

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

FORM 3

AMENDED REPORT

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER THREE RIVERS 2-15-820								
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT WILDCAT								
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME								
6. NAME OF OPERATOR AXIA ENERGY LLC						7. OPERATOR PHONE 720 746-5200								
8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202						9. OPERATOR E-MAIL rsatre@axiaenergy.com								
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) ML-49318			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>								
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')								
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')								
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>								
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN		
LOCATION AT SURFACE		528 FSL 896 FWL		SWSW		2		8.0 S		20.0 E		S		
Top of Uppermost Producing Zone		528 FSL 460 FWL		SWSW		2		8.0 S		20.0 E		S		
At Total Depth		528 FSL 460 FWL		SWSW		2		8.0 S		20.0 E		S		
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 460			23. NUMBER OF ACRES IN DRILLING UNIT 40								
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 16			26. PROPOSED DEPTH MD: 8677 TVD: 8642								
27. ELEVATION - GROUND LEVEL 4767			28. BOND NUMBER LPM9046682			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2262 - RNI at Green River								
Hole, Casing, and Cement Information														
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight			
SURF	11	8.625	0 - 900	32.0	J-55 LT&C	8.7	Premium Lite High Strength		70	2.97	11.5			
							Class G		115	1.16	15.8			
PROD	7.875	5.5	0 - 8677	17.0	N-80 LT&C	9.2	Premium Lite High Strength		75	3.38	11.0			
							Premium Lite High Strength		545	2.31	12.0			
ATTACHMENTS														
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES														
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN								
<input 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 checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP								
NAME Don Hamilton				TITLE Permitting Agent (Buys & Associates, Inc)				PHONE 435 719-2018						
SIGNATURE				DATE 05/16/2012				EMAIL starpoint@etv.net						
API NUMBER ASSIGNED 43047526890000				APPROVAL  Permit Manager										

DRILLING PLAN

Axia Energy, LLC
Three Rivers Project
Three Rivers #2-15-820
SWSW Sec 2 T8S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

FORMATION	TOP (TVD)	COMMENTS
Uinta	Surface	Gas & Degraded Oil; Possible Brackish H ₂ O
Green River	2,803'	Oil & Associated Gas
Lower Green River*	4,760'	Oil & Associated Gas
Wasatch*	6,642'	Oil & Associated Gas
TD	8,677' (MD) 8,642' (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,767'; 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	13 3/8				
SURFACE	11	900 ±	8 5/8	32.0	J-55	LTC	0.0609
PRODUCTION	7 7/8	8,677'	5 1/2	17.0	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)
8 5/8	7.921	7.796	2,530	3,930	503,000	417,000
5 1/2	4.892	4.767	6,280	7,740	397,000	348,000

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

FLOAT EQUIPMENT

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

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

NOTE: 5 1/2" 17# N-80 or equivalent marker collar or casing joints will be placed at the top of the Green River and approximately 400' above the Wasatch.

3. CEMENT PROGRAM

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

SURFACE (8 5/8): Cement Top: Surface
Lead: 70 sks, Premium Lightweight Cmt w/ additives, 11.50 ppg, 2.97 cf/sk, 50% excess
Tail: 115 sks Class G Cement w/ additives, 15.80 ppg, 1.16 cf/sk, 50% excess

NOTE: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 1/2): Cement Top – 1,500'

Lead: 75 sacks – Premium Lite II – 11.0 ppg, 3.38 ft3/sk – 20% excess

Tail: 545 sacks – Light Premium Cement w/ additives – 12.0 ppg, 2.31 ft3/sk – 20% excess

NOTE: The above volumes are based on gauge hole + 20% excess. Adjustments will be made and volumes will be caliper + 10%.

NOTE: The above volumes are based on a gauged-hole. Adjustments will be made based on caliper.

- A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.
- B) Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.
- C) The State of Utah will be notified 24 hours prior to running casing and cementing.

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.
- a) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.
 - b) Choke Manifold:
 - i) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.
 - ii) Two adjustable chokes will be used in the choke manifold.
 - iii) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
 - iv) Pressure gauges in the well control system will be designed for drilling fluid.
- C)** BOPE Testing:
- a) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
 - b) All BOP tests will be performed with a test plug in place.
 - c) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 – 900 ±	11" Diverter with Rotating Head
900 ± – TD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

5. MUD PROGRAM

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

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

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

6. ABNORMAL CONDITIONS

- A)** No abnormal pressures or temperatures are anticipated.
- a) Estimated bottom hole pressure at TD will be approximately 3,742 psi (normal pressure gradient: 0.433 psi/ft).
 - b) Estimated maximum surface pressure will be approximately 1,902 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B)** No hydrogen sulfide is anticipated.

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

7. **AUXILIARY EQUIPMENT**

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

8. **SURVEY & LOGGING PROGRAMS**

- A) Cores: None anticipated.
- B) Testing: None anticipated.
- C) Directional Drilling: Directional tools will be used to locate the bottom hole per the attached directional plan +/-.
- D) Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.
- E) Mud Logs: Computerized 2-person logging unit will catch and describe 10 foot samples from top of Green River Formation to TD; 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.

CONFIDENTIAL

T8S, R20E, S.L.B.&M.

AXIA ENERGY

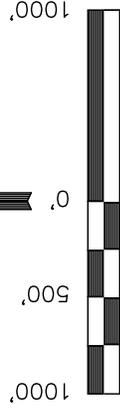
Well location, THREE RIVERS #2-15-820, located as shown in the SW 1/4 SW 1/4 of Section 2, T8S, R20E, S.L.B.&M., Uintah County, Utah.

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.



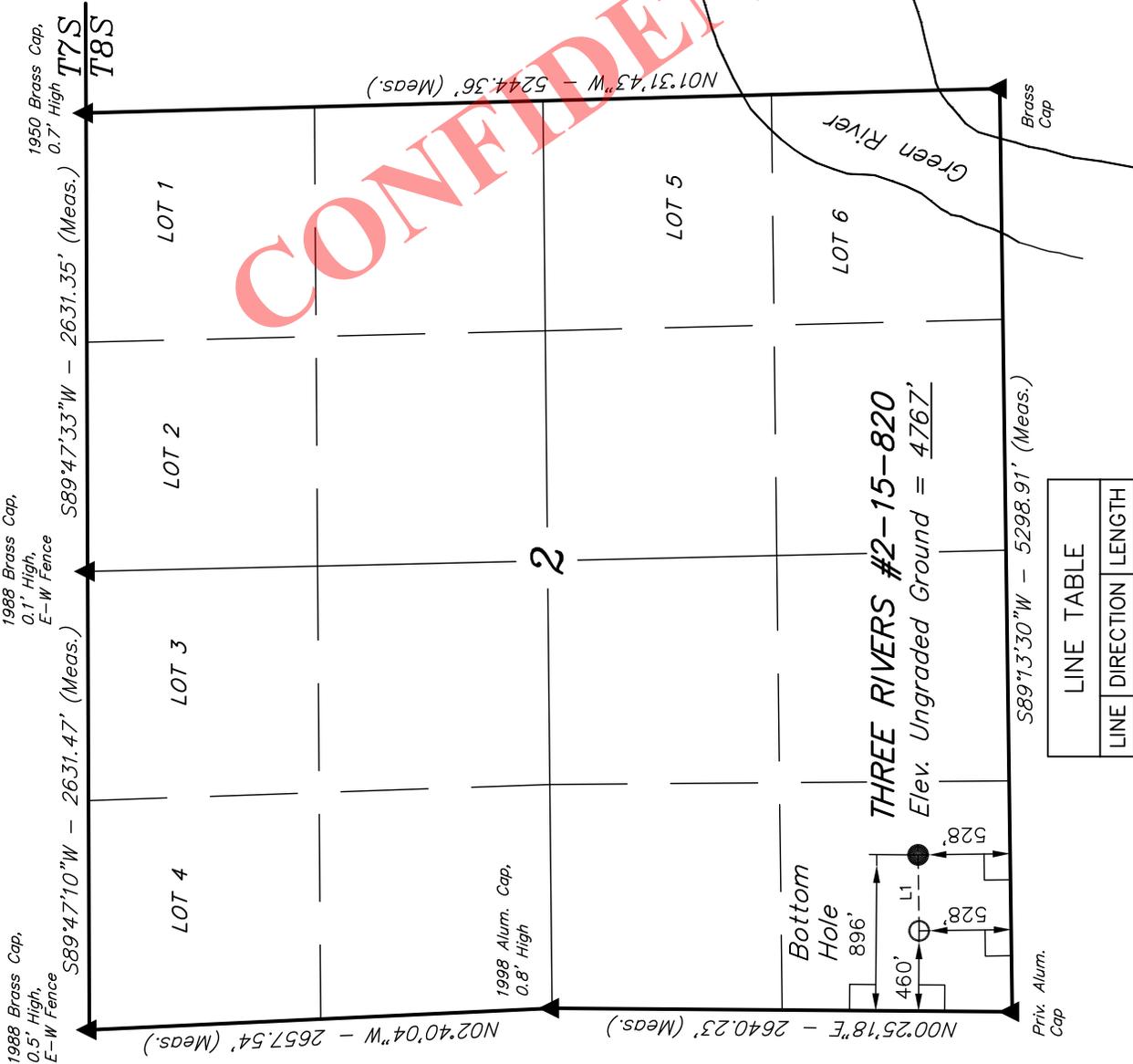
S C A L E
CERTIFICATE

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

ROBERT A. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

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

SCALE	1" = 1000'	DATE SURVEYED:	03-29-12	DATE DRAWN:	04-03-12
PARTY	B.H. N.F. N.S.	REFERENCES	G.L.O. PLAT		
WEATHER	WARM	FILE	AXIA ENERGY		

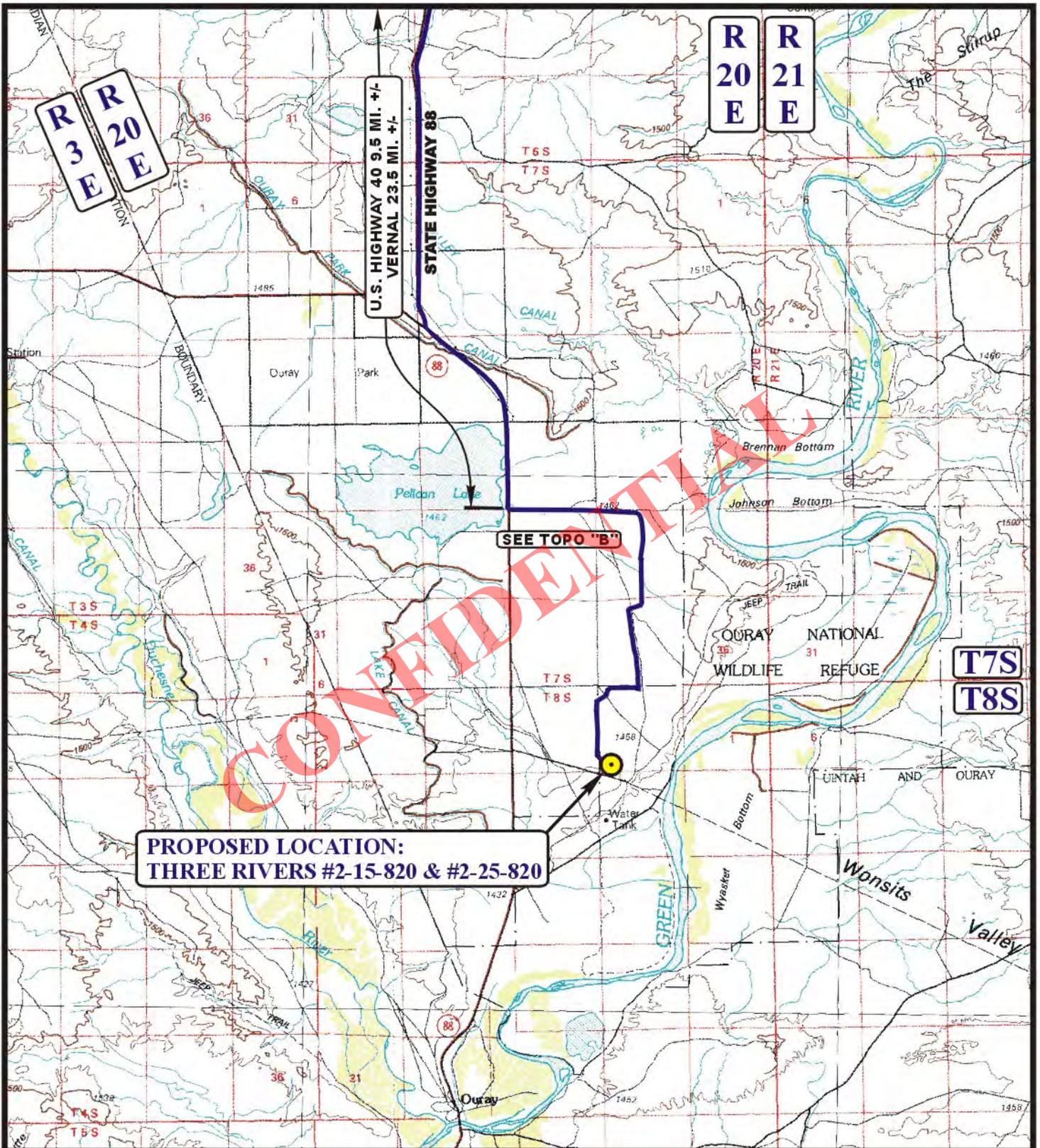


LINE TABLE

LINE	DIRECTION	LENGTH
L1	S89°13'39"W	436.14'

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'45.93" (40.146092)	LATITUDE = 40°08'45.99" (40.146108)
LONGITUDE = 109°38'36.01" (109.643336)	LONGITUDE = 109°38'30.39" (109.641775)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'46.06" (40.146128)	LATITUDE = 40°08'46.12" (40.146144)
LONGITUDE = 109°38'33.51" (109.642642)	LONGITUDE = 109°38'27.89" (109.641081)

- LEGEND:
- = 90° SYMBOL
 - = PROPOSED WELL HEAD.
 - ▲ = SECTION CORNERS LOCATED.



**PROPOSED LOCATION:
THREE RIVERS #2-15-820 & #2-25-820**

U.S. HIGHWAY 40 9.5 MI. +/-
VERNAL 23.5 MI. +/-

SEE TOPO "B"

LEGEND:

PROPOSED LOCATION

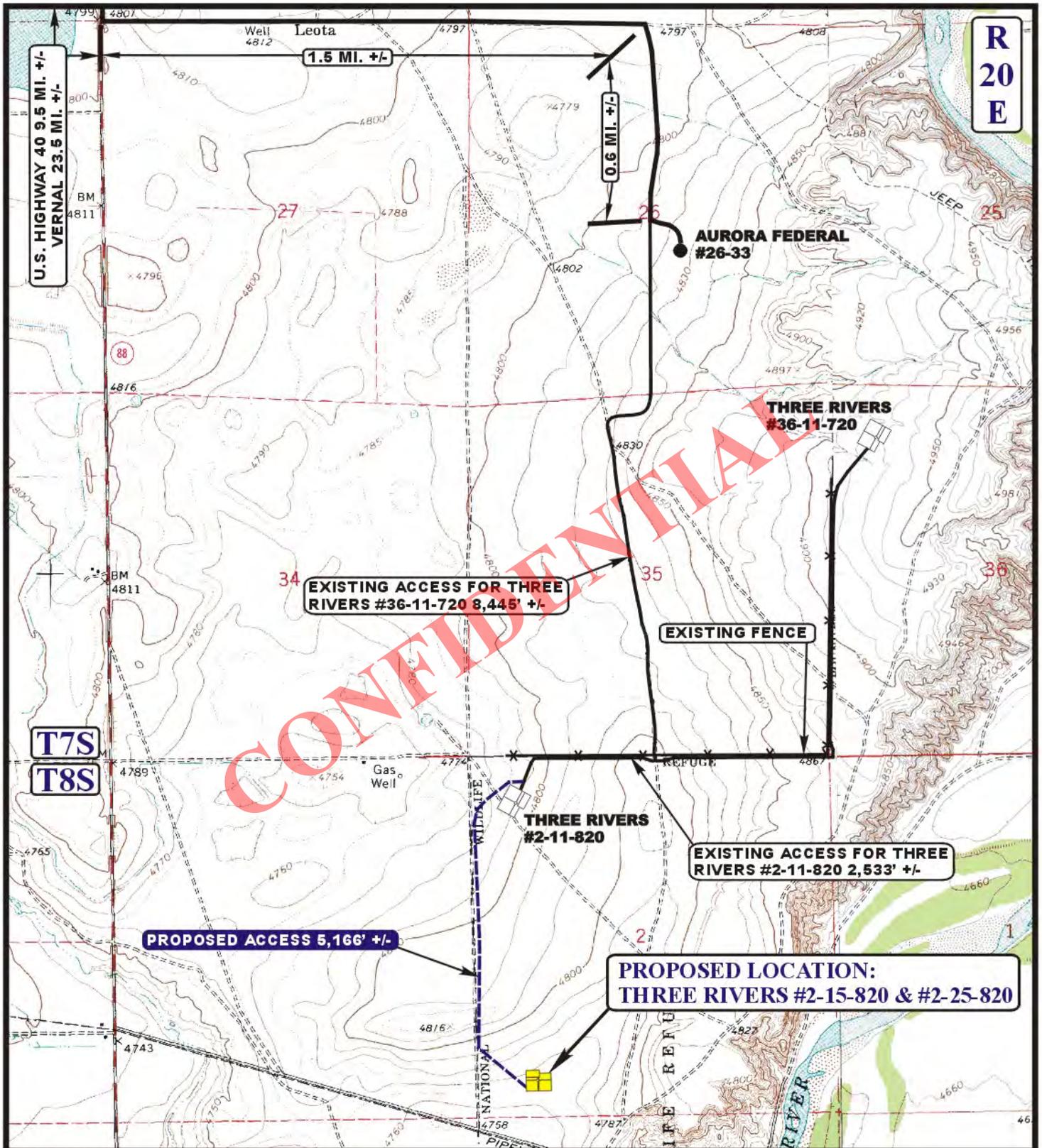


AXIA ENERGY

**THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**

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

**ACCESS ROAD
MAP** **04 13 12**
MONTH DAY YEAR
SCALE: 1:100,000 DRAWN BY: A.T. REVISED: 00-00-00 **A TOPO**



**R
20
E**

**T7S
T8S**

LEGEND:

-  EXISTING ROAD
-  PROPOSED ACCESS ROAD
-  EXISTING 2-TRACK NEEDS UPGRADED

AXIA ENERGY

**THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**

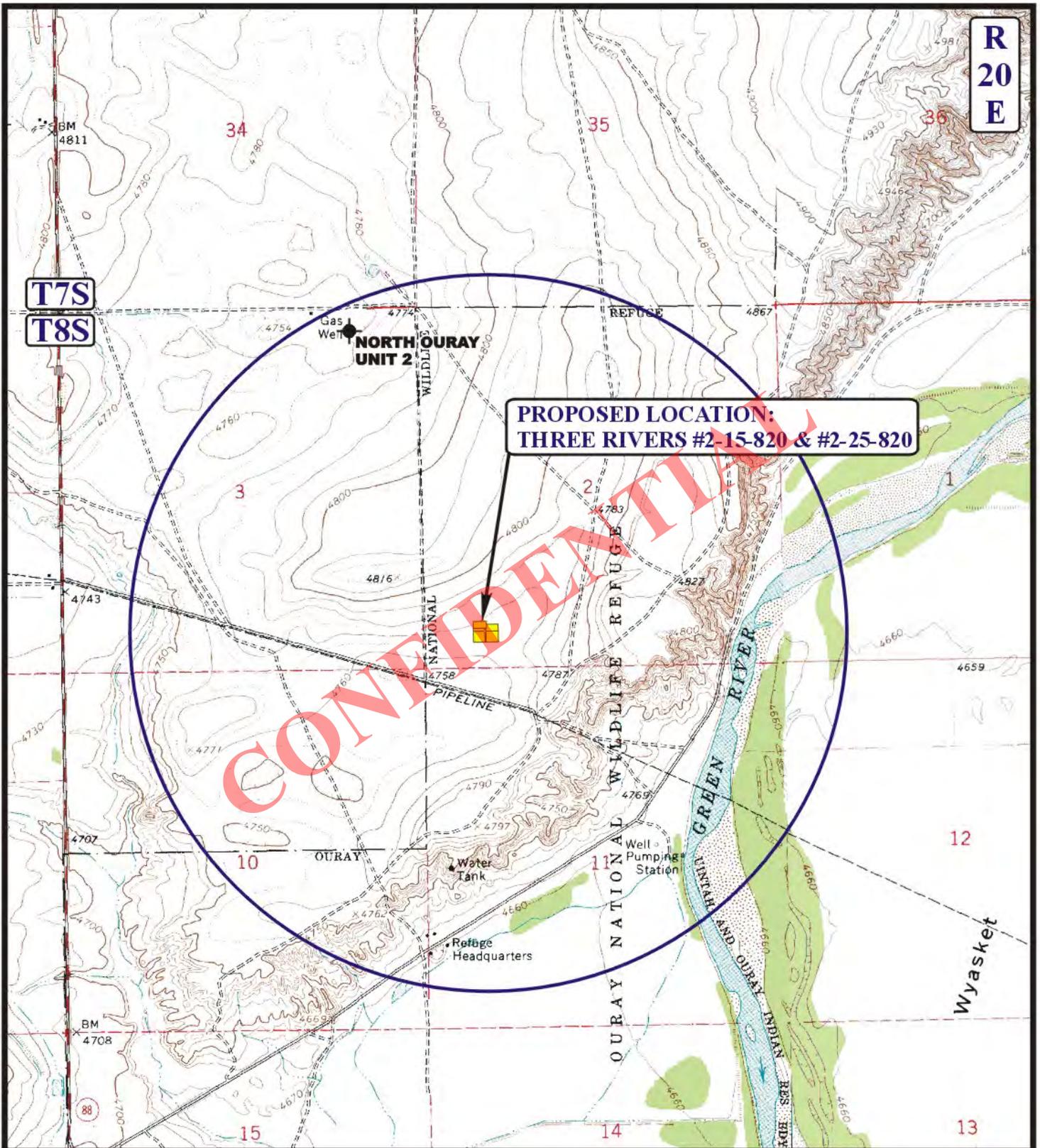
U&L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**ACCESS ROAD
MAP**

