

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>						<b>1. WELL NAME and NUMBER</b> Three Rivers 34-31-720					
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						<b>3. FIELD OR WILDCAT</b> WILDCAT					
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO						<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>					
<b>6. NAME OF OPERATOR</b> AXIA ENERGY LLC						<b>7. OPERATOR PHONE</b> 720 746-5200					
<b>8. ADDRESS OF OPERATOR</b> 1430 Larimer Ste 400, Denver, CO, 80202						<b>9. OPERATOR E-MAIL</b> rsatre@axiaenergy.com					
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> Patented			<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>					
<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> Kenneth and Karen Winder						<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 435-722-3823					
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 813 North Canyon View, Roosevelt, UT 84066						<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>					
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>			<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			<b>19. SLANT</b> VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>					
<b>20. LOCATION OF WELL</b>		<b>FOOTAGES</b>		<b>QTR-QTR</b>	<b>SECTION</b>	<b>TOWNSHIP</b>	<b>RANGE</b>	<b>MERIDIAN</b>			
LOCATION AT SURFACE		660 FNL 1980 FEL		NWNE	34	7.0 S	20.0 E	S			
Top of Uppermost Producing Zone		660 FNL 1980 FEL		NWNE	34	7.0 S	20.0 E	S			
At Total Depth		660 FNL 1980 FEL		NWNE	34	7.0 S	20.0 E	S			
<b>21. COUNTY</b> UINTAH			<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 660			<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 40					
			<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 0			<b>26. PROPOSED DEPTH</b> MD: 9028 TVD: 9028					
<b>27. ELEVATION - GROUND LEVEL</b> 4782			<b>28. BOND NUMBER</b> LPM9046682			<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 49-2262					
<b>Hole, Casing, and Cement Information</b>											
<b>String</b>	<b>Hole Size</b>	<b>Casing Size</b>	<b>Length</b>	<b>Weight</b>	<b>Grade &amp; Thread</b>	<b>Max Mud Wt.</b>	<b>Cement</b>	<b>Sacks</b>	<b>Yield</b>	<b>Weight</b>	
SURF	12.25	9.625	0 - 950	36.0	J-55 LT&C	8.7	Class G	345	1.17	15.8	
PROD	7.875	5.5	0 - 9028	17.0	N-80 LT&C	9.2	Premium Lite High Strength	285	3.53	11.0	
							50/50 Poz	1003	1.24	14.3	
<b>ATTACHMENTS</b>											
<b>VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES</b>											
<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						
<b>NAME</b> Don Hamilton			<b>TITLE</b> Permitting Agent (Buys & Associates, Inc)				<b>PHONE</b> 435 719-2018				
<b>SIGNATURE</b>			<b>DATE</b> 09/20/2011				<b>EMAIL</b> starpoint@etv.net				
<b>API NUMBER ASSIGNED</b> 43047520120000			<b>APPROVAL</b>   Permit Manager								

**DRILLING PLAN**

**Axia Energy**  
**Three Rivers #34-31-720**  
**NWNE Sec 34 T7S R20E**  
**Uintah County, Utah**

**1. ESTIMATED FORMATION TOPS**

FORMATION	TOP	COMMENTS
Uinta	Surface	Possible H <sub>2</sub> O
Green River	3,233'	Degraded Oil & Associated Gas w/ H <sub>2</sub> O
Lwr Green River-G Gulch*	5,188'	Oil & Associated Gas
Wasatch*	7,053'	Oil & Associated Gas
TD	9,028' (MD) 9,028' (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,782'; 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"	950'	9 5/8"	36#	J-55	LTC	0.0773
PRODUCTION	7 7/8"	9,028'	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: 1<sup>st</sup> 4 Joints: every joint  
 Remainder: every third joint

**PRODUCTION (5 1/2):** Float Shoe, 1 JNT Casing, Float Collar  
 Centralizers: 1<sup>st</sup> 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: 345 sacks Class G Cement + 0.027% bwoc Static Free + 2%  
 bwoc Calcium Chloride + 0.25 lbs/sack  
 Cello Flake + 44.3% Fresh Water

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: 285 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: 1003 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.

<b>INTERVAL</b>	<b>BOP EQUIPMENT</b>
0 – 950'	13 5/8 Diverter with Rotating Head
950' – 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.

<b>INTERVAL</b>	<b>MUD WGHT</b>	<b>VISC</b>	<b>FLUID LOSS</b>	<b>COMMENTS</b>
SURF – 950' ±	8.4 – 8.7 ppg	32	NC	Spud Mud
950' – 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 3,909 psi (normal pressure gradient: 0.433 psi/ft).
  - Estimated maximum surface pressure will be approximately 1,923 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B)** No hydrogen sulfide is anticipated.

<b>INTERVAL</b>	<b>CONDITION</b>
SURF – 950'	Lost Circulation Possible
950' – 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.

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

**AXIA ENERGY**

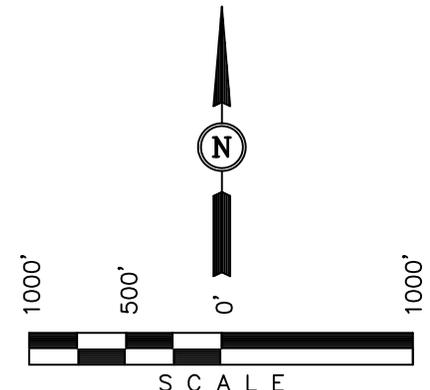
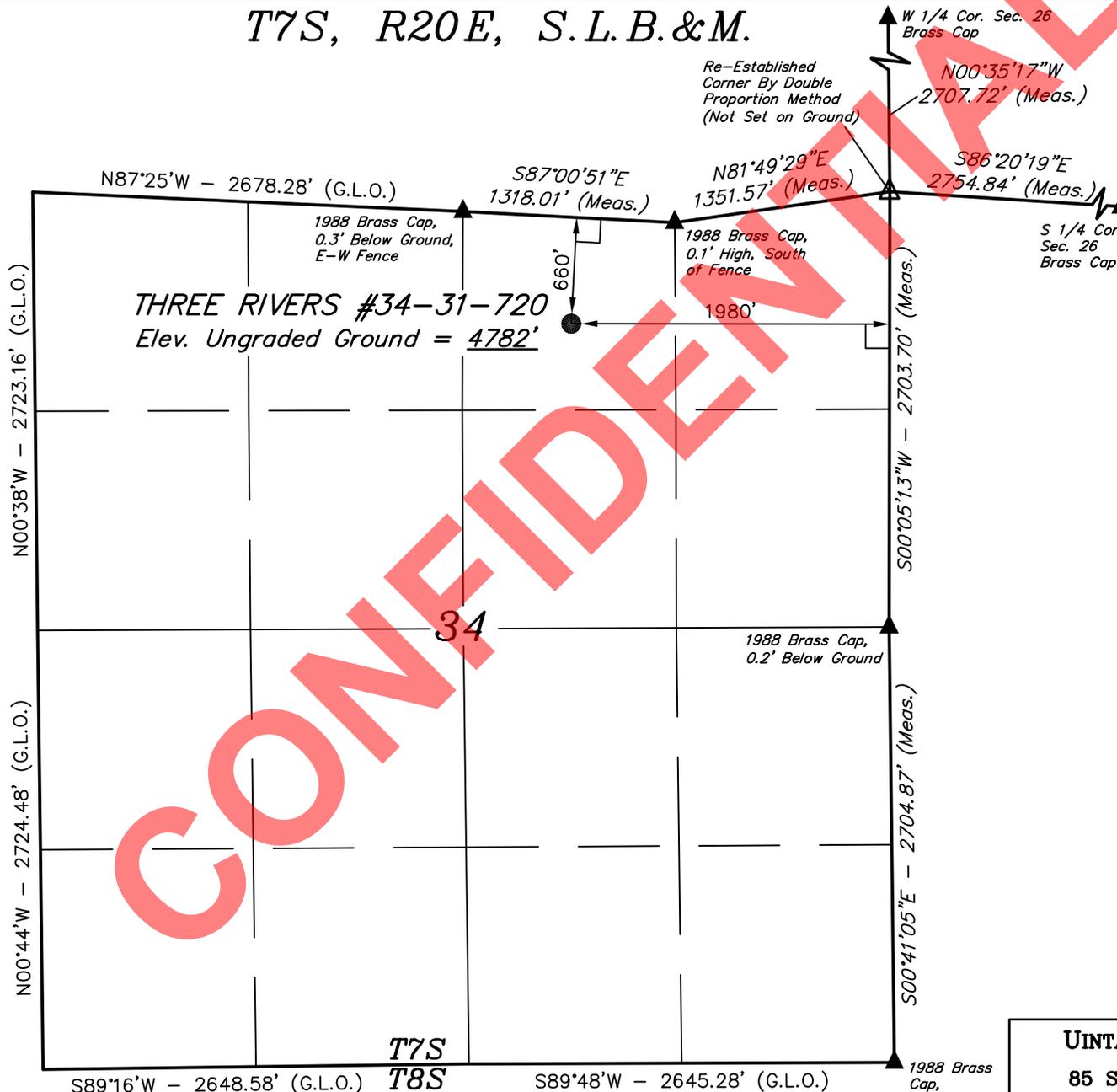
Well location, THREE RIVERS  
**#34-31-720**, located as shown in the  
 NW 1/4 NE 1/4 of Section 34, T7S,  
 R20E, S.L.B.&M., Uintah County, Utah.

**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.

*Robert L. Kay*  
**ROBERT L. KAY**  
 REGISTERED LAND SURVEYOR  
 REGISTRATION NO. 161319  
 STATE OF UTAH  
 09-15-11

<b>UINTAH ENGINEERING &amp; LAND SURVEYING</b>		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 09-06-11	DATE DRAWN: 09-14-11
PARTY B.B. V.G. K.O.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE AXIA ENERGY	

**LEGEND:**

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED.  
(Not Set on Ground.)

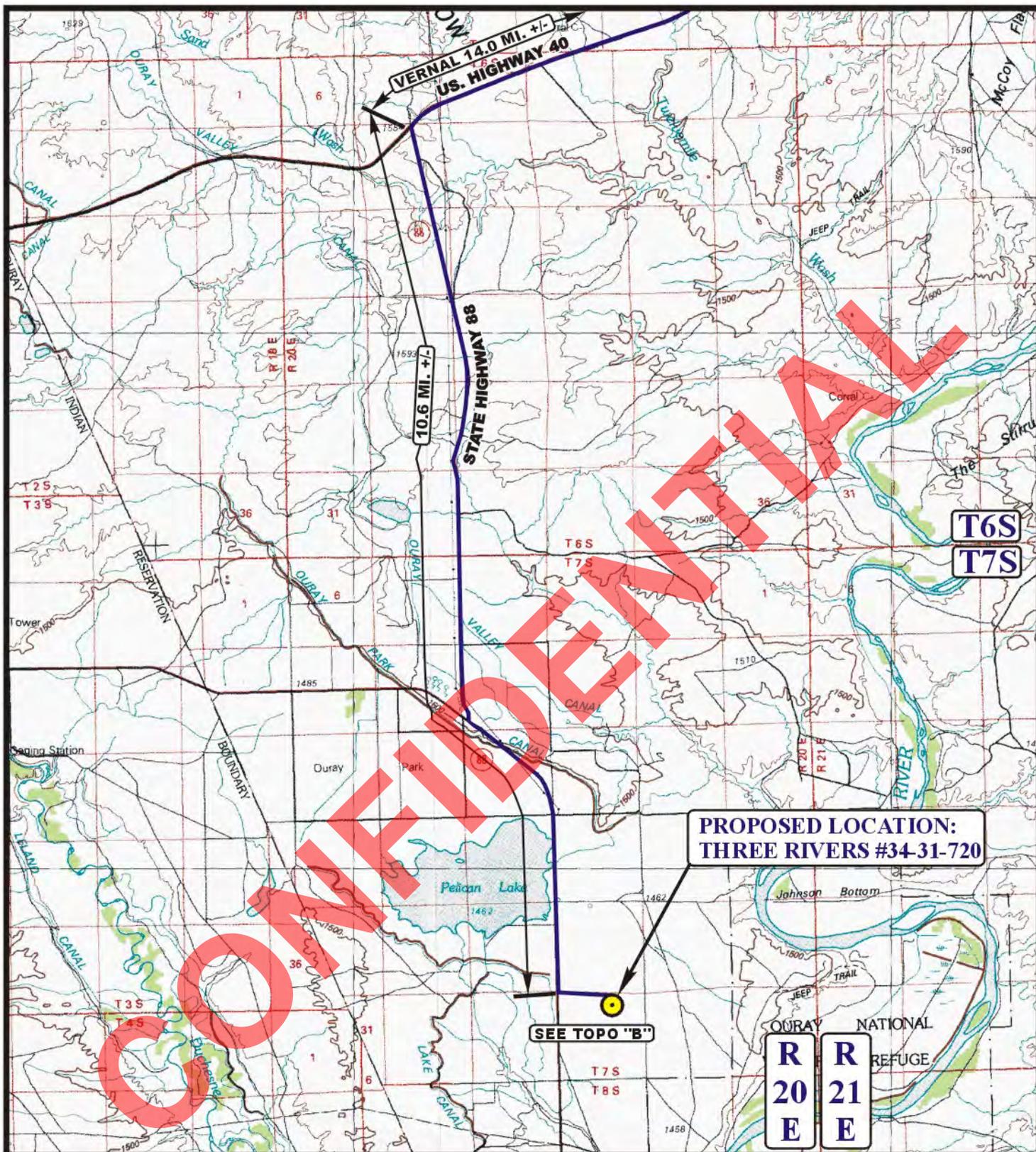
(NAD 83)  
 LATITUDE = 40°10'18.27" (40.171742)  
 LONGITUDE = 109°39'09.10" (109.652528)  
 (NAD 27)  
 LATITUDE = 40°10'18.41" (40.171781)  
 LONGITUDE = 109°39'06.60" (109.651833)

AXIA ENERGY  
THREE RIVERS #34-31-720  
SECTION 34, 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 10.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE EAST, TURN LEFT AND PROCEED IN AN EASTERLY DIRECTIONS APPROXIMATELY 0.6 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE SOUTH; FOLLOW ROAD FLAGS IN A SOUTHERLY DIRECTION APPROXIMATELY 429' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 25.2 MILES.

