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

FORM 3
AMENDED REPORT ☑

APPLICATION FOR PERMIT TO DRILL

	1. WELL NAME and NUMBER Three Rivers 16-21T-820
2. TYPE OF WORK DRILL NEW WELL ◉ REENTER P&A WELL ○ DEEPEN WELL ○	**3. FIELD OR WILDCAT** THREE RIVERS
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO	**5. UNIT or COMMUNITIZATION AGREEMENT NAME**
6. NAME OF OPERATOR ULTRA RESOURCES INC	**7. OPERATOR PHONE** 303 645-9810
8. ADDRESS OF OPERATOR 304 Inverness Way South #245, Englewood, CO, 80112	**9. OPERATOR E-MAIL** dghani@ultrapetroleum.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) ML-49319	**11. MINERAL OWNERSHIP** FEDERAL ○ INDIAN ○ STATE ◉ FEE ○
12. SURFACE OWNERSHIP FEDERAL ○ INDIAN ○ STATE ◉ FEE ○	
13. NAME OF SURFACE OWNER (if box 12 = 'fee')	**14. SURFACE OWNER PHONE (if box 12 = 'fee')**
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')	**16. SURFACE OWNER E-MAIL (if box 12 = 'fee')**
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')	**18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS** YES ○ (Submit Commingling Application) NO ◉
19. SLANT VERTICAL ○ DIRECTIONAL ◉ HORIZONTAL ○	

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1365 FNL 1981 FWL	NENW	16	8.0 S	20.0 E	S
Top of Uppermost Producing Zone	1300 FNL 2660 FEL	NENW	16	8.0 S	20.0 E	S
At Total Depth	1300 FNL 2660 FEL	NENW	16	8.0 S	20.0 E	S

21. COUNTY UINTAH	**22. DISTANCE TO NEAREST LEASE LINE (Feet)** 1365	**23. NUMBER OF ACRES IN DRILLING UNIT** 20
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 40	**26. PROPOSED DEPTH** MD: 6681 TVD: 6595
27. ELEVATION - GROUND LEVEL 4757	**28. BOND NUMBER** 022046398	**29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE** 49-2262

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	11	8.625	0 - 1033	24.0	J-55 LT&C	8.8	Premium Lite High Strength	80	2.97	11.5
							Class G	115	1.16	15.8
PROD	7.875	5.5	0 - 6681	17.0	J-55 LT&C	10.0	Halliburton Light , Type Unknown	175	3.78	10.5
							Premium Lite High Strength	275	2.31	12.0

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	☑ COMPLETE DRILLING PLAN
☐ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
☑ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	☑ TOPOGRAPHICAL MAP

NAME Don Hamilton	**TITLE** Permitting Agent	**PHONE** 435 719-2018
SIGNATURE	**DATE** 02/10/2014	**EMAIL** starpoint@etv.net

API NUMBER ASSIGNED 43047542910000 **APPROVAL**

Received: March 07, 2014

ULTRA RESOURCES, INC.

MASTER
8 - POINT DRILLING PROGRAM

Slim Hole Design
8 5/8" Surface & 5 ½" Production Casing Design

DATED: 02-5-14

Directional Wells located on Ultra leases in
Three Rivers Project:

Three Rivers 16-21T-820

SHL: NENW Sec 16 T8S R20E

Uintah, Utah

ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal and Indian Oil and Gas Leases

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (CFR 43, Part 3160) and the approved Application for Permit to Drill. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations.

Received: March 04, 2014

1. Formation Tops

The estimated tops of important geologic markers are as follows:

Formation Top	Top (TVD)	Comments
Uinta	Surface	
BMSW	600’ MD / 600’ TVD	
Garden Gulch	4,511’ MD / 4,425’ TVD	Oil & Associated Gas
Lower Green River*	4,656’ MD / 4,570’ TVD	Oil & Associated Gas
Wasatch	6,481’ MD / 6,395’ TVD	Oil & Associated Gas
TD	6,681’ MD / 6,595’ TVD	

Asterisks (*) denotes target pay intervals

All shows of fresh water and minerals will be reported and protected. A sample will be taken of any water flows and a water analysis furnished to the BLM. Oil and gas shows will be adequately tested for commercial possibilities, reported and protected by casing and cement.

2. BOP Equipment

A) The BOPE shall be closed whenever the well is unattended The Bureau of Land Management will be notified 24 hours prior to all BOPE pressure tests. The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.

B) The BOPE shall be closed whenever the well is unattended.

C) As per 43 CFR 3160, Onshore Oil and Gas Order No. 2, Drilling Operations, Part A:

1) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.
2) Choke Manifold:
3) Tee blocks or targeted ‘T’s will be used and anchored to prevent slip and reduce vibration.
4) Two adjustable chokes will be used in the choke manifold.
5) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
6) Pressure gauges in the well control system will be designed for drilling fluid.

D) BOPE Testing:

1) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
2) All BOP tests will be performed with a test plug in place.
3) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

INTERVAL	BOP EQUIPMENT
0 1,033 MD / 1, 033’ TVD	11” Diverter with Rotating Head
1,033 MD / 1, 033’ TVD – 6,681’ MD / 6,595’ TVD	3,000# Ram Double BOP & Annular with Diverter & Rotating Head

NOTE: Drilling spool to accommodate choke and kill lines.

3. Casing and Float Equipment Program

CASING:

Directional Well	Hole Size	OD	Depth MD/TVD	Wt.	Grade & Connection	Cond.
Surface	11”	8 5/8”	1,033 MD / 1, 033’ TVD	24.0 ppf	J-55, LTC	New
Production	7 7/8”	5 ½”	7,116’ MD / 7,077’ TVD	17.0 ppf	J-55, LTC	New

Received: March 04, 2014

CASING SPECIFICATIONS:

Directional Well	Casing OD	Casing ID / Drift ID	Collapse (psi)	Int. Yield (psi)	Ten. Yield (lb)	Jt. Strength (lb)
Surface	8 5/8"	8.097" / 7.972"	1,370	2,950	381,000	244,000
Production	5 ½"	4.492" / 4.767"	4,910	5,320'	273,000	229,000

FLOAT EQUIPMENT:

SURFACE (8 5/8") Float Shoe, 1 joint casing, float collar
Centralizers: 1 each 1st 4 Joints then every 4th joint to surface

PRODUCTION (5 ½") Float Shoe, 1 joint casing, float collar
Centralizers: 1 each 1st 4 Joints then every 3rd joint to 500' into surface casing

4. Cementing Programs

CONDUCTOR (13 ⅜"): Ready Mix – Cement to surface

SURFACE (8 5/8") Cement Top - Surface
Surface – 500' Lead: 80 sks, Premium Lightweight Cmt w/ additives, 11.5 ppg, 2,97 cf/sk 50% excess
500' – 1,033 MD / 1, 033' TVD± Tail: 115 sks Class G Cement w/ additives, 15.8 ppg, 1.16 cf/sx, 50% excess

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

PRODUCTION (5 ½") Cement Top – 500'
500' - 3,500'± Lead: 175 sks – ECONOCEM Cement w/ additives, 10.5 ppg, 3,78 cf/sx, 20% excess
3,500' – 6,681' MD / 6,595' TVD Tail: 275 sks, Lightweight Premium Cement w/ additives, 12.0 ppg, 2.31 cf/sk, 20% excess

A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.
B) Cement will not be placed down annulus with a 1" pipe unless BLM is contacted.
C) The Bureau of Land Management will be notified 24 hours prior to running casing and cementing.
D) As per 43 CFR 3160, Onshore Oil and Gas Order No.2, Drilling Operations, Part B:

1) All waiting on cement times shall be adequate to achieve a minimum of 500 psi compressive strength at the casing shoe (minimum of 8 hours) prior to drilling out.
2) Prior to drilling out cement, casing will be pressure tested to 1500 psi. Pressure decline must not be greater than 10% (150 psi) in 30 minutes.
3) Progress reports, Form 3160-5 "Sundry Notices and Reports on Wells", shall be filed with the Field Manager within 30 days after the work in completed.
4) Setting of each string of casing, size, grade, weight of casing set, hole size, setting depth, amounts and type of cement used, whether cement circulated or the top of the cement behind the casing, depth of cementing tools used, casing test method and results, and the date work was done. Show the spud date on the first reports submitted.
5) Temperature or bond logs must be submitted for each well where the casing cement was not circulated to the surface.
6) A pressure integrity test of each casing shoe shall be performed. Formation at the shoe shall be tested to a minimum of the mud weight equivalent anticipated to control the formation pressure to the next casing depth or at total depth of the well. This test shall be performed after drilling 5-10 feet of new hole.

Received: March 04, 2014

5. Mud Program

The proposed circulating mediums to be employed in drilling are as follows:

Interval	Mud Type	Viscosity	Fluid Loss	pH	Mud Wt. (ppg)
0 – 1,033 MD / 1, 033' TVD	Water/Spud Mud	32	No Control (NC)	7.0 -8.2	<8.8
1,033 MD / 1, 033' TVD - 6,681' MD / 6,595' TVD	DAP System	40 - 60	10 - 18	7.0-8.2	<10.0

A) For Surface Sufficient quantities of mud materials will be maintained or readily accessible for the purpose of assuring well control during the course of drilling operations. A mud test shall be performed every 24 hours after mudding up to determine, as applicable: density, viscosity, gel strength, filtration, and pH.

B) The mud monitoring equipment on location will be installed by top of Green River and will be able to monitor at a minimum the pit volume totalizer (PVT), stroke counter, and flow sensor.

C) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T' and anchors.

