

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 FOR THE )	Docket No.
NIOBRARA FORMATION LOCATED IN )	
SECTION 35, TOWNSHIP 11 NORTH, RANGE )	
58 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 pooling all interests for the development of the Niobrara Formation on the following described lands:

Township 11 North, Range 58 West, 6<sup>th</sup> P.M.  
Section 35: All

Weld County, Colorado ("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 comprise a proposed 640-acre drilling and spacing unit for the development of the Niobrara Formation. The application for the proposed 640-acre drilling and spacing unit is scheduled to be heard at the May 2013 Commission Hearing. See Docket No. 1305-SP-65. Approval of the current pooling application is contingent upon Commission approval of this companion application. Docket No. 1305-SP-65 also seeks Commission authorization for a total of six wells in the proposed drilling and spacing unit.
4. 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.
5. 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.
6. 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 well, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

7. 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.


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 well 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 all wells authorized to be 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, 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: April 17, 2013.

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

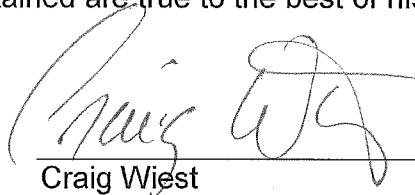
Address of Applicant  
Carrizo Oil & Gas, Inc.  
Attn: Craig Wiest  
500 Dallas Street, Suite 2300  
Houston, TX 77002

VERIFICATION

STATE OF TEXAS  
COUNTY OF HARRIS

)  
) ss.  
)

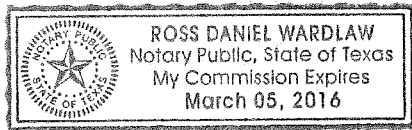
Craig Wiest, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager for Carrizo Oil & Gas, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

  
\_\_\_\_\_  
Craig Wiest

Subscribed and sworn to before me this 17<sup>TH</sup> day of April, 2013.

Witness my hand and official seal.

My commission expires: MARCH 5, 2016



  
\_\_\_\_\_  
Notary Public

Exhibit A  
Interested Parties

Betty Barton Thomas  
Address unknown

Cheryl V. Hasenkamp  
11818 Peach Xing  
Helotes, TX 78023

Christopher E. Chapman  
1449 Ridgeway  
Oceanside, CA 92054

D.W Crawford  
Gainesville, TX

Estate of Duane Len Jenson, deceased  
Fort Worth, TX

Estate of Robert M. Barton, deceased  
Dallas County, TX

Estate of Shirley Ann Fisher, Deceased  
5216 Country Club Drive  
Granbury, TX 76049

Helen Boyd, as Trustee of the Ross A. Younglund  
Revocable Trust  
150 County 153  
Carpenter, WY 82054

IOCL (USA) Inc.  
Address Unknown

J. N. Martin, M. H. Martin, L. F. Martin and Mary  
Martin McKinney  
Marietta, OK

Jonathan S. Roderick, Trustee of the Jonathan S.  
Roderick Living Trust dated February 8, 2007  
P.O. Box 7961  
Boulder, CO 80306

Kenneth E. Younglund  
112 Balsam Drive  
Miles City, MT 59301

Estate of Dorothy Jane Simmons Hankins,  
deceased  
Dallas, TX  
Robert Hasenkamp  
5027 East 69th street  
Indianapolis, IN 46220

Midhill, a partnership, Trustee fbo Susan E. Heiss  
IRA  
P.O. Box 2680  
Casper, WY 82608  
Estate of Jack I. Christiansen, deceased  
2195 E. Egbert Street #214  
Brighton, CO 80601

Robert E. Christiansen  
500 Cedar Street  
Kimball, NE 69145

Fredna Barton Mahaffey  
3720 E. Eaglescliffe Drive  
Springfield, MO 65809

Barbara Jane Kirkpatrick  
121 Melrose  
Lancaster, TX 75146-2221

Julia Adda Hasenkamp  
1567 Oak Court  
Cheyenne, WY 82001

Haimo Oil & Gas, LLC  
Address Unknown

Carol Diane Jenson Bassett  
11427 Brandy Lane  
Houston, TX 77044

Alma L. Tisher and Kelly B. Tisher, wife and  
husband, joint tenants with the right of survivorship  
6366 East Tufts Ave.  
Englewood, CO 80111

Alice M. Thomson  
1421 San Juan Avenue  
Tustin, CA 92780

Louis A. Oswald, III, Trustee of the Oswald Family  
Trust dated April 27, 1998  
P.O. 280969  
Lakewood, CO 80228-0969

Mary Jo Younglund  
P.O. Box 84  
Broadus, MT 59317

PEC Minerals, LP  
14860 Montfort Drive, Suite 209  
Dallas, TX 75254-6722

Sam McCorkle  
4436 Beverly Dr.  
Dallas, TX 75205

Sharon Richey  
1212 Whaley Drive  
Gainesville, TX 76240

The Skeeters Company, a partnership  
3708 Canyon Pass Trail  
Burleson, TX 76028

BLM Colorado State Office  
2850 Youngfield Street  
Lakewood, CO 80215-7093

Vivian E. Christiansen  
2195 E. Egbert Street #214  
Brighton, CO 80601

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

Wilson W. Wampler  
1190 So. Colorado Blvd.  
Denver, CO 80222

Pumpkin Buttes, LLC  
P.O. Box 1989  
Casper, WY 82602

Ross A. Younglund  
150 County 153  
Carpenter, WY

Winonai W. Keck  
1550 North Lake Shore Drive  
Chicago, IL 60610

The Trustee of the Mary Ruth Adams Trust, dated  
December 20, 1993  
90 Corona Street  
Denver, CO 80218

Coliseum Properties, Inc., a Texas Corporation  
115 Kay Lane  
Fort Worth, TX 76114

Inez V. Stidham  
522364th Avenue NE  
Maryville, WA 98270

Ladonna Y. Lee  
1037th 26th Road South  
Arlington, VA 22202

Rose Martin Martin, sole heir of L. A. Martin  
4409 Birchman Ave  
Fort Worth, TX 76107

Oil India (USA) Inc.  
Address Unknown

Byron Layton  
3819 East 64th Place  
Tulsa, OK 74136

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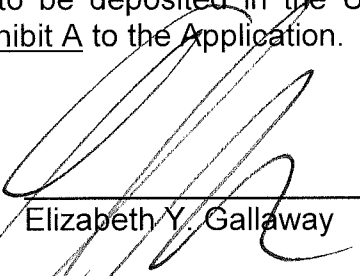
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AFFIDAVIT OF MAILING

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:

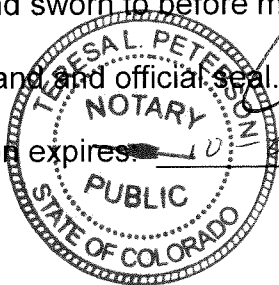
That she is the attorney for Carrizo Oil and Gas, Inc., that on or before April 29, 2013, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

  
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