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**PROPOSED LOCATION:  
THREE RIVERS #34-31-720**

**SEE TOPO "B"**

**LEGEND:**

 **PROPOSED LOCATION**

**AXIA ENERGY**

**THREE RIVERS #34-31-720  
SECTION 34, T7S, R20E, S.L.B.&M.  
660' FNL 1980' FEL**



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

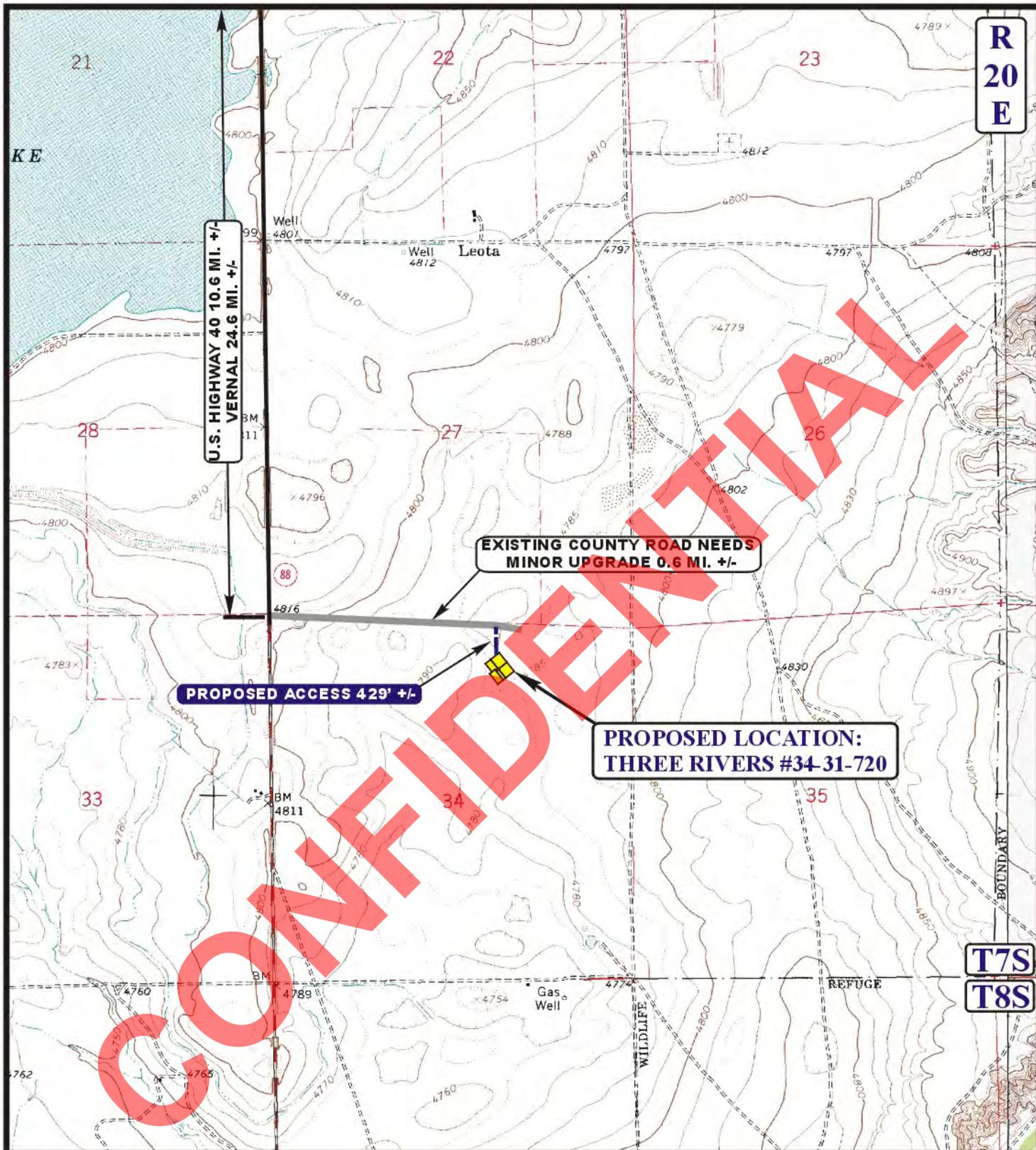


**ACCESS ROAD  
MAP**

**09 07 11**  
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: B.D.H. REVISED: 00-00-00





**LEGEND:**

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING COUNTY ROAD
-  NEEDS UPGRADED

**AXIA ENERGY**

**THREE RIVERS #34-31-720**  
**SECTION 34, T7S, R20E, S.L.B.&M.**  
**660' FNL 1980' FEL**



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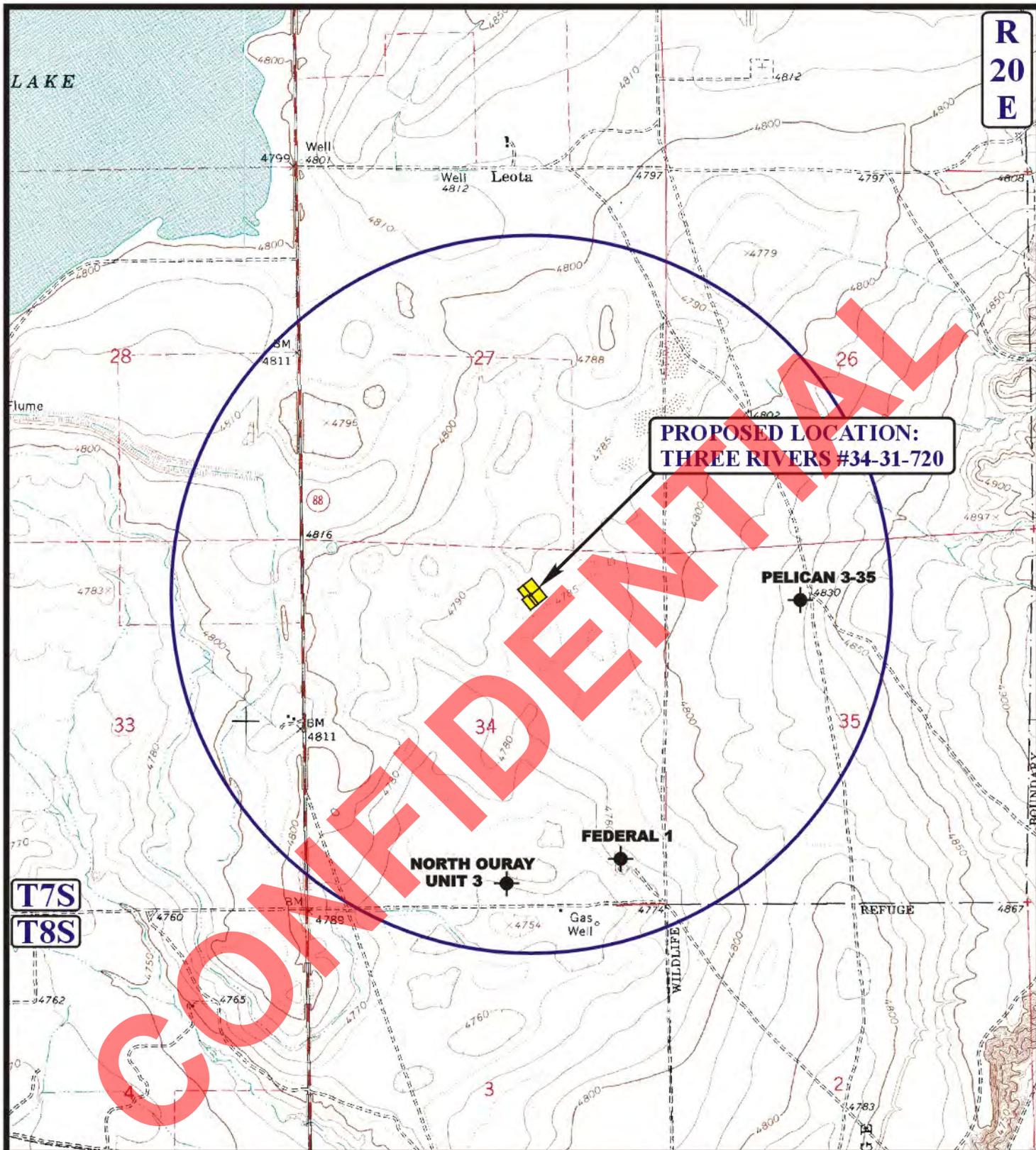


**ACCESS ROAD**  
**MAP**

**09 07 11**  
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: B.D.H. REVISED: 00-00-00





**LEGEND:**

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

**AXIA ENERGY**

**THREE RIVERS #34-31-720  
SECTION 34, T7S, R20E, S.L.B.&M.  
660' FNL 1980' FEL**



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85 South 200 East Vernal, Utah 84078  
(435) 789-1017 \* FAX (435) 789-1813



**TOPOGRAPHIC MAP** 09 07 11  
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: B.D.H. REVISED: 00-00-00



**AFFIDAVIT OF SURFACE USE AND GRANT OF EASEMENT**

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 has on file a signed Surface Use and Grant of Easement for lands located in Uintah County as follows:

**TOWNSHIP 7 SOUTH, RANGE 20 EAST, SLM**

Section 34: NW4NE4, N2N2SW4NE4

Containing 50 acres, more or less, Uintah County, Utah

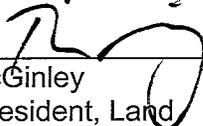
Land Owner: Kenneth and Kareen Winder, Trustees of the Winder Family Living Trust, dated 08-22-2003

THEREFORE, Axia is filing this Affidavit of record in the Records of Uintah County, Utah to **provide constructive notice to the public** and that any inquiries or emergencies that may occur, which require immediate notification and handling by Axia should be directed to:

AXIA ENERGY, LLC  
1430 Larimer Street  
Suite 400  
Denver, CO 80202  
Main Phone: 720-746-5200  
Emergency Phone: 1-800-474-2430

Further Affiant sayeth not.

Subscribed and sworn to before me this 19th day of September, 2011.

  
\_\_\_\_\_  
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 19TH day of SEPTEMBER, 2011.

