

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 Fed 35-28T-720				
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 <input type="checkbox"/> Coalbed Methane Well: NO <input type="checkbox"/>						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) UTU88623			11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input 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		539 FSL 2388 FEL		SWSE	35	7.0 S	20.0 E	S		
Top of Uppermost Producing Zone		460 FSL 1780 FWL		SESW	35	7.0 S	20.0 E	S		
At Total Depth		460 FSL 1780 FWL		SESW	35	7.0 S	20.0 E	S		
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 539			23. NUMBER OF ACRES IN DRILLING UNIT 40				
27. ELEVATION - GROUND LEVEL 4808			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 40			26. PROPOSED DEPTH MD: 7344 TVD: 7150				
28. BOND NUMBER UTB000593			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-10988							
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	0.0	Unknown	0	0.0	0.0
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 - 5344	17.0	J-55 LT&C	10.0	Halliburton Light , Type Unknown	225	3.54	11.0
			5344 - 7344	17.0	N-80 LT&C	10.0	Halliburton Premium , Type Unknown	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 Don Hamilton				TITLE Permitting Agent				PHONE 435 719-2018		
SIGNATURE				DATE 11/24/2014				EMAIL starpoint@etv.net		
API NUMBER ASSIGNED 43047550140000				APPROVAL  Permit Manager						

ULTRA RESOURCES, INC.

8 - POINT DRILLING PROGRAM

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

DATED: 11-03-14

Three Rivers Fed 35-28T-720

SHL: Sec 35 (SWSE) T7S 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	2,492' MD / 2,450' TVD	
Green River	3,155' MD / 3,061' TVD	
Mahogany	4,565' MD / 4,376' TVD	
Garden Gulch	5,230' MD / 5,036' TVD	Oil & Associated Gas
Lower Green River*	5,385' MD / 5,191' TVD	Oil & Associated Gas
Wasatch	7,125' MD / 6,931' TVD	Oil & Associated Gas
TD	7,344' MD / 7,150' 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 – 7,344' MD / 7,150' 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 (Top)	7 7/8"	5 1/2"	5,344' MD / 5,150' TVD	17.0 ppf	J-55, LTC	New
Production (Bottom)	7 7/8"	5 1/2"	7,344' MD / 7,150' 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 (Top)	5 1/2"	4.892" / 4.767"	4,910	5,320'	273,000	229,000
Production (Bottom)	5 1/2"	4.892" / 4.767"	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' – 7,344' MD / 7,150' 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 - 7,344' MD / 7,150' 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.

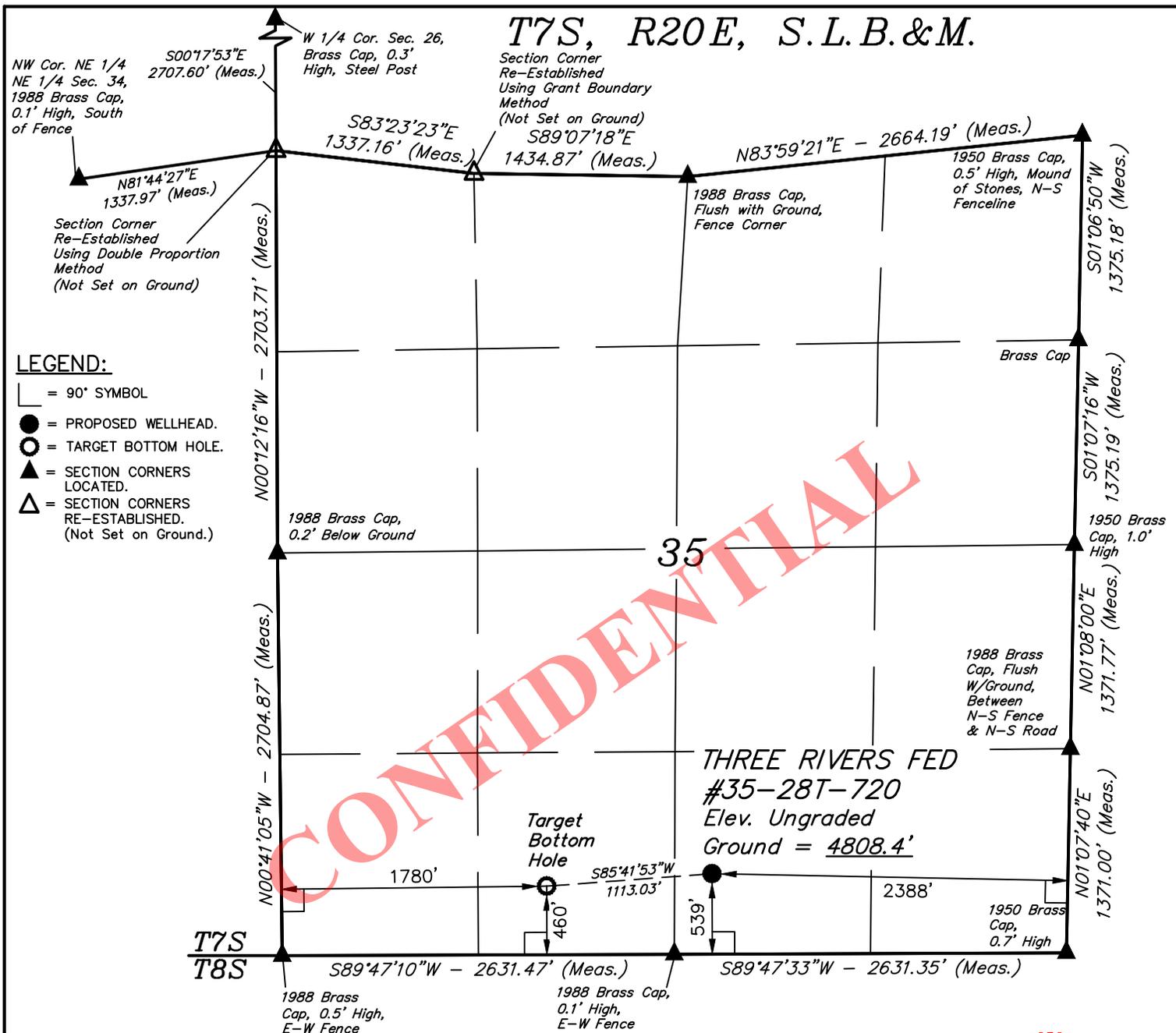
- A) The expected bottom hole pressure is 3,500 – 3,650 psig. Normal pressures are anticipated from surface to approximately TD. These pressures will be controlled by a blowout preventer stack, annular BOP, choke manifold, mud/gas separator, surface equipment and drilling mud. A supply of barite to weight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

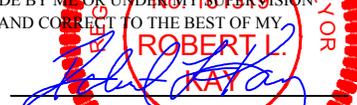
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CERTIFICATE

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


ROBERT L. KAY
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 76319 OF UTAH
 STATE OF UTAH 05-13-14

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°09'37.53" (40.160425)	LATITUDE = 40°09'38.35" (40.160653)
LONGITUDE = 109°38'20.39" (109.638997)	LONGITUDE = 109°38'06.10" (109.635028)

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

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, UINAH 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.

ULTRA RESOURCES, INC.