6. Evaluation Program - Testing, Logging, and Coring

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: None anticipated.

F) Formation to TD: record and monitor gas shows and record drill times (normal mud logging duties).

7. Anticipated Pressures and H.S.

A) The expected bottom hole pressure is 3,500 – 3,650 psig. Normal pressures are anticipated from surface to approximately TD. These pressures will be controlled by a blowout preventer stack, annular BOP, choke manifold, mud/gas separator, surface equipment and drilling mud. A supply of barite to weight the mud to a balancing specific gravity, if necessary, will be on location.

B) Maximum expected surface pressure will be based on the frac gradient of the casing shoe. The design of the casing assumes that the MASP will be the fracture pressure at the shoe less a column of gas.

C) No hydrogen sulfide gas is anticipated, however if H_2S is encountered, the guidelines in Onshore Oil and Gas Order No. 6 will be complied with.

8. Other Information and Notification Requirements

A) There shall be no deviation from the proposed drilling and/or workover program as approved. Any changes in operation must have prior approval from the ***Utah Division of Oil, Gas and Mining***, and the BLM Vernal (when drilling on Federal leases).

1) Anticipated starting date will be upon approval. It is anticipated that completion operations will begin within 15 days after the well has been drilled.
2) It is anticipated that the drilling and completion of this well will take approximately 90 days.

B) Notification Requirements for ***Utah Division of Oil, Gas and Mining***:

Received: March 04, 2014

- ***Within 24 hrs. of spud (Carol Daniels at 801/538-5284)***
- ***24 hrs. prior to testing BOP equipment (Dan Jarvis 801/538-5338 or 231-8956)***
- ***24 hrs. prior to cementing or testing casing (Dan Jarvis)***
- ***Within 24 hrs. of making any emergency changes to APD (Dustin Doucet 801/538-5281 or 733-0983)***

C) Notification Requirements BLM Vernal ***when drilling on Federal leases as follows: (Cade T Taylor @*** cctaylor@blm.gov and Blm_ut_vn_opreport@blm.gov:

- ***Within 24 hrs. of spud (Carol Daniels at 801/538-5284)***
- ***24 hrs. prior to testing BOP equipment (Dan Jarvis 801/538-5338 or 231-8956)***
- ***24 hrs. prior to cementing or testing casing (Dan Jarvis)***
- ***Within 24 hrs. of making any emergency changes to APD (Dustin Doucet 801/538-5281 or 733-0983)***

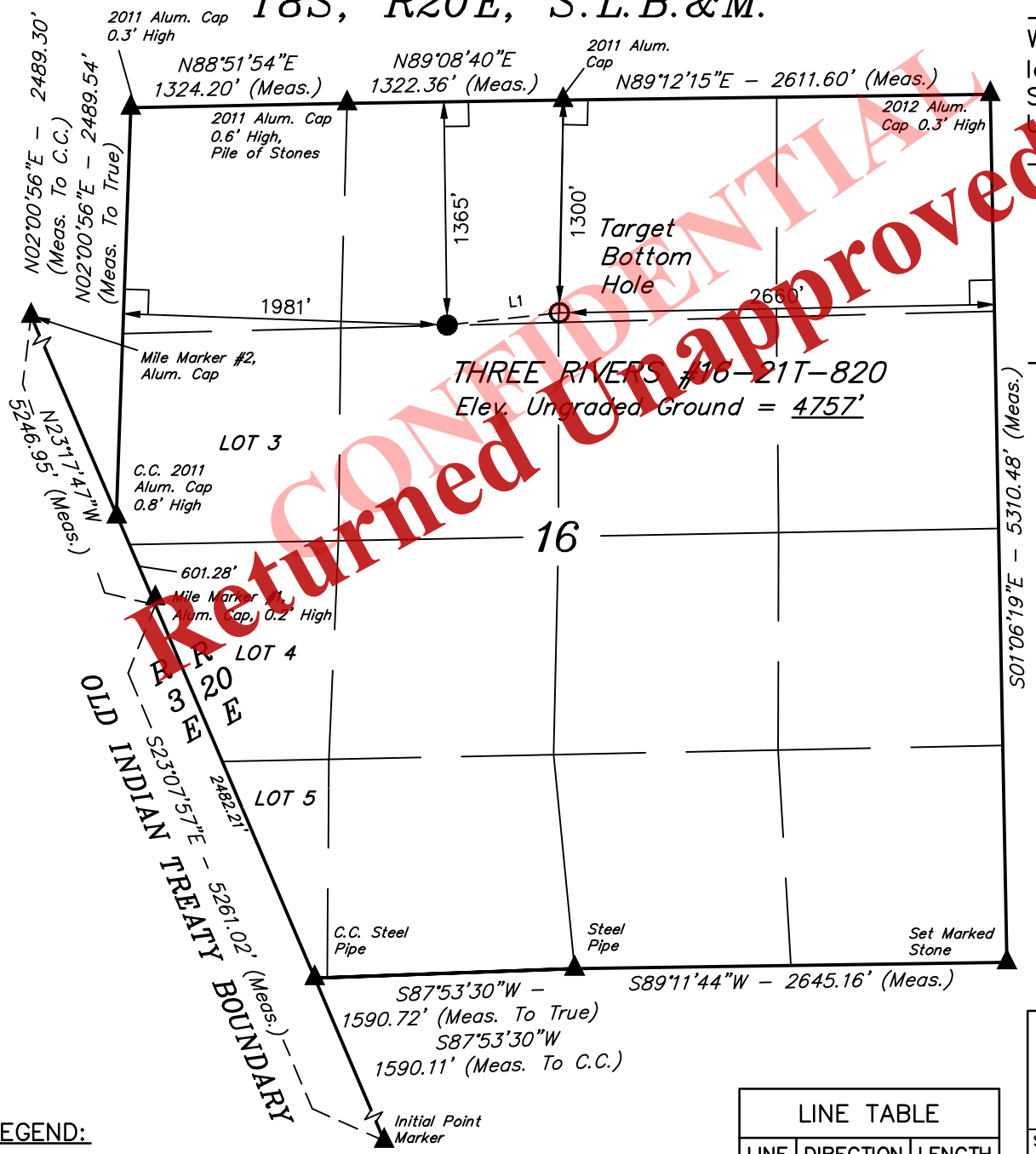
D) Any changes in the program must be approved by the ***Utah Division of Oil, Gas and Mining*** and or the BLM Vernal Office. "Sundry Notices and Reports on Wells" (form 3160-5) must be filed for all changes of plans. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.

1) Should the well be successfully completed for production, the BLM Pinedale Field Office must be notified when it is placed in a producing status. The notification shall provide, as a minimum, the following information items:

. Operator name, address, and telephone number.
. Well name and number.
. Well location (1/4 1/4, Section, Township, Range and P.M.)
. Date well was placed in a producing status (date of first production for which royalty will be paid).
. The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
. The Federal or Indian lease prefix and number on which the well is located. As appropriate, the unit agreement name, number and participating area name. As appropriate, the communitization agreement number.

Received: March 04, 2014

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



ULTRA RESOURCES, INC.

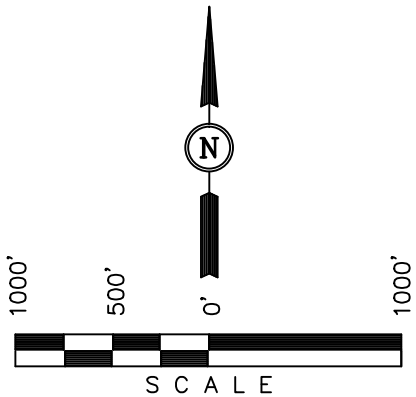
Well location, THREE RIVERS #16-21T-820, located as shown in the NE 1/2 NW 1/4 of Section 16, T8S, R20E, S.L.B.&M., Uintah County, Utah.

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.



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.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

02-03-14

REGISTERED LAND SURVEYOR No. 161319 STATE OF UTAH

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N83°47'02"E	691.17'

LEGEND:

