

**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 VACATING ORDER NO. 535-179)	Cause No. _____
AND ESTABLISHING A 640 ACRE DRILLING)	
AND SPACING UNIT IN SECTION 5)	Docket No. _____
TOWNSHIP 10 NORTH, RANGE 57 WEST)	
6 TH 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 1) vacating Order No. 535-179 and 2) establishing an exploratory 640-acre drilling and spacing unit for the below-listed lands for the development of the Niobrara Formation:

Township 10 North, Range 57 West, 6th P.M.
Section 5: All

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

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. On July 9, 2012, the Commission entered Order No 535-179, which among other things, established six approximate 960-acre drilling and spacing units for certain lands, including the Application Lands, and authorized up to four horizontal wells within the units, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
4. Applicant hereby requests that the Commission vacate Order No. 535-179 as it applies to the Application Lands.
5. Applicant also requests that the Commission establish a 640-acre exploratory drilling and spacing unit upon the Application Lands and authorize one horizontal well within the unit.
6. That the above-proposed exploratory drilling and spacing unit 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. A drilling and spacing unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed well in the drilling and spacing unit.

7. The 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 well shall be located no closer than 600 feet from the boundaries of the 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. The Applicant maintains that the proposed horizontal wells will have no adverse effect on correlative rights of adjacent owners.

10. 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. Vacating Order No. 535-179 as to the Application lands.

B. Establishing the Application Lands as an approximate 640-acre exploratory drilling unit for the Niobrara Formation authorizing one horizontal well within the unit.

C. Providing that the treated interval of the proposed horizontal well shall be no closer than 600 feet from the boundaries of the approximate 640-acre drilling and spacing unit for the development of the Niobrara Formation.

D. 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.

E. 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: 

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Elizabeth Y. Gallaway
Kenneth E. Warner
Beatty & Wozniak, P.C.
Attorneys for Applicant
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Applicant's Address:
Carrizo Oil & Gas, Inc.
ATTN: Craig Wiest
1000 Louisiana Street, Suite 1500
Houston, TX 77002

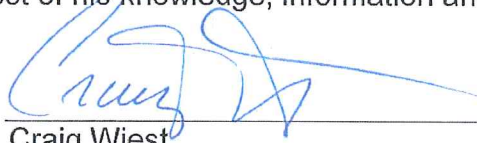
VERIFICATION

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.



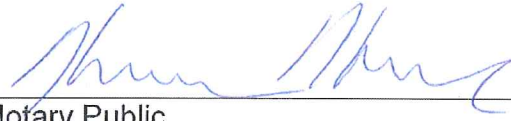
Craig Wiest

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

Weld County, Colorado

17	16	15	14	13	18	17	16	15	14	13	18	17
20	21	22	23	24	19	20	21	22	23	24	19	20
29	28	11N 58W 27	26	25	30	29	28	11N 57W 27	26	25	30	11N 56W 29
32	33	34	35	36	31	32	33	34	35	36	31	32
5	4	3	2	1	6	5	4	3	2	1	6	5
8	9	10	11	12	7	8	9	10	11	12	7	8
17	16	15 10N 58W	14	13	18	17	16 10N 57W	15	14	13	18 10N 56W	17
20	21	22	23	24	19	20	21	22	23	24	19	20
29	28	27	26	25	30	29	28	27	26	25	30	29
32	33	34	35	36	31	32	33	34	35	36	31	32

Notary Public

EXHIBIT A
INTERESTED PARTIES

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

Marathon Oil Company
5555 San Felipe
Houston, TX 77056

Marubeni Denver Julesburg LLC
2800 Post Oak Blvd., Ste. 6000
Houston, TX 77056

IOCL (USA) Inc.
Address Unknown

J. Robert Nicola, Trustee of the J.
Robert Nicola Trust dated December 29, 1975,
as amended
Address Unknown

Virginia R. Sheets
Address Unknown

Whiting Oil and Gas Corporation
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Denver, CO 80290

Oil India (USA) Inc.
Address Unknown

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

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

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Greeley, CO 80632