THREE RIVERS FED #35-28T-720
SW 1/4 SE 1/4, SECTION 35, T7S, R20E, S.L.B.&M.
UINTAH COUNTY, UTAH

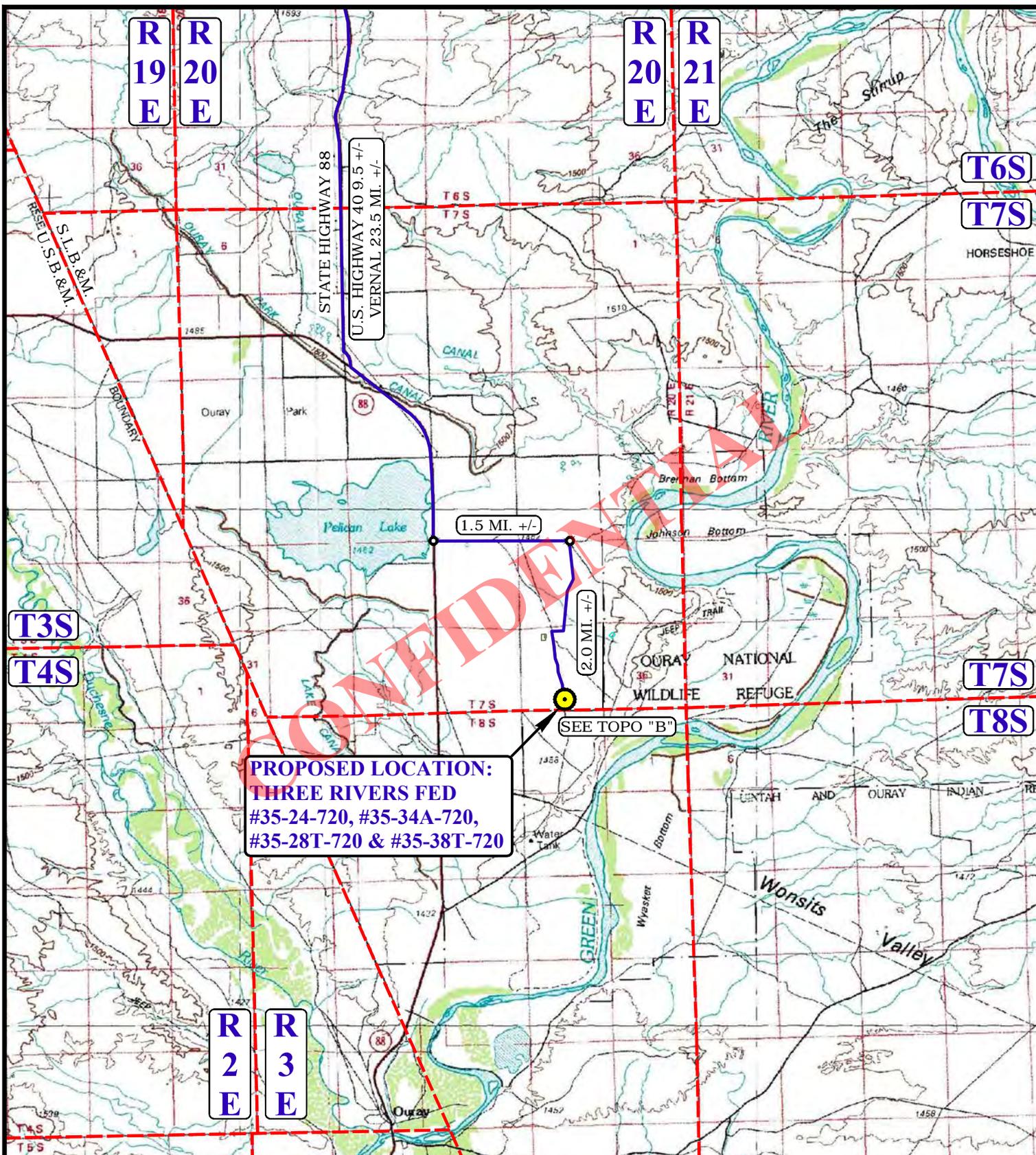


UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017



SURVEYED BY: B.H., R.R.	SURVEY DATE: 04-29-14
DRAWN BY: S.S.	SCALE: 1" = 1000'
DATE DRAWN: 05-13-14	REVISION: 00-00-00

WELL LOCATION PLAT



PROPOSED LOCATION:
THREE RIVERS FED
 #35-24-720, #35-34A-720,
 #35-28T-720 & #35-38T-720

LEGEND:

 PROPOSED LOCATION



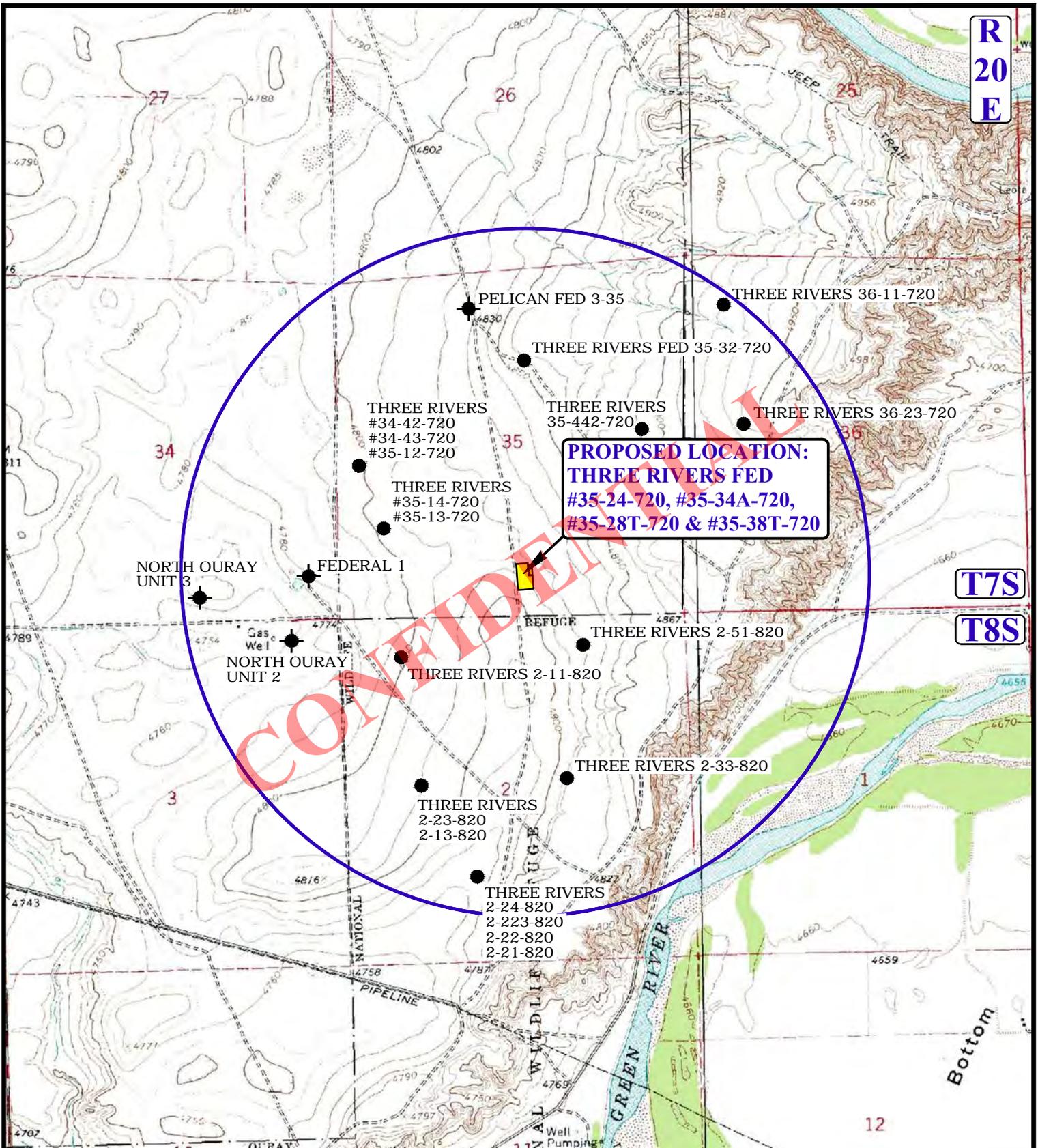
ULTRA RESOURCES, INC.

THREE RIVERS FED #35-24-720, #35-34A-720
 #35-28T-720 & #35-38T-720
 SECTION 35, T7S, R20E, S.L.B.&M.
 SW 1/4 SE 1/4

DRAWN BY: Z.H.F.	SCALE: 1:100,000
DATE DRAWN: 05-23-14	REV: 00-00-00
ACCESS ROAD MAP	TOPO A



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LEGEND:

