

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 4-44-820								
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT 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 303 645-9809								
8. ADDRESS OF OPERATOR 304 Inverness Way South #295, Englewood, CO, 80112						9. OPERATOR E-MAIL kbott@ultrapetroleum.com								
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) FEE			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>								
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')								
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')								
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>								
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN		
LOCATION AT SURFACE		564 FSL 248 FWL		SWSW		3		8.0 S		20.0 E		S		
Top of Uppermost Producing Zone		660 FSL 660 FEL		SESE		4		8.0 S		20.0 E		S		
At Total Depth		660 FSL 660 FEL		SESE		4		8.0 S		20.0 E		S		
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 660			23. NUMBER OF ACRES IN DRILLING UNIT 40								
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 40			26. PROPOSED DEPTH MD: 6930 TVD: 6785								
27. ELEVATION - GROUND LEVEL 4734			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				
COND	20	16	0 - 100	109.0	C-75 Casing/Tubing	8.8	Class G	550	1.16	15.8				
SURF	11	8.625	0 - 1000	24.0	J-55 LT&C	8.8	Class G	550	1.16	15.8				
PROD	7.875	5.5	0 - 4930	17.0	J-55 LT&C	10.0	OTHER	225	3.54	11.0				
			4930 - 6930	17.0	N-80 LT&C	10.0	OTHER	450	1.35	14.0				
ATTACHMENTS														
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES														
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN								
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER								
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP								
NAME Jenna Anderson				TITLE Permitting Assistant				PHONE 303 645-9804						
SIGNATURE				DATE 10/02/2014				EMAIL janderson@ultrapetroleum.com						
API NUMBER ASSIGNED 43047547880000				APPROVAL  Permit Manager										

ULTRA RESOURCES, INC.

8 - POINT DRILLING PROGRAM

**Slim Hole Design
8 5/8" Surface & 5 1/2" Production Casing Design**

DATED: 10-02-14

Three Rivers 4-44-820

SHL: Sec 3 (SWSW) T8S R20E

Uintah, Utah

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All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations and the approved Application for Permit to Drill (APD). 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.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation Top</u>	<u>Top (TVD)</u>	<u>Comments</u>
Uinta	Surface	
BMSW	1,400' MD / 1,400' TVD	
Green River	2,799' MD / 2,740' TVD	
Mahogany	4,190' MD / 4,050' TVD	
Garden Gulch	4,800' MD / 4,655' TVD	Oil & Associated Gas
Lower Green River*	4,980' MD / 4,835' TVD	Oil & Associated Gas
Wasatch	6,730' MD / 6,585' TVD	Oil & Associated Gas
TD	6,930' MD / 6,785' 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 appropriate agencies. 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 appropriate agencies will be notified 24 hours prior to all BOPE pressure tests.
- B) The BOPE shall be closed whenever the well is unattended.
- C) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.
- D) Choke Manifold
- 1) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.
 - 2) Two adjustable chokes will be used in the choke manifold.
 - 3) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
 - 4) Pressure gauges in the well control system will be designed for drilling fluid.
- E) 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

0 - 1,000' MD / 1,000' TVD

1,000' MD / 1,000' TVD – 6,930' MD / 6,785' TVD

BOP EQUIPMENT

11" Diverter with Rotating Head

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.
Conductor	20"	16"	+/- 100' MD / 100' TVD	109.0 ppf	C-75	New
Surface	11"	8 5/8"	1,000' MD / 1,000' TVD	24.0 ppf	J-55, LTC	New
Production	7 7/8"	5 1/2"	4,930' MD / 4,785' TVD	17.0 ppf	J-55, LTC	New
			6,930' MD / 6,785' TVD	17.0 ppf	N/L-80, LTC	New

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 1/2"	4.892" / 4.767"	4,910	5,320'	273,000	229,000
			6,280	7,740	397,000	348,000

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 1/2")

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 3/8")**

Ready Mix – Cement to surface

SURFACE (8 5/8")

Cement Top - Surface

Surface – 1,000' MD / 1,000' TVD ± 550 sks Glass 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 1/2")

Cement Top – 500'

500' - 4,000' TVD ±

Lead: 225 sks – Econocem Cement w/ 0.25 lbm Poly-E-Flake, 1% Granulite TR 1/4, 5 lbm Kol-Seal; 11.0 ppg; 3.54 cf/sx; 15% excess

4,000' – 6,930' MD / 6,785' TVD

Tail: 450 sks, Expandacem Cement w/ 0.25 lbm Poly-E-Flake, 1 lbm Granulite TR 1/4, 2 lbm Kol-Seal; 14.0 pp; 1.349 cf/sk; 15% excess

Note: Lead Cement will be brought to 4,000' which will give a minimum of 500' above Lower Green River.

- 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 appropriate agencies will be notified 24 hours prior to running casing and cementing.
- D) 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.
- E) 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.
- F) "Sundry Notices and Reports on Wells", shall be filed with the appropriate agencies within 30 days after the work is completed.
- G) 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.
- H) Temperature or bond logs must be submitted for each well where the casing cement was not circulated to the surface.
- I) 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.

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 – 1,000' MD / 1,000' TVD	Water/Spud Mud	32	No Control (NC)	7.0 -8.2	<8.8
1,000' MD / 1,000' TVD - 6,930' MD / 6,785' TVD	DAP System	40 - 60	10 - 18	7.0-8.2	<10.0

- A) 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.

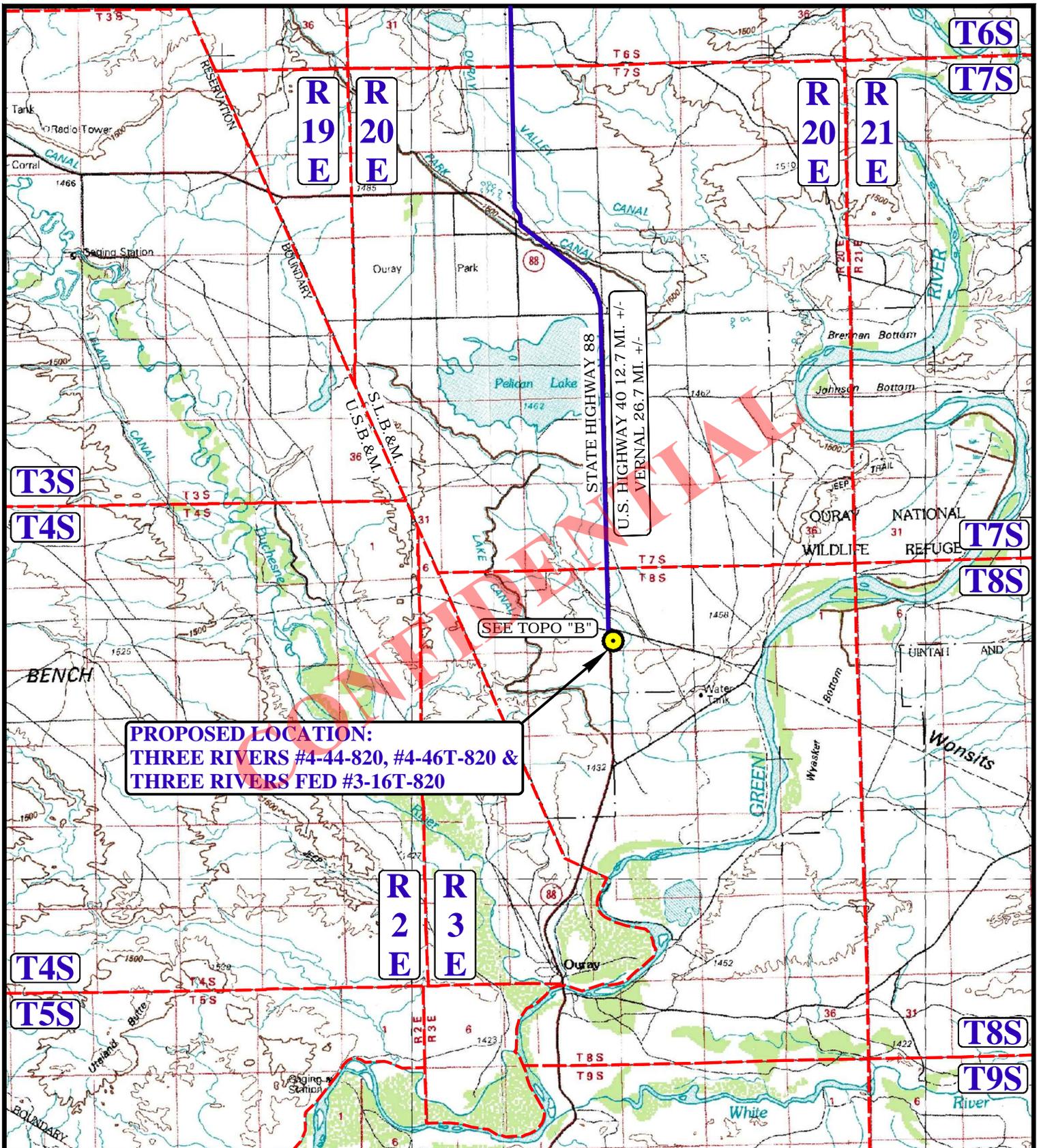
- A) The expected bottom hole pressure is 3,500 – 3,650 psig. Normal pressures are anticipated from surface to approximately TD. These pressures will be controlled by a blowout preventer stack, annular BOP, choke manifold, mud/gas separator, surface equipment and drilling mud. A supply of barite to weight 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 H₂S is encountered, published guidelines will be complied with.

8. Other Information and Notification Requirements

- A) There shall be no deviation from the proposed drilling plan as approved. Any changes in operation must have prior approval from the appropriate agency.
 - 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) Agency required notifications will be followed as outline in the approved APD.
- C) Should the well be successfully completed for production, the appropriate agencies 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 Meridian)
- . 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 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.

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**PROPOSED LOCATION:
THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820**

LEGEND:

 **PROPOSED LOCATION**



ULTRA RESOURCES, INC.

**THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**

**DRAWN BY: J.M.C.
SCALE: 1:100,000**

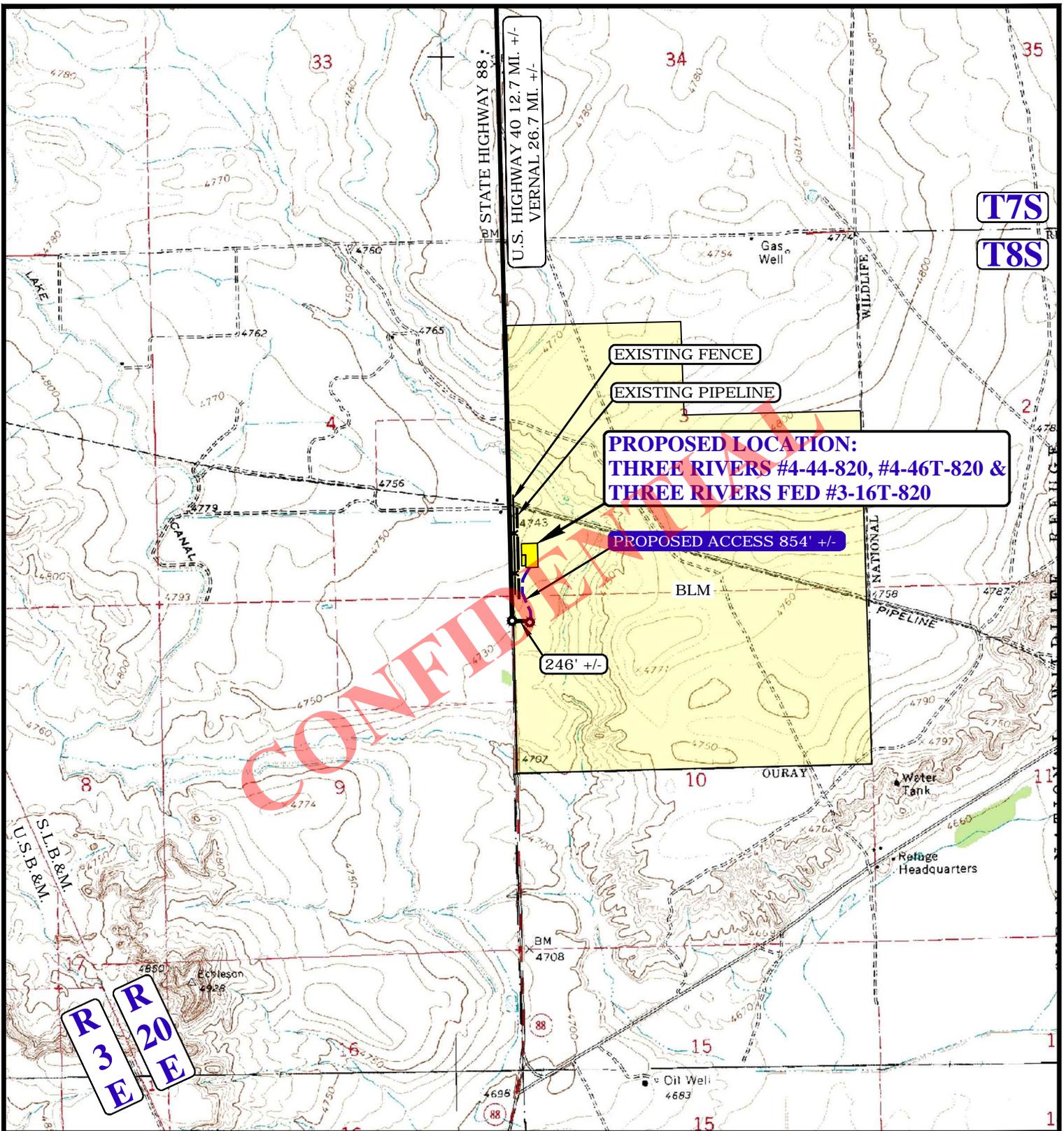
**DATE DRAWN: 05-06-14
REV: 00-00-00**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

ACCESS ROAD MAP

TOPO A



NOTE: PARCEL DATA SHOWN HAS BEEN OBTAINED FROM VARIOUS SOURCES AND SHOULD BE USED FOR MAPPING, GRAPHIC AND PLANNING PURPOSES ONLY. NO WARRANTY IS MADE BY UINTAH ENGINEERING AND LAND SURVEYING (UELS) FOR ACCURACY OF THE PARCEL DATA.

LEGEND:

- EXISTING ROAD
- PROPOSED ROAD
- EXISTING PIPELINE
- EXISTING FENCE

ULTRA RESOURCES, INC.

THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4



DRAWN BY: J.M.C.

DATE DRAWN: 05-06-14

SCALE: 1" = 2000'

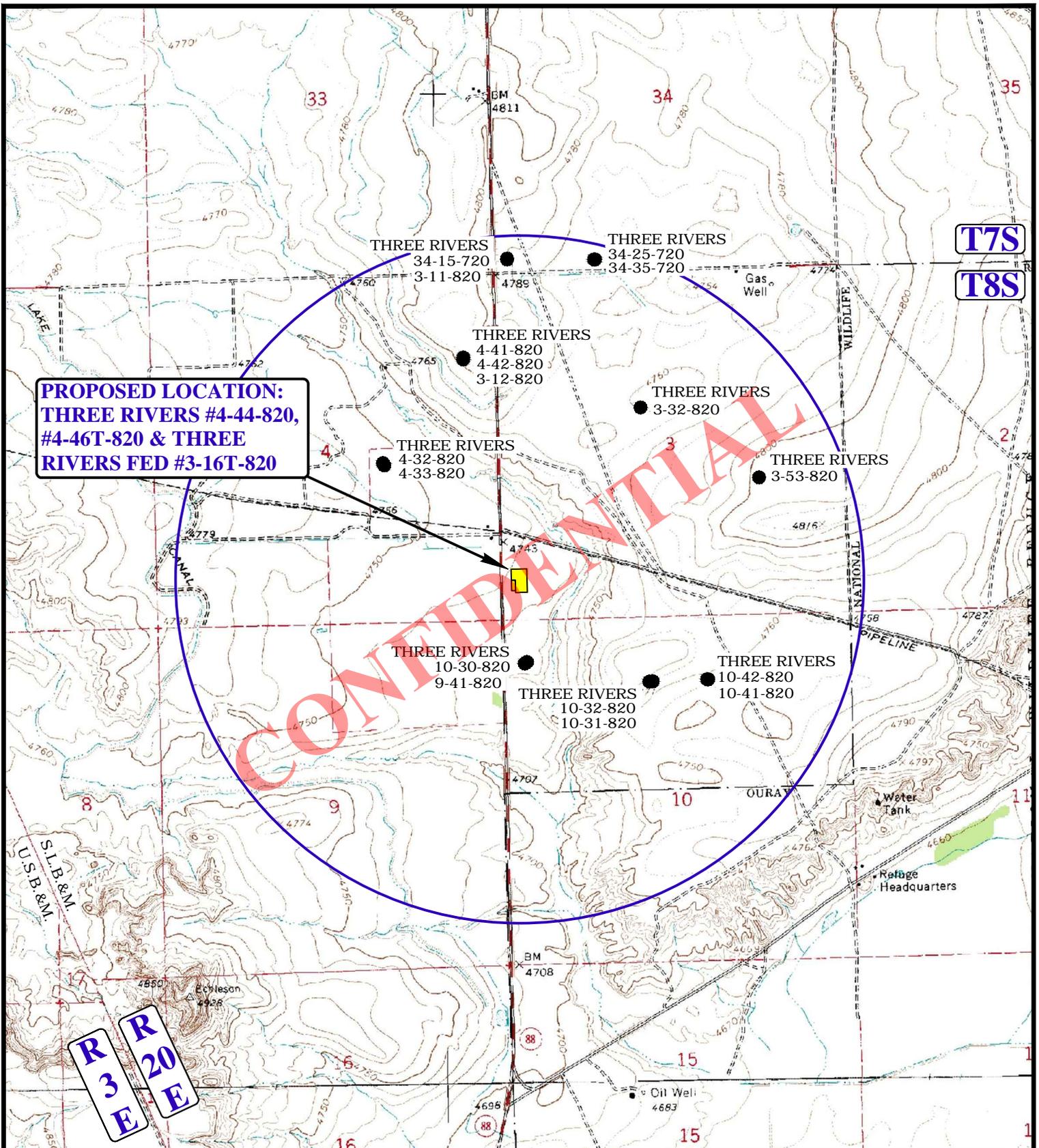
REV: 00-00-00

ACCESS ROAD MAP

TOPO B



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Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



**PROPOSED LOCATION:
THREE RIVERS #4-44-820,
#4-46T-820 & THREE
RIVERS FED #3-16T-820**

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LEGEND:

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



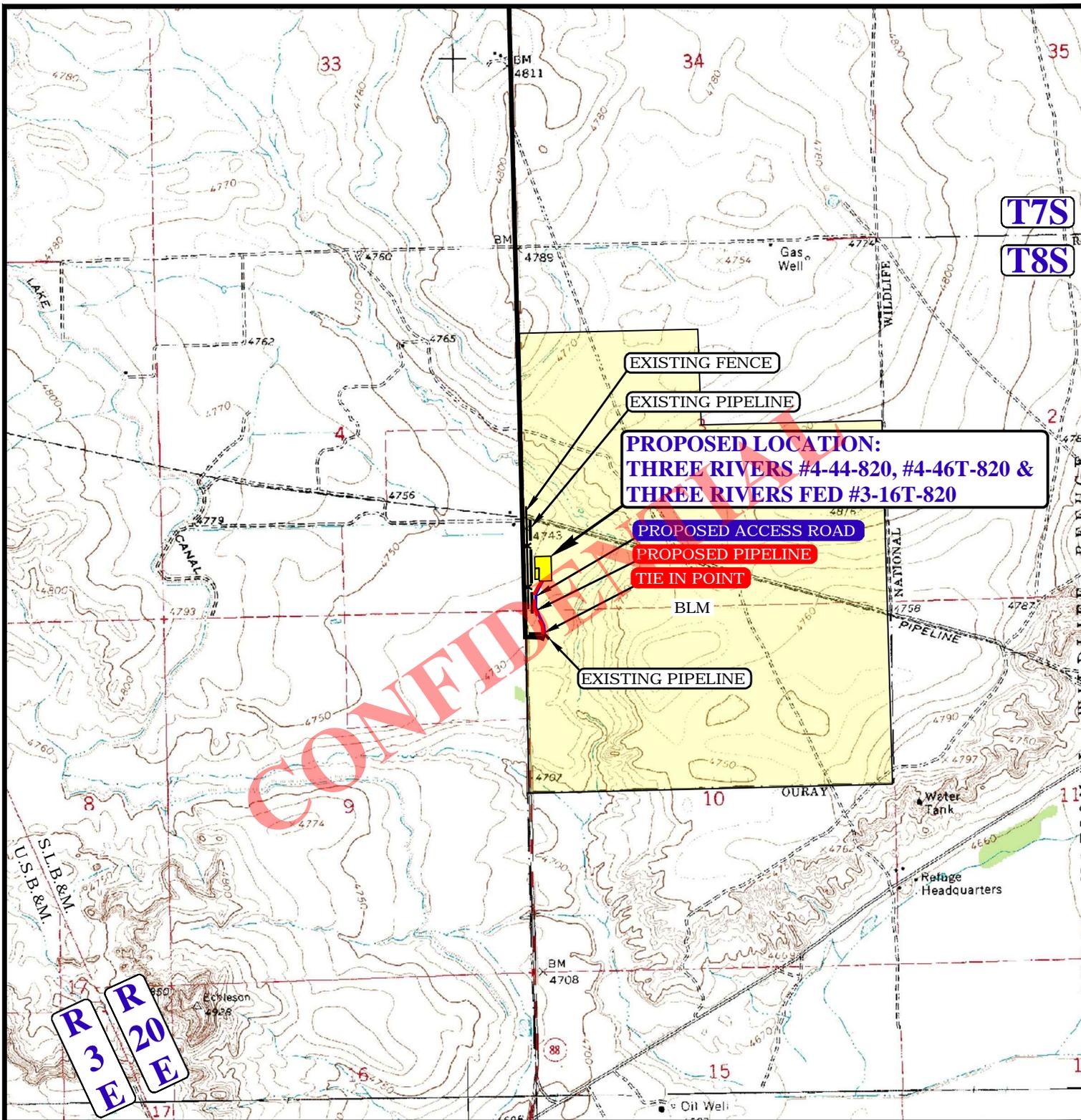
ULTRA RESOURCES, INC.

**THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**

DRAWN BY: J.M.C.	DATE DRAWN: 05-06-14
SCALE: 1" = 2000'	REV: 00-00-00
WELL PROXIMITY MAP	TOPO C



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Vernal, UT 84078 * (435) 789-1017



APPROXIMATE TOTAL PIPELINE DISTANCE = 851' +/-

NOTE: PARCEL DATA SHOWN HAS BEEN OBTAINED FROM VARIOUS SOURCES AND SHOULD BE USED FOR MAPPING, GRAPHIC AND PLANNING PURPOSES ONLY. NO WARRANTY IS MADE BY UINTAH ENGINEERING AND LAND SURVEYING (UELS) FOR ACCURACY OF THE PARCEL DATA.

LEGEND:

- EXISTING ROAD
- PROPOSED ROAD
- EXISTING PIPELINE
- - - PROPOSED PIPELINE
- * * EXISTING FENCE

ULTRA RESOURCES, INC.

THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4



DRAWN BY: J.M.C.

DATE DRAWN: 05-06-14

SCALE: 1" = 2000'

REV: 00-00-00

PIPELINE MAP

TOPO D



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Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



ULTRA RESOURCES, INC

Location: Three Rivers Slot: Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
 Field: UINTAH COUNTY Well: Three Rivers 4-44-820
 Facility: Sec.03-T8S-R20E Wellbore: Three Rivers 4-44-820 PWB

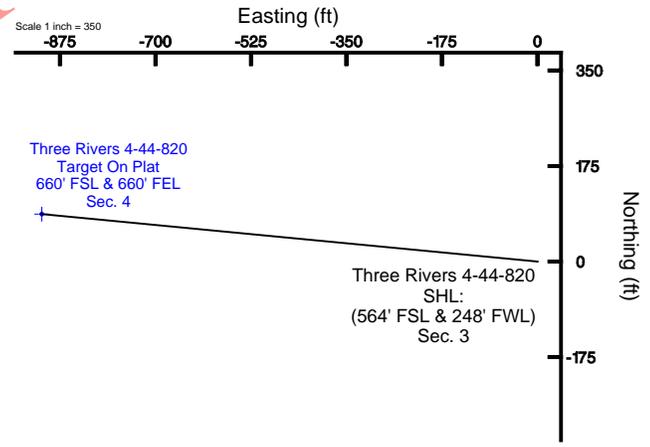
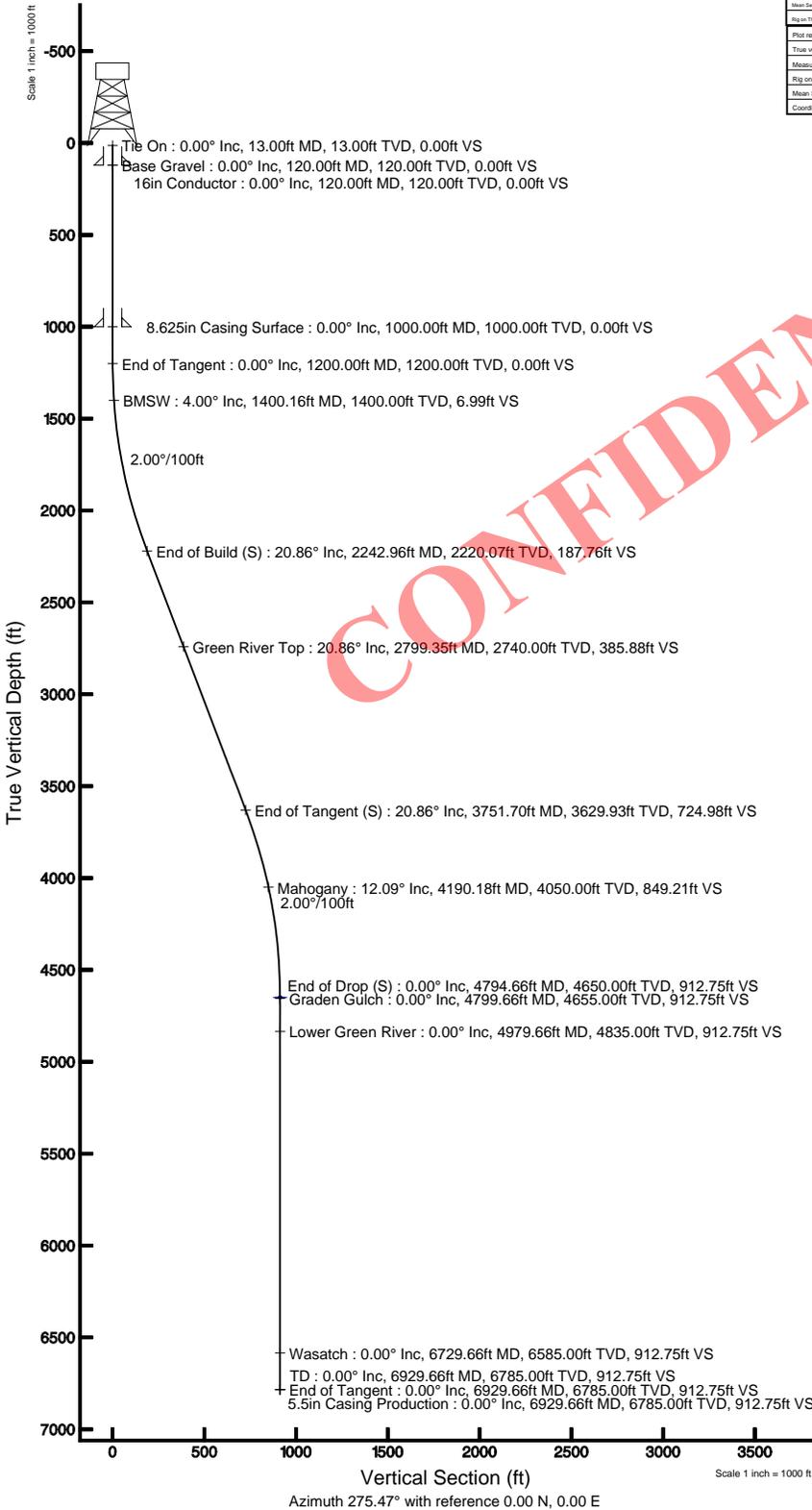
Targets								
Name	MD (ft)	TVD (ft)	Local N (ft)	Local E (ft)	Grid East (US 9)	Grid North (US 9)	Latitude	Longitude
Three Rivers 4-44-820 Target On Plat 660' FSL & 660' FWL Sec. 4	4794.66	4650.00	87.04	-908.59	215308.79	722734.47	4058.46.407N	109°29'25.2607W

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	275.472	13.00	0.00	0.00	0.00	0.00
End of Tangent	1200.00	0.000	275.472	1200.00	0.00	0.00	0.00	0.00
End of Build (S)	2242.96	20.859	275.472	2220.07	17.91	-186.91	2.00	187.76
End of Tangent (S)	3751.70	20.859	275.472	3629.93	69.14	-721.68	2.00	724.98
End of Drop (S)	4794.66	0.000	275.472	4650.00	87.04	-908.59	2.00	912.75
End of Tangent	6929.66	0.000	275.472	6785.00	87.04	-908.59	0.00	912.75

Location Information							
Facility Name	Grid East (US 9)	Grid North (US 9)	Latitude	Longitude			
Sec.03-T8S-R20E	215308.488	722674.935	4058.11.887N	109°29'22.9607W			
Site	Local N (ft)	Local E (ft)	Grid East (US 9)	Grid North (US 9)	Latitude	Longitude	
Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3	8650.30	-1868.04	215308.849	722719.110	4058.45.597N	109°29'47.5807W	

Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Mud line (JK Slot Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3)
 Mean Sea Level to Mud line (JK Slot Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3)
 Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Mean Sea Level

Plot reference wellpath is Three Rivers 4-44-820 PWP
 True vertical depths are referenced to Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT)
 Measured depths are referenced to Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT)
 Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Mean Sea Level: 4747.9 feet
 Mean Sea Level to Mud line (JK Slot Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3): 0 feet
 Coordinates are in feet referenced to Slot
 Grid System: NAD83 / Lambert Utah SP, Central Zone (4302), US feet
 North Reference: True north
 Scale: True distance
 Depths are in feet
 Created by: welliams on 7/16/2014



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Planned Wellpath Report

Three Rivers 4-44-820 PWP

Page 1 of 5



REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
Area	Three Rivers	Well	Three Rivers 4-44-820
Field	UINTAH COUNTY	Wellbore	Three Rivers 4-44-820 PWB
Facility	Sec.03-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	0.999914	Report Generated	7/16/2014 at 2:15:25 PM
Convergence at slot	n/a	Database/Source file	WellArchitectDB/Three_Rivers_4-44-820_PWB.xml

