

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 POOLING ALL INTERESTS IN THE ) Cause No.  
NIOBRARA FORMATION IN FOUR PENDING )  
640-ACRE DRILLING AND SPACING UNITS ) Docket No.  
LOCATED IN VARIOUS SECTIONS )  
LOCATED IN TOWNSHIPS 8 AND 10 )  
NORTH, RANGES 59 AND 60 WEST, 6TH )  
P.M., IN 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 pooling all interests in four (4) distinct 640-acre drilling and spacing units for the development of the Niobrara Formation on the following described lands:

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

Township 10 North, Range 59 West, 6<sup>th</sup> 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 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. The Application Lands are currently 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. The Application Lands comprise four distinct and proposed 640-acre drilling and spacing units for the development of the Niobrara Formation. The application for the four

proposed 640-acre drilling and spacing units is scheduled to be heard at the February 11, 2013 Commission Hearing. Approval of the current pooling application is contingent upon Commission approval of this companion application. Concurrent with this pooling application, Applicant has petitioned the Commission to authorize additional horizontal wells, for a total of six wells, in the unit.

5. 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 by the six authorized wells.

6. 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.

7. 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 authorized wells, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

8. 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 by the six authorized 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 wells 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 said wells drilled to develop the Niobrara Formation in the drilling unit comprised of the Application Lands.

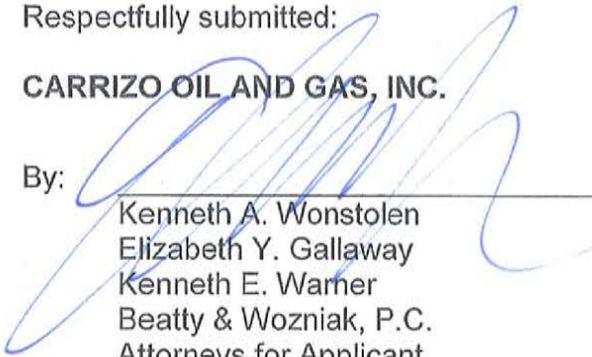
D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in 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 <sup>or</sup> 13 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



## Exhibit A

### Interested Parties

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

Gary L. Steele  
1517 Prairie Road  
Colorado Springs, CO 80909

Timbro Ranch & Cattle Co., LLC  
P.O. Box 1826  
Sterling, CO 80751

Mary Lou Derksen, f/k/a, Mary Lou Doty  
3910 Pointe West Place #143  
Rapid City, SD 57702

Cynthia Kinchloe  
318 S. 7th St.  
Hamilton, MT 95840

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

Marge Doty  
190 NE Juniper Court  
Cedaredge, CO 81413

Theodore M. Doty, a/k/a, Ted Doty  
9241 Bloomdale St  
Santee, CA 92071

U.S. AgBank, FCB, f/k/a, Farm Credit  
Bank of Wichita  
245 N Waco  
P.O. Box 2940  
Wichita, KS 67801

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

Grayrock Minerals, LLC  
5950 Cedar Springs Road, Suite 200  
Dallas, TX 75235

John R. Duell and Lucille C. Duell,  
Trustees under the John R. Duell and  
Lucille C. Duell Living Trust dated April  
10, 2000  
26542 WCR 51  
Greeley, CO 80631

Carol Fowler  
1019 County Road #330  
Ignacio, CO 81137

Martha H. Salsar  
P.O. Box 571  
Kersey, CO 80644

Greg R. Thome  
17737 E. Belleview Place  
Centennial, CO 80015

Judy Brannberg  
P.O. Box 211  
Louviers, CO 80131

Helen Crews  
6600 W. 20th St. #35  
Greeley, CO 80634

Marlys Allison  
7246 Flowering Almond Drive  
Colorado Springs, CO 80923

Bayshore Minerals, LLC  
2305 W. Berry Ave.  
Littleton, CO 80120

STA, LLC  
3833 W. Dallas Street  
Broken Arrow, OK 74012

Centennial Mineral Holdings, LLC  
5950 Cedar Springs Rd.  
Suite 200  
Dallas, TX 75235

GTD Land Company, LLP  
12122 West Atlantic Drive  
Lakewood, CO 80228

The Estate of Ralph P. Hickman,  
deceased  
Address Unknown

John V. Allen  
100 Allen Lane  
Pine Ridge, AR 71961

Marilyn K. Jackson, a/k/a  
Marilyn Kay Bates,  
f/k/a Marilyn Kay Allen  
Address Unknown

Martha H. Ferguson  
Address and Status Unknown

Lory E. Ferguson, Jr. and  
Lynne E. Ferguson  
P.O. Box 361  
Kiowa, CO 80117

James R. Carlson,  
a/k/a James Roy Carlson  
99 Moosewood Lane  
Sagle, ID 30215

James W. Hickman  
23518 WCR #1  
Loveland, CO 80537

Janet Helen Johnson  
6061 W. 1st St.  
Greeley, CO 80634

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

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

The Estate of John Weiss, deceased  
Address Unknown

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

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

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

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

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

Nelson Ranches, Inc.  
58900 Weld County Road 382  
Grover, CO 80729

David R. Steele  
P.O. Box 93  
Montrose, CO 81402

Carol Doty  
1921 Curtiss  
Downers Grove, IL 60515

Vincent Yohe  
POA: Kathy Buell  
P.O. Box 53  
Sun River, MT 59483

Richard L. Doty  
125 White Horse Pike  
Haddon Heights, NJ 08035

Larry Everett Denver and Charlotte  
Laverne Denver, as Trustees of the  
certain Revocable Intervivos Trust  
Indenture established pursuant to a trust  
indenture dated February 20, 2001, f/b/o  
Larry Everett Denver and Charlotte  
Laverne Denver  
147 Bethany Drive  
Manhattan, KS 66503