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



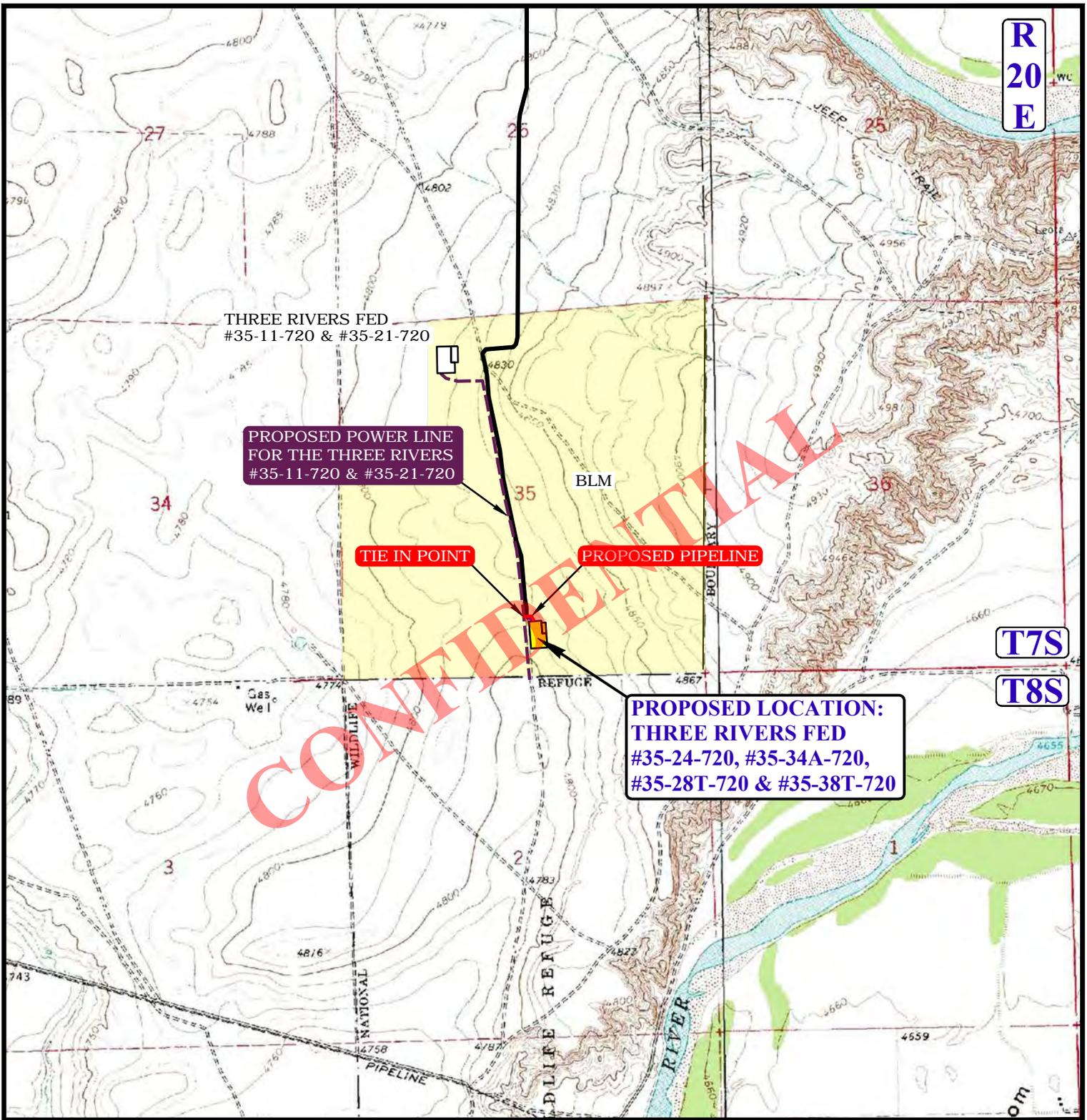
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THREE RIVERS FED #35-24-720, #35-34A-720
 #35-28T-720 & #35-38T-720
 SECTION 35, T7S, R20E, S.L.B.&M.
 SW 1/4 SE 1/4

DRAWN BY: Z.H.F.	SCALE: 1" = 2000'
DATE DRAWN: 05-23-14	REV: 00-00-00
WELL PROXIMITY MAP	TOPO C



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**R
20
E**

THREE RIVERS FED
#35-11-720 & #35-21-720

PROPOSED POWER LINE
FOR THE THREE RIVERS
#35-11-720 & #35-21-720

TIE IN POINT

BLM

PROPOSED PIPELINE

T7S

T8S

PROPOSED LOCATION:
THREE RIVERS FED
#35-24-720, #35-34A-720,
#35-28T-720 & #35-38T-720

APPROXIMATE TOTAL PIPELINE DISTANCE = 200' +/-

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:

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

ULTRA RESOURCES, INC.

THREE RIVERS FED #35-24-720, #35-34A-720
#35-28T-720 & #35-38T-720
SECTION 35, T7S, R20E, S.L.B.&M.
SW 1/4 SE 1/4

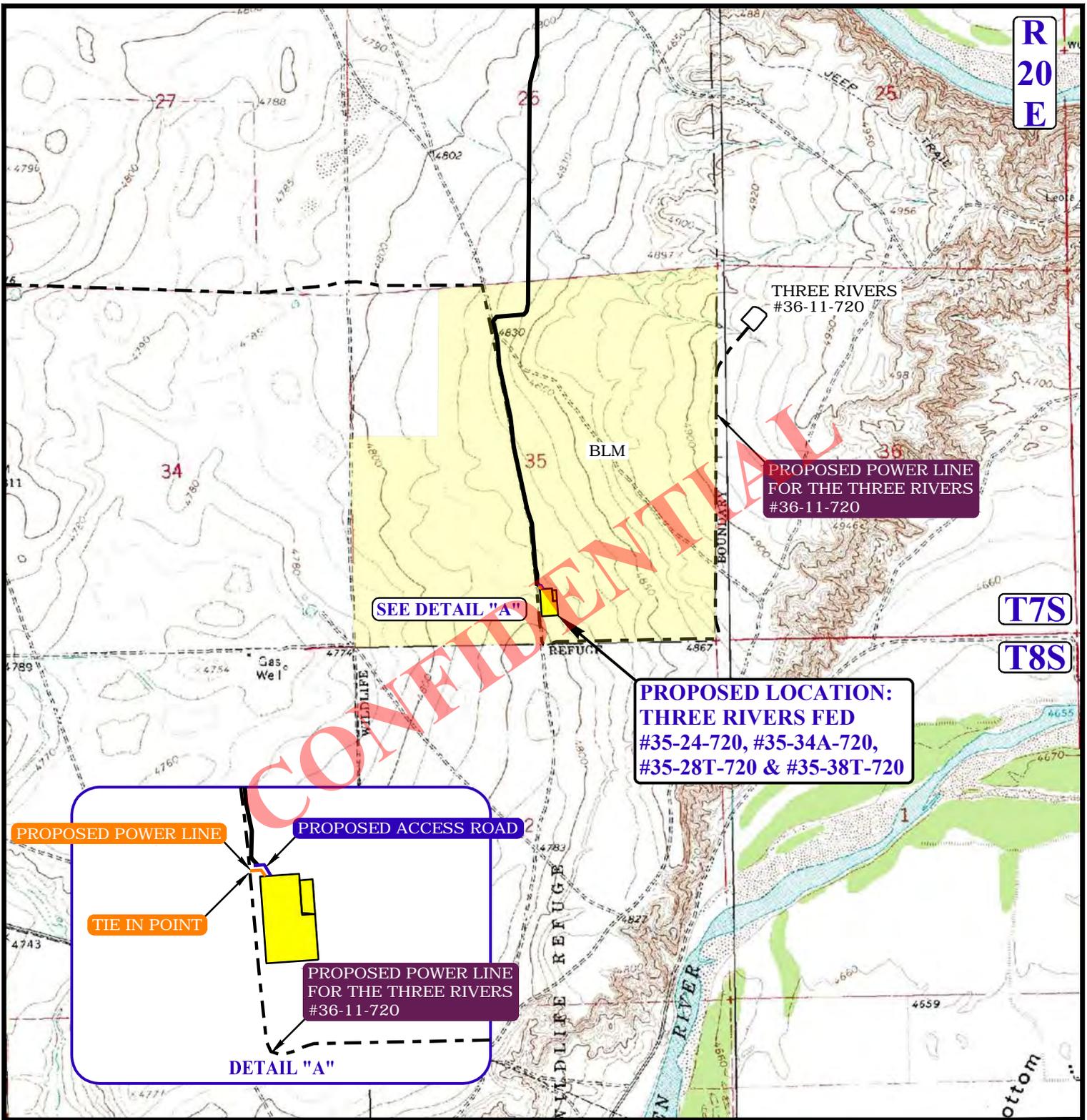


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DATE DRAWN: 05-23-14	REV: 00-00-00

PIPELINE MAP **TOPO D**



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APPROXIMATE TOTAL POWER LINE DISTANCE = 59' +/-

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:

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

ULTRA RESOURCES, INC.

