

**BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO**

IN THE MATTER OF THE APPLICATION OF)
CARRIZO OIL & GAS, INC. FOR AN ORDER)
ESTABLISHING DRILLING AND SPACING)
UNITS FOR THE NIOBRARA FORMATION OF)
CERTAIN DESCRIBED LANDS IN WELD)
COUNTY, COLORADO.)

CAUSE NO. _____

DOCKET NO. _____

APPLICATION

Carrizo Oil & Gas, Inc. ("Applicant"), by and through its undersigned attorneys, submits this Application to the Colorado Oil and Gas Conservation Commission ("Commission") for an order establishing three (3) approximate 640-acre drilling and spacing units for development of and production from the Niobrara Formation in the following lands:

Township 10 North, Range 59 West, 6th P.M.
Sections 18, 19 and 27: All

Weld County, Colorado (hereafter "Application Lands").

Applicant further requests that it be allowed to drill up to two (2) horizontal wells in each such drilling and spacing unit, with the second well in each unit at its option. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a company duly authorized to conduct business in Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns a substantial leasehold interest in the Application Lands which are shown on Exhibit 1 attached hereto.
3. The Application Lands are unspaced with respect to the Niobrara Formation, which is a common source of supply underlying said lands. Since there are no Commission orders specifically applicable to the development of the Niobrara Formation on the application lands, wells drilled on said lands are subject to Rule 318 of the Rules and Regulations of the Commission – Location of Wells. Under said rule, for wells greater than 2,500 feet in depth, such wells shall be located not less than 600 feet from any lease line, and shall be located not less than 1,200 feet from any other well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.
4. Applicant requests the right to drill up to two horizontal wells in the Niobrara Formation in each drilling and spacing unit to be established pursuant to this Application, with the treated interval of the wellbore(s) to be no closer than 600 feet from the boundaries of the drilling and spacing unit (regardless of lease lines within the unit). With respect to the second (optional) horizontal well, the treated interval of its wellbore shall be no closer than 1,200 feet to the first horizontal well. Such well locations are, in all respects, consistent with the provisions of Rule 318.

5. In order to promote efficient drainage and orderly development of the Niobrara Formation underlying the application lands, to prevent waste, and to protect correlative rights, the Commission should establish three (3) approximate 640 acre drilling and spacing units as requested herein and allow up to two (2) horizontal wells in each of said units, with the second well at the option of Applicant. Drilling and spacing units of the specified size and configuration are not smaller than the maximum area that can be economically and efficiently drained by the proposed well(s).

6. The undersigned states that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, and that the Commission will be supplied with a list of such interested parties along with a certificate of service, per Rule 503.e.

7. Applicant agrees to be bound by the oral order of the Commission.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in October, 2011, that notice be given as required by law, and that upon such hearing this Commission enter its order consistent with Applicant's petition as set forth above.

Dated this __ day of August, 2011.

BEATTY & WOZNIAK, P.C.

By: _____
Kenneth A. Wonstolen
Elizabeth Y. Gallaway
216 Sixteenth Street, Suite 1100
Denver, Colorado 80202-5155

Applicant's Address:
1000 Louisiana Street, Suite 1500
Houston, TX 77002

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ORDER ESTABLISHING DRILLING AND)
SPACING UNITS FOR THE NIOBRARA)
FORMATION OF CERTAIN DESCRIBED)
LANDS IN WELD COUNTY, COLORADO.)

CAUSE NO. _____

DOCKET NO. _____

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

Kenneth A Wonstolen, of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Carrizo Oil & Gas, Inc., and that on or before September ____, 2011 he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit 2 to the Application.

Kenneth A. Wonstolen

Subscribed and sworn to before me August ____, 2011.

Witness my hand and official seal.

My commission expires: _____.

Notary Public

EXHIBIT 2A
SECTION 18 - T10N - R59W

John A. Ehmke
58519 CR 107
Grover, CO 80729

Frank Comfort Jones, II and
Marsha A. Jones
1632 36th Ave. Court
Greeley, CO 80634

James Adam Hilzer
3314 39th Ave.
Evans, CO 80620

EXHIBIT 2B
SECTION 19 - T10N - R59W

James S. More
1313 High St.
Wichita, KS 67203

Frank Comfort Jones, II and
Marsha A. Jones
1632 36th Ave. Court
Greeley, CO 80634

James Adam Hilzer
3314 39th Ave.
Evans, CO 80620

EXHIBIT 2C
SECTION 27 - T10N - R59W

Nelson Ranches, Inc.
58900 County Road 382
Grover, CO 80729

Keiser Holding, LLC
20 South Lewis St.
Castle Rock, CO 80104

Dorothy Harpole, aka Dorothy
A. Harpole
721 Duke sq.
Fort Collins, CO 80521

Harold Klaus aka Harold L. Klaus
4712 West 12th St.
Greeley, CO 80634

Martha Golden
P.O. Box 336
Bridgeport, NE 69336

Edwin Keiser
8735 Cypress Club Drive
Raleigh, NC 27615

Emma Mae Thompson
4601 Dasa Drive
Cherry Hills Village, CO 80111-1111

The G.A. Keiser Family Trust dated
3-Aug-09
c/o Phyllis M. Keiser, Co-Trustee
24360 Weld County Road 41
La Salle, CO 80645

Gladys M. Buhler Trust, Randall J.
Buhler, Trustee
474 Centennial Circle
Sterling, CO 80751

Robert Klaus
232 Littlefield Drive
Point, TX 75472

Edna Davison
c/c Culver Davison, Cons.
4403 S. Lowell Blvd.
Denver, CO 80236

Gary I. Steele
1517 Prairie Road
Colorado Springs, CO 80909

David R. Steele
P.O. Box 93
Montrose, CO 81402

The Brennan Family Trust established
by the Last Will and Testament of
William R. Brennan
c/o Kathy Sue Parmley, Trustee
17 Burlington Drive
Longmont, CO 80301

Slash V, LLC, a Colorado Limited
Liability
Company
23 Alles Drive
Greley, CO 80631

The Moore Realty and Investment
Company
A Colorado Corporation

EXHIBIT 2D

Celia Greenman
Colorado Division of Wildlife
6060 Broadway
Denver, CO 80216

Kent Kuster
Colorado Department of Public Health
and Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

David Bauer
Weld County Government
1111 H Street
Greeley, CO 80632