

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

IN THE MATTER OF THE **AMENDED**)
APPLICATION OF CARRIZO OIL & GAS,)
INC. FOR AN ORDER **AMENDING** ORDER)
NOS. 535-3 AND 535-102 AND)
ESTABLISHING A 1,280 ACRE DRILLING)
AND SPACING UNIT FOR THE NIOBRARA)
FORMATION AND ALLOWING UP TO)
SEVEN HORIZONTAL WELLS IN)
SECTIONS 30 AND 31, TOWNSHIP 9)
NORTH, RANGE 59 WEST IN WELD)
COUNTY, COLORADO)

CAUSE NO. 535

DOCKET NO. 1301-SP-04

AMENDED APPLICATION

Carrizo Oil & Gas, Inc. ("Applicant"), by and through its undersigned attorneys, submits this **Amended** Application to the Colorado Oil and Gas Conservation Commission ("Commission") for an order **vacating** Orders No. 535-3 and No. 535-102, which established approximate 640-acre drilling and spacing units for development of and production from the Niobrara Formation, and establishing a new 1,280-acre drilling and spacing unit comprised of the following lands:

Township 9 North, Range 59 West, 6th P.M.
Section 30: All
Section 31: All

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

Applicant further requests that it be allowed to drill up to seven horizontal wells in the Application Lands, **five "long laterals" that extend across the requested 1,280 acre unit, and one "short lateral" that extends across Section 30 oriented to "mirror" the existing "short lateral" well in Section 31, with the treated interval of each horizontal wellbore internally separated by a minimum of 600 feet, as well as being no closer than 600 feet from the unit boundaries**, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

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 leasehold interests in the Niobrara Formation underlying the Application Lands. A reference map of the Application Lands is attached as Exhibit A.
3. On February 22, 2011, the Commission issued Order No. 535-3, which among other things, established 160 approximate 640-acre drilling and spacing units for the production of oil, gas and associated hydrocarbons from the Niobrara Formation underlying certain lands, including Sections 30 and 31, Township 9 North, Range 59 West, and allowed up to one horizontal well in each of the units.

4. On October 31, 2011, the Commission entered Order No. 535-102, which among other things, established three approximate 640-acre drilling and spacing units for certain lands, including Section 30, Township 9 North, Range 59 West, and approved up to two horizontal wells within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

5. An existing well, the Ptasnik 30-44-9-59, API No. 05-123-33959, has been drilled in Section 30, Township 9 North, Range 59 West. This existing well will be incorporated into the new 1,280-acre drilling unit requested herein for allocation of the production therefrom.

6. Applicant requests that the Commission vacate Order No. 535-3 and Order No. 535-102 with respect to the Application Lands and establish a single 1,280-acre drilling and spacing unit, for development and production of oil, gas, and associated hydrocarbons from the Niobrara Formation.

7. Applicant further requests the right to drill up to seven horizontal wells in the Niobrara Formation in the proposed 1,280-acre drilling unit, five "long laterals" that extend across the requested 1,280 acre unit, and one "short lateral" that extends across Section 30 oriented to "mirror" the existing "short lateral" Ptasnik 30-44-9-59 Well in Section 31, Township 9 North, Range 59 West.

8. In accordance with Rule 318, Applicant will locate and drill the wells so that the treated interval of the horizontal wells is no closer than 600 feet from the boundaries of the units. Applicant requests that the 1,200 foot internal wellbore setback of Rule 318 be relaxed so that the treated interval of the horizontal wells may be internally separated by a minimum of 600 feet.

9. 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 the drilling unit as requested herein and allow the drilling of up to seven horizontal wells in said unit. The specified size and configuration of the requested drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized well(s).

10. On December 26, 2012, the Bureau of Land Management ("BLM") protested Applicant's original November 2, 2012 Application. On January 10, 2013, Applicant's counsel consulted with the BLM and incorporated its input into this Amended Application.

11. Applicant certifies that copies of this Application will be served on all interested parties within seven (7) days of the filing hereof, pursuant to Rule 503.e.

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

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in February 2013, 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: January 15, 2013

By: 

Kenneth A. Wonstolen
Elizabeth Y. Gallaway
Kenneth E. Warner
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

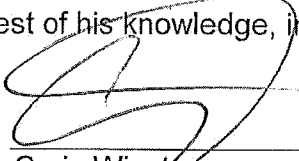
VERIFICATION

STATE OF TEXAS

COUNTY OF Harris

)
)
) 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.

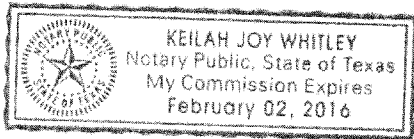


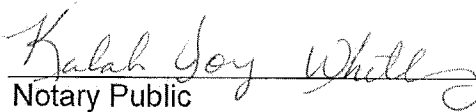
Craig Wiest

Subscribed and sworn to before me this 14th day of January, 2013.

Witness my hand and official seal.

