

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

FORM 3

AMENDED REPORT

<b>APPLICATION FOR PERMIT TO DRILL</b>						<b>1. WELL NAME and NUMBER</b> Three Rivers 4-33-820																																			
<b>2. TYPE OF WORK</b> DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						<b>3. FIELD OR WILDCAT</b> WILDCAT																																			
<b>4. TYPE OF WELL</b> Oil Well Coalbed Methane Well: NO						<b>5. UNIT or COMMUNITIZATION AGREEMENT NAME</b>																																			
<b>6. NAME OF OPERATOR</b> AXIA ENERGY LLC						<b>7. OPERATOR PHONE</b> 720 746-5200																																			
<b>8. ADDRESS OF OPERATOR</b> 1430 Larimer Ste 400, Denver, CO, 80202						<b>9. OPERATOR E-MAIL</b> rsatre@axiaenergy.com																																			
<b>10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)</b> Patented			<b>11. MINERAL OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			<b>12. SURFACE OWNERSHIP</b> FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			<b>13. NAME OF SURFACE OWNER (if box 12 = 'fee')</b> Joe Batty			<b>14. SURFACE OWNER PHONE (if box 12 = 'fee')</b> 435-789-3025																													
<b>15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')</b> 1600 North 1500 West,						<b>16. SURFACE OWNER E-MAIL (if box 12 = 'fee')</b>																																			
<b>17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')</b>			<b>18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS</b> YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			<b>19. SLANT</b> VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>			<b>20. LOCATION OF WELL</b>			<b>FOOTAGES</b>			<b>QTR-QTR</b>			<b>SECTION</b>			<b>TOWNSHIP</b>			<b>RANGE</b>			<b>MERIDIAN</b>														
<b>LOCATION AT SURFACE</b>						2464 FSL 1779 FEL						NWSE						4						8.0 S						20.0 E						S					
<b>Top of Uppermost Producing Zone</b>						1980 FSL 1980 FEL						NWSE						4						8.0 S						20.0 E						S					
<b>At Total Depth</b>						1980 FSL 1980 FEL						NWSE						4						8.0 S						20.0 E						S					
<b>21. COUNTY</b> UINTAH						<b>22. DISTANCE TO NEAREST LEASE LINE (Feet)</b> 1779						<b>23. NUMBER OF ACRES IN DRILLING UNIT</b> 40																													
<b>24. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 0						<b>25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)</b> 0						<b>26. PROPOSED DEPTH</b> MD: 7062 TVD: 6998																													
<b>27. ELEVATION - GROUND LEVEL</b> 4752						<b>28. BOND NUMBER</b> LPM9046682						<b>29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE</b> 49-2262 - RNI at Green River																													
<b>Hole, Casing, and Cement Information</b>																																									
<b>String</b>	<b>Hole Size</b>	<b>Casing Size</b>	<b>Length</b>	<b>Weight</b>	<b>Grade &amp; Thread</b>	<b>Max Mud Wt.</b>	<b>Cement</b>			<b>Sacks</b>	<b>Yield</b>	<b>Weight</b>																													
Surf	11	8.625	0 - 1000	32.0	J-55 LT&C	8.7	Premium Lite High Strength			100	2.97	11.5																													
							Class G			115	1.16	15.8																													
Prod	7.875	5.5	0 - 7062	17.0	J-55 LT&C	9.2	Premium Lite High Strength			430	2.31	12.0																													
<b>ATTACHMENTS</b>																																									
<b>VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES</b>																																									
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER												<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN																													
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)												<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER																													
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)												<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP																													
<b>NAME</b> Don Hamilton						<b>TITLE</b> Permitting Agent (Buys & Associates, Inc)						<b>PHONE</b> 435 719-2018																													
<b>SIGNATURE</b>						<b>DATE</b> 01/09/2013						<b>EMAIL</b> starpoint@etv.net																													
<b>API NUMBER ASSIGNED</b> 43047535280000						<b>APPROVAL</b>  Permit Manager																																			

**DRILLING PLAN**

**Axia Energy, LLC**  
**Three Rivers Project**  
**Three Rivers #4-33-820**  
**NWSE Sec 4 T8S R20E**  
**Uintah County, Utah**

**1. ESTIMATED FORMATION TOPS**

FORMATION	TOP (TVD)	COMMENTS
Uinta	Surface	Gas & Degraded Oil; Possible Brackish H <sub>2</sub> O
Green River	2,845'	Oil & Associated Gas
Lower Green River*	4,791'	Oil & Associated Gas
Wasatch*	6,698'	Oil & Associated Gas
TD	7,062' (MD) 6,998' (TVD)	

NOTE: Datum, Ground Level (GL) Elevation: 4,752; 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		50-100	13 3/8				
SURFACE	11	1000 ±	8 5/8	32.0	J-55	LTC	0.0609
PRODUCTION	7 7/8	7,062'	5 1/2	17.0	J-55	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	4,910	5,320	272,000	273,000

\*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: 1<sup>st</sup> 4 Joints: every joint  
Remainder: every third joint

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

NOTE: 5 1/2" 17# J-55 or equivalent marker collar or casing joints will be placed at the top of the Green River and approximately 200' above the Wasatch.

### **3. CEMENT PROGRAM**

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

**SURFACE (8 5/8):** Cement Top: Surface  
Lead: 100 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 – 2,500'  
430 sacks – Light Premium Cement w/ additives – 12.0 ppg, 2.31 ft<sup>3</sup>/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 the State of Utah 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.

<b>INTERVAL</b>	<b>BOP EQUIPMENT</b>
0 – 1000 ±	11" Diverter with Rotating Head
1000 ± – 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.

<b>INTERVAL</b>	<b>MUD WGHT</b>	<b>VISC</b>	<b>FLUID LOSS</b>	<b>COMMENTS</b>
SURF – 1000 ±	8.4 – 8.7 ppg	32	NC	Spud Mud
1000 ± – 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 3,030 psi (normal pressure gradient: 0.433 psi/ft).
  - b) Estimated maximum surface pressure will be approximately 1,540 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B)** No hydrogen sulfide is anticipated.

<b>INTERVAL</b>	<b>CONDITION</b>
SURF – 1000 ±	Lost Circulation Possible
1000 ± – 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**

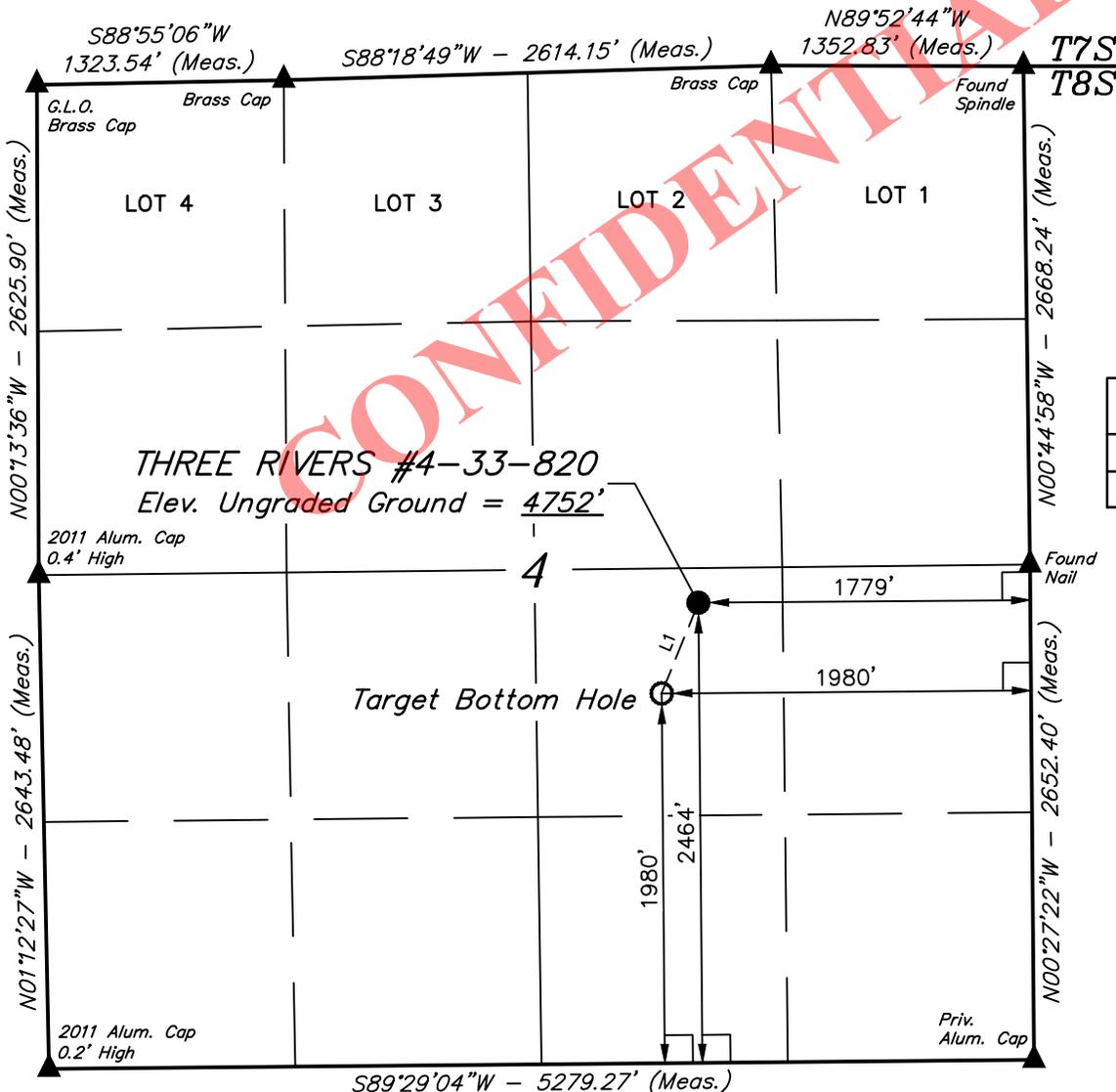
In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well.

CONFIDENTIAL

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

**AXIA ENERGY**

Well location, THREE RIVERS #4-33-820, located as shown in the NW 1/4 SE 1/4 of Section 4, T8S, R20E, S.L.B.&M., Uintah County, Utah.



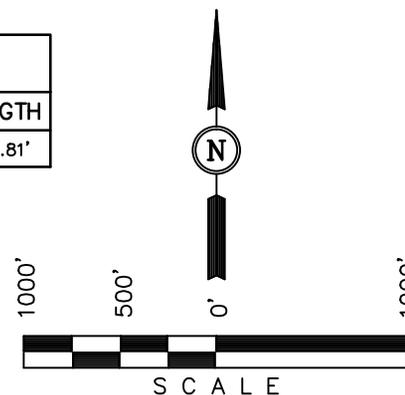
**BASIS OF ELEVATION**

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**

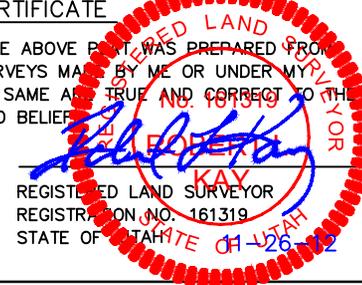
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S22°03'38"W	523.81'



**CERTIFICATE**

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



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

**LEGEND:**

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

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°08'59.41" (40.149836)	LONGITUDE = 109°40'16.44" (109.671233)	LATITUDE = 40°09'04.21" (40.151169)	LONGITUDE = 109°40'13.90" (109.670528)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°08'59.54" (40.149872)	LONGITUDE = 109°40'13.94" (109.670539)	LATITUDE = 40°09'04.34" (40.151206)	LONGITUDE = 109°40'11.40" (109.669833)

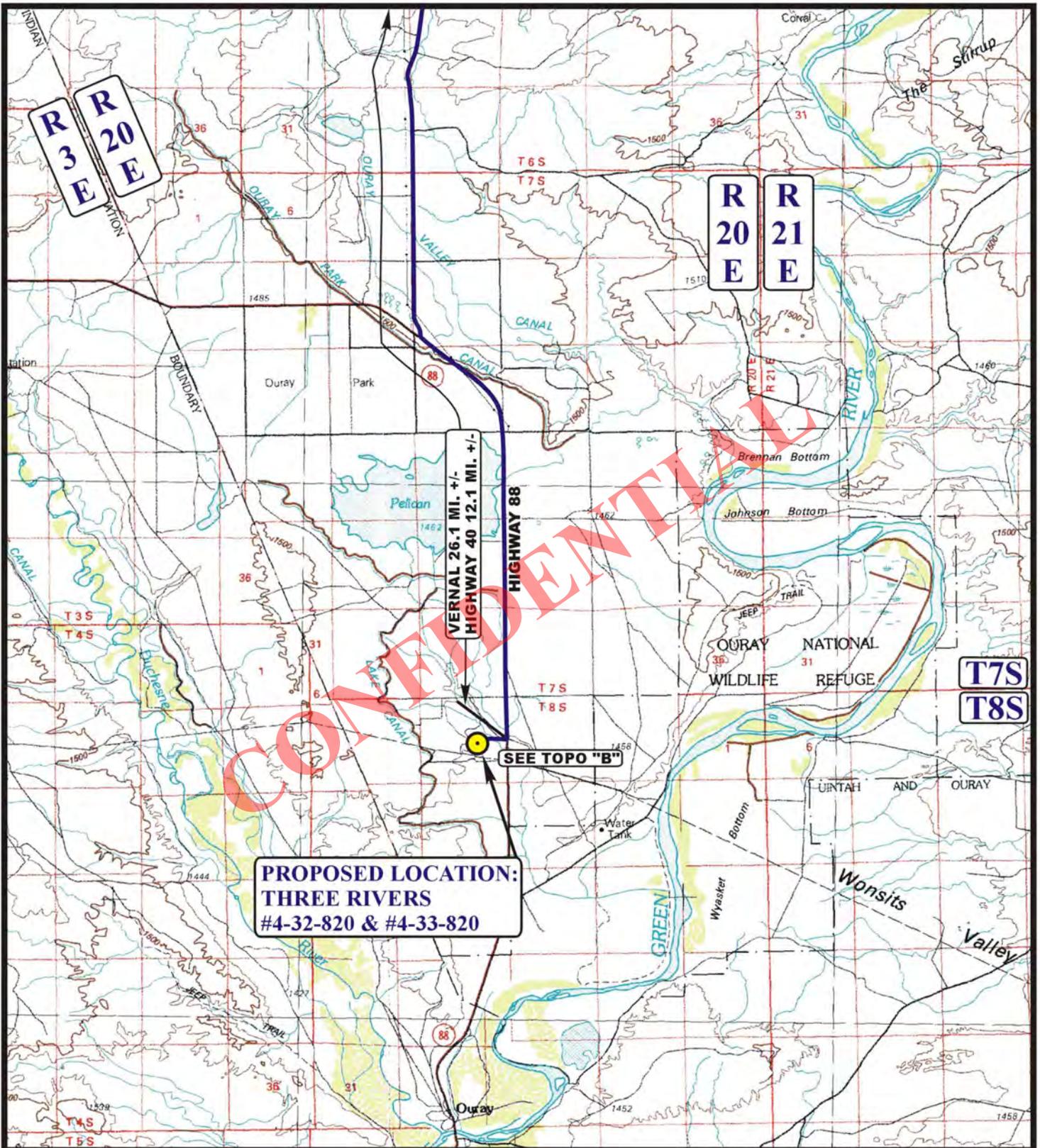
SCALE 1" = 1000'	DATE SURVEYED: 11-12-12	DATE DRAWN: 11-21-12
PARTY B.H. R.H. K.O.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE AXIA ENERGY	

AXIA ENERGY  
THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.

PROCEED IN A WESTERLY, THEN SOUTHWESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF THIS ROAD AND STATE HIGHWAY 88 TO THE SOUTH; EXIT LEFT AND PROCEED IN A SOUTHERLY, THEN SOUTHEASTERLY, THEN SOUTHERLY DIRECTION APPROXIMATELY 12.1 MILES TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE WEST; FOLLOW ROAD FLAGS IN A WESTERLY, THEN SOUTHWESTERLY DIRECTION APPROXIMATELY 1,659' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 26.4 MILES.

CONFIDENTIAL



**PROPOSED LOCATION:  
THREE RIVERS  
#4-32-820 & #4-33-820**

**VERNAL 26.1 MI. +/-  
HIGHWAY 40 12.1 MI. +/-**

**SEE TOPO "B"**

**LEGEND:**

**PROPOSED LOCATION**



**AXIA ENERGY**

**THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4**



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

**ACCESS ROAD  
MAP**

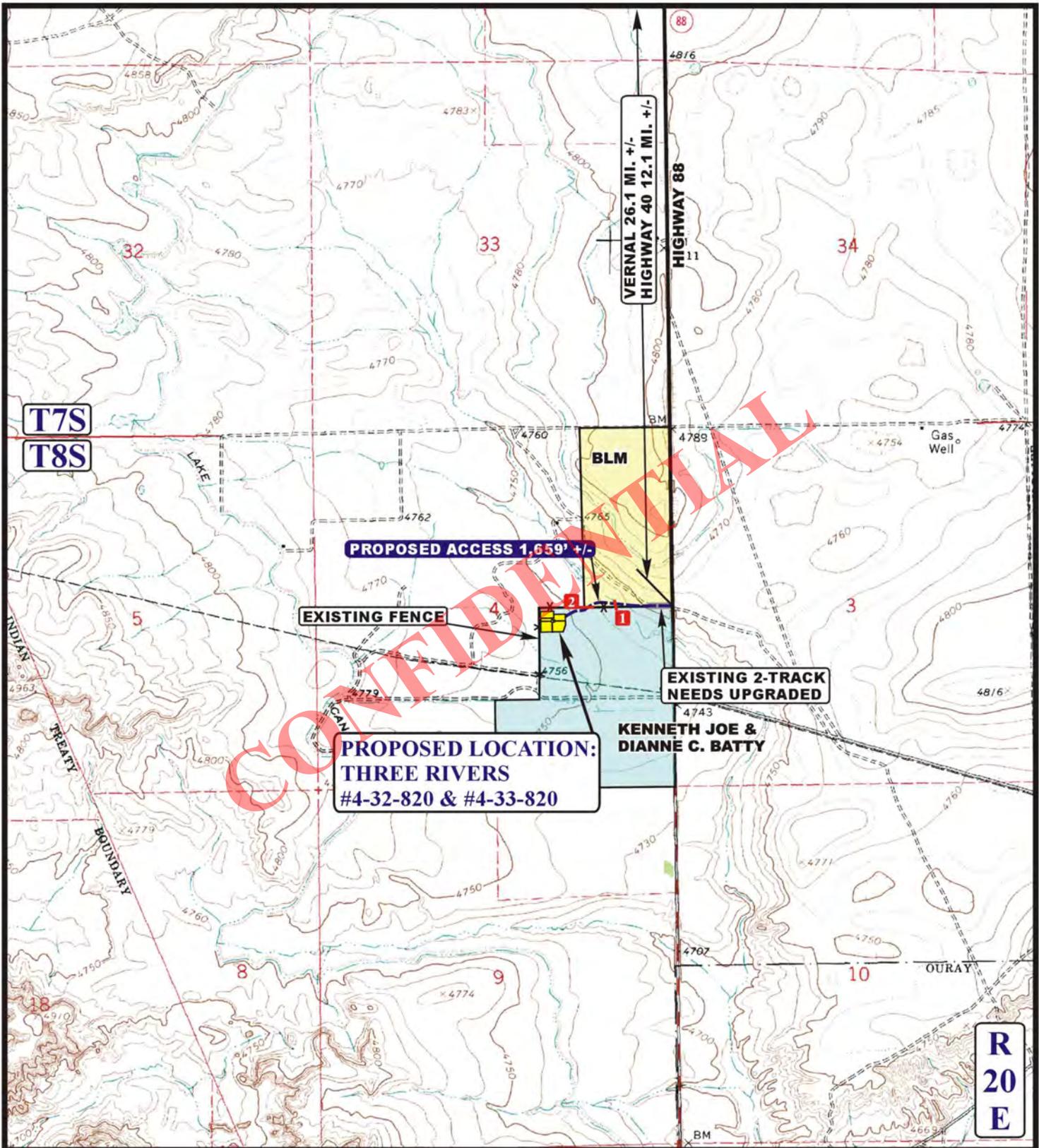
<b>11</b>	<b>14</b>	<b>12</b>
MONTH	DAY	YEAR

SCALE: 1:100,000

DRAWN BY: C.I.