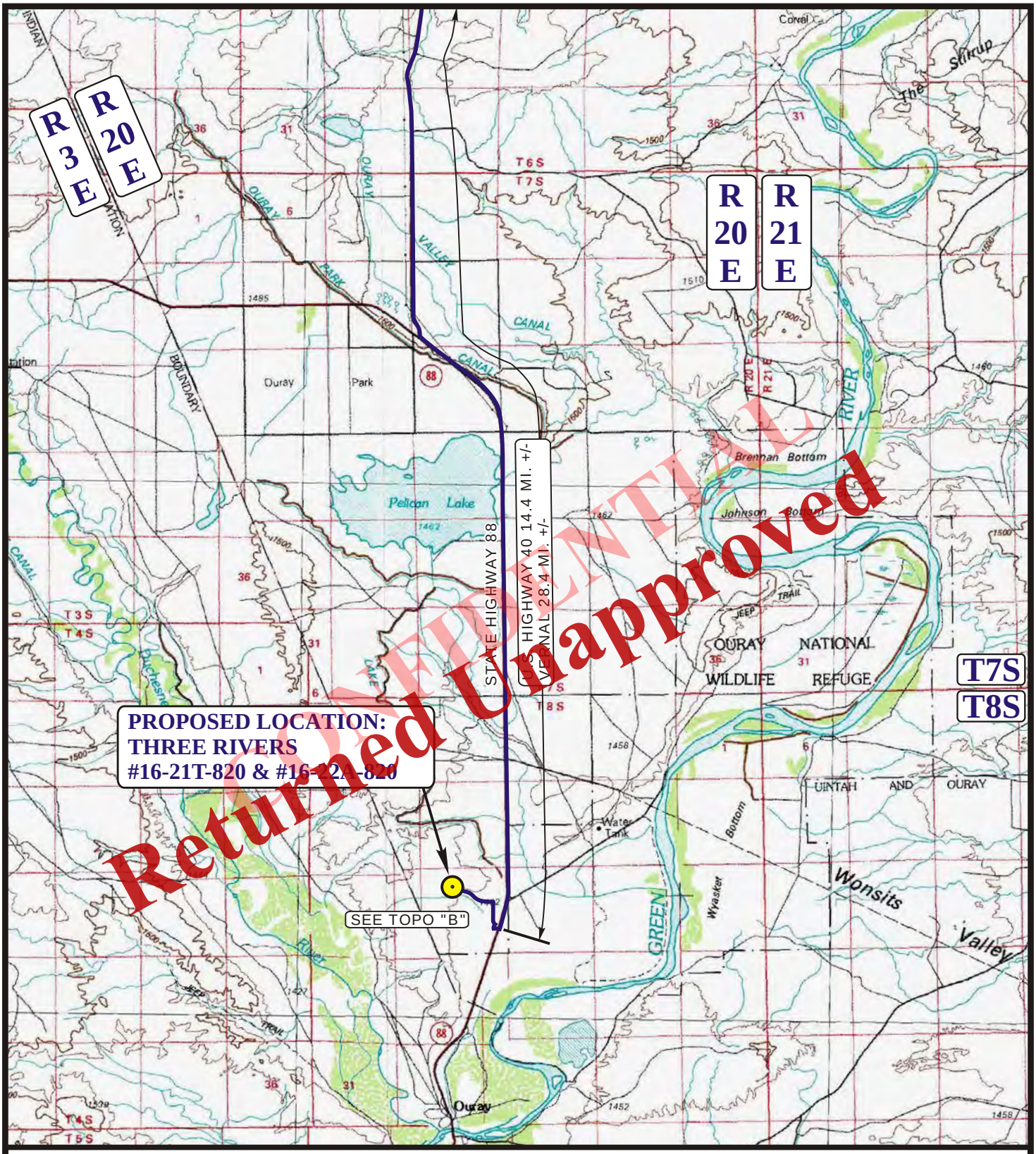
- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- = SECTION CORNERS LOCATED.

NAD 83 (BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°07'34.53" (40.126258)	LATITUDE = 40°07'33.80" (40.126056)
LONGITUDE = 109°40'24.14" (109.673372)	LONGITUDE = 109°40'32.98" (109.675828)

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

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	01-13-14	02-01-14
PARTY: B.H. M.P. S.S.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: ULTRA RESOURCES, INC.	

Received: February 10, 2014



LEGEND:

PROPOSED LOCATION

N

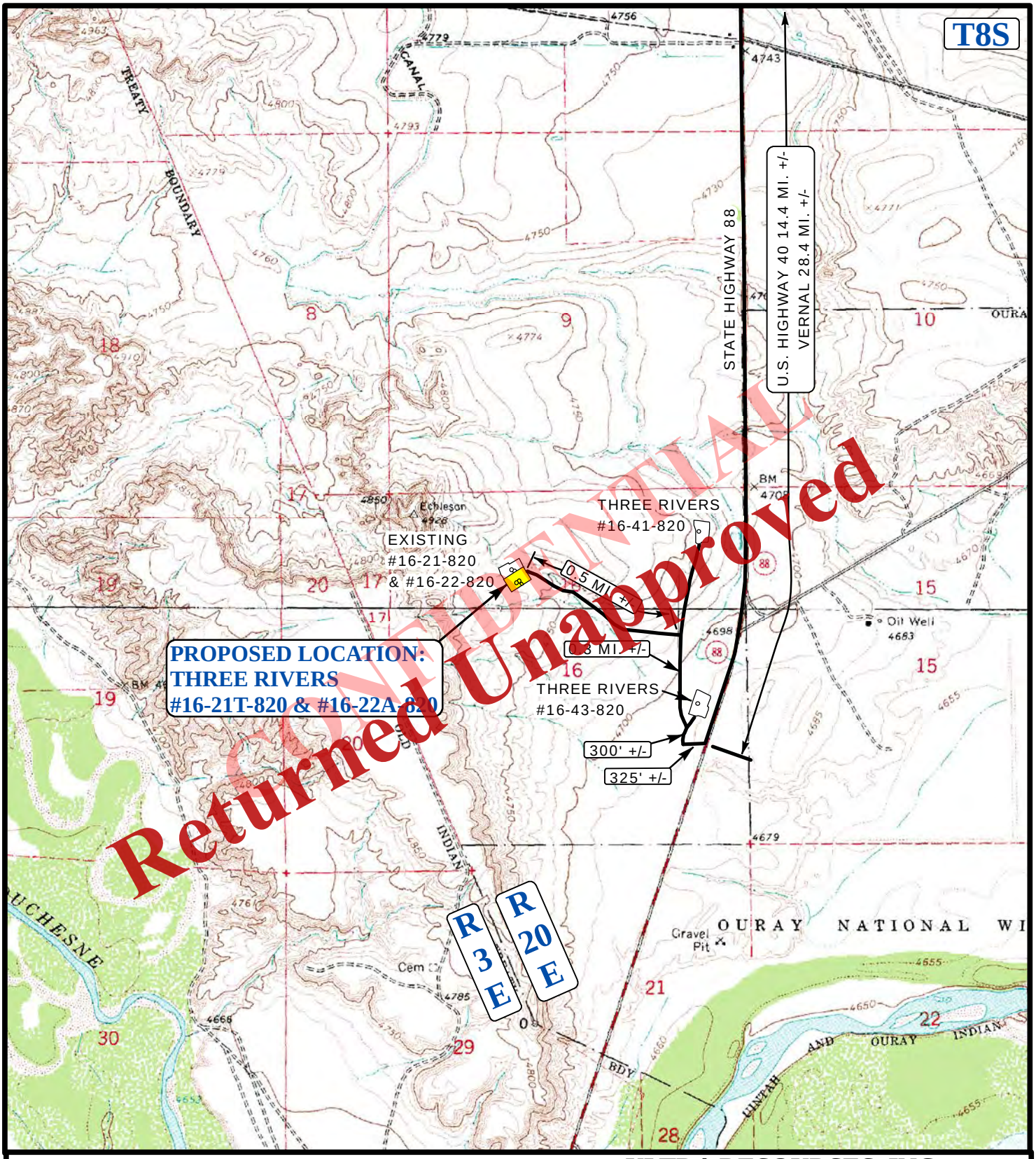
ULTRA RESOURCES, INC.

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

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

ACCESS ROAD MAP	01 MONTH	17 DAY	14 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: L.S.	REVISION: 00-00-00		

Received: February 10, 2014



LEGEND:

EXISTING ROADS

PROPOSED ACCESS ROAD

N

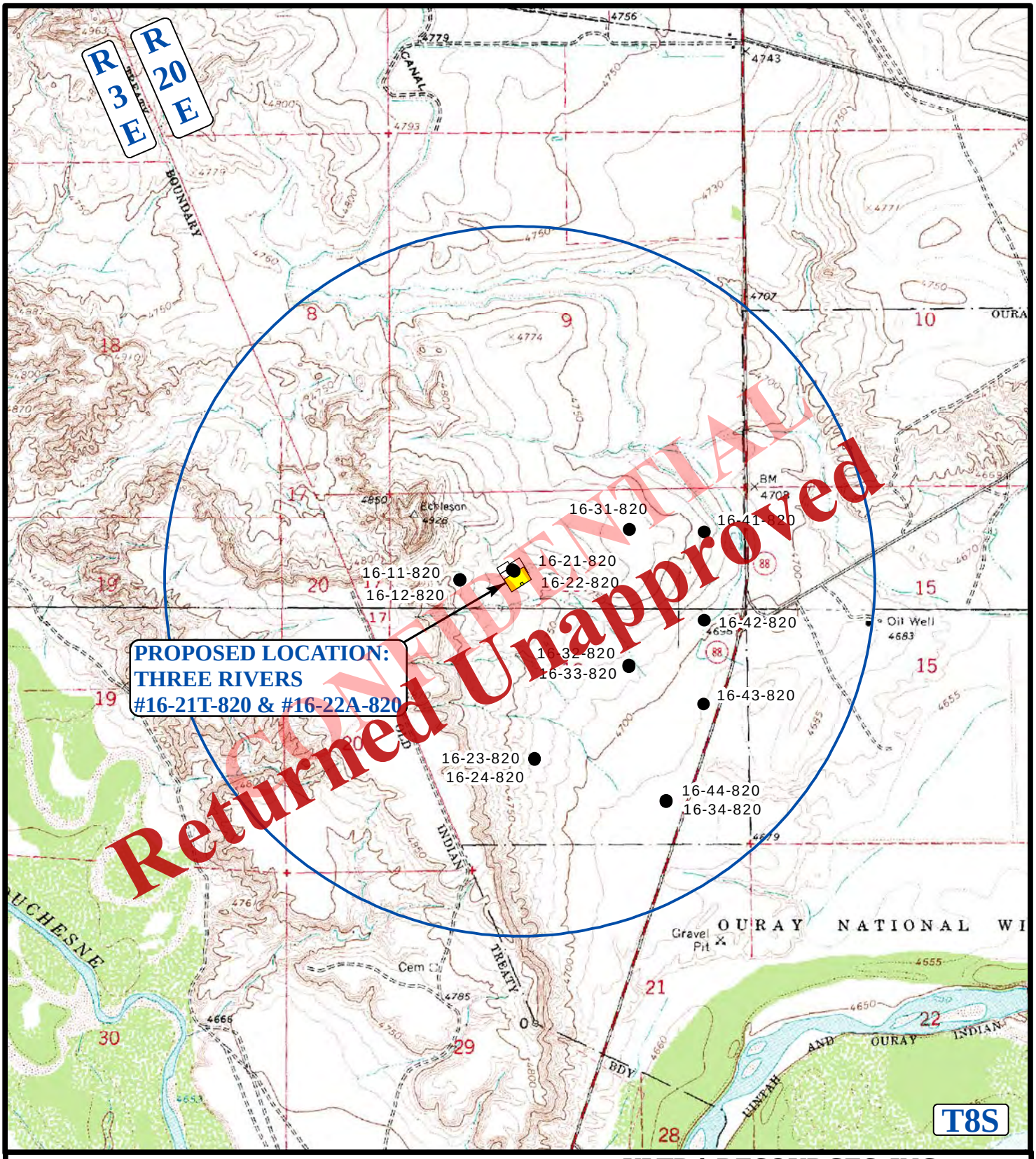
ULTRA RESOURSES, INC.

