

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

IN THE MATTER OF THE APPLICATION OF)	Cause No.
CARRIZO OIL AND GAS, INC., FOR AN)	
ORDER POOLING ALL INTERESTS IN THE)	Docket No.
NIOBRARA FORMATION IN A PENDING)	
1280-ACRE DRILLING AND SPACING UNIT IN)	
SECTIONS 30 AND 31, TOWNSHIP 9 NORTH,)	
RANGE 59 WEST IN WELD COUNTY,)	
COLORADO)	

APPLICATION

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

Township 9 North, Range 59 West, 6th P.M.

Section 30: All

Section 31: All

Weld County, Colorado ("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 an operator in good standing with the Commission.
2. Applicant owns substantial leasehold interests in the Application Lands.
3. Sections 30 and 31, Township 8 North, Range 61 West, are each currently spaced as distinct 640-acre drilling and spacing units. Together, they comprise a proposed 1280-acre drilling and spacing unit for development of the Niobrara Formation. The application for the proposed 1280-acre drilling and spacing unit is being filed concurrently with this pooling application for the Commission's January 2013 Hearing. Approval of the current pooling application is contingent upon Commission approval of said companion application.
4. 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.

5. 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.

6. 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.

7. 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.

8. 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.

9. 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.

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.

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, 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: November 2, 2012

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

Craig Wiest

Subscribed and sworn to before me this 26th day of October, 2012.

Witness my hand and official seal.

My commission expires: 2/2/2016



Keelah Joy White
Notary Public

Notary Public

Exhibit A

Interested Parties

Tamera K. Martin,
aka Tamera Kay Shull Martin
790 Highway 86
Dimmitt, TX 79027

Larry T. Shull
2343 W. 1st St.
Greeley, CO 80631

GTD Land Company, LLP
12112 West Atlantic Drive
Lakewood, CO 80228

Central Stop, Corp
104 Yale Ave.
Fort Collins, CO 80525

Margaret H. Templeton
c/o The Regency at South Shore
322 Washington Place
Erie, PA 16505

John V. Allen and Jeanne H. Allen
100 Allen Lane
Ogden, AR 71961

John Russell Allen and Rosa Allen
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Mena, AR 71953

Robert D. Hickman
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Hutchinson, KS 67502-2045

Joyce E. Abrames
5801 Tampa Shores Boulevard
Tampa Bay, FL 33615

Alvin W. Weiss and Vicky Mae
Weiss
19445 CR 60
Moffat, CO 81143

John H. Weiss and Carol J. Weiss,
Trustees of the Weiss Family Trust
Dated May 15, 2007
2073 N. Pebble Beach
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Robert L. Weiss
and Sharon E. Weiss
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Chandler, AZ 85248

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Brush, CO

Janet S. Ferguson
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Faye Louise Weiss
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Robin L. Carlson
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Marsha Marie Beisner
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United States of America
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Washington, D.C. 20240

Ptasnik Land Company
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Englewood, CO 80110

Noble Energy WyCo, LLC
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Suite 2200
Denver, CO 80202

Black Hollow Royalty, LLC
P.O. Box 13308
Denver, CO 80201

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104 Yale Ave.
Fort Collins, CO

Magnolia Minerals Trust, LLC
2273 S. Fillmore St.
Denver, CO 80210

Marilyn Kay Bates
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Ogden, AR 71961

Douglas James Allen
and Barbara Allen
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Ogden, AR 71961

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Loveland, CO 80537

Centennial Mineral Holdings, LLC
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Moffat, CO 801143

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and Sandra L. Weiss
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Moffat, CO 81143

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Evans, CO 80620

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Belle Fourche, SD 57717

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Brush, CO 80723

Donna Rose Beyer
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Fort Morgan, CO 80701

Kathleen Ann Zion
22362 Co. Road P
Fort Morgan, CO 80701

Adda L. Dean and Donald L. Dean
P.O. Box 971
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Loveland, CO 80537

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

State of Colorado
360 Oak Avenue #110
Eaton CO 80615

Black Hawk Mineral Partners, LLC
c/o Josh Leffner
7303 North Highway 81
Duncan, OK 73533

11	12	7	8	9	10	11	12	7	8	9	10
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	9N 62W				9N 61W				9N 60W	9N 59W	
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	9N 62W				9N 61W				9N 60W	9N 59W	
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January 1280

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COLORADO)

AFFIDAVIT OF MAILING

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

Elizabeth Y. Gallaway, of lawful age, and being first duly sworn upon her oath,
states and declares:

That she is the attorney for Carrizo Oil and Gas, Inc., that on or before November
9, 2012, she caused a copy of the attached Application to be deposited in the United
States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the
Application.


Elizabeth Y. Gallaway

Subscribed and sworn to before me November 2, 2012.

Witness my hand and official seal

My commission expires: April 14, 2016.




Notary Public