  
\_\_\_\_\_  
Cindy J. Turner  
Notary Public

Notary Seal:

**Cindy J. Turner**  
**Notary Public**  
**State of Colorado**  
**My Commission Expires 06/04/2013**

**CONFIDENTIAL**

# BOP Equipment

3000psi WP

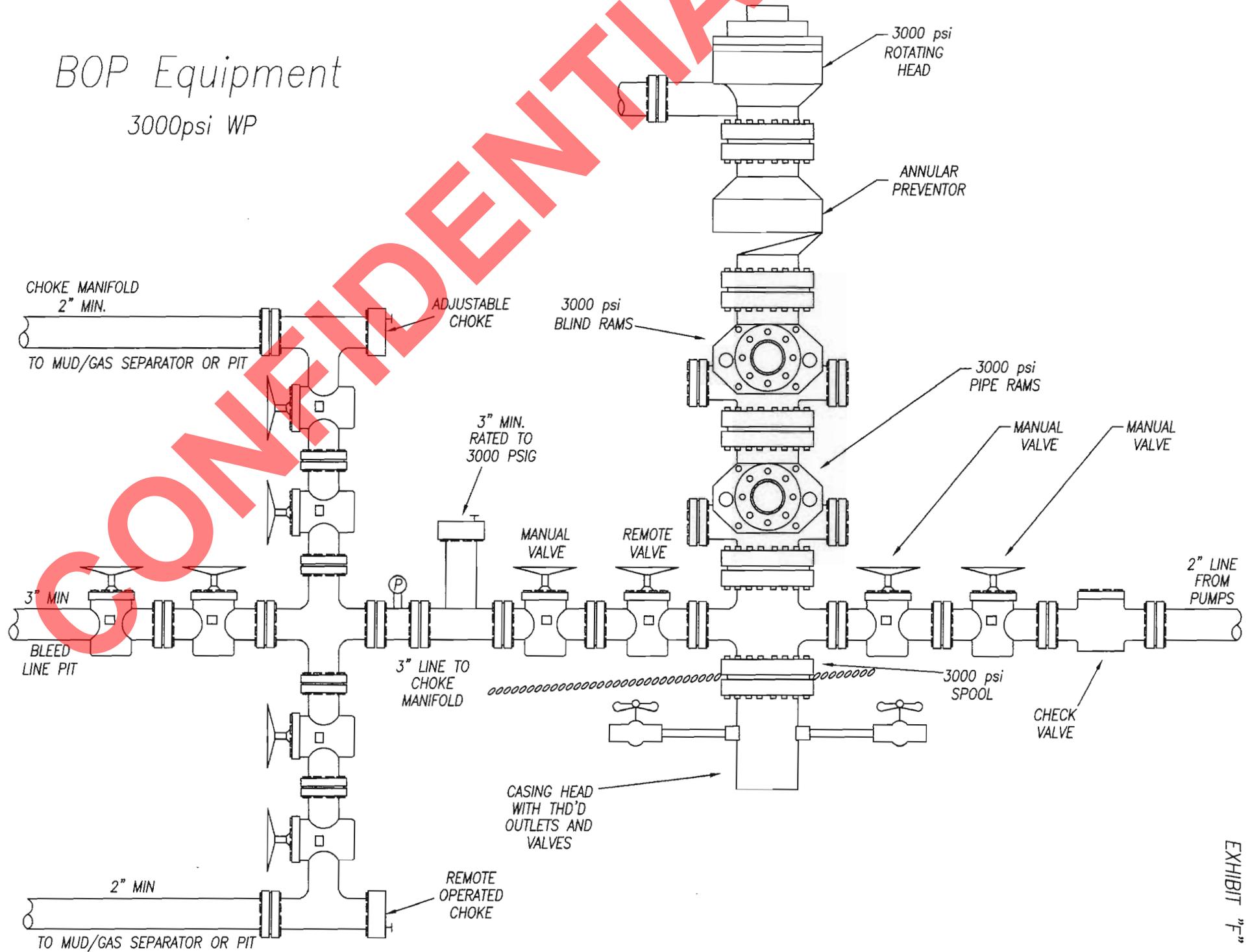


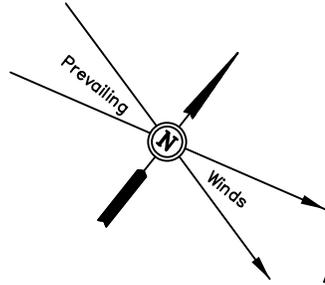
EXHIBIT "F"

**AXIA ENERGY**

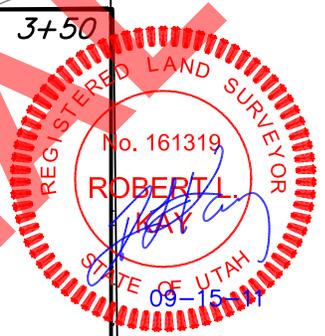
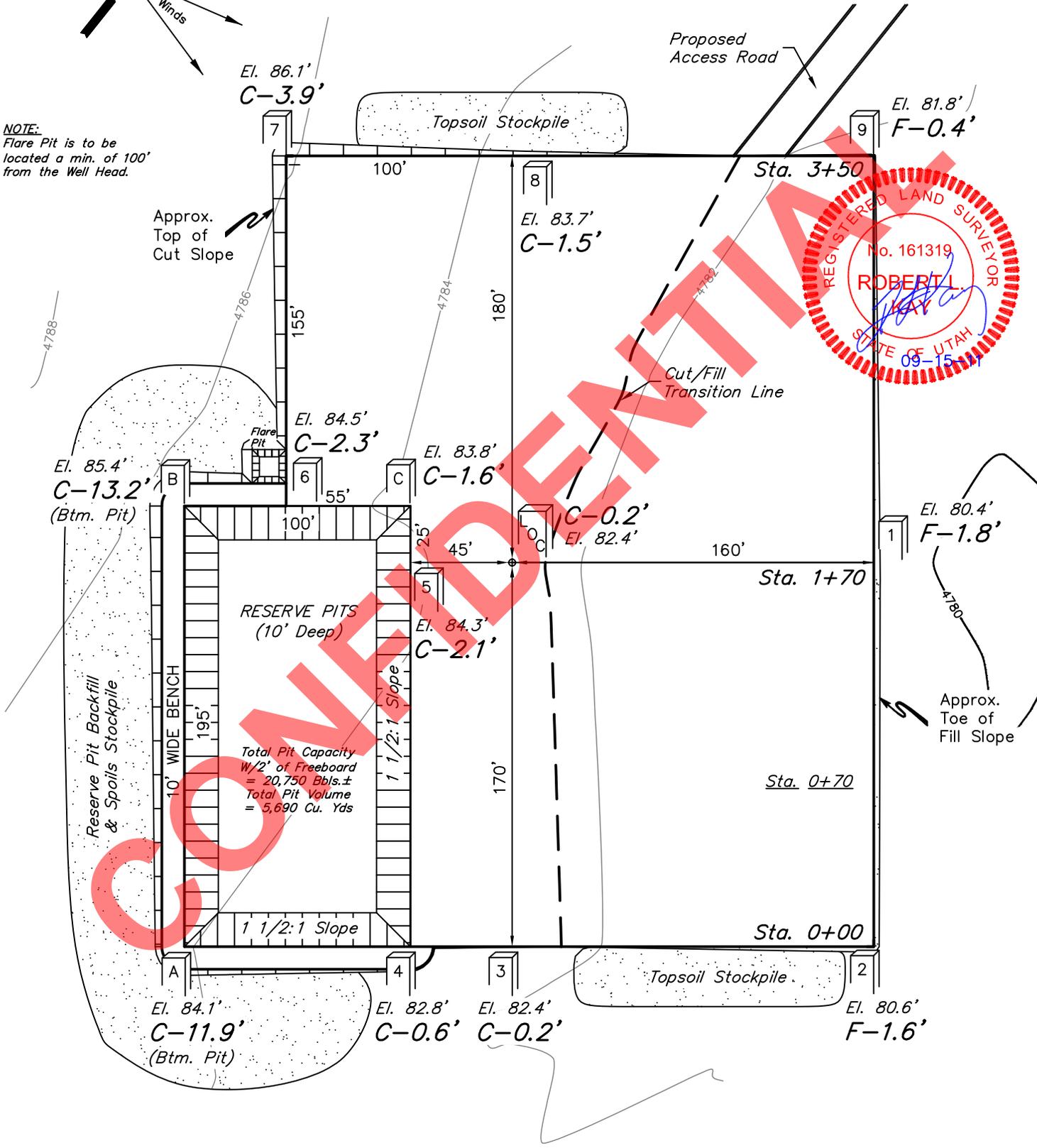
LOCATION LAYOUT FOR  
 THREE RIVERS #34-31-720  
 SECTION 34, T7S, R20E, S.L.B.&M.  
 660' FNL 1980' FEL

**FIGURE #1**

SCALE: 1" = 60'  
 DATE: 09-14-11  
 DRAWN BY: K.O.



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



Elev. Ungraded Ground At Loc. Stake = 4782.4'  
 FINISHED GRADE ELEV. AT LOC. STAKE = 4782.2'

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

**RECEIVED: September 20, 2011**

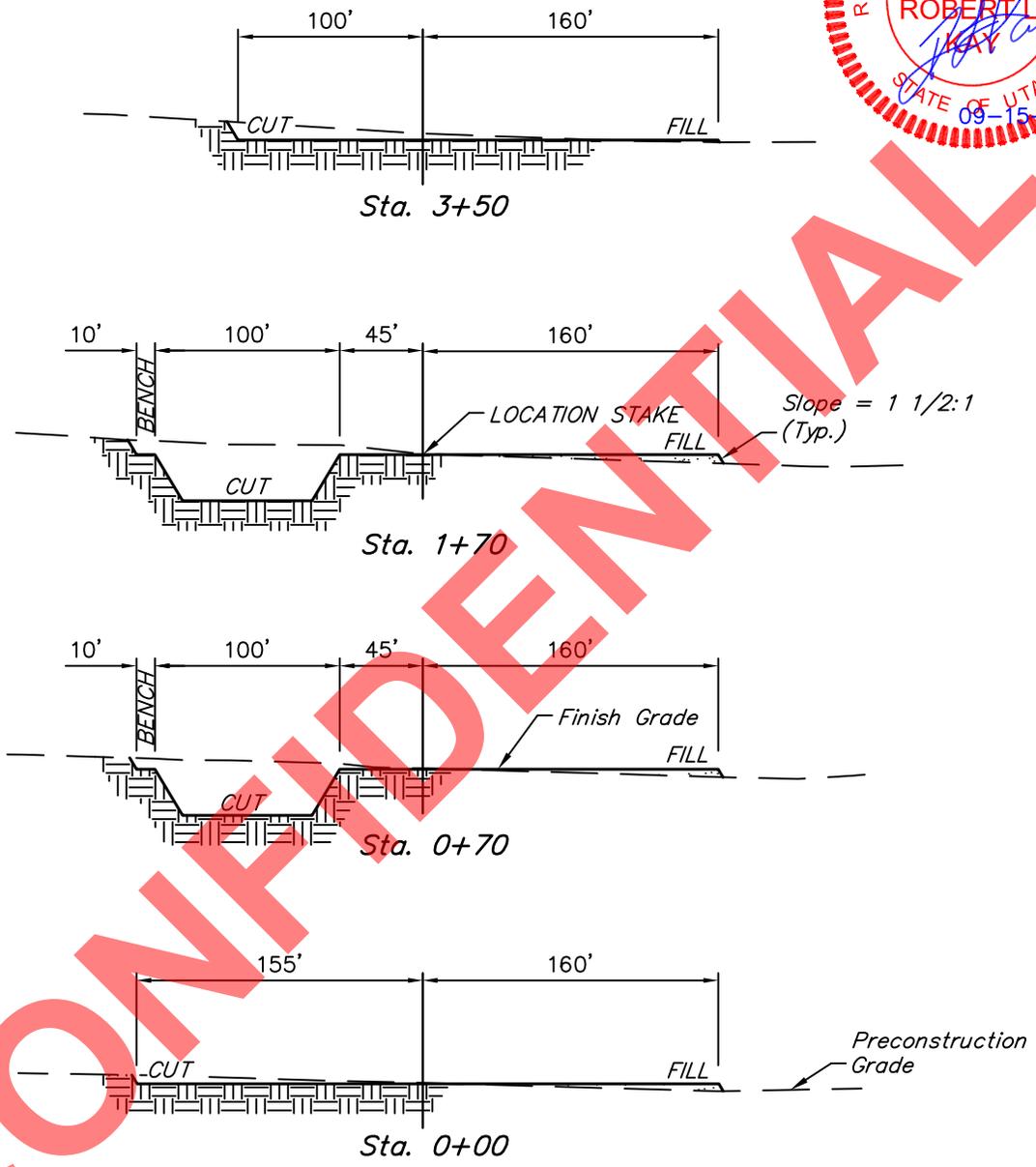
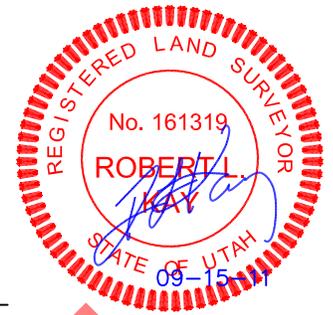
**AXIA ENERGY**

**FIGURE #2**

X-Section Scale  
1" = 100'

DATE: 09-14-11  
DRAWN BY: K.O.

**TYPICAL CROSS SECTIONS FOR  
THREE RIVERS #34-31-720  
SECTION 34, T7S, R20E, S.L.B.&M.  
660' FNL 1980' FEL**



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**NOTE:**

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

**APPROXIMATE ACREAGES**  
 WELL SITE DISTURBANCE = ± 3.352 ACRES  
 ACCESS ROAD DISTURBANCE = ± 0.273 ACRES  
 TOTAL = ± 3.625 ACRES

\* NOTE:  
 FILL QUANTITY INCLUDES 5% FOR COMPACTION

**APPROXIMATE YARDAGES**

(6") Topsoil Stripping	=	2,030 Cu. Yds.
Remaining Location	=	8,120 Cu. Yds.
<b>TOTAL CUT</b>	=	<b>10,150 CU.YDS.</b>
<b>FILL</b>	=	<b>2,300 CU.YDS.</b>

EXCESS MATERIAL	=	7,850 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	4,880 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	2,970 Cu. Yds.

