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CARRIZO OIL & GAS INC  
Form 8-K  
September 24, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): September 23, 2004

CARRIZO OIL & GAS, INC.  
(Exact name of registrant as specified in its charter)

Texas (State or other jurisdiction of incorporation)	000-22915 (Commission File Number)	76-0415919 (I.R.S. Employer Identification No.)
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14701 St. Mary's Lane Suite 800 Houston, Texas (Address of principal executive offices)	77079 (Zip code)
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Registrant's telephone number, including area code: (281) 496-1352

Not applicable  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 4.01. Changes in Registrant's Certifying Accountant.

On September 23, 2004, Carrizo Oil & Gas, Inc. (the "Company") retained the services of Pannell Kerr Forster of Texas, P.C. ("PKF") as its new independent registered public accounting firm. The audit committee of the board of directors of the Company approved PKF's engagement.

During the fiscal years ended December 31, 2002 and December 31, 2003 and the subsequent interim period prior to PKF's engagement, neither the

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Company nor someone on its behalf has consulted with PKF regarding (1) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company's financial statements; or (2) any matter that was either the subject of a disagreement as described in Item 304(a)(1)(iv) of Regulation S-K under the Securities Act of 1933, as amended (the "Securities Act"), or a "reportable event" described in Item 304(a)(1)(v) of Regulation S-K under the Securities Act.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CARRIZO OIL & GAS, INC.

By: /s/ Paul F. Boling

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Name: Paul F. Boling  
Title: Vice President and  
Chief Financial Officer

Date: September 24, 2004