REVISED: 00-00-00





**LEGEND:**

- EXISTING ROAD
- PROPOSED ACCESS ROAD
- EXISTING FENCE
- 24" CMP REQUIRED
- INSTALL CATTLE GUARD

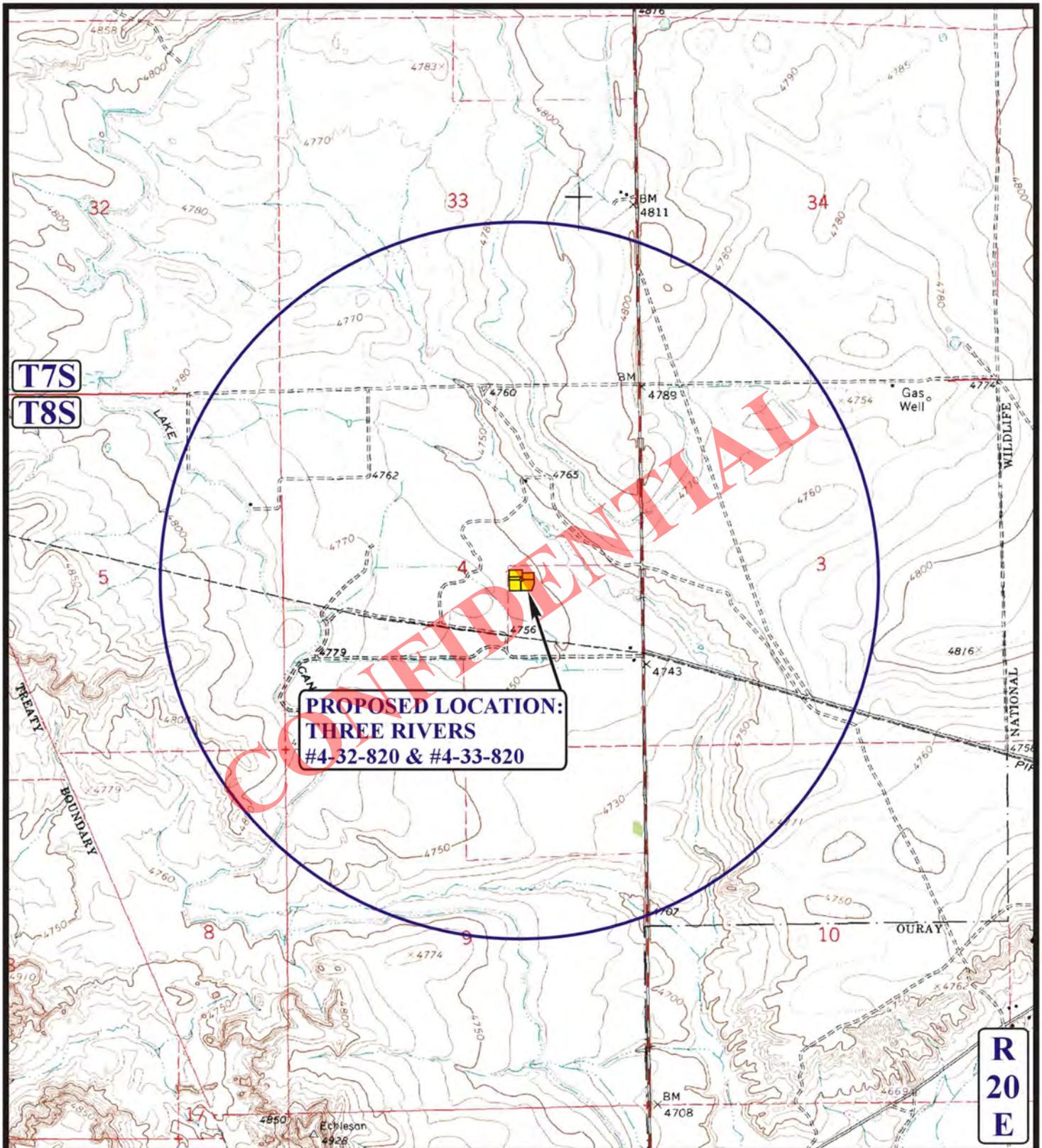


**AXIA ENERGY**

THREE RIVERS #4-32-820 & #4-33-820  
 SECTION 4, T8S, R20E, S.L.B.&M.  
 NW 1/4 SE 1/4

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

<b>ACCESS ROAD MAP</b>	<b>11</b>	<b>14</b>	<b>12</b>	<b>B TOPO</b>
	MONTH	DAY	YEAR	
SCALE: 1" = 2000'	DRAWN BY: C.L		REVISED: 12-12-12	



**PROPOSED LOCATION:  
THREE RIVERS  
#4-32-820 & #4-33-820**

**LEGEND:**

- ⊙ DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED



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**AXIA ENERGY**

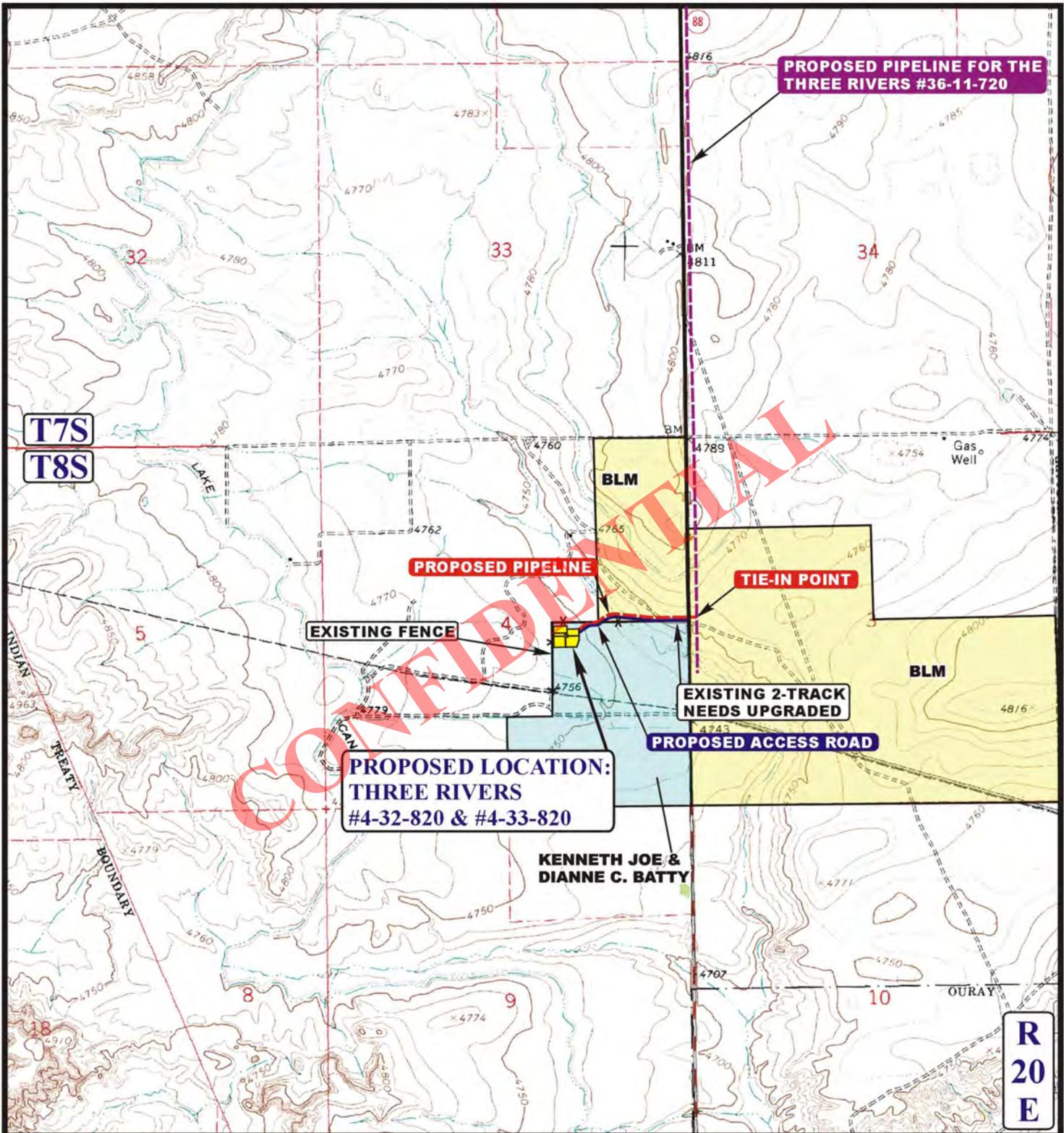
**THREE RIVERS #4-32-820 & #4-33-820**  
**SECTION 4, T8S, R20E, S.L.B.&M.**  
**NW 1/4 SE 1/4**

**TOPOGRAPHIC  
MAP**

**11 14 12**  
MONTH DAY YEAR

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





**APPROXIMATE TOTAL PIPELINE DISTANCE = 1,751' +/-**

**LEGEND:**

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



**AXIA ENERGY**

**THREE RIVERS #4-32-820 & #4-33-820**  
**SECTION 4, T8S, R20E, S.L.B.&M.**  
**NW 1/4 SE 1/4**



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**TOPOGRAPHIC**  
**MAP**

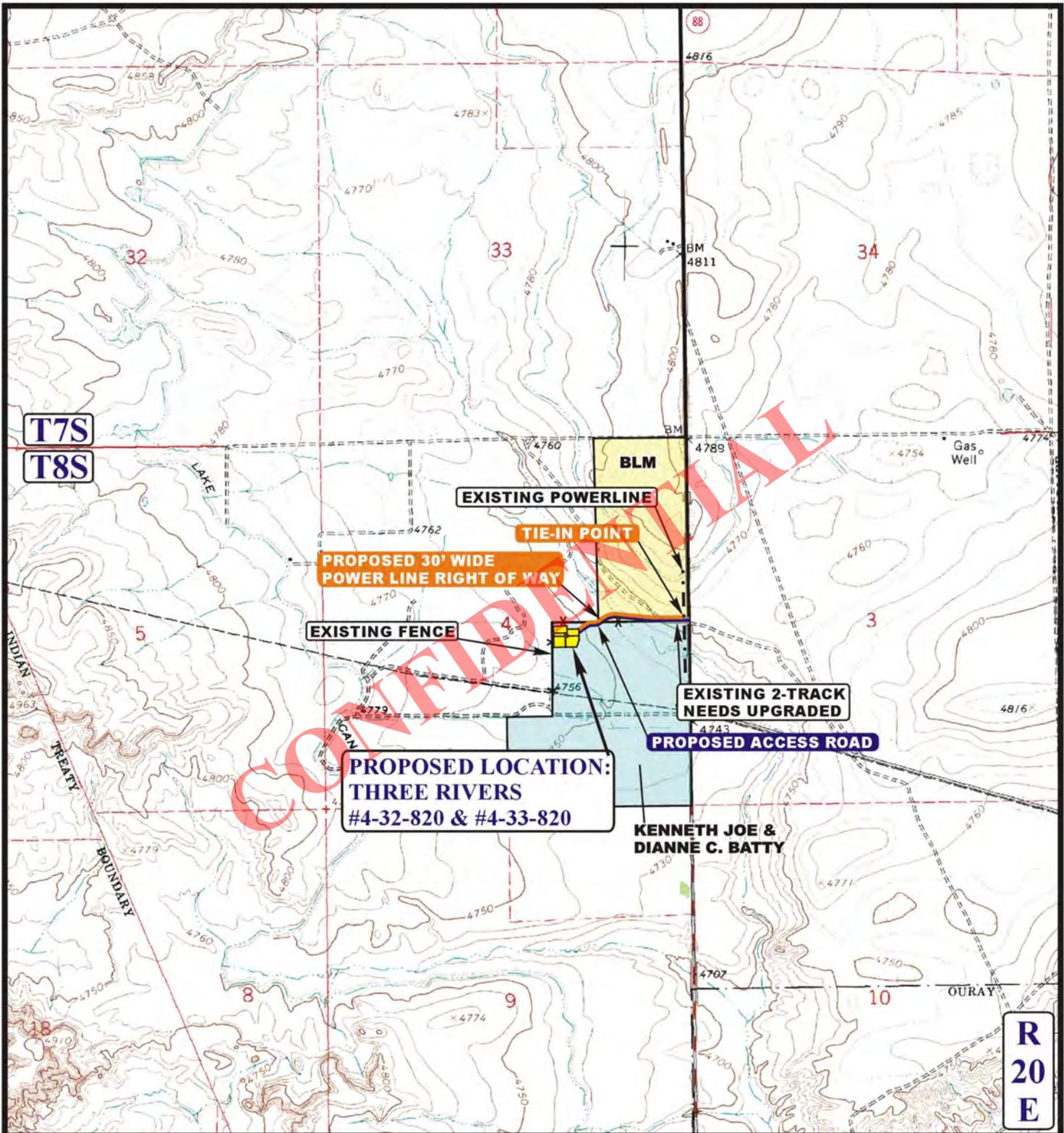
<b>11</b>	<b>14</b>	<b>12</b>
MONTH	DAY	YEAR

SCALE: 1" = 2000'

DRAWN BY: C.L

REVISED: 12-12-12

**D**  
**TOPO**



**APPROXIMATE TOTAL POWER LINE DISTANCE = 1,613' +/-**

**LEGEND:**

- PROPOSED ACCESS ROAD
- PROPOSED POWER LINE
- EXISTING POWER LINE

**AXIA ENERGY**

**THREE RIVERS #4-32-820 & #4-33-820**  
 SECTION 4, T8S, R20E, S.L.B.&M.  
 NW 1/4 SE 1/4



**Utah Engineering & Land Surveying**  
 85 South 200 East Vernal, Utah 84078  
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**TOPOGRAPHIC MAP** **11 14 12**  
 MONTH DAY YEAR

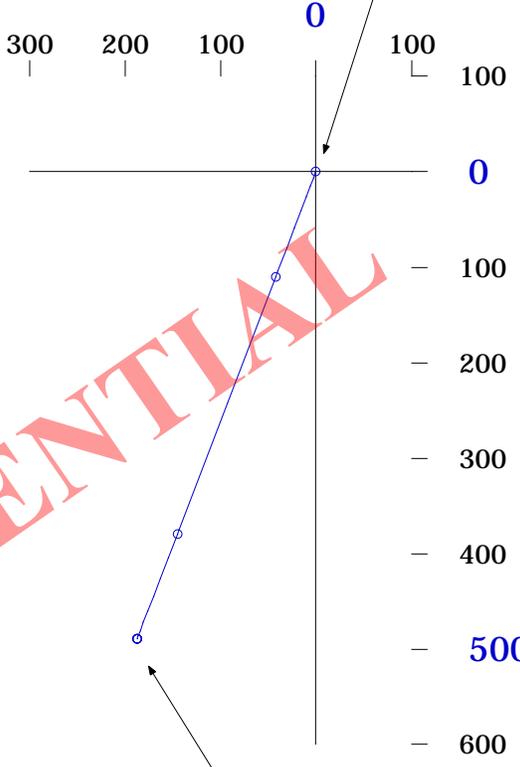
SCALE: 1" = 2000' DRAWN BY: C.I. REVISED: 12-12-12



**Axia Energy**  
 Three Rivers 4-33-820  
 Uintah County, Utah

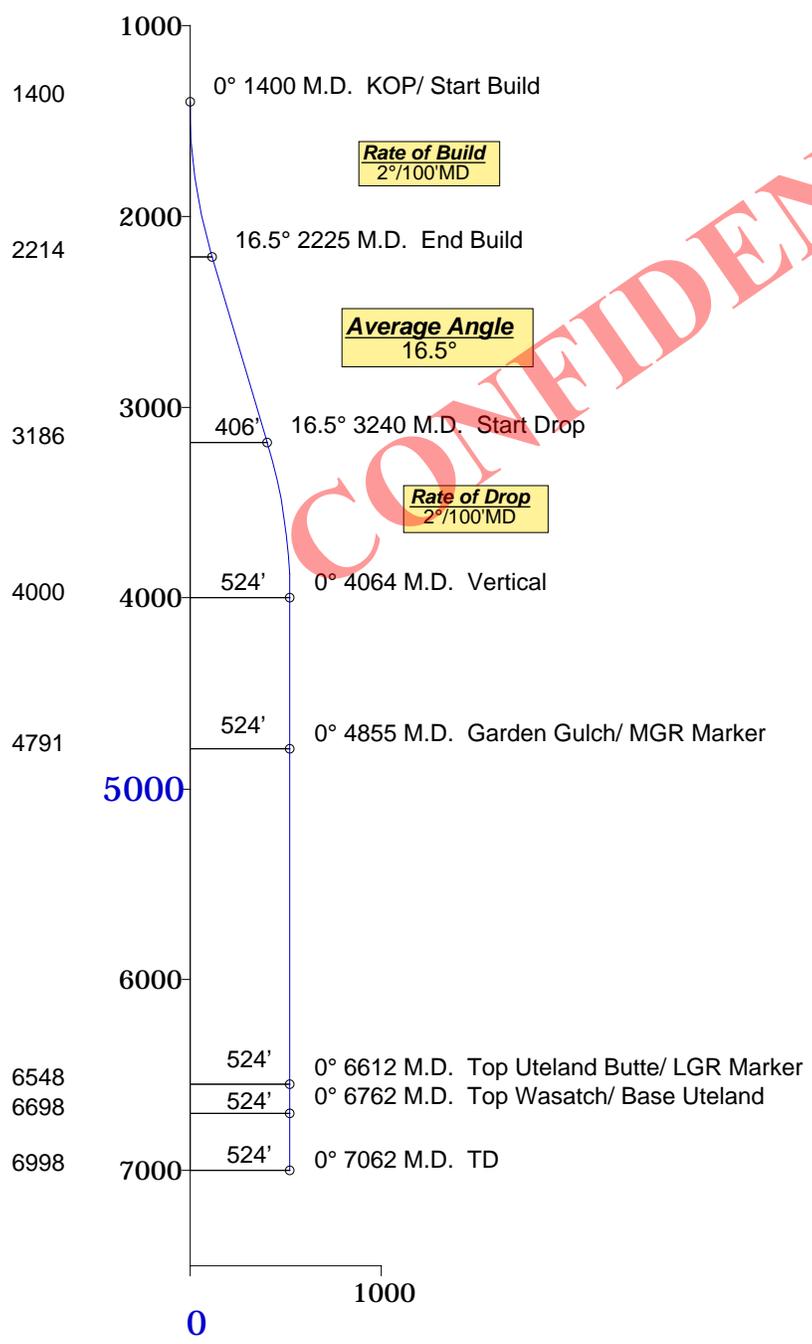
**Horizontal Plan**  
 1" = 200'

**Surface Location**  
 Lat=40.151169  
 Long=109.670528  
 NAD83  
 Y=7229017.692'  
 X=2151755.376'  
 NAD83



**Plane of Proposal**  
 200.92° Azimuth

**Vertical Section**  
 1" = 1000'



**Rate of Build**  
 2°/100' MD

**Average Angle**  
 16.5°

**Rate of Drop**  
 2°/100' MD

**Vertical**  
 524.02' Displacement from S/L  
 @ 200.92° Azimuth from S/L  
 South-489.48' West-187.09' of S/L  
 TVD-4000' MD-4064'  
 Y=7228528.2', X=215568.3'  
**Garden Gulch**  
 TVD-4791' MD-4855'  
**Top Uteland Butte**  
 TVD-6548' MD-6612'  
**Top Wasatch**  
 TVD-6698' MD-6762'  
**TD**  
 TVD-6998' MD-7062'