04	13	12
MONTH	DAY	YEAR

SCALE: 1" = 2000' DRAWN BY: A.T. REVISED: 00-00-00

**B
TOPO**



LEGEND:

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



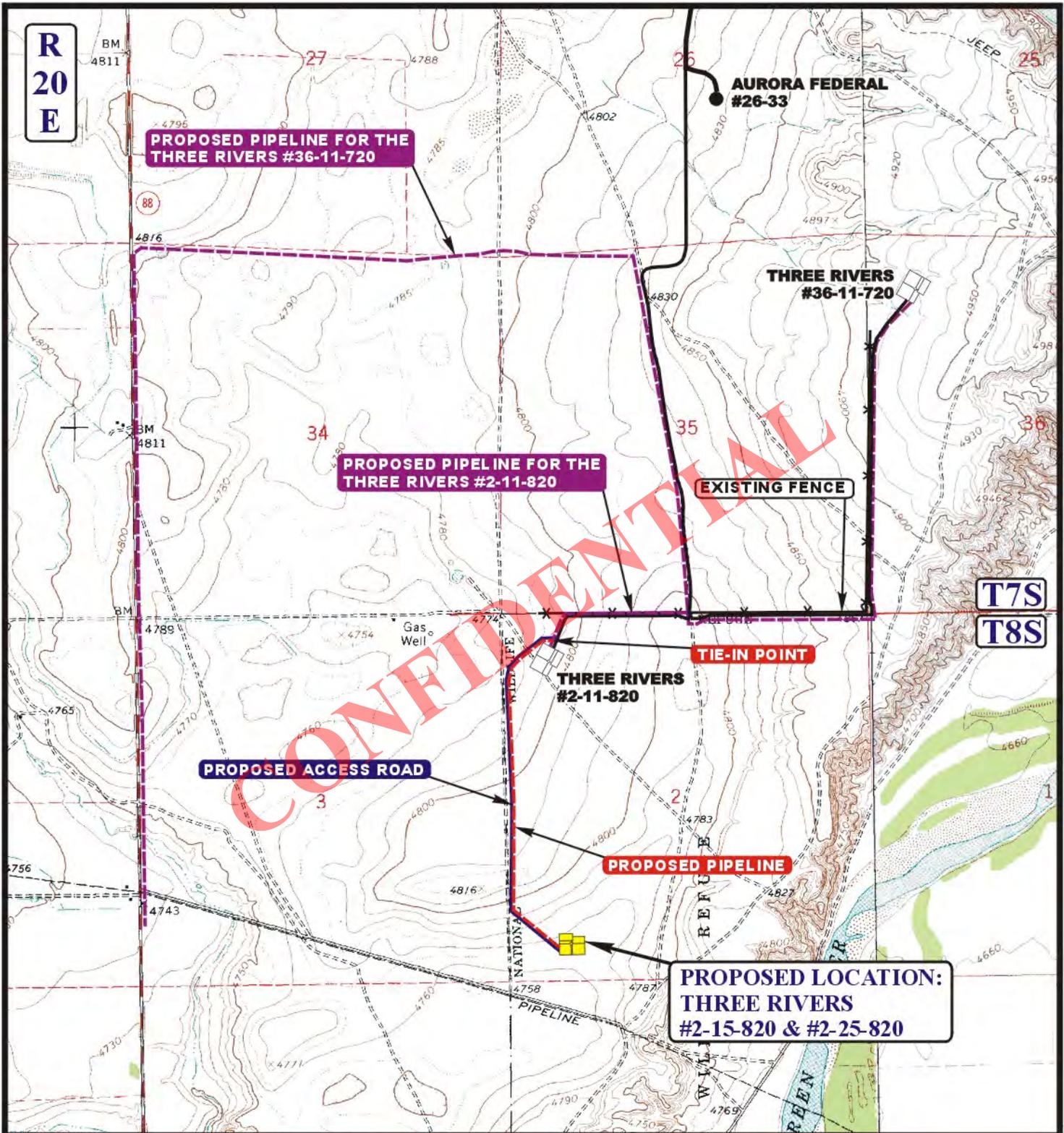
AXIA ENERGY

THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4

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

TOPOGRAPHIC MAP 04 13 12
 MONTH DAY YEAR
 SCALE: 1" = 2000' DRAWN BY: A.T. REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 5,118' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)

AXIA ENERGY

**THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**



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85 South 200 East Vernal, Utah 84078
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**TOPOGRAPHIC
MAP**

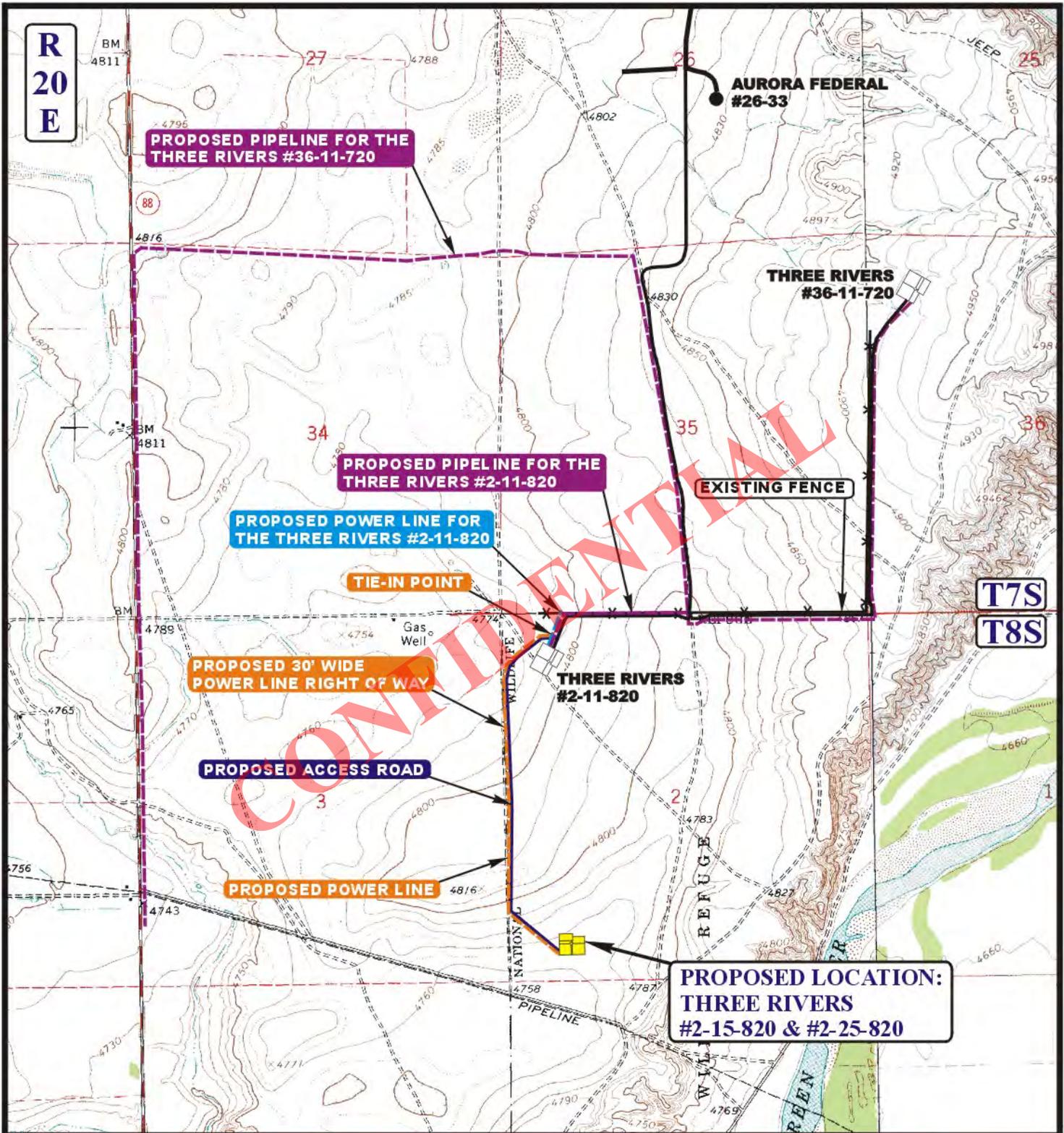
04 13 12
MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: A.T.

REVISED: 00-00-00

**D
TOPO**



APPROXIMATE TOTAL POWER LINE DISTANCE = 5,250' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- - - - PROPOSED POWER LINE (SERVICING OTHER WELLS)

AXIA ENERGY

**THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**



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**TOPOGRAPHIC
MAP**

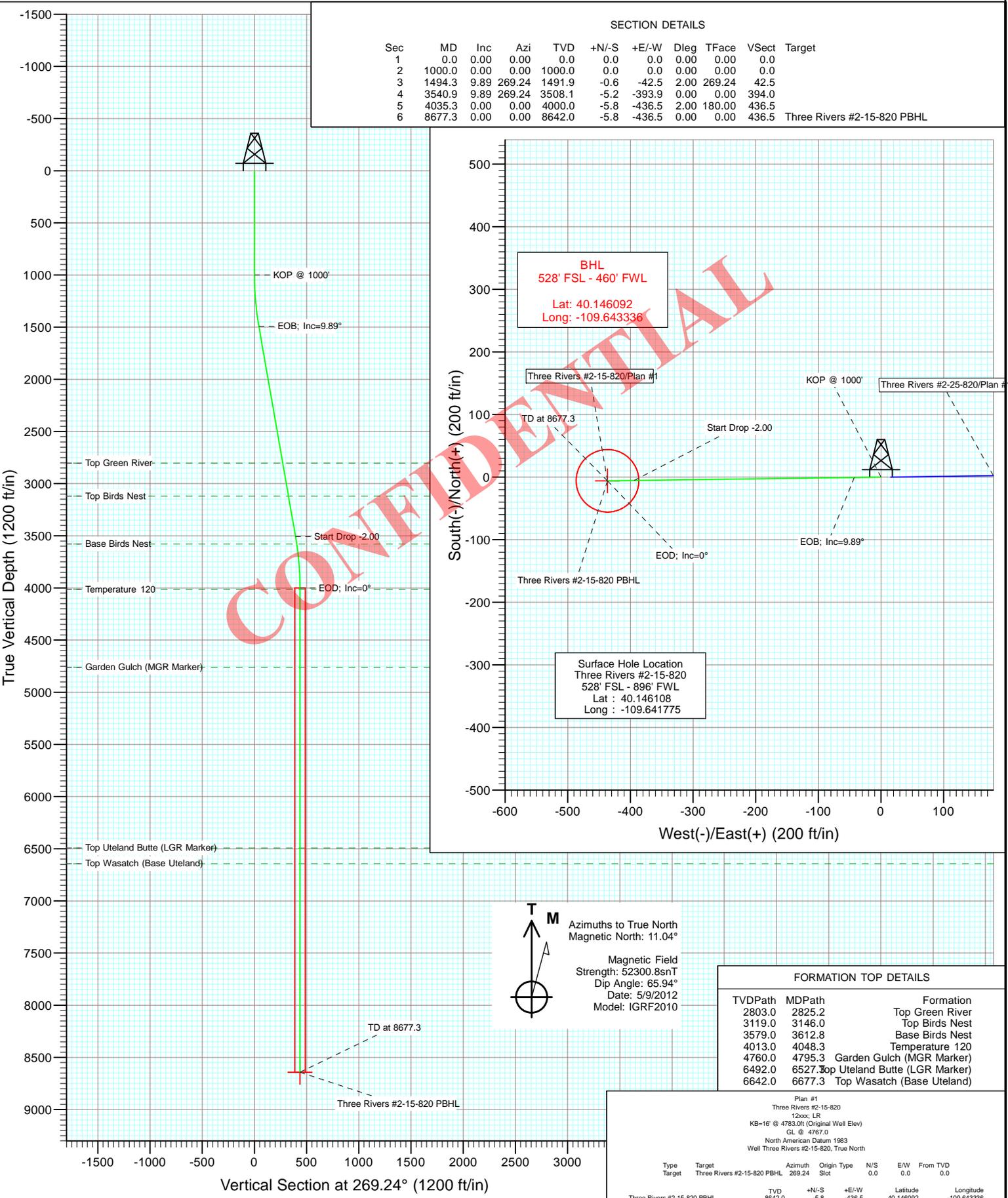
04 13 12
MONTH DAY YEAR

**E
TOPO**

SCALE: 1" = 2000' DRAWN BY: A.T. REVISED: 00-00-00

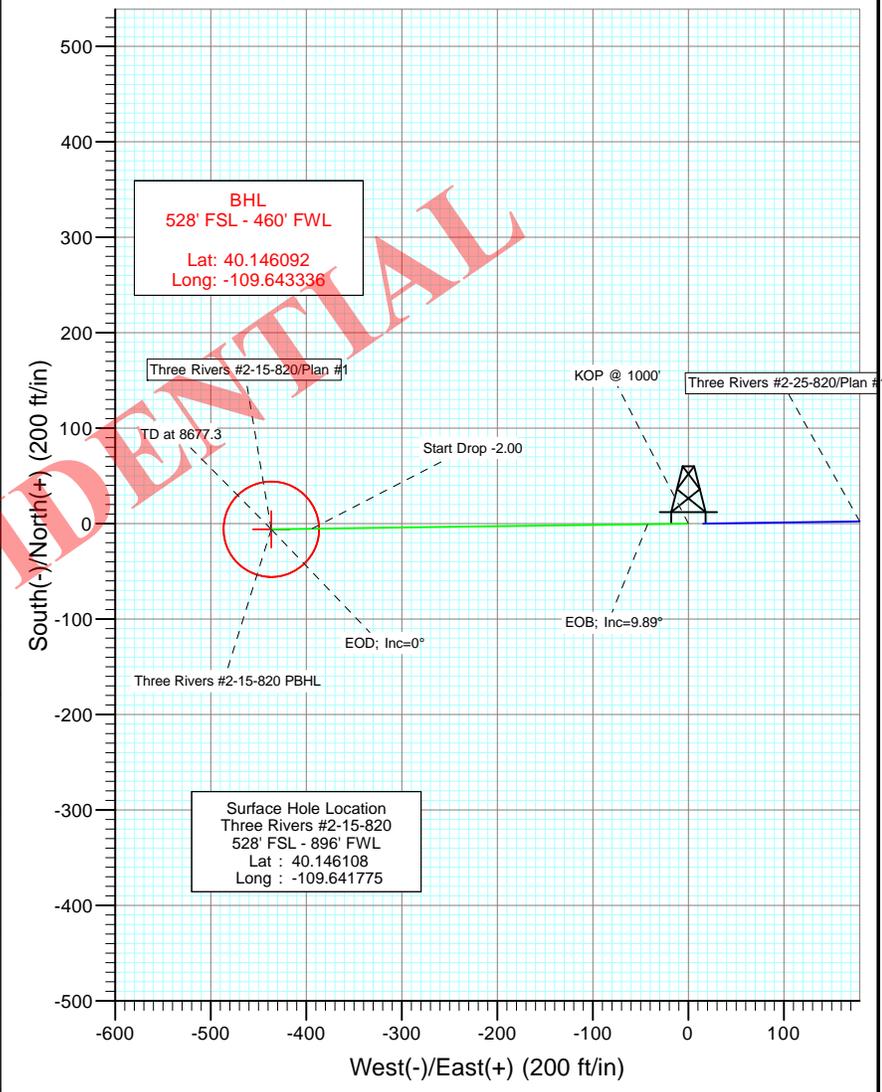
Axia Energy

Project: Uintah County, UT
 Site: SEC 2-T8S-R20E
 Well: Three Rivers #2-15-820
 Wellbore: DD
 Design: Plan #1



SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	Dleg	TFace	V Sect	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	1000.0	0.00	0.00	1000.0	0.0	0.0	0.00	0.00	0.0	
3	1494.3	9.89	269.24	1491.9	-0.6	-42.5	2.00	269.24	42.5	
4	3540.9	9.89	269.24	3508.1	-5.2	-393.9	0.00	0.00	394.0	
5	4035.3	0.00	0.00	4000.0	-5.8	-436.5	2.00	180.00	436.5	
6	8677.3	0.00	0.00	8642.0	-5.8	-436.5	0.00	0.00	436.5	Three Rivers #2-15-820 PBHL



T M

Azimuths to True North
 Magnetic North: 11.04°

Magnetic Field
 Strength: 52300.8snT
 Dip Angle: 65.94°
 Date: 5/9/2012
 Model: IGRF2010

FORMATION TOP DETAILS

TVDPath	MDPath	Formation
2803.0	2825.2	Top Green River
3119.0	3146.0	Top Birds Nest
3579.0	3612.8	Base Birds Nest
4013.0	4048.3	Temperature 120
4760.0	4795.3	Garden Gulch (MGR Marker)
6492.0	6527.0	Top Uteland Butte (LGR Marker)
6642.0	6677.3	Top Wasatch (Base Uteland)

Plan #1
 Three Rivers #2-15-820
 12xxx LR
 KB-16' @ 4783.0ft (Original Well Elev)
 GL @ 4767.0
 North American Datum 1983
 Well Three Rivers #2-15-820, True North

Type	Target	Target	Azimuth	Origin	N/S	E/W	From TVD
Three Rivers #2-15-820 PBHL	Three Rivers #2-15-820 PBHL	269.24	Slot	0.0	0.0	0.0	
	TVD	8642.0	+N/-S	-5.8	+E/-W	-436.5	Latitude
							Longitude
							40.146092
							-109.643336

Cathedral Energy Services

Planning Report

Database:	USA EDM 5000 Multi Users DB	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Company:	Axia Energy	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Project:	Uintah County, UT	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site:	SEC 2-T8S-R20E	North Reference:	True
Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Wellbore:	DD		
Design:	Plan #1		

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

Site	SEC 2-T8S-R20E				
Site Position:		Northing:	3,222,459.91 ft	Latitude:	40.157697
From:	Lat/Long	Easting:	2,162,546.84 ft	Longitude:	-109.632158
Position Uncertainty:	0.0 ft	Slot Radius:	13.200 in	Grid Convergence:	1.23 °

Well	Three Rivers #2-15-820					
Well Position	+N/-S	0.0 ft	Northing:	3,218,180.81 ft	Latitude:	40.146108
	+E/-W	0.0 ft	Easting:	2,159,949.25 ft	Longitude:	-109.641775
Position Uncertainty		0.0 ft	Wellhead Elevation:	ft	Ground Level:	4,767.0 ft

Wellbore	DD				
Magnetics	Model Name	Sample Date	Declination	Dip Angle	Field Strength
	IGRF2010	5/9/2012	(°)	(°)	(nT)
			11.04	65.94	52,301

Design	Plan #1			
Audit Notes:				
Version:	Phase:	PLAN	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.0	0.0	0.0	269.24

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.00	0.00	0.00	0.00	
1,494.3	9.89	269.24	1,491.9	-0.6	-42.5	2.00	2.00	0.00	269.24	
3,540.9	9.89	269.24	3,508.1	-5.2	-393.9	0.00	0.00	0.00	0.00	
4,035.3	0.00	0.00	4,000.0	-5.8	-436.5	2.00	-2.00	0.00	180.00	
8,677.3	0.00	0.00	8,642.0	-5.8	-436.5	0.00	0.00	0.00	0.00	Three Rivers #2-15-8;

Cathedral Energy Services

Planning Report

Database:	USA EDM 5000 Multi Users DB	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Company:	Axia Energy	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Project:	Uintah County, UT	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site:	SEC 2-T8S-R20E	North Reference:	True
Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Wellbore:	DD		
Design:	Plan #1		