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

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

ACCESS ROAD MAP	01 MONTH	17 DAY	14 YEAR	B TOPO
SCALE: 1"= 2000'	DRAWN BY: L.S.	REVISION: 00-00-00		

Received: February 10, 2014



LEGEND:

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

N

ULTRA RESOURCES, INC.

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
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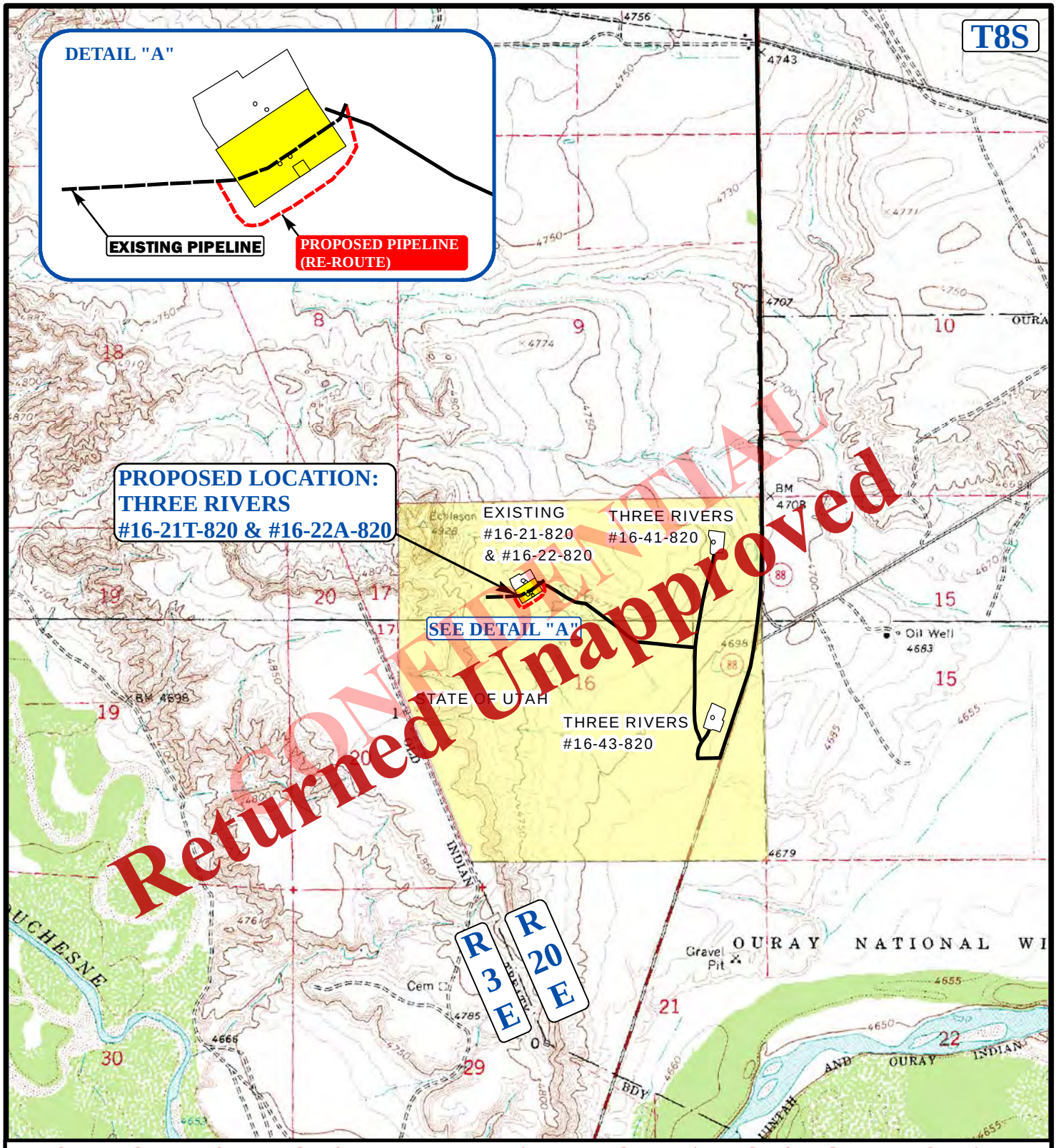
TOPOGRAPHIC MAP	01 MONTH	17 DAY	14 YEAR	C TOPO
SCALE: 1"= 2000'	DRAWN BY: L.S.	REVISION: 00-00-00		

Received: February 10, 2014



APPROXIMATE TOTAL PIPELINE (RE-REOUTE) DISTANCE = 758' +/-

LEGEND:

- EXISTING ROADS
- PROPOSED ACCESS ROAD
- PROPOSED PIPELINE
- EXISTING PIPELINE

N

ULTRA RESOURCES, INC.

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

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

TOPOGRAPHIC MAP	02 MONTH	03 DAY	14 YEAR	D TOPO
SCALE: 1"= 2000'	DRAWN BY: L.S.	REVISED: 00-00-00		

Received: February 10, 2014

ULTRA RESOURCES, INC

Location:	Three Rivers	Slot:	Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)
Field:	UINTAH COUNTY	Well:	Three Rivers 16-21T-820
Facility:	Sec.16-T8S-R20E	Wellbore:	Three Rivers 16-21T-820 PWB

Targets

Name	MD (ft)	TVD (ft)	Local N (ft)	Local E (ft)	Grid East (US ft)	Grid North (US ft)	Latitude	Longitude
Three Rivers 16-21T-820 Target On Plat 1300' FNL & 2660' FEL		4200.00	73.88	686.69	2151145.82	7219929.30	40°07'34.530"N	109°40'24.140"W

Well Profile Data

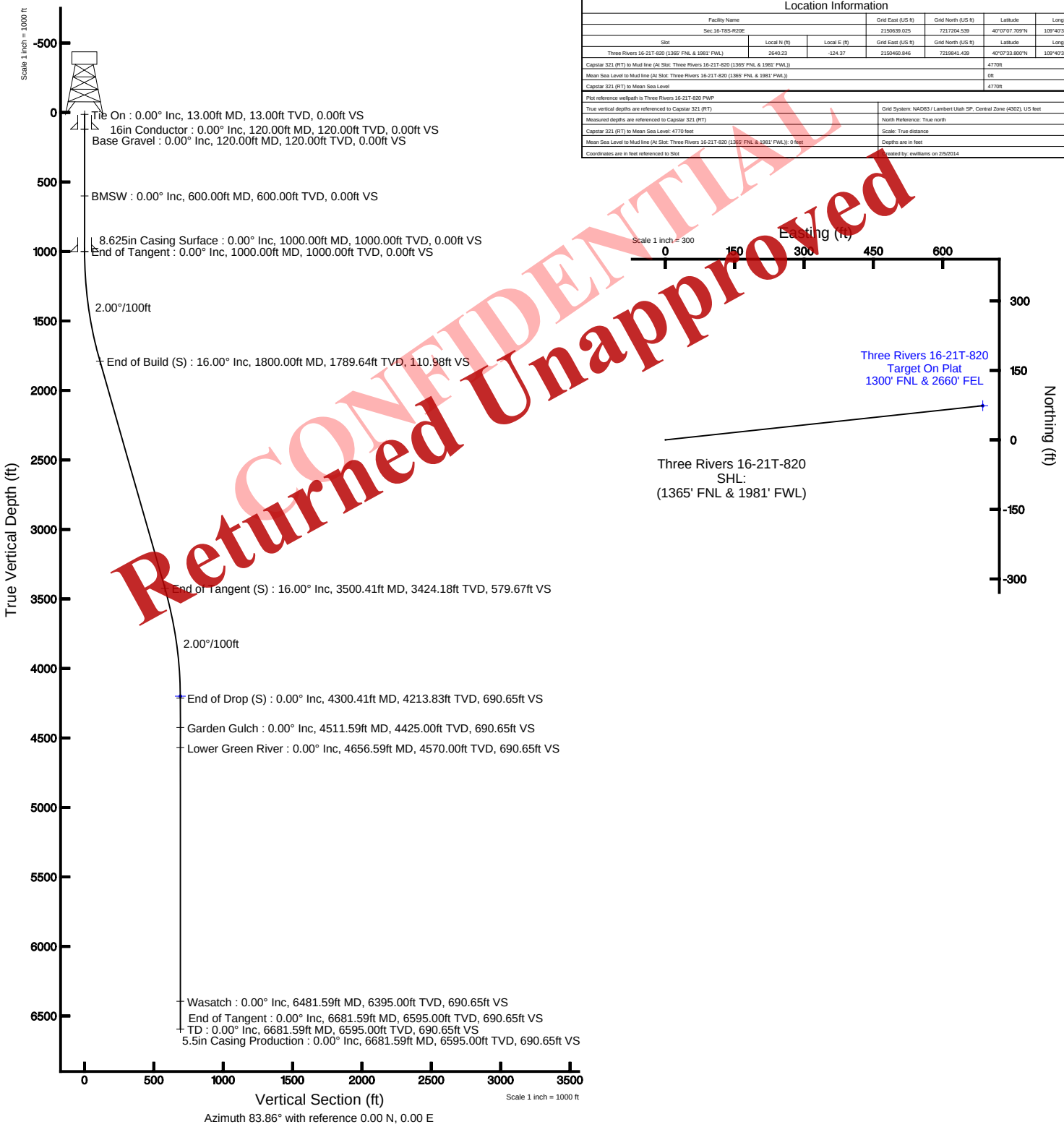
Design Comment	MD (ft)	Inc (°)	Az (°)	TVD (ft)	Local N (ft)	Local E (ft)	DLS (°/100ft)	VS (ft)
Tie On	13.00	0.000	83.859	13.00	0.00	0.00	0.00	0.00
End of Tangent	1000.00	0.000	83.859	1000.00	0.00	0.00	0.00	0.00
End of Build (S)	1800.00	16.000	83.859	1789.64	11.87	110.34	2.00	110.98
End of Tangent (S)	3500.41	16.000	83.859	3424.18	62.01	576.35	0.00	579.67
End of Drop (S)	4300.41	0.000	83.859	4213.83	73.88	686.69	2.00	690.65
End of Tangent	6681.59	0.000	83.859	6595.00	73.88	686.69	0.00	690.65

