 1244
13 LAND PLUG	16:44:23 1266	14 CHECK FLOATS	16:47:50 2.095
15 END JOB	16:50:30 -12.00		

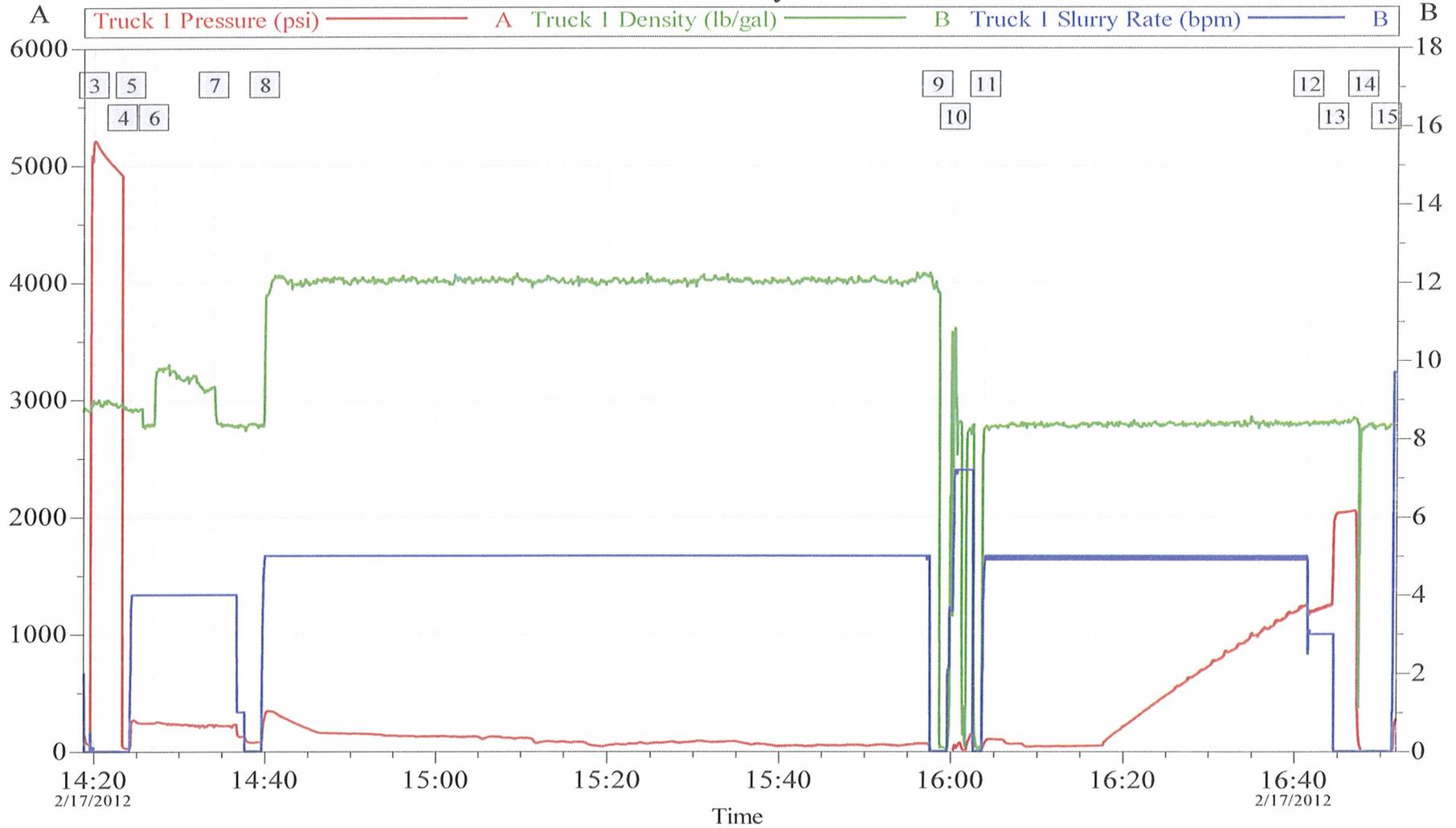
Customer: Axia Energy	Job Date: 17-Feb-2012	Sales Order #: 9262715
Well Description: Production	UWI: 43-047-51915	Elite #: 10574660
Service Supervisor: Ralph McKee	Service Operator: KC Smith	Service Leader: None

