

**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 POOLING ALL  
INTERESTS IN THE NIOBRARA FORMATION IN A 640-  
ACRE DRILLING AND SPACING UNIT IN WELD  
COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

**APPLICATION**

COMES NOW Carrizo Oil & Gas, Inc. ("Applicant"), by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests for the development of the Niobrara Formation on the following described lands:

Township 9 North, Range 58 West, 6th P.M.  
Section 20: All

Weld County, Colorado

(hereinafter "Application Lands").

In support of its application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns leasehold interests in a substantial portion of the Application Lands.
3. On February 22, 2011, the Commission entered Order No. 535-3, which among other things, established 160, approximate 640-acre drilling and spacing units for certain lands, including the Application Lands, and allowed one horizontal well in each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
4. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530, seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in the Application Lands for the development of the Niobrara Formation, said order to apply to the currently-allowed well and any subsequent well drilled in the unit..
5. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.
6. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to

lease, or to participate in the drilling of the well, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

7. That in order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Niobrara Formation, including any nonconsenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Pooling all interests in the Application Lands for the development of the Niobrara Formation, including the currently-allowed well and all subsequent wells.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof with respect to all wells drilled to develop the Niobrara Formation in the drilling unit comprised of the Application Lands.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in April, 2012, notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: February \_\_\_\_, 2012

By: \_\_\_\_\_  
Kenneth A. Wonstolen  
Elizabeth Y. Gallaway  
Beatty & Wozniak, P.C.  
216 Sixteenth Street-Suite 1100  
Denver, CO 80202-5115

Address of Applicant  
Carrizo Oil & Gas, Inc.  
ATTN: Craig Wiest  
1000 Louisiana Street, Suite 1500  
Houston, TX 77002

**VERIFICATION**

STATE OF TEXAS                                    )  
  )  
COUNTY OF \_\_\_\_\_                        )     ss.

Craig Wiest, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager 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.

\_\_\_\_\_  
Craig Wiest

Subscribed and sworn to before me this \_\_\_\_\_ day of February, 2012.

Witness my hand and official seal.

My commission expires:\_\_\_\_\_

\_\_\_\_\_  
Notary Public

## EXHIBIT A

Bringleon Ranch, LLC  
48904 CR 127  
New Raymer, CO 80742

Denis L. Bringleon  
48904 CR 127  
New Raymer, CO 80742

Leone S. Carey, Trustee of the Leone S.  
Carey Trust u/d/t dated April 30, 1992  
2405 Mountain View Drive  
Escondido, CA 82026

EOG Resources  
600 17th St.  
Suite 1000  
Denver, CO 80202

Norma S. Sullivan Trust, u/d/t dated April 30,  
1992  
3325 Timber Ridge  
Williamsburg, VA 23185-1474

Lila Lee Jennings, Trustee of the  
Revocable Inter Vivos Trust of Lila  
Lee Jennings dated July 14, 1994  
1001 2600th Rd.  
Jennings, KS 67643

David G. Majewski and Karen S. Majewski,  
husband and wife  
11823 S. Maxwell Hill Rd.  
Littleton, CO 80127

Roe Ann Wallin  
68175 CR 88  
New Raymer, CO 80742

Mona Archer  
5956 Newcrombie Court  
Arvada, CO 80004

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

Anita Brauer  
1088 Sarah Ave.  
Chico, CA 95926

Teri Root  
P.O. Box 1234  
Running Springs, CA 92382

Lisa Scott  
27617 Bottle Brush Wy.  
Murieta, CA 92562

Carol Shepherd  
1826 ½ 21st Rd.  
Greeley, CO 80631

Dennis W. Yockim  
P.O. Box 477  
Williston, ND 58802

Douglas A. Swanson and Stephanie  
M. Swanson, husband and wife  
339 Indian Paintbrush Drive  
Golden, CO 80401

Jennifer K. Sator  
14066 Greenway  
Sterling, CO 80751

Jill Ann Farver  
4807 Langdale Court  
Fort Collins, CO 80526

Jane L. McGowan  
1301 Stonehenge Dr.  
Fort Collins, CO 80525

