

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 ULT 12-34-3-1E
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>		3. FIELD OR WILDCAT WILDCAT
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR UTE ENERGY UPSTREAM HOLDINGS LLC		7. OPERATOR PHONE 720 420-3235
8. ADDRESS OF OPERATOR 1875 Lawrence St Ste 200, Denver, CO, 80202		9. OPERATOR E-MAIL rgarrison@uteenergy.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 type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Utah Land Trust		14. SURFACE OWNER PHONE (if box 12 = 'fee') 321-917-4999
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 230 Park Avenue, Satellite Beach, FL 32937		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 checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2166 FSL 543 FWL	NWSW	34	3.0 S	1.0 E	U
Top of Uppermost Producing Zone	2166 FSL 543 FWL	NWSW	34	3.0 S	1.0 E	U
At Total Depth	2166 FSL 543 FWL	NWSW	34	3.0 S	1.0 E	U

21. COUNTY UINTAH	22. DISTANCE TO NEAREST LEASE LINE (Feet) 543	23. NUMBER OF ACRES IN DRILLING UNIT 40
27. ELEVATION - GROUND LEVEL 5101	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 920	26. PROPOSED DEPTH MD: 10168 TVD: 10168
	28. BOND NUMBER LPM9032132	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 438496

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	12.25	8.625	0 - 1017	24.0	J-55 ST&C	8.4	Light (Hibond)	357	1.35	14.8
PROD	7.875	5.5	0 - 10168	17.0	N-80 LT&C	9.2	Halliburton Light , Type Unknown	290	3.2	11.0
							50/50 Poz	614	1.46	13.5

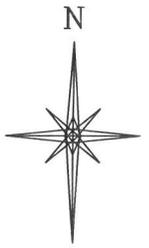
ATTACHMENTS

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 checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP

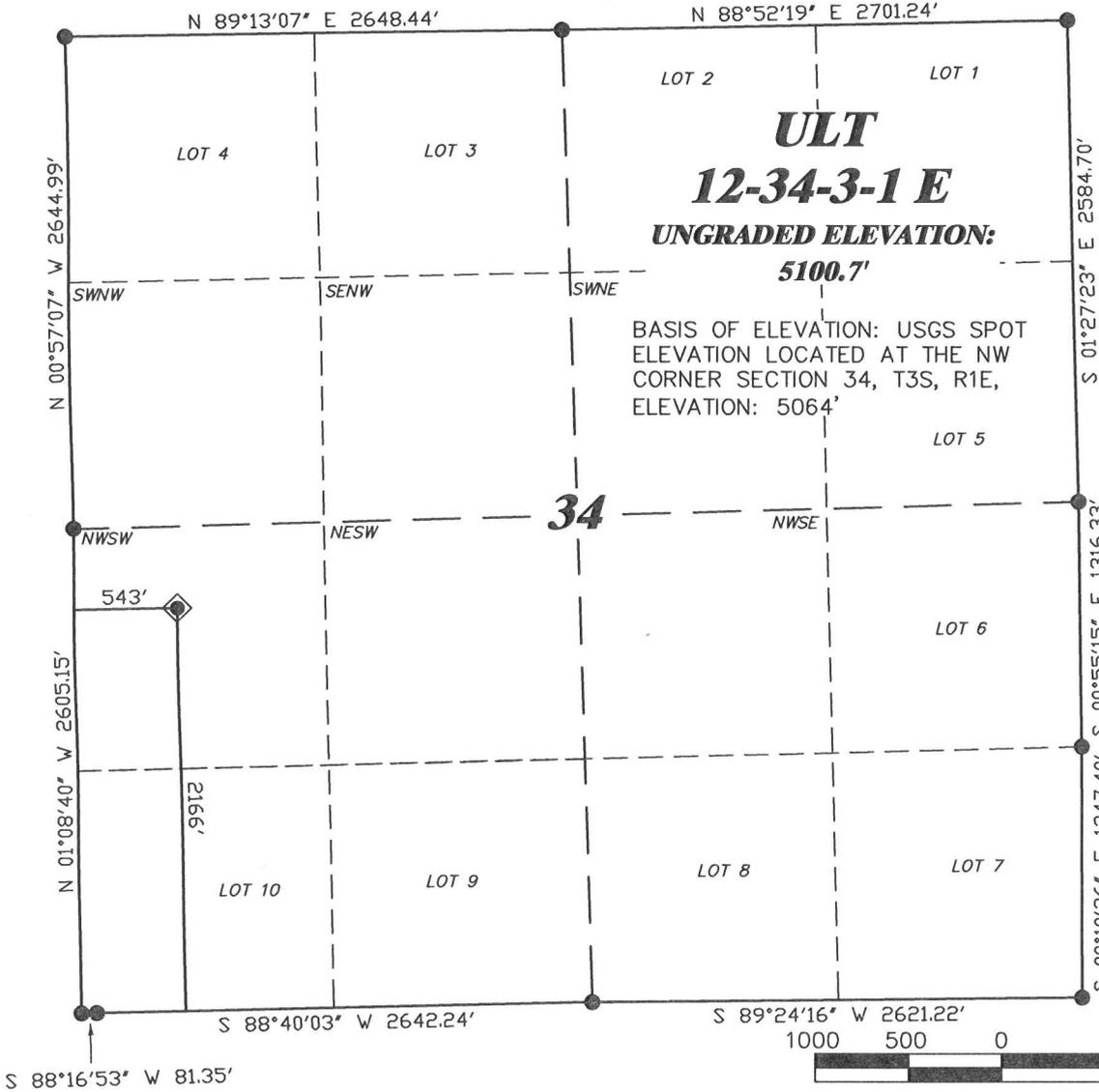
NAME Lori Browne	TITLE Regulatory Specialist	PHONE 720 420-3246
SIGNATURE	DATE 10/21/2011	EMAIL lbrowne@uteenergy.com
API NUMBER ASSIGNED 43047521230000	APPROVAL  Permit Manager	