Planned Survey									
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Comments / Formations
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	
100.0	0.00	0.00	100.0	0.0	0.0	0.0	0.00	0.00	
200.0	0.00	0.00	200.0	0.0	0.0	0.0	0.00	0.00	
300.0	0.00	0.00	300.0	0.0	0.0	0.0	0.00	0.00	
400.0	0.00	0.00	400.0	0.0	0.0	0.0	0.00	0.00	
500.0	0.00	0.00	500.0	0.0	0.0	0.0	0.00	0.00	
600.0	0.00	0.00	600.0	0.0	0.0	0.0	0.00	0.00	
700.0	0.00	0.00	700.0	0.0	0.0	0.0	0.00	0.00	
800.0	0.00	0.00	800.0	0.0	0.0	0.0	0.00	0.00	
900.0	0.00	0.00	900.0	0.0	0.0	0.0	0.00	0.00	
1,000.0	0.00	0.00	1,000.0	0.0	0.0	0.0	0.00	0.00	KOP @ 1000'
1,100.0	2.00	269.24	1,100.0	0.0	-1.7	1.7	2.00	2.00	
1,200.0	4.00	269.24	1,199.8	-0.1	-7.0	7.0	2.00	2.00	
1,300.0	6.00	269.24	1,299.5	-0.2	-15.7	15.7	2.00	2.00	
1,400.0	8.00	269.24	1,398.7	-0.4	-27.9	27.9	2.00	2.00	
1,494.3	9.89	269.24	1,491.9	-0.6	-42.5	42.5	2.00	2.00	EOB; Inc=9.89°
1,500.0	9.89	269.24	1,497.5	-0.6	-43.5	43.5	0.00	0.00	
1,600.0	9.89	269.24	1,596.0	-0.8	-60.7	60.7	0.00	0.00	
1,700.0	9.89	269.24	1,694.5	-1.0	-77.9	77.9	0.00	0.00	
1,800.0	9.89	269.24	1,793.0	-1.3	-95.0	95.0	0.00	0.00	
1,900.0	9.89	269.24	1,891.5	-1.5	-112.2	112.2	0.00	0.00	
2,000.0	9.89	269.24	1,990.0	-1.7	-129.4	129.4	0.00	0.00	
2,100.0	9.89	269.24	2,088.6	-2.0	-146.5	146.5	0.00	0.00	
2,200.0	9.89	269.24	2,187.1	-2.2	-163.7	163.7	0.00	0.00	
2,300.0	9.89	269.24	2,285.6	-2.4	-180.9	180.9	0.00	0.00	
2,400.0	9.89	269.24	2,384.1	-2.6	-198.0	198.1	0.00	0.00	
2,500.0	9.89	269.24	2,482.6	-2.9	-215.2	215.2	0.00	0.00	
2,600.0	9.89	269.24	2,581.1	-3.1	-232.4	232.4	0.00	0.00	
2,700.0	9.89	269.24	2,679.6	-3.3	-249.5	249.6	0.00	0.00	
2,800.0	9.89	269.24	2,778.2	-3.5	-266.7	266.7	0.00	0.00	
2,825.2	9.89	269.24	2,803.0	-3.6	-271.0	271.1	0.00	0.00	Top Green River
2,900.0	9.89	269.24	2,876.7	-3.8	-283.9	283.9	0.00	0.00	
3,000.0	9.89	269.24	2,975.2	-4.0	-301.0	301.1	0.00	0.00	
3,100.0	9.89	269.24	3,073.7	-4.2	-318.2	318.2	0.00	0.00	
3,146.0	9.89	269.24	3,119.0	-4.3	-326.1	326.1	0.00	0.00	Top Birds Nest
3,200.0	9.89	269.24	3,172.2	-4.5	-335.4	335.4	0.00	0.00	
3,300.0	9.89	269.24	3,270.7	-4.7	-352.6	352.6	0.00	0.00	
3,400.0	9.89	269.24	3,369.3	-4.9	-369.7	369.8	0.00	0.00	
3,500.0	9.89	269.24	3,467.8	-5.1	-386.9	386.9	0.00	0.00	
3,540.9	9.89	269.24	3,508.1	-5.2	-393.9	394.0	0.00	0.00	Start Drop -2.00
3,600.0	8.71	269.24	3,566.4	-5.4	-403.5	403.5	2.00	-2.00	
3,612.8	8.45	269.24	3,579.0	-5.4	-405.4	405.4	2.00	-2.00	Base Birds Nest
3,700.0	6.71	269.24	3,665.5	-5.5	-416.9	416.9	2.00	-2.00	
3,800.0	4.71	269.24	3,765.0	-5.7	-426.8	426.8	2.00	-2.00	
3,900.0	2.71	269.24	3,864.8	-5.8	-433.3	433.3	2.00	-2.00	
4,000.0	0.71	269.24	3,964.7	-5.8	-436.2	436.3	2.00	-2.00	
4,035.3	0.00	0.00	4,000.0	-5.8	-436.5	436.5	2.00	-2.00	EOD; Inc=0°
4,048.3	0.00	0.00	4,013.0	-5.8	-436.5	436.5	0.00	0.00	Temperature 120
4,100.0	0.00	0.00	4,064.7	-5.8	-436.5	436.5	0.00	0.00	
4,200.0	0.00	0.00	4,164.7	-5.8	-436.5	436.5	0.00	0.00	
4,300.0	0.00	0.00	4,264.7	-5.8	-436.5	436.5	0.00	0.00	
4,400.0	0.00	0.00	4,364.7	-5.8	-436.5	436.5	0.00	0.00	

Cathedral Energy Services

Planning Report

Database: USA EDM 5000 Multi Users DB
 Company: Axia Energy
 Project: Uintah County, UT
 Site: SEC 2-T8S-R20E
 Well: Three Rivers #2-15-820
 Wellbore: DD
 Design: Plan #1

Local Co-ordinate Reference: Well Three Rivers #2-15-820
 TVD Reference: KB=16' @ 4783.0ft (Original Well Elev)
 MD Reference: KB=16' @ 4783.0ft (Original Well Elev)
 North Reference: True
 Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Comments / Formations
4,500.0	0.00	0.00	4,464.7	-5.8	-436.5	436.5	0.00	0.00	
4,600.0	0.00	0.00	4,564.7	-5.8	-436.5	436.5	0.00	0.00	
4,700.0	0.00	0.00	4,664.7	-5.8	-436.5	436.5	0.00	0.00	
4,795.3	0.00	0.00	4,760.0	-5.8	-436.5	436.5	0.00	0.00	Garden Gulch (MGR Marker)
4,800.0	0.00	0.00	4,764.7	-5.8	-436.5	436.5	0.00	0.00	
4,900.0	0.00	0.00	4,864.7	-5.8	-436.5	436.5	0.00	0.00	
5,000.0	0.00	0.00	4,964.7	-5.8	-436.5	436.5	0.00	0.00	
5,100.0	0.00	0.00	5,064.7	-5.8	-436.5	436.5	0.00	0.00	
5,200.0	0.00	0.00	5,164.7	-5.8	-436.5	436.5	0.00	0.00	
5,300.0	0.00	0.00	5,264.7	-5.8	-436.5	436.5	0.00	0.00	
5,400.0	0.00	0.00	5,364.7	-5.8	-436.5	436.5	0.00	0.00	
5,500.0	0.00	0.00	5,464.7	-5.8	-436.5	436.5	0.00	0.00	
5,600.0	0.00	0.00	5,564.7	-5.8	-436.5	436.5	0.00	0.00	
5,700.0	0.00	0.00	5,664.7	-5.8	-436.5	436.5	0.00	0.00	
5,800.0	0.00	0.00	5,764.7	-5.8	-436.5	436.5	0.00	0.00	
5,900.0	0.00	0.00	5,864.7	-5.8	-436.5	436.5	0.00	0.00	
6,000.0	0.00	0.00	5,964.7	-5.8	-436.5	436.5	0.00	0.00	
6,100.0	0.00	0.00	6,064.7	-5.8	-436.5	436.5	0.00	0.00	
6,200.0	0.00	0.00	6,164.7	-5.8	-436.5	436.5	0.00	0.00	
6,300.0	0.00	0.00	6,264.7	-5.8	-436.5	436.5	0.00	0.00	
6,400.0	0.00	0.00	6,364.7	-5.8	-436.5	436.5	0.00	0.00	
6,500.0	0.00	0.00	6,464.7	-5.8	-436.5	436.5	0.00	0.00	
6,527.3	0.00	0.00	6,492.0	-5.8	-436.5	436.5	0.00	0.00	Top Uteland Butte (LGR Marker)
6,600.0	0.00	0.00	6,564.7	-5.8	-436.5	436.5	0.00	0.00	
6,677.3	0.00	0.00	6,642.0	-5.8	-436.5	436.5	0.00	0.00	Top Wasatch (Base Uteland)
6,700.0	0.00	0.00	6,664.7	-5.8	-436.5	436.5	0.00	0.00	
6,800.0	0.00	0.00	6,764.7	-5.8	-436.5	436.5	0.00	0.00	
6,900.0	0.00	0.00	6,864.7	-5.8	-436.5	436.5	0.00	0.00	
7,000.0	0.00	0.00	6,964.7	-5.8	-436.5	436.5	0.00	0.00	
7,100.0	0.00	0.00	7,064.7	-5.8	-436.5	436.5	0.00	0.00	
7,200.0	0.00	0.00	7,164.7	-5.8	-436.5	436.5	0.00	0.00	
7,300.0	0.00	0.00	7,264.7	-5.8	-436.5	436.5	0.00	0.00	
7,400.0	0.00	0.00	7,364.7	-5.8	-436.5	436.5	0.00	0.00	
7,500.0	0.00	0.00	7,464.7	-5.8	-436.5	436.5	0.00	0.00	
7,600.0	0.00	0.00	7,564.7	-5.8	-436.5	436.5	0.00	0.00	
7,700.0	0.00	0.00	7,664.7	-5.8	-436.5	436.5	0.00	0.00	
7,800.0	0.00	0.00	7,764.7	-5.8	-436.5	436.5	0.00	0.00	
7,900.0	0.00	0.00	7,864.7	-5.8	-436.5	436.5	0.00	0.00	
8,000.0	0.00	0.00	7,964.7	-5.8	-436.5	436.5	0.00	0.00	
8,100.0	0.00	0.00	8,064.7	-5.8	-436.5	436.5	0.00	0.00	
8,200.0	0.00	0.00	8,164.7	-5.8	-436.5	436.5	0.00	0.00	
8,300.0	0.00	0.00	8,264.7	-5.8	-436.5	436.5	0.00	0.00	
8,400.0	0.00	0.00	8,364.7	-5.8	-436.5	436.5	0.00	0.00	
8,500.0	0.00	0.00	8,464.7	-5.8	-436.5	436.5	0.00	0.00	
8,600.0	0.00	0.00	8,564.7	-5.8	-436.5	436.5	0.00	0.00	
8,677.3	0.00	0.00	8,642.0	-5.8	-436.5	436.5	0.00	0.00	TD at 8677.3 - Three Rivers #2-15-820 PBHL

Cathedral Energy Services

Planning Report

Database:	USA EDM 5000 Multi Users DB	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Company:	Axia Energy	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Project:	Uintah County, UT	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site:	SEC 2-T8S-R20E	North Reference:	True
Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Wellbore:	DD		
Design:	Plan #1		

Targets									
Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
Three Rivers #2-15-820 - hit/miss target - Shape - plan hits target center - Circle (radius 50.0)	0.00	0.00	8,642.0	-5.8	-436.5	3,218,165.67	2,159,513.01	40.146092	-109.643336

Formations						
Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)	
2,825.2	2,803.0	Top Green River				
3,146.0	3,119.0	Top Birds Nest				
3,612.8	3,579.0	Base Birds Nest				
4,048.3	4,013.0	Temperature 120				
4,795.3	4,760.0	Garden Gulch (MGR Marker)				
6,527.3	6,492.0	Top Uteland Butte (LGR Marker)				
6,677.3	6,642.0	Top Wasatch (Base Uteland)				

Plan Annotations					
Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment	
		+N/-S (ft)	+E/-W (ft)		
1,000.0	1,000.0	0.0	0.0	KOP @ 1000'	
1,494.3	1,491.9	-0.6	-42.5	EOB; Inc=9.89°	
3,540.9	3,508.1	-5.2	-393.9	Start Drop -2.00	
4,035.3	4,000.0	-5.8	-436.5	EOD; Inc=0°	
8,677.3	8,642.0	-5.8	-436.5	TD at 8677.3	

Axia Energy

Uintah County, UT

SEC 2-T8S-R20E

Three Rivers #2-15-820

DD

Plan #1

Anticollision Report

09 May, 2012

CONFIDENTIAL

Cathedral Energy Services
Anticollision Report

Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Project:	Uintah County, UT	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Reference Site:	SEC 2-T8S-R20E	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site Error:	0.0ft	North Reference:	True
Reference Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Well Error:	0.0ft	Output errors are at	2.00 sigma
Reference Wellbore	DD	Database:	USA EDM 5000 Multi Users DB
Reference Design:	Plan #1	Offset TVD Reference:	Offset Datum

Reference	Plan #1
Filter type:	GLOBAL FILTER APPLIED: All wellpaths within 200'+ 100/1000 of reference
Interpolation Method:	MD Interval 100.0ft
Depth Range:	Unlimited
Results Limited by:	Maximum center-center distance of 1,067.7ft
Warning Levels Evaluated at:	2.00 Sigma
Error Model:	ISCWSA
Scan Method:	Closest Approach 3D
Error Surface:	Elliptical Conic

Survey Tool Program	Date	5/9/2012
From (ft)	To (ft)	Survey (Wellbore)
0.0	8,677.3	Plan #1 (DD)
		Tool Name
		MWD
		Description
		Geolink MWD

Summary							
Site Name	Reference Measured Depth (ft)	Offset Measured Depth (ft)	Distance Between Centres (ft)	Distance Between Ellipses (ft)	Separation Factor	Warning	
Offset Well - Wellbore - Design							
SEC 2-T8S-R20E							
Three Rivers #2-25-820 - DD - Plan #1	1,000.0	1,000.0	15.7	12.2	4.559	CC, ES, SF	

Cathedral Energy Services
Anticollision Report

Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Project:	Uintah County, UT	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Reference Site:	SEC 2-T8S-R20E	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site Error:	0.0ft	North Reference:	True
Reference Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Well Error:	0.0ft	Output errors are at	2.00 sigma
Reference Wellbore	DD	Database:	USA EDM 5000 Multi Users DB
Reference Design:	Plan #1	Offset TVD Reference:	Offset Datum

Offset Design													Offset Site Error:	0.0 ft	
Survey Program: 0-MWD													Offset Well Error:		0.0 ft
Reference													Warning		
Offset				Semi Major Axis			Distance			Total	Separation				
Measured Depth (ft)	Vertical Depth (ft)	Measured Depth (ft)	Vertical Depth (ft)	Reference (ft)	Offset (ft)	Highside Toolface (°)	Offset Wellbore Centre +N/-S (ft)	+E/-W (ft)	Between Centres (ft)	Between Ellipses (ft)	Uncertainty Axis	Factor			
0.0	0.0	0.0	0.0	0.0	0.0	90.03	0.0	15.7	15.7						
100.0	100.0	100.0	100.0	0.1	0.1	90.03	0.0	15.7	15.7	15.4	0.29	53.401			
200.0	200.0	200.0	200.0	0.3	0.3	90.03	0.0	15.7	15.7	15.0	0.64	24.379			
300.0	300.0	300.0	300.0	0.5	0.5	90.03	0.0	15.7	15.7	14.7	0.99	15.795			
400.0	400.0	400.0	400.0	0.7	0.7	90.03	0.0	15.7	15.7	14.3	1.34	11.681			
500.0	500.0	500.0	500.0	0.8	0.8	90.03	0.0	15.7	15.7	14.0	1.69	9.268			
600.0	600.0	600.0	600.0	1.0	1.0	90.03	0.0	15.7	15.7	13.6	2.04	7.681			
700.0	700.0	700.0	700.0	1.2	1.2	90.03	0.0	15.7	15.7	13.3	2.39	6.558			
800.0	800.0	800.0	800.0	1.4	1.4	90.03	0.0	15.7	15.7	12.9	2.74	5.721			
900.0	900.0	900.0	900.0	1.5	1.5	90.03	0.0	15.7	15.7	12.6	3.09	5.074			
1,000.0	1,000.0	1,000.0	1,000.0	1.7	1.7	90.03	0.0	15.7	15.7	12.2	3.43	4.559	CC, ES, SF		
1,100.0	1,100.0	1,099.3	1,099.3	1.9	1.9	-179.36	0.0	17.4	19.1	15.4	3.78	5.061			
1,200.0	1,199.8	1,198.0	1,197.8	2.1	2.1	-179.60	0.1	22.5	29.5	25.4	4.12	7.166			
1,300.0	1,299.5	1,295.2	1,294.6	2.3	2.3	-179.76	0.2	30.8	46.8	42.3	4.46	10.498			
1,400.0	1,398.7	1,390.3	1,389.1	2.5	2.5	-179.85	0.4	42.2	70.7	66.0	4.78	14.790			
1,500.0	1,497.5	1,483.2	1,480.9	2.7	2.7	-179.91	0.6	56.3	101.2	96.1	5.10	19.838			
1,600.0	1,596.0	1,577.5	1,574.0	3.0	2.9	-179.94	0.8	71.7	134.3	128.8	5.44	24.700			
1,700.0	1,694.5	1,671.9	1,667.1	3.3	3.2	-179.96	1.1	87.2	167.3	161.6	5.77	28.998			
1,800.0	1,793.0	1,766.3	1,760.1	3.6	3.5	-179.97	1.3	102.7	200.4	194.3	6.11	32.824			
1,900.0	1,891.5	1,860.6	1,853.2	3.9	3.8	-179.98	1.5	118.2	233.5	227.1	6.44	36.253			
2,000.0	1,990.0	1,955.0	1,946.3	4.2	4.0	-179.99	1.7	133.6	266.6	259.8	6.78	39.343			
2,100.0	2,088.6	2,049.4	2,039.4	4.6	4.3	-180.00	2.0	149.1	299.7	292.6	7.11	42.142			
2,200.0	2,187.1	2,143.7	2,132.5	4.9	4.6	180.00	2.2	164.6	332.8	325.4	7.45	44.690			
2,300.0	2,285.6	2,238.1	2,225.6	5.2	4.9	179.99	2.4	180.0	365.9	358.1	7.78	47.018			
2,400.0	2,384.1	2,332.5	2,318.7	5.5	5.2	179.99	2.7	195.5	399.0	390.9	8.12	49.155			
2,500.0	2,482.6	2,426.8	2,411.8	5.9	5.5	179.99	2.9	211.0	432.1	423.6	8.45	51.123			
2,600.0	2,581.1	2,521.2	2,504.9	6.2	5.8	179.99	3.1	226.4	465.2	456.4	8.79	52.942			
2,700.0	2,679.6	2,615.6	2,598.0	6.5	6.1	179.98	3.3	241.9	498.2	489.1	9.12	54.627			
2,800.0	2,778.2	2,709.9	2,691.0	6.9	6.4	179.98	3.6	257.4	531.3	521.9	9.46	56.193			
2,900.0	2,876.7	2,804.3	2,784.1	7.2	6.8	179.98	3.8	272.9	564.4	554.6	9.79	57.652			
3,000.0	2,975.2	2,898.7	2,877.2	7.6	7.1	179.98	4.0	288.3	597.5	587.4	10.12	59.014			
3,100.0	3,073.7	2,993.0	2,970.3	7.9	7.4	179.98	4.3	303.8	630.6	620.1	10.46	60.290			
3,200.0	3,172.2	3,087.4	3,063.4	8.2	7.7	179.98	4.5	319.3	663.7	652.9	10.79	61.487			
3,300.0	3,270.7	3,181.8	3,156.5	8.6	8.0	179.98	4.7	334.7	696.8	685.7	11.13	62.612			
3,400.0	3,369.2	3,276.1	3,249.6	8.9	8.3	179.98	4.9	350.2	729.9	718.4	11.46	63.671			
3,500.0	3,467.8	3,370.5	3,342.7	9.3	8.6	179.98	5.2	365.7	763.0	751.2	11.80	64.671			
3,600.0	3,566.4	3,465.1	3,436.0	9.6	8.9	179.97	5.4	381.2	795.5	783.3	12.16	65.426			
3,700.0	3,665.5	3,560.6	3,530.2	9.9	9.2	179.97	5.6	396.8	825.0	812.4	12.53	65.824			
3,800.0	3,765.0	3,697.8	3,666.0	10.1	9.6	179.97	5.9	416.1	848.8	835.8	12.97	65.438			
3,900.0	3,864.8	3,838.7	3,806.3	10.3	9.9	179.97	6.1	429.1	864.4	851.0	13.41	64.470			
4,000.0	3,964.7	3,981.8	3,949.3	10.4	10.1	179.97	6.2	435.2	871.6	857.8	13.84	62.978			
4,100.0	4,064.7	4,097.2	4,064.7	10.5	10.3	89.21	6.2	435.6	872.2	858.0	14.22	61.345			
4,200.0	4,164.7	4,197.2	4,164.7	10.6	10.4	89.21	6.2	435.6	872.2	857.6	14.57	59.871			
4,300.0	4,264.7	4,297.2	4,264.7	10.8	10.5	89.21	6.2	435.6	872.2	857.3	14.92	58.467			
4,400.0	4,364.7	4,397.2	4,364.7	10.9	10.7	89.21	6.2	435.6	872.2	856.9	15.27	57.128			
4,500.0	4,464.7	4,497.2	4,464.7	11.0	10.8	89.21	6.2	435.6	872.2	856.6	15.62	55.848			
4,600.0	4,564.7	4,597.2	4,564.7	11.1	10.9	89.21	6.2	435.6	872.2	856.2	15.97	54.625			
4,700.0	4,664.7	4,697.2	4,664.7	11.3	11.0	89.21	6.2	435.6	872.2	855.9	16.32	53.454			
4,800.0	4,764.7	4,797.2	4,764.7	11.4	11.2	89.21	6.2	435.6	872.2	855.5	16.67	52.333			
4,900.0	4,864.7	4,897.2	4,864.7	11.5	11.3	89.21	6.2	435.6	872.2	855.2	17.02	51.257			
5,000.0	4,964.7	4,997.2	4,964.7	11.6	11.4	89.21	6.2	435.6	872.2	854.8	17.37	50.225			
5,100.0	5,064.7	5,097.2	5,064.7	11.8	11.6	89.21	6.2	435.6	872.2	854.5	17.71	49.234			