Location Information

Facility Name			Grid East (US ft)	Grid North (US ft)	Latitude	Longitude
Sec.16-T8S-R20E			2150639.025	7217204.539	40°07'07.709"N	109°40'31.379"W
Slot	**Local N (ft)**	**Local E (ft)**	**Grid East (US ft)**	**Grid North (US ft)**	**Latitude**	**Longitude**
Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)	2640.23	-124.37	2150460.846	7219841.439	40°07'33.800"N	109°40'32.980"W

Capstar 321 (RT) to Mud line (At Slot: Three Rivers 16-21T-820 (1365' FNL & 1981' FWL))	4770ft
Mean Sea Level to Mud line (At Slot: Three Rivers 16-21T-820 (1365' FNL & 1981' FWL))	0ft
Capstar 321 (RT) to Mean Sea Level	4770ft

Plot reference wellpath is Three Rivers 16-21T-820 PWP	
True vertical depths are referenced to Capstar 321 (RT)	Grid System: NAD83 / Lambert Utah SP, Central Zone (4302), US feet
Measured depths are referenced to Capstar 321 (RT)	North Reference: True north
Capstar 321 (RT) to Mean Sea Level: 4770 feet	Scale: True distance
Mean Sea Level to Mud line (At Slot: Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)): 0 feet	Depths are in feet
Coordinates are in feet referenced to Slot	Created by: ewilliams on 2/5/2014



Received: February 10, 2014

Planned Wellpath Report

Three Rivers 16-21T-820 PWP

Page 1 of 5

REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)**
Area	**Three Rivers**	Well	**Three Rivers 16-21T-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers 16-21T-820 PWB**
Facility	**Sec.16-T8S-R20E**		

REPORT SETUP INFORMATION			
Projection System	**NAD83 / Lambert Utah SP, Central Zone (4302), US feet**	Software System	**WellArchitect® 3.0.0**
North Reference	**True**	User	**Ewilliams**
Scale	**0.999912**	Report Generated	**2/5/2014** at **1:49:56 PM**
Convergence at slot	**1.17° East**	Database/Source file	**WellArchitectDB/Three_Rivers_16-21T-820_PWB.xml**

WELLPATH LOCATION						
	Local coordinates		**Grid coordinates**		**Geographic coordinates**	
	North[ft]	**East[ft]**	**Easting[US ft]**	**Northing[US ft]**	**Latitude**	**Longitude**
Slot Location	2640.23	-124.37	2150460.85	7219841.44	**40°07'33.800"N**	**109°40'32.980"W**
Facility Reference Pt			2150639.03	7217204.54	**40°07'07.709"N**	**109°40'31.379"W**
Field Reference Pt			2156630.96	7236613.42	**40°10'18.270"N**	**109°39'09.100"W**

WELLPATH DATUM			
Calculation method	**Minimum curvature**	Capstar 321 (RT) to Facility Vertical Datum	**4770.00ft**
Horizontal Reference Pt	**Slot**	Capstar 321 (RT) to Mean Sea Level	**4770.00ft**
Vertical Reference Pt	**Capstar 321 (RT)**	Capstar 321 (RT) to Mud Line at Slot (Three Rivers 16-21T-820 (1365' FNL & 1981' FWL))	**4770.00ft**
MD Reference Pt	**Capstar 321 (RT)**	Section Origin	**N 0.00, E 0.00 ft**
Field Vertical Reference	**Mean Sea Level**	Section Azimuth	**83.86°**

Planned Wellpath Report

Three Rivers 16-21T-820 PWP

Page 2 of 5

REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)**
Area	**Three Rivers**	Well	**Three Rivers 16-21T-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers 16-21T-820 PWB**
Facility	**Sec.16-T8S-R20E**		

WELLPATH DATA (78 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
0.00†	0.000	83.859	0.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
13.00	0.000	83.859	13.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
113.00†	0.000	83.859	113.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
120.00†	0.000	83.859	120.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	Base Gravel
213.00†	0.000	83.859	213.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
313.00†	0.000	83.859	313.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
413.00†	0.000	83.859	413.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
513.00†	0.000	83.859	513.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
600.00†	0.000	83.859	600.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	BMSW
613.00†	0.000	83.859	613.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
713.00†	0.000	83.859	713.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
813.00†	0.000	83.859	813.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
913.00†	0.000	83.859	913.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
1000.00	0.000	83.859	1000.00	0.00	0.00	0.00	40°07'33.800"N	109°40'32.980"W	0.00	
1013.00†	0.260	83.859	1013.00	0.03	0.00	0.03	40°07'33.800"N	109°40'32.980"W	2.00	
1113.00†	2.260	83.859	1112.97	2.23	0.24	2.22	40°07'33.802"N	109°40'32.951"W	2.00	
1213.00†	4.260	83.859	1212.80	7.91	0.85	7.87	40°07'33.808"N	109°40'32.879"W	2.00	
1313.00†	6.260	83.859	1312.38	17.08	1.83	16.99	40°07'33.818"N	109°40'32.761"W	2.00	
1413.00†	8.260	83.859	1411.57	29.72	3.18	29.55	40°07'33.831"N	109°40'32.600"W	2.00	
1513.00†	10.260	83.859	1510.26	45.81	4.90	45.55	40°07'33.848"N	109°40'32.394"W	2.00	
1613.00†	12.260	83.859	1608.33	65.33	6.99	64.96	40°07'33.869"N	109°40'32.144"W	2.00	
1713.00†	14.260	83.859	1705.66	88.27	9.44	87.76	40°07'33.893"N	109°40'31.850"W	2.00	
1800.00	16.000	83.859	1769.64	110.98	11.87	110.34	40°07'33.917"N	109°40'31.560"W	2.00	
1813.00†	16.000	83.859	1782.14	114.56	12.25	113.90	40°07'33.921"N	109°40'31.514"W	0.00	
1913.00†	16.000	83.859	1878.27	142.12	15.20	141.31	40°07'33.950"N	109°40'31.161"W	0.00	
2013.00†	16.000	83.859	1994.39	169.69	18.15	168.71	40°07'33.979"N	109°40'30.808"W	0.00	
2113.00†	16.000	83.859	2090.52	197.25	21.10	196.12	40°07'34.009"N	109°40'30.455"W	0.00	
2213.00†	16.000	83.859	2186.64	224.82	24.05	223.53	40°07'34.038"N	109°40'30.102"W	0.00	
2313.00†	16.000	83.859	2282.77	252.38	27.00	250.93	40°07'34.067"N	109°40'29.750"W	0.00	
2413.00†	16.000	83.859	2378.90	279.94	29.95	278.34	40°07'34.096"N	109°40'29.397"W	0.00	
2513.00†	16.000	83.859	2475.02	307.51	32.89	305.74	40°07'34.125"N	109°40'29.044"W	0.00	
2613.00†	16.000	83.859	2571.15	335.07	35.84	333.15	40°07'34.154"N	109°40'28.691"W	0.00	
2713.00†	16.000	83.859	2667.27	362.63	38.79	360.55	40°07'34.183"N	109°40'28.338"W	0.00	
2813.00†	16.000	83.859	2763.40	390.20	41.74	387.96	40°07'34.212"N	109°40'27.986"W	0.00	
2913.00†	16.000	83.859	2859.53	417.76	44.69	415.36	40°07'34.242"N	109°40'27.633"W	0.00	
3013.00†	16.000	83.859	2955.65	445.33	47.64	442.77	40°07'34.271"N	109°40'27.280"W	0.00	
3113.00†	16.000	83.859	3051.78	472.89	50.59	470.18	40°07'34.300"N	109°40'26.927"W	0.00	
3213.00†	16.000	83.859	3147.91	500.45	53.53	497.58	40°07'34.329"N	109°40'26.574"W	0.00	
3313.00†	16.000	83.859	3244.03	528.02	56.48	524.99	40°07'34.358"N	109°40'26.222"W	0.00	
3413.00†	16.000	83.859	3340.16	555.58	59.43	552.39	40°07'34.387"N	109°40'25.869"W	0.00	
3500.41	16.000	83.859	3424.18	579.67	62.01	576.35	40°07'34.413"N	109°40'25.560"W	0.00	
3513.00†	15.748	83.859	3436.29	583.12	62.38	579.77	40°07'34.416"N	109°40'25.516"W	2.00	
3613.00†	13.748	83.859	3532.99	608.57	65.10	605.08	40°07'34.443"N	109°40'25.191"W	2.00	
3713.00†	11.748	83.859	3630.52	630.64	67.46	627.02	40°07'34.467"N	109°40'24.908"W	2.00	
3813.00†	9.748	83.859	3728.76	649.29	69.46	645.56	40°07'34.486"N	109°40'24.669"W	2.00	