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

**AXIA ENERGY**

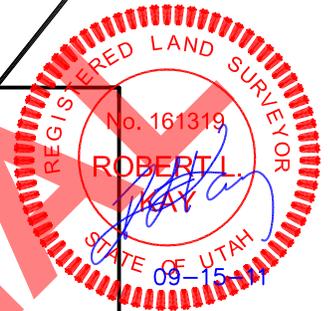
**TYPICAL RIG LAYOUT FOR  
THREE RIVERS #34-31-720  
SECTION 34, T7S, R20E, S.L.B.&M.  
660' FNL 1980' FEL**

**FIGURE #3**

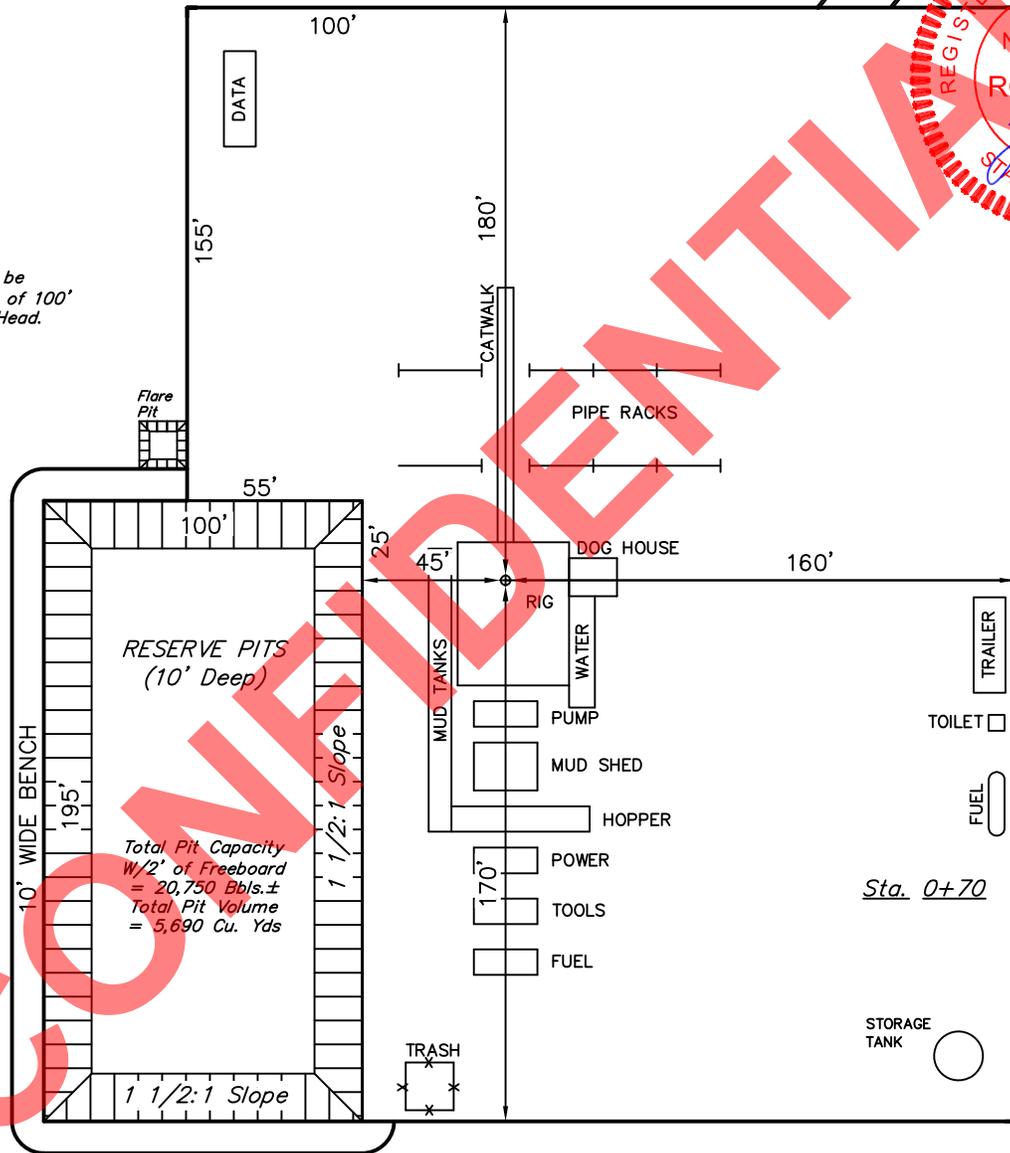
SCALE: 1" = 60'  
DATE: 09-14-11  
DRAWN BY: K.O.



Proposed  
Access Road



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



RESERVE PITS  
(10' Deep)

Total Pit Capacity  
W/2' of Freeboard  
= 20,750 Bbls.±  
Total Pit Volume  
= 5,690 Cu. Yds

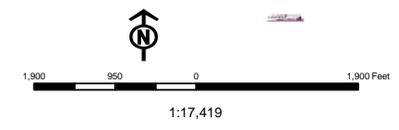
Sta. 0+70



**API Number: 4304752012**  
**Well Name: Three Rivers 34-31-720**  
**Township T0.7 . Range R2.0 . Section 34**  
**Meridian: SLBM**  
**Operator: AXIA ENERGY LLC**

Map Prepared:  
 Map Produced by Diana Mason

Units STATUS	Wells Query 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
<b>Fields STATUS</b>	SGW - Shut-in Gas Well
Unknown	SOW - Shut-in Oil Well
ABANDONED	TA - Temp. Abandoned
ACTIVE	TW - Test Well
COMBINED	WDW - Water Disposal
INACTIVE	WW - Water Injection Well
STORAGE	WSW - Water Supply Well
TERMINATED	





State of Utah

GARY R. HERBERT  
*Governor*

GREG BELL  
*Lieutenant  
Governor*

Office of the Governor  
PUBLIC LANDS POLICY COORDINATION

JOHN HARJA  
*Director*

October 10, 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  
Uintah County; Section 34, T7.0S, R2.0E  
RDCC Project Number 28742

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](http://www.rules.utah.gov/publicat/code/r307/r307.htm).

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:

**RECEIVED: October 19, 2011**

Diana Mason  
October 10, 2011  
Page 2

- 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](http://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

Well Name	AXIA ENERGY LLC Three Rivers 34-31-720 43047520120000			
String	SURF	PROD		
Casing Size(")	9.625	5.500		
Setting Depth (TVD)	950	9028		
Previous Shoe Setting Depth (TVD)	0	950		
Max Mud Weight (ppg)	8.7	9.2		
BOPE Proposed (psi)	1000	3000		
Casing Internal Yield (psi)	3520	7740		
Operators Max Anticipated Pressure (psi)	3909	8.3		

Calculations	<b>SURF String</b>	<b>9.625</b>	<b>"</b>
Max BHP (psi)	.052*Setting Depth*MW=	430	
			<b>BOPE Adequate For Drilling And Setting Casing at Depth?</b>
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	316	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	221	YES OK
			<b>*Can Full Expected Pressure Be Held At Previous Shoe?</b>
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	221	NO Reasonable
Required Casing/BOPE Test Pressure=		950	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

Calculations	<b>PROD String</b>	<b>5.500</b>	<b>"</b>
Max BHP (psi)	.052*Setting Depth*MW=	4319	
			<b>BOPE Adequate For Drilling And Setting Casing at Depth?</b>
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3236	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2333	YES OK
			<b>*Can Full Expected Pressure Be Held At Previous Shoe?</b>
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2542	NO Reasonable
Required Casing/BOPE Test Pressure=		3000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		950	psi *Assumes 1psi/ft frac gradient

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

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

**CONFIDENTIAL**

# 43047520120000 Three Rivers 34-31-720

## Casing Schematic

✓ Both strings propose  
cmt to surf.

9-5/8"  
MW 8.7  
Frac 19.3

Surface

12 1/2"  
18 1/2"  
TOC @ 314

Winta  
± BMSW  
to surf @ 6 1/2 w/o

TOC @ 998.  
Surface 950. MD

to surf @ 8 3/4 w/o, tail 3156

3233' Green River

3850' tail

5188' L. Green R - Garden Gulch

7053' Wasatch

5-1/2"  
MW 9.2

Production  
9028. MD

**CONFIDENTIAL**

Well name:	<b>43047520120000 Three Rivers 34-31-720</b>		
Operator:	<b>AXIA ENERGY LLC</b>		
String type:	Surface	Project ID:	43-047-52012
Location:	UINTAH	COUNTY	

**Design parameters:**

**Collapse**

Mud weight: 8.700 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: 87 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 100 ft

Cement top: 314 ft

**Burst**

Max anticipated surface pressure: 836 psi  
 Internal gradient: 0.120 psi/ft  
 Calculated BHP 950 psi

No backup mud specified.

**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: 828 ft

**Non-directional string.**

**Re subsequent strings:**

Next setting depth: 9,028 ft  
 Next mud weight: 9.200 ppg  
 Next setting BHP: 4,315 psi  
 Fracture mud wt: 19.250 ppg  
 Fracture depth: 950 ft  
 Injection pressure: 950 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	950	9.625	36.00	J-55	LT&C	950	950	8.796	7769
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	429	2020	4.705	950	3520	3.71	34.2	453	13.25 J

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

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

Date: October 31, 2011  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 950 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:	<b>43047520120000 Three Rivers 34-31-720</b>		
Operator:	<b>AXIA ENERGY LLC</b>		
String type:	Production	Project ID:	43-047-52012
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: 200 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 100 ft

Cement top: 998 ft

**Burst**

Max anticipated surface pressure: 2,329 psi  
 Internal gradient: 0.220 psi/ft  
 Calculated BHP 4,315 psi

No backup mud specified.

**Tension:**

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

**Non-directional string.**

Tension is based on air weight.  
 Neutral point: 7,769 ft

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	9028	5.5	17.00	N-80	LT&C	9028	9028	4.767	50885
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	4315	6290	1.458	4315	7740	1.79	153.5	348	2.27 J

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

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

Date: October 27, 2011  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 9028 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 34-31-720  
**API Number** 43047520120000      **APD No** 4669      **Field/Unit** WILDCAT  
**Location: 1/4,1/4** NWNE      **Sec** 34      **Tw** 7.0S      **Rng** 20.0E      660      FNL 1980      FEL  
**GPS Coord (UTM)** 614797 4447404      **Surface Owner** Kenneth and Karen Winder

### Participants

Cody Rich (UELS), Don Hamilton (Star Point), Jerry Holder (Axia), Kenneth Winder (land and mineral owner)

### Regional/Local Setting & Topography

This location sits on a gentle slope approximately 1 mile 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 raise 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 .6 miles west of this location.

Soils appear to be deep with no visual rock on surface anywhere near this location. This location is set in the center of 40 square field not used for farming but the land all around this site is farmed.

### Surface Use Plan

**Current Surface Use**  
Wildlife Habitat

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

**Ancillary Facilities** N

**Waste Management Plan Adequate?** Y

### Environmental Parameters

**Affected Floodplains and/or Wetlands** N

#### **Flora / Fauna**

Deer, 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 loam

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

**Reserve Pit**

**Site-Specific Factors**

**Site Ranking**

<b>Distance to Groundwater (feet)</b>	25 to 75	15	
<b>Distance to Surface Water (feet)</b>	>1000	0	
<b>Dist. Nearest Municipal Well (ft)</b>	>5280	0	
<b>Distance to Other Wells (feet)</b>	>1320	0	
<b>Native Soil Type</b>	High permeability	20	
<b>Fluid Type</b>	Fresh Water	5	
<b>Drill Cuttings</b>	Normal Rock	0	
<b>Annual Precipitation (inches)</b>	10 to 20	5	
<b>Affected Populations</b>			
<b>Presence Nearby Utility Conduits</b>	Present	15	
	<b>Final Score</b>	60	1 Sensitivity Level

