

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 Federal 35-21-720
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 checked="" type="checkbox"/> Coalbed Methane Well: NO <input type="checkbox"/>		5. UNIT or COMMUNITIZATION AGREEMENT NAME
6. NAME OF OPERATOR AXIA ENERGY LLC		7. OPERATOR PHONE 720 746-5200
8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202		9. OPERATOR E-MAIL rsatre@axiaenergy.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	660 FNL 1620 FWL	NENW	35	7.0 S	20.0 E	S
Top of Uppermost Producing Zone	560 FNL 1980 FWL	NENW	35	7.0 S	20.0 E	S
At Total Depth	560 FNL 1980 FWL	NENW	35	7.0 S	20.0 E	S

21. COUNTY UINTAH	22. DISTANCE TO NEAREST LEASE LINE (Feet) 245	23. NUMBER OF ACRES IN DRILLING UNIT 40
27. ELEVATION - GROUND LEVEL 4821	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 36	26. PROPOSED DEPTH MD: 7352 TVD: 7333
	28. BOND NUMBER UTB000464	29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2357

Hole, Casing, and Cement Information

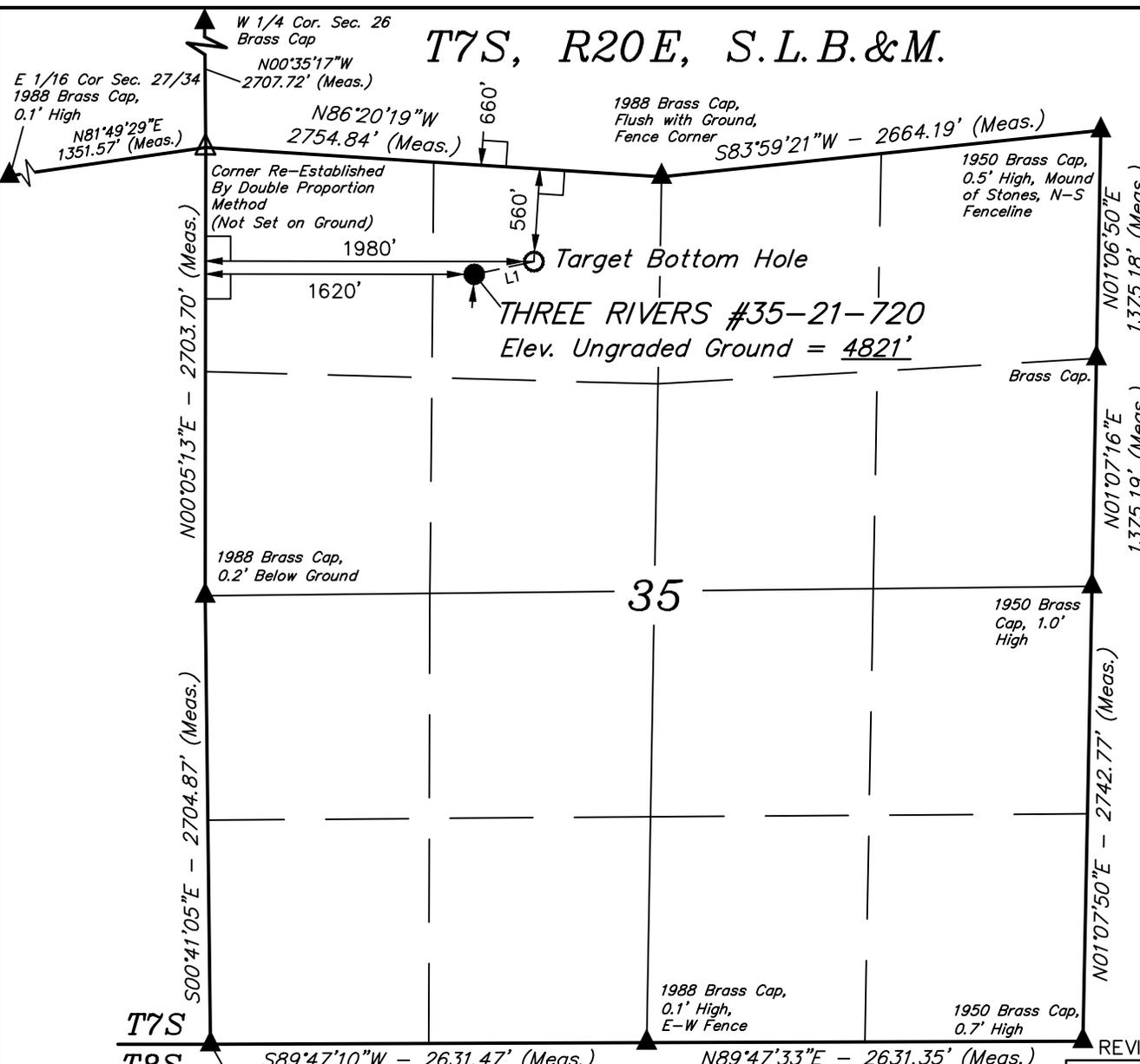
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Surf	11	8.625	0 - 1000	24.0	J-55 LT&C	8.7	Premium Lite High Strength	120	2.97	11.5
							Class G	115	1.16	15.8
Prod	7.875	5.5	0 - 7352	17.0	J-55 LT&C	9.2	Light (Hibond)	165	3.78	10.5
							Light (Hibond)	340	2.31	12.0