Denver, Colorado  
 303-463-1919

12-26-2012

# Bighorn Directional, Inc.

Axia Energy Three Rivers 4-33-820 Uintah County, Utah	 <p style="font-size: small; color: red;">Bighorn Directional Incorporated</p> <p style="font-size: x-small; color: red;">Denver, Colorado 303-463-1919</p>	Page: 1  Minimum of Curvature Slot Location: 7229017.69', 215755.38' Plane of Vertical Section: 200.92°
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Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES		LAMBERT COORDINATES		Vertical Section Feet	CLOSURES		Dogleg Severity Deg/100'
				North(-South) Feet	East(-West) Feet	Y Feet	X Feet		Distance Feet	Direction Deg	
1400.00	0.00	0.00	1400.00	0.00	0.00	7229017.7	215755.4	0.00	0.00	0.00	0.00
KOP/ Start Build											
1500.00	2.00	200.92	1499.98	-1.63	-0.62	7229016.1	215754.8	1.75	1.75	200.92	2.00
1600.00	4.00	200.92	1599.84	-6.52	-2.49	7229011.2	215752.9	6.98	6.98	200.92	2.00
1700.00	6.00	200.92	1699.45	-14.66	-5.60	7229003.0	215749.8	15.69	15.69	200.92	2.00
1800.00	8.00	200.92	1798.70	-26.04	-9.95	7228991.6	215745.4	27.88	27.88	200.92	2.00
1900.00	10.00	200.92	1897.47	-40.65	-15.54	7228977.0	215739.8	43.52	43.52	200.92	2.00
2000.00	12.00	200.92	1995.62	-58.48	-22.35	7228959.2	215733.0	62.60	62.60	200.92	2.00
2100.00	14.00	200.92	2093.06	-79.49	-30.38	7228938.2	215725.0	85.10	85.10	200.92	2.00
2200.00	16.00	200.92	2189.64	-103.66	-39.62	7228914.0	215715.8	110.98	110.98	200.92	2.00
2224.87	16.50	200.92	2213.52	-110.16	-42.11	7228907.5	215713.3	117.94	117.94	200.92	2.00
End Build											
2724.87	16.50	200.92	2692.94	-242.79	-92.80	7228774.9	215662.6	259.92	259.92	200.92	0.00
3224.87	16.50	200.92	3172.36	-375.41	-143.49	7228642.3	215611.9	401.90	401.90	200.92	0.00
3239.61	16.50	200.92	3186.48	-379.32	-144.99	7228638.4	215610.4	406.09	406.09	200.92	0.00
Start Drop											
3339.61	14.50	200.92	3282.84	-404.28	-154.52	7228613.4	215600.9	432.80	432.80	200.92	2.00
3439.61	12.50	200.92	3380.08	-426.08	-162.86	7228591.6	215592.5	456.14	456.14	200.92	2.00
3539.61	10.50	200.92	3478.06	-444.69	-169.97	7228573.0	215585.4	476.07	476.07	200.92	2.00
3639.61	8.50	200.92	3576.69	-460.11	-175.86	7228557.6	215579.5	492.57	492.57	200.92	2.00
3739.61	6.50	200.92	3675.83	-472.29	-180.52	7228545.4	215574.9	505.62	505.62	200.92	2.00
3839.61	4.50	200.92	3775.36	-481.24	-183.94	7228536.5	215571.4	515.20	515.20	200.92	2.00
3939.61	2.50	200.92	3875.17	-486.94	-186.12	7228530.8	215569.3	521.30	521.30	200.92	2.00
4039.61	0.50	200.92	3975.13	-489.38	-187.05	7228528.3	215568.3	523.91	523.91	200.92	2.00
4064.48	0.00	200.92	4000.00	-489.48	-187.09	7228528.2	215568.3	524.02	524.02	200.92	2.00
Vertical											
4855.48	0.00	200.92	4791.00	-489.48	-187.09	7228528.2	215568.3	524.02	524.02	200.92	0.00
Garden Gulch/ MGR Marker											

# Bighorn Directional, Inc.

Axia Energy Three Rivers 4-33-820 Uintah County, Utah	 <p style="font-size: 8px; margin: 0;">Denver, Colorado 303-463-1919</p>	Page: 2  Minimum of Curvature Slot Location: 7229017.69', 215755.38' Plane of Vertical Section: 200.92°
---	---	---

Measured Depth Feet	BORE Inc Degrees	HOLE Direction Degrees	True Vertical Depth Feet	RECTANGULAR COORDINATES		LAMBERT COORDINATES		Vertical Section Feet	CLOSURES		Dogleg Severity Deg/100'
				North(-South) Feet	East(-West) Feet	Y Feet	X Feet		Distance Feet	Direction Deg	
6612.48	0.00	200.92	6548.00	-489.48	-187.09	7228528.2	215568.3	524.02	524.02	200.92	0.00
Top Uteland Butte/ LGR Marker											
6762.48	0.00	200.92	6698.00	-489.48	-187.09	7228528.2	215568.3	524.02	524.02	200.92	0.00
Top Wasatch/ Base Uteland											
7062.48	0.00	200.92	6998.00	-489.48	-187.09	7228528.2	215568.3	524.02	524.02	200.92	0.00
TD											
Final Station Closure Distance: 524.02' Direction: 200.92°											

CONFIDENTIAL

**MEMORANDUM OF SURFACE USE AGREEMENT**

**State:** Utah

**County:** Uintah

**Owner:** Kenneth Joe Batty

**Operator:** Axia Energy, LLC, 1430 Larimer Street, Suite 400, Denver, Colorado 80202

**Effective Date:** December 15, 2012

As of the Effective Date stated above, Owner, named above, executed and delivered to Operator, named above, a Surface Use Agreement (the "SUA") in which Owner has granted Operator certain rights to access the lands described below ("The Lands") for the purpose of exploring for and producing oil and gas from its oil and gas leases underlying the Lands and to construct drill pads, to drill oil and gas wells, and to construct and maintain associated production facilities, including pipelines. The Lands, all of which are situated in Uintah County, Utah, are described as follows:

**Township 8S, Range 20E**

**Section 4 – NESE & E/2NWSE**

This SUA shall terminate upon the later of: (i) the expiration or termination of the underlying oil and gas leases held by Operator, its successor or assigns; or (ii) upon completion of final reclamation on the lands by Operator, its successors or assigns.

This Memorandum of Surface Use Agreement is executed by Owner and Operator and placed of record in the county in which the Lands are located for the purpose of placing all persons on notice of the existence of the Surface Use Agreement, which is not, at the request of both parties, being filed of record. This Memorandum is signed by Owner and Operator, as of the date of the acknowledgment of their signatures below, but is effective for all purposes as of the Effective Date stated above.

**OWNER:**

By: Kenneth Batty      Kenneth Joe Batty  
 Kenneth Joe Batty

**OPERATOR:**

AXIA ENERGY, LLC

By: Tab McGinley  
 Tab McGinley, Vice President of Land

**CONFIDENTIAL**

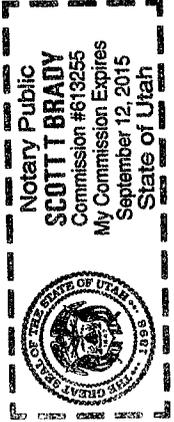
**Acknowledgement**

STATE OF UTAH )  
 )  
COUNTY OF Wintak )

The foregoing instrument was acknowledged before me this 2 day of Jan. 2013, ~~2012~~ <sup>ATB</sup> by Kenneth Joe Batty.

Witness my hand and official seal.

My commission expires: 9-12-15



ATB  
Notary Public

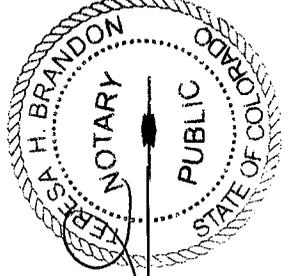
**CONFIDENTIAL**

STATE OF COLORADO )  
 )  
COUNTY OF DENVER )

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of January, ~~2013~~ by Tab McGinley, appearing herein in his capacity as Vice President of Land of Axia Energy, LLC

Witness my hand and official seal.

My commission expires: 8/7/16



Theresa H. Brandon  
Notary Public  
Address: 1430 Larimer Street  
Suite 400  
Denver, Colorado 80202

# BOP Equipment

3000psi WP

**CONFIDENTIAL**

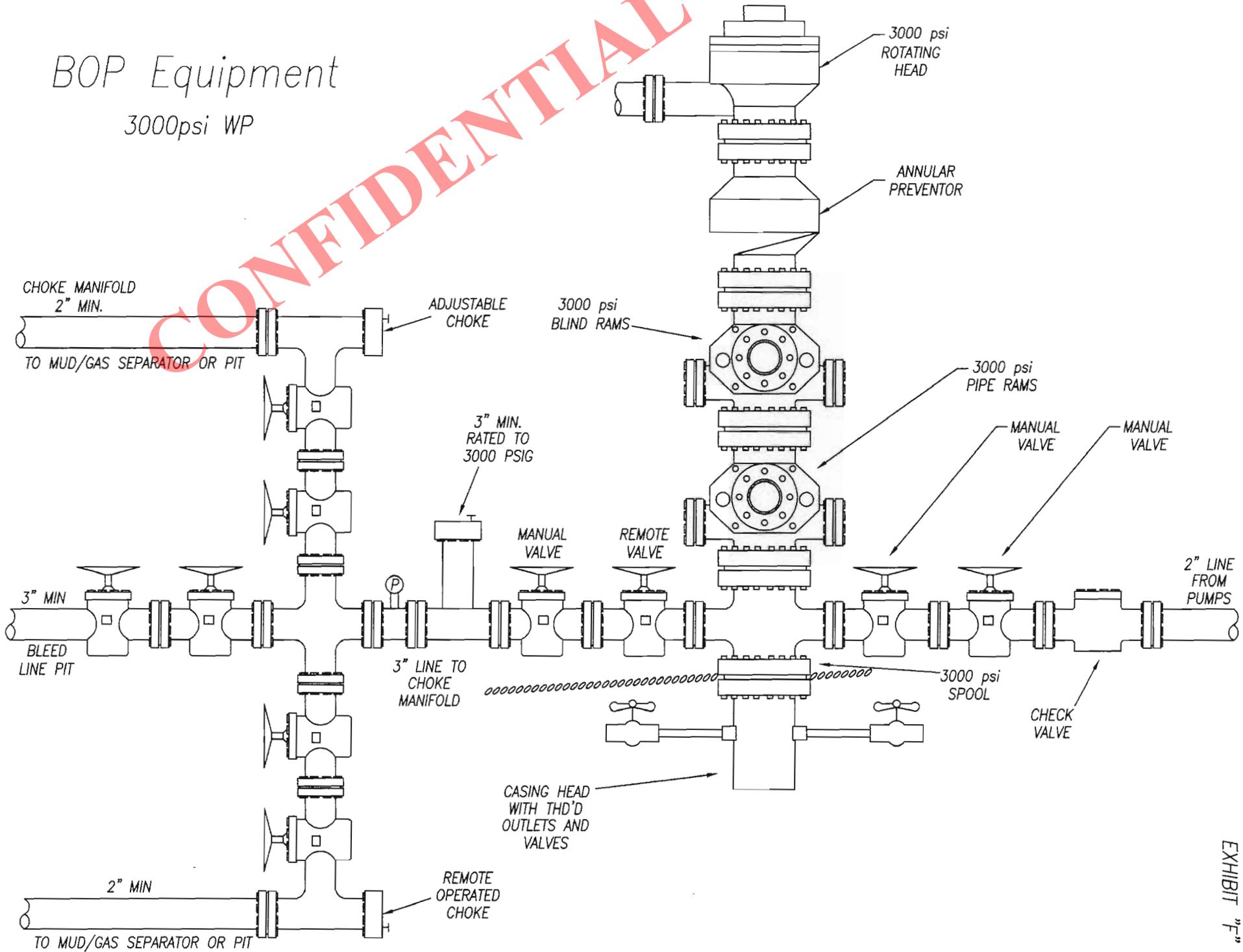


EXHIBIT "F"



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

January 9, 2012

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

RE: Application for Permit to Drill – Axia Energy, LLC – **Three Rivers 4-33-820**  
*Surface Location:* 2464' FSL & 1779' FEL, NW/4 SE/4, Section 4, T8S, R20E,  
*Target Location:* 1980' FSL & 1980' FEL, NW/4 SE/4, Section 4, 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,

Don Hamilton  
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

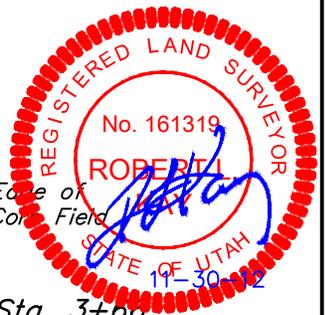
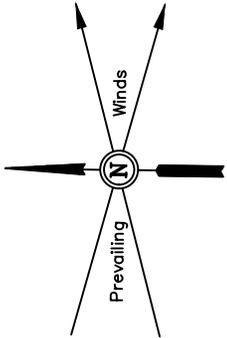
RECEIVED: January 09, 2013

# AXIA ENERGY

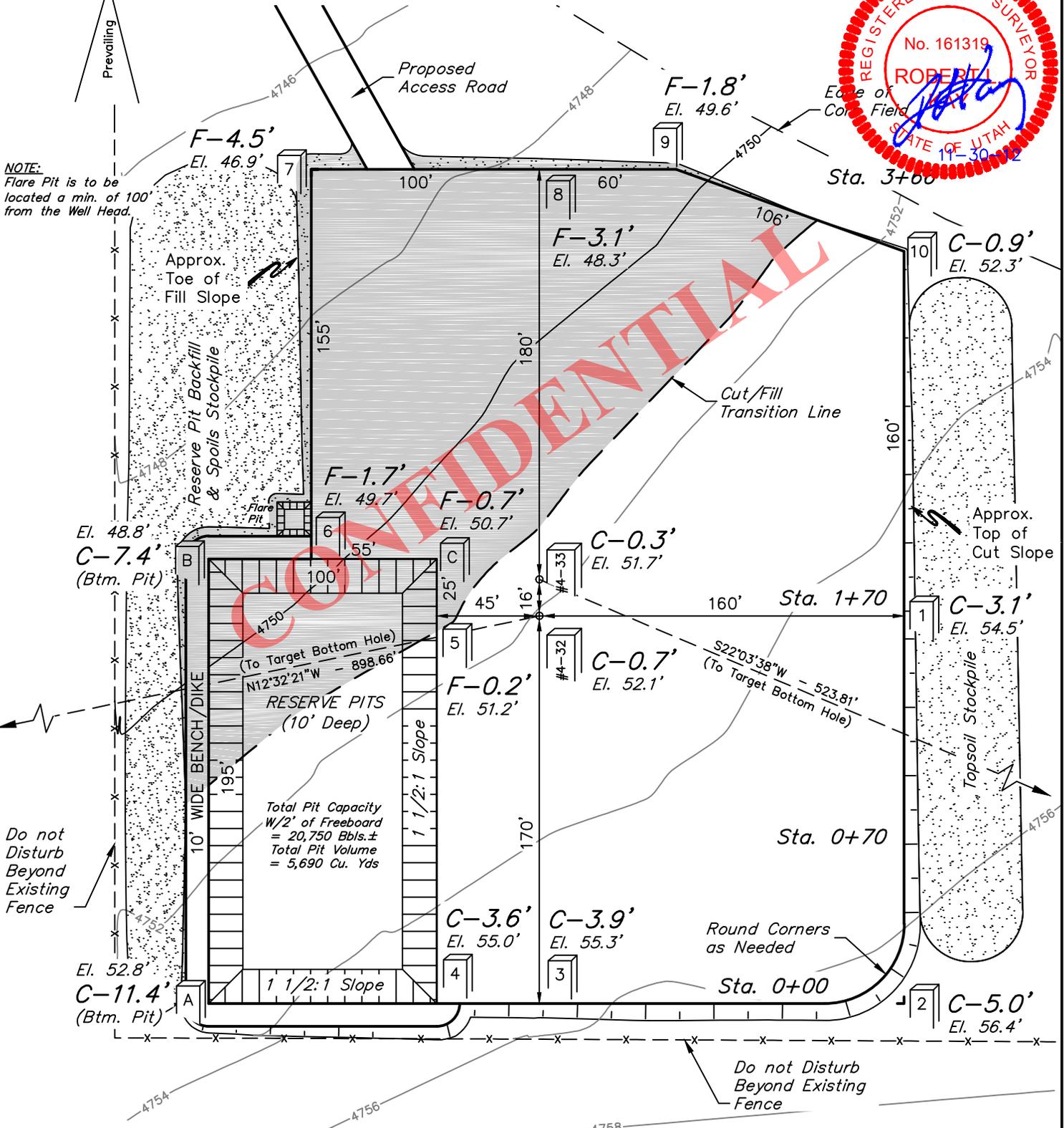
LOCATION LAYOUT FOR  
THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4

FIGURE #1

SCALE: 1" = 60'  
DATE: 11-21-12  
DRAWN BY: K.O.



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



**CONFIDENTIAL**

Do not Disturb Beyond Existing Fence

Do not Disturb Beyond Existing Fence

Elev. Ungraded Ground At #4-32 Loc. Stake = 4752.1'  
FINISHED GRADE ELEV. AT #4-32 LOC. STAKE = 4751.4'

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

RECEIVED: January 09, 2013

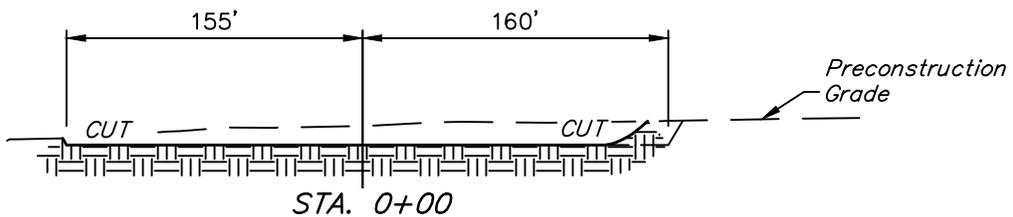
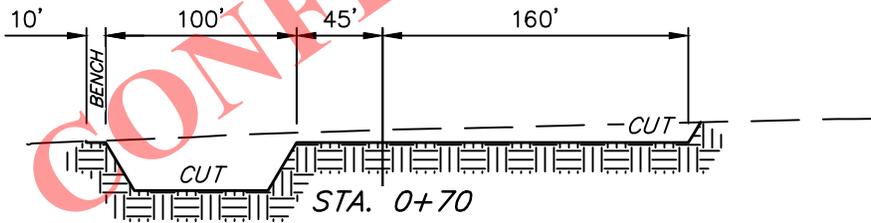
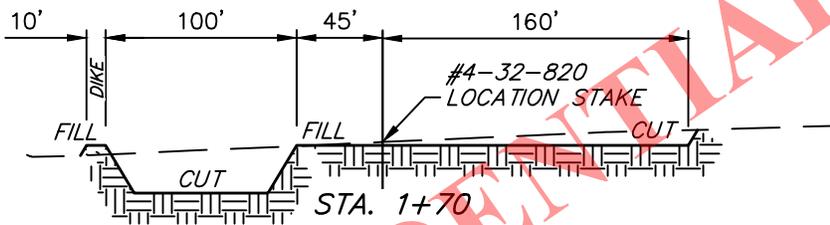
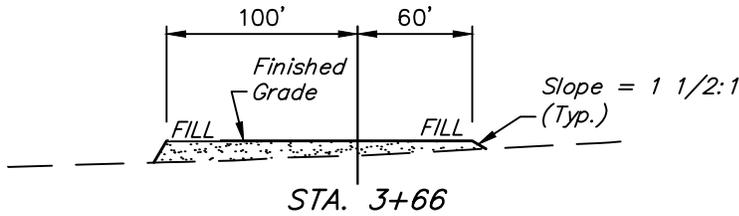
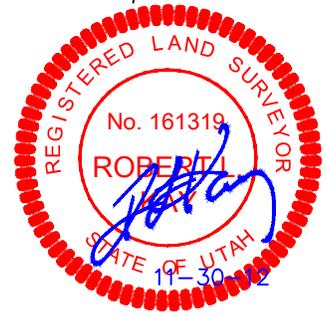
**AXIA ENERGY**

**FIGURE #2**

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

**TYPICAL CROSS SECTIONS FOR  
THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4**

DATE: 11-21-12  
DRAWN BY: K.O.