Received: February 10, 2014

Planned Wellpath Report

Three Rivers 16-21T-820 PWP

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REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)**
Area	**Three Rivers**	Well	**Three Rivers 16-21T-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers 16-21T-820 PWB**
Facility	**Sec.16-T8S-R20E**		

WELLPATH DATA (78 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
3913.00†	7.748	83.859	3827.59	664.50	71.08	660.68	40°07'34.502"N	109°40'24.475"W	2.00	
4013.00†	5.748	83.859	3926.90	676.25	72.34	672.37	40°07'34.515"N	109°40'24.324"W	2.00	
4113.00†	3.748	83.859	4026.55	684.52	73.22	680.60	40°07'34.524"N	109°40'24.218"W	2.00	
4213.00†	1.748	83.859	4126.43	689.32	73.74	685.36	40°07'34.529"N	109°40'24.157"W	2.00	
4300.41	0.000	83.859	4213.83[1]	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	2.00	
4313.00†	0.000	83.859	4226.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4413.00†	0.000	83.859	4326.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4511.59†	0.000	83.859	4425.00	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	Garden Gulch
4513.00†	0.000	83.859	4426.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4613.00†	0.000	83.859	4526.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4656.59†	0.000	83.859	4570.00	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	Lower Green River
4713.00†	0.000	83.859	4626.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4813.00†	0.000	83.859	4726.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
4913.00†	0.000	83.859	4826.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5013.00†	0.000	83.859	4926.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5113.00†	0.000	83.859	5026.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5213.00†	0.000	83.859	5126.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5313.00†	0.000	83.859	5226.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5413.00†	0.000	83.859	5326.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5513.00†	0.000	83.859	5426.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5613.00†	0.000	83.859	5526.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5713.00†	0.000	83.859	5626.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5813.00†	0.000	83.859	5726.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
5913.00†	0.000	83.859	5826.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6013.00†	0.000	83.859	5926.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6113.00†	0.000	83.859	6026.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6213.00†	0.000	83.859	6126.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6313.00†	0.000	83.859	6226.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6413.00†	0.000	83.859	6326.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6481.59†	0.000	83.859	6395.00	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	Wasatch
6513.00†	0.000	83.859	6426.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6613.00†	0.000	83.859	6526.41	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	
6681.59	0.000	83.859	6595.00	690.65	73.88	686.69	40°07'34.530"N	109°40'24.140"W	0.00	TD

Planned Wellpath Report

Three Rivers 16-21T-820 PWP

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REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)**
Area	**Three Rivers**	Well	**Three Rivers 16-21T-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers 16-21T-820 PWB**
Facility	**Sec.16-T8S-R20E**		

HOLE & CASING SECTIONS - Ref Wellbore: Three Rivers 16-21T-820 PWB Ref Wellpath: Three Rivers 16-21T-820 PWP

String/Diameter	Start MD [ft]	End MD [ft]	Interval [ft]	Start TVD [ft]	End TVD [ft]	Start N/S [ft]	Start E/W [ft]	End N/S [ft]	End E/W [ft]
16in Conductor	13.00	120.00	107.00	13.00	120.00	0.00	0.00	0.00	0.00
12.25in Open Hole	120.00	1000.00	880.00	120.00	1000.00	0.00	0.00	0.00	0.00
8.625in Casing Surface	13.00	1000.00	987.00	13.00	1000.00	0.00	0.00	0.00	0.00
7.875in Open Hole	1000.00	6681.59	5681.59	1000.00	6595.00	0.00	0.00	73.88	686.69
5.5in Casing Production	13.00	6681.59	6668.59	13.00	6595.00	0.00	0.00	73.88	686.69

TARGETS

Name	MD [ft]	TVD [ft]	North [ft]	East [ft]	Grid East [US ft]	Grid North [US ft]	Latitude	Longitude	Shape
1) Three Rivers 16-21T-820 Target On Plat 1300' FNL & 2660' FEL		4200.00	73.88	686.69	2151145.82	7219929.30	**40°07'34.530"N**	**109°40'24.140"W**	point

Planned Wellpath Report

Three Rivers 16-21T-820 PWP

Page 5 of 5

REFERENCE WELLPATH IDENTIFICATION			
Operator	**ULTRA RESOURCES, INC**	Slot	**Three Rivers 16-21T-820 (1365' FNL & 1981' FWL)**
Area	**Three Rivers**	Well	**Three Rivers 16-21T-820**
Field	**UINTAH COUNTY**	Wellbore	**Three Rivers 16-21T-820 PWB**
Facility	**Sec.16-T8S-R20E**		

WELLPATH COMMENTS

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Comment
120.00	0.000	83.859	120.00	Base Gravel
600.00	0.000	83.859	600.00	BMSW
4511.59	0.000	83.859	4425.00	Garden Gulch
4656.59	0.000	83.859	4570.00	Lower Green River
6481.59	0.000	83.859	6395.00	Wasatch
6681.59	0.000	83.859	6595.00	TD

Received: February 10, 2014

BOP Equipment

3000psi WP

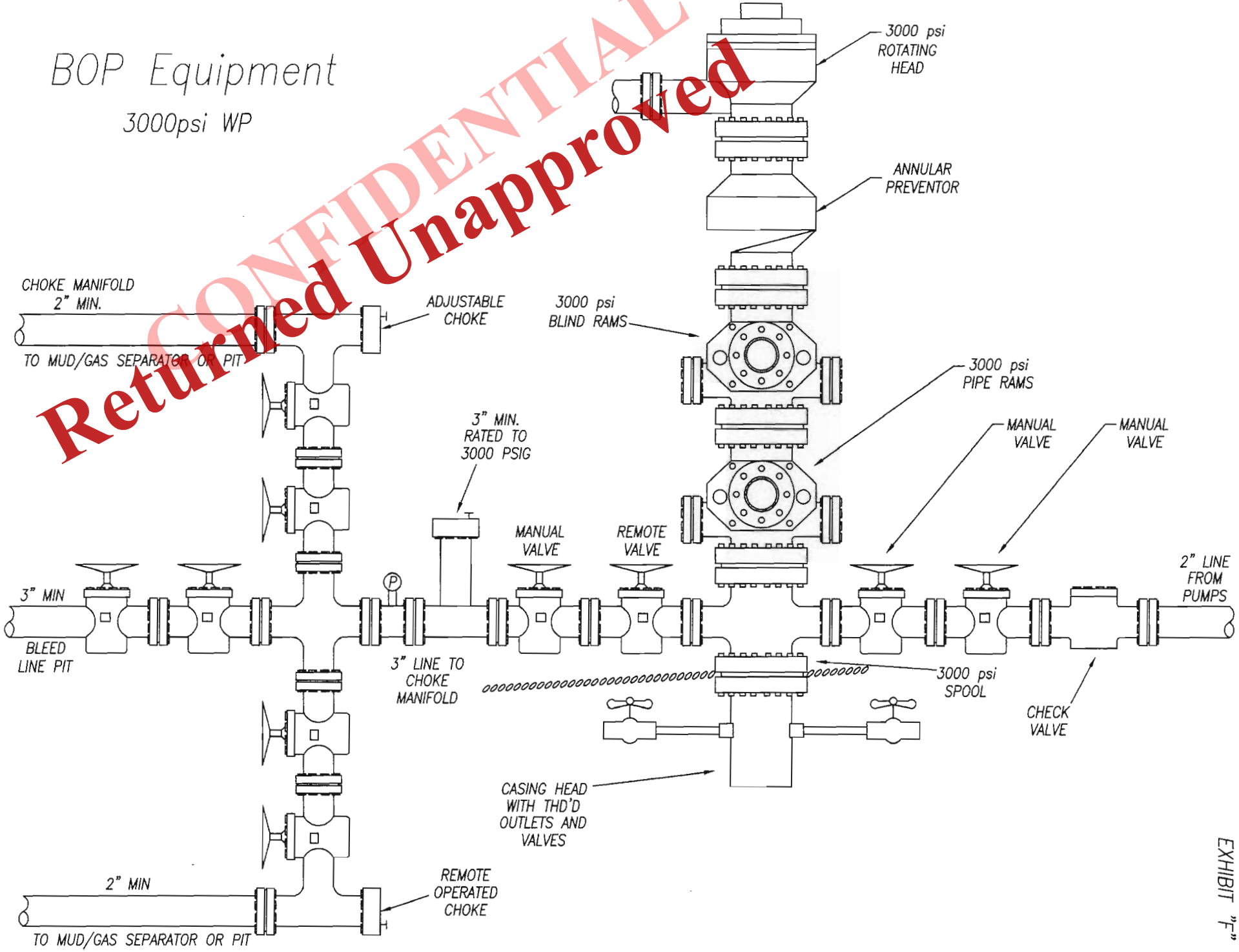


EXHIBIT "F"

Received: February 10, 2014

Ultra Resources, Inc.