**Characteristics / Requirements**

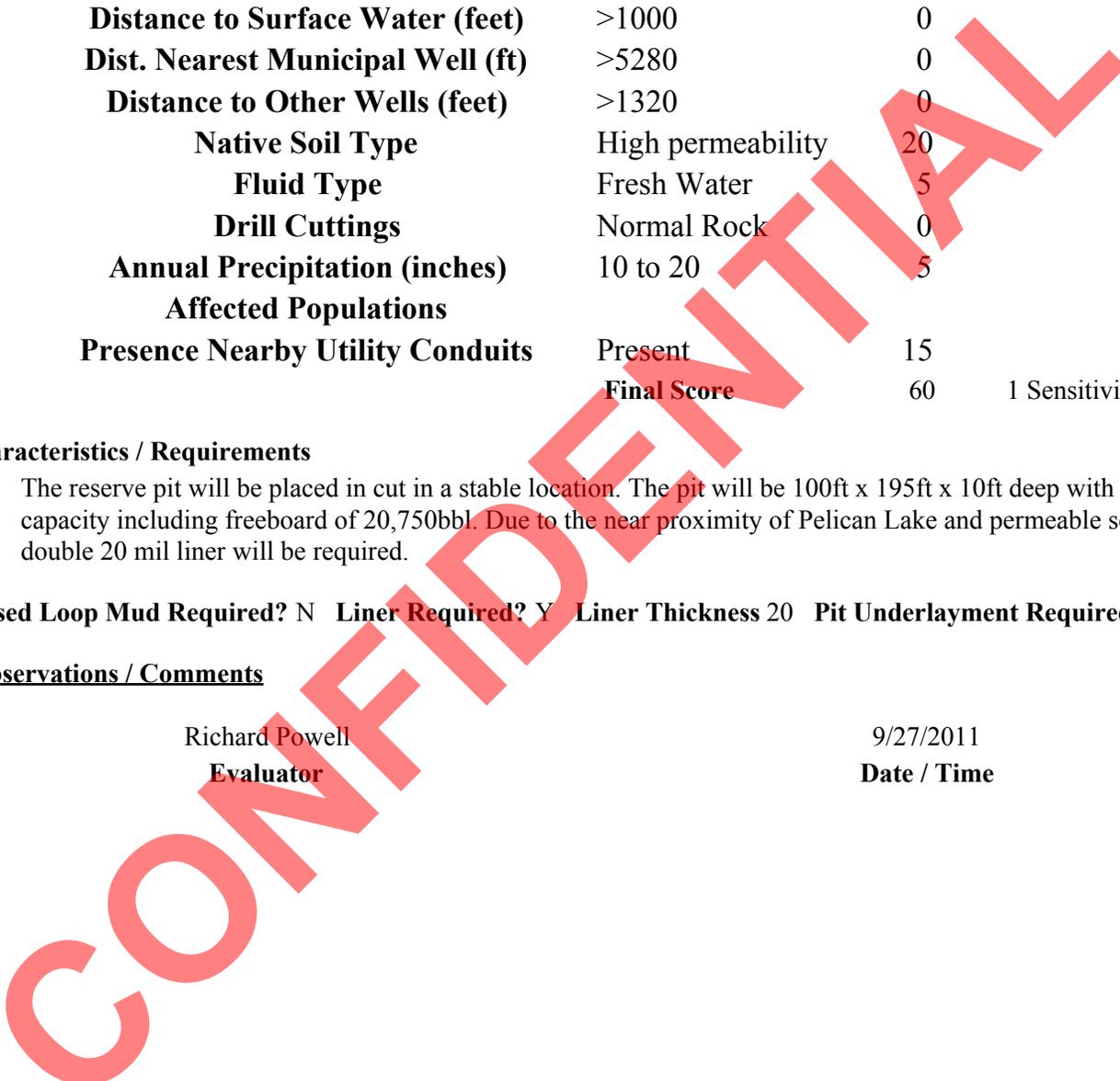
The reserve pit will be placed in cut in a stable location. The pit will be 100ft x 195ft x 10ft deep with a total capacity including freeboard of 20,750bbl. Due to the near proximity of Pelican Lake and permeable soils a double 20 mil liner will be required.

**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

11/3/2011

Utah Division of Oil, Gas and Mining

Page 1

<b>APD No</b>	<b>API WellNo</b>	<b>Status</b>	<b>Well Type</b>	<b>Surf Owner</b>	<b>CBM</b>
4669	43047520120000	LOCKED	OW	P	No
<b>Operator</b>	AXIA ENERGY LLC		<b>Surface Owner-APD</b>	Kenneth and Karen Winder	
<b>Well Name</b>	Three Rivers 34-31-720		<b>Unit</b>		
<b>Field</b>	WILDCAT		<b>Type of Work</b>	DRILL	
<b>Location</b>	NWNE 34 7S 20E S 660 FNL 1980 FEL GPS Coord (UTM) 614732E 4447739N				

### 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 280 feet. A search of Division of Water Rights records shows 8 water wells within a 10,000 foot radius of the center of Section 34. There are 2 wells approximately 1/2 mile from the proposed location with depths of 100 and 150 feet. All other wells are a mile or more from the proposed well. Wells in the area are listed for domestic use, irrigation, industrial, and stock watering. Depths of the wells ranges from 70 to 150 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 sits on fee surface and fee mineral both of which are owned by Kenneth Winder. Mr. Winder attended the onsite inspection of this site and expressed excitement over the drilling of the well. Placement of the well was discussed. It appears that by having the well placed directly in the center of his land farming uses are restricted. It was mentioned that the well could be moved to closer to the edge but Mr. Winder stated that the is happy with the well placement.

A neighbor Jude Hacking who owns the farm to the south asked that during drilling and operation of the well it be kept quiet. According to the surveyor Cody Rich, Mr. Hacking's land is over one thousand feet from this well site and it appears there is no legitimate basis for Mr. Hackings request.

Due to permeable deep soil, likely shallow ground water and very close proximity to Pelican lake a double 20 mil liner was requested and agreed to by Jerry Holder of Axia.

Richard Powell  
Onsite Evaluator

9/27/2011  
Date / Time

### Conditions of Approval / Application for Permit to Drill

<b>Category</b>	<b>Condition</b>
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 reserve pit shall be fenced upon completion of drilling operations.

## WORKSHEET APPLICATION FOR PERMIT TO DRILL

**APD RECEIVED:** 9/20/2011

**API NO. ASSIGNED:** 43047520120000

**WELL NAME:** Three Rivers 34-31-720

**OPERATOR:** AXIA ENERGY LLC (N3765)

**PHONE NUMBER:** 435 719-2018

**CONTACT:** Don Hamilton

**PROPOSED LOCATION:** NWNE 34 070S 200E

**Permit Tech Review:**

**SURFACE:** 0660 FNL 1980 FEL

**Engineering Review:**

**BOTTOM:** 0660 FNL 1980 FEL

**Geology Review:**

**COUNTY:** UINTAH

**LATITUDE:** 40.17219

**LONGITUDE:** -109.65253

**UTM SURF EASTINGS:** 614732.00

**NORTHINGS:** 4447739.00

**FIELD NAME:** WILDCAT

**LEASE TYPE:** 4 - Fee

**LEASE NUMBER:** Patented

**PROPOSED PRODUCING FORMATION(S):** WASATCH

**SURFACE OWNER:** 4 - Fee

**COALBED METHANE:** NO

**RECEIVED AND/OR REVIEWED:**

- PLAT
  - Bond: STATE - LPM9046682
  - Potash
  - Oil Shale 190-5
  - Oil Shale 190-3
  - Oil Shale 190-13
  - Water Permit: 49-2262
  - RDCC Review: 2011-11-02 00:00:00.0
  - Fee Surface Agreement
  - Intent to Comingle
- 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 34-31-720  
**API Well Number:** 43047520120000  
**Lease Number:** Patented  
**Surface Owner:** FEE (PRIVATE)  
**Approval Date:** 11/3/2011

**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

RECEIVED  
NOV 18 2011  
DIV. OF OIL, GAS & 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
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		
A	99999	18326	11/14/2011		11/30/11		
Comments: WSTC							

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Well 2

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

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:							

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)

*Cindy Turner*  
Signature

Project Manager

11/15/2011

Title

Date

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

**FORM 9**

**5. LEASE DESIGNATION AND SERIAL NUMBER:**  
Patented

**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.

**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 34-31-720

**2. NAME OF OPERATOR:**  
AXIA ENERGY LLC

**9. API NUMBER:**  
43047520120000

**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:**  
0660 FNL 1980 FEL  
**QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:**  
Qtr/Qtr: NWNE Section: 34 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 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 checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/22/2011	<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 type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
DRILLING UPDATE: MIRU L&W Rig 1 Resumed drilling operations 12-17-11 @ 1800 hrs. Drilling ahead

**NAME (PLEASE PRINT)**  
Cindy Turner

**PHONE NUMBER**  
720 746-5209

**TITLE**  
Project Manager

**SIGNATURE**  
N/A

**DATE**  
12/22/2011

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented	
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>	
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.		<b>7. UNIT or CA AGREEMENT NAME:</b>	
<b>1. TYPE OF WELL</b> Oil Well		<b>8. WELL NAME and NUMBER:</b> Three Rivers 34-31-720	
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC		<b>9. API NUMBER:</b> 43047520120000	
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 720 746-5200 Ext	<b>9. FIELD and POOL or WILDCAT:</b> WILDCAT	
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 0660 FNL 1980 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWNE Section: 34 Township: 07.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH	
		<b>STATE:</b> UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 1/15/2012  <input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:  <input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:  <input type="checkbox"/> <b>DRILLING REPORT</b> Report Date:	<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: 50px;" type="text"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
<p>APD to drill and complete a Wasatch well was approved on 09-20-11. 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.</p>			
			<p><b>Approved by the Utah Division of Oil, Gas and Mining</b></p> <p><b>Date:</b> 01/04/2012</p> <p><b>By:</b> <u><i>Derek Quist</i></u></p>
<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager	
<b>SIGNATURE</b> N/A		<b>DATE</b> 12/5/2011	

Attachment to Sundry Notice Form 9

Three Rivers 34-31-720

API: 430475201200

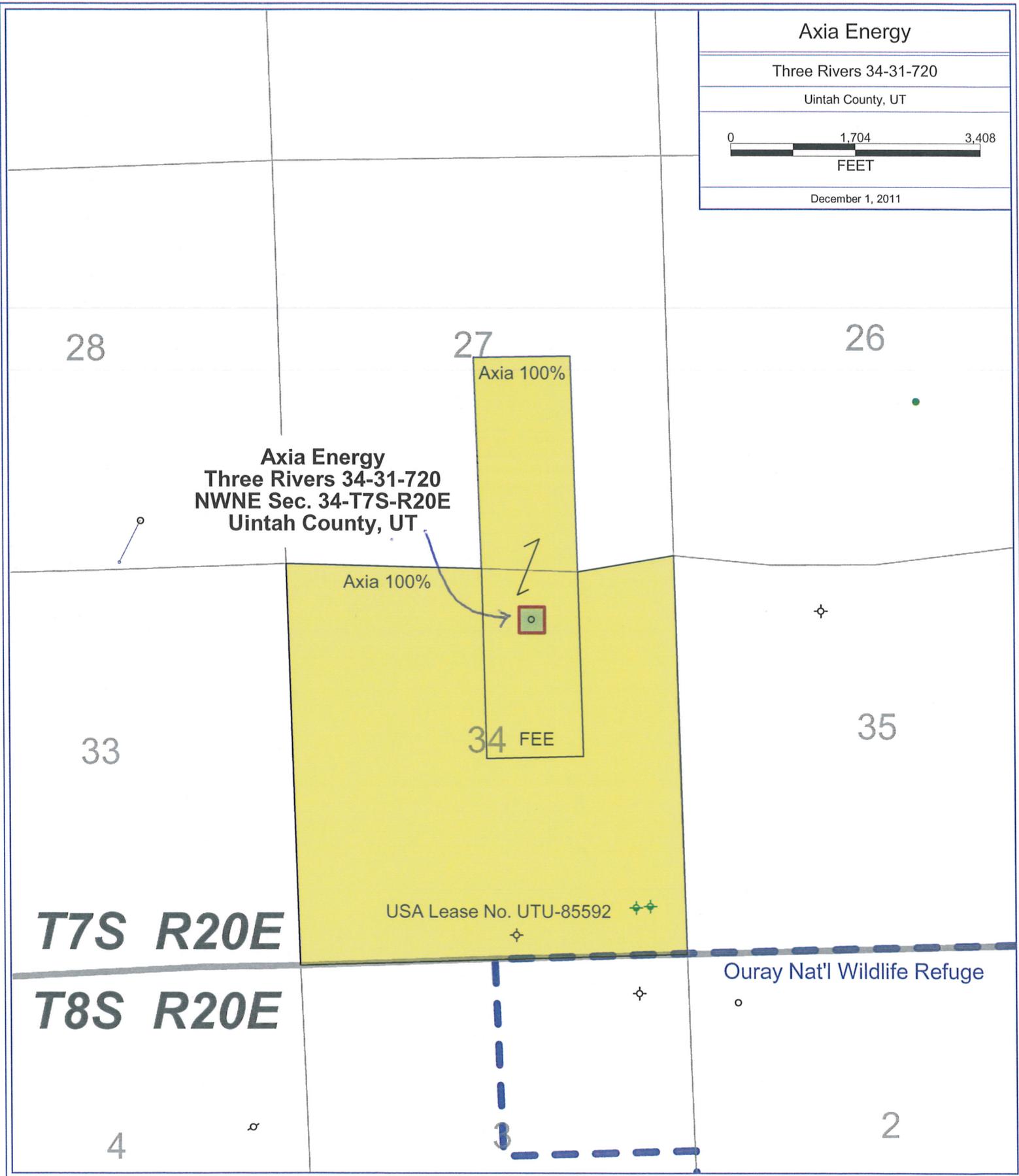
Notice of intent – commingle Wasatch and Green formations

---

- 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 is 100% owner of contiguous oil and gas leases in Section 34-T7S-R20E

# EXHIBIT A

Axia Energy		
Three Rivers 34-31-720		
Uintah County, UT		
0	1,704	3,408
FEET		
December 1, 2011		



**AFFIDAVIT OF LEASE OWNERSHIP**

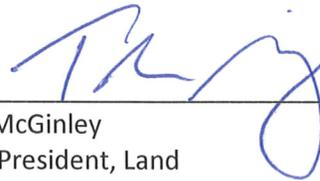
I, Tab McGinley, Affiant, being duly sworn depose and say:

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 is the owner of 100% of the contiguous oil and gas leases in Section 34-T7S-R20E of Uintah County, Utah, per attached Exhibit.

Further Affiant sayeth not.

Subscribed and sworn to before me this 1<sup>st</sup> day of December, 2011.