WELLPATH LOCATION

	Local coordinates		Grid coordinates		Geographic coordinates	
	North[ft]	East[ft]	Easting[US ft]	Northing[US ft]	Latitude	Longitude
Slot Location	-2660.30	-1908.04	2153838.85	7227176.11	40°08'45.590"N	109°39'47.560"W
Facility Reference Pt			2155691.49	7229874.94	40°09'11.880"N	109°39'22.990"W
Field Reference Pt			2156630.96	7236613.42	40°10'18.270"N	109°39'09.100"W

WELLPATH DATUM

Calculation method	Minimum curvature	Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Facility Vertical Datum
Horizontal Reference Pt	Slot	Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Mean Sea Level
Vertical Reference Pt	Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT)	Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT) to Mud Line at Slot (Three Rivers 4-44-820 (564' FSL & 248' FWL)
MD Reference Pt	Rig on Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3 (RT)	Section Origin
Field Vertical Reference	Mean Sea Level	Section Azimuth

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Planned Wellpath Report

Three Rivers 4-44-820 PWP

Page 2 of 5



REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
Area	Three Rivers	Well	Three Rivers 4-44-820
Field	UINTAH COUNTY	Wellbore	Three Rivers 4-44-820 PWB
Facility	Sec.03-T8S-R20E		

WELLPATH DATA (83 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	275.472	0.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
13.00	0.000	275.472	13.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
113.00†	0.000	275.472	113.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
120.00†	0.000	275.472	120.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	Base Gravel
213.00†	0.000	275.472	213.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
313.00†	0.000	275.472	313.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
413.00†	0.000	275.472	413.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
513.00†	0.000	275.472	513.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
613.00†	0.000	275.472	613.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
713.00†	0.000	275.472	713.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
813.00†	0.000	275.472	813.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
913.00†	0.000	275.472	913.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
1013.00†	0.000	275.472	1013.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
1113.00†	0.000	275.472	1113.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
1200.00	0.000	275.472	1200.00	0.00	0.00	0.00	40°08'45.590"N	109°39'47.560"W	0.00	
1213.00†	0.260	275.472	1213.00	0.03	0.00	-0.03	40°08'45.590"N	109°39'47.560"W	2.00	
1313.00†	2.260	275.472	1312.97	2.23	0.21	-2.22	40°08'45.592"N	109°39'47.589"W	2.00	
1400.16†	4.003	275.472	1400.00	6.99	0.67	-6.96	40°08'45.597"N	109°39'47.650"W	2.00	BMSW
1413.00†	4.260	275.472	1412.80	7.91	0.75	-7.88	40°08'45.597"N	109°39'47.661"W	2.00	
1513.00†	6.260	275.472	1512.38	17.08	1.63	-17.00	40°08'45.606"N	109°39'47.779"W	2.00	
1613.00†	8.260	275.472	1611.57	29.72	2.83	-29.58	40°08'45.618"N	109°39'47.941"W	2.00	
1713.00†	10.260	275.472	1710.26	45.81	4.37	-45.60	40°08'45.633"N	109°39'48.147"W	2.00	
1813.00†	12.260	275.472	1808.33	65.33	6.23	-65.04	40°08'45.652"N	109°39'48.397"W	2.00	
1913.00†	14.260	275.472	1905.66	88.27	8.42	-87.87	40°08'45.673"N	109°39'48.691"W	2.00	
2013.00†	16.260	275.472	2002.13	114.59	10.93	-114.07	40°08'45.698"N	109°39'49.029"W	2.00	
2113.00†	18.260	275.472	2097.62	144.26	13.76	-143.60	40°08'45.726"N	109°39'49.409"W	2.00	
2213.00†	20.260	275.472	2192.02	177.24	16.90	-176.43	40°08'45.757"N	109°39'49.832"W	2.00	
2242.96	20.859	275.472	2220.07	187.76	17.91	-186.91	40°08'45.767"N	109°39'49.967"W	2.00	
2313.00†	20.859	275.472	2285.52	212.70	20.28	-211.73	40°08'45.790"N	109°39'50.287"W	0.00	
2413.00†	20.859	275.472	2378.97	248.31	23.68	-247.18	40°08'45.824"N	109°39'50.743"W	0.00	
2513.00†	20.859	275.472	2472.41	283.92	27.08	-282.62	40°08'45.858"N	109°39'51.199"W	0.00	
2613.00†	20.859	275.472	2565.86	319.52	30.47	-318.07	40°08'45.891"N	109°39'51.656"W	0.00	
2713.00†	20.859	275.472	2659.31	355.13	33.87	-353.51	40°08'45.925"N	109°39'52.112"W	0.00	
2799.35†	20.859	275.472	2740.00	385.88	36.80	-384.12	40°08'45.954"N	109°39'52.506"W	0.00	Green River Top
2813.00†	20.859	275.472	2752.75	390.74	37.26	-388.96	40°08'45.958"N	109°39'52.569"W	0.00	
2913.00†	20.859	275.472	2846.20	426.35	40.66	-424.40	40°08'45.992"N	109°39'53.025"W	0.00	
3013.00†	20.859	275.472	2939.64	461.95	44.05	-459.85	40°08'46.025"N	109°39'53.482"W	0.00	
3113.00†	20.859	275.472	3033.09	497.56	47.45	-495.29	40°08'46.059"N	109°39'53.938"W	0.00	
3213.00†	20.859	275.472	3126.54	533.17	50.84	-530.74	40°08'46.092"N	109°39'54.394"W	0.00	
3313.00†	20.859	275.472	3219.98	568.77	54.24	-566.18	40°08'46.126"N	109°39'54.851"W	0.00	
3413.00†	20.859	275.472	3313.43	604.38	57.64	-601.63	40°08'46.159"N	109°39'55.307"W	0.00	
3513.00†	20.859	275.472	3406.87	639.99	61.03	-637.07	40°08'46.193"N	109°39'55.764"W	0.00	
3613.00†	20.859	275.472	3500.32	675.60	64.43	-672.52	40°08'46.227"N	109°39'56.220"W	0.00	
3713.00†	20.859	275.472	3593.76	711.20	67.82	-707.96	40°08'46.260"N	109°39'56.677"W	0.00	
3751.70	20.859	275.472	3629.93	724.98	69.14	-721.68	40°08'46.273"N	109°39'56.853"W	0.00	



Planned Wellpath Report

Three Rivers 4-44-820 PWP

Page 3 of 5

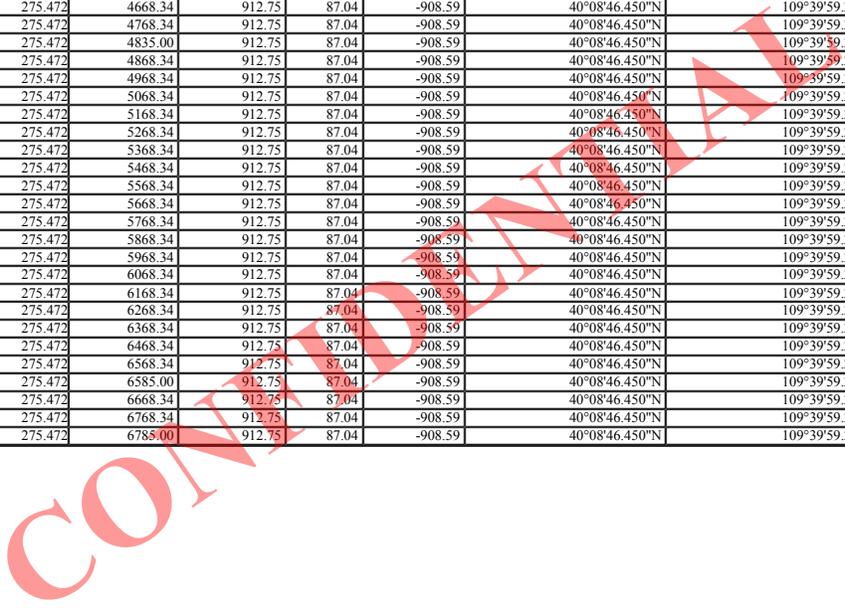


REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
Area	Three Rivers	Well	Three Rivers 4-44-820
Field	UINTAH COUNTY	Wellbore	Three Rivers 4-44-820 PWB
Facility	Sec.03-T8S-R20E		

WELLPATH DATA (83 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
3813.00†	19.633	275.472	3687.44	746.20	71.16	-742.80	40°08'46.293"N	109°39'57.125"W	2.00	
3913.00†	17.633	275.472	3782.19	778.15	74.21	-774.60	40°08'46.323"N	109°39'57.535"W	2.00	
4013.00†	15.633	275.472	3878.00	806.77	76.94	-803.09	40°08'46.350"N	109°39'57.902"W	2.00	
4113.00†	13.633	275.472	3974.76	832.03	79.35	-828.24	40°08'46.374"N	109°39'58.225"W	2.00	
4190.18†	12.090	275.472	4050.00	849.21	80.98	-845.34	40°08'46.390"N	109°39'58.446"W	2.00	Mahogany
4213.00†	11.633	275.472	4072.33	853.90	81.43	-850.01	40°08'46.395"N	109°39'58.506"W	2.00	
4313.00†	9.633	275.472	4170.61	872.35	83.19	-868.37	40°08'46.412"N	109°39'58.742"W	2.00	
4413.00†	7.633	275.472	4269.47	887.36	84.62	-883.32	40°08'46.426"N	109°39'58.935"W	2.00	
4513.00†	5.633	275.472	4368.79	898.91	85.72	-894.81	40°08'46.437"N	109°39'59.083"W	2.00	
4613.00†	3.633	275.472	4468.46	906.99	86.49	-902.85	40°08'46.445"N	109°39'59.186"W	2.00	
4713.00†	1.633	275.472	4568.35	911.58	86.93	-907.43	40°08'46.449"N	109°39'59.245"W	2.00	
4794.66	0.000	275.472	4650.00†	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	2.00	
4799.66†	0.000	275.472	4655.00	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	Graden Gulch
4813.00†	0.000	275.472	4668.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
4913.00†	0.000	275.472	4768.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
4979.66†	0.000	275.472	4835.00	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	Lower Green River
5013.00†	0.000	275.472	4868.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5113.00†	0.000	275.472	4968.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5213.00†	0.000	275.472	5068.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5313.00†	0.000	275.472	5168.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5413.00†	0.000	275.472	5268.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5513.00†	0.000	275.472	5368.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5613.00†	0.000	275.472	5468.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5713.00†	0.000	275.472	5568.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5813.00†	0.000	275.472	5668.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
5913.00†	0.000	275.472	5768.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6013.00†	0.000	275.472	5868.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6113.00†	0.000	275.472	5968.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6213.00†	0.000	275.472	6068.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6313.00†	0.000	275.472	6168.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6413.00†	0.000	275.472	6268.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6513.00†	0.000	275.472	6368.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6613.00†	0.000	275.472	6468.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6713.00†	0.000	275.472	6568.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6729.66†	0.000	275.472	6585.00	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	Wasatch
6813.00†	0.000	275.472	6668.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6913.00†	0.000	275.472	6768.34	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	
6929.66	0.000	275.472	6785.00	912.75	87.04	-908.59	40°08'46.450"N	109°39'59.260"W	0.00	TD