March 4, 2014

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

RE: Request for Exception to Spacing
Three Rivers 16-21T-820
Surface Location: 1365' FNL & 1981' FWL, NENW, Sec. 16, T8S, R20E
Target Location: 1300' FNL & 2660' FEL, NENW, Sec. 16, T8S, R20E
SLB&M, Uintah County, Utah

Dear Mr. Doucet:

Ultra Resources respectfully submits this request for exception to spacing (Docket No. 2013-030) based on geology since the well is located less than 460 feet to the drilling unit boundary. Ultra Resources, 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. The adjacent drilling unit boundary is covered by the same lease and has the identical production interest owners in it.

Thank you very much for your timely consideration of this application. Please feel free to contact me at 303-645-9810 should you have any questions or need additional information.

Sincerely,

Debbie Ghani
Sr. Permitting Specialist

/dg

304 Inverness Way South, Suite 295, Englewood, CO 80112
Telephone 303-708-9740 Facsimile 303-708-9748

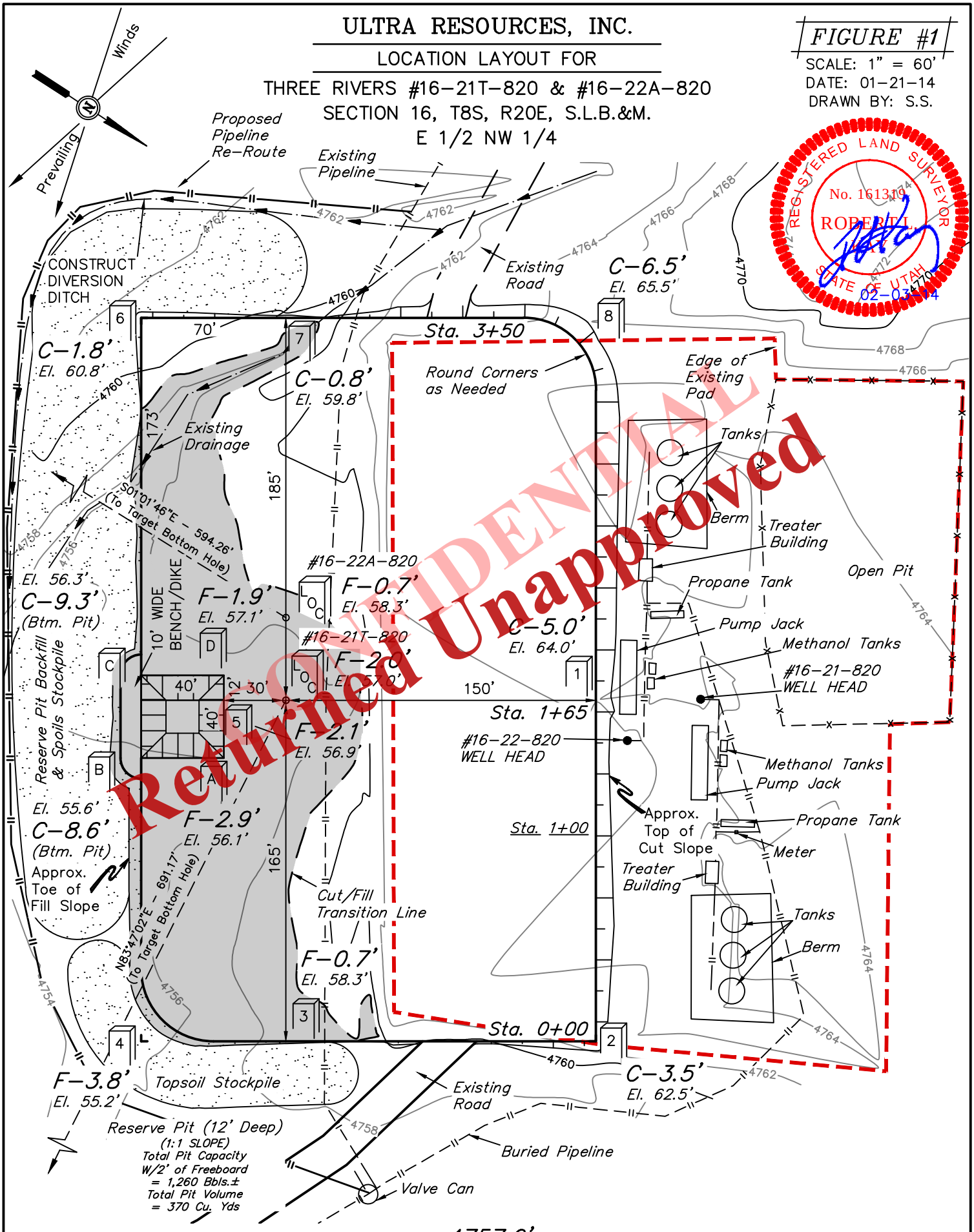
Received: March 04, 2014

ULTRA RESOURCES, INC.

LOCATION LAYOUT FOR

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

FIGURE #1
SCALE: 1" = 60'
DATE: 01-21-14
DRAWN BY: S.S.



Elev. Ungraded Ground At #16-21T-820 Loc. Stake = 4757.0'
FINISHED GRADE ELEV. AT #16-21T-820 LOC. STAKE = 4759.0'

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

Received: February 10, 2014

1" = 40'
X-Section Scale
1" = 100'
DATE: 01-21-14
DRAWN BY: S.S.

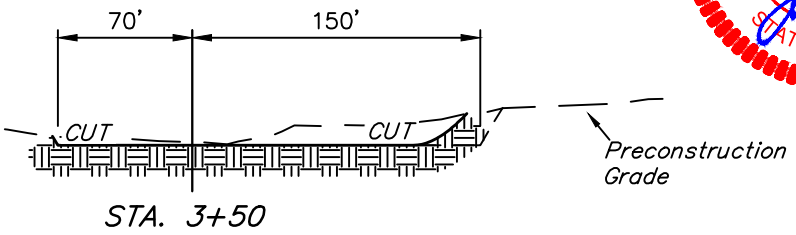
ULTRA RESOURCES, INC.

TYPICAL CROSS SECTIONS FOR

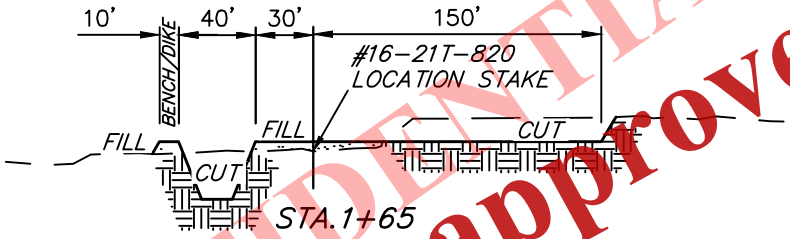
THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

FIGURE #2

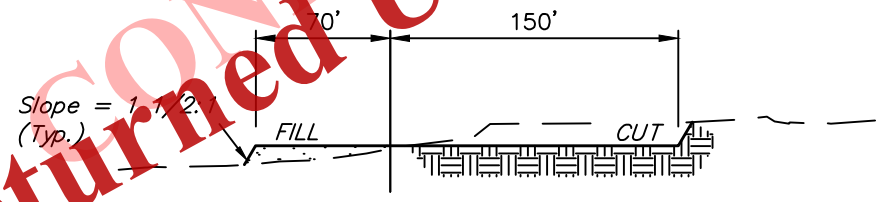
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
02-03-14



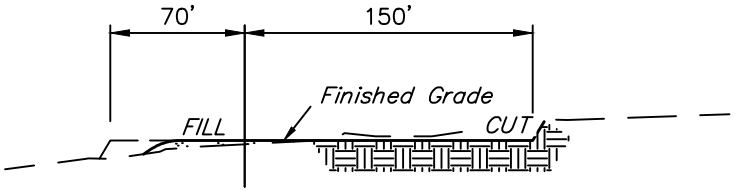
STA. 3+50



STA. 1+65



STA. 1+00



STA. 0+00

APPROXIMATE ACREAGE

EXISTING WELL SITE DISTURBANCE = ± 1.977 ACRES
NEW CONSTURCTION WELL SITE DISTURBANCE = ± 1.697 ACRES
PIPELINE DISTURBANCE = ± 0.522 ACRES
TOTAL = ± 4.196 ACRES

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping (New Construction Only)	=	820 Cu. Yds.
Remaining Location	=	7,430 Cu. Yds.
TOTAL CUT	=	8,250 CU. YDS.
FILL	=	1,690 CU. YDS.

EXCESS MATERIAL	=	6,560 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	820 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	5,740 Cu. Yds.

