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

In the Matter of
YOUNG OIL CORPORATION,
Respondent.

WAIVER AND CONSENT
TO ORDER
File No. S- 04201(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives its right to a hearing with respect to this matter and 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 23rd day of August, 2005.

YOUNG OIL CORPORATION

[Signature]
(Type name and title)

State of
County of

Subscribed before me this
12th day of August, 2005.

[Notary Public]
My commission expires 7/26/06