

**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 8 North, Range 60 West, 6th P.M.
Sections 14, 26 and 35: 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

VERIFICATION

STATE OF TEXAS)
)
COUNTY OF _____) ss.

Jason Causey, of lawful age, being first duly sworn upon oath, deposes and says that he is a Landman for Carrizo Oil & Gas, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

Jason Causey

Subscribed and sworn to before me this _____ day of August, 2011.

Witness my hand and official seal.

My commission expires: _____

Notary Public

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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. _____

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 14 - T8N - R60W

Paul F. Hnizdil aka Paul
Franklin Hnizdil
2241 70th Ave.
Greeley, CO 80634

Shirley A. Williamson, fka Shirley
A. Hnizdil and Shirley Ann Hnizdil
4800 C.R. 27
Merino, CO 80741

McArthur Minerals, LLC
2313 17th St.
Greeley, CO 80634

John R. Duell and Lucille C. Duell,
Trustees under the John R. Duell
and Lucille C. Duell Living Trust dated
April 10, 2000
26542 WCR 51
Greeley, CO 80631

Estate of Richard S. Miller, deceased
Probable heir, GT Reed and Associates,
LLC
17737 E. Belleview Place
Centennial, CO 80015

Pearl H. Cozzens
1019 County Road # 3300
Ignacio, CO 81137

Estate of Winefred Jacobs aka
Winifred Jacobs, deceased
Probable heir, Kenneth D. Jacobs
45 Northwood Drive
Nashua, NH 033063

lois E Knittle
1901 Westridge Drive
Edmond, OK 73013

Clyde Nelson
7455 Centennial Glen Dr.
Colorado Springs, CO 80919

Helen Crews
6600 W. 20th St. # 35
Greeley, CO 80634

Bruce Glen Duell aka Bruce Duell
1575 Monroe St
Denver, CO 80206

Larry Duell aka Larry Dwayne Duell
1910 Homestead Road
Greeley, CO 80634

Marlys Allison
72246 Flowering Almond Drive
Colorado Springs, CO 80923

Noble Energy, Inc.
1625 Broadway, Ste. 2200
Denver, CO 80202

EOG Resources, Inc.
600 17th St.
Ste. 1100
Denver, CO 80202

Herbert H. Duell
1019 County Road # 330
Ignacio, CO 81137

Ray E. Duell
1019 County Road # 330
Ignacio, CO 81137

LHB Ventures, LLC
P.O. Box 46063
Denver, CO 80201-6063

Irene Duell
2252 Oleada Court
Englewood, FL 34224

Carol Fowler
1019 County Road # 330
Ignacio, CO 81137

Cynthia Schouten aka Cynthia M.
Spurlock
1019 County Road # 330
Ignacio, CO 81137

Miriam R. Key
3836 Drexmore Road
Keller, TX 76244

Martha H. Salser
P.O. Box 571
Kersey, CO 80644

Ardis Kerns
1811 Montview Blvd.
Greeley, CO 80634

Judy Brannberg
P.O. Box 211
Louviers, CO 80131

EXHIBIT 2B
SECTION 26 - T8N - R60W

R.V. Bailey Living Trust, dated
October 19,2010
P.O. Box 1420
Castle Rock, CO 80104

Pearl H. Cozzens
1019 County Road # 330
Ignacio, CO 81137

Ray E. Duell
1019 County Road # 330
Ignacio, CO 81137

Herbert H. Duell
1019 County Road # 330
Ignacio, CO 81137

John R. Duell and Lucille C. Duell
Ind. and as Trustees of the John
R. and Lucille C. Duell Living Trust
dated April 10, 2000
26542 Weld County Road # 51
Greeley, CO 80631

Kenneth D. Jacobs
45 Northwood Drive
Nashua, NH 03063

GT Reed and Associates, LLC
17737 E. Bellview Place
Centennial, CO 80115

LHB Ventures, LLC
P.O. Box 46063
Denver, CO 80201-6063

Centennial Mineral Hodings, LLC
5950 Cedar Spring Road, Ste. 200
Dallas, TX 75235

Marlys Allison
7246 Flowering Alomond Drive
Colorado Springs, CO 80923

Larry D. Duell
1910 Hemstead Road
Greeley, CO 80634

Richard M. Stockstill and
Juliet Stockstill, H/W
604 Ballington Dr.
Franklin, TN 37064