Planned Wellpath Report

Three Rivers 4-44-820 PWP

Page 4 of 5



REFERENCE WELLPATH IDENTIFICATION			
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
Area	Three Rivers	Well	Three Rivers 4-44-820
Field	UINTAH COUNTY	Wellbore	Three Rivers 4-44-820 PWB
Facility	Sec.03-T8S-R20E		

HOLE & CASING SECTIONS - Ref Wellbore: Three Rivers 4-44-820 PWB Ref Wellpath: Three Rivers 4-44-820 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	0.00
12.25in Open Hole	120.00	1000.00	880.00	120.00	1000.00	0.00	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	0.00
7.875in Open Hole	1000.00	6929.66	5929.66	1000.00	6785.00	0.00	0.00	87.04	-908.59	
5.5in Casing Production	13.00	6929.66	6916.66	13.00	6785.00	0.00	0.00	87.04	-908.59	

TARGETS									
Name	MD [ft]	TVD [ft]	North [ft]	East [ft]	Grid East [US ft]	Grid North [US ft]	Latitude	Longitude	Shape
1) Three Rivers 4-44-820 Target On Plat 660' FSL & 660' FEL Sec. 4	4794.66	4650.00	87.04	-908.59	2152928.75	7227244.47	40°08'46.450"N	109°39'59.260"W	point

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Planned Wellpath Report

Three Rivers 4-44-820 PWP

Page 5 of 5

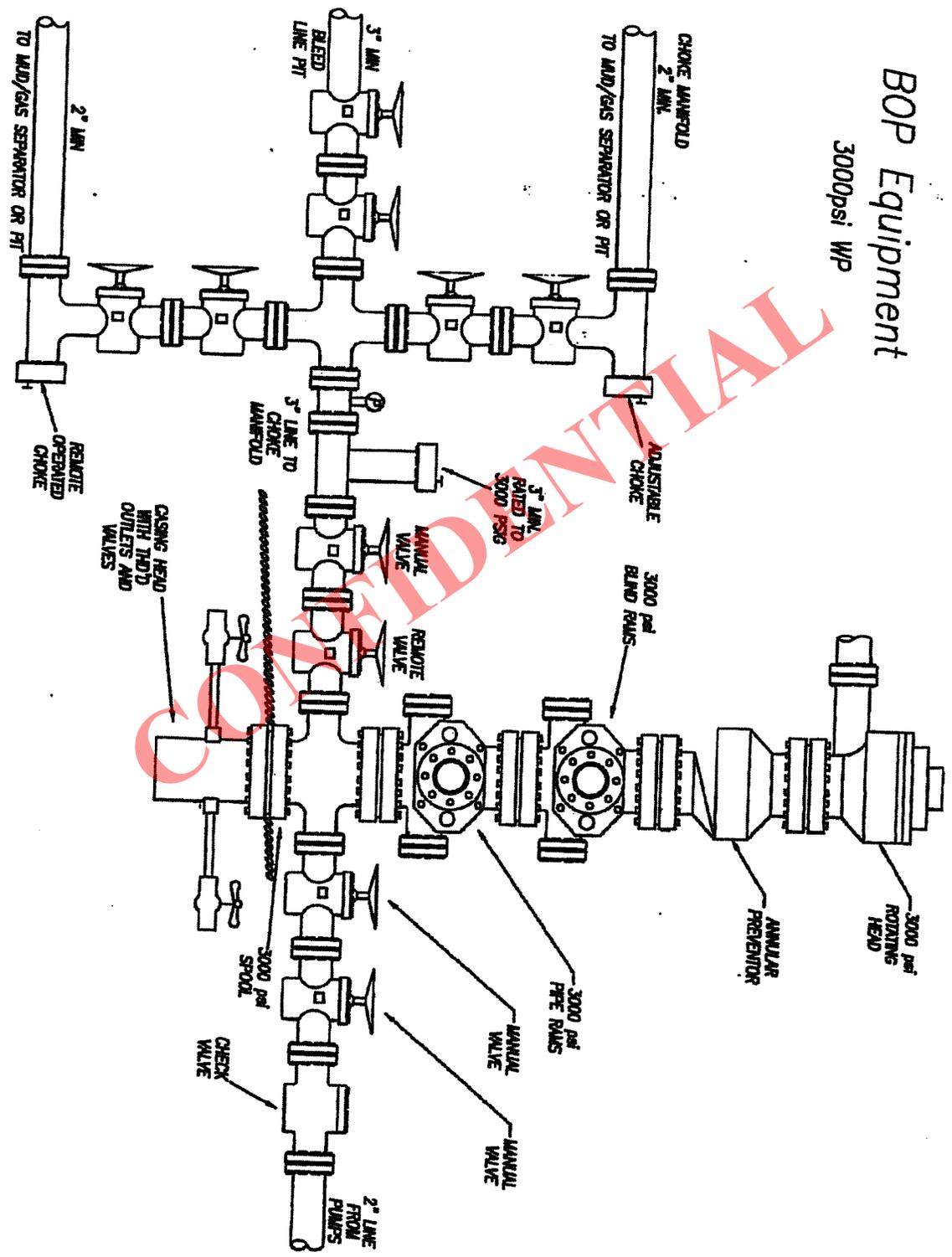


REFERENCE WELLPATH IDENTIFICATION			
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers 4-44-820 (564' FSL & 248' FWL) Sec. 3
Area	Three Rivers	Well	Three Rivers 4-44-820
Field	UINTAH COUNTY	Wellbore	Three Rivers 4-44-820 PWB
Facility	Sec.03-T8S-R20E		

WELLPATH COMMENTS				
MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Comment
120.00	0.000	275.472	120.00	Base Gravel
1400.16	4.003	275.472	1400.00	BMSW
2799.35	20.859	275.472	2740.00	Green River Top
4190.18	12.090	275.472	4050.00	Mahogany
4799.66	0.000	275.472	4655.00	Graden Gulch
4979.66	0.000	275.472	4835.00	Lower Green River
6729.66	0.000	275.472	6585.00	Wasatch
6929.66	0.000	275.472	6785.00	TD

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BOP Equipment 3000psi WP





Ultra Resources, Inc.

October 2, 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 4-44-820

Surface Location: 564' FSL & 248' FWL, SWSW, Sec. 3, T8S, R20E
Target Location: 660' FSL & 660' FEL, SESE, Sec. 4, T8S, R20E
SLB&M, Uintah County, Utah

Dear Mr. Doucet:

Ultra Resources, Inc. ("Ultra") respectfully submits this request for exception to spacing (**Docket No. 2013-030 / Cause No. 270-02**). Due to topography, the surface location is outside of the established setback (ie less than 460'), however, Ultra owns 100% of the leasehold within 460 feet of the surface and target location as well as all points along the intended well bore path.

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,

A handwritten signature in blue ink, appearing to read "JA", written over a large, diagonal red watermark that says "CONFIDENTIAL".

Jenna Anderson
Permitting Specialist

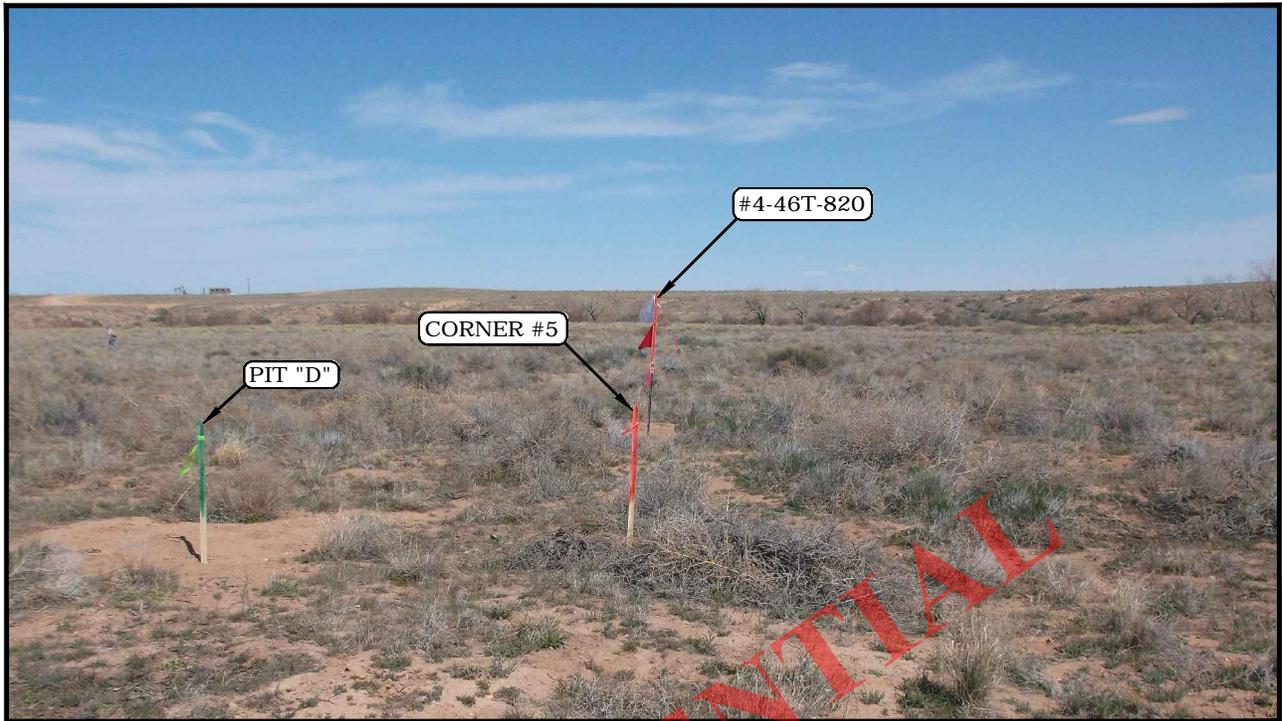


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: EASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHERLY

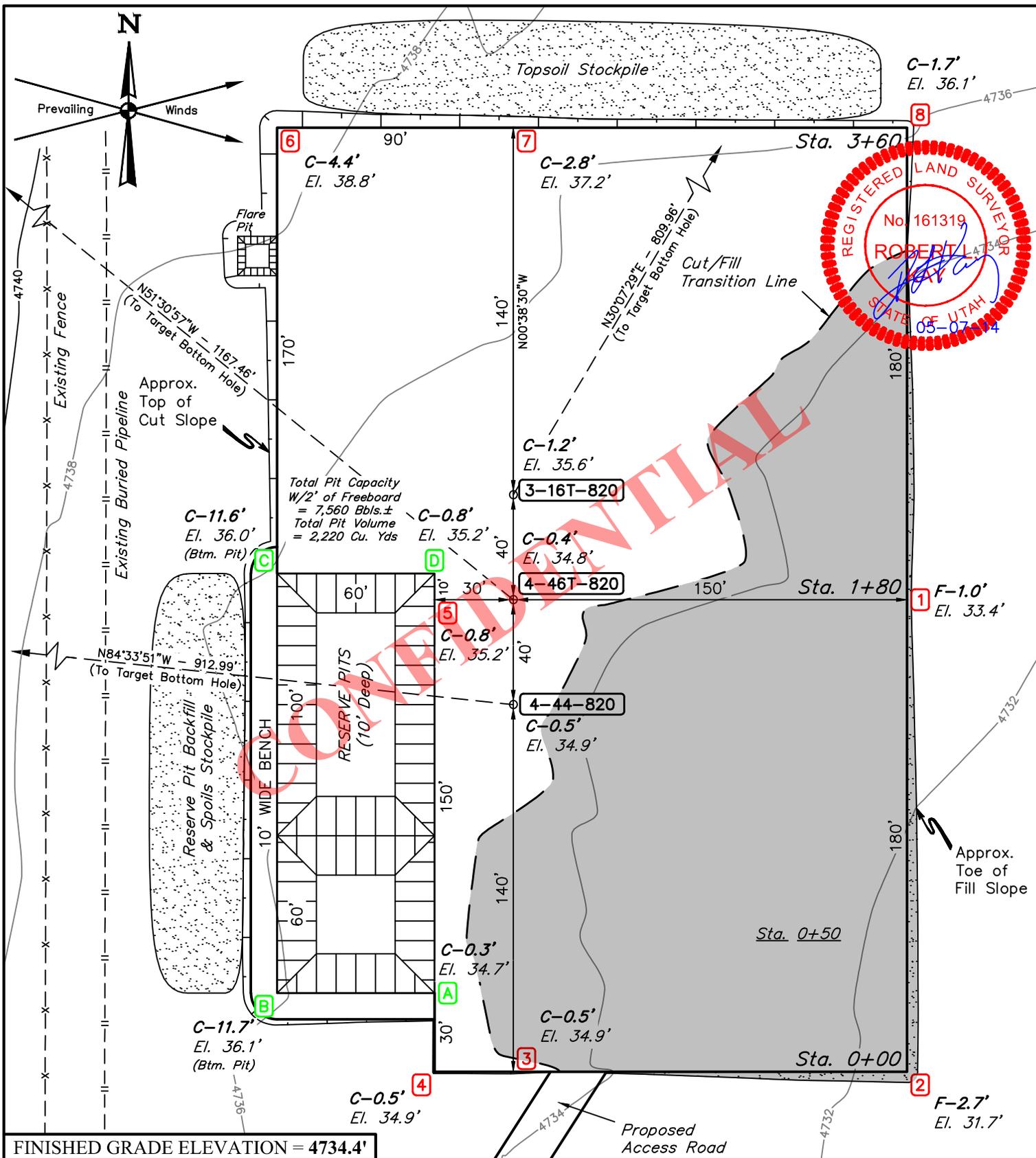
ULTRA RESOURCES, INC.

THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B&M.
SW 1/4 SW 1/4

DRAWN BY: J.M.C.	DATE DRAWN: 05-06-14
TAKEN BY: B.H.	REV: 00-00-00
LOCATION PHOTOS	PHOTO



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Underground utilities shown on this sheet are for visualization purposes only, actual locations to be determined prior to construction.

ULTRA RESOURCES, INC.

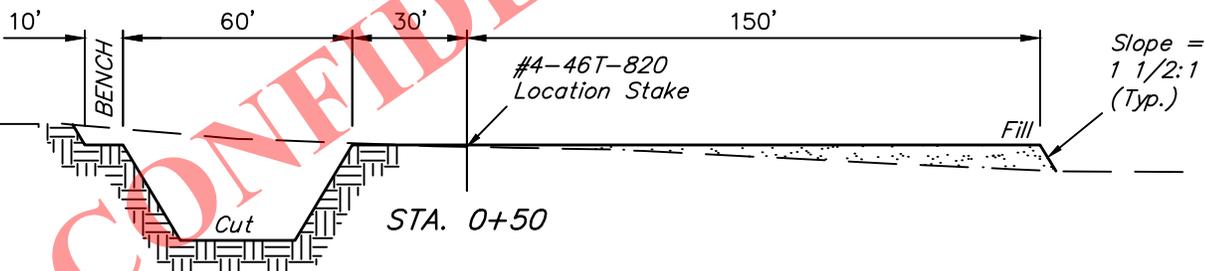
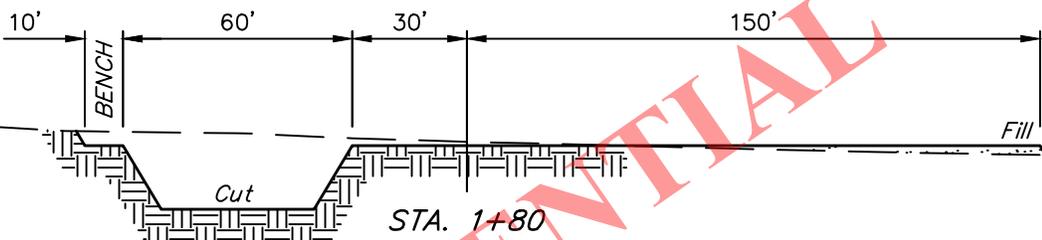
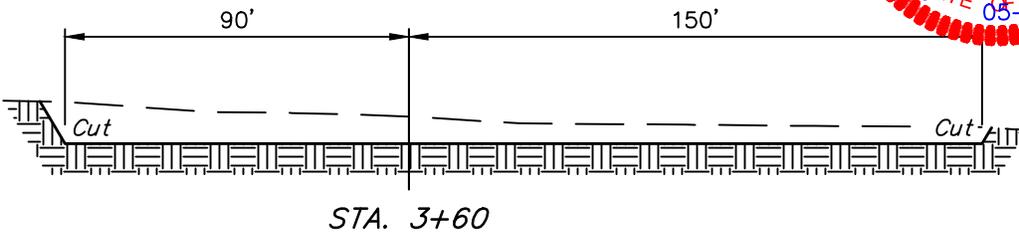
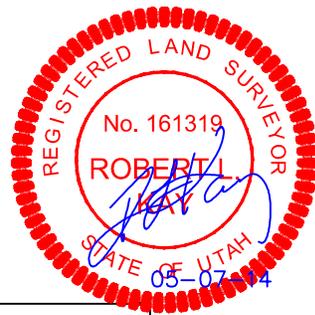
**THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**

DRAWN BY: C.C.	SCALE: 1" = 50'
DATE DRAWN: 05-01-14	REVISED: 00-00-00
LOCATION LAYOUT	FIGURE #1

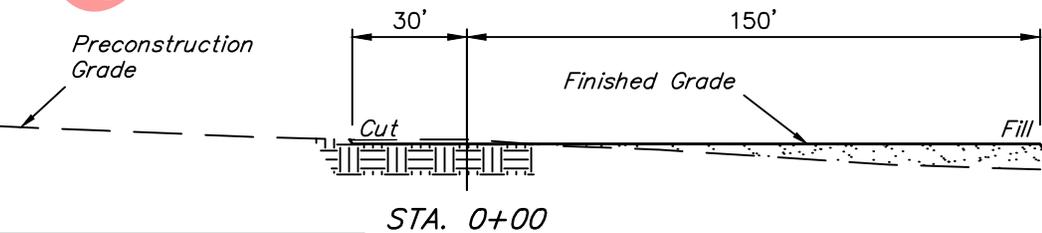


UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

X-Section Scale
1" = 50'



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APPROXIMATE EARTHWORK QUANTITIES	
(6") TOPSOIL STRIPPING	1,680 Cu. Yds.
REMAINING LOCATION	3,800 Cu. Yds.
TOTAL CUT	5,480 Cu. Yds.
FILL	2,690 Cu. Yds.
EXCESS MATERIAL	2,790 Cu. Yds.
TOPSOIL & PIT BACKFILL (1/2 Pit Vol.)	2,790 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	0 Cu. Yds.

APPROXIMATE SURFACE DISTURBANCE AREAS		
	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±2.386
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±854.4'	±0.588
30' WIDE PIPELINE R-O-W DISTURBANCE	±850.5'	±0.586
TOTAL SURFACE USE AREA	±1704.9'	±3.560

NOTES:

- Fill quantity includes 5% for compaction.
- Calculations based on 6" of topsoil stripping.
- Topsoil should not be stripped below finished grade on substructure area.

