

Gulf Coast Ultra Deep Royalty Trust
Form SC 13G/A
November 13, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

GULF COAST ULTRA DEEP ROYALTY TRUST

(Name of Issuer)

Royalty Trust Units

(Title of Class of Securities)

40222T104

(CUSIP Number)

November 10, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAME OF REPORTING PERSONS LEON G. COOPERMAN
I.R.S. IDENTIFICATION NO. OF
ABOVE PERSONS
(ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION United States

NUMBER OF
SHARES **5** SOLE VOTING POWER 5,000,000
BENEFICIALLY
OWNED BY **6** SHARED VOTING POWER -0-
EACH
REPORTING **7** SOLE DISPOSITIVE POWER 5,000,000
PERSON
WITH: **8** SHARED DISPOSITIVE POWER -0-

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH 5,000,000
REPORTING PERSON

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED 2.1%
BY AMOUNT IN ROW 9

12 TYPE OF REPORTING PERSON IN

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Item **Name of Issuer:**
1(a).

**GULF COAST
ULTRA DEEP
ROYALTY
TRUST (the
“Company”)**

Address of
Item **Issuer’s Principal**
1(b). **Executive**
 Offices:

c/o The Bank of
New York
Mellon Trust
Company, N.A.,
as trustee
Institutional Trust
Services 919
Congress
Avenue, Suite
500 Austin, Texas
78701

Item **Name of Person**
2(a). **Filing:**

Leon G.
Cooperman (“Mr.
Cooperman”). Mr.
Cooperman is,
among other
activities, an
investor engaged
in investing for
his own account.
Mr. Cooperman is
the Managing
Member of
Omega
Associates,
L.L.C.
(“Associates”), a

limited liability
company
organized under
the laws of the
State of
Delaware.
Associates is a
private
investment firm
formed to invest
in and act as
general partner of
investment
partnerships or
similar
investment
vehicles.
Associates is the
general partner of
Omega Charitable
Partnership L.P.
("Charitable LP"),
an exempted
limited
partnership
registered in the
Cayman Islands.
These entities are
private
investment firms
engaged in the
purchase and sale
of securities for
investment for
their own
accounts.

Mr. Cooperman is
the ultimate
controlling person
of Associates.
The principal
business office of
Associates and
Charitable LP is
810 Seventh
Avenue, 33rd
floor, New York,
New York 10019.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The principal business office of Mr. Cooperman is 11431 W. Palmetto Park Road, Boca Raton FL 33428.

Item 2(c). Citizenship:

Mr. Cooperman is a United States citizen.

Item 2(d). Title of Class of Securities:

Royalty Trust Units (the "Shares").

Item 2(e). CUSIP Number:

40222T104

Item 3. If This Statement is Filed Pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c):

This Item 3 is inapplicable.

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Item 4. Ownership.

(a) (b) Amount beneficially owned and Percent of Class:

Mr. Cooperman may be deemed the beneficial owner of 5,000,000 Shares, which constitutes approximately 2.1 % of the total number of Shares outstanding. This consists of 5,000,000 Shares owned by Charitable LP.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

5,000,000

(ii) Shared power to vote or to direct the vote

0

(iii) Sole power to dispose or to direct the disposition of

5,000,000

(iv) Shared power to dispose or to direct the disposition of

0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

This Item 6 is not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

This Item 7 is not applicable.

Item 8. Identification and Classification of Members of the Group.

This Item 8 is not applicable.

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Item 9. Notice of Dissolution of Group.

This Item 9 is not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATED: November 13, 2015

LEON G. COOPERMAN

By: /s/ ALAN M. STARK

Alan M. Stark

Attorney-in-Fact

Duly authorized under POA effective as of March 1, 2013 and filed on May 20, 2013.