

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

IN THE MATTER OF THE APPLICATION OF)	
CARRIZO OIL AND GAS, INC. FOR AN)	
ORDER ESTABLISHING FOUR)	Cause No. _____
EXPLORATORY DRILLING AND SPACING)	
UNITS AND ESTABLISHING WELL)	Docket No. _____
LOCATION RULES FOR THE NIOBRARA)	
FORMATION IN VARIOUS SECTIONS)	
LOCATED IN TOWNSHIPS 8 AND 10)	
NORTH, RANGES 59 AND 60 WEST, 6TH)	
P.M., AN UNNAMED FIELD, 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 establishing four exploratory 640-acre drilling and spacing units for the drilling of a horizontal well within each 640-acre exploratory drilling and spacing unit for production of oil, gas and associated hydrocarbons from the Niobrara Formation underlying the below-described lands:

Township 8 North, Range 60 West, 6th P.M.
Section 27: All ("DSU #1");

Township 10 North, Range 59 West, 6th P.M.
Section 28: All ("DSU #2");
Section 31: All ("DSU #3");
Section 33: All ("DSU #4")

Weld County, Colorado (together, the "Application Lands").

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

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado.
2. Applicant holds the right to operate on the Application Lands.
3. The Application Lands are subject to Commission Rule 318.a. which provides that a well to be drilled in excess of two thousand five hundred (2,500) feet in depth shall be located not less than six hundred (600) feet from any lease line, and shall be located not less than one thousand two hundred (1,200) feet from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.

4. Applicant hereby requests that the Commission establish four 640-acre exploratory drilling and spacing units on the Application Lands..

5. The above-proposed exploratory drilling and spacing units will allow efficient drainage of the Niobrara Formation; will prevent waste; will not adversely affect correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoirs. Drilling and spacing units of the size and shape specified above are not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in the drilling and spacing unit.

6. Applicant is requesting to drill and complete one horizontal well in each established 640-acre exploratory drilling and spacing unit comprised of the Application Lands.

7. Applicant states that the proposed horizontal well shall be located on the surface anywhere within the drilling and spacing unit.

8. Applicant states that the proposed horizontal wells shall be located no closer than 600 feet from the boundaries of each unit (regardless of the lease lines within the unit) for the development and production of oil, gas, and other associated hydrocarbons from the Niobrara Formation.

9. Applicant maintains that the proposed horizontal wells will have no adverse effect on correlative rights of adjacent owners.

10. That according to the information and belief of the Applicant, the names and addresses of the interested parties hereto are set forth in Exhibit A; 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.

WHEREFORE, Applicant respectfully 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 this Commission enter its order:

A. Establishing four approximate 640-acre exploratory drilling units for the Niobrara Formation upon the Application Lands and authorizing one horizontal well in each unit.

B. Providing that the treated interval of the proposed horizontal wells shall be no closer than 600 feet from the boundaries of each unit.

C. Finding that an approximate 640-acre exploratory drilling unit for the Niobrara Formation will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Niobrara Formation on 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 February 2013, that 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 this 13th day of December, 2012.

Respectfully submitted:

CARRIZO OIL AND GAS, INC.

By: 

Kenneth A. Wonstolen
Elizabeth Y. Gallaway
Kenneth E. Warner
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499

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

VERIFICATION

STATE OF TEXAS

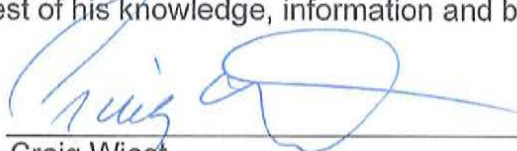
COUNTY OF

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 12th day of December, 2012.

Witness my hand and official seal.

My commission expires: June 26, 2013



Notary Public



EXHIBIT A
INTERESTED PARTIES

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

Irene A. Emery, f/k/a, Irene A. Doty
C/O The Williams Home
1201 Langhome Rd
Lynchburg, VA 24503

McArthur Minerals, LLC
2313 17th St.
Greeley, CO 806234

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

The Estate of John Weiss, deceased
Address Unknown

The Estate of Ralph P. Hickman, deceased
Address Unknown

The Estate of Jeanne H. Allen,
a/k/a Jeannie H. Allen, deceased

Martha H. Ferguson
Address and Status Unknown

OIL India (USA) Inc.
c/o IOCL (USA) Inc.
333 Clay St. Ste. 3300
Houston, TX 77002

IOCL (USA) Inc.
333 Clay St. Ste. 3300
Houston, TX 77002

Van K. Bullock
P.O. Box 484
Morrison, CO 80465

Greg Carnes
P.O. Box 1990
Lees Summit, MO 64063

Whiting Oil and Gas Corporation
1700 Broadway
Suite 2300
Denver, CO 80290-1703

Diversified Operating Corporation
15000 W. 6th Ave, Suite 102
Golden, CO 80401

EOG Resources, Inc.
600 17th Street, Suite 1100
Denver, CO 80202

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

Kent Kuster
Oil & Gas Consultant Coordinator
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

[illegible]

6 Wells 600' Spacing

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SPACING UNITS AND ESTABLISHING)
WELL LOCATION RULES FOR THE)
NIOBRARA FORMATION IN VARIOUS)
SECTIONS LOCATED IN TOWNSHIPS 8)
AND 10 NORTH, RANGES 59 AND 60)
WEST, 6TH P.M., AN UNNAMED FIELD,)
WELD COUNTY, COLORADO)

Cause No. _____

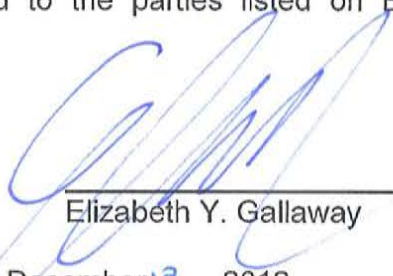
Docket No. _____

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 December 30, 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.



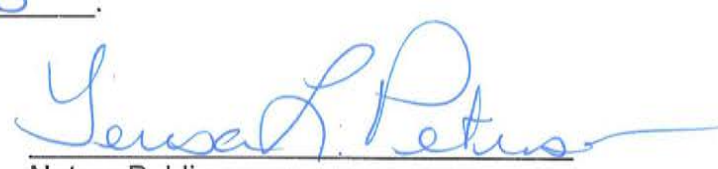
Elizabeth Y. Gallaway

Subscribed and sworn to before me December 13, 2012.

Witness my hand and official seal.

My commission expires: 10-04-13.





Notary Public