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

Received: February 10, 2014

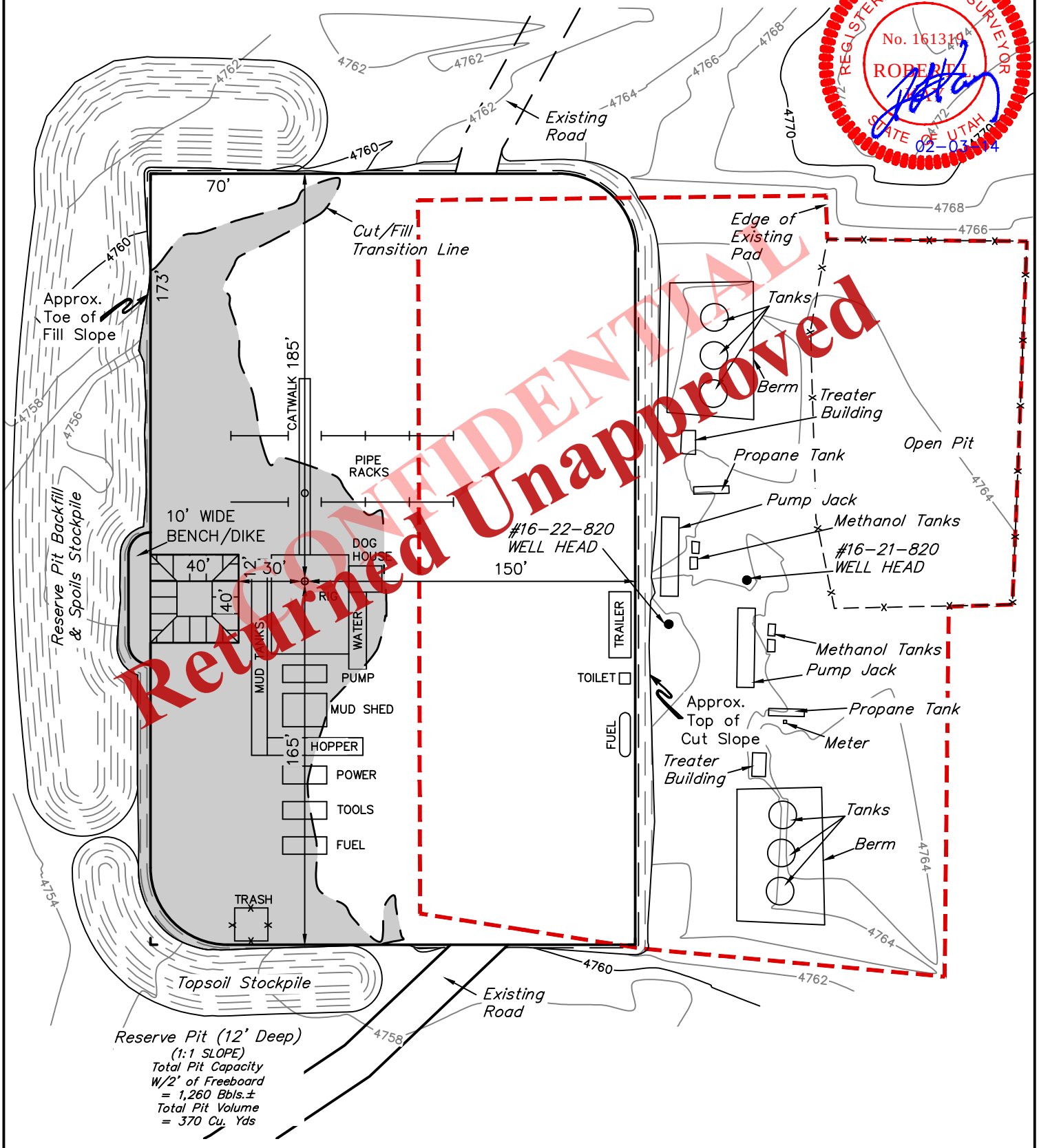
ULTRA RESOURCES, INC.

TYPICAL RIG LAYOUT FOR

THREE RIVERS #16-21T-820 & #16-22A-820
SECTION 16, T8S, R20E, S.L.B.&M.
E 1/2 NW 1/4

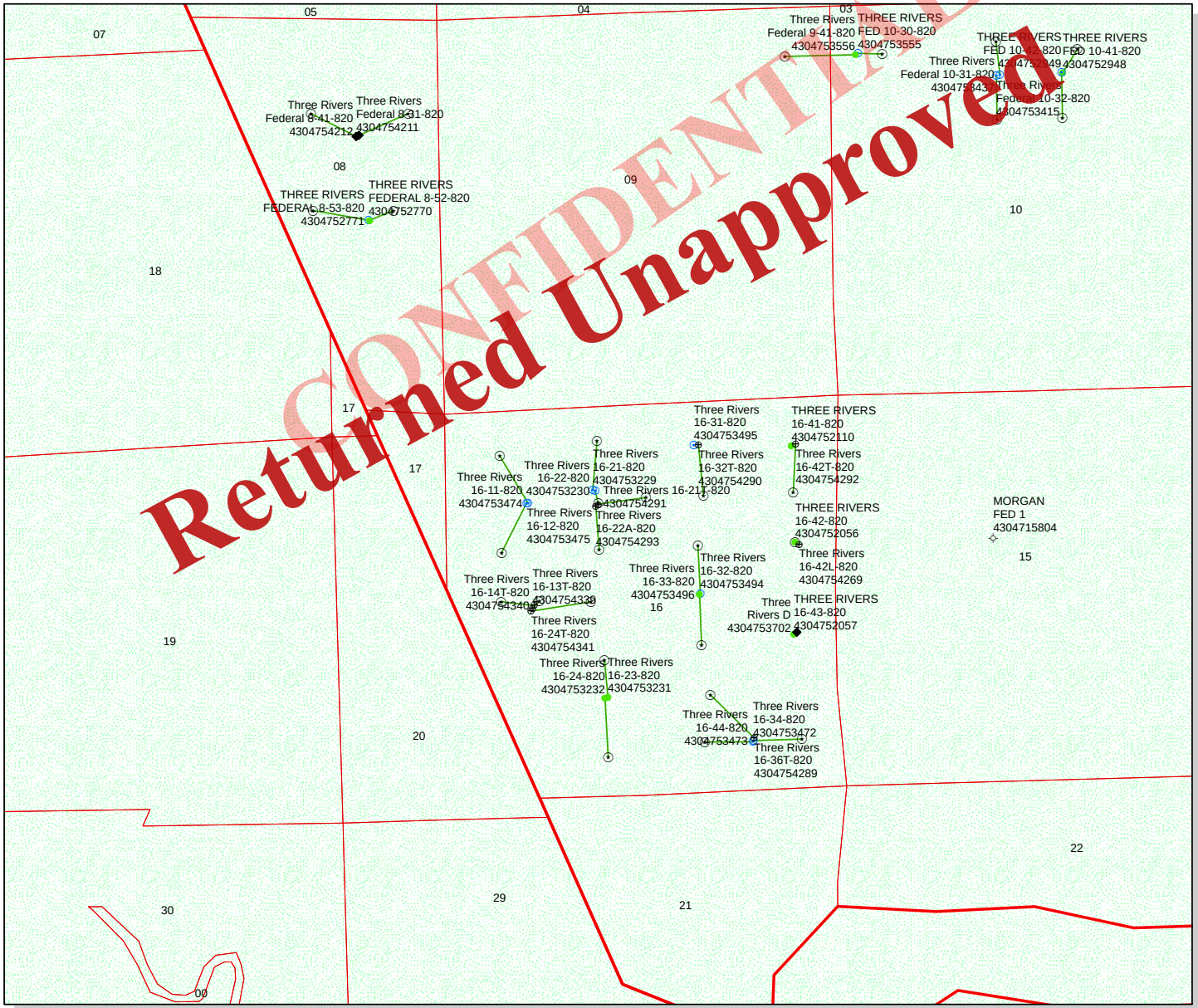
FIGURE #3
SCALE: 1" = 60'
DATE: 01-21-14
DRAWN BY: S.S.

REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
02-03-14



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

Received: February 10, 2014



API Number: 4304754291

Well Name: Three Rivers 16-21T-820

Township: T08.0S Range: R20.0E Section: 16 Meridian: S

Operator: ULTRA RESOURCES INC

Map Prepared: 3/7/2014
Map Produced by Diana Mason

Wells Query

Status

- APD - Aproved Permit
- DRL - Spuded (Drilling Commenced)
- GIW - Gas Injection
- GS - Gas Storage
- LOC - New Location
- OPS - Operation Suspended
- PA - Plugged Abandoned
- PGW - Producing Gas Well
- POW - Producing Oil Well
- SGW - Shut-in Gas Well
- SOW - Shut-in Oil Well
- TA - Temp. Abandoned
- TW - Test Well
- WDW - Water Disposal
- WIW - Water Injection Well
- WSW - Water Supply Well

Units

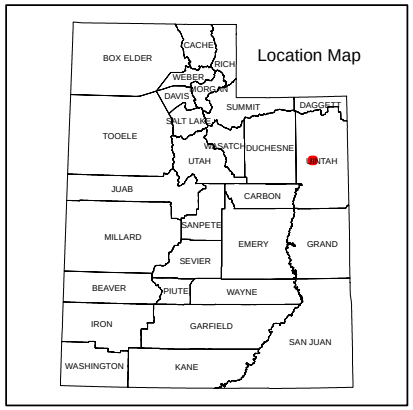
STATUS

- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS

- Unknown
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- STORAGE
- TERMINATED



1,700 850 0 1,700 Feet

1:16,807

Received: March 07, 2014

GARY R. HERBERT
Governor
SPENCER J. COX
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

March 12, 2014

ULTRA RESOURCES INC
304 Inverness Way South #245
Englewood, CO 80112

Re: Application for Permit to Drill - UINTAH County, Utah

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the Three Rivers 16-21T-820 well, API 43047542910000 that was submitted February 10, 2014 is being returned unapproved. If you plan on drilling this well in the future, you must first submit a new application.

Should you have any questions regarding this matter, please call me at (801) 538-5312.

Sincerely,

Diana Mason
Environmental Scientist

Enclosure
cc: Bureau of Land Management, Vernal, Utah