\_\_\_\_\_  
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 1<sup>st</sup> day of December, 2011



\_\_\_\_\_  
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

**5. LEASE DESIGNATION AND SERIAL NUMBER:**  
Patented

**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.

**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 34-31-720

**2. NAME OF OPERATOR:**  
AXIA ENERGY LLC

**9. API NUMBER:**  
43047520120000

**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:**  
0660 FNL 1980 FEL  
**QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:**  
Qtr/Qtr: NWNE Section: 34 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 checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 1/9/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> <b>DRILLING REPORT</b> 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 type="text"/>

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

A deviation from the drilling plan cement program is requested. Following is proposed design for the 5-1/2" production casing cement job: Lead Slurry: 686 sacks/248.40 bbl - 10.5 ppg LiteCRETE: 2.04 ft3/sk w/additives Tail Slurry: 1277 sacks/396.60 bbl - 13.0 ppg Conventional: 1.74 ft3/sk w/additives Cement is still designed to bring cement to surface

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

**Date:** January 09, 2012

**By:** *D. K. Quist*

**NAME (PLEASE PRINT)**  
Cindy Turner

**PHONE NUMBER**  
720 746-5209

**TITLE**  
Project Manager

**SIGNATURE**  
N/A

**DATE**  
1/9/2012

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

**FORM 9**

**5. LEASE DESIGNATION AND SERIAL NUMBER:**  
Patented

**SUNDRY NOTICES AND REPORTS ON WELLS**

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**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 34-31-720

**2. NAME OF OPERATOR:**  
AXIA ENERGY LLC

**9. API NUMBER:**  
43047520120000

**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:**  
0660 FNL 1980 FEL  
**QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:**  
Qtr/Qtr: NWNE Section: 34 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 checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/14/2011  <input type="checkbox"/> SPUD REPORT Date of Spud:  <input type="checkbox"/> DRILLING REPORT Report Date:	<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 checked="" 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 type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
CORRECT CONDUCTOR CASING SETTING DEPTH - PREVIOUSLY REPORTED  
CONDUCTOR CASING WAS SET AT 30'; - CORRECTED DEPTH IS 80'

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A		<b>DATE</b> 12/22/2011

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented
		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC		<b>8. WELL NAME and NUMBER:</b> THREE RIVERS 34-31-720
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202		<b>9. API NUMBER:</b> 43047520120000
<b>PHONE NUMBER:</b> 720 746-5200 Ext		<b>9. FIELD and POOL or WILDCAT:</b> WILDCAT
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 0660 FNL 1980 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWNE Section: 34 Township: 07.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH
		<b>STATE:</b> 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 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 checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/23/2012	<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.

L&W Rig #1 moved on location 12/15/11 and drilling operations started on 12/18/11. Drilled 12.25" hole to 997' and ran 23 jts 9-5/8" 36# J-55 STC casing to 980'. Cement w/425 sxs 15.8# Class G. Drilled 8.75" hole to TMD 9,030'/TVD 9,007' and ran 211 jts 5-1/2" 17.00# L-80 LTC. Csg set at 9,008'. Cemented with 688 sxs LiteCrete and 1258 sxs Class "G" L&W Rig #1 rigged down and moved off location 01-12-12. CURRENT STATUS: Move in and set production equipment. Completion operations expected to start 1st week February, 2012.

**Accepted by the  
Utah Division of  
Oil, Gas and Mining  
FOR RECORD ONLY  
January 24, 2012**

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 1/23/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented	
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		<b>7. UNIT or CA AGREEMENT NAME:</b>	
<b>1. TYPE OF WELL</b> Oil Well	<b>8. WELL NAME and NUMBER:</b> THREE RIVERS 34-31-720		
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC	<b>9. API NUMBER:</b> 43047520120000		
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202	<b>PHONE NUMBER:</b> 720 746-5200 Ext	<b>9. FIELD and POOL or WILDCAT:</b> WILDCAT	
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 0660 FNL 1980 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWNE Section: 34 Township: 07.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH	
		<b>STATE:</b> 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: 6/5/2012	<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 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"/> 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>Completed Lwr/Upr Wasatch. Turned to Production 03-21-12. 1st Wasatch Production: 04-08-12. Set CIBP 05-18-12 and start Green River Formation Completion. CURRENT OPERATION; Flow back Green River Frac</p>			
<p><b>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 13, 2012</b></p>			
<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager	
<b>SIGNATURE</b> N/A		<b>DATE</b> 6/6/2012	

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

RECEIVED

AUG 31 2012

CONFIDENTIAL

AMENDED REPORT  FORM 8  
(highlight changes)

DIV. OF OIL, GAS & MINING

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: 660' FNL & 1980' FEL  
AT TOP PRODUCING INTERVAL REPORTED BELOW: 774' FNL & 1956' FEL  
AT TOTAL DEPTH: 1089' FNL & 1849' FEL *BHL by HSM*

5. LEASE DESIGNATION AND SERIAL NUMBER: Patented

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER: THREE RIVERS 34-31-720

9. API NUMBER: 4304752012

10. FIELD AND POOL, OR WILDCAT: WILDCAT

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWNE 34 07S 20E S

12. COUNTY: UINTAH 13. STATE: UTAH

14. DATE SPUDED: 11/14/2011 15. DATE T.D. REACHED: 1/8/2012 16. DATE COMPLETED: 8/6/2012 ABANDONED  READY TO PRODUCE

17. ELEVATIONS (DF, RKB, RT, GL): 4782' GL / 4,799'

18. TOTAL DEPTH: MD 9,030 TVD 9,007 19. PLUG BACK T.D.: MD 7,390 TVD 7,307 7384 20. IF MULTIPLE COMPLETIONS, HOW MANY? \* 1 21. DEPTH BRIDGE PLUG SET: MD 7,390 TVD 7,367

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)  
CBL Run 1 and Run 2, SD-DSN-ACR, Mud Log

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
22	16		0	80		G 400	7	0	
12-1/4	9-5/8 J-55	36	0	980		G 425	87	0 Cir	
8-3/4	5-1/2 N-80	17	0	9,008		G 1,948	632	2,670 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	6,024							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Green River	3,182	6,989	3,159	6,966	4,846 6,982	.35	246	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)					5,426 5,490	.35	18	Open <input type="checkbox"/> Squeezed <input checked="" type="checkbox"/>
(C) Wasatch	6,989	7,390	6,966	7,367	7,021 7,382	.35	66	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(D)					7,406 8,802	.35	147	Open <input type="checkbox"/> Squeezed <input type="checkbox"/> <b>CLOSED</b>

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

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4,846' to 6,982'	Green River Hybrid Frac -118,639 Bbls Slurry, 1,125,861 Gal Fluid & 965,300# 20/40 Prem White
7021' to 8,802'	Wasatch Hybrid Frac - 32,836 Bbls Slurry, 1,333,456 Gal Fluid & 1,019,173# 20/40 Jordan Unimin

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

## Wasatch/Green River Comingle

### 31. INITIAL PRODUCTION

DATE FIRST PRODUCED: 6/6/2012		TEST DATE: 6/19/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL - BBL: 116	GAS - MCF: 101	WATER - BBL: 670	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 40	CSG. PRESS. 40	API GRAVITY 29.20	BTU - GAS 1,377	GAS/OIL RATIO 871	24 HR PRODUCTION RATES: →		OIL - BBL: 116	GAS - MCF: 101	WATER - BBL: 670	INTERVAL STATUS: Prod

### Wasatch

DATE FIRST PRODUCED: 4/8/2012		TEST DATE: 5/9/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL - BBL: 11	GAS - MCF: 0	WATER - BBL: 64	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 40	CSG. PRESS. 40	API GRAVITY 36.70	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →		OIL - BBL: 11	GAS - MCF: 0	WATER - BBL: 64	INTERVAL STATUS: Prod

#### 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	5,174
				Douglas Creek	6,076
				Wasatch	6,989
				TD Wasatch	9,030

### 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 8-27-12

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

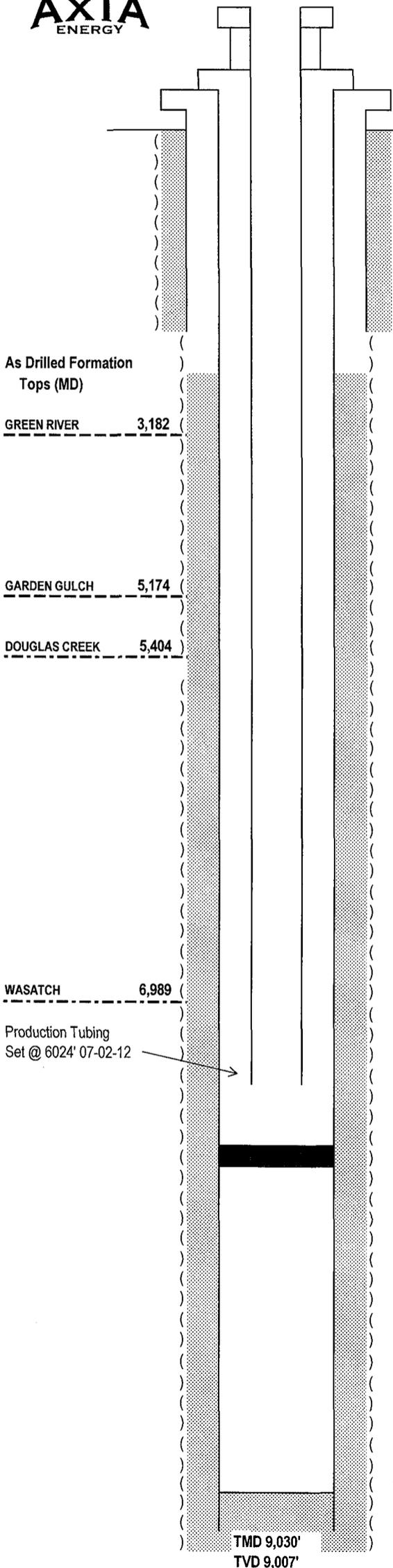
Fax: 801-359-3940

WELLBORE DIAGRAM - BEFORE COMPLETION

WELLBORE DIAGRAM (after completion)



Company: Axia Energy, LLC
Lease Name: Three Rivers 34-31-720
Surface Location: NWNE Sec 34-T7S-R20E, 660' FNL & 1980' FEL
Bottom Hole Location: NWNE Sec 34-T7S-R20E, 1089' FNL & 1849' FEL
County: Uintah, UT
Date: 8/22/2012



KB 4,799'

GL 4,782'

SPUD: 11/14/2011  
 DRILLED 22" HOLE TO 80' - SET 16" CONDUCTOR  
 Cement w/8 sxs

DRILLED 12-1/4" HOLE TO 997'  
 ( 980' ) SURF CSG - 9-5/8" 36# J-55 ST&C (23 jts) Set 12-19-11  
 Cement: 425 sxs Class "G" to Surface (Cir)

TOC = 2,670'

<b>GREEN RIVER HYBRID FRAC</b>			
4846	6982	3 spf	264 Holes
118,639 bbls slurry, 1,125,861 gal fluid & 965,300# 20/40 Premium White			

<b>CEMENT SQUEEZE</b>			
5426	5490	Green River - Squeezed	3 spf 18 Holes

TOTAL GREEN RIVER - OPEN 246 Holes

<b>WASATCH HYBRID FRAC</b>			
7021 #	8802	3 spf	213 Holes
32,836 bbls slurry, 1,333,456 gal fluid, & 1,019,173# 20/40 Jordan Unimin			

TOTAL WASATCH - OPEN 66 Holes

CIBP SET @ 7,390'

TOTAL WASATCH - CLOSED 147 Holes

9,008' DRILLED 8-3/4" HOLE TO 9,030' TMD  
 PROD CSG - 5 1/2" 17# N-80 LT&C (211 jts) Set 01-10-12  
 Cement: 688 sxs LiteCrete Lead & 1258 sxs 13# Class "G" Tail

TMD 9,030'  
 TVD 9,007'

RECEIVED

AUG 31 2012

DIV. OF OIL, GAS & MINING

# End of Well Recap FOR

Axia Energy LLC  
Three Rivers 34-31-720  
Uintah Co., UT

Proposal No. 20111215

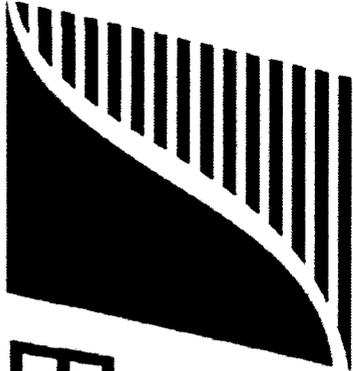
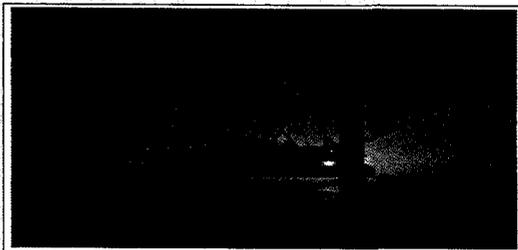
Presented By:

---

Pat Rasmussen  
Regional Manager

---

Bret Wolford  
Well Planner



**Sharewell**  
Energy Services, LP



## **Survey Report**



# Sharewell Energy Services, LP

## Survey Certification Sheet

Report Date: 1-10-12

Sharewell Job #: 20111215 / Control

Operator: Axia Energy LLC

Well Name: Three Rivers 34-31-720

API#: 43-047-52012

County/State: Uintah Co., UT

Well SHL: 660' FNL & 1980' FEL (NWNE) Sec. 34-T7S-R20E

Well SHL: 40° 10' 18.27" N (NAD83)