CC - Min centre to center distance or convergent point, SF - min separation factor, ES - min ellipse separation

Cathedral Energy Services
Anticollision Report

Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Project:	Uintah County, UT	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Reference Site:	SEC 2-T8S-R20E	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site Error:	0.0ft	North Reference:	True
Reference Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Well Error:	0.0ft	Output errors are at	2.00 sigma
Reference Wellbore	DD	Database:	USA EDM 5000 Multi Users DB
Reference Design:	Plan #1	Offset TVD Reference:	Offset Datum

Offset Design													SEC 2-T8S-R20E - Three Rivers #2-25-820 - DD - Plan #1	Offset Site Error:	0.0 ft
Survey Program: 0-MWD														Offset Well Error:	0.0 ft
Reference		Offset		Semi Major Axis			Distance				Total Uncertainty Axis	Separation Factor	Warning		
Measured Depth (ft)	Vertical Depth (ft)	Measured Depth (ft)	Vertical Depth (ft)	Reference (ft)	Offset (ft)	Highside Toolface (°)	Offset Wellbore Centre +N/-S (ft)	+E/-W (ft)	Between Centres (ft)	Between Ellipses (ft)					
5,200.0	5,164.7	5,197.2	5,164.7	11.9	11.7	89.21	6.2	435.6	872.2	854.1	18.06	48.281			
5,300.0	5,264.7	5,297.2	5,264.7	12.0	11.8	89.21	6.2	435.6	872.2	853.8	18.41	47.365			
5,400.0	5,364.7	5,397.2	5,364.7	12.2	12.0	89.21	6.2	435.6	872.2	853.4	18.76	46.482			
5,500.0	5,464.7	5,497.2	5,464.7	12.3	12.1	89.21	6.2	435.6	872.2	853.1	19.11	45.632			
5,600.0	5,564.7	5,597.2	5,564.7	12.4	12.2	89.21	6.2	435.6	872.2	852.7	19.46	44.813			
5,700.0	5,664.7	5,697.2	5,664.7	12.6	12.4	89.21	6.2	435.6	872.2	852.4	19.81	44.022			
5,800.0	5,764.7	5,797.2	5,764.7	12.7	12.5	89.21	6.2	435.6	872.2	852.0	20.16	43.259			
5,900.0	5,864.7	5,897.2	5,864.7	12.9	12.7	89.21	6.2	435.6	872.2	851.7	20.51	42.522			
6,000.0	5,964.7	5,997.2	5,964.7	13.0	12.8	89.21	6.2	435.6	872.2	851.3	20.86	41.810			
6,100.0	6,064.7	6,097.2	6,064.7	13.1	13.0	89.21	6.2	435.6	872.2	851.0	21.21	41.121			
6,200.0	6,164.7	6,197.2	6,164.7	13.3	13.1	89.21	6.2	435.6	872.2	850.6	21.56	40.454			
6,300.0	6,264.7	6,297.2	6,264.7	13.4	13.2	89.21	6.2	435.6	872.2	850.3	21.91	39.809			
6,400.0	6,364.7	6,397.2	6,364.7	13.6	13.4	89.21	6.2	435.6	872.2	849.9	22.26	39.184			
6,500.0	6,464.7	6,497.2	6,464.7	13.7	13.5	89.21	6.2	435.6	872.2	849.6	22.61	38.579			
6,600.0	6,564.7	6,597.2	6,564.7	13.8	13.7	89.21	6.2	435.6	872.2	849.2	22.96	37.992			
6,700.0	6,664.7	6,697.2	6,664.7	14.0	13.8	89.21	6.2	435.6	872.2	848.9	23.31	37.422			
6,800.0	6,764.7	6,797.2	6,764.7	14.1	14.0	89.21	6.2	435.6	872.2	848.5	23.66	36.869			
6,900.0	6,864.7	6,897.2	6,864.7	14.3	14.1	89.21	6.2	435.6	872.2	848.2	24.01	36.333			
7,000.0	6,964.7	6,997.2	6,964.7	14.4	14.3	89.21	6.2	435.6	872.2	847.8	24.35	35.812			
7,100.0	7,064.7	7,097.2	7,064.7	14.6	14.4	89.21	6.2	435.6	872.2	847.5	24.70	35.305			
7,200.0	7,164.7	7,197.2	7,164.7	14.7	14.6	89.21	6.2	435.6	872.2	847.1	25.05	34.813			
7,300.0	7,264.7	7,297.2	7,264.7	14.9	14.7	89.21	6.2	435.6	872.2	846.8	25.40	34.334			
7,400.0	7,364.7	7,397.2	7,364.7	15.0	14.9	89.21	6.2	435.6	872.2	846.4	25.75	33.868			
7,500.0	7,464.7	7,497.2	7,464.7	15.2	15.0	89.21	6.2	435.6	872.2	846.1	26.10	33.415			
7,600.0	7,564.7	7,597.2	7,564.7	15.3	15.2	89.21	6.2	435.6	872.2	845.7	26.45	32.974			
7,700.0	7,664.7	7,697.2	7,664.7	15.5	15.3	89.21	6.2	435.6	872.2	845.4	26.80	32.544			
7,800.0	7,764.7	7,797.2	7,764.7	15.6	15.5	89.21	6.2	435.6	872.2	845.0	27.15	32.125			
7,900.0	7,864.7	7,897.2	7,864.7	15.8	15.6	89.21	6.2	435.6	872.2	844.7	27.50	31.717			
8,000.0	7,964.7	7,997.2	7,964.7	15.9	15.8	89.21	6.2	435.6	872.2	844.3	27.85	31.320			
8,100.0	8,064.7	8,097.2	8,064.7	16.1	15.9	89.21	6.2	435.6	872.2	844.0	28.20	30.932			
8,200.0	8,164.7	8,197.2	8,164.7	16.2	16.1	89.21	6.2	435.6	872.2	843.6	28.55	30.553			
8,300.0	8,264.7	8,297.2	8,264.7	16.4	16.2	89.21	6.2	435.6	872.2	843.3	28.90	30.184			
8,400.0	8,364.7	8,397.2	8,364.7	16.5	16.4	89.21	6.2	435.6	872.2	842.9	29.24	29.823			
8,500.0	8,464.7	8,497.2	8,464.7	16.7	16.6	89.21	6.2	435.6	872.2	842.6	29.59	29.471			
8,600.0	8,564.7	8,597.2	8,564.7	16.9	16.7	89.21	6.2	435.6	872.2	842.2	29.94	29.128			
8,649.0	8,613.7	8,646.2	8,613.7	16.9	16.8	89.21	6.2	435.6	872.2	842.1	30.11	28.962			
8,677.3	8,642.0	8,667.5	8,635.0	17.0	16.8	89.21	6.2	435.6	872.2	842.0	30.20	28.880			

Cathedral Energy Services
Anticollision Report

Company:	Axia Energy	Local Co-ordinate Reference:	Well Three Rivers #2-15-820
Project:	Uintah County, UT	TVD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Reference Site:	SEC 2-T8S-R20E	MD Reference:	KB=16' @ 4783.0ft (Original Well Elev)
Site Error:	0.0ft	North Reference:	True
Reference Well:	Three Rivers #2-15-820	Survey Calculation Method:	Minimum Curvature
Well Error:	0.0ft	Output errors are at	2.00 sigma
Reference Wellbore	DD	Database:	USA EDM 5000 Multi Users DB
Reference Design:	Plan #1	Offset TVD Reference:	Offset Datum

Reference Depths are relative to KB=16' @ 4783.0ft (Original Well Elev) Coordinates are relative to: Three Rivers #2-15-820
 Offset Depths are relative to Offset Datum Coordinate System is US State Plane 1983, Utah Northern Zone
 Central Meridian is -111.500000° Grid Convergence at Surface is: 1.23°



LEGEND

Three Rivers#2-25-820, DD, Plan #1 VO

BOP Equipment

3000psi WP

CONFIDENTIAL

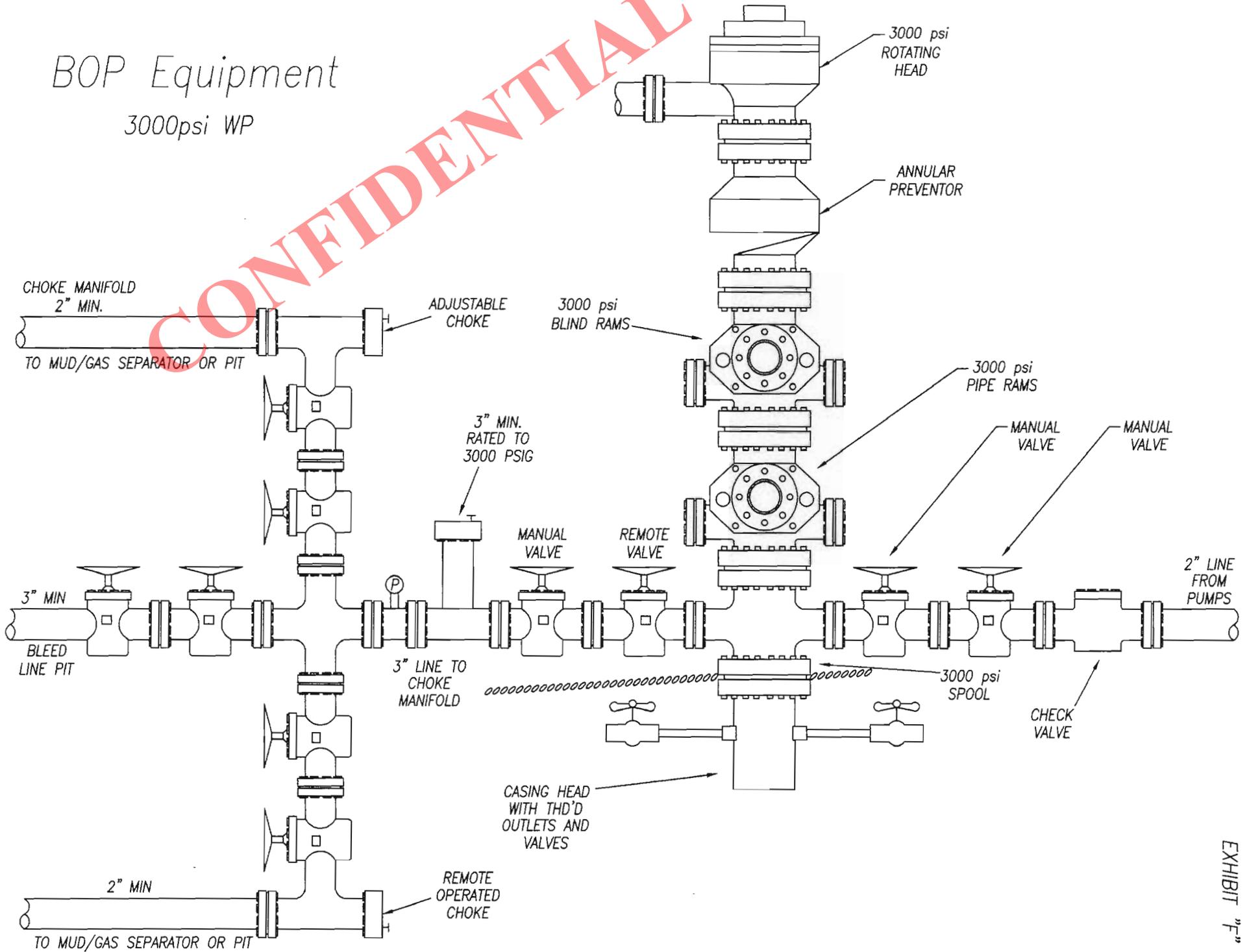


EXHIBIT "F"



2580 Creekview Road
Moab, Utah 84532
435/719-2018

May 16, 2012

Mrs. Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Request for Exception to Spacing – Axia Energy, LLC – **Three Rivers 2-15-820**
Surface Location: 528' FSL & 896' FWL, SW/4 SW/4, Section 2, T8S, R20E, SLB&M
Target Location: 528' FSL & 460' FWL, SW/4 SW/4, Section 2, T8S, R20E, SLB&M
Uintah County, Utah

Dear Diana:

Axia Energy, LLC respectfully submits this request for exception to spacing (R649-3-11) based on geology since the well is located less than 460 feet to the drilling unit boundary. Axia Energy, LLC is the only owner and operator within 460 feet of the surface and target location as well as all points along the intended well bore path and are not within 460 feet of any uncommitted tracts or a unit boundary.

Thank you very much for your timely consideration of this application. Please feel free to contact Jess A. Peonio of Axia Energy, LLC at 720-746-5212 or myself should you have any questions or need additional information.

Sincerely,

A handwritten signature in blue ink that reads "Don Hamilton".

Don Hamilton
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

RECEIVED: May 16, 2012

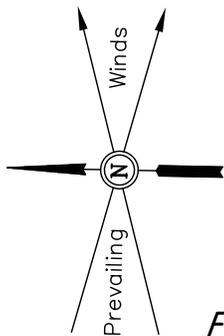
AXIA ENERGY

LOCATION LAYOUT FOR

THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4

FIGURE #1

SCALE: 1" = 60'
DATE: 04-04-12
DRAWN BY: N.S.

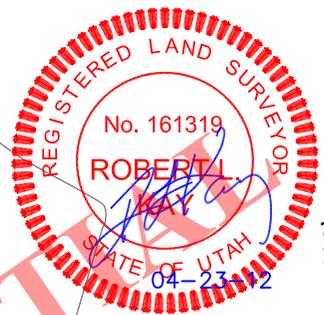


F-0.1'
El. 66.6'

F-2.5'
El. 64.2'

F-1.3'
El. 65.4'

Sta. 3+66



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

C-0.8'
El. 67.5'

C-1.2'
El. 67.9'

C-0.6'
El. 67.3'

F-3.2'
El. 63.5'

El. 67.8'
C-11.1'
(Btm. Pit)

RESERVE PITS
(10' Deep)

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

10' WIDE BENCH
195'

C-0.9'
El. 67.6'

C-0.6'
El. 67.3'

Sta. 1+70

Sta. 0+70

El. 69.9'
C-13.2'
(Btm. Pit)

C-1.4'
El. 68.1'

C-0.2'
El. 66.9'

Sta. 0+00

F-3.9'
El. 62.8'

Approx. Top of Cut Slope

Approx. Toe of Fill Slope

Proposed Access Road

Elev. Ungraded Ground At #2-15-820 Stake = 4767.3'
FINISHED GRADE ELEV. AT #2-15-820 STAKE = 4766.7'

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

RECEIVED: May 16, 2012

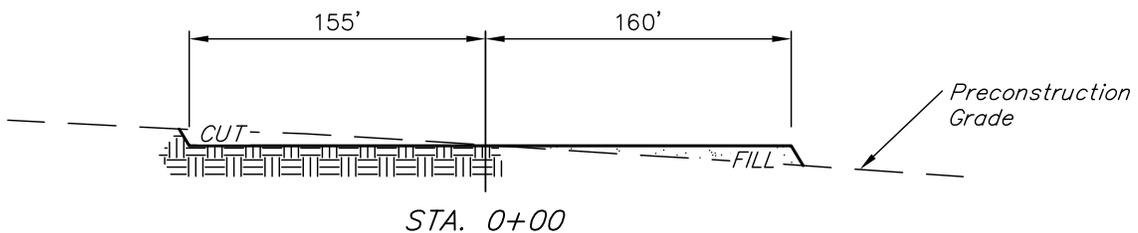
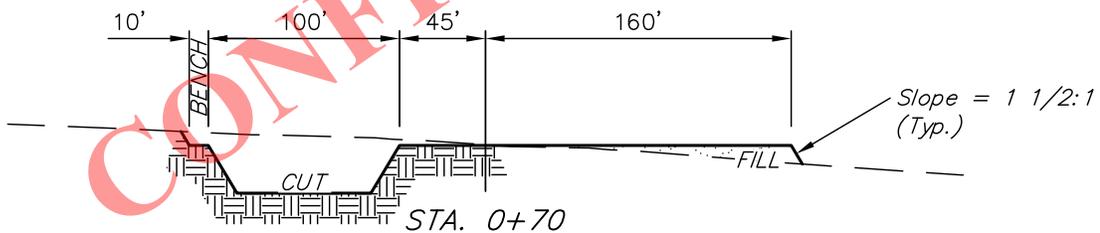
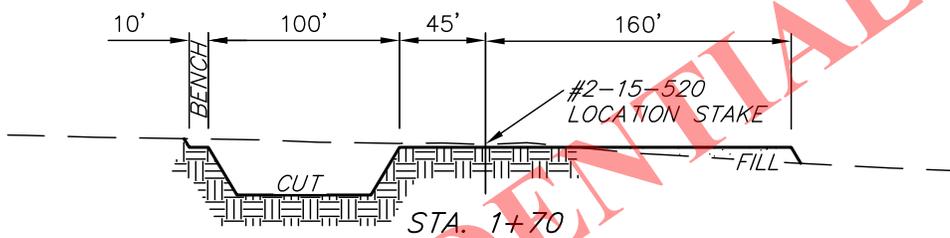
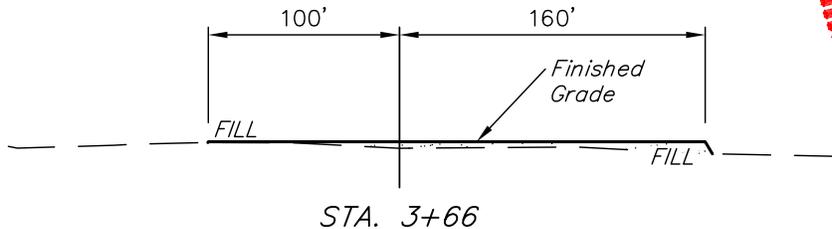
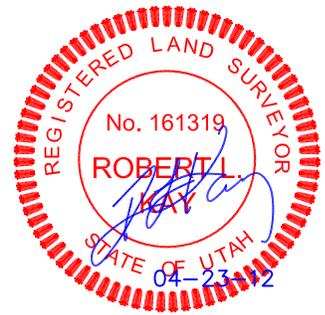
AXIA ENERGY

FIGURE #2

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

TYPICAL CROSS SECTIONS FOR
THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4

DATE: 04-04-12
DRAWN BY: N.S.



NOTE:

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

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE	= ± 4.154 ACRES
ACCESS ROAD DISTURBANCE	= ± 3.517 ACRES
PIPELINE DISTURBANCE	= ± 3.481 ACRES
POWER LINE DISTURBANCE	= ± 3.574 ACRES
TOTAL	= ± 14.726 ACRES

* NOTE: FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	= 2,070 Cu. Yds.
Remaining Location	= 7,150 Cu. Yds.
TOTAL CUT	= 9,220 CU.YDS.
FILL	= 4,300 CU.YDS.

EXCESS MATERIAL	= 4,920 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 4,920 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 0 Cu. Yds.

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

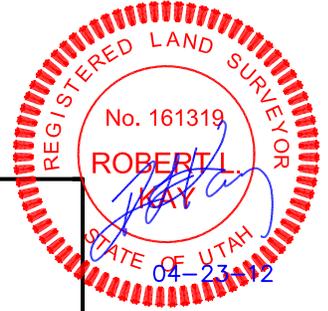
AXIA ENERGY

TYPICAL RIG LAYOUT FOR

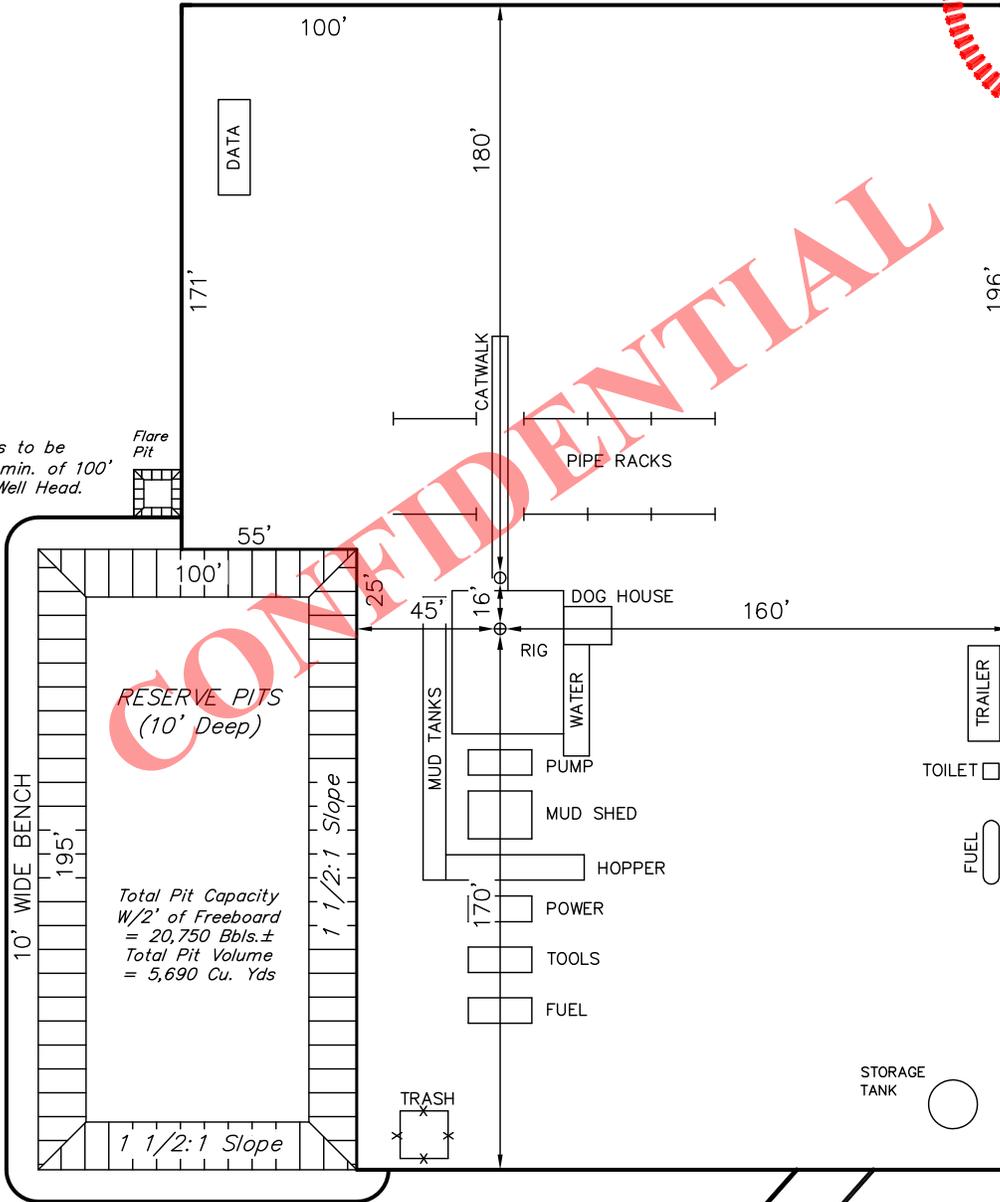
THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4

FIGURE #3

SCALE: 1" = 60'
DATE: 04-04-12
DRAWN BY: N.S.



