

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 A 640-ACRE	)	
DRILLING AND SPACING UNIT LOCATED IN	)	Docket No.
SECTION 3, TOWNSHIP 7 NORTH, RANGE	)	
62 WEST, 6 <sup>TH</sup> 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 pooling all interests in a 640-acre drilling and spacing unit for the development of the Niobrara Formation on the following described lands:

Township 7 North, Range 62 West, 6<sup>th</sup> P.M.  
Section 3: All

Weld County, Colorado (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. On April 27, 1988, the Commission adopted Rule 318A, which among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all Cretaceous Age Formations from the base of the Dakota Formation to the surface. Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A was amended, among other things, to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended, among other things, to address drilling of horizontal wells. Section 3, Township 7 North, Range 62 West, 6<sup>th</sup> P.M. is subject to this Rule for the Niobrara Formation.
4. On May 29, 2012, the Commission issued Order Nos. 407-642 & 535-163 which, among other things, authorized up to four horizontal wells within each of four approximate 640-acre drilling and spacing units and two approximate 1280-acre drilling and spacing units, with the treated interval of any horizontal well to be no closer than 460 feet from the boundaries of the unit. Section 3,

Township 7 North, Range 62 West, 6<sup>th</sup> P.M. is subject to this Order for the Niobrara Formation. 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>42</sup>13 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.  
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Applicant's Address:  
Carrizo Oil & Gas, Inc.  
ATTN: Craig Wiest  
1000 Louisiana Street, Suite 1500  
Houston, TX 77002

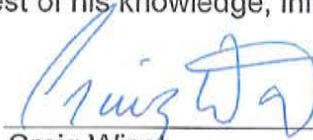
VERIFICATION

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

## Exhibit A

### Interested Parties

Thomas E. Shideler  
4150 Fox St.  
Denver, CO 80216

Lila Anna Nietfeld  
1009 13th Avenue, Unit #301  
Greeley, CO 80631

Bert A. Loper  
5970 Drifter Street  
Colorado Springs, CO 80918

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Briggsdale, CO 80615

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Greeley, CO 80631

William J. Sievers  
43605 County Road 92  
Briggsdale, CO 80611

Lillian C. Cass  
40003 WCR 84  
Briggsdale, CO 80611

Marathon Oil Company  
5555 San Felipe  
Houston, TX 77056

Great Western Oil and Gas Company,  
LLC  
1700 Broadway, Suite 1170  
Denver, CO 80290-1170

Marubeni Denver Julesberg, LLC  
2800 Post Oak Blvd., Suite 6000  
Houston, TX 77056

Gene F. Lang & Co.  
19751 East Main Street  
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Parker, CO 80138

Black Land Petroleum, LLC  
17190 East Dorado Pl.  
Centennial, CO 80015

L. Grant Shideler  
2780 S. Wheeling Way  
Aurora, CO 80014

Norma Carter (fka Norma R. Ullman  
& Norma R. Cass)  
1001 43rd Ave. #3  
Greeley, CO 80634

Linda Lucile Loflin  
5180 Granby Circle  
Colorado Springs, CO 80919

James K. Ullmann and  
Sherry L. Ullmann  
119 N. Fremont Ave.  
Johnstown, CO 80206

Linda Santora  
813 E. 20th St. Dr.  
Greeley, CO 80634

Antelope Energy Company, LLC  
407 North Big Spring  
Suite 240  
Midland, TX 79701

Todd R. Ullmann  
800 Fairlane Ave., #B  
Longmont, CO 80501

Legacy Land Trust  
214 S. College Avenue, Suite 200  
Fort Collins, CO 80524

Margaret J. Peterson and  
Norman C. Peterson  
800 Hawk Stone Drive #8  
Eaton, CO 80615

A. Joyce Krise and Leonard K. Krise,  
405 main Street  
Briggsdale, CO 80611

Marian E. Sierman  
42659 WCR 112  
Brover, CO 80729

Gary J. Sievers  
43605 County Road 92  
Briggsdale CO 80611

James E. Sievers  
43605 County Road 92  
Briggsdale, CO 80611

Richard E. Cass  
41455 Weld County Road 86  
Briggsdale, CO 80611

Lillian C. Cass, Life Estate  
41455 Weld County Road 86  
Briggsdale, CO 80611

Bill Barrett Corporation  
1099 18th Street, Suite 2300  
Denver, CO 80202

Continental Resources, Inc.  
302 N. Independence  
Enid, OK 73701

Prima Exploration, Inc.  
100 Fillmore St., Suite 450  
Denver, CO 80206

Apple Creek, LLC  
335 South York St.  
Denver, CO 80209

Marshall Resources, LLC  
4295 South Fox Street  
Englewood, CO 80110

# Weld County, Colorado

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

## Legend

6 Wells 600' Spacing



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CARRIZO OIL AND GAS, INC., FOR AN )  
ORDER POOLING ALL INTERESTS IN THE )  
NIOBRARA FORMATION IN A PENDING 640- )  
ACRE DRILLING AND SPACING UNIT )  
LOCATED IN SECTION 3, TOWNSHIP 7 )  
NORTH, RANGE 62 WEST, 6<sup>TH</sup> 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 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.


  
Elizabeth Y. Gallaway

Subscribed and sworn to before me December 13, 2012.

Witness my hand and official seal.

My commission expires 04-13.



  
Notary Public