Gulf Coast Ultra Deep Royalty Trust Form SC 13G/A October 28, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No.)*

GULF COAST ULTRA DEEP ROYALTY TRUST (Name of Issuer)

Royalty Trust Units (Title of Class of Securities) 40222T104 (CUSIP Number)

October 27, 2016 (Date of Event Which Requires Filing of this Statement) Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

0	Rule 13d-1(b)
þ	Rule 13d-1(c)
0	Rule 13d-1(d)

*This Schedule 13G constitutes Amendment No. 2 to the Schedule 13G on behalf of Fortress MK Advisors LLC, FIG LLC, Fortress Operating Entity I LP, FIG Corp. and Fortress Investment Group LLC (the "Fortress 13G"), and Amendment No. 4 to the Schedule 13G on behalf of Mount Kellett Capital Management LP (the "Mount Kellett 13G").

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 disclosure 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 the section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORTI	NG PERSON		
1	Mount Kellett Capital Management LP CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
2 3	(a) o (b) þ SEC USE ONLY CITIZENSHIP OR PL	-		
4	Delaware			
	NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 0	
	OWNED BY EACH	6	SHARED VOTING POWER 0	
	REPORTING PERSON	7	SOLE DISPOSITIVE POWER 0	
	WITH	8	SHARED DISPOSITIVE POWER 0	
9	AGGREGATE AMOU 0	UNT BENEFIC	CIALLY OWNED BY EACH REPORTING PERSON	
10	CHECK IF THE AGG o	REGATE AM	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLASS	S REPRESENT	TED BY AMOUNT IN ROW 9	
12	TYPE OF REPORTIN IA	IG PERSON		

1	NAME OF REPORTI	NG PERSON	
1	Fortress MK Advisors	220	IF A MEMBER OF A GROUP
2	(a) o (b) þ		
3	SEC USE ONLY		
4	CITIZENSHIP OR PL Delaware	LACE OF ORGA	ANIZATION
	NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 0
	OWNED BY EACH	6	SHARED VOTING POWER 0
	EACH REPORTING PERSON	7	SOLE DISPOSITIVE POWER 0
	WITH	8	SHARED DISPOSITIVE POWER 0
9	AGGREGATE AMOU 0	UNT BENEFIC	IALLY OWNED BY EACH REPORTING PERSON
10	CHECK IF THE AGC o	GREGATE AMO	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES
11	PERCENT OF CLASS	S REPRESENT	ED BY AMOUNT IN ROW 9
12	TYPE OF REPORTIN OO	IG PERSON	

	NAME OF REPOR	ΓING PERSON			
1					
	FIG LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2		COPRIATE BUX	A IF A MEMBER OF A GROUP		
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3	SEC USE ONLY				
4	CITIZENSHIP OR I	PLACE OF OR	GANIZATION		
4	Delaware				
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OWNED	BY	6	SHARED VOTING POWER		
EACH			0 SOLE DISPOSITIVE POWER		
REPORT		7	0		
PERSON		2	SHARED DISPOSITIVE POWER		
WITH		8	0		
9	AGGREGATE AM	OUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON		
7	0				
10	CHECK IF THE AC	GGREGATE AN	10UNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	0 DEDCENT OF CLA	CC DEDDECEN	TED BY AMOUNT IN ROW 9		
11	0%	.55 REPRESEN	TED BY AMOUNT IN ROW 9		
	0% TYPE OF REPORTING PERSON				
12	00				

1	NAME OF REPORT	ING PERSON		
1	1 Fortress Operating Entity LLP			
Fortress Operating Entity I LP CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			ABER OF A GROUP	
2	(a) o			
	(b) þ			
3	SEC USE ONLY			
4		LACE OF ORGANIZATIO	ON	
7	Delaware			
NUMBEI	R OF SHARES	5	SOLE VOTING POWER	
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OWNED	BY	6	0	
EACH		_	SOLE DISPOSITIVE POWER	
REPORT		7	0	
PERSON WITH		8	SHARED DISPOSITIVE POWER	
WIII		-	0	
9		OUNT BENEFICIALLY O	WNED BY EACH REPORTING PERSON	
	0 CHECK IE THE AC	CDECATE AMOUNT IN	ROW (9) EXCLUDES CERTAIN SHARES	
10	0	UKEUATE AMOUNT IN	ROW (9) EACLODES CERTAIN SHARES	
	-	SS REPRESENTED BY A	MOUNT IN ROW 9	
11	0%			
12	TYPE OF REPORTIN	NG PERSON		
12	PN			