OptiCem v6.4.9
21-Feb-12 07:47

HALLIBURTON

Axia Energy Three Rivers 36-11-720 Production

Job Summary Chart



Customer: Axia Energy	Job Date: 17-Feb-2012	Sales Order #: 9262715
Well Description: Production	UWI: 43-047-51915	Elite #: 10574660
Service Supervisor: Ralph McKee	Service Operator: KC Smith	Service Leader: None

OptiCem v6.4.9
21-Feb-12 07:47

HALLIBURTON

Lab Data

Cementing Rockies, Vernal

LAB RESULTS - Primary

Job Information

Request/Slurry	214590/1	Rig Name		Date	15/FEB/2012
Submitted By	Charli Brown	Job Type	Production Casing	Bulk Plant	Vernal
Customer	Axia	Location	Roosevelt	Well	Three Rivers 36-11-720

Well Information

Casing/Liner Size	7"	Depth MD	8200 ft	BHST	160 F
Hole Size	8 3/4"	Depth TVD	8200 ft	BHCT	120 F

Drilling Fluid Information

Mud Supplier Name	Mud Trade Name	Density
-------------------	----------------	---------

Cement Information - Primary Design

Conc	UOM	Cement/Additive	Sample Type	Sample Date	Lot No.	Cement Properties		
100.00	% BWOC	Cement Blend	Bulk	Feb 15, 2012		Slurry Density	12.00	PPG
0.800	% BWOC	HR-5 (PB)	Bulk	Feb 15, 2012	SXC12Y -0353JP	Slurry Yield	2.31	ft3/sk
0.125	lb/sk	Pol-E-Flake	Bulk	Feb 15, 2012	2-2-2012	Water Requirement	13	GPS
		SUPER CBL	Bulk	Feb 15, 2012	11LO10 35 (68)	Total Mix Fluid	13	GPS
13.00	gal/sack	Field (Fresh) Water	Lab	Sep 14, 2011	9/14/11			

Operation Test Results Request ID 214590/1

Thickening Time, Request Test ID:2193104

Temp (°F)	Pressure (psi)	Reached in (min)	Start BC	30 Bc (hh:mm)	50 Bc (hh:mm)	70 Bc (hh:mm)	100 Bc (hh:mm)
120	5,033	42	7	03:18	03:46	03:54	04:03

Mixability (0 - 5) - 0 is not mixable, Request Test ID:2193105

Mixability rating (0 - 5)