R. 1 E.



SCALE 1" = 1000'

T. 3 S.

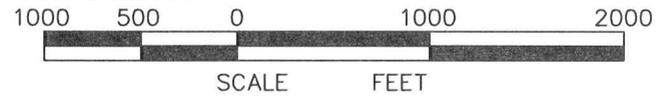


LATITUDE (NAD 83)
 NORTH 40.177306 DEG.
LONGITUDE (NAD 83)
 WEST 109.876706 DEG.

LATITUDE (NAD 27)
 NORTH 40.177344 DEG.
LONGITUDE (NAD 27)
 WEST 109.876005 DEG.

NORTHING
 675762.74
EASTING
 2453753.29

DATUM
 SPCS UTC (NAD 27)

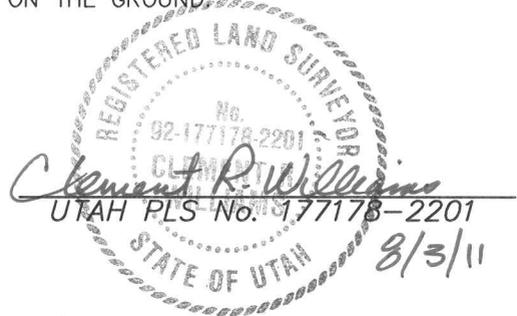


SURVEYOR'S STATEMENT

I, CLEMENT R. WILLIAMS, OF ROCK SPRINGS, WYOMING, HEREBY STATE: THIS MAP WAS MADE FROM NOTES TAKEN DURING AN ACTUAL FIELD SURVEY DONE UNDER MY DIRECT SUPERVISION ON JULY 26, 2011 AND THAT THIS PLAT CORRECTLY SHOWS THE LOCATION OF ULT 12-34-3-1E AS STAKED ON THE GROUND.

LEGEND

- ◆ WELL LOCATION
- BOTTOM HOLE LOC. (APPROX)
- FOUND MONUMENT
- ▲ PREVIOUSLY FOUND MONUMENT



DRG RIFFIN & ASSOCIATES, INC.
 (307) 362-5028 1414 ELK ST., ROCK SPRINGS, WY 82901

**PLAT OF DRILLING LOCATION
 FOR
 UTE ENERGY**

DRAWN: 8/3/11 - CAE	SCALE: 1" = 1000'
REVISED: NA	DRG JOB No. 18455
	EXHIBIT 1

**2166' F/SL & 543' F/WL, SECTION 34,
 T. 3 S., R. 1 E., U.S.M.
 Uintah County, Utah**