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



CONFIDENTIAL

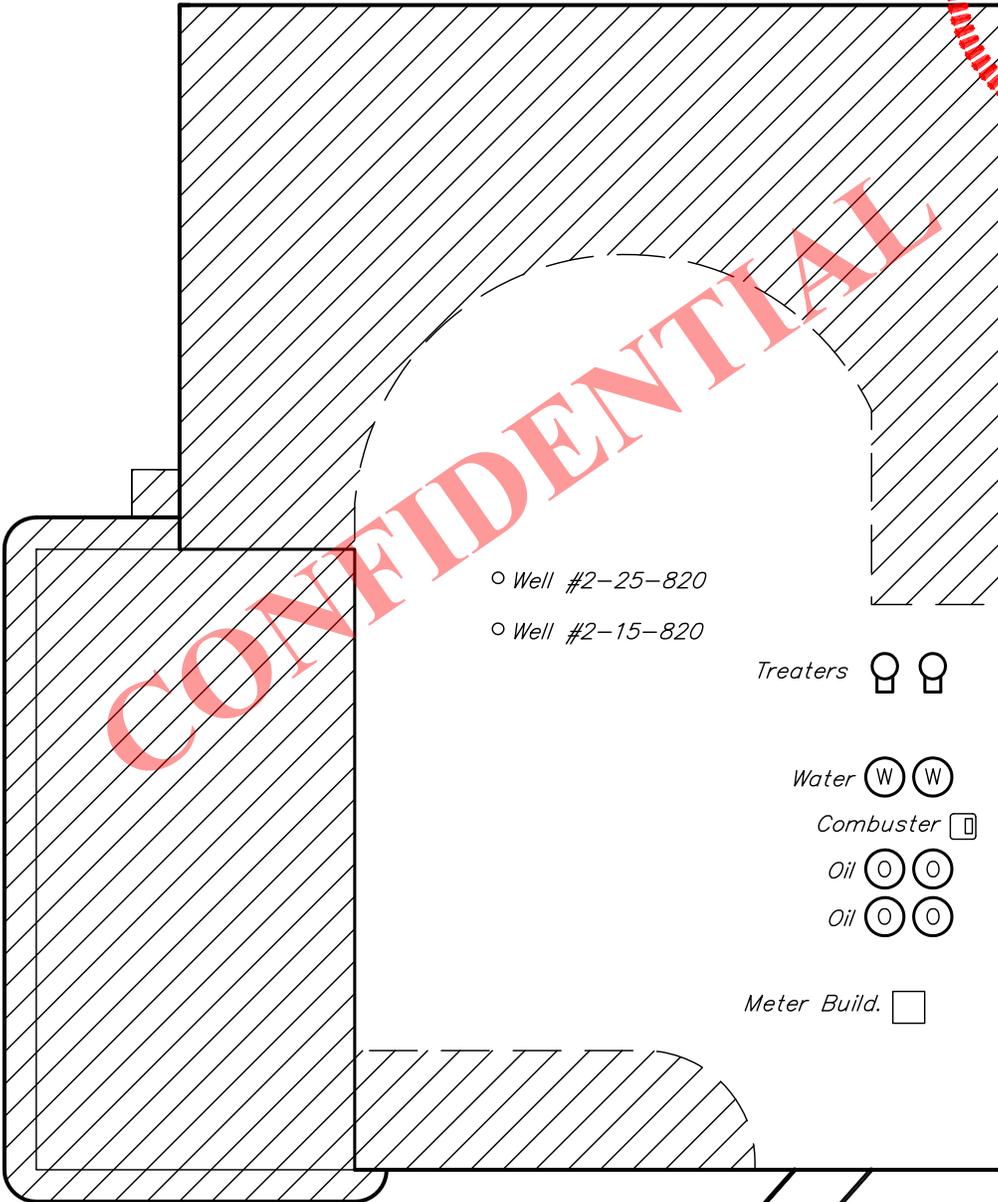
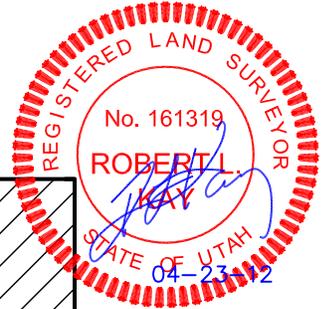
Proposed Access Road

AXIA ENERGY

INTERIM RECLAMATION PLAN FOR
THREE RIVERS #2-15-820 & #2-25-820
SECTION 2, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4

FIGURE #4

SCALE: 1" = 60'
DATE: 04-04-12
DRAWN BY: N.S.

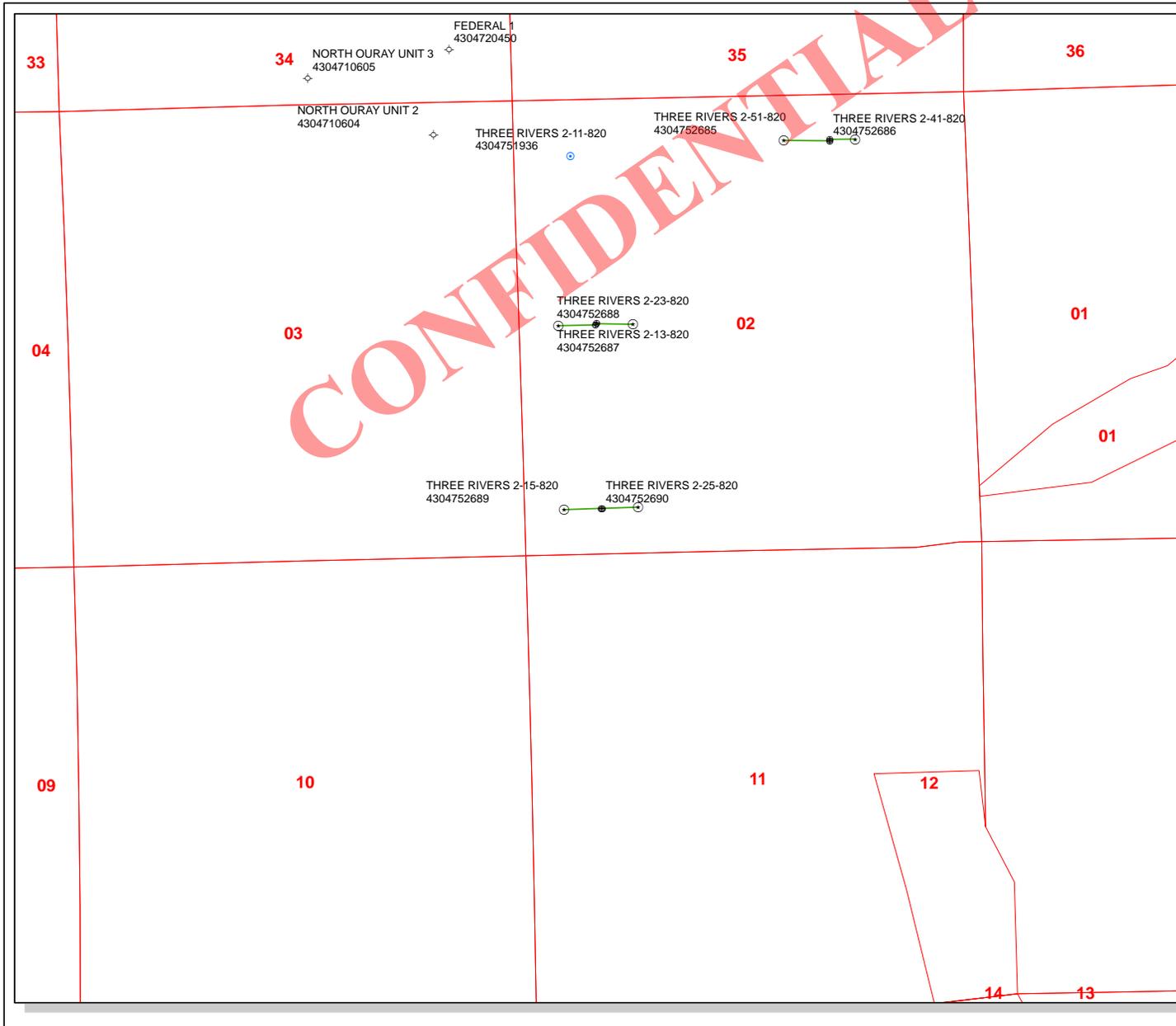


 RECLAIMED AREA

APPROXIMATE ACREAGES
UN-RECLAIMED = ± 1.084 ACRES

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

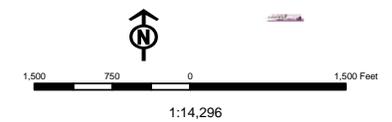
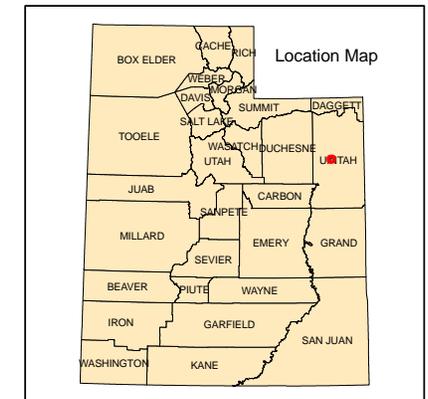
RECEIVED: May 16, 2012



API Number: 4304752689
Well Name: THREE RIVERS 2-15-820
 Township T0.8 . Range R2.0 . Section 02
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
Fields Status	SGW - Shut-in Gas Well
Unknown	SOW - Shut-in Oil Well
ABANDONED	TA - Temp. Abandoned
ACTIVE	TW - Test Well
COMBINED	WDW - Water Disposal
INACTIVE	WIW - Water Injection Well
STORAGE	WSW - Water Supply Well
TERMINATED	



From: Jim Davis
To: Hill, Brad; Mason, Diana
CC: Bonner, Ed; Davis, Jim; Garrison, LaVonne; Jess Peonio <jpeonio@axiae...>
Date: 8/17/2012 9:44 AM
Subject: APD approvals 10 for Axia

The following APDs have been approved by SITLA including arch clearance. The paleo reports made some fairly specific recommendations on these pads. I've summarized those recommendations here. Axia should know that all the recommendations in the paleo reports are now made conditions of SITLA's approval of these APDs. If there are any questions about what the recommendations mean, please contact me before construction.

THREE RIVERS 2-23-820 (4304752688)
THREE RIVERS 2-13-820 (4304752687)
Paleo condition: No recommendations unless Uintah Fm is impacted.

THREE RIVERS 2-41-820, (4304752686)
THREE RIVERS 2-51-820, (4304752685)
Paleo condition: Spot-check during pit const. Upgrade to full-time monitoring if bedrock is impacted.

THREE RIVERS 2-15-820, (4304752689)
THREE RIVERS 2-25-820, (4304752690)
Paleo condition: No recommendations unless Uintah Fm is impacted.

THREE RIVERS 36-31-720, (4304752697)
THREE RIVERS 36-21-720, (4304752698)
Paleo condition: Full-time monitoring during construction

THREE RIVERS 36-13-720, (4304752699)
THREE RIVERS 36-23-720, (4304752733)
Paleo condition: Spot check during construction. Upgrade to full-time monitoring if Duchesne River Fm is impacted.

Thanks.
-Jim

Jim Davis
Utah Trust Lands Administration
jimdavis1@utah.gov
Phone: (801) 538-5156

Well Name	AXIA ENERGY LLC THREE RIVERS 2-15-820 43047526890000			
String	SURF	PROD		
Casing Size(")	8.625	5.500		
Setting Depth (TVD)	900	8642		
Previous Shoe Setting Depth (TVD)	0	900		
Max Mud Weight (ppg)	8.7	9.2		
BOPE Proposed (psi)	1000	3000		
Casing Internal Yield (psi)	3930	7740		
Operators Max Anticipated Pressure (psi)	3742	8.3		

Calculations	SURF String	8.625	"	
Max BHP (psi)	.052*Setting Depth*MW=	407		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	299	YES	diverter with rotating head
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	209	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	209	NO	OK
Required Casing/BOPE Test Pressure=		900	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient	

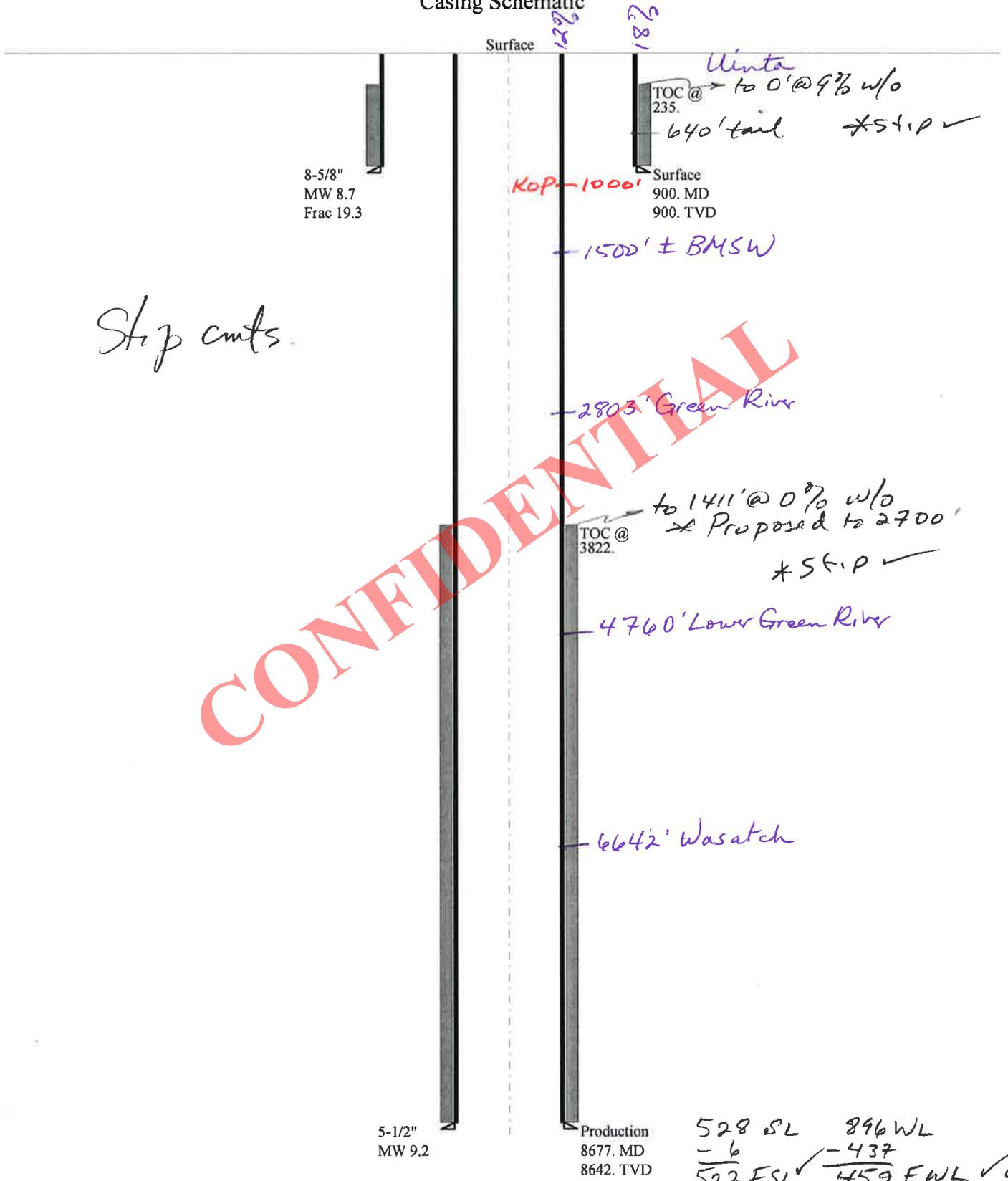
Calculations	PROD String	5.500	"	
Max BHP (psi)	.052*Setting Depth*MW=	4134		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3097	NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2233	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2431	NO	Reasonable
Required Casing/BOPE Test Pressure=		3000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		900	psi *Assumes 1psi/ft frac gradient	

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

43047526890000 Three Rivers 2-15-820

Casing Schematic



Step cuts.

CONFIDENTIAL

528 SL 896 WL
 - 6 - 437
 522 FSL 459 FWL ✓ OK
 SW SW Sec 2-85-20E

Well name:	43047526890000 Three Rivers 2-15-820		
Operator:	Axia Energy LLC		Project ID:
String type:	Surface		43-047-52689
Location:	UINTAH COUNTY		

Design parameters:

Collapse

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

Burst

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

No backup mud specified.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Tension:

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

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

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 87 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft
 Cement top: 235 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,642 ft
 Next mud weight: 9.200 ppg
 Next setting BHP: 4,130 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 900 ft
 Injection pressure: 900 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	900	8.625	32.00	J-55	LT&C	900	900	7.875	7252
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	407	2530	6.221	900	3930	4.37	28.8	417	14.48 J

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

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

Date: July 31, 2012
 Salt Lake City, Utah

Remarks:

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

Burst strength is not adjusted for tension.

Well name:	43047526890000 Three Rivers 2-15-820		
Operator:	Axia Energy LLC		
String type:	Production	Project ID:	43-047-52689
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: 195 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 3,822 ft

Burst

Max anticipated surface pressure: 2,229 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 4,130 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)

Tension is based on air weight.
Neutral point: 7,471 ft

Directional Info - Build & Drop

Kick-off point 1000 ft
Departure at shoe: 436 ft
Maximum dogleg: 2 °/100ft
Inclination at shoe: 0 °

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	8677	5.5	17.00	N-80	LT&C	8642	8677	4.767	48907
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	4130	6290	1.523	4130	7740	1.87	146.9	348	2.37 J

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

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

Date: July 31, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 8642 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.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

Engineering responsibility for use of this design will be that of the purchaser.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator AXIA ENERGY LLC
Well Name THREE RIVERS 2-15-820
API Number 43047526890000 **APD No** 5954 **Field/Unit** WILDCAT
Location: 1/4,1/4 SWSW **Sec 2 Tw** 8.0S **Rng** 20.0E 528 FSL 896 FWL
GPS Coord (UTM) 615694 4444862 **Surface Owner**

Participants

Cody Rich (UELS), Dan Schaad (USF&W), Ben Williams (DWR), Don Hamilton (Starpoint), Jerry Holder (Axia), Jim Davis (SITLA), Richard Powell (DOGM)

Regional/Local Setting & Topography

This location sits approximately 3 miles south east of Pelican Lake and approximately .8 mile west of the Green River. Ouray , Utah is approximately 4 miles to the south east. The land around this location drains west and north toward Pelican Lake. The immediate location slopes gently to the west.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad Width 260 Length 366	Src Const Material	Surface Formation
1		Onsite	#####

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Could support passing use by large grazing animals.
Rabbit brush, various grasses, prickly pear

Soil Type and Characteristics

Sandy soil

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? N

Erosion Sedimentation Control Required? N**Paleo Survey Run? Y Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N****Reserve Pit**

Site-Specific Factors		Site Ranking
Distance to Groundwater (feet)	100 to 200	5
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)		20
Native Soil Type	High permeability	20
Fluid Type	TDS>5000 and	10
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)		0
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
Final Score		55 1 Sensitivity Level

Characteristics / Requirements

The reserve pit at proposed is 195' x 100' x 10' deep. A 20 mil liner will be used as discussed during the presite due to the permeable soil. The pit is placed in a cut stable position.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 20 Pit Underlayment Required? Y**Other Observations / Comments**

This is a 2 well pad for the Three Rivers 2-15-820 and 2-25-820

Richard Powell
Evaluator6/13/2012
Date / Time

**Application for Permit to Drill
Statement of Basis
Utah Division of Oil, Gas and Mining**

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
5954	43047526890000	LOCKED	OW	S	No
Operator	AXIA ENERGY LLC		Surface Owner-APD		
Well Name	THREE RIVERS 2-15-820		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	SWSW 2 8S 20E S 528 FSL 896 FWL GPS Coord (UTM) 615687E 4444852N				

Geologic Statement of Basis

Axia proposes to set 900 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 1,500 feet. A search of Division of Water Rights records shows 9 water wells within a 10,000 foot radius of the center of Section 2. Wells in the area are listed for domestic use, irrigation, industrial, oil field use and stock watering. Depths of the wells ranges from 40 to 300 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. Production casing cement should be brought up to or above the base of the moderately saline ground water in order to isolate it from fresher waters uphole.