5

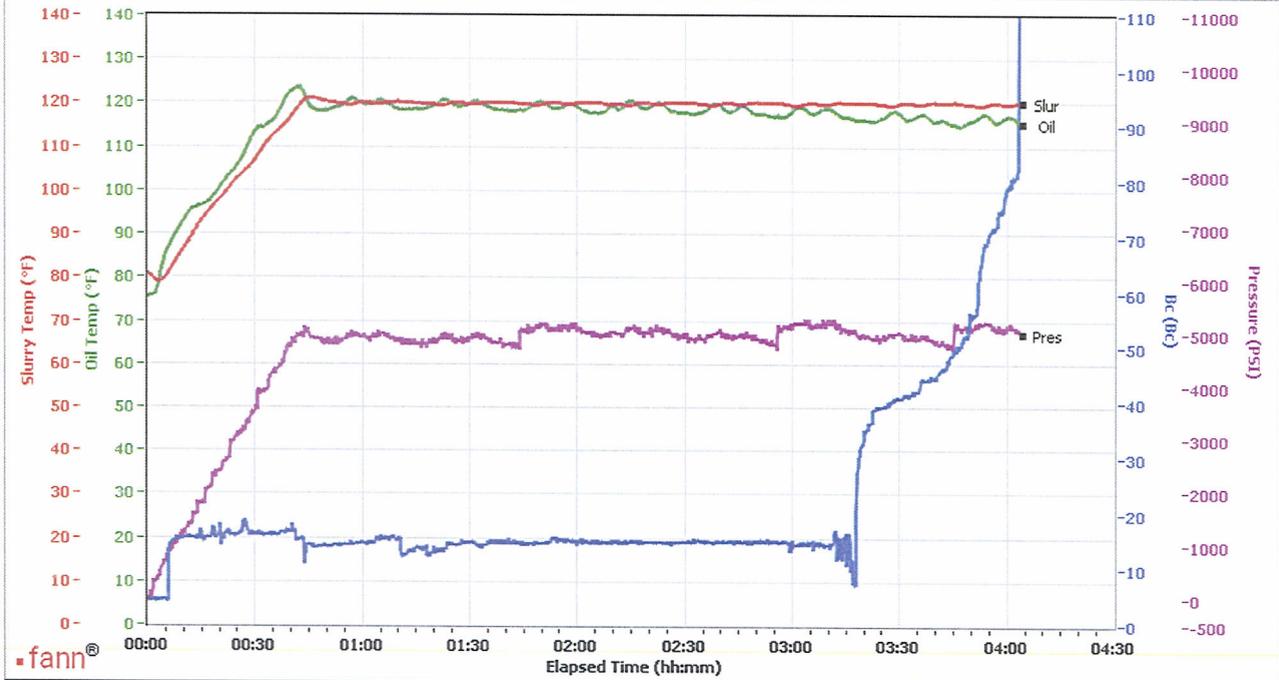
HALLIBURTON

VERNAL

Fields	Values
Project Name	HALLIBURTON
Test ID	214590-1
Request ID	HPHT #5
Tested by	D.O.
Customer	HALLIBURTON
Well No	36-11-720
Rig	
Casing/Liner Size	7

Fields	Values
Job Type	PRIMARY
Cement Type	G
Cement Weight	Light Weight
Test Date	02/16/12
Test Time	08:40 AM
Temp. Units	degF
Pressure Units	PSI
SW Version	2.0.1.1021

Events	Results
30.00 Bc	03h:18m
50.00 Bc	03h:46m
70.00 Bc	03h:54m
100.00 Bc	04h:03m
00h:30m	16.48
01h:00m	14.81
01h:30m	14.89
02h:00m	14.89



fann®

Data File Z:\HPHT Data Files\Vernal Consistometer #5\HALLIBURTON 214590-1.tdms

Comments 12 DEN, 2.31 YD

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		9. API NUMBER: 43047519150000
PHONE NUMBER: 720 746-5200 Ext		9. FIELD and POOL or WILDCAT: THREE RIVERS
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S		COUNTY: UINTAH
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/4/2013	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Prod gas into pipeline"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

In an effort to minimize gas flaring and venting within the Ouray National Wildlife Refuge, Axia Energy, LLC requests permission to tie in associated gas produced from oil production into a completed pipeline and use the gas between wells with common mineral ownership, to run production equipment and well facilities. With approval, this will minimize the gas flaring/venting within the Refuge (although the wells are within allowable limits of flaring/venting per UDOGM regulations.)

The SITLA mineral leases that are affected are ML-50510 and ML-49318. They share the same mineral owner (SITLA) and the gas will not be used off leases.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: October 07, 2013

By: *D. K. Quist*

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 7/3/2013	



Dustin Doucet <dustindoucet@utah.gov>

RE: FW: Utah Sundries - Produce and Use Gas

1 message

Jess Peonio <jpeonio@axiaenergy.com>

Wed, Aug 28, 2013 at 2:39 PM

To: Dustin Doucet <dustindoucet@utah.gov>

Cc: Taryn Frenzel <tfrenzel@axiaenergy.com>, Rick Satre <rsatre@axiaenergy.com>, Cindy Turner <cturner@axiaenergy.com>

Dustin:

To address Randy and your questions:

Currently, Axia Energy is not selling the gas, but rather flaring at well sites. To minimize the flaring, Axia proposes to utilize as much of the gas as possible with "use".

To address the gas measurement question:

Axia does meter and record individual gas from the wells. Usage is estimated based on manufacturer specs for use. The remainder is flared at a smokeless flare/combustor site. All leases in question produce more than the usage number, therefore there is no royalties to be paid at the current time as the leases state that royalties are to be paid if gas is used off lease.

Once QEP has tied into Axia's internal infrastructure, we will continue to measure individual well locations via meter, and also meter the inlet and outlet of our compression into QEP. Production will be allocated to the wells based on the well meters and royalties paid accordingly.

I hope this addresses your questions. Let me know if further clarification is necessary.

Thanks.