109° 39' 9.10" W (NAD83)

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

---

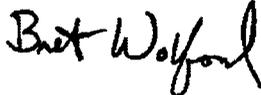
Surveyed Dates: 12/18/11-1/8/12

Surveyed from a depth of: OH: 118.00' MD to 8980.00' 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.34-T7S-R20E

Three Rivers #34-31-720

Wellbore #1

Survey: Survey #1

## **Standard Survey Report**

10 January, 2012



Sharewell Energy Services, LP  
Survey Report



<b>Company:</b>	Axia Energy	<b>Local Co-ordinate Reference:</b>	Well Three Rivers #34-31-720
<b>Project:</b>	Uintah Co., UT	<b>TVD Reference:</b>	WELL @ 4799.00usft
<b>Site:</b>	Sec.34-T7S-R20E	<b>MD Reference:</b>	WELL @ 4799.00usft
<b>Well:</b>	Three Rivers #34-31-720	<b>North Reference:</b>	True
<b>Wellbore:</b>	Wellbore #1	<b>Survey Calculation Method:</b>	Minimum Curvature
<b>Design:</b>	Wellbore #1	<b>Database:</b>	EDM 5000.1 Single User Db

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

<b>Site</b>	Sec.34-T7S-R20E				
<b>Site Position:</b>		<b>Northing:</b>	7,236,613.535 usft	<b>Latitude:</b>	40° 10' 18.271 N
<b>From:</b>	Lat/Long	<b>Easting:</b>	2,156,630.898 usft	<b>Longitude:</b>	109° 39' 9.101 W
<b>Position Uncertainty:</b>	0.00 usft	<b>Slot Radius:</b>	13-3/16"	<b>Grid Convergence:</b>	1.18 °

<b>Well</b>	Three Rivers #34-31-720					
<b>Well Position</b>	<b>+N/-S</b>	0.00 usft	<b>Northing:</b>	7,236,613.522 usft	<b>Latitude:</b>	40° 10' 18.271 N
	<b>+E/-W</b>	0.00 usft	<b>Easting:</b>	2,156,630.898 usft	<b>Longitude:</b>	109° 39' 9.101 W
<b>Position Uncertainty</b>		0.00 usft	<b>Wellhead Elevation:</b>	usft	<b>Ground Level:</b>	4,782.00 usft

<b>Wellbore</b>	Wellbore #1				
<b>Magnetics</b>	<b>Model Name</b>	<b>Sample Date</b>	<b>Declination</b>	<b>Dip Angle</b>	<b>Field Strength</b>
	IGRF2010	2011/12/19	(°)	(°)	(nT)
			11.10	65.97	52,352

<b>Design</b>	Wellbore #1				
<b>Audit Notes:</b>					
<b>Version:</b>	1.0	<b>Phase:</b>	ACTUAL	<b>Tie On Depth:</b>	0.00
<b>Vertical Section:</b>	<b>Depth From (TVD)</b>	<b>+N/-S</b>	<b>+E/-W</b>	<b>Direction</b>	
	(usft)	(usft)	(usft)	(°)	
	0.00	0.00	0.00	188.04	

<b>Survey Program</b>	<b>Date</b>	2012/01/10			
<b>From</b>	<b>To</b>	<b>Survey (Wellbore)</b>	<b>Tool Name</b>	<b>Description</b>	
(usft)	(usft)				
118.00	9,030.00	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	
<b>First Sharewell Survey</b>										
118.00	1.00	181.30	117.99	-1.03	-0.02	1.02	0.85	0.85	0.00	
210.00	1.10	169.40	209.98	-2.70	0.12	2.66	0.26	0.11	-12.93	
302.00	1.20	183.60	301.96	-4.53	0.22	4.45	0.33	0.11	15.43	
393.00	1.40	178.80	392.94	-6.59	0.19	6.50	0.25	0.22	-5.27	
485.00	1.10	193.20	484.92	-8.58	0.01	8.49	0.47	-0.33	15.65	
576.00	1.20	191.80	575.90	-10.36	-0.39	10.31	0.11	0.11	-1.54	
668.00	1.20	190.30	667.88	-12.25	-0.76	12.23	0.03	0.00	-1.63	
759.00	1.70	196.80	758.85	-14.48	-1.32	14.52	0.58	0.55	7.14	
850.00	1.50	195.70	849.81	-16.92	-2.03	17.04	0.22	-0.22	-1.21	
942.00	1.50	197.50	941.78	-19.23	-2.72	19.42	0.05	0.00	1.96	
1,091.00	1.80	204.00	1,090.72	-23.22	-4.25	23.59	0.24	0.20	4.36	

Sharewell Energy Services, LP  
Survey Report



Company: Axia Energy  
Project: Uintah Co., UT  
Site: Sec.34-T7S-R20E  
Well: Three Rivers #34-31-720  
Wellbore: Wellbore #1  
Design: Wellbore #1

Local Co-ordinate Reference: Well Three Rivers #34-31-720  
TVD Reference: WELL @ 4799.00usft  
MD Reference: WELL @ 4799.00usft  
North Reference: True  
Survey Calculation Method: Minimum Curvature  
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)
1,132.00	1.90	203.50	1,131.70	-24.43	-4.79	24.86	0.25	0.24	-1.22
1,225.00	1.90	204.60	1,224.65	-27.25	-6.04	27.83	0.04	0.00	1.18
1,322.00	2.00	201.20	1,321.59	-30.29	-7.33	31.02	0.16	0.10	-3.51
1,418.00	2.20	202.00	1,417.53	-33.56	-8.62	34.44	0.21	0.21	0.83
1,513.00	2.50	202.60	1,512.45	-37.16	-10.10	38.21	0.32	0.32	0.63
1,609.00	3.10	204.40	1,608.33	-41.46	-11.98	42.73	0.63	0.62	1.87
1,704.00	2.50	195.90	1,703.22	-45.79	-13.61	47.25	0.77	-0.63	-8.95
1,799.00	2.10	157.70	1,798.15	-49.40	-13.51	50.80	1.63	-0.42	-40.21
1,895.00	3.10	148.90	1,894.05	-53.25	-11.51	54.33	1.12	1.04	-9.17
1,990.00	2.50	119.50	1,988.94	-56.47	-8.38	57.08	1.62	-0.63	-30.95
2,085.00	1.80	90.00	2,083.87	-57.49	-5.08	57.63	1.35	-0.74	-31.05
2,180.00	2.50	91.40	2,178.80	-57.54	-1.52	57.18	0.74	0.74	1.47
2,275.00	2.70	92.00	2,273.71	-57.67	2.79	56.71	0.21	0.21	0.63
2,370.00	2.80	102.60	2,368.60	-58.25	7.29	56.66	0.54	0.11	11.16
2,466.00	2.90	103.40	2,464.48	-59.32	11.94	57.07	0.11	0.10	0.83
2,560.00	2.10	78.50	2,558.39	-59.53	15.94	56.72	1.42	-0.85	-26.49
2,655.00	1.80	49.00	2,653.34	-58.21	18.78	55.01	1.09	-0.32	-31.05
2,751.00	1.50	54.50	2,749.30	-56.49	20.94	53.00	0.35	-0.31	5.73
2,846.00	1.20	53.50	2,844.27	-55.17	22.75	51.45	0.32	-0.32	-1.05
2,941.00	1.10	65.20	2,939.25	-54.20	24.38	50.26	0.27	-0.11	12.32
3,037.00	0.60	79.10	3,035.24	-53.72	25.71	49.59	0.56	-0.52	14.48
3,132.00	0.40	62.60	3,130.24	-53.47	26.49	49.24	0.26	-0.21	-17.37
3,228.00	1.00	121.80	3,226.23	-53.76	27.50	49.38	0.90	0.62	61.67
3,323.00	1.20	131.90	3,321.22	-54.86	28.94	50.27	0.29	0.21	10.63
3,418.00	1.40	135.90	3,416.19	-56.36	30.49	51.54	0.23	0.21	4.21
3,514.00	1.50	144.60	3,512.16	-58.22	32.03	53.17	0.25	0.10	9.06
3,609.00	1.30	143.30	3,607.13	-60.10	33.40	54.84	0.21	-0.21	-1.37
3,704.00	1.70	159.20	3,702.10	-62.28	34.54	56.84	0.60	0.42	16.74
3,799.00	2.50	167.00	3,797.03	-65.62	35.51	60.01	0.89	0.84	8.21
3,895.00	2.80	191.50	3,892.94	-69.96	35.51	64.30	1.21	0.31	25.52
3,990.00	3.90	186.80	3,987.77	-75.44	34.67	69.85	1.19	1.16	-4.95
4,086.00	4.00	197.40	4,083.54	-81.88	33.28	76.42	0.77	0.10	11.04
4,180.00	3.00	233.00	4,177.38	-86.49	30.34	81.39	2.49	-1.06	37.87
4,276.00	2.50	217.40	4,273.27	-89.66	27.06	84.99	0.93	-0.52	-16.25
4,371.00	2.60	208.40	4,368.18	-93.20	24.77	88.82	0.43	0.11	-9.47
4,467.00	2.30	194.60	4,464.09	-96.98	23.25	92.78	0.69	-0.31	-14.37
4,594.00	2.30	177.10	4,590.99	-101.99	22.74	97.81	0.55	0.00	-13.78
4,689.00	2.50	178.50	4,685.90	-105.97	22.89	101.72	0.22	0.21	1.47
4,784.00	2.30	165.60	4,780.82	-109.89	23.42	105.53	0.60	-0.21	-13.58
4,879.00	2.40	178.00	4,875.74	-113.72	23.96	109.25	0.54	0.11	13.05
4,974.00	2.50	182.10	4,970.66	-117.78	23.96	113.27	0.21	0.11	4.32
5,070.00	2.90	177.60	5,066.55	-122.30	23.98	117.74	0.47	0.42	-4.69
5,165.00	2.70	174.70	5,161.44	-126.93	24.29	122.28	0.26	-0.21	-3.05
5,261.00	2.80	180.20	5,257.33	-131.52	24.49	126.80	0.29	0.10	5.73
5,356.00	3.10	174.90	5,352.20	-136.40	24.71	131.60	0.43	0.32	-5.58
5,452.00	3.50	189.80	5,448.04	-141.87	24.44	137.06	0.98	0.42	15.52
5,548.00	2.30	158.20	5,543.92	-146.55	24.66	141.66	2.04	-1.25	-32.92
5,643.00	2.40	158.00	5,638.84	-150.17	26.11	145.04	0.11	0.11	-0.21
5,739.00	2.50	155.10	5,734.76	-153.93	27.74	148.53	0.17	0.10	-3.02
5,834.00	2.80	162.60	5,829.65	-158.02	29.31	152.37	0.48	0.32	7.89
5,929.00	3.20	172.90	5,924.52	-162.87	30.33	157.02	0.70	0.42	10.84
6,025.00	3.10	171.50	6,020.38	-168.09	31.05	162.10	0.13	-0.10	-1.46
6,120.00	2.90	176.90	6,115.25	-173.03	31.56	166.92	0.36	-0.21	5.68
6,215.00	3.10	173.50	6,210.12	-177.99	31.98	171.76	0.28	0.21	-3.58

Sharewell Energy Services, LP  
Survey Report



Company: Axia Energy  
Project: Uintah Co., UT  
Site: Sec.34-T7S-R20E  
Well: Three Rivers #34-31-720  
Wellbore: Wellbore #1  
Design: Wellbore #1