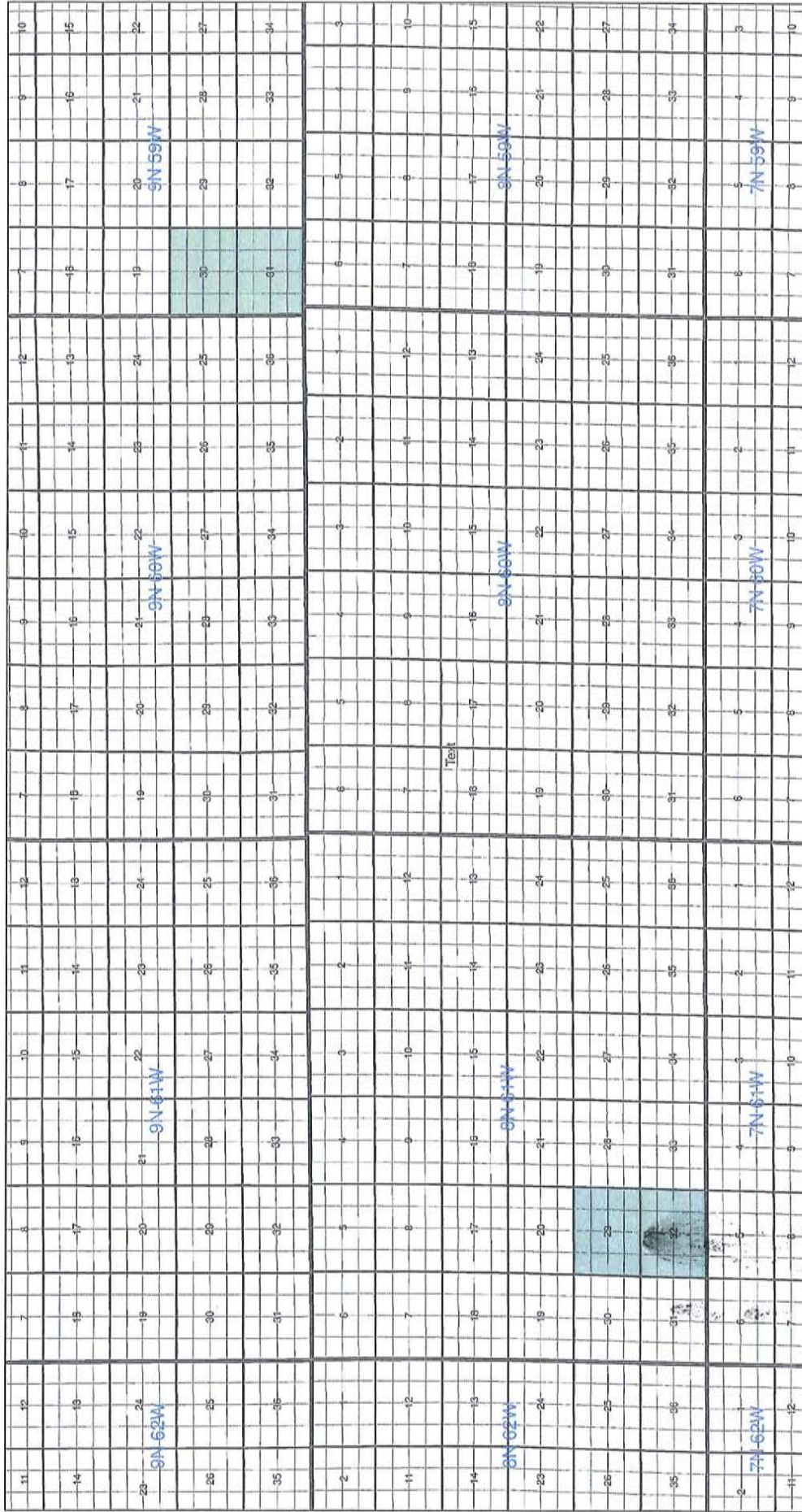
My commission expires: February 2, 2016





Notary Public

Section 30 & 31-9N-59W
Section 29 & 32-8N-61W



6 Wells 600' Spacing

EXHIBIT A

January 1280

Exhibit B

Interested Parties

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

Noble Energy WyCo, LLC
1625 Broadway
Suite 2200
Denver, CO 80202

Anadarko E&P Company LP
P.O. Box 173779
Denver, CO 80217

Michael Warren, Energy Liaison
Colorado Parks and Wildlife
Northwest Regional Office
711 Independent Avenue
Grand Junction, CO 81505

David Bauer
Weld County
1111 H Street
Greeley, CO 80632

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

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AFFIDAVIT OF MAILING

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

Kenneth E. Warner, of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Carrizo Oil and Gas, Inc., that on or before January 15, 2013, 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 to the Application.


Kenneth E. Warner

Subscribed and sworn to before me January 15, 2013.

Witness my hand and official seal.

My commission expires 10-04-13.




Teresa Peterson
Notary Public