

**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 61 West, 6th P.M.
Sections 14, 15 and 20: 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

EXHIBIT 2A
SECTION 14 - T8N - R61W

WCR Group,LLC
2219 Smallwood Drive
Fort Collins, CO 80528

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

Noble Energy, Inc.
1625 Broadway, Ste. 2200
Denver, CO 80138

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,
individually and as Trustees of the
John R. Duell 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

Charles R. Miller
14200 Fredricktown Road
Fredricktown, OH 43109

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

Bruce G. Duell
1575 Monroe St.
Denver, CO 80206

Marlys Allison
7246 Flowering Almond Drive
Colorado Springs, CO 80923

Larry D. Duell
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Greeley, CO 80634

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Cora J. Martin, atty-in-fact
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Louis Pedro Mendoza
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Louisville, CO 80027

Peral H. Cozzens
1019 County Road # 330
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EOG Resources, LLC
P.O. Box 680997
Franklin, TN 37068

Centennial Mineral Holdings, LLC
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Dallas, TX 75235

Carol Fowler
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Cynthia Schouten aka Cynthia M.
Spurlock
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Edmond, OK 73013-7611

Miriam R. Key and Wallace Key
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Martha H. Salsar
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Kersey, CO 80644

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Helen Crews
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Greeley, CO 80634

Eloy Carreon and Rosa Perez (JT)
3734 Settler Ridge Rd.
Mead, CO 80542

Luther F. Vincent and Mary E. Vincent
(JT)
45013 CR 95
Briggsdale, CO 80611

EXHIBIT 2B
SECTION 15 - T8N - R61W

Sievers Family Minerals, LLC
43605 Weld County Road 92
Briggsdale, CO 80611

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

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. Bellview Place
Centennial, CO 80015

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

Kenneth D. Jacobs
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Nashua, NH 03063

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LHB Ventures, LLC
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Denver, CO 80201-6063

Carol Fowler
1019 County Road # 330
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Marlys Allison
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Stratford Investments, LTD,
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1575 Monroe St.
Denver, CO 80206

Larry Duell aka Larry Dwayne Duell
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Greeley, CO 80634

EXHIBIT 2C
SECTION 20 - T8N - R61W

James E. Sievers
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Briggsdale, CO 80611

David A. Pepper, as Personal
Representative of the estate of
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Monrovia, CA 91016

Sievers family Minerals, LLC
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Briggsdale, CO 80611

EOG Resources, Inc.
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Houston, TX 77210-4362

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Loveland, CO 80538

Linda S. French
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Aurora, CO 80014

Diann K. Corliss
by Ceri L. Turnbeaugh, atty-in-fact
2634 W. 22nd St.
Greeley, CO 80631

Ceri L. Turnbeaugh
2634 W. 22nd St
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Carl E. Mays
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Linda S. French
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Aurora, CO 80014

Shawn E. Corliss
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Burleson, TX 76028

Wade L. Corliss
26649 County Road 60 1/2
Greeley, CO 80631

TAK Mountain, LLc
1600 Broadway, Ste. 1525
Denver, CO 80202

EXHIBIT 2D

Celia Greenman
Colorado Division of Wildlife
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Denver, CO 80216

Kent Kuster
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and Environment
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