**NOTE:**

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

**APPROXIMATE ACREAGES**

WELL SITE DISTURBANCE = ± 3.696 ACRES  
ACCESS ROAD DISTURBANCE = ± 0.225 ACRES  
PIPELINE DISTURBANCE = ± 0.193 ACRES  
TOTAL = ± 4.114 ACRES

\* NOTE:  
FILL QUANTITY INCLUDES 5% FOR COMPACTION

**APPROXIMATE YARDAGES**

(12") Topsoil Stripping = 4,130 Cu. Yds.  
Remaining Location = 8,650 Cu. Yds.  
TOTAL CUT = 12,780 CU. YDS.  
FILL = 3,590 CU. YDS.

EXCESS MATERIAL = 9,190 Cu. Yds.  
Topsoil & Pit Backfill (1/2 Pit Vol.) = 6,980 Cu. Yds.  
EXCESS UNBALANCE (After Interim Rehabilitation) = 2,210 Cu. Yds.

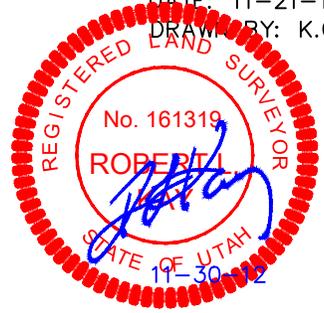
UINTAH ENGINEERING & LAND SURVEYING  
85 So. 200 East \* Vernal, Utah 84078 \* (435) 789-1017

# AXIA ENERGY

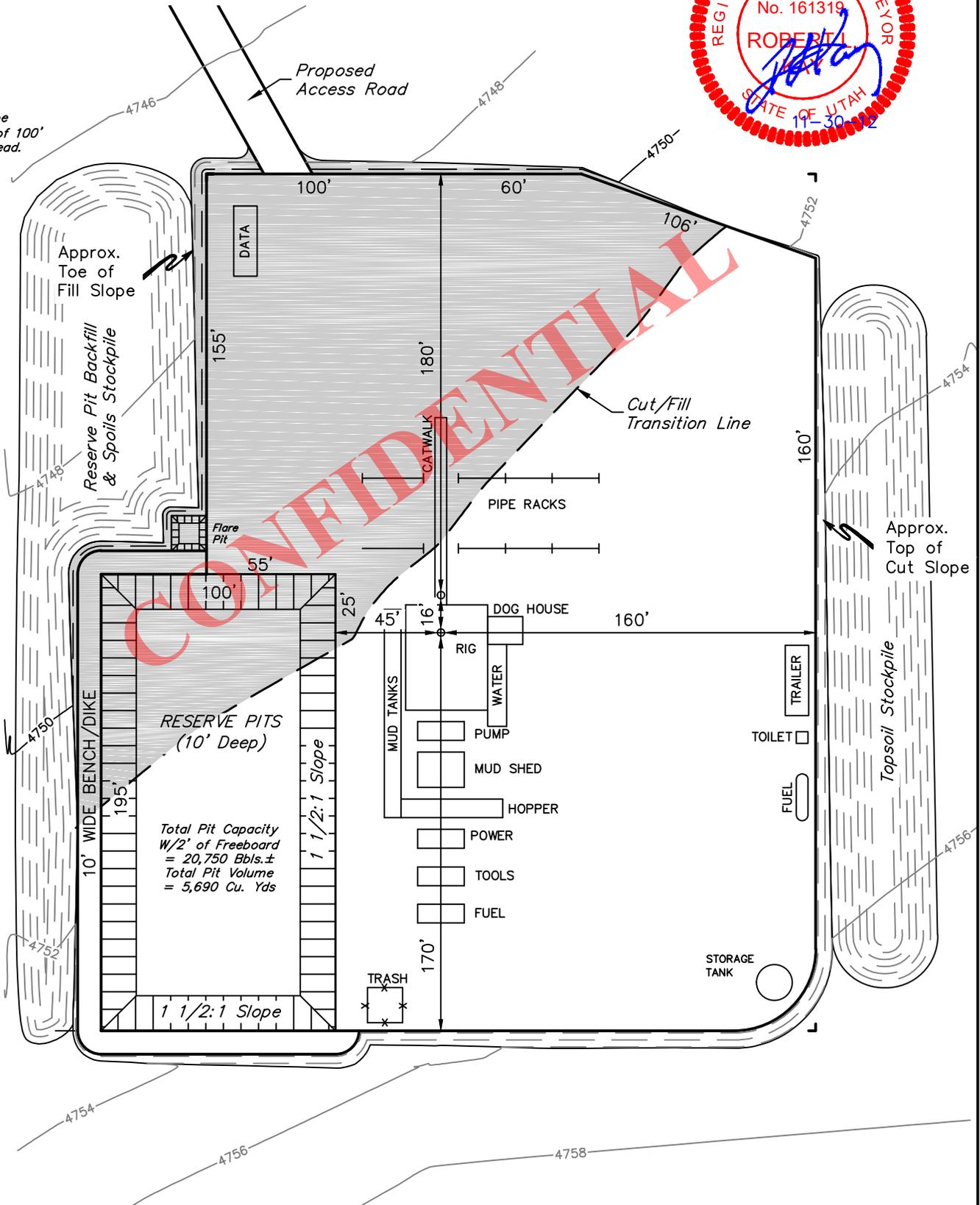
TYPICAL RIG LAYOUT FOR  
THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4

FIGURE #3

SCALE: 1" = 60'  
DATE: 11-21-12  
DRAWN BY: K.O.



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



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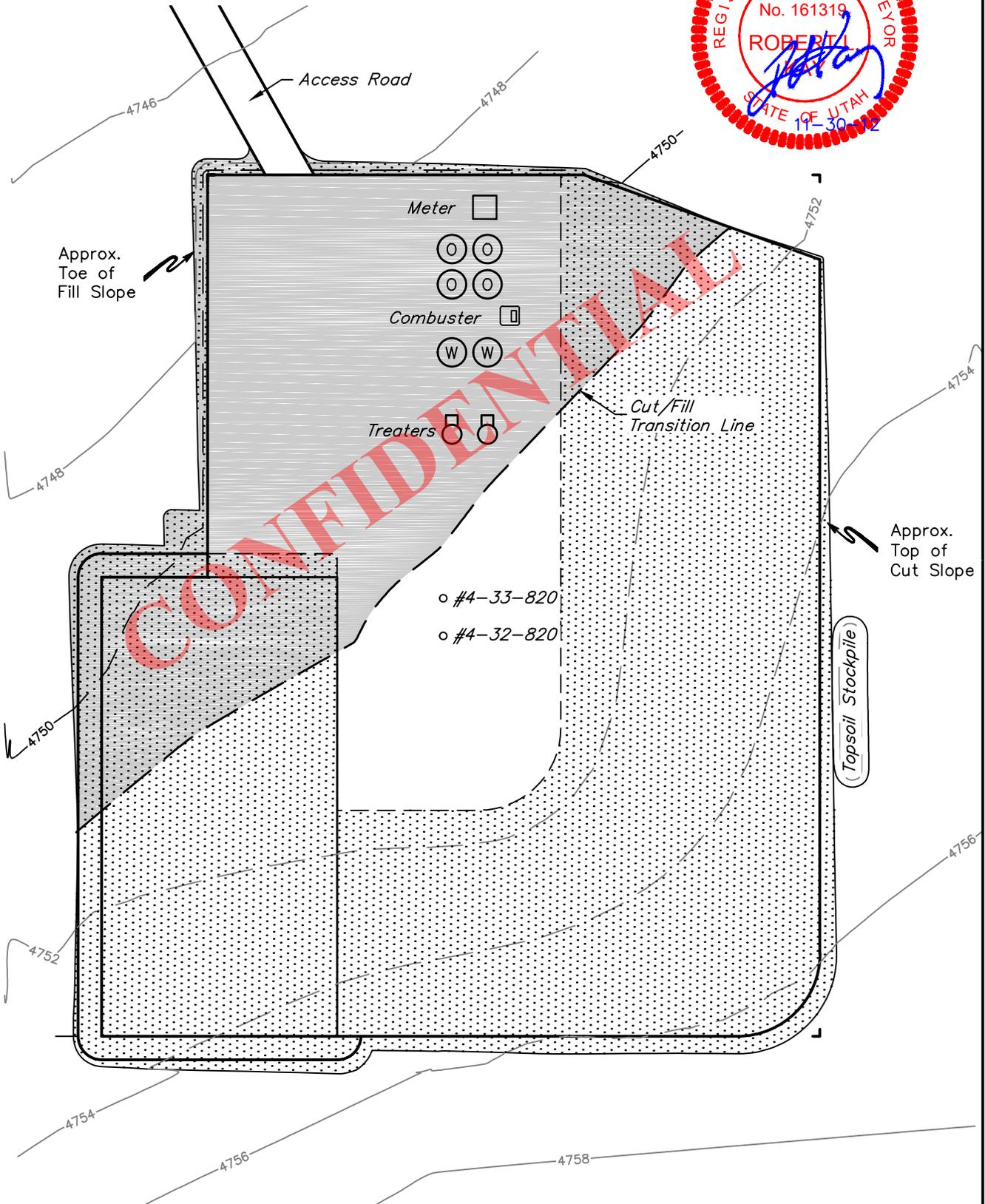
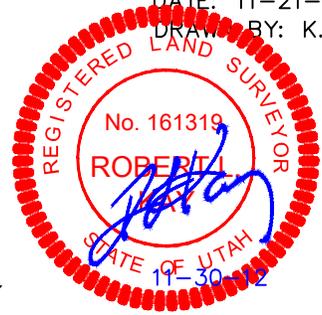
RESERVE PITS  
(10' Deep)  
Total Pit Capacity  
W/2' of Freeboard  
= 20,750 Bbls.±  
Total Pit Volume  
= 5,690 Cu. Yds

# AXIA ENERGY

PRODUCTION FACILITY LAYOUT FOR  
THREE RIVERS #4-32-820 & #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4

FIGURE #4

SCALE: 1" = 60'  
DATE: 11-21-12  
DRAWN BY: K.O.



Approx. Toe of Fill Slope

Approx. Top of Cut Slope

Topsail Stockpile

Meter

Combustor

Treaters

Cut/Fill Transition Line

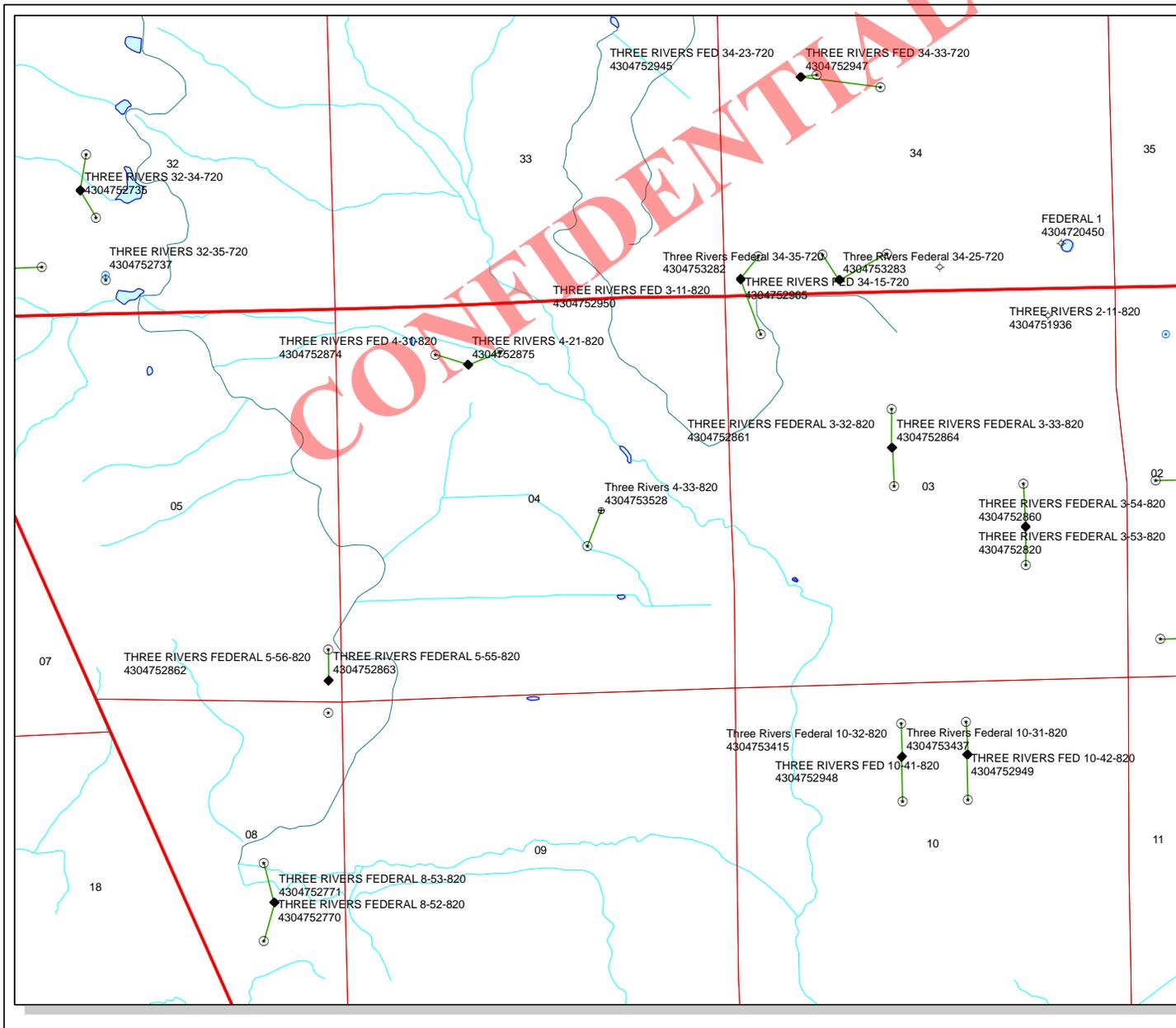
- o #4-33-820
- o #4-32-820

RECLAIMED AREA

APPROXIMATE ACREAGES  
UN-RECLAIMED = ± 0.786 ACRES

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

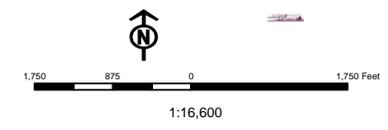
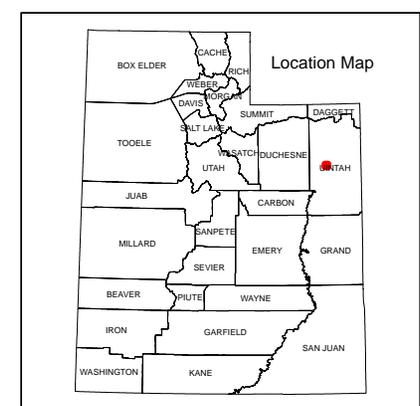
RECEIVED: January 09, 2013



**API Number: 4304753528**  
**Well Name: Three Rivers 4-33-820**  
**Township T08.0S Range R20.0E Section 04**  
**Meridian: SLBM**  
**Operator: AXIA ENERGY LLC**

Map Prepared:  
 Map Produced by Diana Mason

- |                      |                                    |
|----------------------|------------------------------------|
| <b>Units Status</b>  | <b>Wells Query Status</b>          |
| ACTIVE               | APD - Approved Permit              |
| EXPLORATORY          | DRL - Spudded (Drilling Commenced) |
| GAS STORAGE          | GIW - Gas Injection                |
| NF PP OIL            | GS - Gas Storage                   |
| NF SECONDARY         | LOC - New Location                 |
| PI OIL               | OPS - Operation Suspended          |
| PP GAS               | PA - Plugged Abandoned             |
| PP GEOTHERM          | PGW - Producing Gas Well           |
| PP OIL               | POW - Producing Oil Well           |
| SECONDARY            | SGW - Shut-in Gas Well             |
| TERMINATED           | SOW - Shut-in Oil Well             |
| <b>Fields Status</b> | TA - Temp. Abandoned               |
| Unknown              | TW - Test Well                     |
| ABANDONED            | WDW - Water Disposal               |
| ACTIVE               | WW - Water Injection Well          |
| COMBINED             | WSW - Water Supply Well            |
| INACTIVE             | Bottom Hole Location - Oil/Gas/Dls |
| STORAGE              |                                    |
| TERMINATED           |                                    |



Well Name	AXIA ENERGY LLC Three Rivers 4-33-820 43047535280000			
String	Surf	Prod		
Casing Size(")	8.625	5.500		
Setting Depth (TVD)	1000	7062		
Previous Shoe Setting Depth (TVD)	0	1000		
Max Mud Weight (ppg)	8.7	9.2		
BOPE Proposed (psi)	1000	3000		
Casing Internal Yield (psi)	3930	5320		
Operators Max Anticipated Pressure (psi)	3030	8.3		

Calculations	Surf String	8.625	"	
Max BHP (psi)	.052*Setting Depth*MW=	452		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	332	YES	diverter with rotating head
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	232	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	232	NO	OK
Required Casing/BOPE Test Pressure=		1000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient	

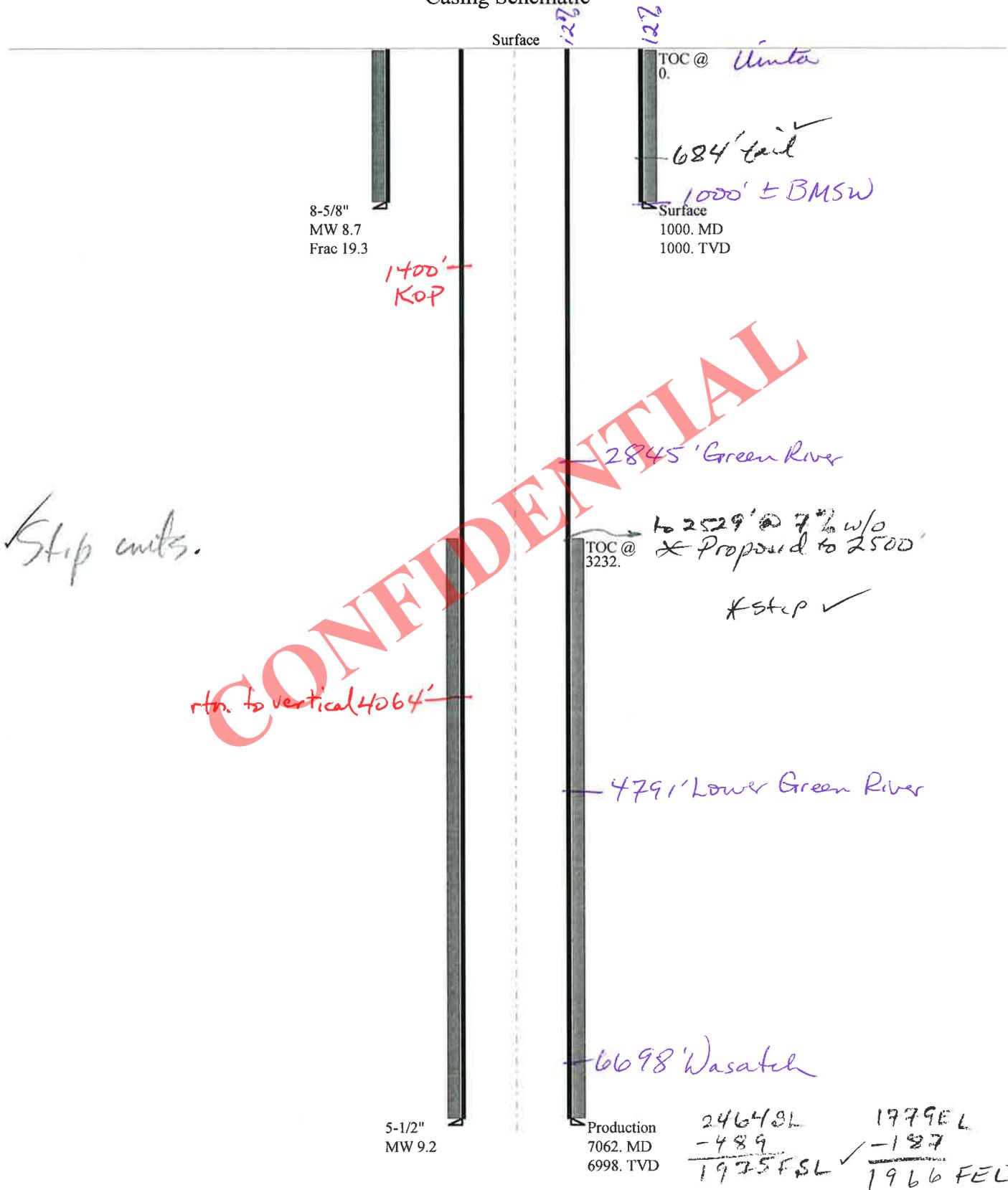
Calculations	Prod String	5.500	"	
Max BHP (psi)	.052*Setting Depth*MW=	3378		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2531	YES	3M double ram, annular, diverter w/rotating
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	1824	YES	head
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2044	NO	OK
Required Casing/BOPE Test Pressure=		3000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		1000	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	