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

O: 720-746-5212; C: 303-349-6026

F: 720-746-5201; jpeonio@axiaenergy.com

From: Gxwlg#Grxfhw#p dbr=gxwlggrxfhwC xwdk#jry '#
Sent: Wkxwgd|/#Dxjxw#55/#5346#<=73#DP
To: Mhvv#Shrq#r
Subject: Iz g=#IZ #K wdk#N xqgulv#0 Surgx fh#dgg#K vh#J dv

Jess,

Not sure if I ever sent these questions our auditor had about your sundries you submitted on July 3rd or not. I went on vacation that day and I think I may have dropped the ball on getting these questions to you. Anyway we need to address these questions and then depending on the answers update the sundries. Probably the main issue is are these wells being metered separately before going into the common line and if not how is allocation done back to the each well. Also are there different royalty owners etc. in the two leases? See Randy's questions below and let me know. Thanks.

Dustin

----- Forwarded message -----

From: **Randy Thackeray** <randythackeray@utah.gov>
Date: Tue, Jul 2, 2013 at 6:58 AM
Subject: Re: FW: Utah Sundries - Produce and Use Gas
To: Dustin Doucet <dustindoucet@utah.gov>

If the gas is used across all well sites, how is the gas measured for production, used, transported, flared, etc? Is an estimated volume used for each well? Is there an allocation method used in reporting? Do they have a schematic of the system, tie-in points, sales points, flare points, etc.? A main concern is how they know how much each well site is using and if we should require a method similar to Newfield's for correct volume of gas transported off site.

On Mon, Jul 1, 2013 at 2:46 PM, Dustin Doucet <dustindoucet@utah.gov> wrote:

Any issue with this? We discussed this last week I think. Take a look and let me know what you think.

----- Forwarded message -----

From: **Jess Peonio** <jpeonio@axiaenergy.com>
Date: Mon, Jul 1, 2013 at 12:45 PM
Subject: FW: Utah Sundries - Produce and Use Gas
To: "Dustin Doucet (dustindoucet@utah.gov)" <dustindoucet@utah.gov>
Cc: Cindy Turner <cturner@axiaenergy.com>

Dustin:

Please take a look at the attached. Is this what you were looking for concerning tying in wells with the same mineral owner and utilizing that gas on lease?

The second page will have which wells are affected and list them and their API #'s.

Just want to make sure this is what you were requesting prior to submitting electronically.

Thanks,

Jess

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

O: 720-746-5212; C: 303-349-6026

F: 720-746-5201; jpeonio@axiaenergy.com

From: Fbg|#Wxqhu#
Sent: Z hgqhvqd|#Mxqh#59/#5346#; =89#DP
To: Mvv#ShrqLr
Cc: Eu|fn#Krgju
Subject: Xwdk#Vxqguhv#0 Surgxfh#lqg#Kvh#Jdv
Importance: Kijk

Jess, If this looks ok, we will send to the State Today.

Anyway, let me know. Do I need to send a copy of the sundries to Lavonne Garrison @ SITLA.

Thanks,

Cindy Turner

AXIA ENERGY, LLC

1430 Larimer Street

Suite 400

Denver, CO 80202

Phone: 720-746-5209

Cell: 303-328-8613

cturner@axiaenergy.com

From: Mxv#Shrq|r#
Sent: Wxhvgd|/Mxqh#58/#5346#7=49#SP
To: Eujfh#K r@jhu>#F lq| #Wxuqhu
Subject: Xwdk#v xqgu|

Need to submit a sundry to the State of Utah with the following fields:

1. Oil Well
 4. NA
 5. ML-50510 & ML-49318
 8. See below
 9. See below
 11. Other – see below

12. Axia Energy, LLC, in an effort to minimize gas flaring and venting within the Ouray National Wildlife Refuge, requests permission to tie in associated gas produced from oil production on the below wells into a completed pipeline and utilize the gas between wells to run production equipment and well facilities. With approval, this will minimize gas flaring/venting within the Refuge (although the wells are within allowable limits of flaring/venting per UDOGM regulations). The SITLA mineral leases that are affected are ML-50510 & ML-49318, share the same mineral owner (SITLA) and the gas will not be utilized off lease.

Three Rivers #36-31-720 (API #.....)
Three Rivers #36-11-720 (API #....)
Three Rivers #36-23-720 (API #.....)
Three Rivers #2-51-820 (API #.....)
Three Rivers #2-33-820 (API #.....)
Three Rivers #2-11-820 (API #.....)
Three Rivers #2-13-820 (API #.....)
Three Rivers #2-23-820 (API #.....)
Three Rivers #2-15-820 (API #.....)