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 (Buys & Associates, Inc)	PHONE 435 719-2018
SIGNATURE	DATE 08/08/2013	EMAIL starpoint@etv.net
API NUMBER ASSIGNED 43047539430000	APPROVAL  Permit Manager	



AXIA ENERGY

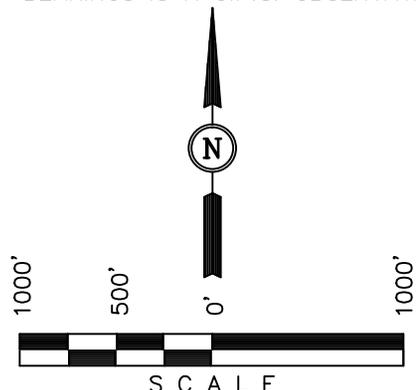
Well location, THREE RIVERS FEDERAL #35-21-720, located as shown in the NE 1/4 NW 1/4 of Section 35, T7S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

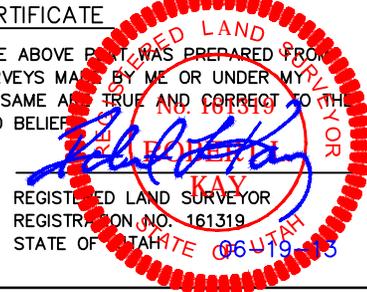
BASIS OF BEARINGS

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



CERTIFICATE

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



REVISED: 06-18-13 H.K.W.

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

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N77°54'44"E	368.30'

NAD 83 (TARGET BOTTOM HOLE)		NAD 83 (SURFACE LOCATION)	
LATITUDE = 40°10'19.60" (40.172111)	LATITUDE = 40°10'18.84" (40.171900)	LATITUDE = 40°10'18.84" (40.171900)	LATITUDE = 40°10'18.97" (40.171936)
LONGITUDE = 109°38'18.15" (109.638375)	LONGITUDE = 109°38'22.79" (109.639664)	LONGITUDE = 109°38'22.79" (109.639664)	LONGITUDE = 109°38'20.29" (109.638969)
NAD 27 (TARGET BOTTOM HOLE)		NAD 27 (SURFACE LOCATION)	
LATITUDE = 40°10'19.73" (40.172147)	LATITUDE = 40°10'18.73" (40.171936)	LATITUDE = 40°10'18.73" (40.171936)	LATITUDE = 40°10'18.97" (40.171936)
LONGITUDE = 109°38'15.65" (109.637681)	LONGITUDE = 109°38'20.29" (109.638969)	LONGITUDE = 109°38'20.29" (109.638969)	LONGITUDE = 109°38'20.29" (109.638969)

UINTAH ENGINEERING & LAND SURVEYING		
85 SOUTH 200 EAST - VERNAL, UTAH 84078		
(435) 789-1017		
SCALE 1" = 1000'	DATE SURVEYED: 06-05-13	DATE DRAWN: 06-06-13
PARTY B.H. M.P. K.O.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE AXIA ENERGY	