Brad Hill
APD Evaluator

7/11/2012
Date / Time

Surface Statement of Basis

This well is on SITLA owned surface but with a lease agreement with the US Fish and Wildlife Service which places the land under wildlife refuge management. SITLA land owner representative Jim Davis and USFW representative Dan Schaad were both in attendance of this onsite inspection and both representatives stated that they were satisfied with the placement of this well and had no particular concerns with the location.

The well sits on very permeable sandy soil and use of a 20 mil liner was agreed to. Paint color of tanks, and production equipment was discussed and Mr. Jerry Holder of Axia agreed to make sure all paint colors matched and the color Covert Green which is a common oil field equipment paint finish was agreed to.

Richard Powell
Onsite Evaluator

6/13/2012
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 20 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 5/16/2012

API NO. ASSIGNED: 43047526890000

WELL NAME: THREE RIVERS 2-15-820

OPERATOR: AXIA ENERGY LLC (N3765)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: SWSW 02 080S 200E

Permit Tech Review:

SURFACE: 0528 FSL 0896 FWL

Engineering Review:

BOTTOM: 0528 FSL 0460 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.14605

LONGITUDE: -109.64184

UTM SURF EASTINGS: 615687.00

NORTHINGS: 4444852.00

FIELD NAME: WILDCAT

LEASE TYPE: 3 - State

LEASE NUMBER: ML-49318

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 3 - State

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 - RNI at Green River
- RDCC Review: 2012-08-21 00:00:00.0
- Fee Surface Agreement
- Intent to Commingle

Commingling Approved

LOCATION AND SITING:

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

Comments: Presite Completed

Stipulations:

- 1 - Exception Location - bhill
- 5 - Statement of Basis - bhill
- 10 - Cement Ground Water - ddoucet
- 15 - Directional - dmason
- 21 - RDCC - dmason
- 23 - Spacing - dmason
- 25 - Surface Casing - hmaconald



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 2-15-820
API Well Number: 43047526890000
Lease Number: ML-49318
Surface Owner: STATE
Approval Date: 8/27/2012

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 R649-3-11. 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

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

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:

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

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).

The 5 ½" casing string cement shall be brought back to 900' to isolate base of moderately saline ground water.

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:

A handwritten signature in black ink, appearing to read "John Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
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 2-15-820
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047526890000
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: UINTAH STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/25/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

DEPTH CHANGE: FROM 8,677' TMD / 8,642' TVD TO 7,150' TMD / 7,115' TVD

Approved by the Utah Division of Oil, Gas and Mining

Date: September 25, 2012

By: 

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 9/18/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
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 2-15-820
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047526890000
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: WILDCAT COUNTY: Uintah STATE: UTAH

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

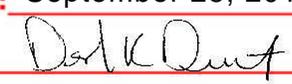
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/25/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> WATER DISPOSAL <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.

CHANGE SURFACE CASING FROM 8-5/8" 32.00# J-55 LTC TO 8-5/8" 24.00# J-55 STC
 CHANGE PRODUCTION CASING FROM 5-1/2" 17.00# N-80 LTC TO 5-1/2" 17.00# J-55 LTC

Approved by the Utah Division of Oil, Gas and Mining

Date: September 25, 2012

By: 

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 9/18/2012	

Well name:	43047526890000 Three Rivers 2-15-820rev		
Operator:	Axia Energy LLC	Project ID:	43-047-52689
String type:	Surface		
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: 235 ft

Burst

Max anticipated surface pressure: 792 psi
 Internal gradient: 0.120 psi/ft
 Calculated BHP 900 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: 782 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 8,642 ft
 Next mud weight: 9.200 ppg
 Next setting BHP: 4,130 psi
 Fracture mud wt: 19.250 ppg
 Fracture depth: 900 ft
 Injection pressure: 900 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	900	8.625	24.00	J-55	ST&C	900	900	7.972	4633
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	407	1370	3.369 ✓	900	2950	3.28 ✓	21.6	244	11.30 J ✓

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

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

Date: September 24, 2012
 Salt Lake City, Utah

Remarks:

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

Burst strength is not adjusted for tension.

Well name:	43047526890000 Three Rivers 2-15-820rev		
Operator:	Axia Energy LLC		Project ID:
String type:	Production		43-047-52689
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: 174 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 100 ft
 Cement top: 2,295 ft

Burst

Max anticipated surface pressure: 1,835 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 3,400 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)

Directional well information:

Kick-off point 1000 ft
 Departure at shoe: 436 ft
 Maximum dogleg: 2 °/100ft
 Inclination at shoe: 0 °

Tension is based on buoyed weight.
 Neutral point: 6,157 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	7150	5.5	17.00	J-55	LT&C	7115	7150	4.767	27701
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	3400	4910	1.444 ✓	3400	5320	1.56 ✓	104.1	247	2.37 J ✓

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

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

Date: September 24, 2012
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 7115 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.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9	
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318	
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
1. TYPE OF WELL Oil Well		7. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: AXIA ENERGY LLC		8. WELL NAME and NUMBER: THREE RIVERS 2-15-820	
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		9. API NUMBER: 43047526890000	
PHONE NUMBER: 720 746-5200 Ext		9. FIELD and POOL or WILDCAT: WILDCAT	
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S 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"/> NOTICE OF INTENT Approximate date work will start: 10/5/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <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 style="width: 100px;" type="text" value="Spud 10-05-12"/>
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.			
MIRU spud rig 10-05-12. Drill and set conductor casing. Release spud rig.			
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 04, 2012			
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager	
SIGNATURE N/A		DATE 10/3/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS	
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	
5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
7. UNIT or CA AGREEMENT NAME:	8. WELL NAME and NUMBER: THREE RIVERS 2-15-820
1. TYPE OF WELL Oil Well	9. API NUMBER: 43047526890000
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. FIELD and POOL or WILDCAT: WILDCAT
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S 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"/> NOTICE OF INTENT Approximate date work will start: 10/10/2012	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

Axia Energy requests a revision to the approved drilling plan per the below: 8 5/8" J-55 casing set to 1,500'. The purpose of the change is to set surface casing below the base of the moderately saline. Cement volumes will be altered to bring cement to surface as planned previously

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

Date: October 11, 2012

By: 

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 10/8/2012	

Carol Daniels - AXIA ENERGY Three Rivers 2-15-820*T085 R20E S-02 4304752689*

From: Cordell Wold <cwold@axiaenergy.com>
To: "caroldaniels@utah.gov" <caroldaniels@utah.gov>, "danjarvis@utah.gov" <d...>
Date: 10/12/2012 6:38 AM
Subject: AXIA ENERGY Three Rivers 2-15-820
CC: Cindy Turner <cturner@axiaenergy.com>, Jess Peonio <jpeonio@axiaenergy.com>

Axia Energy well Three Rivers 2-15-820

We will be running 1501' of 8 5/8' surface casing and cementing late this afternoon.

Thank You,
Cordell Wold
701-570-5540

RECEIVED

OCT 12 2012

DIV. OF OIL, GAS & MINING

Carol Daniels - production casing and cementing

From: oracio sanchez <obsanchez@aiollc.com>
To: <caroldaniels@utah.gov>, <danjarvis@utah.gov>, <richardpowell@utah.gov>, ...
Date: 10/22/2012 6:52 PM
Subject: production casing and cementing

T085 R20E S-02

Hello

Axia Energy well Three Rivers 32-23-720 API # 3-047-52733 reached TD @ 7376 on 10/21/2012 @ 14:30 PM. Will run casing on 10/23/2012 and Cement Late Tuesday. Rig Down and move 10/24/2012 and rig up 10/25/2012 on the Three Rivers 2-15-820.

API #3-047-52689. Test BOP & Equipment 10/26/2012. If we can assist you please contact OB Sanchez.

Regards

OB Sanchez
President of Operations | AIO LLC
Email | obsanchez@aiollc.com
Cell One | 575-202-3191
Cell Two | 575-202-5775
Fax 484-842-9307

RECEIVED

OCT 23 2012

DIV. OF OIL, GAS & MINING

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
4304752733	Three Rivers 36-23-720		SWW	36	07S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	<i>new</i>	<i>18769</i>	9/24/2012		10/31/2012		
Comments: APD APPROVED AS WASATCH - SUBMITTED APP TO COMINGLE GREEN RIVER-WASATCH NEED ENTITY NUMBER FOR GR-WS <i>WSTC</i>							

CONFIDENTIAL

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304752689	Three Rivers 2-15-820		SWSW	2	08S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	<i>new</i>	<i>18770</i>	10/5/2012		10/31/2012		
Comments: APD APPROVED AS WASATCH - SUBMITTED APP TO COMINGLE GREEN RIVER-WASATCH NEED ENTITY NUMBER FOR GR-WS <i>WSTC</i>							

CONFIDENTIAL

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304752737	Three Rivers 32-35-720		SESW	32	07S	20E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A			8/28/2012		8/28/2012		
Comments: PREVIOUSLY REQUESTED ENTITY NUMBER FOR GR-WS. DID NOT PERFORATE INTO WASATCH. SUBMITTED SUNDRY FOR GR COMPLETION ONLY - NEED GRRV ENTITY NUMBER <i>Duplicate</i>							

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

10/31/2012

Title

Date

RECEIVED

OCT 31 2012

Carol Daniels - Axia Energy, Patterson #51, well# Three Rivers 2-15-820

From: klbascom <klbascom@ubtanet.com>
To: Carol Daniels <caroldaniels@utah.gov>, Dan Jarvis <danjarvis@utah.gov>, ...
Date: 10/31/2012 7:18 AM
Subject: Axia Energy, Patterson #51, well# Three Rivers 2-15-820

TOGS R20E S02 State Lease

Axia Energy well Three Rivers 2-15-820 API# 43-047-52689 reached 6915' TD 10/31/12 @ 02:30.
Will run open hole logs & run 5.5" production casing Thursday 11/1/12 morning, & cement Thursday evening. Axia will release Patterson #51 & return it to Ute Energy. Any questions or concerns contact Kenny Bascom.
Kenny Bascom
435-828-0697

RECEIVED

OCT 31 2012

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
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 2-15-820	
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047526890000	
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: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S	COUNTY: UINTAH	
	STATE: UTAH	
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/13/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	
	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>Spud 10-05-12. Drilled and set 120' 16" conductor casing and cemented to surface. Release Rig. MIRU Pro Petro 10-19-12. Drilled to 1530' and set 8-5/8" 24# J-55 casing @ 1,501. Cemented with 150 Sxs PozMix Lead, Followed with 420 Sxs Class "G" Tail. Release Rig 10-19-12. MIRU Patterson Rig 51. Resumed drilling operations 10-26-12 @ 1600 hrs. Drilled to 6,915' TMD/6,893'TVD. Set 6,885.5' 5-1/2" 17.00# J-55 LTC Prod Csg. Cemented with 360 Sxs Light Weight. Patterson Rig 51 released 11-02-12 @ 0230 hrs. CURRENT STATUS: Waiting on Completion</p>		<p>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 13, 2012</p>
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 12/13/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: 7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC		8. WELL NAME and NUMBER: THREE RIVERS 2-15-820
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202		9. API NUMBER: 43047526890000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S		9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S		COUNTY: UINTAH
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11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 10/5/2012	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS 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. MIRU Spud Rig 10-05-12. Drill and set conductor casing. Release Spud Rig.		
		Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY December 17, 2012
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 12/13/2012	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9																														
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318																														
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: THREE RIVERS 2-15-820																															
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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: 4/12/2013	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%;"><input type="checkbox"/> ACIDIZE</td> <td style="width: 33%;"><input type="checkbox"/> ALTER CASING</td> <td style="width: 33%;"><input type="checkbox"/> CASING REPAIR</td> </tr> <tr> <td><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</td> <td><input type="checkbox"/> CHANGE TUBING</td> <td><input type="checkbox"/> CHANGE WELL NAME</td> </tr> <tr> <td><input type="checkbox"/> CHANGE WELL STATUS</td> <td><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</td> <td><input type="checkbox"/> CONVERT WELL TYPE</td> </tr> <tr> <td><input type="checkbox"/> DEEPEN</td> <td><input type="checkbox"/> FRACTURE TREAT</td> <td><input type="checkbox"/> NEW CONSTRUCTION</td> </tr> <tr> <td><input type="checkbox"/> OPERATOR CHANGE</td> <td><input type="checkbox"/> PLUG AND ABANDON</td> <td><input type="checkbox"/> PLUG BACK</td> </tr> <tr> <td><input type="checkbox"/> PRODUCTION START OR RESUME</td> <td><input type="checkbox"/> RECLAMATION OF WELL SITE</td> <td><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</td> </tr> <tr> <td><input type="checkbox"/> REPERFORATE CURRENT FORMATION</td> <td><input type="checkbox"/> SIDETRACK TO REPAIR WELL</td> <td><input type="checkbox"/> TEMPORARY ABANDON</td> </tr> <tr> <td><input type="checkbox"/> TUBING REPAIR</td> <td><input type="checkbox"/> VENT OR FLARE</td> <td><input type="checkbox"/> WATER DISPOSAL</td> </tr> <tr> <td><input type="checkbox"/> WATER SHUTOFF</td> <td><input type="checkbox"/> SI TA STATUS EXTENSION</td> <td><input type="checkbox"/> APD EXTENSION</td> </tr> <tr> <td><input type="checkbox"/> WILDCAT WELL DETERMINATION</td> <td><input type="checkbox"/> OTHER</td> <td>OTHER: <input style="width: 100px;" type="text"/></td> </tr> </table>		<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>
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<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.																																
CURRENT STATUS: Wait on completion - operations are expected to continue May, 2013																																
<p style="margin: 0;">Accepted by the Utah Division of Oil, Gas and Mining</p> <p style="margin: 0;">FOR RECORD ONLY</p> <p style="margin: 0;">April 26, 2013</p>																																
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager																														
SIGNATURE N/A	DATE 4/12/2013																															

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
7. UNIT or CA AGREEMENT NAME:	
8. WELL NAME and NUMBER: THREE RIVERS 2-15-820	
9. API NUMBER: 43047526890000	
9. FIELD and POOL or WILDCAT: WILDCAT	
COUNTY: UINTAH	
STATE: UTAH	

SUNDRY NOTICES AND REPORTS ON WELLS
 Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL Oil Well	
2. NAME OF OPERATOR: AXIA ENERGY LLC	
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S	

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/1/2013	<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"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

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

APD to drill and complete a WASATCH well was approved on 08/27/2012. Axia Energy respectfully requests your permission to complete the Green River formation and then commingle the Wasatch and the Green River formations. Attached is information per R649-3-22.

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

Date: May 13, 2013
By: *D. K. Duff*

NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A	DATE 4/18/2013	

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 2-T8S-R20E of Uintah County, Utah, per attached Exhibit.

Further Affiant sayeth not.

Subscribed and sworn to before me this 16th day of April, 2013.



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 16th day of April, 2013.



Cindy J. Turner
Notary Public

Notary seal:

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

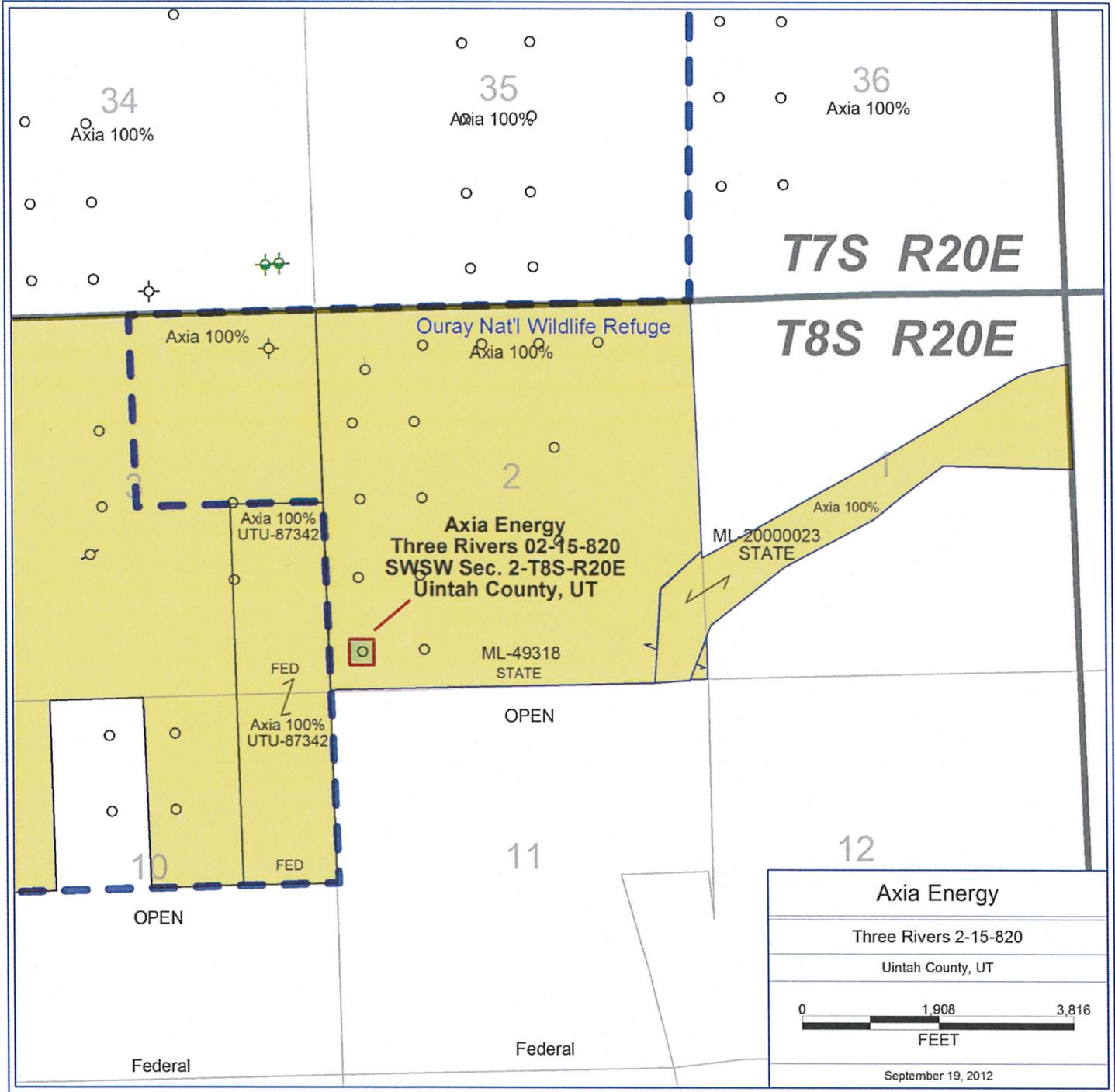
Attachment to Sundry Notice Form 9

Three Rivers 2-15-820

API: 43047526890000

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 2-T8S-R20E



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

AMENDED REPORT FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

<p>1a. TYPE OF WELL: OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____</p> <p>b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____</p>	<p>5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318</p> <p>6. IF INDIAN, ALLOTTEE OR TRIBE NAME</p> <p>7. UNIT or CA AGREEMENT NAME</p> <p>8. WELL NAME and NUMBER: THREE RIVERS 02-15-820</p>
--	--

<p>2. NAME OF OPERATOR: Axia Energy, LLC.</p>	<p>9. API NUMBER: 4304752689</p>
--	---

<p>3. ADDRESS OF OPERATOR: 1430 Larimer St, Ste 400 CITY Denver STATE CO ZIP 80202</p>	<p>PHONE NUMBER: (720) 746-5200</p>
---	--

<p>4. LOCATION OF WELL (FOOTAGES) AT SURFACE: SWSW 528' FSL & 896' FWL</p> <p>AT TOP PRODUCING INTERVAL REPORTED BELOW: SWSW 619' FSL & 642' FWL</p> <p>AT TOTAL DEPTH: SWSW 585' FSL & 640' FWL</p>	<p>10 FIELD AND POOL, OR WILDCAT WILDCAT</p> <p>11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 2 08S 20E s</p> <p>12. COUNTY UNITAH</p> <p>13. STATE UTAH</p>
---	--

14. DATE SPUDDED: 10/5/2012	15. DATE T.D. REACHED: 10/31/2012	16. DATE COMPLETED: 4/29/2013	ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>	17. ELEVATIONS (DF, RKB, RT, GL): 4,767' GL / 4,784' KB
---------------------------------------	---	---	---	---

18. TOTAL DEPTH: MD 6,915 TVD 6,893	19. PLUG BACK T.D.: MD 6,841 TVD 6,819	20. IF MULTIPLE COMPLETIONS, HOW MANY? *	21. DEPTH BRIDGE MD PLUG SET: TVD
--	---	--	--------------------------------------

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

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

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

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
24	16		0	120		G 124	25	0	
12-1/4	8-5/8 J-55	24	0	1,501		G 420	86	0 CBL	
7-3/4	5-1/2 J-55	17	0	6,885		G 360	149	2312 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	4,577							

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Green River	2,752	6,588	2,741	6,576	4,873 6,547	.35	217	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B) Wasatch	6,588	6,915	6,567	6,893	6,589 6,664	.35	9	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

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

WAS WELL HYDRAULICALLY FRACTURED? YES NO IF YES - DATE FRACTURED: _____

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4,873' TO 6,664'	Green River/Wasatch Hybrid Frac - 29,148 bbls slurry, 1,183,348 gal fluid & 907,260# 20/40 Premium White

<p>29. ENCLOSED ATTACHMENTS:</p> <p><input checked="" type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> DST REPORT <input type="checkbox"/> DIRECTIONAL SURVEY</p> <p><input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION <input type="checkbox"/> CORE ANALYSIS <input type="checkbox"/> OTHER: _____</p>	<p>30. WELL STATUS: Prod</p>
--	--

Green River/Wasatch

31. INITIAL PRODUCTION

DATE FIRST PRODUCED: 5/10/2013		TEST DATE: 6/14/2013		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL - BBL: 115	GAS - MCF: 59	WATER - BBL: 218	PROD. METHOD: Pumping
CHOKE SIZE: 48	TBG. PRESS. 35	CSG. PRESS. 35	API GRAVITY 30.70	BTU - GAS	GAS/OIL RATIO 513	24 HR PRODUCTION RATES: →	OIL - BBL: 115	GAS - MCF: 59	WATER - BBL: 218	INTERVAL STATUS: Open	

INTERVAL B (As shown in item #26)

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

INTERVAL C (As shown in item #26)

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

INTERVAL D (As shown in item #26)

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

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

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	2.752
				Garden Gluch	4.691
				Uteland Butte	6.409
				Wasatch	6.588

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 6/24/2013

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)).