Orlene Stockstill
3520 98th St. NE
Seattle, WA 98115

Joyce Kay Stockstill
333 Mountain View Drive
Box 84
Talent, OR 97540

Carmen Louise Schott
4023 Stovall Terrace, N.E.
Atlanta, GA 30342

Sue J. Cook
126 East La Soledad
Dreen Valley, AZ 85614

Terry Edgar
1810 N. Rio Yaqui
Green Valley, AZ 85614

Thomas Ward Stockstill
2109 Woodlawn
Missoula, MO 59804

J and M Redman Trust dated March 5,
1996
13677 Omega Circle
Littleton, CO 80124

Carol Fowler
1019 County Road # 330
Ignacio, CO 81137

Cynthia Schouten aka Cynthia
M. Spurlock
1019 County Road # 330
Ignacio, CO 81137

Martha H. Salsar
310 4th Street
Kersey, CO 80644

Lois E. Knittle and Tony Knittle
1901 Westridge Drive
Edmond, OK 73013-7611

Miriam R. Key and Wallace Key
713 Vickery Ave.
Yukon, OK 73099

Ardis Kerns
1811 Montview Blvd.
Greeley, CO 80634

Judy Brannberg
P.O. Box 211
Louviers, CO 80131

Clyde Nelson
7455 Centennial Glen Dr.
Colorado Springs, CO 80919

Helen Crews
6600 W. 20th St. # 35
Greeley, CO 80634

Bruce G. Duell
1575 Monroe Street
Denver, CO 80206

Doris L. Baker
3698 S. Zeno Way
Aurora, CO 80013

Barbara J. Hergenreder
3443 W. 35th St.
Greeley, CO 80634

Leah S. Hergenreder
3007 High Drive
Evans, CO 80620

Wilfred Taylor and Douglas Taylor
Trustee under the Taylor Family
Trust dated 9/20/1972
10381 SW Ladera Senda
Santa Anna, CA 92705

Ronald T. Caldwell
12234 South 44th St.
Phoenix, AZ 85044

Taylor Kenneth as Trustee of the
Kenneth
W. Taylor Revocable Living Trust dated
4-Oct-99
4707 Cloudcrest Drive
Medford, OR 97504

EXHIBIT 2C
SECTION 35 - T8N - R60W

United States of America
1849 C Street NW Room 5665
Washington D.C., D.C. 20240

John R. Duell and Lucille C. Duell,
Trustees under the John R. Duell
and Lucille C. Duell Living Trust
dated April 10, 2000
26542 WCR 51
Greeley, CO 80631

GT Reed and Associates, LLC
17737 E. Belleview Place
Centennial, CO 80015

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1019 County Road # 330
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Kenneth D. Jacobs
45 Northwood Drive
Nashua, NH 03063

Herbert H. Duell
1019 County Road # 330
Ignacio, CO 81137

LHB Ventures, LLC
P.O. Box 46063
Denver, CO 80201-6063

Clyde Nelson
7455 Centennial Glen Dr.
Colorado Springs, CO 80919

Larry Duell aka Larry Dwayne Duell
1910 Homestead Road
Greeley, CO 80634

Oil and Gas Title Holding Corp
5 East 59th St 5th Floor
New York, NY 10033

Terry J. Cammon
10455 W 73rd Place
Arvada, CO 80005

Mile High Oil & Gas, Inc.
P.O.Box 27296
Denver, CO 80202

H.A. Kugeler, Jr.
10251 Araphoe Rd.
Lafayette, CO 80026

Diversified Operating Corporation
15000 W. 6th Ave. # 102
Golden, CO 80401

Kathryn O. Bomholt
2664 S. Troy Court
Aurora, CO 80014

TAK Mountain, LLC
1600 Broadway, Suite 1525
Denver, CO 80202

Centennial Mineral Holdings, LLC
5950 Cedar Springs Rd
Suite 200
Dallas, TX 75235

Carol Fowler
1019 County Road # 330
Ignacio, CO 81137

Cynthia Schouten aka Cynthia M.
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1019 County Road # 330
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Miriam R. Key
3836 Drexmore Road
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P.O. Box 571
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1901 Westridge Drive
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Bruce Glen Duell aka Bruce Duell
1575 Monroe St.
Denver, CO 80206

Marlys Allison
7246 Flowering Almond Drive
Colorado Springs, CO 80923

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