	NAME OF REPOR	ΓING PERSON	
1			
	FIG Corp.		
_		OPRIATE BOX IF A	A MEMBER OF A GROUP
2	(a) o		
	(b) þ		
3	SEC USE ONLY		
4		PLACE OF ORGANI	ZATION
	Delaware		
NUMBEI	R OF SHARES	5	SOLE VOTING POWER
BENEFIC	CIALLY		
OWNED	BY	6	SHARED VOTING POWER
EACH			() SOLE DISDOSITIVE DOWED
REPORT	ING	7	SOLE DISPOSITIVE POWER
PERSON			0 SUADED DISDOSITIVE DOWED
WITH		8	SHARED DISPOSITIVE POWER
	ACCDECATE AM		LY OWNED BY EACH REPORTING PERSON
9	0	JUNI BENEFICIAL	LY OWNED BY EACH REPORTING PERSON
	•	CDECATE AMOUN	
10		JUREUATE AMOUN	NT IN ROW (9) EXCLUDES CERTAIN SHARES
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11	0%	55 KEFKESENTED	BI AMOUNT IN KOW 9
	TYPE OF REPORT	ING DEPSON	
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1	NAME OF REPORT	ΓING PERSON		
1	Fortroop Investment Crown IIC			
	Fortress Investment Group LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
2	<pre></pre>	OF KIATE DO	A IF A MEMBER OF A OROOF	
2	(a) o (b) þ			
3	SEC USE ONLY			
5	CITIZENSHIP OR I	PLACE OF OR	ζανιζατιών	
4	Delaware	LACE OF OR	JANIZATION	
	Delaware		SOLE VOTING POWER	
NUMBEI	R OF SHARES	5	0	
BENEFIC			SHARED VOTING POWER	
OWNED	BY	6		
EACH			SOLE DISPOSITIVE POWER	
REPORT		7		
PERSON			SHARED DISPOSITIVE POWER	
WITH		8		
9	AGGREGATE AMO	OUNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON	
	°	CREGATE AN	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
10		JOREOATE AN	IOUNT IN ROW (3) EXCLUDES CERTAIN SHARES	
	•	SS REPRESEN	TED BY AMOUNT IN ROW 9	
11	0%	55 KEI KESEN		
	TYPE OF REPORT	ING PERSON		
12	00			

Item 1(a)

Name of Issuer

Gulf Coast Ultra Deep Royalty Trust

Item 1(b)

Address of Issuer's Principal 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 2(a)

Name of Person Filing

This statement is filed by:

- (i) Each of Mount Kellett and Fortress MK, which respectively, through one or more intermediate entities, provide joint investment advisory and other joint services to the Funds and may therefore be deemed to beneficially own the Royalty Trust Units beneficially owned thereby;
- (ii)FIG is the holder of all of the issued and outstanding interests in Fortress MK and may therefore be deemed to beneficially own the Royalty Trust Units beneficially owned thereby;
- (iii) FOE I is the holder of all the issued and outstanding interests of FIG and may therefore be deemed to beneficially own the Royalty Trust Units beneficially owned thereby;
- (iv)FIG Corp. is the general partner of FOE I and may therefore be deemed to beneficially own the Royalty Trust Units beneficially owned thereby; and
- (v)Fortress is the holder of all the issued and outstanding shares of FIG Corp. and may therefore be deemed to beneficially own the Royalty Trust Units beneficially owned thereby.

The Joint Filing Agreement among the Reporting Persons to file this Amendment in accordance with Rule 13d-1(k) of the Exchange Act was filed as Exhibit 99.1 to Amendment No. 1 to Schedule 13G, filed August 7, 2015 and is incorporated herein by reference.

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

The address of the principal business office of each Reporting Person is: c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46th Floor, New York, NY 10105.

Item 2(c)

Citizenship

See Item 4 of each of the cover pages.

Item 2(d) Title of Class of Securities		
Royalty Trust Units		
Item 2(e) CUSIP No.		
40222T104		
Item 3. If This Statement Is Filed Pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing is a:		
Not applicable.		
Item 4. Ownership		
(a) Amount Beneficially Owned: see Item 9 of each of the cover pages.		
(b) Percent of Class: see Item 11 of each of the cover pages.		
(c) Number of Shares as to which such person has:		
(i) sole power to vote or to direct the vote: see Item 5 of each of the cover pages.		
(ii) shared power to vote or to direct the vote: see Item 6 of each of the cover pages.		
(iii) sole power to dispose or to direct the disposition of: see Item 7 of each of the cover pages.		
(iv) shared power to dispose or to direct the disposition of: see Item 8 of each of the cover pages.		
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 5 percent of the class of securities, check the following [X].		
Item 6. Ownership of More Than Five Percent on Behalf of Another Person		
Not applicable.		
Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by theParent Holding Company or Control Person		
Not applicable.		

Identification and Classification of Members of the Group

Item 8.

Not applicable.

Item 9.

Notice of Dissolution of Group

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.

SIGNATURES

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: October 28, 2016

MOUNT KELLETT CAPITAL MANAGEMENT LP By: /s/ Mark McGoldrick Name: Mark McGoldrick Title: Authorized Signatory

FORTRESS MK ADVISORS LLC

By:	/s/ David N. Brooks
Name:	David N. Brooks
Title:	Authorized Signatory

FIG LLC

By:	/s/ David N. Brooks
Name:	David N. Brooks
Title:	Secretary

FORTRESS OPERATING ENTITY I LP By: FIG Corp., its sole general partner

By: Name: Title: /s/ David N. Brooks David N. Brooks Secretary

FIG CORP.

By: Name: Title: /s/ David N. Brooks David N. Brooks Secretary

FORTRESS INVESTMENT GROUP LLC

By: Name: Title: /s/ David N. Brooks David N. Brooks Secretary