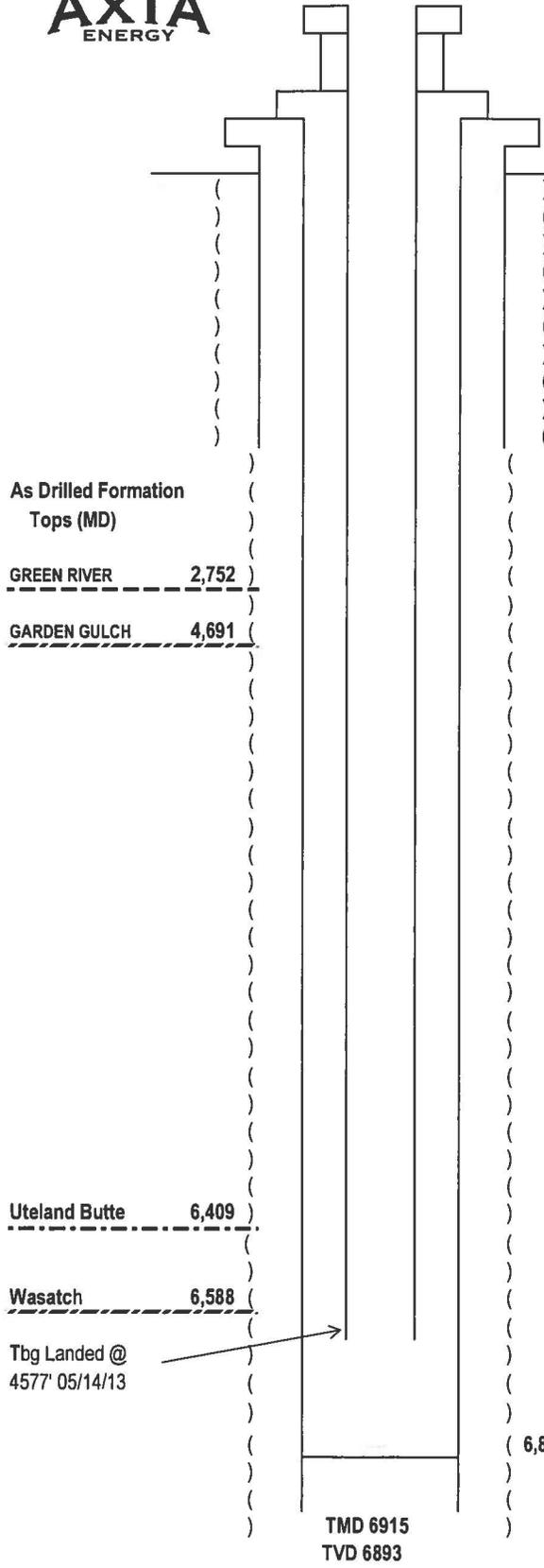
Send to: Utah Division of Oil, Gas and Mining
 1594 West North Temple, Suite 1210
 Box 145801
 Salt Lake City, Utah 84114-5801

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

WELLBORE DIAGRAM (after completion)



Company:	Axia Energy, LLC
Lease Name:	Three Rivers 02-15-820
Surface Location:	SWSW Sec 02-T8S-R20E, 528' FSL & 896' FWL
Bottom Hole Location:	SWSW Sec 02-T8S-R20E, 585' FSL & 640' FWL
County:	Uintah, UT
Date:	6/24/2013



KB 4784'
GL 4,767'

DRILLED 20" HOLE TO 120' - SET 16" CONDUCTOR
Cemented with 124 sxs to surface 10-18-12

DRILLED 12-1/4" HOLE TO 1530'
(1501' SURF CSG - 8-5/8" 24# J-55 ST&C (34 jts) Set 10/19/12
Cement: 320 sxs Class "G" to surface

TOC 2,312'

GREEN RIVER/WASATCH HYBRID FRAC				
4,873	6,547	Green River	3 spf	217 Holes
6,589	6,664	Wasatch	3 spf	9 Holes
Frac - Hybrid (slickwater/gel)				
29,148 bbls slurry, 1,183,348 gal fluid & 907,260# 20/40 Premium White				

DRILLED 7-3/4" HOLE TO ' 6,915' TMD
PROD CSG - 5 1/2" 17# J-55 LT&C (159 jts) Set @ 6885' 11/01/12
Cemented with 360 sxs Premium Lite

TMD 6915
TVD 6893

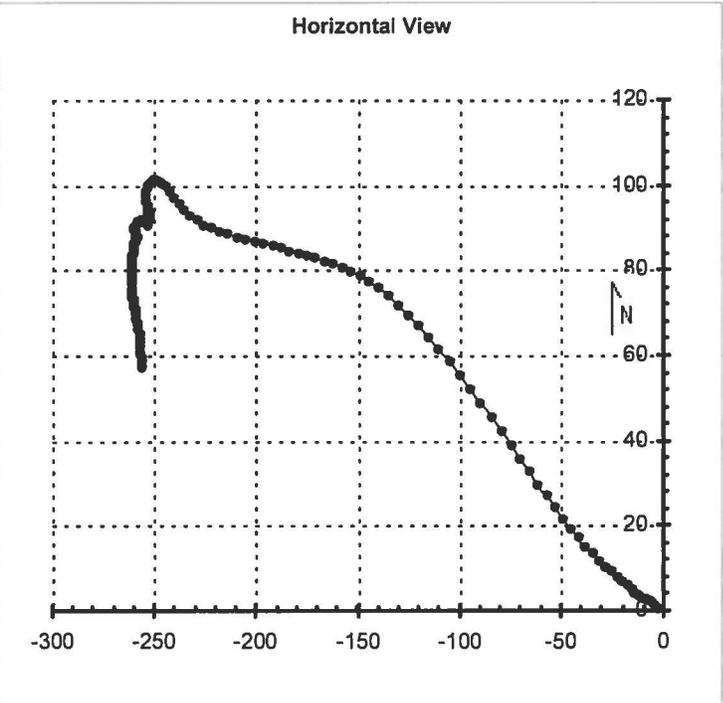
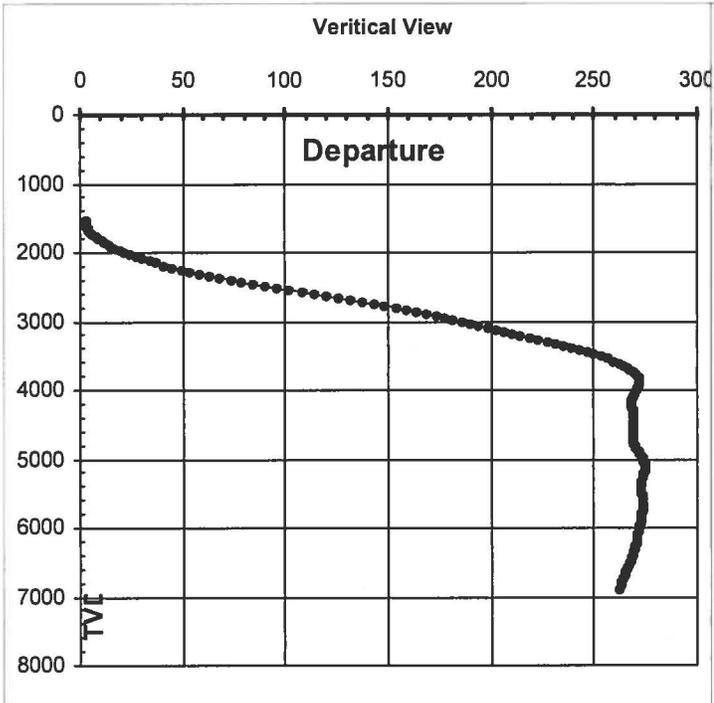


Axia Energy, LLC

1430 Larimer St, #400
 Denver, CO 80202
 (720) 746-5200

Drilling Survey Report

Well Name: Three Rivers 02-15-820					
Field Name:	Wildcat	S/T/R:	02/08S/20E	County, State:	Uinta, UT
Operator:	Axia Energy, LLC	Location Desc:		District:	Utah



Sur No	Date	Tie In	Meas Dep	Inclination	Azimuth	Desired Az	TVD	Vert Sect	N/S(+/-)	E/W(+/-)	DLS
1	10/26/2012	<input type="checkbox"/>	1530	0.21	283.16	296.38	1530.00	2.77	0.65	-2.77	0.01
2	10/26/2012	<input type="checkbox"/>	1560	0.15	279.32	296.38	1560.00	2.86	0.67	-2.86	0.21
3	10/26/2012	<input type="checkbox"/>	1590	0.28	262.88	296.38	1590.00	2.96	0.66	-2.97	0.46
4	10/26/2012	<input type="checkbox"/>	1620	0.28	291.64	296.38	1620.00	3.09	0.68	-3.11	0.46
5	10/26/2012	<input type="checkbox"/>	1650	1.10	281.20	296.38	1649.99	3.45	0.77	-3.47	2.74
6	10/26/2012	<input type="checkbox"/>	1680	1.39	303.50	296.38	1679.99	4.09	1.02	-4.05	1.87
7	10/26/2012	<input type="checkbox"/>	1710	1.89	296.13	296.38	1709.98	4.94	1.44	-4.80	1.79
8	10/26/2012	<input type="checkbox"/>	1740	2.41	290.75	296.38	1739.95	6.06	1.88	-5.83	1.87
9	10/26/2012	<input type="checkbox"/>	1770	2.51	287.54	296.38	1769.93	7.34	2.30	-7.05	0.57
10	10/26/2012	<input type="checkbox"/>	1800	2.67	283.03	296.38	1799.90	8.67	2.66	-8.36	0.87
11	10/27/2012	<input type="checkbox"/>	1830	2.96	283.30	296.38	1829.86	10.10	3.00	-9.79	0.95
12	10/27/2012	<input type="checkbox"/>	1860	2.90	282.58	296.38	1859.82	11.59	3.34	-11.28	0.23
13	10/27/2012	<input type="checkbox"/>	1890	2.94	284.79	296.38	1889.78	13.08	3.70	-12.77	0.40
14	10/27/2012	<input type="checkbox"/>	1920	3.32	294.64	296.38	1919.74	14.71	4.26	-14.30	2.18
15	10/27/2012	<input type="checkbox"/>	1950	4.09	295.10	296.38	1949.67	16.64	5.07	-16.06	2.57
16	10/27/2012	<input type="checkbox"/>	1980	4.36	297.63	296.38	1979.59	18.85	6.06	-18.04	1.10
17	10/27/2012	<input type="checkbox"/>	2010	4.82	294.84	296.38	2009.50	21.25	7.11	-20.19	1.70
18	10/27/2012	<input type="checkbox"/>	2040	5.62	291.70	296.38	2039.37	23.97	8.19	-22.70	2.83
19	10/27/2012	<input type="checkbox"/>	2070	5.71	290.27	296.38	2069.23	26.92	9.25	-25.46	0.56
20	10/27/2012	<input type="checkbox"/>	2100	6.33	290.27	296.38	2099.06	30.05	10.34	-28.41	2.07
21	10/27/2012	<input type="checkbox"/>	2130	6.80	298.00	296.38	2128.86	33.46	11.74	-31.53	3.33
22	10/27/2012	<input type="checkbox"/>	2160	6.87	298.59	296.38	2158.65	37.03	13.43	-34.67	0.33
23	10/27/2012	<input type="checkbox"/>	2190	7.04	298.20	296.38	2188.43	40.66	15.16	-37.87	0.60
24	10/27/2012	<input type="checkbox"/>	2220	8.28	301.38	296.38	2218.16	44.65	17.16	-41.34	4.36



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25	10/27/2012	<input type="checkbox"/>	2250	8.41	301.45	296.38	2247.84	48.99	19.43	-45.05	0.44
26	10/27/2012	<input type="checkbox"/>	2280	8.48	301.48	296.38	2277.52	53.38	21.73	-48.81	0.21
27	10/27/2012	<input type="checkbox"/>	2310	9.47	303.01	296.38	2307.15	58.04	24.23	-52.77	3.41
28	10/27/2012	<input type="checkbox"/>	2340	9.83	303.20	296.38	2336.73	63.03	26.97	-56.98	1.20
29	10/27/2012	<input type="checkbox"/>	2370	9.69	303.05	296.38	2366.29	68.08	29.75	-61.24	0.49
30	10/27/2012	<input type="checkbox"/>	2400	10.27	304.80	296.38	2395.84	73.23	32.65	-65.55	2.20
31	10/27/2012	<input type="checkbox"/>	2430	10.42	304.89	296.38	2425.35	78.56	35.73	-69.97	0.49
32	10/27/2012	<input type="checkbox"/>	2460	10.51	304.52	296.38	2454.85	83.95	38.83	-74.45	0.38
33	10/27/2012	<input type="checkbox"/>	2490	11.63	303.67	296.38	2484.29	89.66	42.06	-79.22	3.76
34	10/27/2012	<input type="checkbox"/>	2520	12.03	303.97	296.38	2513.66	95.76	45.48	-84.33	1.36
35	10/27/2012	<input type="checkbox"/>	2550	11.77	302.85	296.38	2543.01	101.90	48.89	-89.49	1.15
36	10/27/2012	<input type="checkbox"/>	2580	11.88	301.46	296.38	2572.38	108.01	52.16	-94.70	1.02
37	10/27/2012	<input type="checkbox"/>	2610	11.57	301.46	296.38	2601.75	114.09	55.34	-99.90	1.03
38	10/27/2012	<input type="checkbox"/>	2640	11.31	300.64	296.38	2631.15	120.02	58.41	-105.00	1.04
39	10/27/2012	<input type="checkbox"/>	2670	11.21	300.01	296.38	2660.58	125.86	61.37	-110.05	0.53
40	10/27/2012	<input type="checkbox"/>	2700	10.88	298.75	296.38	2690.02	131.60	64.19	-115.06	1.37
41	10/27/2012	<input type="checkbox"/>	2730	10.95	297.43	296.38	2719.48	137.28	66.86	-120.07	0.86
42	10/27/2012	<input type="checkbox"/>	2760	10.66	295.98	296.38	2748.95	142.90	69.39	-125.09	1.33
43	10/27/2012	<input type="checkbox"/>	2790	10.50	294.75	296.38	2778.44	148.40	71.75	-130.07	0.92
44	10/27/2012	<input type="checkbox"/>	2820	10.13	292.69	296.38	2807.95	153.77	73.91	-134.98	1.74
45	10/27/2012	<input type="checkbox"/>	2850	9.71	290.26	296.38	2837.50	158.92	75.81	-139.79	1.97
46	10/27/2012	<input type="checkbox"/>	2880	9.17	287.01	296.38	2867.10	163.79	77.38	-144.45	2.53
47	10/27/2012	<input type="checkbox"/>	2910	8.79	284.65	296.38	2896.73	168.40	78.66	-148.96	1.76
48	10/27/2012	<input type="checkbox"/>	2940	8.69	282.54	296.38	2926.38	172.84	79.73	-153.39	1.12
49	10/27/2012	<input type="checkbox"/>	2970	8.49	280.80	296.38	2956.04	177.18	80.64	-157.77	1.09
50	10/27/2012	<input type="checkbox"/>	3000	8.55	280.08	296.38	2985.71	181.45	81.45	-162.15	0.41
51	10/27/2012	<input type="checkbox"/>	3030	8.44	278.98	296.38	3015.38	185.69	82.18	-166.52	0.65
52	10/27/2012	<input type="checkbox"/>	3060	8.31	278.48	296.38	3045.06	189.85	82.84	-170.83	0.51
53	10/27/2012	<input type="checkbox"/>	3090	8.15	277.46	296.38	3074.75	193.93	83.44	-175.09	0.71
54	10/27/2012	<input type="checkbox"/>	3120	8.13	277.51	296.38	3104.45	197.95	83.99	-179.30	0.09
55	10/27/2012	<input type="checkbox"/>	3150	8.06	277.64	296.38	3134.15	201.94	84.55	-183.48	0.24
56	10/27/2012	<input type="checkbox"/>	3180	8.14	277.61	296.38	3163.85	205.95	85.11	-187.67	0.28
57	10/27/2012	<input type="checkbox"/>	3210	8.26	277.25	296.38	3193.55	209.99	85.66	-191.92	0.42
58	10/27/2012	<input type="checkbox"/>	3240	8.17	275.72	296.38	3223.24	214.02	86.15	-196.17	0.79
59	10/27/2012	<input type="checkbox"/>	3270	8.69	278.12	296.38	3252.92	218.17	86.68	-200.54	2.09
60	10/27/2012	<input type="checkbox"/>	3300	8.62	277.39	296.38	3282.58	222.44	87.29	-205.01	0.44
61	10/27/2012	<input type="checkbox"/>	3330	8.50	277.31	296.38	3312.24	226.67	87.86	-209.44	0.38
62	10/28/2012	<input type="checkbox"/>	3360	7.98	279.25	296.38	3341.93	230.75	88.48	-213.69	1.98
63	10/28/2012	<input type="checkbox"/>	3390	7.90	279.48	296.38	3371.64	234.71	89.15	-217.78	0.29
64	10/28/2012	<input type="checkbox"/>	3420	7.85	279.54	296.38	3401.36	238.64	89.83	-221.83	0.15
65	10/28/2012	<input type="checkbox"/>	3450	6.88	285.78	296.38	3431.11	242.37	90.66	-225.58	4.18
66	10/28/2012	<input type="checkbox"/>	3480	6.67	288.21	296.38	3460.90	245.86	91.69	-228.97	1.20
67	10/28/2012	<input type="checkbox"/>	3510	6.60	289.27	296.38	3490.70	249.30	92.80	-232.25	0.46
68	10/28/2012	<input type="checkbox"/>	3540	5.91	297.60	296.38	3520.52	252.55	94.09	-235.24	3.79
69	10/28/2012	<input type="checkbox"/>	3570	5.67	301.51	296.38	3550.37	255.57	95.58	-237.88	1.54
70	10/28/2012	<input type="checkbox"/>	3600	5.62	301.36	296.38	3580.23	258.51	97.12	-240.39	0.17
71	10/28/2012	<input type="checkbox"/>	3630	4.58	301.52	296.38	3610.11	261.17	98.51	-242.67	3.48
72	10/28/2012	<input type="checkbox"/>	3660	3.70	299.84	296.38	3640.03	263.33	99.62	-244.53	2.95
73	10/28/2012	<input type="checkbox"/>	3690	3.35	293.96	296.38	3669.97	265.17	100.45	-246.17	1.68
74	10/28/2012	<input type="checkbox"/>	3720	2.95	284.04	296.38	3699.93	266.80	101.00	-247.72	2.24
75	10/28/2012	<input type="checkbox"/>	3750	2.42	268.51	296.38	3729.89	268.11	101.17	-249.10	2.99
76	10/28/2012	<input type="checkbox"/>	3780	2.37	262.80	296.38	3759.87	269.19	101.07	-250.35	0.81