THREE RIVERS FED #35-24-720, #35-34A-720
 #35-28T-720 & #35-38T-720
 SECTION 35, T7S, R20E, S.L.B.&M.
 SW 1/4 SE 1/4



DRAWN BY: Z.H.F.	SCALE: 1" = 2000'
DATE DRAWN: 05-23-14	REV: 00-00-00
POWER LINE MAP	TOPO E



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ULTRA RESOURCES, INC

Location: Three Rivers Slot: Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
 Field: UINTAH COUNTY Well: Three Rivers Fed 35-28T-720
 Facility: Sec.35-T7S-R20E Wellbore: Three Rivers Fed 35-28T-720 PWB

Targets						
Name	MD (ft)	TVD (ft)	Local N (ft)	Local E (ft)	Grid East (US ft)	Grid North (US ft)
Three Rivers Fed 35-28T-720 Target On Plat 460' FSL & 1780' FWL	5193.92	5000.00	-82.95	-1109.49	216046.84	723201.41

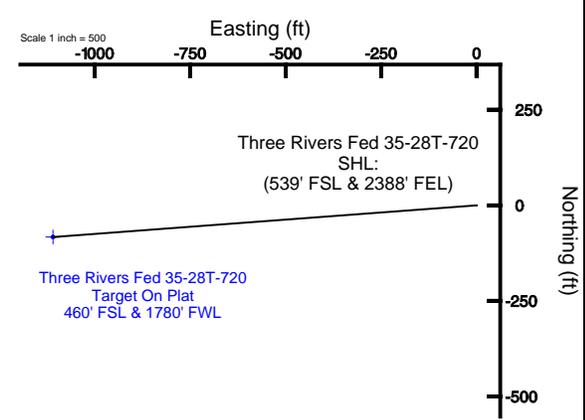
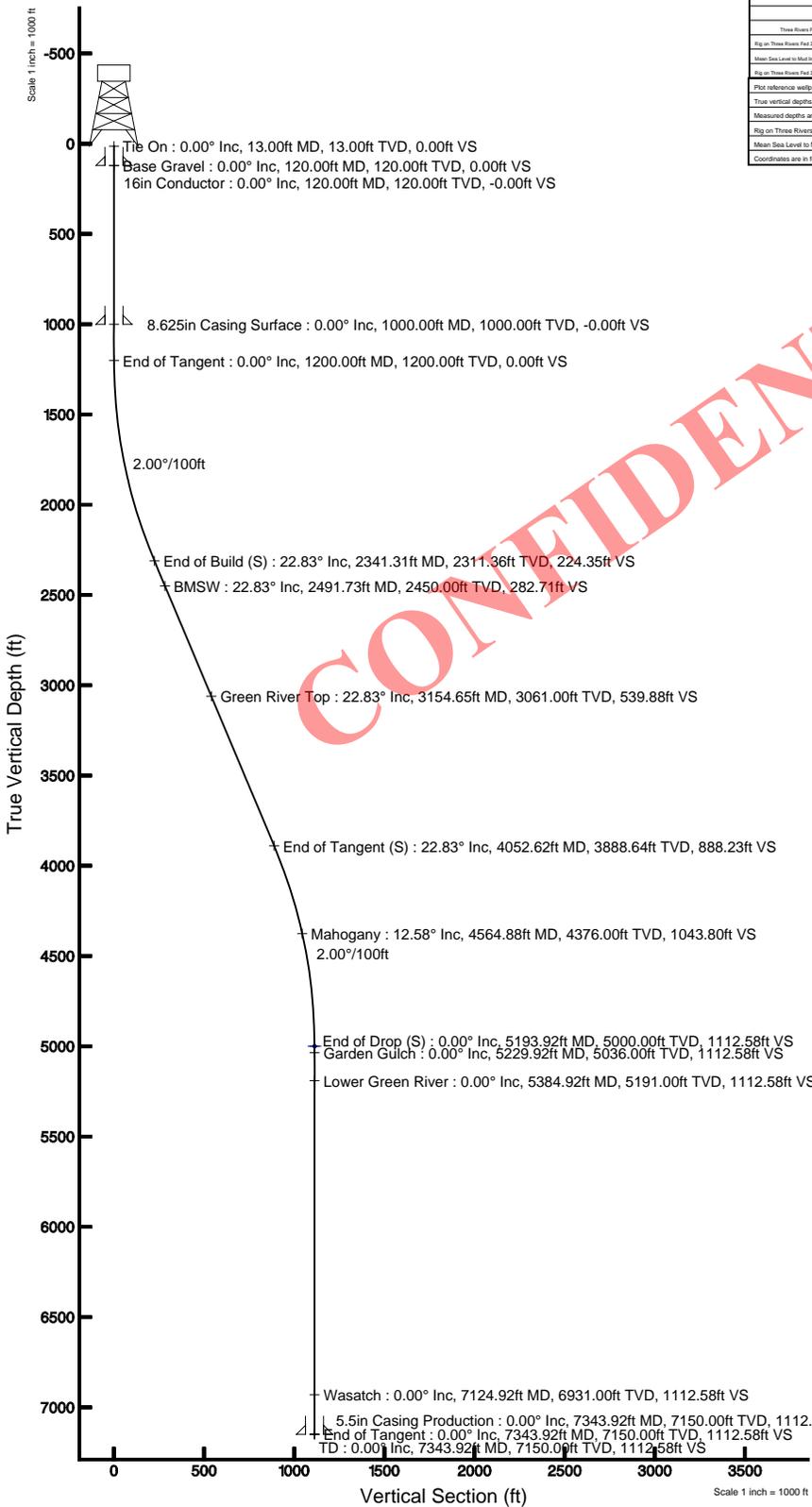
Well Profile Data						
Design Comment	MD (ft)	Inc (°)	Az (°)	TVD (ft)	Local N (ft)	Local E (ft)
Tie On	13.00	0.000	265.724	13.00	0.00	0.00
End of Tangent	1200.00	0.000	265.724	1200.00	0.00	0.00
End of Build (S)	2341.31	22.826	265.724	2311.36	-16.73	-223.73
End of Tangent (S)	4052.62	22.826	265.724	3888.64	-66.23	-685.76
End of Drop (S)	5193.92	0.000	265.724	5000.00	-82.95	-1109.49
End of Tangent	7343.92	0.000	265.724	7150.00	-82.95	-1109.49

Location Information			
Facility Name	Grid East (US ft)	Grid North (US ft)	Latitude
Sec.35-T7S-R20E	215995.265	723143.094	40°08'45.892"N

Well	Local N (ft)	Local E (ft)	Grid East (US ft)	Grid North (US ft)	Latitude	Longitude
Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)	173.00	2223.60	216164.263	723307.497	40°08'38.202"N	109°38'16.100"W

Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) to Mean Sea Level: 4821.4ft
 Mean Sea Level to Mudline (M Slot: Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)): 0ft
 Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) to Mean Sea Level: 4821.4ft

Plot reference wellpath is Three Rivers Fed 35-28T-720 PWB
 True vertical depth is referenced to Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT)
 Measured depths are referenced to Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (MT)
 Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) to Mean Sea Level: 4821.4 feet
 Mean Sea Level to Mudline (M Slot: Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)): 0 feet
 Coordinates are in feet referenced to Slot
 Created by: wellfms on 10/27/2014





Planned Wellpath Report

Three Rivers Fed 35-28T-720 PWP

Page 1 of 5



REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
Area	Three Rivers	Well	Three Rivers Fed 35-28T-720
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 35-28T-720 PWB
Facility	Sec.35-T7S-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	0.999915	Report Generated	10/27/2014 at 4:30:54 PM
Convergence at slot	1.19° East	Database/Source file	WellArchitectDB/Three_Rivers_Fed_35-28T-720_PWB.xml

WELLPATH LOCATION

	Local coordinates		Grid coordinates		Geographic coordinates	
	North[ft]	East[ft]	Easting[US ft]	Northing[US ft]	Latitude	Longitude
Slot Location	-773.02	2223.62	2161604.26	7232676.47	40°09'38.350"N	109°38'06.100"W
Facility Reference Pt			2159365.27	7233403.09	40°09'45.990"N	109°38'34.740"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 Fed 35-28T-720 (539' FSL & 2388' FEL) (RT) to Facility Vertical Datum
Horizontal Reference Pt	Slot	Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT) to Mean Sea Level
Vertical Reference Pt	Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT)	Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT) to Mud Line at Slot (Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT) to Mean Sea Level)
MD Reference Pt	Rig on Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL) (RT)	Section Origin
Field Vertical Reference	Mean Sea Level	Section Azimuth

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Planned Wellpath Report

Three Rivers Fed 35-28T-720 PWP

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REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
Area	Three Rivers	Well	Three Rivers Fed 35-28T-720
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 35-28T-720 PWB
Facility	Sec.35-17S-R20E		