# 43047535280000 Three Rivers 4-33-820

## Casing Schematic



Step units.

rtm. to vertical 4064'

**CONFIDENTIAL**

NW SE Sec 4-88-20E

Well name:	<b>43047535280000 Three Rivers 4-33-820</b>		
Operator:	<b>AXIA ENERGY LLC</b>		Project ID:
String type:	Surface		43-047-53528
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: 88 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 100 ft

Cement top: Surface

**Burst**

Max anticipated surface pressure: 880 psi  
 Internal gradient: 0.120 psi/ft  
 Calculated BHP 1,000 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 buoyed weight.  
 Neutral point: 871 ft

**Non-directional string.**

**Re subsequent strings:**

Next setting depth: 6,998 ft  
 Next mud weight: 9.200 ppg  
 Next setting BHP: 3,344 psi  
 Fracture mud wt: 19.250 ppg  
 Fracture depth: 1,000 ft  
 Injection pressure: 1,000 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	1000	8.625	32.00	J-55	LT&C	1000	1000	7.875	8056
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	452	2530	5.600	1000	3930	3.93	27.9	417	14.97 J

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

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

Date: March 28, 2013  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.7 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	<b>43047535280000 Three Rivers 4-33-820</b>		
Operator:	<b>AXIA ENERGY LLC</b>		
String type:	Production	Project ID:	43-047-53528
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: 171 °F  
 Temperature gradient: 1.40 °F/100ft  
 Minimum section length: 1,000 ft  
 Cement top: 3,167 ft

**Burst**

Max anticipated surface pressure: 1,788 psi  
 Internal gradient: 0.220 psi/ft  
 Calculated BHP 3,314 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: 6,031 ft

**Directional Info - Build & Drop**

Kick-off point 1400 ft  
 Departure at shoe: 524 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	6998	5.5	17.00	J-55	LT&C	6933	6998	4.767	27111
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	3314	4910	1.482	3314	5320	1.61	117.9	247	2.10 J

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

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

Date: March 28, 2013  
 Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 6933 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

# ON-SITE PREDRILL EVALUATION

## Utah Division of Oil, Gas and Mining

**Operator** AXIA ENERGY LLC  
**Well Name** Three Rivers 4-33-820  
**API Number** 43047535280000      **APD No** 7465    **Field/Unit** WILDCAT  
**Location: 1/4,1/4** NWSE    **Sec** 4    **Tw** 8.0S    **Rng** 20.0E    2464 FSL 1779 FEL  
**GPS Coord (UTM)** 613226 4445385      **Surface Owner** Joe Batty

### Participants

Bart Hunting (surveyor), Jim Burns (permit contractor), Jerry Holder and John Busch (Axia), Joe Batty (surface owner)

### Regional/Local Setting & Topography

This proposed well sits in a farming area and is surrounded by irrigated crop land. The site is a little over 2 miles south of Pelican Lake and a little over 2 miles west of the Green River. The well site is just under a mile west of highway 88. This site slopes moderately east.

### Surface Use Plan

#### **Current Surface Use**

Agricultural

#### **New Road**

**Miles**

0.3

#### **Well Pad**

**Width** 260    **Length** 366

#### **Src Const Material**

Offsite

#### **Surface Formation**

**Ancillary Facilities** N

**Waste Management Plan Adequate?** Y

### Environmental Parameters

**Affected Floodplains and/or Wetlands** N

#### **Flora / Fauna**

Agricultural crop land, fall and winter cattle pasture

#### **Soil Type and Characteristics**

Deep sandy loam, good crop soil

**Erosion Issues** N

**Sedimentation Issues** N

**Site Stability Issues** N

**Drainage Diversion Required?** N

**Berm Required?** Y

**Erosion Sedimentation Control Required?** N

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

**Reserve Pit****Site-Specific Factors****Site Ranking**

<b>Distance to Groundwater (feet)</b>	75 to 100	10
<b>Distance to Surface Water (feet)</b>	>1000	0
<b>Dist. Nearest Municipal Well (ft)</b>	>5280	0
<b>Distance to Other Wells (feet)</b>		20
<b>Native Soil Type</b>	High permeability	20
<b>Fluid Type</b>	Fresh Water	5
<b>Drill Cuttings</b>	Normal Rock	0
<b>Annual Precipitation (inches)</b>		0
<b>Affected Populations</b>		
<b>Presence Nearby Utility Conduits</b>	Not Present	0
<b>Final Score</b>		55

1 Sensitivity Level

**Characteristics / Requirements**

Reserve pit as proposed will be 195ft x 100ft x 10ft deep. Axia representative Jerry Holder agreed to use a 16 mil liner and felt sub liner. The pit will be placed in a cut stable location.

**Closed Loop Mud Required? N    Liner Required? Y    Liner Thickness 16    Pit Underlayment Required? Y**

**Other Observations / Comments**

Richard Powell  
Evaluator

3/6/2013  
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
7465	43047535280000	LOCKED	OW	P	No
<b>Operator</b>	AXIA ENERGY LLC		<b>Surface Owner-APD</b>	Joe Batty	
<b>Well Name</b>	Three Rivers 4-33-820		<b>Unit</b>		
<b>Field</b>	WILDCAT		<b>Type of Work</b>	DRILL	
<b>Location</b>	NWSE 4 8S 20E S 2464 FSL 1779 FEL GPS Coord (UTM) 613243E 4445381N				

**Geologic Statement of Basis**

Axia proposes to set 1,000 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 1,000 feet. A search of Division of Water Rights records shows 6 water wells within a 10,000 foot radius of the center of Section 4. The wells range in depth from 70 to 150 feet with no depth being listed for 1 well. Listed uses are irrigation, domestic, stock watering and oil exploration. The surface formation at this site is the Uinta Formation and alluvium derived from the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect ground water in this area.

Brad Hill  
**APD Evaluator**

3/19/2013  
**Date / Time**

**Surface Statement of Basis**

This proposed site is on fee surface with federal minerals. It is proposed as a 2 well pad to be shared with the Three Rivers Federal 4-32-820. Surface owner Joe Batty was present for this onsite inspection. Mr. Batty stated that he is not happy about the wells being placed on his land but has accepted the situation and feels that the well site has been placed in the best possible position in his field so as to be least intrusive to his farming activities. Mr. Batty was consulted about well placement prior to staking and the wells were placed so that Mr. Batty's irrigation pivot is not blocked.

The soil here is deep and permeable and for this reason a pit liner must be used. Mr. Holder of Axia agreed to use a 16 mil liner and felt subliner. This location should be bermed to keep fluid from leaving the pad. This appears to be an acceptable site for placement of this well.

Richard Powell  
**Onsite Evaluator**

3/6/2013  
**Date / Time**

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

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

## WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 1/9/2013

API NO. ASSIGNED: 43047535280000

WELL NAME: Three Rivers 4-33-820

OPERATOR: AXIA ENERGY LLC (N3765)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: NWSE 04 080S 200E

Permit Tech Review: 

SURFACE: 2464 FSL 1779 FEL

Engineering Review: 

BOTTOM: 1980 FSL 1980 FEL

Geology Review: 

COUNTY: UINTAH

LATITUDE: 40.15116

LONGITUDE: -109.67043

UTM SURF EASTINGS: 613243.00

NORTHINGS: 4445381.00

FIELD NAME: WILDCAT

LEASE TYPE: 4 - Fee

LEASE NUMBER: Patented

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

## RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE/FEE - LPM9046682
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 49-2262 - RNI at Green River
- RDCC Review: 2013-04-04 00:00:00.0
- Fee Surface Agreement
- Intent to Commingle

Commingle 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
- 12 - Cement Volume (3) - hmacdonald
- 15 - Directional - dmason
- 21 - RDCC - dmason
- 23 - Spacing - dmason
- 25 - Surface Casing - hmacdonald



GARY R. HERBERT  
*Governor*

GREGORY S. BELL  
*Lieutenant Governor*

# State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
*Executive Director*

Division of Oil, Gas and Mining

JOHN R. BAZA  
*Division Director*

## Permit To Drill

\*\*\*\*\*

**Well Name:** Three Rivers 4-33-820  
**API Well Number:** 43047535280000  
**Lease Number:** Patented  
**Surface Owner:** FEE (PRIVATE)  
**Approval Date:** 4/9/2013

### 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).

Cement volume for the 5 1/2" production string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to 2500' MD as indicated in the submitted drilling plan.

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:

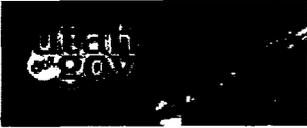
- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations 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

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented
<b>1. TYPE OF WELL</b> Oil Well		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> Three Rivers 4-33-820
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 2464 FSL 1779 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWSE Section: 04 Township: 08.0S Range: 20.0E Meridian: S		<b>9. API NUMBER:</b> 43047535280000
<b>PHONE NUMBER:</b> 720 746-5200 Ext		<b>9. FIELD and POOL or WILDCAT:</b> WILDCAT
<b>COUNTY:</b> UINTAH		<b>STATE:</b> UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
<b>TYPE OF SUBMISSION</b>	<b>TYPE OF ACTION</b>	
<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: 9/6/2013	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> CHANGE WELL NAME	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> CONVERT WELL TYPE	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. MIRU Pete Martin conductor rig. Set 120' of conductor casing and cement to surface. Release rig.		
<b>Accepted by the          Utah Division of          Oil, Gas and Mining          FOR RECORD ONLY          September 13, 2013</b>		
<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 9/6/2013	

**CONFIDENTIAL**

Carol Daniels &lt;caroldaniels@utah.gov&gt;

NWSE 504 TORS R20E**Spud Notice**

1 message

**Cordell Wold** <cwold@axiaenergy.com>

Thu, Sep 5, 2013 at 7:02 AM

To: Cordell Wold &lt;cwold@axiaenergy.com&gt;, "caroldaniels@utah.gov" &lt;caroldaniels@utah.gov&gt;, Dan Jarvis &lt;danjaris@utah.gov&gt;, "richardpowell@utah.gov" &lt;richardpowell@utah.gov&gt;

Cc: Cindy Turner &lt;cturner@axiaenergy.com&gt;, Jess Peonio &lt;jpeonio@axiaenergy.com&gt;, Bryce Holder &lt;bholder@axiaenergy.com&gt;, klbascom &lt;klbascom@ubtanet.com&gt;, Ray Meeks &lt;ray.meeks\_bmg@hotmail.com&gt;

Pete Martin is moving onto the Three Rivers 4-33-820 ( API #430475352800 ) on 09/05/2013 to drill and be setting conductor on 09/06/2013.

Any Questions;

Cordell Wold

701-570-5540

**RECEIVED**

SEP 05 2013

DIV. OF OIL, GAS &amp; MINING



CONFIDENTIAL

NWSE S-04 T08S R20E 4304753528

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**Axia's Three River 4-33-820**

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**Ray Meeks** <ray.meeks\_bmg@hotmail.com>

Sun, Sep 22, 2013 at 10:33 PM

To: "cctaylor@blm.gov" <cctaylor@blm.gov>, "caroldaniels@utah.gov" <caroldaniels@utah.gov>, "richardpowell@utah.gov" <richardpowell@utah.gov>, "danjarvis@utah.gov" <danjarvis@utah.gov>

Cc: "cwold@axiaenergy.com" <cwold@axiaenergy.com>

We will be nipple up BOP and test on the Three Rivers 4-33-820 on 9/23/13. Any questions please call me Ray Meeks 435-828-5550, Capstar rig 321. API # 43-047-53528

RECEIVED

SEP 22 2013

DIV. OF OIL, GAS & MINING



4304753528  
NWSE 504 T08S R20E

CONFIDENTIAL

**Axia's Three Rivers 4-33-820**

**Ray Meeks** <ray.meeks\_bmg@hotmail.com>

Sat, Sep 21, 2013 at 7:11 PM

To: "cctaylor@blm.gov" <cctaylor@blm.gov>, "caroldaniels@utah.gov" <caroldaniels@utah.gov>, "richardpowell@utah.gov" <richardpowell@utah.gov>, "danjarvis@utah.gov" <danjarvis@utah.gov>

Cc: "cwold@axiaenergy.com" <cwold@axiaenergy.com>

We will be resuming operations on Axia's Three Rivers 4-33-820 on or @ 9-22-13. API # 43-047-53528. Any questions please call me Ray Meeks 435-828-5550, Capstar Drilling rig 321. Thanks

RECEIVED  
SEP 21 2013  
DIV. OF OIL, GAS & MINING

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: Patented
	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 4-33-820
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047535280000
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2464 FSL 1779 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 04 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"/> <b>NOTICE OF INTENT</b> 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 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, LLC. respectfully requests your permission to change the following: Surface Casing - FROM: 8.625" 32.00# J-55 STC TO: 8.625" 24.00# J-55 STC. Cement requirements will be followed per the approved APD.

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

**Date:** October 04, 2013

**By:** 

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 9/3/2013	

CONFIDENTIAL



NWSE S-04 TOBS R20E

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**Axia's Three Rivers 4-33-820**

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**Ray Meeks** <ray.meeks\_bmg@hotmail.com>

Sat, Sep 28, 2013 at 11:30 PM

To: "cctaylor@blm.gov" <cctaylor@blm.gov>, "caroldaniels@utah.gov" <caroldaniels@utah.gov>,

"richardpowell@utah.gov" <richardpowell@utah.gov>, "danjarvis@utah.gov" <danjarvis@utah.gov>

Cc: "cwold@axiaenergy.com" <cwold@axiaenergy.com>

We will be running 5 1/2' PRODUCTION CASING AND CEMENTING the Three Rivers 4-33-820 on 9/29/2013.  
API#43-047-53528. Any questions please call me Ray Meeks 435-828-5550, Capstar rig 321

RECEIVED

SEP 28 2013

DIV. OF OIL, GAS & MINING

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented
		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>2. NAME OF OPERATOR:</b> AXIA ENERGY LLC		<b>8. WELL NAME and NUMBER:</b> Three Rivers 4-33-820
<b>3. ADDRESS OF OPERATOR:</b> 1430 Larimer Ste 400 , Denver, CO, 80202		<b>9. API NUMBER:</b> 43047535280000
<b>PHONE NUMBER:</b> 720 746-5200 Ext		<b>9. FIELD and POOL or WILDCAT:</b> THREE RIVERS
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 2429 FSL 1775 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWSE Section: 04 Township: 08.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH
		<b>STATE:</b> UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/18/2013	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

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

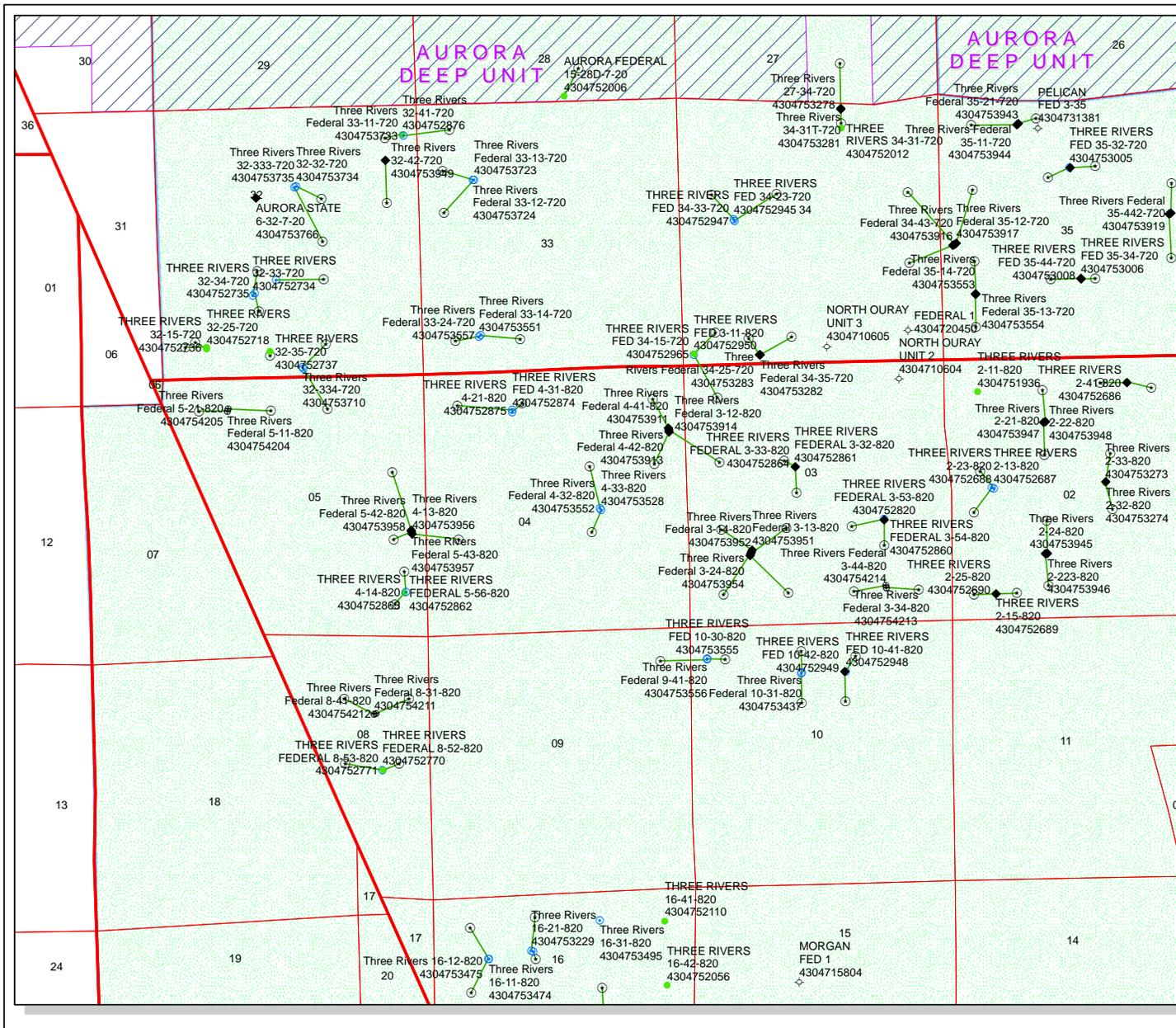
Axia Energy respectfully requests changes to surface hole location per attached revised plat dated 07/18/2013. REQUESTED NEW SHL: 2429' FSL & 1775' FEL

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

**Date:** December 11, 2013

**By:** 

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 12/10/2013	



**API Number: 4304753528**  
**Well Name: Three Rivers 4-33-820**

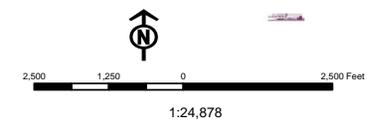
Township: T08.0S Range: R20.0E Section: 04 Meridian: S  
 Operator: AXIA ENERGY LLC

Map Prepared: 12/11/2013  
 Map Produced by Diana Mason

Wells Query		Units	
◆	APD - Approved Permit	□	ACTIVE
○	DRL - Spudded (Drilling Commenced)	□	EXPLORATORY
⚡	GIW - Gas Injection	□	GAS STORAGE
★	GS - Gas Storage	□	NF PP OIL
⊕	LOC - New Location	□	NF SECONDARY
⊖	OPS - Operation Suspended	□	PI OIL
⊗	PA - Plugged Abandoned	□	PP GAS
⊙	PGW - Producing Gas Well	□	PP GEOTHERMAL
⊚	POW - Producing Oil Well	□	PP OIL
⊛	SGW - Shut-in Gas Well	□	SECONDARY
⊜	SGW - Shut-in Oil Well	□	TERMINATED
⊝	TA - Temp. Abandoned	□	
○	TW - Test Well	□	
⊖	WDW - Water Disposal	□	
⊗	WW - Water Injection Well	□	
●	WSW - Water Supply Well	□	

Fields	
□	Unknown
□	ABANDONED
□	ACTIVE
□	COMBINED
□	INACTIVE
□	STORAGE
□	TERMINATED







December 9, 2013

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

RE: **Directional Drilling – R649-3-11**  
Three Rivers 04-33-820 (API #430475352800)  
NWSE Sec 04-T8S-R20E  
Uintah County, UT

Mr. Doucet:

In accordance with our recent correspondence with your office, Axia Energy respectfully submits the below specifics concerning the proposed directional drilling of the subject well.

