

**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 eleven (11) approximate 640-acre drilling and spacing units for development of and production from the Niobrara Formation in the following lands:

Township 7 North, Range 60 West, 6th P.M.
Sections 3-4, 6-9, 17-19, 29-30: 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 A 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 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, it shall be no closer than 1,200 feet to the first horizontal well, with the same unit boundary setbacks. Such well locations are, in all respects, consistent with the provisions of Rule 318.

5. That in order to promote efficient drainage of the Niobrara Formation underlying the application lands, to prevent waste, and to protect correlative rights, the Commission should establish 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. That according to the information and belief of the Applicant, the names and addresses of the interested parties hereto are set forth in Exhibits B-1 through B-12 attached hereto (Exhibits B-1 through B-11 correspond in numerical order to the 11 sections comprising the Application Lands); and the undersigned certifies that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, as required by Rule 503.e.

7. That a draft hearing notice will be submitted by Applicant within seven (7) days of the filing hereof.

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

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in June, 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 April, 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

Renee Calhoun, of lawful age, being first duly sworn upon oath, deposes and says that she is Attorney-in-Fact for Carrizo Oil & Gas, Inc. and that she has read the foregoing Application and that the matters therein contained are true to the best of her knowledge, information and belief.

Notary Public

EXHIBIT B-1

SECTION 3 - T7N - R60W

Diamond Resources Co.
P.O. Box 1938
Williston, ND 58802-1938

EXHIBIT B-2

SECTION 4 - T7N - R60W

Bold Resources, LLC
6615 W. Rowland Ave.
Littleton, Co 80128

EXHIBIT B-3

SECTION 6 - T7N - 60W

Diversified Operating Corp.
1675 Larimer St. # 400
Denver, CO 80202

Robert Eugene Hill
48920 WCR 86
Briggsdale, CO 80611

Grindstone Resources, LLC
5228 Lonetree Drive
Loveland, CO 80537

Flatiron Energy Company, Inc.
6666 Gunpark Drive, Ste. 200
Boulder, CO 80301

John S. Gibson Production, LLC
P.O. Box 842
Ft. Morgan, CO 80701

EXHIBIT B-4

SECTION 7 - T7N - R60W

Contex Energy Company
621 17th St. Ste. 1020
Denver, CO 80293

Walsh Production, Inc.
P.O. Box 30
Sterling, CO 80751

Hannon & Associates, Inc.
1615 California St. Ste. 623
Denver, CO 80202

EXHIBIT B-5

SECTION 8 - T7N - R60W

Bold Resources, LLC.
6615 Rowland Ave.
Littleton, CO 80128

EXHIBIT B-6

SECTION 9 - T7N - R60W

Bold Resources, LLC
6615 Rowland Ave.
Littleton, CO 80128

Springfield Oil Company
27619 Brook Drive
Hot Springs, SD 57747

EXHIBIT B-7

SECTION 17 - T7N - R60W

Joint Resources Company
5416 Birchman Ave.
Fort Worth, TX 76107

John H. McQuown
14091 East Marina Drive, Condo # 101
Aurora, CO 80014

Lew Allen, Jr.
1040 S. Arroyo Blvd.
Pasadena, CA 81105

Douglas D. Howard and June E.
Howard,
as Co-Trustees of the Howard Family
Revocable Trust
12013 Robinwood Place
Oklahoma City, OK 73102

Christopher Edwards
4409 N. Georgia Ave.
Oklahoma City, OK 73118

Magdalene Jones
6670 Woodridge
Beaumont, TX 77706

Johnnie M. Martin
Route 6, 2601 Cocano Southwest
Albuquerque, NM 87105

Jerry L. Ashabranner
500 Ryan Drive, Apt. 4
Pleasant Hill, CA 94523

Stewart W. Mark
c/o Mary Anne Malone
6208 Waterford Blvd. #97

W.L. Byrd
Address Unknown

Diamond Resources Co.
P.O. Box 1938
Williston, ND 58802-1938

Ray Everett Butler, III, Trustee under the
Vivion L. Butler
Family Trust dated June 9, 1995
1466 Recado Rd.
La Habra Heights, CA 90631

Louise Forsyth Furber
1 Berkeley Court
Wellesley Hills, MA 02181

Margaret C. Turk
1900 CR 27
Tyler, TX 75707

John T. Ashabranner
P.O. Box 40
North Zulch, TX 77872

EXHIBIT B-8

SECTION 18 - T7N - R60W

Jacqueline Helfenstein
14043 177th Ave. S.E.
Renton, WA 98056

Diamond Resource Co.
P.O. Box 1938
Williston, ND 58802-1938

Margaret Helen Riddell
255 Texas Street, # H108
Rapid City, SD 57701

D-M Corporation
P.O. Box 1196
Englewood, CO 80150

Thomas G. Dorough Trust
P.O. Box 1196
Englewood, CO 80150

Gene F. Lang & Co.
19751 E. Mainstreet Ste. 334
Parker, CO 80138

The Estate of Leonard H. Bartels
2131 62nd Ave. Court
Greeley, CO 80634

EXHIBIT B-9

SECTION 19 - T7N - R60W

Contex Energy Company
621 17th St. Ste. 1020
Denver, CO 80293

Walsh Production, Inc.
P.O. Box 30
Sterling, CO 80751

Hannon & Associates, Inc.
1615 California St. Ste. 623
Denver, CO 80202

EXHIBIT B-10

SECTION 29 - T7N - R60W

White Oak Royalty Company
700 Market Street
St. Louis, MO 63101

New Frontier Energy
1801 Broadway Ste. 920
Denver, CO 80202

EXHIBIT B-11

SECTION 30 - T7N - R60W

Swanson Production Company
339 Indian Paintbrush Dr.
Golden, CO 80401

Bold Resources, LLC
6615 W. Rowland Ave.
Littleton, CO 80128

Slick Rock, L.P.
5416 Birchmann Ave.
Fort Worth, TX 76107

Pergamos, L.P.
5416 Birchmann Ave.
Fort Worth, TX 76107

HEP Oil Company
5416 Birchmann Ave.
Fort Worth, TX 76107

Barracuda Investments, LLC.
5416 Birchman Avenue
Fort Worth, TX 76107

EXHIBIT B-12

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

David Bauer
Weld County
1111 H Street
Greeley, CO 80632

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

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OF THE STATE OF COLORADO**

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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 April __, 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 B-1 through B-12 to the Application.

Kenneth A. Wonstolen

Subscribed and sworn to before me April __, 2011.

Witness my hand and official seal.

My commission expires: _____.

Notary Public