WELLPATH DATA (87 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	265.724	0.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
13.00	0.000	265.724	13.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
113.00†	0.000	265.724	113.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
120.00†	0.000	265.724	120.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	Base Gravel
213.00†	0.000	265.724	213.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
313.00†	0.000	265.724	313.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
413.00†	0.000	265.724	413.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
513.00†	0.000	265.724	513.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
613.00†	0.000	265.724	613.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
713.00†	0.000	265.724	713.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
813.00†	0.000	265.724	813.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
913.00†	0.000	265.724	913.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
1013.00†	0.000	265.724	1013.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
1113.00†	0.000	265.724	1113.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
1200.00	0.000	265.724	1200.00	0.00	0.00	0.00	40°09'38.350"N	109°38'06.100"W	0.00	
1213.00†	0.260	265.724	1213.00	0.03	0.00	-0.03	40°09'38.350"N	109°38'06.100"W	2.00	
1313.00†	2.260	265.724	1312.97	2.23	-0.17	-2.22	40°09'38.348"N	109°38'06.129"W	2.00	
1413.00†	4.260	265.724	1412.80	7.91	-0.59	-7.89	40°09'38.344"N	109°38'06.202"W	2.00	
1513.00†	6.260	265.724	1512.38	17.08	-1.27	-17.03	40°09'38.337"N	109°38'06.319"W	2.00	
1613.00†	8.260	265.724	1611.57	29.72	-2.22	-29.64	40°09'38.328"N	109°38'06.482"W	2.00	
1713.00†	10.260	265.724	1710.26	45.81	-3.42	-45.68	40°09'38.316"N	109°38'06.688"W	2.00	
1813.00†	12.260	265.724	1808.33	65.33	-4.87	-65.15	40°09'38.302"N	109°38'06.939"W	2.00	
1913.00†	14.260	265.724	1905.66	88.27	-6.58	-88.02	40°09'38.285"N	109°38'07.234"W	2.00	
2013.00†	16.260	265.724	2002.13	114.59	-8.54	-114.27	40°09'38.266"N	109°38'07.572"W	2.00	
2113.00†	18.260	265.724	2097.62	144.26	-10.76	-143.86	40°09'38.244"N	109°38'07.953"W	2.00	
2213.00†	20.260	265.724	2192.02	177.24	-13.22	-176.75	40°09'38.219"N	109°38'08.376"W	2.00	
2313.00†	22.260	265.724	2285.21	213.50	-15.92	-212.91	40°09'38.193"N	109°38'08.842"W	2.00	
2341.31	22.826	265.724	2311.36	224.35	-16.73	-223.73	40°09'38.185"N	109°38'08.982"W	2.00	
2413.00†	22.826	265.724	2377.43	252.16	-18.80	-251.46	40°09'38.164"N	109°38'09.339"W	0.00	
2491.73†	22.826	265.724	2450.00	282.71	-21.08	-281.92	40°09'38.142"N	109°38'09.731"W	0.00	BMSW
2513.00†	22.826	265.724	2469.60	290.96	-21.69	-290.15	40°09'38.136"N	109°38'09.837"W	0.00	
2613.00†	22.826	265.724	2561.77	329.75	-24.59	-328.83	40°09'38.107"N	109°38'10.335"W	0.00	
2713.00†	22.826	265.724	2653.94	368.55	-27.48	-367.52	40°09'38.078"N	109°38'10.834"W	0.00	
2813.00†	22.826	265.724	2746.11	407.34	-30.37	-406.21	40°09'38.050"N	109°38'11.332"W	0.00	
2913.00†	22.826	265.724	2838.28	446.13	-33.26	-444.89	40°09'38.021"N	109°38'11.830"W	0.00	
3013.00†	22.826	265.724	2930.45	484.93	-36.16	-483.58	40°09'37.993"N	109°38'12.328"W	0.00	
3113.00†	22.826	265.724	3022.61	523.72	-39.05	-522.26	40°09'37.964"N	109°38'12.827"W	0.00	
3154.65†	22.826	265.724	3061.00	539.88	-40.25	-538.37	40°09'37.952"N	109°38'13.034"W	0.00	Green River Top
3213.00†	22.826	265.724	3114.78	562.51	-41.94	-560.95	40°09'37.935"N	109°38'13.325"W	0.00	
3313.00†	22.826	265.724	3206.95	601.31	-44.83	-599.63	40°09'37.907"N	109°38'13.823"W	0.00	
3413.00†	22.826	265.724	3299.12	640.10	-47.73	-638.32	40°09'37.878"N	109°38'14.321"W	0.00	
3513.00†	22.826	265.724	3391.29	678.89	-50.62	-677.00	40°09'37.850"N	109°38'14.820"W	0.00	
3613.00†	22.826	265.724	3483.46	717.69	-53.51	-715.69	40°09'37.821"N	109°38'15.318"W	0.00	
3713.00†	22.826	265.724	3575.63	756.48	-56.40	-754.38	40°09'37.793"N	109°38'15.816"W	0.00	
3813.00†	22.826	265.724	3667.79	795.28	-59.30	-793.06	40°09'37.764"N	109°38'16.315"W	0.00	



Planned Wellpath Report

Three Rivers Fed 35-28T-720 PWP
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REFERENCE WELLPATH IDENTIFICATION

Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
Area	Three Rivers	Well	Three Rivers Fed 35-28T-720
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 35-28T-720 PWB
Facility	Sec.35-T7S-R20E		

WELLPATH DATA (87 stations) † = interpolated/extrapolated station

MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Vert Sect [ft]	North [ft]	East [ft]	Latitude	Longitude	DLS [°/100ft]	Comments
3913.00†	22.826	265.724	3759.96	834.07	-62.19	-831.75	40°09'37.735"N	109°38'16.813"W	0.00	
4013.00†	22.826	265.724	3852.13	872.86	-65.08	-870.43	40°09'37.707"N	109°38'17.311"W	0.00	
4052.62	22.826	265.724	3888.64	888.23	-66.23	-885.76	40°09'37.695"N	109°38'17.508"W	0.00	
4113.00†	21.618	265.724	3944.54	911.07	-67.93	-908.53	40°09'37.679"N	109°38'17.802"W	2.00	
4213.00†	19.618	265.724	4038.13	946.28	-70.55	-943.65	40°09'37.653"N	109°38'18.254"W	2.00	
4313.00†	17.618	265.724	4132.89	978.21	-72.93	-975.48	40°09'37.629"N	109°38'18.664"W	2.00	
4413.00†	15.618	265.724	4228.71	1006.80	-75.07	-1004.00	40°09'37.608"N	109°38'19.031"W	2.00	
4513.00†	13.618	265.724	4325.47	1032.04	-76.95	-1029.17	40°09'37.589"N	109°38'19.356"W	2.00	
4564.88†	12.581	265.724	4376.00	1043.80	-77.83	-1040.89	40°09'37.581"N	109°38'19.507"W	2.00	Mahogany
4613.00†	11.618	265.724	4423.05	1053.89	-78.58	-1050.95	40°09'37.573"N	109°38'19.636"W	2.00	
4713.00†	9.618	265.724	4521.33	1072.31	-79.95	-1069.33	40°09'37.560"N	109°38'19.873"W	2.00	
4813.00†	7.618	265.724	4620.20	1087.30	-81.07	-1084.27	40°09'37.549"N	109°38'20.065"W	2.00	
4913.00†	5.618	265.724	4719.53	1098.82	-81.93	-1095.76	40°09'37.540"N	109°38'20.213"W	2.00	
5013.00†	3.618	265.724	4819.20	1106.87	-82.53	-1103.79	40°09'37.534"N	109°38'20.317"W	2.00	
5113.00†	1.618	265.724	4919.09	1111.44	-82.87	-1108.35	40°09'37.531"N	109°38'20.375"W	2.00	
5193.92	0.000	265.724	5000.00†	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	2.00	
5213.00†	0.000	265.724	5019.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5229.92†	0.000	265.724	5036.00	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	Garden Gulch
5313.00†	0.000	265.724	5119.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5384.92†	0.000	265.724	5191.00	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	Lower Green River
5413.00†	0.000	265.724	5219.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5513.00†	0.000	265.724	5319.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5613.00†	0.000	265.724	5419.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5713.00†	0.000	265.724	5519.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5813.00†	0.000	265.724	5619.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
5913.00†	0.000	265.724	5719.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6013.00†	0.000	265.724	5819.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6113.00†	0.000	265.724	5919.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6213.00†	0.000	265.724	6019.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6313.00†	0.000	265.724	6119.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6413.00†	0.000	265.724	6219.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6513.00†	0.000	265.724	6319.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6613.00†	0.000	265.724	6419.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6713.00†	0.000	265.724	6519.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6813.00†	0.000	265.724	6619.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
6913.00†	0.000	265.724	6719.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
7013.00†	0.000	265.724	6819.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
7113.00†	0.000	265.724	6919.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
7124.92†	0.000	265.724	6931.00	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	Wasatch
7213.00†	0.000	265.724	7019.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
7313.00†	0.000	265.724	7119.08	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	
7343.92	0.000	265.724	7150.00	1112.58	-82.95	-1109.49	40°09'37.530"N	109°38'20.390"W	0.00	ID



Planned Wellpath Report
 Three Rivers Fed 35-28T-720 PWP
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REFERENCE WELLPATH IDENTIFICATION			
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
Area	Three Rivers	Well	Three Rivers Fed 35-28T-720
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 35-28T-720 PWB
Facility	Sec.35-T7S-R20E		

HOLE & CASING SECTIONS - Ref Wellbore: Three Rivers Fed 35-28T-720 PWB Ref Wellpath: Three Rivers Fed 35-28T-720 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	7343.92	6343.92	1000.00	7150.00	0.00	0.00	-82.95	-1109.49
5.5in Casing Production	13.00	7343.92	7330.92	13.00	7150.00	0.00	0.00	-82.95	-1109.49