Bryce – add the API #'s above for each well.

Please send to me for review prior to sending to the State.

Thanks.

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

O: [720-746-5212](tel:720-746-5212); C: [303-349-6026](tel:303-349-6026)

F: [720-746-5201](tel:720-746-5201); jpeonio@axiaenergy.com

--

Dustin K. Doucet

Petroleum Engineer

Division of Oil, Gas and Mining

1594 West North Temple, Ste 1210

Salt Lake City, Utah 84116

801.538.5281 (ofc)

801.359.3940 (fax)

web: www.ogm.utah.gov

--

Dustin K. Doucet

Petroleum Engineer

Division of Oil, Gas and Mining

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Salt Lake City, Utah 84116

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801.359.3940 (fax)

web: www.ogm.utah.gov

Attachment to Sundry for Ouray Refuge
LEASES ML-50510 & ML-49318

WELL NAME	API NUMBER
Three Rivers 36-31-720	430475269700
Three Rivers 36-11-720	430475191500
Three Rivers 36-23-720	430475273300
Three Rivers 02-51-820	430475268500
Three Rivers 02-33-820	430475327300
Three Rivers 02-11-820	430475193600
Three Rivers 02-13-820	430475268700
Three Rivers 02-23-820	430475268800
Three Rivers 02-15-820	430475268900

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
1. TYPE OF WELL Oil Well	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
2. NAME OF OPERATOR: AXIA ENERGY LLC	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: 720 746-5200 Ext	8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S	9. API NUMBER: 43047519150000
	9. FIELD and POOL or WILDCAT: THREE RIVERS
	COUNTY: UINTAH
	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/1/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="Central Tank Facility"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

NEW CENTRAL TANK FACILITY: Three Rivers CTB ST ML-50510 See Attached for Proposal and Allocation Diagram

Approved by the Utah Division of Oil, Gas and Mining
Date: October 08, 2013
By: D. K. Quist

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 9/11/2013	

AXIA THREE RIVERS CENTRAL TANK FACILITY

Axia Energy, LLC submits the following documentation as follow-up to verbal and email approval to commingle certain wells with common interests per attached diagram.

Allocation Proposal:

Each well that comes on will be set-up and plumbed individually with (2) 500 bbl oil tanks and (1) 500 bbl water tank for each producing well.

When production on a well basis exceeds current individual well storage, production would be gauged and an internal run ticket would be generated. The oil would then be shipped to the centralized tank facilities per attached allocation diagram.

Oil Sales from Centralized Storage Facility would be allocated back to the applicable well on a first in-first out basis and quantity would be based on the run ticket generated when the oil is sold to oil purchaser.

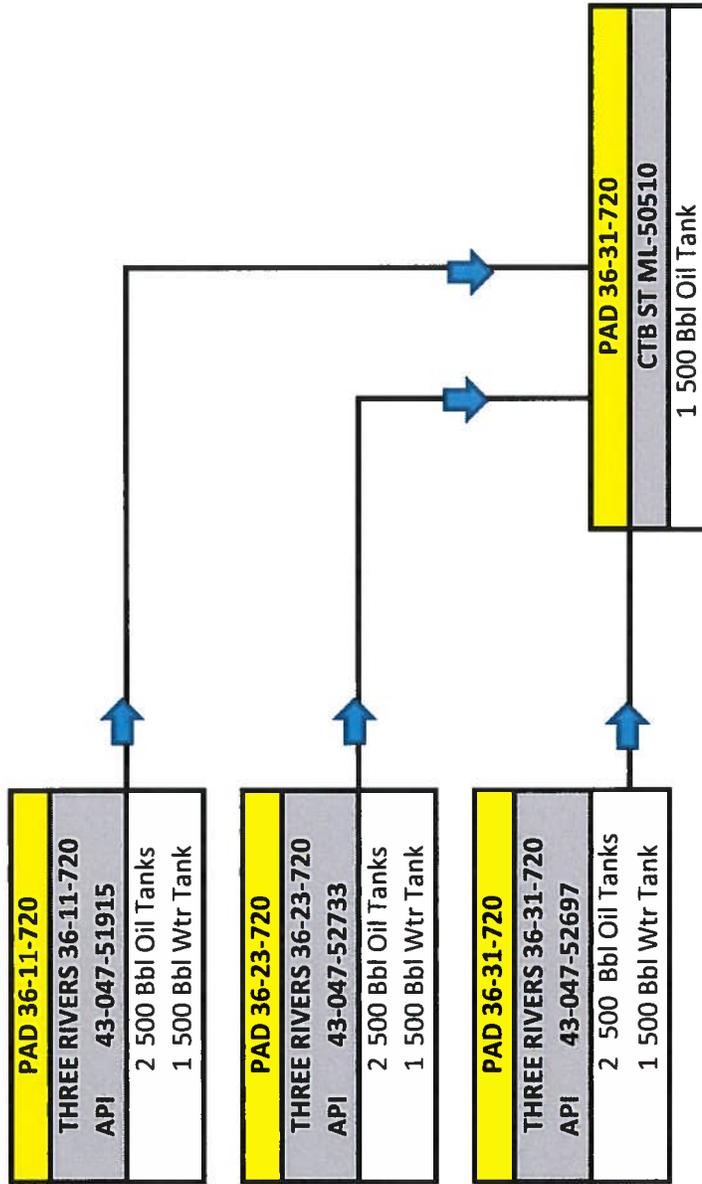
Proposed centralized storage facilities are set up by State or Federal lease number, or in the case of Fee wells, by common interest.