- Axia Energy, LLC is the sole owner of 100% of the leasehold rights within 460' around proposed wellbore and bottom hole location of the captioned well.
- In addition, the Federal mineral ownership is also consistent throughout the wellbore path.
- The directional drilling of the well is proposed to limit surface disturbance in consideration of the surface owner.
- The bottom hole location gives 1367' of inter-well distance from the nearest existing well.

Therefore, based on the above stated information, Axia Energy requests the permit be granted pursuant to R649-3-11.

Thank you in advance for your consideration. Please feel free to contact me at 720-746-5212 if you have any questions or comments.

Sincerely,  
AXIA ENERGY, LLC

Jess Peonio  
Senior Drilling Engineer & Regulatory Manager

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: Patented
	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 4-33-820
2. NAME OF OPERATOR: AXIA ENERGY LLC	9. API NUMBER: 43047535280000
3. ADDRESS OF OPERATOR: 1430 Larimer Ste 400 , Denver, CO, 80202	PHONE NUMBER: 720 746-5200 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2429 FSL 1775 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSE Section: 04 Township: 08.0S Range: 20.0E Meridian: S	9. FIELD and POOL or WILDCAT: THREE RIVERS
	COUNTY: UINTAH
	STATE: UTAH

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/25/2013	<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.

APD was approved on 04-09-13 as a Wasatch completion. However, there was a change in plans and we request your approval for a GREEN RIVER completion. Bottom Perf = 6621'. Top of Wasatch = 6649'. Please update Entity Action Number 19167 to GRRV.

**Approved by the Utah Division of Oil, Gas and Mining**  
**Date:** January 02, 2014  
**By:** *Derek Duff*

<b>NAME (PLEASE PRINT)</b> Cindy Turner	<b>PHONE NUMBER</b> 720 746-5209	<b>TITLE</b> Project Manager
<b>SIGNATURE</b> N/A	<b>DATE</b> 11/23/2013	

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

**Request to Transfer Application or Permit to Drill**

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

<b>Well name:</b>	See Attached List
<b>API number:</b>	
<b>Location:</b>	Qtr-Qtr:                      Section:                      Township:                      Range:
<b>Company that filed original application:</b>	Don Hamilton - Star Point Enterprises for Axia Energy, LLC
<b>Date original permit was issued:</b>	
<b>Company that permit was issued to:</b>	Axia Energy, LLC

Check one	Desired Action:
	<b>Transfer pending (unapproved) Application for Permit to Drill to new operator</b>
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	<b>Transfer approved Application for Permit to Drill to new operator</b>
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. _____	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

**RECEIVED**  
**DEC 16 2013**

Name (please print) Mary Sharon Balakas Title Attorney in Fact  
 Signature *Mary Sharon Balakas* Date 12/11/13  
 Representing (company name) Ultra Resources

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

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET (for state use only)**

**ROUTING**  
 CDW

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

**10/1/2013**

<b>FROM:</b> (Old Operator): N3765-Axia Energy, LLC 1430 Larimer Street, Suite 400 Denver, CO 80202 Phone: 1 (720) 746-5200	<b>TO:</b> (New Operator): N4045-Ultra Resources, Inc. 304 Inverness Way South, Suite 295 Englewood, CO 80112 Phone: 1 (303) 645-9810
---	---

WELL NAME	CA No.	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List									

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/16/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/16/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/14/2014
- Is the new operator registered in the State of Utah: \_\_\_\_\_ Business Number: 8861713-0143
- (R649-9-2) Waste Management Plan has been received on: N/A
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 1/14/2014
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 1/14/2014
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 1/14/2014
- Bond information entered in RBDMS on: 1/14/2014
- Fee/State wells attached to bond in RBDMS on: 1/14/2014
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 1/14/2014
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: Yes

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: 22046400
- Indian well(s) covered by Bond Number: 22046400
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 22046398
- The **FORMER** operator has requested a release of liability from their bond on: Not Yet

**LEASE INTEREST OWNER NOTIFICATION:**

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 1/14/2014

**COMMENTS:**

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Well Type	Well Status
THREE RIVERS 2-41-820	2	080S	200E	4304752686		State	OW	APD
THREE RIVERS 2-25-820	2	080S	200E	4304752690		State	OW	APD
THREE RIVERS 36-21-720	36	070S	200E	4304752698		State	OW	APD
THREE RIVERS 36-13-720	36	070S	200E	4304752699		State	OW	APD
THREE RIVERS FEDERAL 3-54-820	3	080S	200E	4304752860		Federal	OW	APD
THREE RIVERS FEDERAL 3-33-820	3	080S	200E	4304752864		Federal	OW	APD
THREE RIVERS FED 35-34-720	35	070S	200E	4304753006		Federal	OW	APD
THREE RIVERS FED 35-42-720	35	070S	200E	4304753007		Federal	OW	APD
THREE RIVERS FED 35-44-720	35	070S	200E	4304753008		Federal	OW	APD
Three Rivers 2-32-820	2	080S	200E	4304753274		State	OW	APD
Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	OW	APD
Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	OW	APD
Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	OW	APD
Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	OW	APD
Three Rivers Federal 35-14-720	35	070S	200E	4304753553		Federal	OW	APD
Three Rivers Federal 35-13-720	35	070S	200E	4304753554		Federal	OW	APD
Three Rivers 7-34-821	7	080S	210E	4304753558		Fee	OW	APD
Three Rivers 7-23-821	7	080S	210E	4304753559		Fee	OW	APD
Three Rivers 7-21-821	7	080S	210E	4304753560		Fee	OW	APD
Three Rivers 7-22-821	7	080S	210E	4304753561		Fee	OW	APD
Three Rivers 7-12-821	7	080S	210E	4304753562		Fee	OW	APD
Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	OW	APD
Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	OW	APD
Three Rivers D	16	080S	200E	4304753702		State	WD	APD
Three Rivers Federal 4-41-820	4	080S	200E	4304753911		Federal	OW	APD
Three Rivers Federal 4-42-820	4	080S	200E	4304753913		Federal	OW	APD
Three Rivers Federal 3-12-820	4	080S	200E	4304753914		Federal	OW	APD
Three Rivers Federal 34-42-720	35	070S	200E	4304753915		Federal	OW	APD
Three Rivers Federal 34-43-720	35	070S	200E	4304753916		Federal	OW	APD
Three Rivers Federal 35-12-720	35	070S	200E	4304753917		Federal	OW	APD
Three Rivers Federal 35-43-720	35	070S	200E	4304753918		Federal	OW	APD
Three Rivers Federal 35-442-720	35	070S	200E	4304753919		Federal	OW	APD
Three Rivers Federal 35-21-720	35	070S	200E	4304753943		Federal	OW	APD
Three Rivers Federal 35-11-720	35	070S	200E	4304753944		Federal	OW	APD
Three Rivers 2-24-820	2	080S	200E	4304753945		State	OW	APD
Three Rivers 2-223-820	2	080S	200E	4304753946		State	OW	APD
Three Rivers 2-21-820	2	080S	200E	4304753947		State	OW	APD
Three Rivers 2-22-820	2	080S	200E	4304753948		State	OW	APD
Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	OW	APD
Three Rivers Federal 3-13-820	3	080S	200E	4304753951		Federal	OW	APD
Three Rivers Federal 3-14-820	3	080S	200E	4304753952		Federal	OW	APD
Three Rivers Federal 3-23-820	3	080S	200E	4304753953		Federal	OW	APD
Three Rivers Federal 3-24-820	3	080S	200E	4304753954		Federal	OW	APD
Three Rivers 4-13-820	5	080S	200E	4304753956		Federal	OW	APD
Three Rivers Federal 5-43-820	5	080S	200E	4304753957		Federal	OW	APD
Three Rivers Federal 5-42-820	5	080S	200E	4304753958		Federal	OW	APD
Three Rivers Federal 5-11-820	5	080S	200E	4304754204		Federal	OW	APD
Three Rivers Federal 5-21-820	5	080S	200E	4304754205		Federal	OW	APD
Three Rivers Federal 8-31-820	8	080S	200E	4304754211		Federal	OW	APD
Three Rivers Federal 8-41-820	8	080S	200E	4304754212		Federal	OW	APD
Three Rivers Federal 3-34-820	3	080S	200E	4304754213		Federal	OW	APD
Three Rivers Federal 3-44-820	3	080S	200E	4304754214		Federal	OW	APD
THREE RIVERS 32-34-720	32	070S	200E	4304752735	19249	Fee	OW	DRL
THREE RIVERS FEDERAL 8-52-820	8	080S	200E	4304752770	19156	Federal	OW	DRL
THREE RIVERS 4-14-820	5	080S	200E	4304752863	19183	Fee	OW	DRL
THREE RIVERS FED 10-42-820	10	080S	200E	4304752949	19310	Federal	OW	DRL
THREE RIVERS FED 3-11-820	34	070S	200E	4304752950	19184	Federal	OW	DRL
Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	OW	DRL
Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	OW	DRL

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

Three Rivers Federal 34-35-720	34	070S	200E	4304753282	19287	Federal	OW	DRL
Three Rivers Federal 34-25-720	34	070S	200E	4304753283	19288	Federal	OW	DRL
Three Rivers Federal 10-32-820	10	080S	200E	4304753415	19275	Federal	OW	DRL
Three Rivers Federal 10-31-820	10	080S	200E	4304753437	19276	Federal	OW	DRL
Three Rivers 16-34-820	16	080S	200E	4304753472	19278	State	OW	DRL
Three Rivers 16-44-820	16	080S	200E	4304753473	19268	State	OW	DRL
Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	OW	DRL
Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	OW	DRL
Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	OW	DRL
Three Rivers 16-31-820	16	080S	200E	4304753495	19269	State	OW	DRL
Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	OW	DRL
THREE RIVERS FED 10-30-820	10	080S	200E	4304753555	19169	Federal	OW	DRL
Three Rivers Federal 9-41-820	10	080S	200E	4304753556	19170	Federal	OW	DRL
Three Rivers Federal 33-13-720	33	070S	200E	4304753723	19222	Federal	OW	DRL
Three Rivers Federal 33-12-720	33	070S	200E	4304753724	19250	Federal	OW	DRL
Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	OW	DRL
THREE RIVERS 36-11-720	36	070S	200E	4304751915	18355	State	OW	P
THREE RIVERS 2-11-820	2	080S	200E	4304751936	18354	State	OW	P
THREE RIVERS 34-31-720	34	070S	200E	4304752012	18326	Fee	OW	P
THREE RIVERS 16-42-820	16	080S	200E	4304752056	18682	State	OW	P
THREE RIVERS 16-43-820	16	080S	200E	4304752057	18683	State	OW	P
THREE RIVERS 16-41-820	16	080S	200E	4304752110	18356	State	OW	P
THREE RIVERS 2-51-820	2	080S	200E	4304752685	18941	State	OW	P
THREE RIVERS 2-13-820	2	080S	200E	4304752687	19014	State	OW	P
THREE RIVERS 2-23-820	2	080S	200E	4304752688	19015	State	OW	P
THREE RIVERS 2-15-820	2	080S	200E	4304752689	18770	State	OW	P
THREE RIVERS 36-31-720	36	070S	200E	4304752697	19086	State	OW	P
THREE RIVERS 32-25-720	32	070S	200E	4304752718	19033	Fee	OW	P
THREE RIVERS 36-23-720	36	070S	200E	4304752733	18769	State	OW	P
THREE RIVERS 32-33-720	32	070S	200E	4304752734	19016	Fee	OW	P
THREE RIVERS 32-15-720	32	070S	200E	4304752736	18767	Fee	OW	P
THREE RIVERS 32-35-720	32	070S	200E	4304752737	18766	Fee	OW	P
THREE RIVERS FEDERAL 8-53-820	8	080S	200E	4304752771	18992	Federal	OW	P
THREE RIVERS FEDERAL 3-53-820	3	080S	200E	4304752820	19104	Federal	OW	P
THREE RIVERS FEDERAL 3-32-820	3	080S	200E	4304752861	18942	Federal	OW	P
THREE RIVERS FEDERAL 5-56-820	5	080S	200E	4304752862	18993	Federal	OW	P
THREE RIVERS FED 4-31-820	4	080S	200E	4304752874	19023	Federal	OW	P
THREE RIVERS 4-21-820	4	080S	200E	4304752875	19048	Federal	OW	P
THREE RIVERS FED 34-23-720	34	070S	200E	4304752945	19049	Federal	OW	P
THREE RIVERS FED 34-33-720	34	070S	200E	4304752947	19050	Federal	OW	P
THREE RIVERS FED 10-41-820	10	080S	200E	4304752948	19137	Federal	OW	P
THREE RIVERS FED 34-15-720	34	070S	200E	4304752965	18960	Federal	OW	P
THREE RIVERS FED 35-32-720	35	070S	200E	4304753005	19138	Federal	OW	P
Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	OW	P
Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	OW	P
Three Rivers 2-33-820	2	080S	200E	4304753273	18943	State	OW	P
Three Rivers 4-33-820	4	080S	200E	4304753528	19167	Fee	OW	P
Three Rivers Federal 33-14-720	33	070S	200E	4304753551	19107	Federal	OW	P
Three Rivers Federal 4-32-820	4	080S	200E	4304753552	19168	Federal	OW	P
Three Rivers Federal 33-24-720	33	070S	200E	4304753557	19108	Federal	OW	P
Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	OW	P
Three Rivers 5-31-820	32	070S	200E	4304753711	19068	Fee	OW	P
Three Rivers Federal 33-11-720	32	070S	200E	4304753733	19109	Federal	OW	P
Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	OW	P
Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	OW	P



# Ultra Resources, Inc.

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December 13, 2013

RECEIVED  
DEC 16 2013  
DIV. OF OIL, GAS & MINING

Division of Oil, Gas, and Mining  
1594 West North Temple  
Salt Lake City, UT 84116  
Attn: Rachel Medina

Re: Transfer of Operator  
Three Rivers Project Area  
Uintah County, Utah

Dear Ms. Medina:

Pursuant to Purchase and Sale Agreement dated effective October 1, 2013 Ultra Resources, Inc. ("Ultra") assumed the operations of Axia Energy, LLC ("Axia") in the Three Rivers Area, Uintah County, Utah.

Accordingly, Ultra is submitting the following documents for your review and approval:

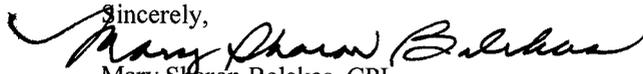
- 1) Request to Transfer Application or Permit to Drill for New, APD Approved & Drilled Wells
- 2) Request to Transfer Application or Permit to Drill – APD Pending
- 3) Two Completed Sundry Notice and Reports on Wells Form 9 regarding Change of Operator executed by Ultra Resources, Inc. and Axia Energy, LLC
- 4) Statewide Surety Bond in the amount of \$120,000

As to all wells located on Fee Surface there are surface agreements in place. Ultra presently does not anticipate making any change in the drilling plans submitted by Axia.

Ultra has also submitted a Statewide Bond to the Bureau of Land Management. As soon as we receive the acknowledgement and approval by the BLM we will forward same to you for your files. A copy of our transfer letter and bond is attached for your reference.

Should you need any further information at this time, please call me direct at (303) 645-9865 or email [msbalakas@ultrapetroleum.com](mailto:msbalakas@ultrapetroleum.com).

Sincerely,

  
Mary Sharon Balakas, CPL  
Director of Land

cc: Cindy Turner, Axia Energy, LLC

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

FORM 9

<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>See Attached Well List</b>
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: <b>Ultra Resources, Inc. N4045</b>		8. WELL NAME and NUMBER: <b>See Attached Well List</b>
3. ADDRESS OF OPERATOR: 304 Inverness Way South CITY Englewood STATE CO ZIP 80112		9. API NUMBER:
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>See Attached</b>		10. FIELD AND POOL, OR WILDCAT:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		COUNTY: <b>Uintah</b>
		STATE: <b>UTAH</b>

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 (Submit in Duplicate) Approximate date work will start: <u>10/1/2013</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

EFFECTIVE DATE: October 1, 2013  
FROM:  
Axia Energy, LLC  
1430 Larimer Street  
Suite 400  
Denver, CO 80202  
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682  
TO:  
Ultra Resources, Inc.  
304 Inverness Way South  
Englewood, CO 80112  
Bond Number: DOGm-022046398  
BLM 022046400

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

**RECEIVED**  
**DEC 16 2013**  
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) <u>Mary Sharon Balakas</u>	TITLE <u>Attorney in Fact</u>
SIGNATURE <u>Mary Sharon Balakas</u>	DATE <u>12/11/13</u>

**APPROVED**

**JAN 16 2013**

DIV. OIL GAS & MINING  
BY: Rachel Medina

(This space for State use only)

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR  
 AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P		
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P		08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P		
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD		10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P		08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD		10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD		08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD		12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P		
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD		08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P		
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P		
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P		
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P		
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS		03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P		12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P		12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P		12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P		
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS		03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC		03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS		03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P		
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P		
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P		
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS		03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753620		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753621		Fee	Fee	OW	APD	PERPEND	04/15/13	
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P		
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P		
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-3333-720	Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS		10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P		06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P		05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P		08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG		08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P		
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD		10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P		
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD		12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P		
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD		08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P		
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P		08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD		07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC		02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD		12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P		12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD		12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR  
 AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P		02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P		08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304752770	19156	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P		
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P		08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P		08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS		08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS		08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P		07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P		09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P		07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P		
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P		02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD		06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD		06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD		08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD		08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD		02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD		02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-442-720	Three Rivers Fed 35-442-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD		08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal		NA	SUB		12/10/13	
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal		NA	SUB		12/10/13	
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal		NA	SUB		12/07/13	
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal		NA	SUB		12/07/13	

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

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

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

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List
2. NAME OF OPERATOR: Axia Energy, LLC N37165		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Ste 400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached		8. WELL NAME and NUMBER: See Attached Well List
PHONE NUMBER: (720) 746-5200		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR 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 (Submit in Duplicate) Approximate date work will start: 10/1/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

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

EFFECTIVE DATE: October 1, 2013  
FROM:  
Axia Energy, LLC  
1430 Larimer Street  
Suite 400  
Denver, CO 80202  
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682  
TO:  
Ultra Resources, Inc.  
304 Inverness Way South  
Englewood, CO 80112  
Bond Number: DOGm 022046298  
BLM 022046400

RECEIVED  
DEC 16 2013  
DIV. OF OIL, GAS & MINING

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

NAME (PLEASE PRINT) Daniel G. Blanchard TITLE President  
SIGNATURE *D. G. Blanchard* DATE 12/11/13

(This space for State use only)