TARGETS									
Name	MD [ft]	TVD [ft]	North [ft]	East [ft]	Grid East [US ft]	Grid North [US ft]	Latitude	Longitude	Shape
1) Three Rivers Fed 35-28T-720 Target On Plat 460' FSL & 1780' FWL	5193.92	5000.00	-82.95	-1109.49	2160496.84	7232570.41	40°09'37.530"N	109°38'20.390"W	point

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Planned Wellpath Report
 Three Rivers Fed 35-28T-720 PWP
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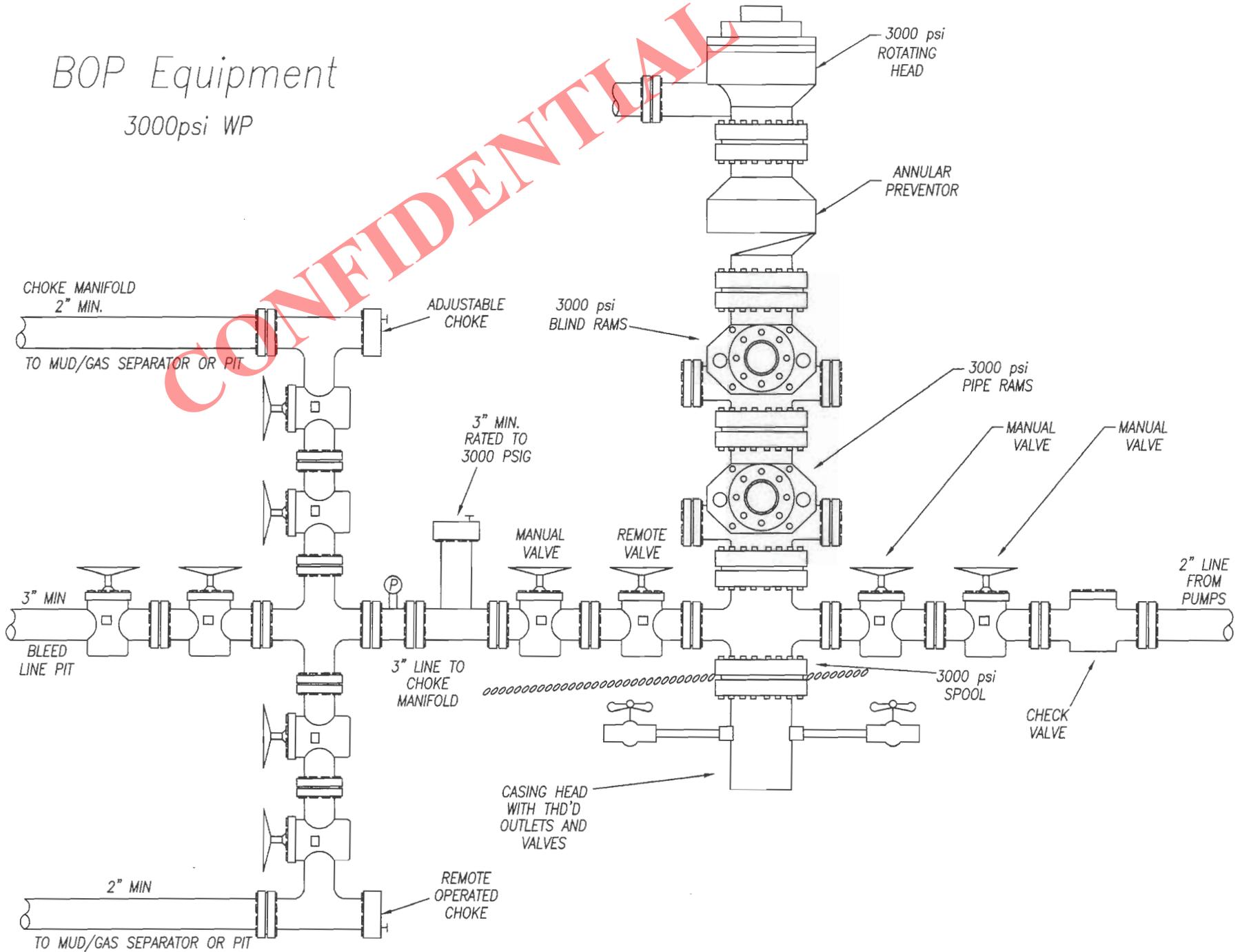
REFERENCE WELLPATH IDENTIFICATION			
Operator	ULTRA RESOURCES, INC	Slot	Three Rivers Fed 35-28T-720 (539' FSL & 2388' FEL)
Area	Three Rivers	Well	Three Rivers Fed 35-28T-720
Field	UINTAH COUNTY	Wellbore	Three Rivers Fed 35-28T-720 PWB
Facility	Sec.35-T7S-R20E		

WELLPATH COMMENTS				
MD [ft]	Inclination [°]	Azimuth [°]	TVD [ft]	Comment
120.00	0.000	265.724	120.00	Base Gravel
2491.73	22.826	265.724	2450.00	BMSW
3154.65	22.826	265.724	3061.00	Green River Top
4564.88	12.581	265.724	4376.00	Mahogany
5229.92	0.000	265.724	5036.00	Garden Gulch
5384.92	0.000	265.724	5191.00	Lower Green River
7124.92	0.000	265.724	6931.00	Wasatch
7343.92	0.000	265.724	7150.00	TD

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BOP Equipment

3000psi WP





Ultra Resources, Inc.

November 12, 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 Fed 35-28T-720
Surface Location: 539' FSL & 2388' FEL, SWSE, Sec. 35, T7S, R20E
Target Location: 460' FSL & 1780' FWL, SESW, Sec. 35, T7S, R20E
SLB&M, Uintah County, Utah

Dear Mr. Doucet:

Reference is made to **Cause No. 270-02** and **Cause No. 270-04**, (Special Lease Line Units), Item 2., Special Lease Line Drilling Unit "C", where in Ultra applied for and received authorization from the Utah Board of Oil, Gas and Mining to drill a single well on the above referenced Special Lease Line Drilling Unit "C".

Due to surface constraints, it is necessary that the surface location for the above captioned well be located outside of the subject drilling unit, 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. In addition, there are no unleased mineral interests with respect to all tracts within 460' around the full wellbore path of the proposed directional well.

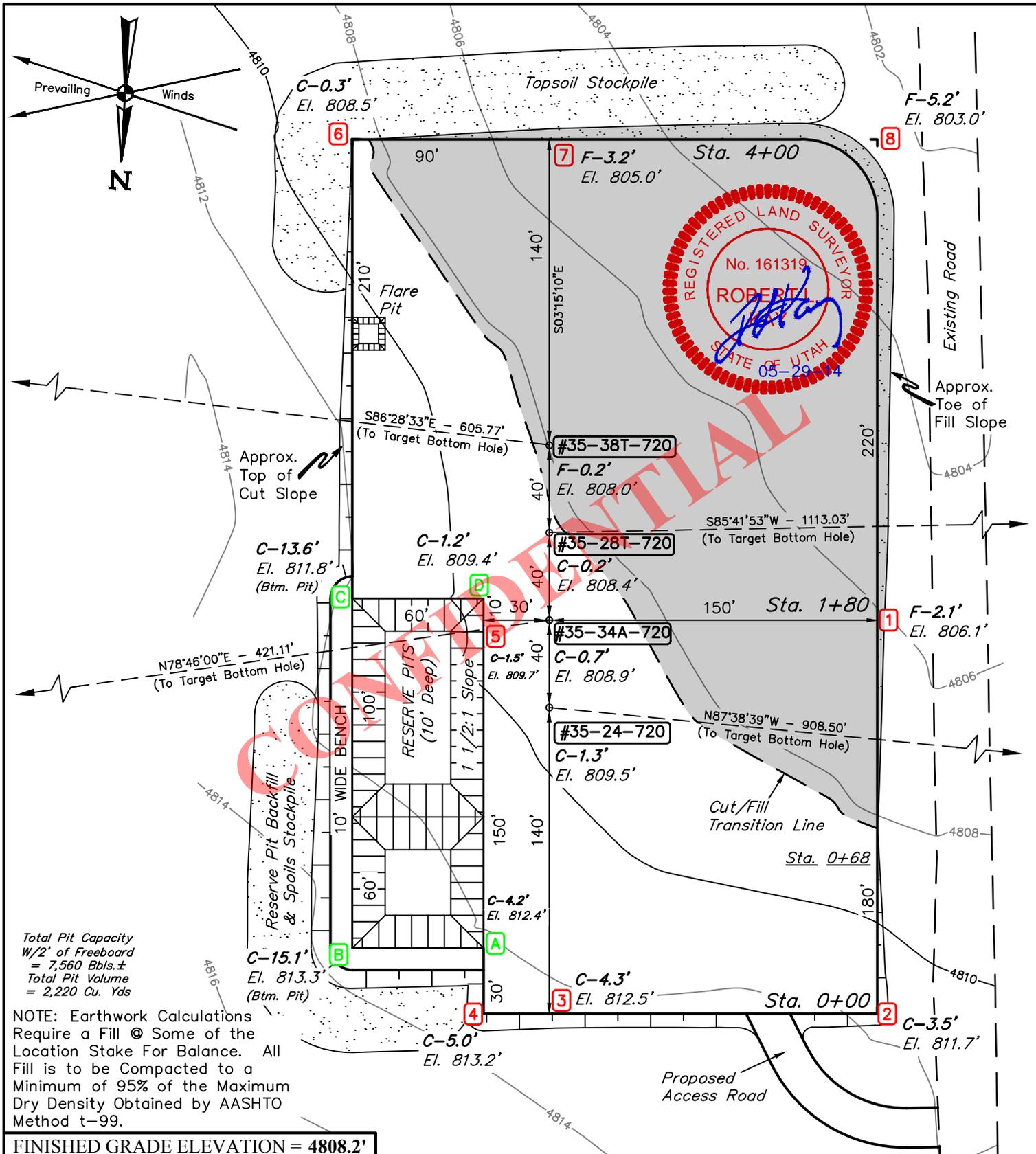
In light of the above, Ultra Resources, Inc. ("Ultra") respectfully submits this request for exception to spacing as set forth collectively in the above noted Orders.