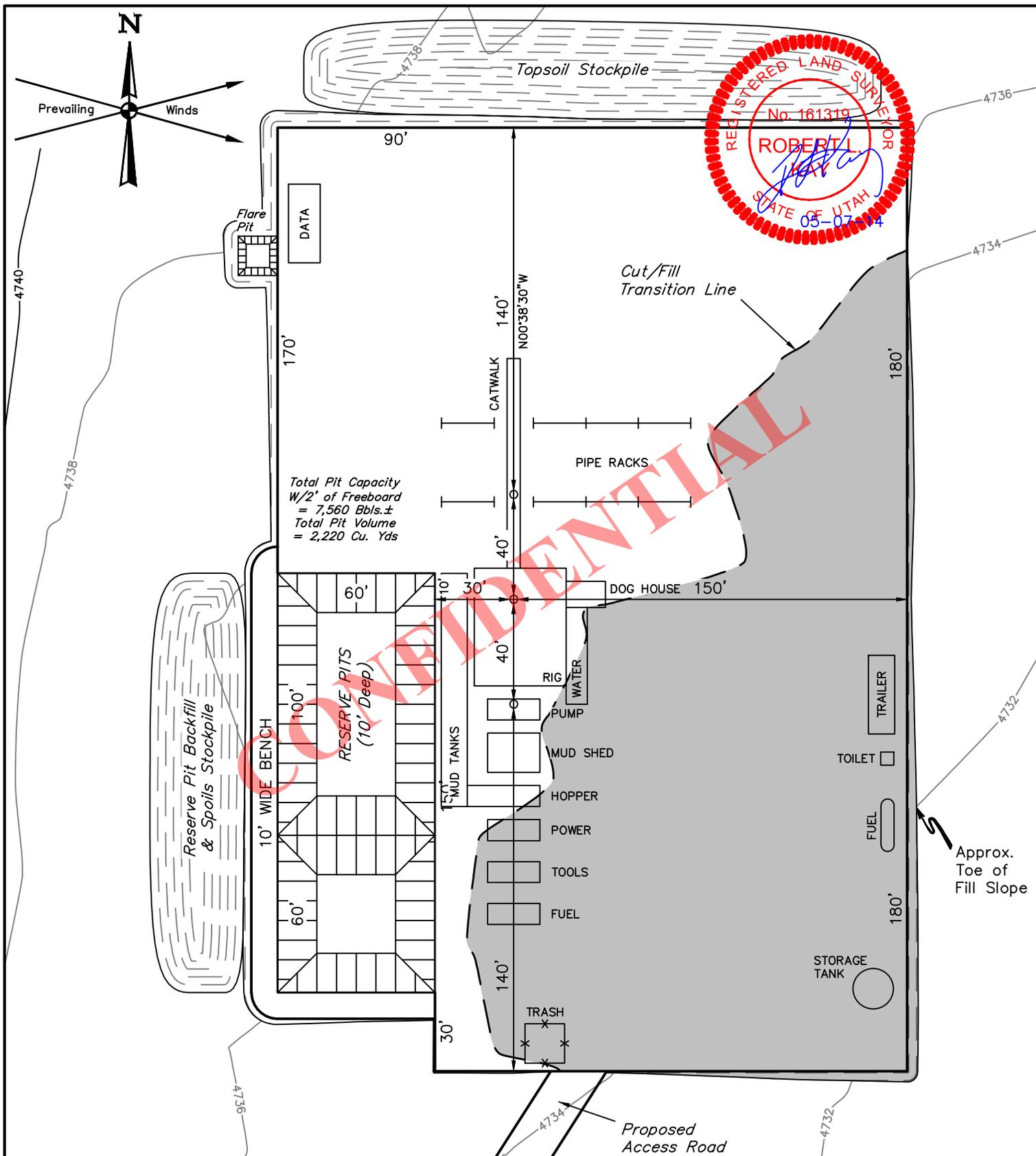
ULTRA RESOURCES, INC.

**THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: C.C.	SCALE: AS SHOWN
DATE DRAWN: 05-01-14	REVISED: 00-00-00
TYPICAL CROSS SECTIONS	
FIGURE #2	



NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Contours shown at 2' intervals.

ULTRA RESOURCES, INC.

**THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B.&M.
SW 1/4 SW 1/4**



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: C.C.	SCALE: 1" = 50'
DATE DRAWN: 05-01-14	REVISED: 00-00-00
TYPICAL RIG LAYOUT	FIGURE #3

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 DIRECTION APPROXIMATELY 12.7 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE EAST; TURN LEFT AND PROCEED IN AN EASTERLY DIRECTION APPROXIMATELY 246' TO THE BEGINNING OF THE PROPOSED ACCESS ROAD TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 854' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 26.9 MILES.

CONFIDENTIAL

ULTRA RESOURCES, INC.

THREE RIVERS #4-44-820, #4-46T-820 &
THREE RIVERS FED #3-16T-820
SECTION 3, T8S, R20E, S.L.B&M.
SW 1/4 SW 1/4



UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: J.M.C.	DATE DRAWN: 05-06-14
	REV: 00-00-00
ROAD DESCRIPTION	

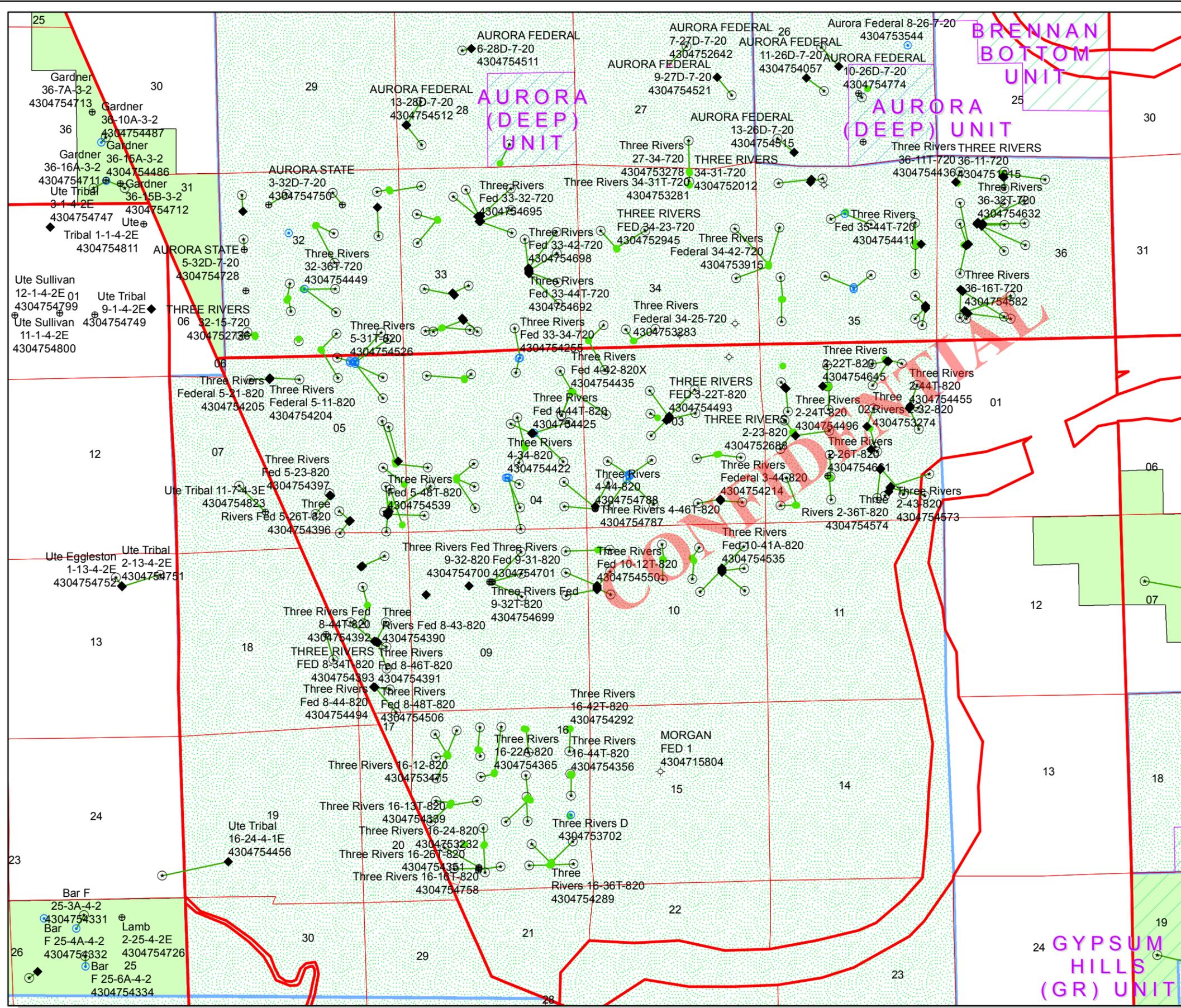
API Number: 43-047-54788

Well Name: Three Rivers 4-44-820

Section: 3 Township: 8S Range: 20E Meridian: SL

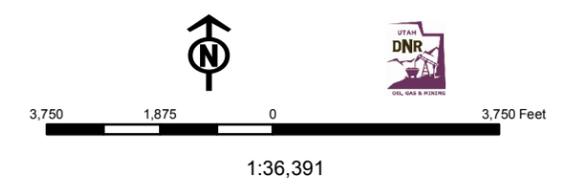
Operator: ULTRA RESOURCES INC

Map Prepared: Oct. 17, 2014
Map Produced by Lisha Cordova



Wells Query Status		Units STATUS	
◆	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 GEOTHERML
●	POW - Producing Oil Well	▨	PP OIL
⊛	SGW - Shut-in Gas Well	▨	SECONDARY
⊚	SOW - Shut-in Oil Well	▨	TERMINATED
⊘	TA - Temp. Abandoned		
○	TW - Test Well		
⚡	WDW - Water Disposal		
⚡	WW - Water Injection Well		
●	WSW - Water Supply Well		

Fields STATUS	
▨	Unknown
▨	ABANDONED
▨	ACTIVE
▨	COMBINED
▨	INACTIVE
▨	STORAGE
▨	TERMINATED



Well Name	ULTRA RESOURCES INC Three Rivers 4-44-820 43047547880000			
String	COND	SURF	Prod	
Casing Size(")	16.000	8.625	5.500	
Setting Depth (TVD)	100	1000	6785	
Previous Shoe Setting Depth (TVD)	0	100	1000	
Max Mud Weight (ppg)	8.8	8.8	10.0	
BOPE Proposed (psi)	0	500	3000	
Casing Internal Yield (psi)	1000	2950	5320	
Operators Max Anticipated Pressure (psi)	3650		10.3	

Calculations	COND String	16.000	"
Max BHP (psi)	.052*Setting Depth*MW=	46	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	34	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	24	NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	24	NO
Required Casing/BOPE Test Pressure=		100	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