**APPROVED**

JAN 16 2013

DIV. OIL GAS & MINING  
BY: *Daniel G. Blanchard*

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR  
 AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 2-11-820	Three Rivers 02-11-820	2	080S	200E	4304751936	18354	State	State	OW	P	P	1	
THREE RIVERS 2-13-820	Three Rivers 02-13-820	2	080S	200E	4304752687	19014	State	State	OW	DRL	P	2	08/27/12
THREE RIVERS 2-15-820	Three Rivers 02-15-820	2	080S	200E	4304752689	18770	State	State	OW	P	P	3	
Three Rivers 2-21-820	Three Rivers 02-21-820	2	080S	200E	4304753947		State	State	OW	APD	APRVD	4	10/15/13
Three Rivers 2-223-820	Three Rivers 02-223-820	2	080S	200E	4304753946		State	State	OW	APD	APRVD	5	10/15/13
Three Rivers 2-22-820	Three Rivers 02-22-820	2	080S	200E	4304753948		State	State	OW	APD	APRVD	6	10/15/13
THREE RIVERS 2-23-820	Three Rivers 02-23-820	2	080S	200E	4304752688	19015	State	State	OW	DRL	P	7	08/27/12
Three Rivers 2-24-820	Three Rivers 02-24-820	2	080S	200E	4304753945		State	State	OW	APD	APRVD	8	10/15/13
THREE RIVERS 2-25-820	Three Rivers 02-25-820	2	080S	200E	4304752690		State	State	OW	APD	APRVD	9	08/27/12
Three Rivers 2-32-820	Three Rivers 02-32-820	2	080S	200E	4304753274		State	State	OW	APD	APRVD	10	12/11/12
Three Rivers 2-33-820	Three Rivers 02-33-820	2	080S	200E	4304753273	18943	State	State	OW	P	P	1	
THREE RIVERS 2-41-820	Three Rivers 02-41-820	2	080S	200E	4304752686		State	State	OW	APD	APRVD	2	08/27/12
THREE RIVERS 2-51-820	Three Rivers 02-51-820	2	080S	200E	4304752685	18941	State	State	OW	P	P	3	
Three Rivers 4-13-820	Three Rivers 04-13-820	5	080S	200E	4304753956		Fee	Federal	OW	APD	PERPEND	08/19/13	
THREE RIVERS 4-14-820	Three Rivers 04-14-820	5	080S	200E	4304752863	19183	Fee	Federal	OW	DRL	P	5	
Three Rivers 4-33-820	Three Rivers 04-33-820	4	080S	200E	4304753528	19167	Fee	Fee	OW	DRL	P	6	
Three Rivers 5-31-820	Three Rivers 05-31-820	32	070S	200E	4304753711	19068	Fee	Fee	OW	DRL	P	7	
Three Rivers 7-12-821	Three Rivers 07-12-821	7	080S	210E	4304753562		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 7-21-821	Three Rivers 07-21-821	7	080S	210E	4304753560		Fee	Fee	OW	APD	PERPEND	04/15/13	9
Three Rivers 7-22-821	Three Rivers 07-22-821	7	080S	210E	4304753561		Fee	Fee	OW	APD	PERPEND	04/15/13	20
Three Rivers 7-23-821	Three Rivers 07-23-821	7	080S	210E	4304753559		Fee	Fee	OW	APD	PERPEND	04/15/13	1
Three Rivers 7-34-821	Three Rivers 07-34-821	7	080S	210E	4304753558		Fee	Fee	OW	APD	PERPEND	04/15/13	2
Three Rivers 16-11-820	Three Rivers 16-11-820	16	080S	200E	4304753474	19262	State	State	OW	DRL	SCS	3	03/12/13
Three Rivers 16-12-820	Three Rivers 16-12-820	16	080S	200E	4304753475	19263	State	State	OW	DRL	SCS	4	03/12/13
Three Rivers 16-21-820	Three Rivers 16-21-820	16	080S	200E	4304753229	19024	State	State	OW	DRL	P	5	12/11/12
Three Rivers 16-22-820	Three Rivers 16-22-820	16	080S	200E	4304753230	18961	State	State	OW	DRL	P	6	12/11/12
Three Rivers 16-23-820	Three Rivers 16-23-820	16	080S	200E	4304753231	19037	State	State	OW	DRL	P	7	12/11/12
Three Rivers 16-24-820	Three Rivers 16-24-820	16	080S	200E	4304753232	19038	State	State	OW	P	P	8	
Three Rivers 16-31-820	Three Rivers 16-31-820	16	080S	200E	4304753495		State	State	OW	APD	CCS	9	03/12/13
Three Rivers 16-32-820	Three Rivers 16-32-820	16	080S	200E	4304753494	19185	State	State	OW	DRL	WOC	30	03/12/13
Three Rivers 16-33-820	Three Rivers 16-33-820	16	080S	200E	4304753496	19161	State	State	OW	DRL	WOC	1	03/12/13
Three Rivers 16-34-820	Three Rivers 16-34-820	16	080S	200E	4304753472		State	State	OW	APD	CCS	2	03/12/13
THREE RIVERS 16-41-820	Three Rivers 16-41-820	16	080S	200E	4304752110	18356	State	State	OW	P	P	3	
THREE RIVERS 16-42-820	Three Rivers 16-42-820	16	080S	200E	4304752056	18682	State	State	OW	P	P	4	
THREE RIVERS 16-43-820	Three Rivers 16-43-820	16	080S	200E	4304752057	18683	State	State	OW	P	P	5	
Three Rivers 16-44-820	Three Rivers 16-44-820	16	080S	200E	4304753473		State	State	OW	APD	CCS	6	03/12/13
Three Rivers 18-21-821	Three Rivers 18-21-821	18	080S	210E	4304753276		Fee	Fee	OW	APD	PERPEND	12/17/12	7
Three Rivers 18-22-821	Three Rivers 18-22-821	18	080S	210E	4304753260		Fee	Fee	OW	APD	PERPEND	04/15/13	8
Three Rivers 18-31-821	Three Rivers 18-31-821	18	080S	210E	4304753277		Fee	Fee	OW	APD	PERPEND	12/19/12	9
Three Rivers 18-32-821	Three Rivers 18-32-821	18	080S	210E	4304753261		Fee	Fee	OW	APD	PERPEND	04/15/13	40
Three Rivers 27-34-720	Three Rivers 27-34-720	34	070S	200E	4304753278		Fee	Fee	OW	APD	PERPEND	12/19/12	1
THREE RIVERS 32-15-720	Three Rivers 32-15-720	32	070S	200E	4304752736	18767	Fee	Fee	OW	P	P	2	
THREE RIVERS 32-25-720	Three Rivers 32-25-720	32	070S	200E	4304752718	19033	Fee	Fee	OW	P	P	3	
Three Rivers 32-32-720	Three Rivers 32-32-720	32	070S	200E	4304753734	19087	Fee	Fee	OW	DRL	P	4	06/12/13
Three Rivers 32-3333-720	Three Rivers 32-3333-720	32	070S	200E	4304753950	19251	Fee	Fee	OW	DRL	SCS	5	10/15/13
Three Rivers 32-333-720	Three Rivers 32-333-720	32	070S	200E	4304753735	19088	Fee	Fee	OW	DRL	P	6	06/12/13
Three Rivers 32-334-720	Three Rivers 32-334-720	32	070S	200E	4304753710	19067	Fee	Fee	OW	DRL	P	7	05/22/13
THREE RIVERS 32-33-720	Three Rivers 32-33-720	32	070S	200E	4304752734	19016	Fee	Fee	OW	DRL	P	8	08/29/12
THREE RIVERS 32-34-720	Three Rivers 32-34-720	32	070S	200E	4304752735	19249	Fee	Fee	OW	DRL	DRLG	9	08/29/12
THREE RIVERS 32-35-720	Three Rivers 32-35-720	32	070S	200E	4304752737	18766	Fee	Fee	OW	P	P	50	
Three Rivers 32-42-720	Three Rivers 32-42-720	32	070S	200E	4304753949		Fee	Fee	OW	APD	APRVD	1	10/15/13
THREE RIVERS 34-31-720	Three Rivers 34-31-720	34	070S	200E	4304752012	18326	Fee	Fee	OW	P	P	2	
Three Rivers 34-31T-720	Three Rivers 34-31T-720	34	070S	200E	4304753281		Fee	Fee	OW	APD	APRVD	3	12/11/12
THREE RIVERS 36-11-720	Three Rivers 36-11-720	36	070S	200E	4304751915	18355	State	State	OW	P	P	4	
THREE RIVERS 36-13-720	Three Rivers 36-13-720	36	070S	200E	4304752699		State	State	OW	APD	APRVD	5	08/29/12
THREE RIVERS 36-21-720	Three Rivers 36-21-720	36	070S	200E	4304752698		State	State	OW	APD	APRVD	6	08/29/12
THREE RIVERS 36-23-720	Three Rivers 36-23-720	36	070S	200E	4304752733	18769	State	State	OW	P	P	7	
THREE RIVERS 36-31-720	Three Rivers 36-31-720	36	070S	200E	4304752697	19086	State	State	OW	DRL	P	8	08/29/12
Three Rivers D	Three Rivers D	16	080S	200E	4304753702		State	State	WD	APD	APRVD	9	07/15/13
THREE RIVERS FED 3-11-820	Three Rivers Fed 03-11-820	34	070S	200E	4304752950	19184	Federal	Fee	OW	DRL	WOC	60	02/22/13
Three Rivers Federal 3-12-820	Three Rivers Fed 03-12-820	4	080S	200E	4304753914		Federal	Federal	OW	APD	APRVD	1	08/01/13
Three Rivers Federal 3-13-820	Three Rivers Fed 03-13-820	3	080S	200E	4304753951		Federal	Federal	OW	APD	PERPEND	08/12/13	2
Three Rivers Federal 3-14-820	Three Rivers Fed 03-14-820	3	080S	200E	4304753952		Federal	Federal	OW	APD	PERPEND	08/12/13	3
Three Rivers Federal 3-23-820	Three Rivers Fed 03-23-820	3	080S	200E	4304753953		Federal	Federal	OW	APD	PERPEND	08/12/13	4
Three Rivers Federal 3-24-820	Three Rivers Fed 03-24-820	3	080S	200E	4304753954		Federal	Federal	OW	APD	PERPEND	08/12/13	5
THREE RIVERS FEDERAL 3-32-820	Three Rivers Fed 03-32-820	3	080S	200E	4304752861	18942	Federal	Federal	OW	P	P	6	
THREE RIVERS FEDERAL 3-33-820	Three Rivers Fed 03-33-820	3	080S	200E	4304752864		Federal	Federal	OW	APD	APRVD	7	12/24/12
THREE RIVERS FEDERAL 3-53-820	Three Rivers Fed 03-53-820	3	080S	200E	4304752820	19104	Federal	Federal	OW	DRL	P	8	12/24/12
THREE RIVERS FEDERAL 3-54-820	Three Rivers Fed 03-54-820	3	080S	200E	4304752860		Federal	Federal	OW	APD	APRVD	9	12/24/12

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR  
 AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

State Well Name List downloaded 12-10-13	Axia Well Name (for database sort and consistency)	Sec	TWN	RNG	API Number	Entity	Mineral Lease	Surface Lease	Well Type	State Well Status	Actual Status @ 12/12/13	Submitted	Date Apprvd DOGM
THREE RIVERS 4-21-820	Three Rivers Fed 04-21-820	4	080S	200E	4304752875	19048	Federal	Fee	OW	DRL	P	70	02/22/13
THREE RIVERS FED 4-31-820	Three Rivers Fed 04-31-820	4	080S	200E	4304752874	19023	Federal	Fee	OW	DRL	P	1	02/22/13
Three Rivers Federal 4-32-820	Three Rivers Fed 04-32-820	4	080S	200E	4304753552	19168	Federal	Fee	OW	DRL	P	2	08/26/13
Three Rivers Federal 4-41-820	Three Rivers Fed 04-41-820	4	080S	200E	4304753911		Federal	Federal	OW	APD	APRVD	3	08/01/13
Three Rivers Federal 4-42-820	Three Rivers Fed 04-42-820	4	080S	200E	4304753913		Federal	Federal	OW	APD	APRVD	4	08/01/13
Three Rivers Federal 5-11-820	Three Rivers Fed 05-11-820	5	080S	200E	4304754204		Federal	Federal	OW	NEW	PERPEND	12/03/13	5
Three Rivers Federal 5-21-820	Three Rivers Fed 05-21-820	5	080S	200E	4304754205		Federal	Federal	OW	NEW	PERPEND	12/03/13	6
Three Rivers Federal 5-42-820	Three Rivers Fed 05-42-820	5	080S	200E	4304753958		Federal	Federal	OW	APD	PERPEND	08/19/13	7
Three Rivers Federal 5-43-820	Three Rivers Fed 05-43-820	5	080S	200E	4304753957		Federal	Federal	OW	APD	PERPEND	08/19/13	8
THREE RIVERS FEDERAL 5-56-820	Three Rivers Fed 05-56-820	5	080S	200E	4304752862	18993	Federal	Federal	OW	P	P		
THREE RIVERS FEDERAL 8-52-820	Three Rivers Fed 08-52-820	8	080S	200E	4304754270	19156	Federal	Federal	OW	DRL	P	9	02/22/13
THREE RIVERS FEDERAL 8-53-820	Three Rivers Fed 08-53-820	8	080S	200E	4304752771	18992	Federal	Federal	OW	P	P		
Three Rivers Federal 9-41-820	Three Rivers Fed 09-41-820	10	080S	200E	4304753556	19170	Federal	Federal	OW	DRL	P		08/20/13
THREE RIVERS FED 10-30-820	Three Rivers Fed 10-30-820	10	080S	200E	4304753555	19169	Federal	Federal	OW	DRL	P		08/20/13
Three Rivers Federal 10-31-820	Three Rivers Fed 10-31-820	10	080S	200E	4304753437		Federal	Federal	OW	APD	CCS		08/21/13
Three Rivers Federal 10-32-820	Three Rivers Fed 10-32-820	10	080S	200E	4304753415		Federal	Federal	OW	APD	CCS		08/21/13
THREE RIVERS FED 10-41-820	Three Rivers Fed 10-41-820	10	080S	200E	4304752948	19137	Federal	Federal	OW	DRL	P		02/22/13
THREE RIVERS FED 10-42-820	Three Rivers Fed 10-42-820	10	080S	200E	4304752949		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 33-11-720	Three Rivers Fed 33-11-720	32	070S	200E	4304753733	19109	Federal	Fee	OW	DRL	P		07/17/13
Three Rivers Federal 33-12-720	Three Rivers Fed 33-12-720	33	070S	200E	4304753724	19250	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-13-720	Three Rivers Fed 33-13-720	33	070S	200E	4304753723	19222	Federal	Fee	OW	DRL	WOC		09/16/13
Three Rivers Federal 33-14-720	Three Rivers Fed 33-14-720	33	070S	200E	4304753551	19107	Federal	Fee	OW	DRL	P		09/16/13
Three Rivers Federal 33-24-720	Three Rivers Fed 33-24-720	33	070S	200E	4304753557	19108	Federal	Fee	OW	DRL	P		07/09/13
THREE RIVERS FED 34-15-720	Three Rivers Fed 34-15-720	34	070S	200E	4304752965	18960	Federal	Fee	OW	P	P		
THREE RIVERS FED 34-23-720	Three Rivers Fed 34-23-720	34	070S	200E	4304752945	19049	Federal	Fee	OW	DRL	P		02/12/13
Three Rivers Federal 34-25-720	Three Rivers Fed 34-25-720	34	070S	200E	4304753283		Federal	Fee	OW	APD	APRVD		06/10/13
THREE RIVERS FED 34-33-720	Three Rivers Fed 34-33-720	34	070S	200E	4304752947	19050	Federal	Fee	OW	DRL	P		02/22/13
Three Rivers Federal 34-35-720	Three Rivers Fed 34-35-720	34	070S	200E	4304753282		Federal	Fee	OW	APD	APRVD		06/10/13
Three Rivers Federal 34-42-720	Three Rivers Fed 34-42-720	35	070S	200E	4304753915		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 34-43-720	Three Rivers Fed 34-43-720	35	070S	200E	4304753916		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-11-720	Three Rivers Fed 35-11-720	35	070S	200E	4304753944		Federal	Federal	OW	APD	PERPEND	07/25/13	100
Three Rivers Federal 35-12-720	Three Rivers Fed 35-12-720	35	070S	200E	4304753917		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-13-720	Three Rivers Fed 35-13-720	35	070S	200E	4304753554		Federal	Federal	OW	APD	APRVD		08/20/13
Three Rivers Federal 35-14-720	Three Rivers Fed 35-14-720	35	070S	200E	4304753553		Federal	Federal	OW	APD	APRVD		08/22/13
Three Rivers Federal 35-21-720	Three Rivers Fed 35-21-720	35	070S	200E	4304753943		Federal	Federal	OW	APD	PERPEND	07/25/13	4
THREE RIVERS FED 35-32-720	Three Rivers Fed 35-32-720	35	070S	200E	4304753005	19138	Federal	Federal	OW	DRL	APRVD		02/22/13
THREE RIVERS FED 35-34-720	Three Rivers Fed 35-34-720	35	070S	200E	4304753006		Federal	Federal	OW	APD	APRVD		02/22/13
THREE RIVERS FED 35-42-720	Three Rivers Fed 35-42-720	35	070S	200E	4304753007		Federal	Federal	OW	APD	APRVD		02/22/13
Three Rivers Federal 35-43-720	Three Rivers Fed 35-43-720	35	070S	200E	4304753918		Federal	Federal	OW	APD	APRVD		08/01/13
Three Rivers Federal 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753919		Federal	Federal	OW	APD	APRVD		08/01/13
THREE RIVERS FED 35-44-720	Three Rivers Fed 35-44-720	35	070S	200E	4304753008		Federal	Federal	OW	APD	APRVD	110	02/22/13
Three Rivers Fed 03-34-820	Three Rivers Fed 03-34-820	3	080S	200E			Federal		NA	SUB		12/10/13	1
Three Rivers Fed 03-44-820	Three Rivers Fed 03-44-820	3	080S	200E			Federal		NA	SUB		12/10/13	2
Three Rivers Fed 08-31-820	Three Rivers Fed 08-31-820	8	080S	200E			Federal		NA	SUB		12/07/13	3
Three Rivers Fed 08-41-820	Three Rivers Fed 08-41-820	9	080S	200E			Federal		NA	SUB		12/07/13	4

**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**

1a. TYPE OF WELL: OIL WELL  GAS WELL  DRY  OTHER \_\_\_\_\_

b. TYPE OF WORK: NEW WELL  HORIZ LATS  DEEP-EN  RE-ENTRY  DIFF RESVR  OTHER \_\_\_\_\_

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

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER  
**Three Rivers 4-33-820**

2. NAME OF OPERATOR  
**Axia Energy, LLC.**

9. API NUMBER  
**4304753528**

3. ADDRESS OF OPERATOR: **1430 Larimer St, Ste 400** CITY **Denver** STATE **CO** ZIP **80202**

10. FIELD AND POOL, OR WILDCAT  
**WILDCAT**

4. LOCATION OF WELL (FOOTAGES)  
AT SURFACE: **NWSE 2429' FSL & 1775' FEL**  
  
AT TOP PRODUCING INTERVAL REPORTED BELOW: **NWSE 2002' FSL & 1974' FEL**  
  
AT TOTAL DEPTH: **NWSE 1950' FSL & 1956' FEL**

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN  
**NWSE 4 8S 20E S**

12. COUNTY **UINTAH** 13. STATE **UTAH**

14. DATE SPUNDED **9/6/2013** 15. DATE T.D. REACHED: **9/28/2013** 16. DATE COMPLETED: **11/6/2013**

17. ELEVATIONS (DF, RKB, RT, GL):  
**4752' GL / 4765' KB**

18. TOTAL DEPTH: MD **7,000** TVD **6,960** 19. PLUG BACK T.D.: MD **6,930** TVD **6,890**

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
26	16		0	120		G 450	92	0	
12-1/4	8-5/8 J-55	24	0	1,034		G 675	138	0 CIR	
7-3/4	5-1/2 J-55	17	0	6,975		G 375	150	3100 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	4,693							

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	2,826	6,649	2,796	6,609	4,937 6,621	.35	228	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)								Open <input 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: **10/28/2013**

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4937 - 6621	Green River Hybrid Frac - 28,737 bbls slurry, 1,162,250 gal fluid, 939,820# 20/40 Premium White

29. ENCLOSED ATTACHMENTS:  
 ELECTRICAL/MECHANICAL LOGS  
 SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION  
 GEOLOGIC REPORT  
 CORE ANALYSIS  
 DST REPORT  
 OTHER: Wellbore Diaagra

30. WELL STATUS:  
**Prod**

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 11/2/2013		TEST DATE: 12/4/2013		HOURS TESTED: 24		TEST PRODUCTION RATES →		OIL - BBL: 198	GAS - MCF: 162	WATER - BBL: 73	PROD METHOD: Pumping
CHOKE SIZE: 40	TBG PRESS: 38	CSG PRESS: 38	API GRAVITY: 32.00	BTU - GAS	GAS/OIL RATIO: 818	24 HR PRODUCTION RATES →	OIL - BBL: 198	GAS - MCF: 162	WATER - BBL: 73	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.)

