

**STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT**

IN THE MATTER OF: )  
AMPAK OIL COMPANY ) FILE NO.: 0700585  
ITS OFFICERS, DIRECTORS, )  
EMPLOYEES, AFFILIATES, SUCCESSORS )  
AGENTS AND ASSIGNS )

**CONSENT ORDER**

TO THE RESPONDENT:           Ampak Oil Company  
                                  C/O Michael Morehead, Esq.  
                                  Hinshaw and Culbertson  
                                  400 S. 9th Street  
                                  Suite 200  
                                  Springfield, Illinois 62701-1650

WHEREAS, Respondent Ampak Oil Company, (the "Respondent") on May 29, 2009, executed a certain Stipulation To Enter Consent Order (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, the Respondent has admitted to the jurisdiction of the Secretary of State and service of the Notice of Hearing in this matter.

WHEREAS, subject to the terms and conditions contained in the Stipulation and solely to resolve and settle this matter, the Respondent, while neither admitting nor denying the allegations contained in the Department's Notice of Hearing and absent any formal adjudication of the issues, has agreed and consented to the entry of this Consent Order.

WHEREAS, the Secretary of State, by and through his designated representative, the Securities Director, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceeding or formal adjudication.

WHEREAS, the Respondent has acknowledged, while neither admitting or denying the truth thereof and absent any formal adjudication on the issues, that the allegations contained in

Consent Order

-2-

paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Findings of Fact as follows:

- a. That Respondent, Ampak Oil Company, is a business entity, with a last known address of 801 East Plano Pkwy, Ste. 230, Plano, TX 75074;
- b. That on or about June 18, 2007, Respondent Ampak Oil Company, by and through its officers, directors, and employees offered and sold to an Illinois resident, one half (1/2) unit of the Cologne Field Prospect Joint Venture;
- c. That the above referenced one half unit of the Cologne Field Prospect Joint Venture is a security as that term is defined pursuant to Section 2.1. of the Illinois Securities Law of 1953 [815 ILCS 5/1 et seq.] (the "Act");
- d. That Section 5 of the Act provides, inter alia, that all securities, except those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois;
- e. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
- f. That at all times relevant hereto, Respondent Ampak Oil Company, by and through its officers, directors, and employees failed to file an application for registration of the above-referenced security with the Secretary of State prior to the offer or sale in the State of Illinois;

WHEREAS, the Respondent has acknowledged, while neither admitting or denying the truth thereof and absent any formal adjudication on the issues, that the allegations contained in paragraph nine (9) of the Stipulation shall be adopted as the Secretary of State's Conclusions of Law as follows:

- a. That by virtue of the foregoing, Respondent Ampak Oil Company, by and through its officers, directors, and employees has violated Section 12.A of the Act;

Consent Order


-3-

WHEREAS, the Respondent has made a voluntary offer to the individual identified in the Illinois Securities Department's Notice of Hearing providing for an offer to rescind the aforesaid June, 18, 2007 sale of the Cologne Field Prospect Joint Venture and said offer has been accepted by said individual.

NOW THEREFORE IT IS HEREBY ORDERED THAT:

1. The allegations contained in paragraph eight (8) and paragraph nine (9) of the Stipulation shall be and are hereby adopted as the Secretary of State's Findings of Fact and Conclusions of Law;
2. The Respondent, Ampak Oil Company, shall be prohibited from offering or selling securities in the State of Illinois except in compliance with the Act; and
3. The Temporary Order of Prohibition and the formal Notice of Hearing, previously entered by the Illinois Securities Department in connection with this matter shall be and hereby are dismissed with no further action.

ENTERED: This 29<sup>th</sup> day of May, 2009.

  
JESSE WHITE  
Secretary of State  
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12(D) of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"). Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony.

Attorney for the Secretary of State  
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