Reporting Requirements:

- When oil is transferred to the central tank battery from a well location, the volume will appear on Form 11 (Monthly Disposition Report) as transported volume for the applicable entity location.
- A Form 12 (Transfer of Oil) for the volume going to the CTB will be prepared with any applicable internal run tickets attached.

EFFECTIVE DATE: October 1, 2013

NAME: THREE RIVERS CTB ST ML-50510
DESC: THREE RIVERS WELLS IN SECTION 36 OF TOWNSHIP 7S-RNG 20E THAT CAN FLOW TO CENTRAL TANK BATTERY
 BASED ON COMMON INTEREST/LEASE NO
LEASE: STATE LEASE ML-50510



When well tanks get full and we are unable to sell, we would move the oil to the central facility for storage/sales using an internal run ticket. Sales from the Central Tank Battery would be allocated back to the wells on a first in - first out basis.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50510
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: ULTRA RESOURCES INC		8. WELL NAME and NUMBER: THREE RIVERS 36-11-720
3. ADDRESS OF OPERATOR: 304 Inverness Way South #245 , Englewood, CO, 80112		9. API NUMBER: 43047519150000
PHONE NUMBER: 303 645-9810 Ext		9. FIELD and POOL or WILDCAT: THREE RIVERS
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0805 FNL 0601 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWNW Section: 36 Township: 07.0S Range: 20.0E Meridian: S		COUNTY: UINTAH
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/7/2012	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