Used/Flared

33. SUMMARY OF POROUS ZONES (Include Aquifers):

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

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	2.826
				Garden Gluch	3.145
				Uteland Butte	6.504
				Wasatch	6.649

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) Andy Turner TITLE Project Manager  
 SIGNATURE *Andy Turner* DATE 12/18/2013

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- 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)).

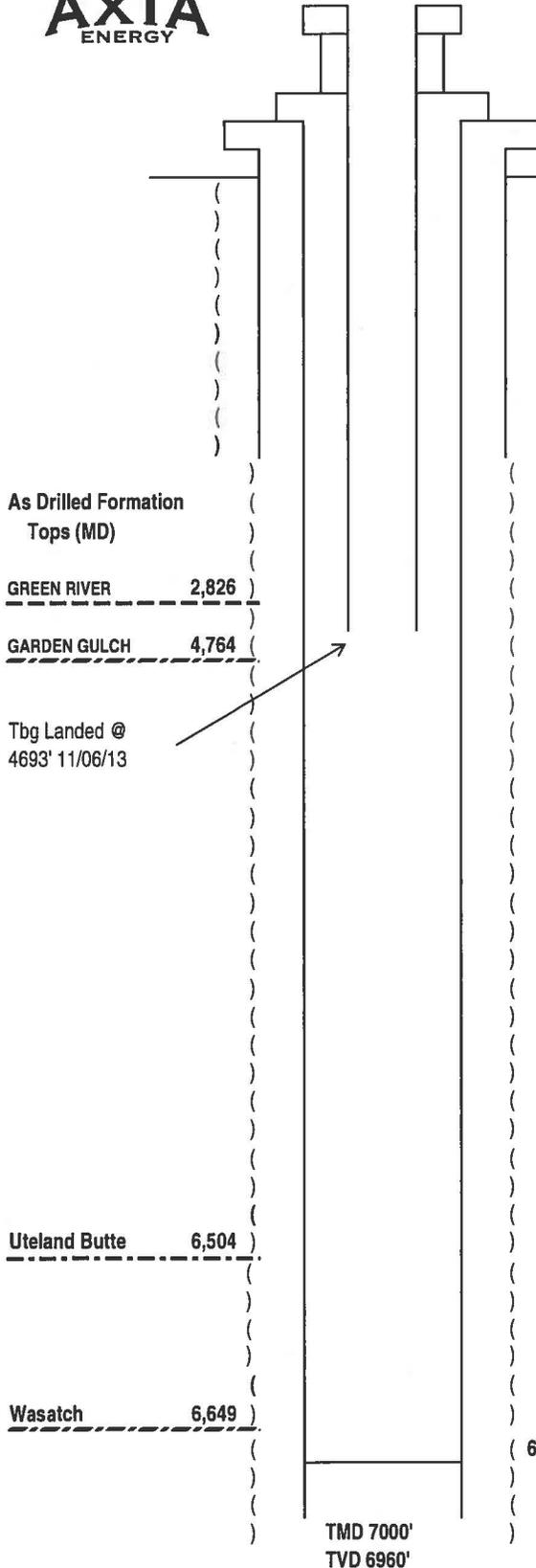
Send to: Utah Division of Oil, Gas and Mining  
 1594 West North Temple, Suite 1210  
 Box 145801  
 Salt Lake City, Utah 84114-5801

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

**WELLBORE DIAGRAM (after completion)**



Company: Axia Energy, LLC
Lease Name: Three Rivers 04-33-820
Surface Location: NWSE Sec 04-T8S-R20E 2429' FSL & 1775' FEL
Bottom Hole Location: NWSE Sec 04-T8S-R20E 1950' FSL & 1956' FEL
County: Uintah, UT
Date: 12/18/2013



KB 4,765

GL 4,752

DRILLED 26" HOLE TO 120' - SET 16" CONDUCTOR  
Cemented with 450 sxs to surface 9/5/2013

DRILLED 12-1/4" HOLE TO 1060'  
SURF CSG - 8-5/8" 24# J-55 ST&C (23 jts)  
Cement: 675 sxs Class 'G' to surface 9/7/2013

TOC: 3,100

<b>7 STAGE GREEN RIVER HYBRID FRAC</b>				
4937	6621	Green River	3 spf	228 Holes
28,737	bbls slurry,	1,162,250 gal fluid,	939,820 # 20/40	premium white

As Drilled Formation  
Tops (MD)

GREEN RIVER 2,826

GARDEN GULCH 4,764

Tbg Landed @  
4693' 11/06/13

Uteland Butte 6,504

Wasatch 6,649

TMD 7000'  
TVD 6960'

6975

DRILLED 7-3/4" HOLE TO 7000' TMD  
PROD CSG - 5 1/2" 17# J-55 LT&C (158 jts) Set @ 6975'  
Cemented with 375 sxs Premium Lite 9/29/2013



**Job Number:** 9222013  
**Company:** Axia Energy  
**Lease/Well:** THREE RIVERS 4-33-820  
**Location:** VERNAL  
**Rig Name:** SUPER SINGLE  
**State/County:** UTAH/ Uintah  
**Country:** USA  
**API Number:**

**Elevation:** 4942.00 ft    **RKB:** 0.00 ft  
**Projection System:** US State Plane 1983  
**Projection Group:** Utah Central Zone  
**Projection Datum:** GRS80  
**Mag. Declination:** 10.88°  
**Grid Convergence:** 1.17176 E  
**Date:** Saturday, September 28, 2013

**Bighorn Directional Incorporated**

Calculated by HawkEye Software  
 Minimum Curvature Method  
 Vertical Section Plane 202.90°

Northing (US ft): 7228981.51    Easting (US ft): 2151759.19  
 Latitude: 40°09'3.8501" N    Longitude: -109°40'13.8612" W

Well Location: 2425.74 FSL, 1820.43 FEL, Section 4, T8S, R20E, Meridian 26, Uintah County, UT  
 Direction Reference: Grid North

Measured Depth (Ft)	INC Deg	AZM Deg	TVD (Ft)	NS (Ft)	EW (Ft)	VS (Ft)	DLS */100Ft
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1074.00	0.90	241.80	1073.96	-3.99	-7.43	6.56	0.08
1160.00	2.30	237.10	1159.92	-5.24	-9.48	8.52	1.63
1245.00	4.10	223.00	1244.79	-8.39	-12.98	12.78	2.30
1331.00	6.20	215.90	1330.43	-14.40	-17.80	20.20	2.55
1416.00	8.20	212.80	1414.76	-23.22	-23.78	30.64	2.40
1501.00	9.80	208.40	1498.71	-34.68	-30.50	43.81	2.05
1587.00	10.40	205.30	1583.38	-48.13	-37.30	58.85	0.94
1672.00	11.60	203.80	1666.82	-62.89	-44.03	75.06	1.45
1757.00	11.10	202.30	1750.15	-78.28	-50.58	91.79	0.68
1843.00	11.30	198.20	1834.52	-93.94	-56.36	108.47	0.95
1928.00	10.50	196.50	1917.98	-109.28	-61.16	124.46	1.01
2014.00	12.40	201.10	2002.27	-125.41	-66.71	141.48	2.45
2099.00	12.60	201.30	2085.25	-142.56	-73.36	159.87	0.24
2184.00	12.80	197.90	2168.18	-160.16	-79.62	178.52	0.91
2270.00	12.50	194.90	2252.09	-178.22	-84.94	197.23	0.84
2355.00	12.40	196.80	2335.09	-195.84	-89.95	215.41	0.50
2440.00	11.90	194.60	2418.19	-213.06	-94.79	233.16	0.80
2526.00	11.30	193.20	2502.43	-229.85	-98.95	250.24	0.77
2612.00	11.40	199.70	2586.75	-246.05	-103.74	267.03	1.49
2697.00	11.40	195.30	2670.08	-262.06	-108.79	283.74	1.02
2782.00	10.20	193.20	2753.57	-277.49	-112.73	299.49	1.49
2868.00	9.60	199.10	2838.29	-291.68	-116.81	314.15	1.37
2953.00	8.70	206.50	2922.21	-304.14	-122.00	327.64	1.74
3039.00	7.60	200.00	3007.34	-315.30	-126.85	339.81	1.67
3124.00	8.30	204.90	3091.53	-326.15	-131.35	351.56	1.15
3209.00	7.90	210.90	3175.68	-336.73	-136.94	363.47	1.10
3293.00	7.60	209.20	3258.91	-346.53	-142.61	374.71	0.45
3379.00	7.50	202.60	3344.17	-356.67	-147.54	385.97	1.01
3464.00	6.90	202.80	3428.50	-366.50	-151.65	396.63	0.71
3550.00	7.00	212.40	3513.87	-375.69	-156.46	406.96	1.35
3635.00	6.90	209.10	3598.25	-384.52	-161.72	417.15	0.48
3721.00	6.10	204.70	3683.69	-393.19	-166.14	426.85	1.10
3806.00	5.10	192.30	3768.29	-400.98	-168.83	435.08	1.84
3891.00	4.80	202.40	3852.97	-407.96	-170.99	442.35	1.08
3977.00	4.50	214.90	3938.69	-414.06	-174.30	449.25	1.23
4062.00	4.00	202.20	4023.46	-419.54	-177.32	455.47	1.25
4148.00	2.70	227.00	4109.32	-423.70	-179.94	460.32	2.23
4233.00	2.40	213.30	4194.23	-426.55	-182.38	463.90	0.80
4319.00	2.30	219.30	4280.16	-429.39	-184.46	467.33	0.31
4404.00	2.00	217.10	4365.10	-431.89	-186.44	470.40	0.37

Measured Depth (Ft)	INC Deg	AZM Deg	TVD (Ft)	NS (Ft)	EW (Ft)	VS (Ft)	DLS %/100Ft
4489.00	2.20	241.80	4450.05	-433.85	-188.77	473.11	1.08
4575.00	1.60	274.30	4536.00	-434.54	-191.42	474.78	1.41
4660.00	1.50	297.30	4620.97	-433.94	-193.59	475.07	0.74
4745.00	1.80	307.10	4705.93	-432.62	-195.65	474.66	0.48
4831.00	2.50	337.10	4791.88	-430.08	-197.45	473.02	1.51
4916.00	2.40	313.20	4876.80	-427.15	-199.47	471.11	1.20
5002.00	0.10	88.80	4962.78	-425.92	-200.71	470.45	2.87
5087.00	0.70	111.40	5047.77	-426.11	-200.15	470.41	0.72
5172.00	0.90	165.60	5132.77	-426.94	-199.50	470.92	0.88
5258.00	1.60	183.50	5218.75	-428.80	-199.41	472.59	0.92
5343.00	1.10	95.90	5303.73	-430.06	-198.67	473.48	2.24
5429.00	1.00	152.30	5389.72	-430.81	-197.50	473.71	1.16
5514.00	0.90	156.10	5474.71	-432.08	-196.88	474.64	0.14
5600.00	1.50	147.30	5560.69	-433.64	-196.00	475.74	0.73
5685.00	1.60	168.20	5645.66	-435.74	-195.16	477.34	0.67
5771.00	1.80	172.20	5731.62	-438.26	-194.73	479.49	0.27
5856.00	2.20	163.10	5816.57	-441.14	-194.07	481.89	0.60
5942.00	1.80	167.20	5902.51	-444.04	-193.30	484.26	0.49
6027.00	1.90	166.20	5987.47	-446.71	-192.66	486.47	0.12
6112.00	2.40	170.00	6072.41	-449.83	-192.02	489.09	0.61
6198.00	2.10	180.60	6158.34	-453.18	-191.72	492.06	0.60
6283.00	1.80	171.40	6243.29	-456.05	-191.54	494.64	0.51
6369.00	2.20	159.50	6329.24	-458.94	-190.76	496.99	0.67
6454.00	1.90	166.00	6414.19	-461.83	-189.85	499.31	0.45
6539.00	1.80	147.80	6499.14	-464.33	-188.79	501.20	0.70
6625.00	2.00	158.50	6585.10	-466.87	-187.52	503.04	0.47
6710.00	1.80	152.80	6670.05	-469.43	-186.37	504.96	0.32
6796.00	1.90	152.50	6756.01	-471.90	-185.10	506.73	0.12
6881.00	2.30	144.40	6840.95	-474.54	-183.45	508.52	0.58
6966.00	2.50	155.90	6925.87	-477.62	-181.70	510.68	0.61
<b>PROJECTION TO BIT/TD</b>							
7000.00	2.50	155.90	6959.84	-478.97	-181.10	511.69	0.00

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> Patented
		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>1. TYPE OF WELL</b> Oil Well		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>2. NAME OF OPERATOR:</b> ULTRA RESOURCES INC		<b>8. WELL NAME and NUMBER:</b> Three Rivers 4-33-820
<b>3. ADDRESS OF OPERATOR:</b> 304 Inverness Way South #245 , Englewood, CO, 80112		<b>9. API NUMBER:</b> 43047535280000
<b>PHONE NUMBER:</b> 303 645-9810 Ext		<b>9. FIELD and POOL or WILDCAT:</b> THREE RIVERS
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 2429 FSL 1775 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: NWSE Section: 04 Township: 08.0S Range: 20.0E Meridian: S		<b>COUNTY:</b> UINTAH
		<b>STATE:</b> UTAH

11.

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

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/6/2013	<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 type="text"/>

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

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

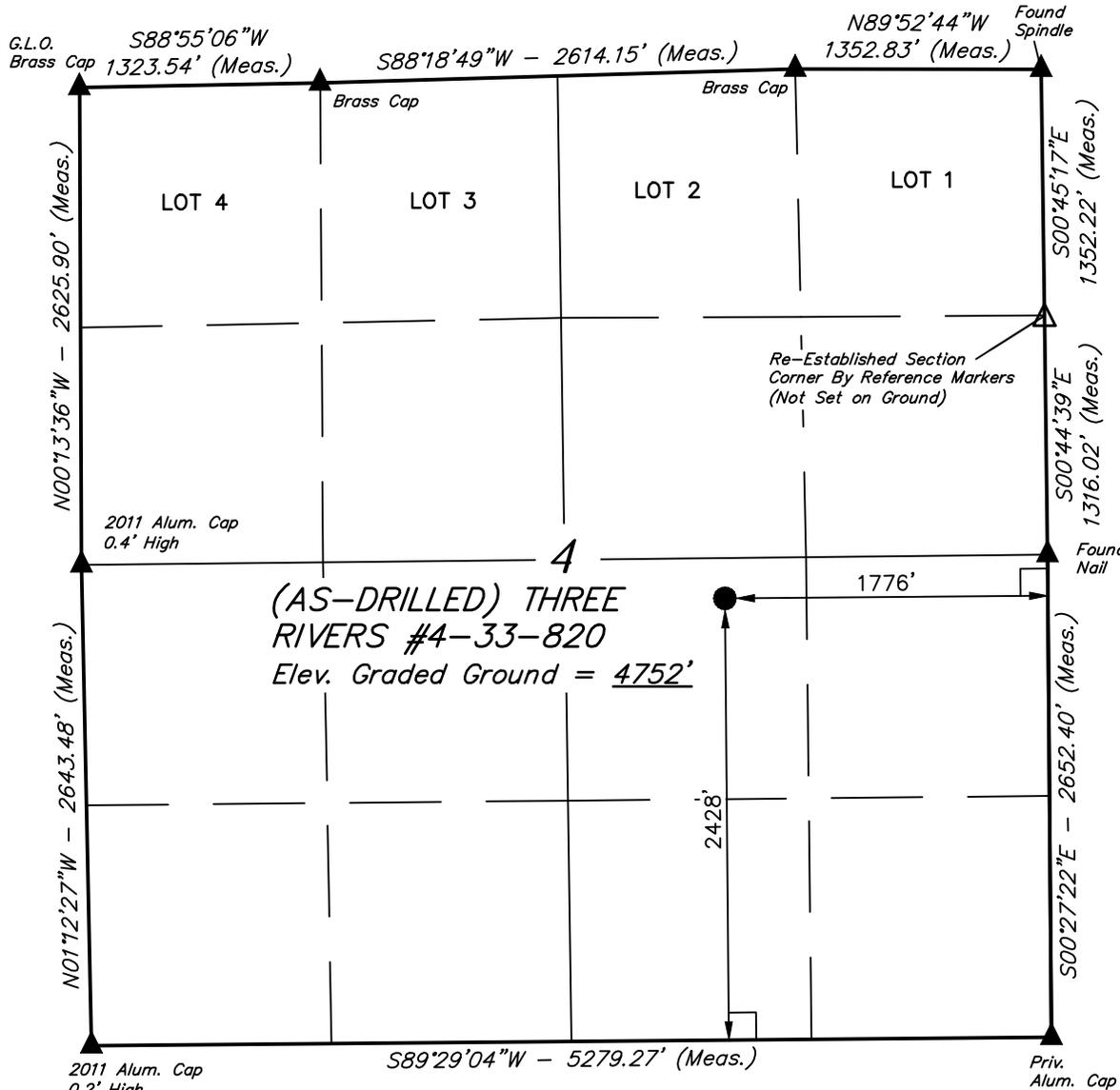
**Accepted by the  
Utah Division of  
Oil, Gas and Mining  
FOR RECORD ONLY  
March 19, 2014**

<b>NAME (PLEASE PRINT)</b> Jenna Anderson	<b>PHONE NUMBER</b> 303 645-9804	<b>TITLE</b> Permitting Assistant
<b>SIGNATURE</b> N/A	<b>DATE</b> 3/17/2014	

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

## ULTRA RESOURCES, INC.

Well location, (AS-DRILLED) THREE RIVERS #4-33-820, located as shown in the NW 1/4 SE 1/4 of Section 4, T8S, R20E, S.L.B.&M., Uintah County, Utah.

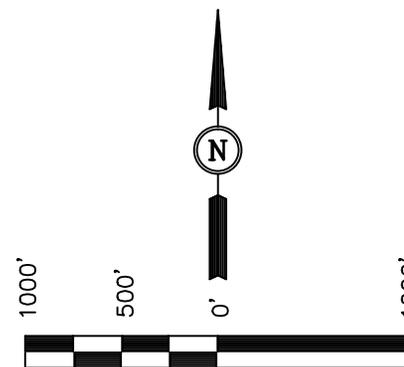


### BASIS OF ELEVATION

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.



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

REGISTERED LAND SURVEYOR  
REGISTRATION NO. 161319  
STATE OF UTAH

### LEGEND:

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

<b>NAD 83 (AS-DRILLED SURFACE LOCATION)</b>	
LATITUDE	= 40°09'03.82" (40.151061)
LONGITUDE	= 109°40'13.80" (109.670500)
<b>NAD 27 (AS-DRILLED SURFACE LOCATION)</b>	
LATITUDE	= 40°09'03.95" (40.151097)
LONGITUDE	= 109°40'11.30" (109.669806)

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

SCALE 1" = 1000'	DATE SURVEYED: 01-06-14	DATE DRAWN: 01-09-14
PARTY B.H. M.P. E.C.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE ULTRA RESOURCES, INC.	

**ULTRA RESOURCES, INC.**

**AS-BUILT SITE PLAN FOR  
THREE RIVERS FEDERAL #4-32-820  
& THREE RIVERS #4-33-820  
SECTION 4, T8S, R20E, S.L.B.&M.  
NW 1/4 SE 1/4**

**FIGURE #1**

SCALE: 1" = 60'  
DATE: 01-09-14  
DRAWN BY: E.C.