Thank you very much for your timely consideration of this application. Please feel free to contact me at 303-645-9804 should you have any questions or need additional information.

Sincerely,

A handwritten signature in blue ink, appearing to read "J. Anderson".

Jenna Anderson
Permitting Specialist



Total Pit Capacity
W/2' of Freeboard
= 7,560 Bbls.±
Total Pit Volume
= 2,220 Cu. Yds

NOTE: Earthwork Calculations
Require a Fill @ Some of the
Location Stake For Balance. All
Fill is to be Compacted to a
Minimum of 95% of the Maximum
Dry Density Obtained by AASHTO
Method t-99.

FINISHED GRADE ELEVATION = 4808.2'

NOTES:

- Flare pit is to be located a min. of 100' from the wellhead.
- Round corners at 35' radius or as needed.
- Contours shown at 2' intervals.

ULTRA RESOURCES, INC.

**THREE RIVERS FED #35-24-720, #35-34A-720,
#35-28T-720 & #35-38T-720
SECTION 35, T7S, R20E, S.L.B.&M.
SW 1/4 SE 1/4**

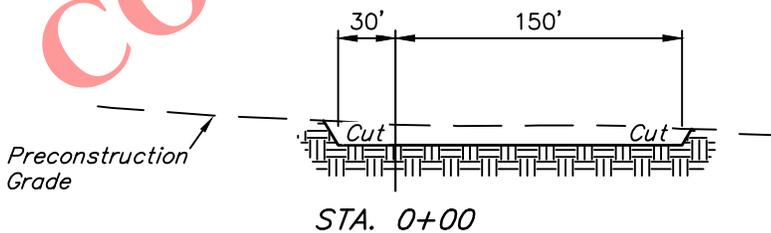
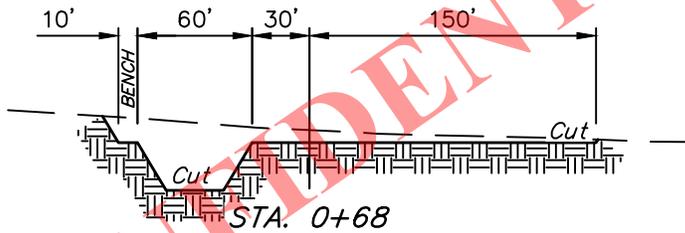
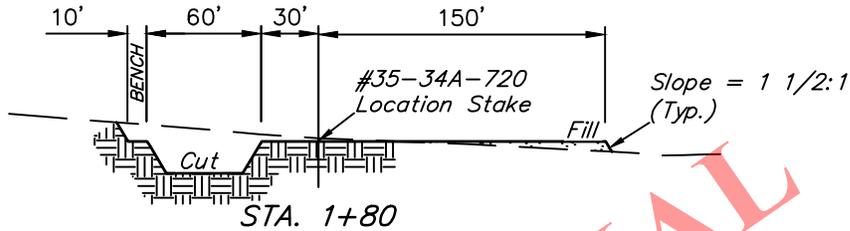
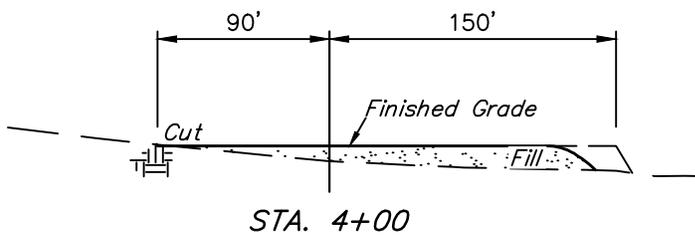
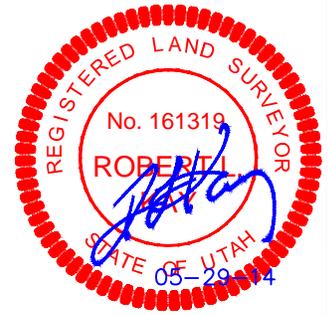


UELS, LLC
Corporate Office * 85 South 200 East
Vernal, UT 84078 * (435) 789-1017

DRAWN BY: S.S.	DATE DRAWN: 05-13-14
SCALE: 1" = 60'	REVISED: 00-00-00

LOCATION LAYOUT **FIGURE #1**

X-Section Scale
1" = 100'



CONFIDENTIAL

APPROXIMATE EARTHWORK QUANTITIES	
(6") TOPSOIL STRIPPING	1,910 Cu. Yds.
REMAINING LOCATION	5,750 Cu. Yds.
TOTAL CUT	7,660 Cu. Yds.
FILL	4,640 Cu. Yds.
EXCESS MATERIAL	3,020 Cu. Yds.
TOPSOIL & PIT BACKFILL (1/2 Pit Vol.)	3,020 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	0 Cu. Yds.

APPROXIMATE SURFACE DISTURBANCE AREAS		
	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±2.771
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±108.07'	±0.074
30' WIDE PIPELINE R-O-W DISTURBANCE	±199.90'	±0.138
TOTAL SURFACE USE AREA	±307.97'	±2.983

NOTES:

- Fill quantity includes 5% for compaction.
- Calculations based on 6" of topsoil stripping.

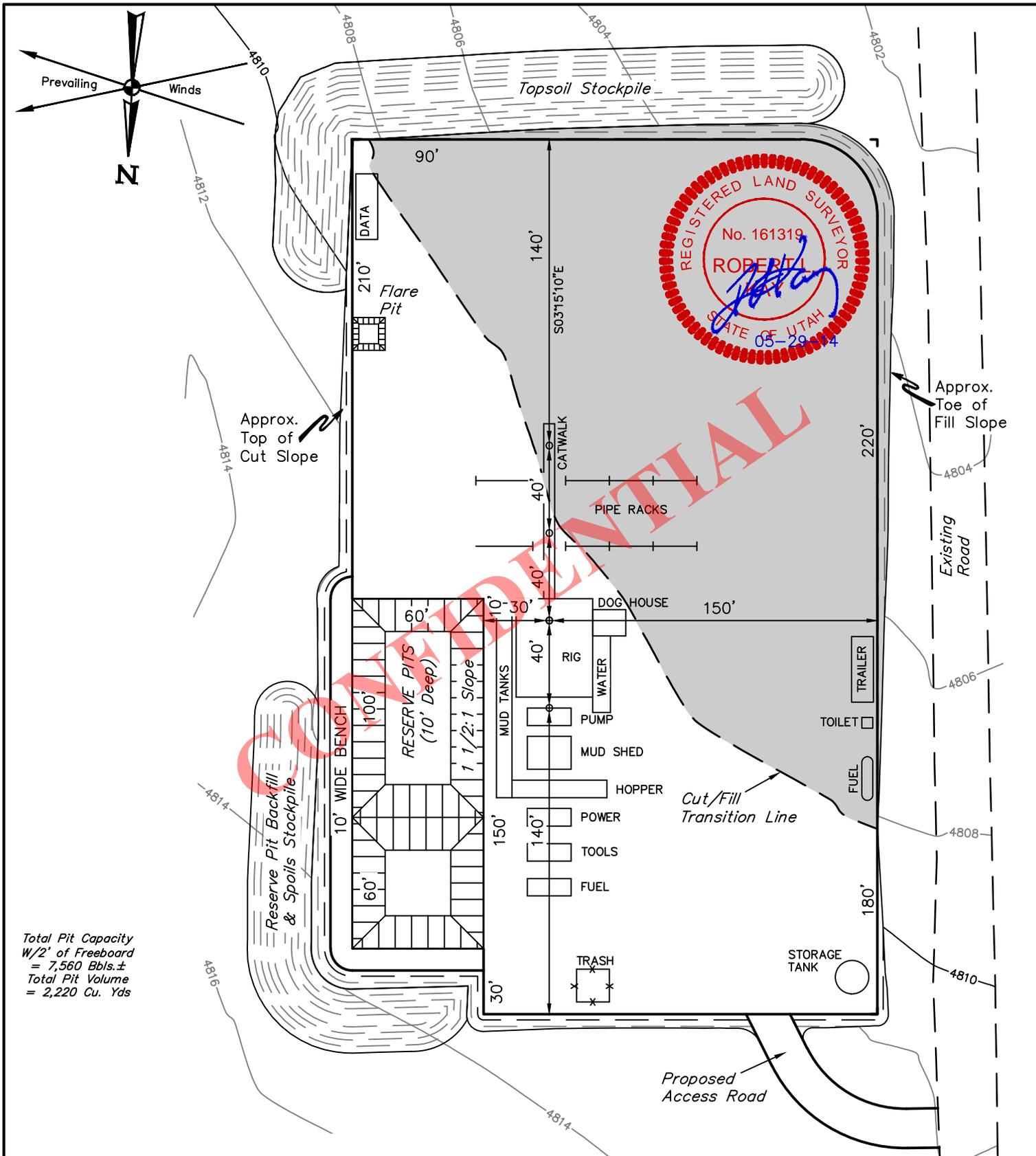
ULTRA RESOURCES, INC.

