

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 A 640-ACRE)	Cause No.
DRILLING AND SPACING UNIT FOR THE)	
NIOBRARA FORMATION AND ALLOWING)	Docket No.
UP TO THIRTEEN HORIZONTAL WELLS IN)	
SECTION 3, 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 creating a 640-acre drilling and spacing unit and authorizing up to thirteen horizontal wells in the following-described lands:

Township 9 North, Range 59 West, 6th 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. A well location map of the Application Lands is attached as Exhibit A.
3. Applicant requests the right to drill up to thirteen horizontal wells in the Niobrara Formation in the proposed 640-acre drilling unit.
4. Applicant requests approval to drill, at its option, up to thirteen horizontal wells, in the proposed unit, with internal wellbores offset by 300 feet. Applicant also requests authorization to locate the "heel-and-toe" of the completed interval of the laterals no less than 100 feet from the unit boundaries perpendicular to the well laterals, while maintaining a 600 foot setback from the unit boundaries parallel to the well laterals.
5. Applicant asserts that the requested wells are necessary to prevent waste, protect correlative rights, and to assure the maximum efficient recovery of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

6. That in order to promote efficient drainage of the Niobrara Formation underlying the application lands, to prevent waste, and to protect correlative rights, the Commission should establish the drilling unit as requested herein and allow the drilling of up to thirteen horizontal wells in said unit. The specified size and configuration of the requested drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the requested well(s).

7. The names and addresses of the interested parties to this Application which include, as appropriate, offset operators, lessees, or mineral owners, are set forth in Exhibit B, and the undersigned certifies that copies of this Application shall be served on each interested party as required by Rule 503.e.

8. Applicant agrees to be bound by the oral order of the Commission.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, notice be given as required by law and that upon such hearing this Commission enter its order:

A. Establishing the requested drilling and spacing unit for production of oil, gas, and associated hydrocarbons from the Niobrara Formation.

B. Providing that Applicant may drill, at its option, up to thirteen horizontal wells, in the proposed unit, with internal wellbores offset by 300 feet.

C. Providing that the "heel-and-toe" of the completed interval of the laterals may be located no less than 100 feet from the unit boundaries perpendicular to the well laterals, while maintaining no less than a 600 foot setback from the unit boundaries parallel to the well laterals.

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

Dated: April 18, 2013.

By: 

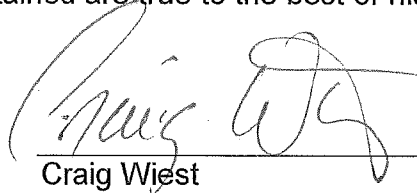
Kenneth A. Wonstolen
Elizabeth Y. Gallaway
Beatty & Wozniak, P.C.
216 Sixteenth Street-Suite 1100
Denver, CO 80202-5115

Address of Applicant
Carrizo Oil & Gas, Inc.
Attn: Craig Wiest
500 Dallas Street, 2300
Houston, TX 77002

VERIFICATION

STATE OF TEXAS)
)
COUNTY OF HARRIS) ss.

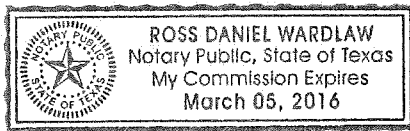
Craig Wiest, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager for Carrizo Oil & Gas, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.


Craig Wiest

Subscribed and sworn to before me this 17th day of April, 2013.

Witness my hand and official seal.

My commission expires: MARCH 5, 2016





Notary Public

EXHIBIT A

Weld County, Colorado
T9N-R59W Sec: 3

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

Exhibit B

Interested Parties

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

OIL India (USA) Inc.
Address Unknown

IOCL (USA) Inc.
Address Unknown

Haimo Oil & Gas LLC
Address Unknown

David Bauer
Weld County
1111 H Street
Greeley, CO 80632

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

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

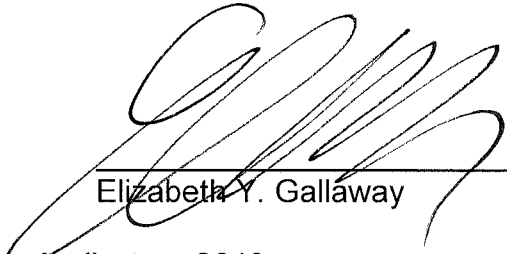
IN THE MATTER OF THE APPLICATION OF)
CARRIZO OIL AND GAS, INC., FOR AN)
ORDER ESTABLISHING A 640-ACRE) Cause No.
DRILLING AND SPACING UNIT FOR THE)
NIOBRARA FORMATION AND ALLOWING) Docket No.
UP TO THIRTEEN HORIZONTAL WELLS IN)
SECTION 3, TOWNSHIP 9 NORTH, RANGE)
59 WEST IN WELD COUNTY, COLORADO)

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:

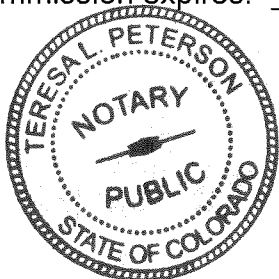
That she is an attorney for Carrizo Oil and Gas, Inc., that on or before April 29, 2013, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit B to the Application.


Elizabeth Y. Gallaway

Subscribed and sworn to before me April 18, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13.




Notary Public

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 A 640-ACRE)
DRILLING AND SPACING UNIT FOR THE)
NIOBRARA FORMATION AND ALLOWING)
UP TO THIRTEEN HORIZONTAL WELLS IN)
SECTION 3, TOWNSHIP 9 NORTH, RANGE)
59 WEST IN WELD COUNTY, COLORADO)

Cause No. 535

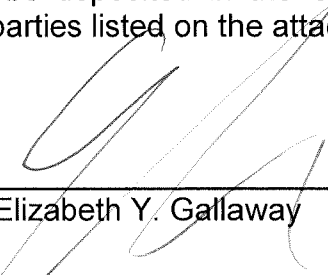
Docket No. 1306-SP-99

SUPPLEMENTAL 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 an attorney for Carrizo Oil and Gas, Inc. and that on May 23, 2013, she caused a copy of the above-captioned Application to be deposited in the United States Mail, postage prepaid, addressed to the additional interested parties listed on the attached list.

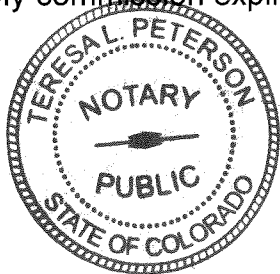



Elizabeth Y. Gallaway

Subscribed and sworn to before me May 23, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13.





Notary Public

Additional Interested Parties

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

David J. Uhl
5543 Jose Leon
North Las Vegas, NV 89031

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

David E. Uhl
2249 Lauren Dr.
Las Vegas, NV 89134

AED Group LLC
6301 Gaston Ave. Suite 240
Dallas, TX 75214

Merrily L. Setlak
2735 South 49th Avenue
Omaha, NE 68106

Paul P. Heng
5816 William Street
Omaha, NE 68106

John Hynes, Jr.
3627 Crown Point Ave
Omaha, NE 68111

Justin Hynes
5816 William Street
Omaha, NE 68106

Jennifer Hynes
5816 William Street
Omaha, NE 68106

Antelope Energy Company, LLC
P.O. Box 577
Kimball, NE 69145