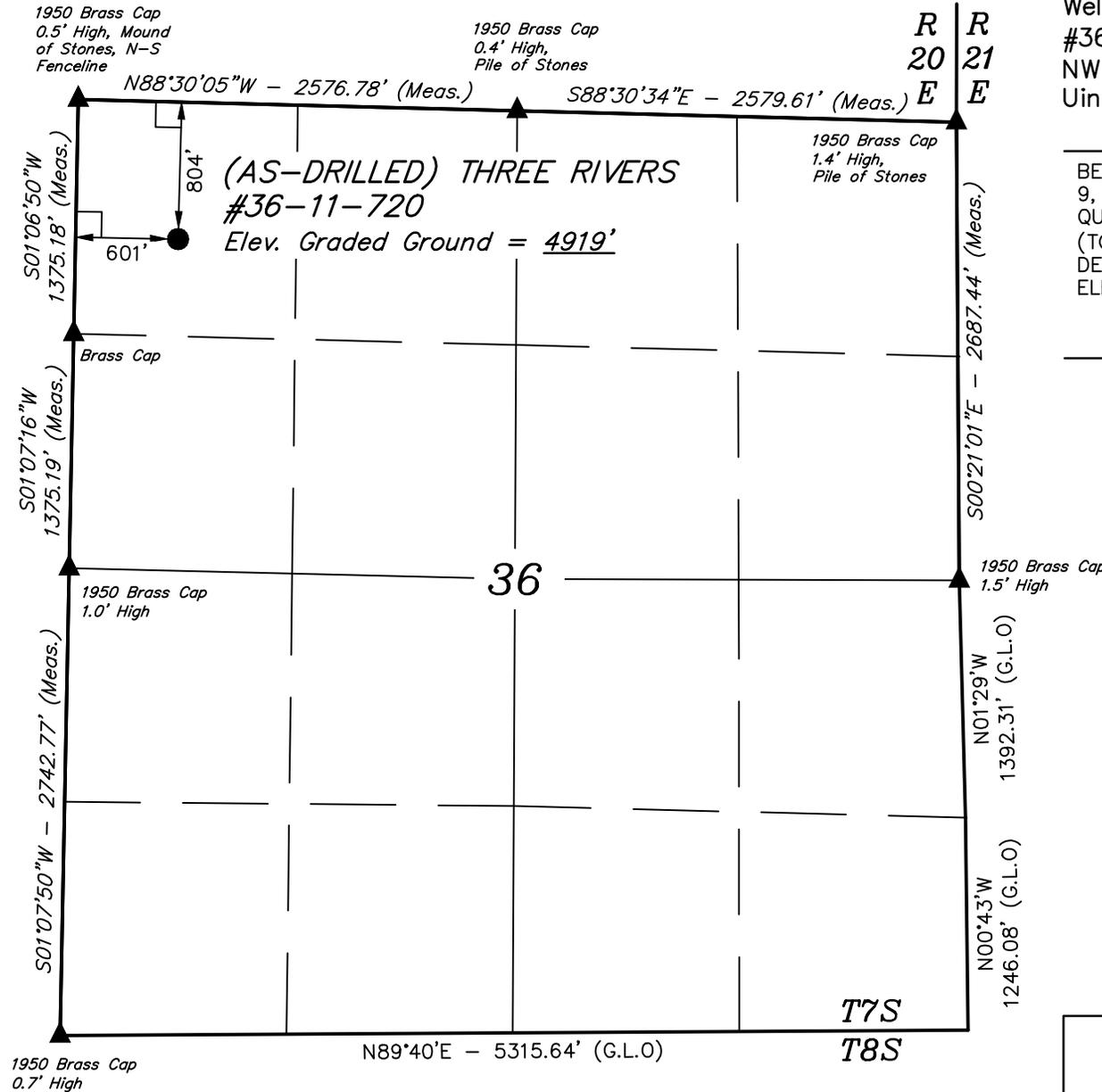
Ultra requests to update the SHL per As-Drilled plat attached.

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
March 11, 2014**

NAME (PLEASE PRINT) Jenna Anderson	PHONE NUMBER 303 645-9804	TITLE Permitting Assistant
SIGNATURE N/A	DATE 3/10/2014	

T7S, R20E, S.L.B.&M.

ULTRA RESOURCES, INC.



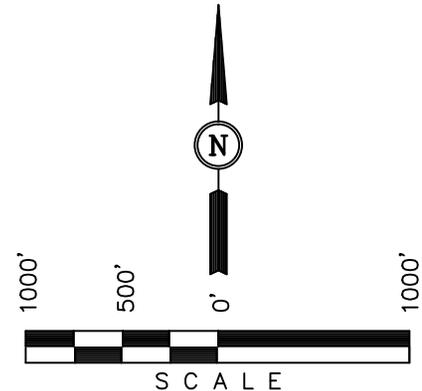
Well location, (AS-DRILLED) THREE RIVERS #36-11-720, located as shown in the NW 1/4 NW 1/4 of Section 36, T7S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

[Signature]
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
03-05-14

LEGEND:

- └─┘ = 90° SYMBOL
- = AS-DRILLED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

NAD 83 (AS-DRILLED SURFACE LOCATION)
LATITUDE = 40°10'19.25" (40.172014)
LONGITUDE = 109°37'26.52" (109.624033)

UINTAH ENGINEERING & LAND SURVEYING		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 02-24-14	DATE DRAWN: 03-04-14
PARTY C.A. N.F. S.S.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE ULTRA RESOURCES, INC.	

ULTRA RESOURCES, INC.

LOCATION LAYOUT FOR
THREE RIVERS #36-11-720
SECTION 36, T7S, R20E, S.L.B.&M.
804' FNL 601' FWL

FIGURE #1

SCALE: 1" = 50'
DATE: 03-04-14
DRAWN BY: S.S.

