BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of TEXAS PETROLEUM RESOURCES WAIVER AND CONSENT TO ORDER

Respondent. File No. S-04226(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Petition for Order, hereby waives its right to a hearing with respect to this matter and without admitting the allegations set forth in the Petition for Order hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a wilful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 21st day of January, 2005.

TEXAS PETROLEUM RESOURCES

George Ubley, President

State of Texas

County of Dallas

Subscribed before me this 21st day of January, 2005.

J. B. Yearty
Notary Public, State of Texas

My commission expires 6/4/57