Local Co-ordinate Reference: Well Three Rivers #34-31-720  
TVD Reference: WELL @ 4799.00usft  
MD Reference: WELL @ 4799.00usft  
North Reference: True  
Survey Calculation Method: Minimum Curvature  
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)	
6,311.00	2.70	175.20	6,306.00	-182.82	32.46	176.48	0.43	-0.42	1.77	
6,407.00	2.90	173.00	6,401.88	-187.48	32.95	181.03	0.24	0.21	-2.29	
6,501.00	2.90	170.50	6,495.76	-192.19	33.63	185.59	0.13	0.00	-2.66	
6,597.00	2.80	166.80	6,591.64	-196.86	34.56	190.09	0.22	-0.10	-3.85	
6,692.00	2.50	164.50	6,686.54	-201.12	35.65	194.16	0.33	-0.32	-2.42	
6,788.00	2.20	156.20	6,782.46	-204.82	36.95	197.64	0.47	-0.31	-8.65	
6,883.00	1.80	159.20	6,877.40	-207.89	38.22	200.50	0.44	-0.42	3.16	
6,978.00	2.20	178.00	6,972.34	-211.10	38.81	203.60	0.80	0.42	19.79	
7,074.00	2.60	182.30	7,068.26	-215.12	38.79	207.58	0.46	0.42	4.48	
7,169.00	2.50	181.30	7,163.17	-219.35	38.65	211.78	0.12	-0.11	-1.05	
7,265.00	3.20	180.10	7,259.05	-224.12	38.60	216.51	0.73	0.73	-1.25	
7,359.00	2.10	186.20	7,352.95	-228.45	38.41	220.83	1.21	-1.17	6.49	
7,455.00	2.10	186.10	7,448.88	-231.95	38.03	224.35	0.00	0.00	-0.10	
7,551.00	3.10	179.10	7,544.78	-236.30	37.89	228.67	1.09	1.04	-7.29	
7,646.00	4.20	184.30	7,639.59	-242.33	37.67	234.68	1.21	1.16	5.47	
7,741.00	5.00	176.60	7,734.28	-249.94	37.65	242.21	1.06	0.84	-8.11	
7,837.00	6.20	169.60	7,829.82	-259.21	38.84	251.23	1.44	1.25	-7.29	
7,932.00	8.10	163.70	7,924.08	-270.68	41.64	262.19	2.14	2.00	-6.21	
8,028.00	8.70	148.40	8,019.06	-283.36	47.34	273.95	2.40	0.62	-15.94	
8,123.00	8.90	143.20	8,112.95	-295.36	55.51	284.69	0.86	0.21	-5.47	
8,218.00	9.10	148.00	8,206.78	-307.62	63.89	295.65	0.82	0.21	5.05	
8,314.00	9.10	149.20	8,301.57	-320.58	71.80	307.38	0.20	0.00	1.25	
8,408.00	9.40	149.30	8,394.35	-333.56	79.53	319.16	0.32	0.32	0.11	
8,504.00	10.00	148.80	8,488.97	-347.43	87.85	331.73	0.63	0.62	-0.52	
8,599.00	10.10	150.20	8,582.52	-361.72	96.26	344.69	0.28	0.11	1.47	
8,694.00	10.30	152.40	8,676.02	-376.47	104.34	358.17	0.46	0.21	2.32	
8,790.00	10.30	152.80	8,770.47	-391.71	112.24	372.16	0.07	0.00	0.42	
8,885.00	10.10	152.40	8,863.97	-406.65	119.98	385.86	0.22	-0.21	-0.42	
<b>Last Sharewell Survey</b>										
8,980.00	9.90	154.60	8,957.52	-421.41	127.34	399.45	0.45	-0.21	2.32	
<b>Proj. to TD</b>										
9,030.00	9.90	154.60	9,006.78	-429.17	131.03	406.62	0.00	0.00	0.00	

Measured Depth (usft)	Vertical Depth (usft)	Local Coordinates		Comment
		+N-S (usft)	+E-W (usft)	
118.00	117.99	-1.03	-0.02	First Sharewell Survey
8,980.00	8,957.52	-421.41	127.34	Last Sharewell Survey
9,030.00	9,006.78	-429.17	131.03	Proj. to TD

Checked By: \_\_\_\_\_ Approved By: \_\_\_\_\_ Date: \_\_\_\_\_



October 15, 2012

Mr. Dustin Doucet  
Utah Division of Oil, Gas & Mining  
1594 West North Temple  
Salt Lake City, Utah 84116

RE: **Request for Exception Location**  
Three Rivers 34-31-720 (API # 43047520120000)  
NWNE Sec 34-T7S-R20E  
Uintah County, UT

Mr. Doucet:

In accordance with our recent correspondence with your office, we have drilled and completed the captioned well as a producer. When filing the completion report, it was brought to our attention that we inadvertently failed to provide you with an exception location request. We apologize for this oversight.

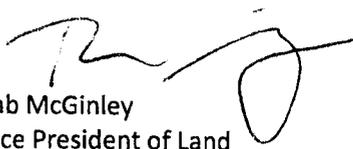
Axia Energy, LLC is the sole owner of 100% of the leasehold rights within 460' around the wellbore of the captioned well. In addition, the fee mineral ownership is also consistent.

Prior to drilling the Three Rivers 34-31-720, offset wells in the area were investigated and seen to have experienced significant deviation while drilling. Axia therefore employed directional drilling tools from the time of spud to monitor and control deviation and to stay within the boundary of the legal drilling window. As expected, the wellbore showed a high propensity to deviate, and was directionally controlled below 4 degrees inclination from surface to +/- 7,600'. At that point and prior to reaching a total vertical depth of 9,007', the directional tools failed but Axia was aware of the common mineral ownership and therefore allowed the well to deviate in a southerly direction, especially due to the uncertain production possibilities for those formations lying below 7,400'.

We shall therefore appreciate your granting Axia's exception location request.

Thank you in advance for your consideration. Please feel free to contact me at 720-746-5210 if you have any questions or comments.

Sincerely,  
AXIA ENERGY, LLC

  
Tab McGinley  
Vice President of Land

**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>							

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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**

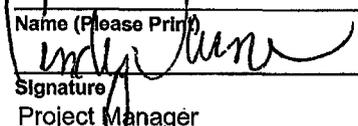
Well 3

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

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  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.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented
		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC		<b>8. WELL NAME and NUMBER:</b> THREE RIVERS 34-31-720
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202		<b>9. API NUMBER:</b> 43047520120000
<b>PHONE NUMBER:</b> 720 746-5200 Ext		<b>9. FIELD and POOL or WILDCAT:</b> WILDCAT
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 0660 FNL 1980 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWNE Section: 34 Township: 07.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH
		<b>STATE:</b> UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: 10/15/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> 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"/> <b>SPUD REPORT</b> Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> <b>DRILLING REPORT</b> 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 checked="" 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 type="text"/>

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

Due to the recent implementation of a submersible pump on the subject well, Axia Energy requests an extended stabilized production test time interval to evaluate the economics and feasibility of the installation to March, 2013.

**REQUEST DENIED**  
**Utah Division of**  
**Oil, Gas and Mining**

Date: December 20, 2012

By: *D. K. Quist*

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 12/13/2012	



**The Utah Division of Oil, Gas, and Mining**

- State of Utah
- Department of Natural Resources

**Electronic Permitting System - Sundry Notices**

**Sundry Conditions of Approval Well Number 43047520120000**

**Insufficient information provided to approve request (see R649-3-20). Board hearing may be necessary.**

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

**CONFIDENTIAL**

ANNUAL REPORT  FORM 8  
(highlight changes)

**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: **660' FNL & 1980' FEL**  
 AT TOP PRODUCING INTERVAL REPORTED BELOW: **774' FNL & 1956' FEL**  
 AT TOTAL DEPTH: **1089' FNL & 1849' FEL**

14. DATE SPUDDED: **11/14/2011** 15. DATE T.D. REACHED: **1/8/2012** 16. DATE COMPLETED: **8/6/2012** ABANDONED  READY TO PRODUCE

17. ELEVATIONS (DF, RKB, RT, GL): **4782' GL / 4,799'**  
 18. TOTAL DEPTH: MD **9,030** TVD **9,007** 19. PLUG BACK T.D.: MD **7,390** TVD **7,367** 20. IF MULTIPLE COMPLETIONS, HOW MANY? \* **1** 21. DEPTH BRIDGE MD **7,390** PLUG SET: TVD **7,367**

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)  
**CBL Run 1 and Run 2, SD-DSN-ACTR, Mud Log**

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
22	16		0	80		G 400	7	0	
12-1/4	9-5/8 J-55	36	0	980		G 425	87	0 Cir	
8-3/4	5-1/2 N-80	17	0	9,008		G 1,949	632	2,670 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	6,024							

**26. PRODUCING INTERVALS**

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Green River	3,182	6,989	3,159	6,966	4,846 6,982	.35	246	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)					5,426 5,490	.35	18	Open <input type="checkbox"/> Squeezed <input checked="" type="checkbox"/>
(C) Wasatch	6,989	7,390	6,966	7,367	7,021 7,382	.35	66	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(D)					7,406 8,802	.35	147	Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

**27. PERFORATION RECORD**

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4,846' to 6,982'	Green River Hybrid Frac -27,725 Bbls Slurry, 1,125,861 Gal Fluid & 965,300# 20/40 Prem White
7021' to 8,802'	Wasatch Hybrid Frac - 32,836 Bbls Slurry, 1,333,456 Gal Fluid & 1,019,173# 20/40 Jordan Unimin

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

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**

**RECEIVED**

**MAR 01 2013**

**DIV. OF OIL, GAS & MINING**

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 6/6/2012		TEST DATE: 6/19/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 116	GAS – MCF: 101	WATER – BBL: 670	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 40	CSG. PRESS. 40	API GRAVITY 29.20	BTU – GAS 1,377	GAS/OIL RATIO 871	24 HR PRODUCTION RATES: →	OIL – BBL: 116	GAS – MCF: 101	WATER – BBL: 670	INTERVAL STATUS: Prod

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED: 4/8/2012		TEST DATE: 5/9/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 11	GAS – MCF: 0	WATER – BBL: 64	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 40	CSG. PRESS. 40	API GRAVITY 36.70	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL: 11	GAS – MCF: 0	WATER – BBL: 64	INTERVAL STATUS: Prod

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	5,174
				Douglas Creek	6,076
				Wasatch	6,989
				TD Wasatch	9,030

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 2-25-13

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)).

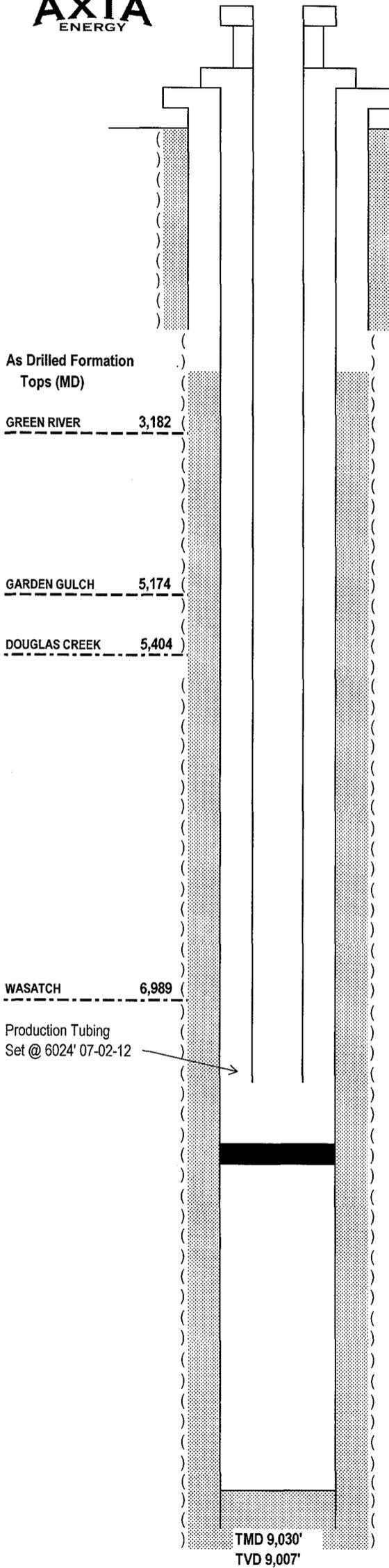
Send to: Utah Division of Oil, Gas and Mining  
 1594 West North Temple, Suite 1210  
 Box 145801  
 Salt Lake City, Utah 84114-5801

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

WELLBORE DIAGRAM (after completion)



Company: Axia Energy, LLC
Lease Name: Three Rivers 34-31-720
Surface Location: NWNE Sec 34-T7S-R20E, 660' FNL & 1980' FEL
Bottom Hole Location: NWNE Sec 34-T7S-R20E, 1089' FNL & 1849' FEL
County: Uintah, UT
Date: 8/22/2012



KB 4,799'

GL 4,782'

SPUD: 11/14/2011  
 DRILLED 22" HOLE TO 80' - SET 16" CONDUCTOR  
 Cement w/8 sxs

DRILLED 12-1/4" HOLE TO 997'  
 SURF CSG - 9-5/8" 36# J-55 ST&C (23 jts) Set 12-19-11  
 Cement: 425 sxs Class "G" to Surface (Cir)

TOC = 2,670'

As Drilled Formation  
 Tops (MD)

GREEN RIVER 3,182

GARDEN GULCH 5,174

DOUGLAS CREEK 5,404

WASATCH 6,989

Production Tubing  
 Set @ 6024' 07-02-12

GREEN RIVER HYBRID FRAC				
4846	6982	3 spf	264 Holes	
27,725 bbls slurry, 1,125,861 gal fluid & 965,300# 20/40 Premium White				

CEMENT SQUEEZE				
5426	5490	Green River - Squeezed	3 spf	18 Holes

TOTAL GREEN RIVER - OPEN 246 Holes

WASATCH HYBRID FRAC				
7021 #	8802	3 spf	213 Holes	
32,836 bbls slurry, 1,333,456 gal fluid, & 1,019,173# 20/40 Jordan Unimin				

TOTAL WASATCH - OPEN 66 Holes

CIBP SET @ 7,390'

TOTAL WASATCH - CLOSED 147 Holes

9,008' DRILLED 8-3/4" HOLE TO 9,030' TMD  
 PROD CSG - 5 1/2" 17# N-80 LT&C (211 jts) Set 01-10-12  
 Cement: 688 sxs LiteCrete Lead & 1258 sxs 13# Class "G" Tail

TMD 9,030'  
 TVD 9,007'