

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 31, TOWNSHIP 11 NORTH, RANGE)	
57 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 57 West, 6th P.M.
Section 31: 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-66. Approval of the current pooling application is contingent upon Commission approval of this companion application. Docket No. 1305-SP-66 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.

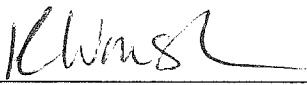
B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.

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


)

SS.

COUNTY OF HARRIS

)

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.

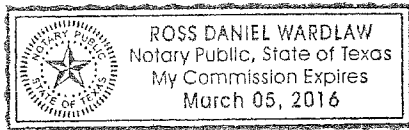

Craig Wiest

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

Notary Public

Exhibit A
Interested Parties

Whiting Oil and Gas Corp.
1700 Broadway, Suite 2300
Denver, CO 80290

OIL India (USA) Inc.
Address Unknown

IOCL (USA) Inc.
Address Unknown

Haimo Oil & Gas LLC
Address Unknown

Yates Petroleum Corp.
105 S. 4th St.
Artesia, NM 88210

MYCO Ind. Inc.
105 S. 4th St.
Artesia, NM 88210

ABO Petroleum Corp.
105 S. 4th St.
Artesia, NM 88210

Cynthia A. E. Zeren
4457 South Meadow Drive
Boulder, CO 80301

Richard C. Grimmette
832 2nd Ave. South
Tierra Verde, FL 33715

Ethel Eleanor Oestereick aka Ethel Eleanor
Oesterick
3000 West Yale Ave., Apt. #311
Denver, CO 80219

James E. Snead and Ardith S. Snead (JT)
315 West Beaver Ave.
Fort Morgan, CO 80701

Ernest N. Scheller
21070 County Road B
Cortez, CO 81321

BHMT Resources, LLC
6966 S. Boulder Rd.
Boulder, CO 80303

Glenda Hughes AKA Glenda E. Hughes AKA
Glenda Elaine Hughes
1313 SW 26th St.
Troutdale, OR 97060

Carolyn M. Gilliland AKA Carolyn Gilliland
17812 SE Alder Street
Portland, OR 97233

Wayne D. Kline AKA Wayne Kline
3930 SE 162nd Ave.
Space #50
Portland, OR 97236

Gloria Shadle AKA Gloria C. Kline
35305 Ede Road
Lebanon, OR 97355

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

Virginia R. O'Hare
60480 County Rd. 135
New Raymer, CO 80742

James C. Sheets
7201 CR 301
Parachute, CO 81635

David Sheets
533 Hacienda Drive
Unit A
Grand Junction, CO 81507

Kenneth E. Sheets
700 Fairway
Rifle, CO 81650

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57 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:

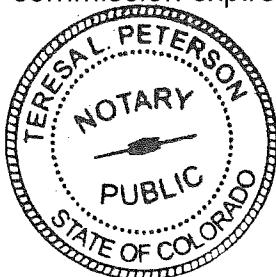
That she is the attorney for Carrizo Oil and Gas, Inc., that on or before April 29, 2013, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.


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