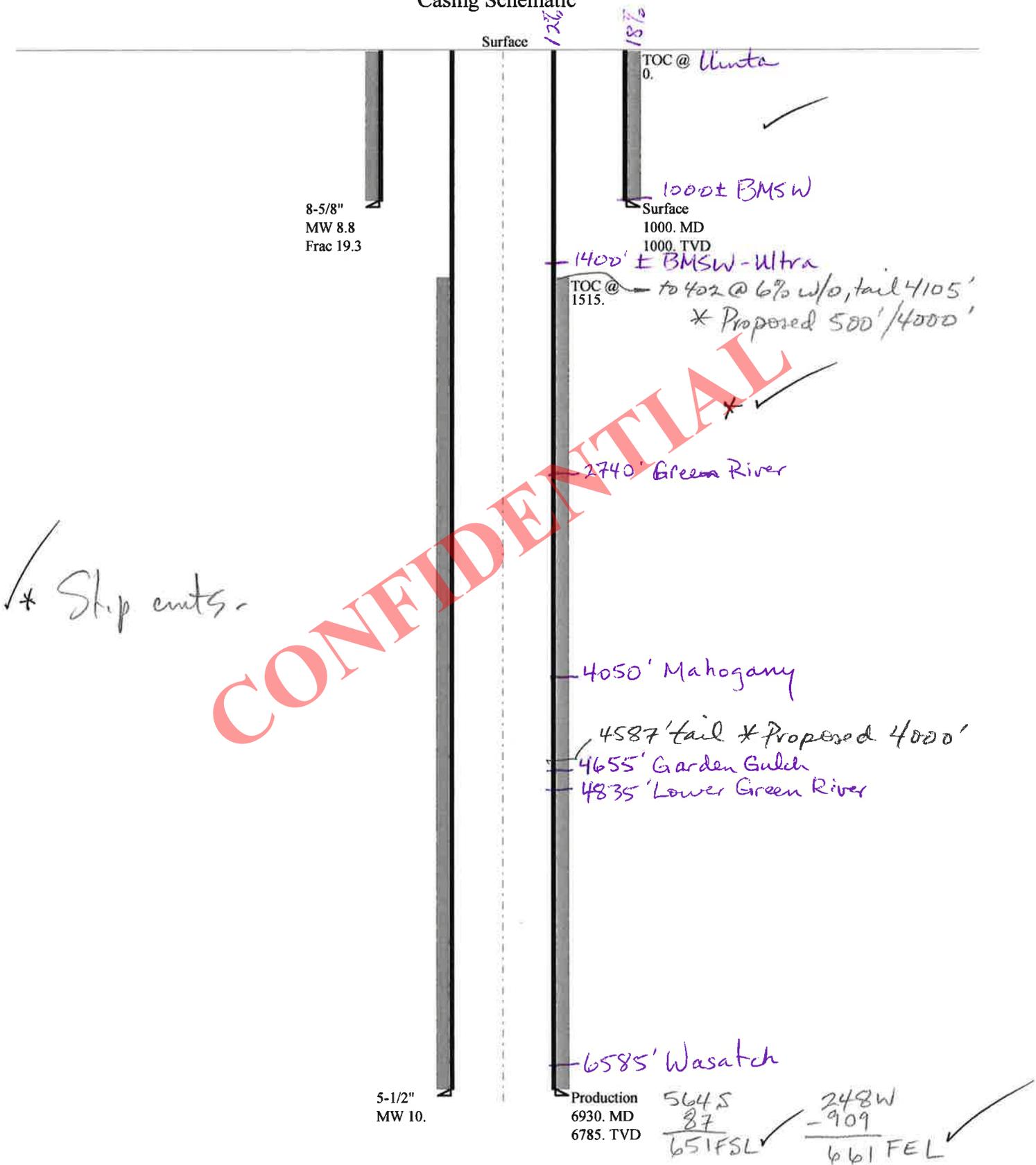
Calculations	SURF String	8.625	"
Max BHP (psi)	.052*Setting Depth*MW=	458	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	338	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	238	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	260	NO OK
Required Casing/BOPE Test Pressure=		1000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		100	psi *Assumes 1psi/ft frac gradient

Calculations	Prod String	5.500	"
Max BHP (psi)	.052*Setting Depth*MW=	3528	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2714	YES 3M BOP, dbl ram, annular with diverter and rotating head
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2035	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2255	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

43047547880000 Three Rivers 4-44-820

Casing Schematic



CONFIDENTIAL

* Skip cuts -

SESE Sec 4-85-20E

Well name:	43047547880000 Three Rivers 4-44-820		
Operator:	ULTRA RESOURCES, INC		
String type:	Surface	Project ID:	43-047-54788
Location:	UINTAH COUNTY		

Design parameters:

Collapse

Mud weight: 8.800 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)
 Butress: 1.60 (J)
 Premium: 1.50 (J)
 Body yield: 1.50 (B)

Tension is based on buoyed weight.
 Neutral point: 868 ft

Completion type is subs
Non-directional string.

Re subsequent strings:

Next setting depth: 6,785 ft
 Next mud weight: 10.000 ppg
 Next setting BHP: 3,525 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	24.00	J-55	ST&C	1000	1000	7.972	5147
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	457	1370	2.997	1000	2950	2.95	20.8	244	11.72 J

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

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

Date: November 24, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.8 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:	43047547880000 Three Rivers 4-44-820		
Operator:	ULTRA RESOURCES, INC		
String type:	Production	Project ID:	43-047-54788
Location:	UINTAH COUNTY		

Design parameters:

Collapse

Mud weight: 10.000 ppg
 Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 74 °F
 Bottom hole temperature: 169 °F
 Temperature gradient: 1.40 °F/100ft
 Minimum section length: 1,000 ft

Burst:

Design factor 1.00

Cement top: 1,515 ft

Burst

Max anticipated surface pressure: 2,032 psi
 Internal gradient: 0.220 psi/ft
 Calculated BHP 3,525 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 buoyed weight.
 Neutral point: 5,901 ft

Completion type is subs

Directional well information:

Kick-off point: 1200 ft
 Departure at shoe: 913 ft
 Maximum dogleg: 2 °/100ft
 Inclination at shoe: 0 °

Estimated cost: 31,846 (\$)

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 (\$)
2	4900	5.5	17.00	J-55	LT&C	4755	4900	4.767	18984
1	2030	5.5	17.00	L-80	LT&C	6785	6930	4.767	12862

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
2	2470	4823	1.952	3078	5320	1.73	97.9	247	2.52 J
1	3525	6290	1.784	3525	7740	2.20	17	338	19.86 J

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

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

Date: November 24, 2014
 Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 6785 ft, a mud weight of 10 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

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

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

**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
10375	43047547880000	LOCKED	OW	F	No
Operator	ULTRA RESOURCES INC		Surface Owner-APD		
Well Name	Three Rivers 4-44-820		Unit		
Field	THREE RIVERS		Type of Work	DRILL	
Location	SWSW 3 8S 20E S 564 FSL 248 FWL GPS Coord (UTM) 613879E 4444816N				

Geologic Statement of Basis

Ultra 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 12 water wells within a 10,000 foot radius of the center of Section 4. Well uses are listed for irrigation, domestic, oil exploration and stock watering. Depth ranges from 50 to 300 feet. Listed wells probably produce from the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement program should adequately protect ground water in this area.

Brad Hill
APD Evaluator

11/10/2014
Date / Time

Surface Statement of Basis

The surface rights at the proposed location are owned by the Federal Government. The operator is responsible for obtaining all necessary surface permits and rights-of-way.

Brad Hill
Onsite Evaluator

11/10/2014
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
	None

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/2/2014

API NO. ASSIGNED: 43047547880000

WELL NAME: Three Rivers 4-44-820

OPERATOR: ULTRA RESOURCES INC (N4045)

PHONE NUMBER: 303 645-9804

CONTACT: Jenna Anderson

PROPOSED LOCATION: SWSW 03 080S 200E

Permit Tech Review:

SURFACE: 0564 FSL 0248 FWL

Engineering Review:

BOTTOM: 0660 FSL 0660 FEL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.14598

LONGITUDE: -109.66306

UTM SURF EASTINGS: 613879.00

NORTHINGS: 4444816.00

FIELD NAME: THREE RIVERS

LEASE TYPE: 4 - Fee

LEASE NUMBER: FEE

PROPOSED PRODUCING FORMATION(S): GREEN RIVER - LOWER

SURFACE OWNER: 1 - Federal

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: STATE - 022046398
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 49-2262
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingling Approved

LOCATION AND SITING:

- R649-2-3.
- Unit:
- R649-3-2. General
- R649-3-3. Exception
- Drilling Unit
- Board Cause No: 270-02
- Effective Date: 11/9/2013
- Siting: 2 Wells Per 40 Acres
- R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 1 - Exception Location - Icordova
 4 - Federal Approval - Icordova
 5 - Statement of Basis - bhll
 12 - Cement Volume (3) - hmacdonald
 15 - Directional - Icordova
 25 - Surface Casing - hmacdonald



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

Permit To Drill

Well Name: Three Rivers 4-44-820

API Well Number: 43047547880000

Lease Number: FEE

Surface Owner: FEDERAL

Approval Date: 12/15/2014

Issued to:

ULTRA RESOURCES INC, 304 Inverness Way South #295, Englewood, CO 80112

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 270-02. The expected producing formation or pool is the GREEN RIVER - LOWER 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.

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

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 lead cement from the pipe setting depth back to 500' inside surface shoe and tail cement to above the Mahogany 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 "J. Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas



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

February 4, 2016

Ultra Resources Inc.
116 Inverness Dr. E Ste. 400
Englewood, CO 80112

Re: APDs Rescinded for Ultra Resources, Inc. Uintah County

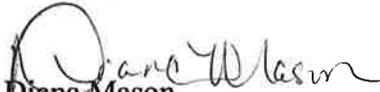
Ladies and Gentlemen:

Enclosed find the list of APDs that you asked to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded effective February 4, 2016.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,


Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal

43-047-55015 Three Rivers Fed 35-42T-720
43-047-55017 Three Rivers Fed 35-38T-720
43-047-55018 Three Rivers Fed 35-41-720
43-047-55020 Three Rivers Fed 35-31-720
43-047-55021 Three Rivers Fed 35-32T-720
43-047-55077 Three Rivers Fed 3-34T-820
43-047-55078 Three Rivers Fed 3-36T-820
43-047-55080 Three Rivers Fed 3-44T-820
43-047-55084 Three Rivers Fed 4-42T-820
43-047-55085 Three Rivers Fed 3-12T-820
43-047-55016 Three Rivers Fed 35-24-720
43-047-55014 Three Rivers Fed 35-28T-720
43-047-54788 Three Rivers 4-44-820
43-047-55082 Three Rivers Fed 10-21T-820
43-047-55083 Three Rivers Fed 10-22T-820
43-047-55019 Three Rivers Fed 35-34A-720