

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 ALLOWING UP TO SIXTEEN)	Cause No.
HORIZONTAL WELLS IN AN ESTABLISHED)	
640-ACRE DRILLING UNIT LOCATED IN)	Docket No.
SECTION 2, TOWNSHIP 8 NORTH, RANGE)	
61 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 authorizing up to sixteen horizontal wells in the following-described lands:

Township 8 North, Range 61 West, 6th P.M.
Section 2: 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. On February 22, 2011, the Commission issued Order No. 535-3 which, among other things, established 160 640-acre drilling and spacing units for certain lands, including the Application Lands, and allowed one horizontal well in each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
4. On November 15, 2012, the Commission issued Order No. 535-215 which, among other things, approved up to two horizontal wells within certain lands including the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
5. On March 25, 2013, the Commission issued Order No. 535-295 which, among other things, approved up to a total of six horizontal wells within certain lands, including the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
6. Applicant requests approval to drill, at its option, an additional ten horizontal wells, for a total of up to sixteen horizontal wells in the unit, with internal wellbores offset by 300 feet and unit boundary setbacks of 300 feet.

7. 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.

8. 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 allow the drilling of an additional ten, for a total of up to sixteen 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).

9. According to Rule 507.b.(1), the names and addresses of the interested parties to this Application 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.


10. 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. Providing that Applicant may drill, at its option, an additional ten for a total of up to sixteen horizontal wells in the unit, with internal wellbores offset by 300 feet and unit boundary setbacks of 300 feet.

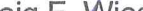
B. For such other findings and orders as the Commission may deem proper or advisable in the matter.

Dated: July 18, 2013

By: 
Kenneth A. Wonstolen
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

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)


Craig E. Wiest

My commission expires: 3/5/2016

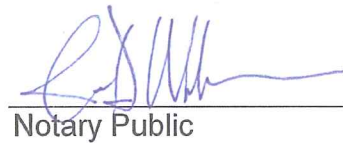


Exhibit A

Weld County, Colorado
T8N-R61W Sec 2

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

Exhibit B

Interested Parties

Noble Energy WYCO, LLC.
1625 Broadway, Suite 2200
Denver, CO 80202

Oil India (USA), Inc.
c/o Thompson Knight, LLP
Attn: Arthur J. Wright
333 Clay St, Suite 3300
Houston, TX 77002

Chesapeake Exploration, LLC
P.O. Box 18496
Oklahoma City, OK 73154

Marubeni Denver Julesburg LLC
5555 San Felipe
Houston, TX 77056

IOCL (USA), Inc.
c/o Thompson Knight, LLP
Attn: Arthur J. Wright
333 Clay St, Suite 3300
Houston, TX 77002

Haimo Oil & Gas, LLC
Attn: Mr. Jianwen Dou
593, Zhangsutan Lanzhou
Gansu Province, 730010, PRC

Continental Resources, Inc.
P.O. Box 1032
Enid, OK 73702

SKV, LLC
P.O. Box 300687
Denver, CO 80218

Tracker Resource Development III, LLC
1050 Seventeenth St.
Suite 2200
Denver, CO 80265

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

Gene F. Lang & Co.
19751 East Mainstreet
Suite 334
Parker, CO 80138

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

Blackland Petroleum, LLC
17190 East Dorado Pl.
Centennial, CO

Prima Exploration, Inc., as Nominee for Marshall
Resources, LLC
4295 South Fox Street
Englewood, CO 80110

Marathon Oil Company
5555 San Felipe
Houston, TX 77056

Harold F. Cramer
485 Race St.
Denver, CO 80202

Carol C. Cramer
2501 East 7th Ave
Denver, CO 80206

Marilyn Louise Cramer
2501 East 7th Ave
Denver, CO 80206

John D. Wheeler, Laurie J. Smith, and Thomas A.
Wheeler, as Trustees of the John R.P. Wheeler Trust
dated December 5, 1986
1130 38th Ave, Suite B
Greeley, CO 80634-2580

First Interstate Bank of Denver, N.A. as trustee under a
certain Agreement for the Moran Family Minerals Trust
dated as of August 1, 1988
P.O. Box 5825
Denver, CO 80217

Alan B. Hall AKA Alan Bradley Hall
P.O. Box 10761
Houston, TX 77206-0761

William Blake LaRue
Address Unknown

Kristopher W. Amico
32817 Northshire Circle
Temecula, CA 92593

Richard J. Bartels and Robbin L. Peppler as Trustees of
the Grandchildren's Trust II
2131 62nd Court
Greeley, CO 80634

Barry Cleaves McDannald
3810 West Main (FM518)
P.O. Box 863
League City, TX 77574

Mary Sue McDannald Carlson
5025 Riverway #12
Houston, TX 77056

Paul Poppe and Lana Poppe
22620 Weld County Road 64
Greeley, CO 80631

David Bauer
Weld County
1111 H Street
Greeley, CO 80632

Tom Schreiner, Energy Liaison
Colorado Parks and Wildlife
Northeast Region Office
6060 Broadway
Denver, CO 80216

Robert Driscoll LaRue
1984 Pikes Peak St.
Erie, CO 80516

Elizabeth Hall Walker
P.O. Box 1737
Conroe, TX 77301

Kathryn B. Stahlman and Robbin L. Peppler as Trustees
of the Grandchildren's Trust
1316 Pearson Road
Dayton, OH 45433

Estate of Jerry McDannald, deceased
P.O. Box 795
Collinsville, TX 76233

Geraldine Nelson
130 W. Market
Wichita, KS 67037

Steven Jex Tobler and Jeanne Cox Tobler (JT)
47749 CR 95
Briggsdale, CO 80611

Larry D. Kort
1305 N. Williams
Hastings, NE 68901

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 ALLOWING UP TO SIXTEEN)
HORIZONTAL WELLS IN AN ESTABLISHED)
640-ACRE DRILLING UNIT LOCATED IN)
SECTION 2, TOWNSHIP 8 NORTH, RANGE)
61 WEST IN WELD COUNTY, COLORADO)

Cause No.

Docket No.

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

Kenneth A. Wonstolen, of lawful age, and being first duly sworn upon his oath,
states and declares:

That he is an attorney for Carrizo Oil and Gas, Inc., that on or before July 25,
2013, he 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.



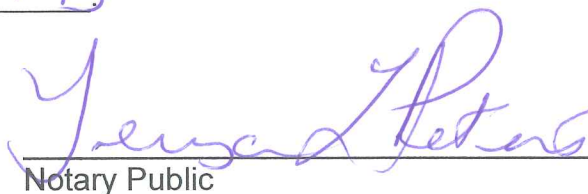
Kenneth A. Wonstolen

Subscribed and sworn to before me July 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)	CAUSE NO. 535
CARRIZO OIL AND GAS, INC., FOR AN ORDER)	
ALLOWING UP TO SIXTEEN HORIZONTAL)	DOCKET NO.
WELLS IN AN ESTABLISHED 640-ACRE)	
DRILLING UNIT LOCATED IN SECTION 2,)	
TOWNSHIP 8 NORTH, RANGE 61 WEST IN)	Intake No. 73
WELD COUNTY, COLORADO)	

ENTRY OF APPEARANCE

The undersigned, a member of the firm of Beatty & Wozniak, P.C., attorneys for Carrizo Oil and Gas, Inc., applicant in the above-referenced application, enters her appearance therein.

Dated this 7th day of August, 2013.

BEATTY & WOZNIAK, P.C.

By: _____

Elizabeth Y. Gallaway
216 Sixteenth Street, Suite 1100
Denver, Colorado 80202-5155
303-407-4499