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77	10/28/2012	<input type="checkbox"/>	3810	2.06	257.36	296.38	3789.85	270.12	100.88	-251.49	1.24
78	10/28/2012	<input type="checkbox"/>	3840	1.55	231.52	296.38	3819.83	270.71	100.51	-252.33	3.16
79	10/28/2012	<input type="checkbox"/>	3870	1.50	224.44	296.38	3849.82	271.01	99.98	-252.93	0.65
80	10/28/2012	<input type="checkbox"/>	3900	1.61	213.87	296.38	3879.81	271.19	99.34	-253.44	1.02
81	10/28/2012	<input type="checkbox"/>	3930	1.97	184.77	296.38	3909.79	271.05	98.48	-253.71	3.22
82	10/28/2012	<input type="checkbox"/>	3960	2.29	176.98	296.38	3939.77	270.57	97.37	-253.72	1.44
83	10/28/2012	<input type="checkbox"/>	3990	2.30	174.75	296.38	3969.75	269.95	96.17	-253.64	0.30
84	10/28/2012	<input type="checkbox"/>	4020	1.46	157.69	296.38	3999.73	269.35	95.21	-253.44	3.34
85	10/28/2012	<input type="checkbox"/>	4050	1.12	149.55	296.38	4029.73	268.82	94.60	-253.14	1.30
86	10/28/2012	<input type="checkbox"/>	4080	1.09	148.57	296.38	4059.72	268.33	94.11	-252.85	0.11
87	10/28/2012	<input type="checkbox"/>	4110	1.11	148.93	296.38	4089.71	267.84	93.61	-252.55	0.05
88	10/28/2012	<input type="checkbox"/>	4140	1.21	160.28	296.38	4119.71	267.37	93.07	-252.29	0.83
89	10/28/2012	<input type="checkbox"/>	4170	1.19	159.09	296.38	4149.70	266.92	92.48	-252.07	0.10
90	10/28/2012	<input type="checkbox"/>	4200	0.50	147.70	296.38	4179.70	266.58	92.08	-251.89	2.34
91	10/28/2012	<input type="checkbox"/>	4230	0.10	35.54	296.38	4209.70	266.46	91.99	-251.81	1.82
92	10/28/2012	<input type="checkbox"/>	4260	0.57	4.07	296.38	4239.70	266.51	92.16	-251.78	1.62
93	10/28/2012	<input type="checkbox"/>	4290	0.73	335.94	296.38	4269.70	266.72	92.48	-251.85	1.18
94	10/28/2012	<input type="checkbox"/>	4320	0.64	329.06	296.38	4299.69	267.00	92.80	-252.01	0.41
95	10/28/2012	<input type="checkbox"/>	4350	0.35	324.50	296.38	4329.69	267.23	93.02	-252.15	0.99
96	10/28/2012	<input type="checkbox"/>	4380	0.32	308.85	296.38	4359.69	267.39	93.15	-252.27	0.31
97	10/28/2012	<input type="checkbox"/>	4410	0.29	312.57	296.38	4389.69	267.54	93.25	-252.39	0.14
98	10/28/2012	<input type="checkbox"/>	4440	0.35	325.02	296.38	4419.69	267.70	93.38	-252.50	0.31
99	10/28/2012	<input type="checkbox"/>	4470	0.17	350.97	296.38	4449.69	267.80	93.50	-252.56	0.69
100	10/28/2012	<input type="checkbox"/>	4500	0.10	168.21	296.38	4479.69	267.81	93.51	-252.56	0.91
101	10/28/2012	<input type="checkbox"/>	4530	0.23	179.24	296.38	4509.69	267.77	93.43	-252.56	0.46
102	10/28/2012	<input type="checkbox"/>	4560	0.37	189.99	296.38	4539.69	267.71	93.27	-252.57	0.47
103	10/28/2012	<input type="checkbox"/>	4590	0.45	214.03	296.38	4569.69	267.70	93.08	-252.65	0.62
104	10/28/2012	<input type="checkbox"/>	4620	0.86	216.55	296.38	4599.69	267.76	92.80	-252.85	1.37
105	10/28/2012	<input type="checkbox"/>	4650	0.98	195.10	296.38	4629.68	267.75	92.37	-253.05	1.22
106	10/28/2012	<input type="checkbox"/>	4680	0.92	175.01	296.38	4659.68	267.57	91.89	-253.10	1.13
107	10/28/2012	<input type="checkbox"/>	4710	1.06	174.91	296.38	4689.68	267.30	91.37	-253.05	0.47
108	10/28/2012	<input type="checkbox"/>	4740	1.02	175.73	296.38	4719.67	267.02	90.83	-253.01	0.12
109	10/28/2012	<input type="checkbox"/>	4770	0.36	264.79	296.38	4749.67	266.96	90.55	-253.08	3.61
110	10/28/2012	<input type="checkbox"/>	4800	1.04	321.33	296.38	4779.67	267.29	90.75	-253.35	2.98
111	10/28/2012	<input type="checkbox"/>	4830	1.22	305.64	296.38	4809.66	267.85	91.15	-253.78	1.18
112	10/28/2012	<input type="checkbox"/>	4860	1.22	294.96	296.38	4839.65	268.48	91.47	-254.33	0.75
113	10/28/2012	<input type="checkbox"/>	4890	1.25	281.70	296.38	4869.65	269.12	91.67	-254.93	0.95
114	10/28/2012	<input type="checkbox"/>	4920	1.30	269.71	296.38	4899.64	269.74	91.74	-255.60	0.91
115	10/28/2012	<input type="checkbox"/>	4950	1.42	257.60	296.38	4929.63	270.34	91.66	-256.30	1.03
116	10/28/2012	<input type="checkbox"/>	4980	1.52	259.32	296.38	4959.62	270.94	91.50	-257.05	0.36
117	10/28/2012	<input type="checkbox"/>	5010	1.51	246.63	296.38	4989.61	271.52	91.27	-257.81	1.12
118	10/29/2012	<input type="checkbox"/>	5040	1.15	232.79	296.38	5019.60	271.91	90.93	-258.41	1.60
119	10/29/2012	<input type="checkbox"/>	5070	0.64	237.36	296.38	5049.60	272.13	90.66	-258.79	1.73
120	10/29/2012	<input type="checkbox"/>	5100	0.51	241.83	296.38	5079.60	272.29	90.51	-259.05	0.46
121	10/29/2012	<input type="checkbox"/>	5130	0.55	233.82	296.38	5109.60	272.43	90.36	-259.28	0.28
122	10/29/2012	<input type="checkbox"/>	5160	0.46	217.07	296.38	5139.59	272.52	90.18	-259.47	0.57
123	10/29/2012	<input type="checkbox"/>	5190	0.52	189.85	296.38	5169.59	272.50	89.95	-259.57	0.80
124	10/29/2012	<input type="checkbox"/>	5220	0.73	168.52	296.38	5199.59	272.35	89.63	-259.55	1.03
125	10/29/2012	<input type="checkbox"/>	5250	0.86	137.07	296.38	5229.59	272.02	89.28	-259.36	1.50
126	10/29/2012	<input type="checkbox"/>	5280	1.10	146.70	296.38	5259.58	271.56	88.87	-259.05	0.95
127	10/29/2012	<input type="checkbox"/>	5310	0.87	151.67	296.38	5289.58	271.13	88.43	-258.78	0.80
128	10/29/2012	<input type="checkbox"/>	5340	0.57	152.25	296.38	5319.58	270.82	88.09	-258.60	1.00



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129	10/29/2012	<input type="checkbox"/>	5370	0.40	166.59	296.38	5349.58	270.63	87.86	-258.51	0.70
130	10/29/2012	<input type="checkbox"/>	5400	0.31	164.14	296.38	5379.58	270.51	87.68	-258.46	0.29
131	10/29/2012	<input type="checkbox"/>	5430	0.20	256.04	296.38	5409.58	270.49	87.59	-258.49	1.25
132	10/29/2012	<input type="checkbox"/>	5460	0.35	241.94	296.38	5439.57	270.58	87.53	-258.62	0.55
133	10/29/2012	<input type="checkbox"/>	5490	0.41	237.14	296.38	5469.57	270.69	87.43	-258.79	0.23
134	10/29/2012	<input type="checkbox"/>	5520	0.70	228.22	296.38	5499.57	270.81	87.25	-259.02	1.00
135	10/29/2012	<input type="checkbox"/>	5550	0.93	219.11	296.38	5529.57	270.94	86.94	-259.31	0.89
136	10/29/2012	<input type="checkbox"/>	5580	1.25	206.63	296.38	5559.56	270.99	86.46	-259.61	1.32
137	10/29/2012	<input type="checkbox"/>	5610	1.39	199.70	296.38	5589.56	270.95	85.83	-259.88	0.70
138	10/29/2012	<input type="checkbox"/>	5640	1.47	194.14	296.38	5619.55	270.83	85.11	-260.09	0.55
139	10/29/2012	<input type="checkbox"/>	5670	1.33	191.11	296.38	5649.54	270.65	84.40	-260.25	0.53
140	10/29/2012	<input type="checkbox"/>	5700	1.21	190.37	296.38	5679.53	270.47	83.74	-260.38	0.41
141	10/29/2012	<input type="checkbox"/>	5730	0.79	187.36	296.38	5709.53	270.32	83.23	-260.46	1.42
142	10/29/2012	<input type="checkbox"/>	5760	1.10	205.51	296.38	5739.52	270.25	82.76	-260.61	1.44
143	10/29/2012	<input type="checkbox"/>	5790	0.90	176.64	296.38	5769.52	270.13	82.27	-260.72	1.79
144	10/29/2012	<input type="checkbox"/>	5820	1.18	200.45	296.38	5799.51	269.98	81.74	-260.82	1.70
145	10/29/2012	<input type="checkbox"/>	5850	0.97	175.86	296.38	5829.51	269.82	81.19	-260.91	1.68
146	10/29/2012	<input type="checkbox"/>	5880	1.51	180.30	296.38	5859.50	269.51	80.55	-260.89	1.80
147	10/29/2012	<input type="checkbox"/>	5910	1.21	173.04	296.38	5889.49	269.16	79.84	-260.85	1.13
148	10/29/2012	<input type="checkbox"/>	5940	1.59	193.12	296.38	5919.48	268.89	79.12	-260.91	2.04
149	10/29/2012	<input type="checkbox"/>	5970	1.34	178.14	296.38	5949.47	268.63	78.36	-260.99	1.52
150	10/30/2012	<input type="checkbox"/>	6000	1.75	190.22	296.38	5979.46	268.34	77.56	-261.06	1.75
151	10/30/2012	<input type="checkbox"/>	6030	1.31	168.64	296.38	6009.45	268.00	76.77	-261.08	2.40
152	10/30/2012	<input type="checkbox"/>	6090	1.04	166.17	296.38	6069.44	267.23	75.57	-260.81	0.45
153	10/30/2012	<input type="checkbox"/>	6120	1.02	190.14	296.38	6099.43	266.98	75.04	-260.79	1.43
154	10/30/2012	<input type="checkbox"/>	6150	0.97	157.60	296.38	6129.43	266.71	74.54	-260.74	1.86
155	10/30/2012	<input type="checkbox"/>	6180	0.95	184.13	296.38	6159.43	266.43	74.06	-260.66	1.47
156	10/30/2012	<input type="checkbox"/>	6210	0.93	147.49	296.38	6189.42	266.13	73.61	-260.55	1.96
157	10/30/2012	<input type="checkbox"/>	6240	0.55	173.00	296.38	6219.42	265.84	73.26	-260.40	1.65
158	10/30/2012	<input type="checkbox"/>	6270	1.08	152.85	296.38	6249.42	265.53	72.87	-260.26	1.99
159	10/30/2012	<input type="checkbox"/>	6300	0.56	171.17	296.38	6279.41	265.22	72.47	-260.11	1.92
160	10/30/2012	<input type="checkbox"/>	6330	0.93	150.73	296.38	6309.41	264.94	72.12	-259.97	1.50
161	10/30/2012	<input type="checkbox"/>	6360	1.06	167.40	296.38	6339.41	264.56	71.64	-259.79	1.05
162	10/30/2012	<input type="checkbox"/>	6390	1.11	143.74	296.38	6369.40	264.13	71.13	-259.55	1.50
163	10/31/2012	<input type="checkbox"/>	6420	1.33	160.14	296.38	6399.39	263.62	70.57	-259.26	1.37
164	10/31/2012	<input type="checkbox"/>	6450	0.82	164.36	296.38	6429.39	263.22	70.03	-259.09	1.72
165	10/31/2012	<input type="checkbox"/>	6480	1.38	151.28	296.38	6459.38	262.78	69.51	-258.85	2.04
166	10/31/2012	<input type="checkbox"/>	6510	0.70	185.66	296.38	6489.38	262.42	69.01	-258.70	2.99
167	10/31/2012	<input type="checkbox"/>	6540	1.63	155.21	296.38	6519.37	262.02	68.44	-258.54	3.63
168	10/31/2012	<input type="checkbox"/>	6570	1.56	169.69	296.38	6549.36	261.45	67.65	-258.28	1.36
169	10/31/2012	<input type="checkbox"/>	6600	1.70	158.50	296.38	6579.35	260.87	66.83	-258.05	1.15
170	10/31/2012	<input type="checkbox"/>	6630	1.51	147.72	296.38	6609.34	260.20	66.08	-257.67	1.17
171	10/31/2012	<input type="checkbox"/>	6660	1.47	172.60	296.38	6639.33	259.65	65.37	-257.41	2.15
172	10/31/2012	<input type="checkbox"/>	6690	1.93	159.57	296.38	6669.31	259.07	64.51	-257.19	1.99
173	10/31/2012	<input type="checkbox"/>	6720	1.50	179.81	296.38	6699.30	258.53	63.65	-257.01	2.44
174	10/31/2012	<input type="checkbox"/>	6750	1.84	182.87	296.38	6729.29	258.16	62.77	-257.03	1.15
175	10/31/2012	<input type="checkbox"/>	6780	2.26	161.38	296.38	6759.27	257.55	61.73	-256.87	2.91
176	10/31/2012	<input type="checkbox"/>	6810	2.00	170.19	296.38	6789.25	256.82	60.65	-256.59	1.40
177	10/31/2012	<input type="checkbox"/>	6840	1.99	169.11	296.38	6819.23	256.19	59.63	-256.40	0.13
178	10/31/2012	<input type="checkbox"/>	6870	1.92	168.76	296.38	6849.21	255.57	58.62	-256.21	0.25
179	10/31/2012	<input type="checkbox"/>	6915	1.92	168.76	296.38	6894.19	254.65	57.15	-255.91	0.01

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
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 2-15-820	
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047526890000	
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: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S 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: 7/4/2013 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <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" value="Prod gas into pipeline"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.		
<p>In an effort to minimize gas flaring and venting within the Ouray National Wildlife Refuge, Axia Energy, LLC requests permission to tie in associated gas produced from oil production into a completed pipeline and use the gas between wells with common mineral ownership, to run production equipment and well facilities. With approval, this will minimize the gas flaring/venting within the Refuge (although the wells are within allowable limits of flaring/venting per UDOGM regulations.)</p> <p>The SITLA mineral leases that are affected are ML-50510 and ML-49318. They share the same mineral owner (SITLA) and the gas will not be used off leases.</p>		<p>Approved by the Utah Division of Oil, Gas and Mining</p> <p>Date: <u>October 07, 2013</u></p> <p>By: <u><i>D. K. Quist</i></u></p>
NAME (PLEASE PRINT) Cindy Turner	PHONE NUMBER 720 746-5209	TITLE Project Manager
SIGNATURE N/A		DATE 7/3/2013



Dustin Doucet <dustindoucet@utah.gov>

RE: FW: Utah Sundries - Produce and Use Gas

1 message

Jess Peonio <jpeonio@axiaenergy.com>

Wed, Aug 28, 2013 at 2:39 PM

To: Dustin Doucet <dustindoucet@utah.gov>

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

Dustin:

To address Randy and your questions:

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

To address the gas measurement question:

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

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

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

Thanks.

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

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

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

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

Jess,

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

Dustin

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

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

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

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

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

Dustin:

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

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

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

Thanks,

Jess

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

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

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

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

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

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

Thanks,

Cindy Turner

AXIA ENERGY, LLC

1430 Larimer Street

Suite 400

Denver, CO 80202

Phone: 720-746-5209

Cell: 303-328-8613

cturner@axiaenergy.com

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

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

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

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

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

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

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

Thanks.

Jess A. Peonio

Sr. Drilling Engineer/Regulatory Manager

Axia Energy

1430 Larimer, Suite #400; Denver, CO 80202

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

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

--

Dustin K. Doucet

Petroleum Engineer

Division of Oil, Gas and Mining

1594 West North Temple, Ste 1210

Salt Lake City, Utah 84116

801.538.5281 (ofc)

801.359.3940 (fax)

web: www.ogm.utah.gov

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Dustin K. Doucet

Petroleum Engineer

Division of Oil, Gas and Mining

1594 West North Temple, Ste 1210

Salt Lake City, Utah 84116

801.538.5281 (ofc)

801.359.3940 (fax)

web: www.ogm.utah.gov

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

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

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49318
1. TYPE OF WELL Oil Well	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: AXIA ENERGY LLC	7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	8. WELL NAME and NUMBER: THREE RIVERS 2-15-820
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0528 FSL 0896 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 02 Township: 08.0S Range: 20.0E Meridian: S	9. API NUMBER: 43047526890000
PHONE NUMBER: 720 746-5200 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: UINTAH	STATE: UTAH

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

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

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

NEW CENTRAL TANK FACILITY: Three Rivers CTB ST ML-49318 See Attached for Proposal and Allocation Diagram

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

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

AXIA THREE RIVERS CENTRAL TANK FACILITY

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

Allocation Proposal:

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

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

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

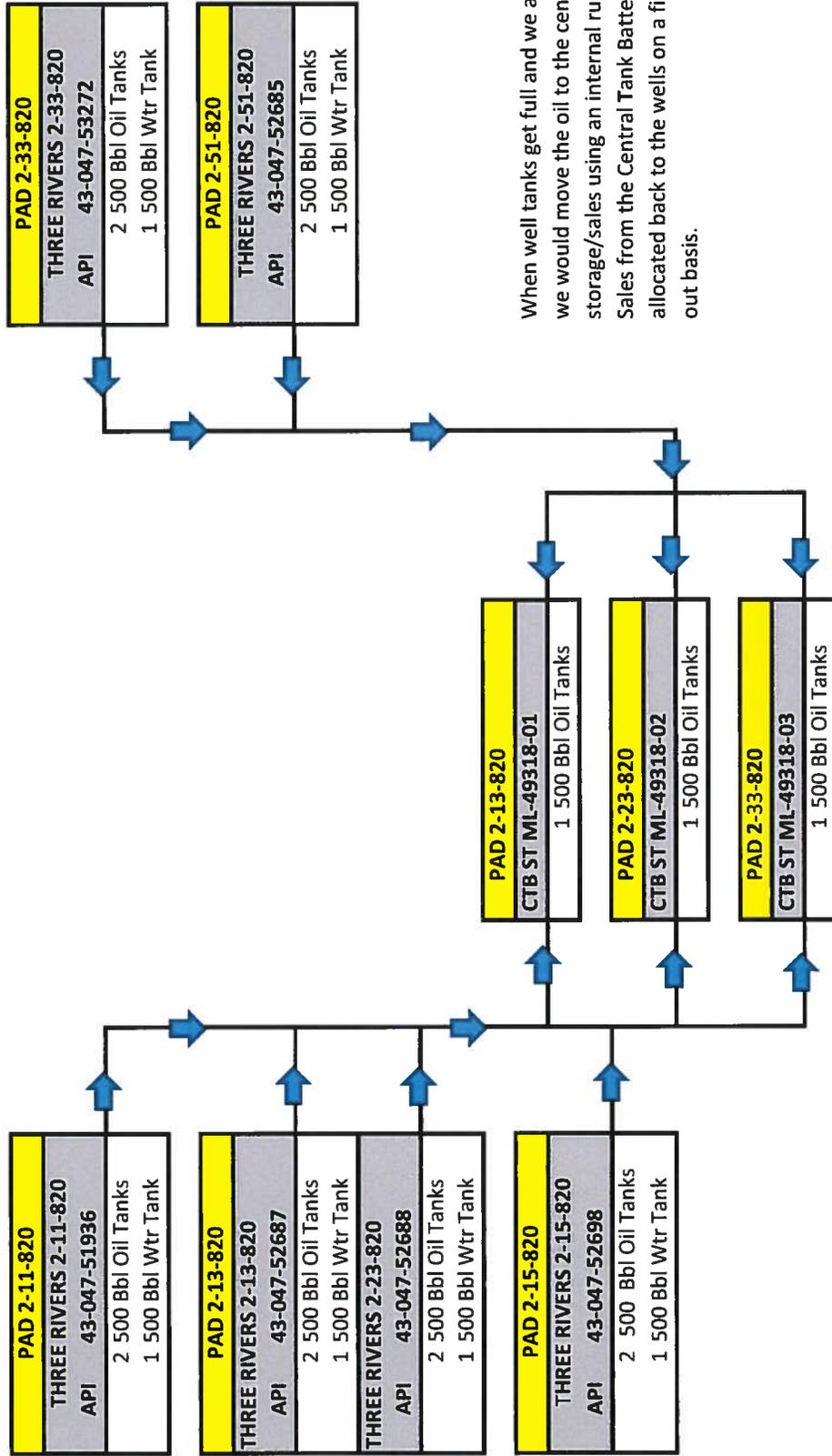
Proposed centralized storage facilities are set up by State or Federal lease number, or in the case of Fee wells, by common interest.

Reporting Requirements:

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

EFFECTIVE DATE: October 1, 2013

NAME: THREE RIVERS CTB ST ML-49318
DESC: THREE RIVERS WELLS IN SECTION 2 OF TOWNSHIP 8S-RNG 20E THAT CAN FLOW TO CENTRAL TANK BATTERY
LEASE: BASED ON COMMON INTEREST/LEASE NO STATE LEASE ML-49318



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