**THREE RIVERS FED #35-24-720, #35-34A-720,
#35-28T-720 & #35-38T-720
SECTION 35, T7S, R20E, S.L.B.&M.
SW 1/4 SE 1/4**



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

DRAWN BY: S.S.	DATE DRAWN: 05-13-14
SCALE: AS SHOWN	REVISED: 00-00-00
TYPICAL CROSS SECTIONS	FIGURE #2



Total Pit Capacity
W/2' of Freeboard
= 7,560 Bbls.±
Total Pit Volume
= 2,220 Cu. Yds

NOTES:

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

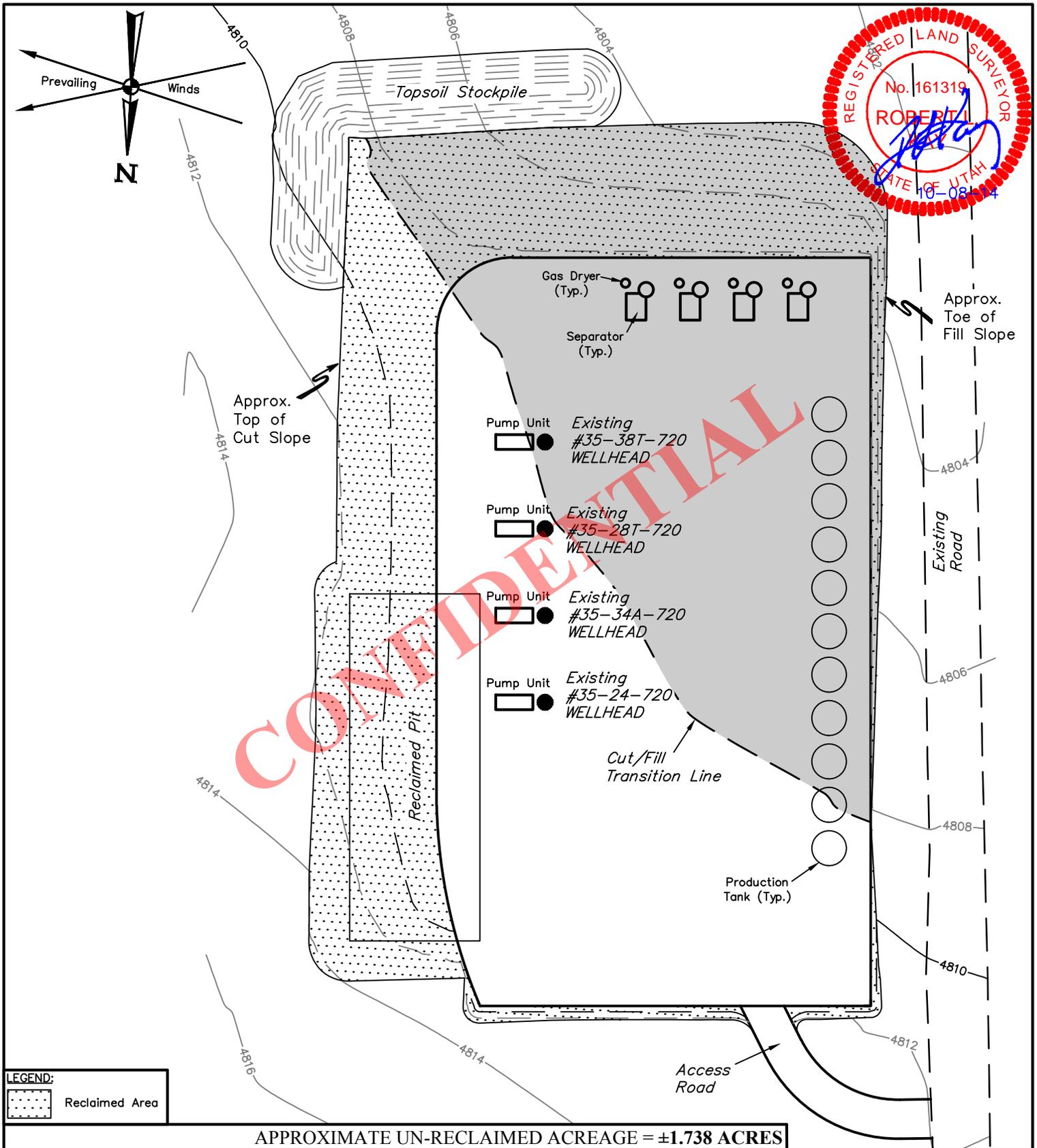
ULTRA RESOURCES, INC.

**THREE RIVERS FED #35-24-720, #35-34A-720,
#35-28T-720 & #35-38T-720
SECTION 35, T7S, R20E, S.L.B.&M.
SW 1/4 SE 1/4**



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

DRAWN BY: S.S.	DATE DRAWN: 05-13-14
SCALE: 1" = 60'	REVISED: 00-00-00
TYPICAL RIG LAYOUT	FIGURE #3



APPROXIMATE UN-RECLAIMED ACREAGE = ±1.738 ACRES

- NOTES:**
- Contours shown at 2' intervals.

ULTRA RESOURCES, INC.

**THREE RIVERS FED #35-24-720,
#35-34A-720, #35-28T-720 & #35-38T-720
SECTION 35, T7S, R20E, S.L.B.&M.
SW 1/4 SE 1/4**



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

DRAWN BY: H.W.	DATE DRAWN: 10-03-14
SCALE: 1" = 60'	REVISED: 00-00-00
PRODUCTION FACILITY LAYOUT	
FIGURE #4	

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/24/2014

API NO. ASSIGNED: 43047550140000

WELL NAME: Three Rivers Fed 35-28T-720

OPERATOR: ULTRA RESOURCES INC (N4045)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: SWSE 35 070S 200E

Permit Tech Review:

SURFACE: 0539 FSL 2388 FEL

Engineering Review:

BOTTOM: 0460 FSL 1780 FWL

Geology Review:

COUNTY: UINTAH

LATITUDE: 40.16070

LONGITUDE: -109.63494

UTM SURF EASTINGS: 616250.00

NORTHINGS: 4446486.00

FIELD NAME: THREE RIVERS

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU88623

PROPOSED PRODUCING FORMATION(S): GREEN RIVER - LOWER

SURFACE OWNER: 1 - Federal

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- PLAT
- Bond: FEDERAL - UTB000593
- Potash
- Oil Shale 190-5
- Oil Shale 190-3
- Oil Shale 190-13
- Water Permit: 43-10988
- RDCC Review:
- Fee Surface Agreement
- Intent to Commingle

Commingle Approved

LOCATION AND SITING:

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

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason



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 Fed 35-28T-720
API Well Number: 43047550140000
Lease Number: UTU88623
Surface Owner: FEDERAL
Approval Date: 12/11/2014

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 Cause 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

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:

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

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.

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 at 801-538-5284

(please leave a voicemail message if not available)

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil &

Gas website
at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

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

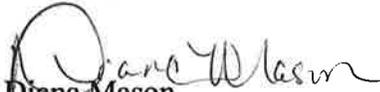
Ladies and Gentlemen:

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