Phyllis M. Doty  
P.O. Box 4366  
Downing Park, FL 32064

Virginia L. Hammond  
991 Mistflower Lane  
Florence, KY 41042

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

Cozzens Living Trust Dated  
August 25, 2010  
3170 Soaring Bird Circle  
Colorado Springs, CO 80920

Herbert H. Duell  
1601 Rosewood Drive  
Brentwood, TN 37029

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

Cynthia Schouten  
aka Cynthia M. Spurlock  
1019 County Road #330  
Ignacio, CO 81137

MK/Colorado, LLC  
2311 Cedar Springs, Suite 405  
Dallas, TX 75201

Ardis Kerns  
1811 Montview Blvd.  
Greeley, CO 80634

Clyde Nelson  
7455 Centennial Glen Dr.  
Colorado Springs, CO 80919

Bruce G. Duell  
1575 Monroe Street  
Denver, CO 80206

Larry D. Duell  
1910 Homestead Road  
Greeley, CO 80634

Rodella Minerals, LLC  
10320 N. Chatfield Drive  
Littleton, CO 80125

Lincoln Energy, LLC  
978 S. Corona St.  
Suite 610  
Denver, CO 80209

The Estate of John Weiss, deceased  
Address Unknown

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

The Estate of Jeanne H. Allen,  
a/k/a Jeannie H. Allen, deceased  
John Russell Allen  
Address Unknown

Douglas James Allen  
Address Unknown

H.B. Ferguson and Geneva Ferguson  
3798 Pete Seay Road  
Sulphur, LA 70665

Carl Jerry Carlson  
345 Merrydale Drive  
Fayetteville, GA 30215

Robert D. Hickman  
806 Loch Lommond Drive  
Hutchinson, KS 67502

Joyce E. Abrams, a/k/a  
Joyce E. Abrames  
5801 Tampa Shores Blvd.  
Tampa Bay, FL 33615

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

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

The Estate of Ralph P. Hickman,  
deceased  
Address Unknown

Martha H. Ferguson  
Address and Status Unknown

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

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

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

# Weld County, Colorado

12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	
13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	
24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	
<b>10N 52W</b>		<b>10N 61W</b>		<b>10N 60W</b>		<b>10N 59W</b>		<b>10N 58W</b>		<b>10N 57W</b>		<b>10N 56W</b>		<b>10N 55W</b>		<b>10N 54W</b>		<b>10N 53W</b>		<b>10N 52W</b>	
25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	
36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	
1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	
12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	
13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	
<b>8N 52W</b>		<b>8N 61W</b>		<b>8N 60W</b>		<b>8N 59W</b>		<b>8N 58W</b>		<b>8N 57W</b>		<b>8N 56W</b>		<b>8N 55W</b>		<b>8N 54W</b>		<b>8N 53W</b>		<b>8N 52W</b>	
24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	
25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	
36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	
1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	
12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	
13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	
<b>8N 52W</b>		<b>8N 61W</b>		<b>8N 60W</b>		<b>8N 59W</b>		<b>8N 58W</b>		<b>8N 57W</b>		<b>8N 56W</b>		<b>8N 55W</b>		<b>8N 54W</b>		<b>8N 53W</b>		<b>8N 52W</b>	
24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	
25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	
36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	
1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	
12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	
13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	
<b>8N 52W</b>		<b>8N 61W</b>		<b>8N 60W</b>		<b>8N 59W</b>		<b>8N 58W</b>		<b>8N 57W</b>		<b>8N 56W</b>		<b>8N 55W</b>		<b>8N 54W</b>		<b>8N 53W</b>		<b>8N 52W</b>	
24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	
25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	
36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	
1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	
12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	9	10	11	12	7	8	
13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	16	15	14	13	18	17	
<b>7N 52W</b>		<b>7N 61W</b>		<b>7N 60W</b>		<b>7N 59W</b>		<b>7N 58W</b>		<b>7N 57W</b>		<b>7N 56W</b>		<b>7N 55W</b>		<b>7N 54W</b>		<b>7N 53W</b>		<b>7N 52W</b>	
24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	21	22	23	24	19	20	
25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	28	27	26	25	30	29	
36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	33	34	35	36	31	32	
1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	4	3	2	1	6	5	

## Legend

6 Wells 600' Spacing

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 POOLING ALL INTERESTS IN THE ) Cause No.  
NIOBARRA FORMATION IN FOUR PENDING )  
640-ACRE DRILLING AND SPACING UNITS ) Docket No.  
LOCATED IN VARIOUS SECTIONS )  
LOCATED IN TOWNSHIPS 8 AND 10 )  
NORTH, RANGES 59 AND 60 WEST, 6TH )  
P.M., IN AN UNNAMED FIELD, WELD )  
COUNTY, 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 December 20, 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.

*[Handwritten Signature]*  
\_\_\_\_\_  
Elizabeth Y. Gallaway

Subscribed and sworn to before me December 13, 2012.

Witness my hand and official seal.

My commission expires 10-04-13.



*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public