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

In the Matter of
MANNON L. WALTERS, INC.,
MANNON L. WALTERS, JR.,
JAMES BROWN, BETTY TRABANT, and
TONYA R. MEAD,

Respondents.

PETITION FOR ORDER

File No. S-01065(EX)

The staff of the Enforcement Unit, Bureau of Registration & Enforcement, of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Mannon L. Walters, Inc., ("MLWI") is a foreign business entity with a last known business address of 6015 Heckel Rd., Evansville, IN 47725.

2. Mannon L. Walters, Jr. ("Walters") is an individual who at all times material hereto has been the President and CEO of MLWI, with a last known business address at that of MLWI.

3. James Brown ("Brown") is an individual who at all times material hereto has been Vice President of MLWI, with a last known business address at that of MLWI.

4. Betty Trabent ("Trabent") is an individual who at all times material hereto has been Secretary of MLWI, with a last known business address at that of MLWI.

5. Tonya R. Mead ("Mead") is an individual who at all times material hereto has been an agent of MLWI, Walters, Brown and Trabent, with a last known business address at that of MLWI.

6. During the period from April through June 2001, Mead, on behalf of MLWI, Walters, Brown and Trabent, offered to at least one person in Wisconsin a certificate of interest or participation in an oil lease or in payments out of such title or lease.

7. The interests offered by the respondents are securities as defined by sec. 551.02(13), Wis. Stats., and have never been registered for offer and sale in Wisconsin pursuant to Ch. 551, Wis. Stats.

8. All Respondents have violated sec. 551.21(1), Wis. Stats., by offering unregistered securities in Wisconsin.

9. In connection with the offers of the securities described above, Mead transacted business in Wisconsin as an "agent" for MLWI, Walters, Brown and Trabent, as that term is defined by sec. 551.02(2), Wis. Stats.

10. At no time has Mead been licensed as a securities agent pursuant to Ch. 551, Wis. Stats.

11. Mead has violated sec. 551.31(1), Wis. Stats., by transacting business in Wisconsin as a securities agent without a license.

12. MLWI, Walters, Brown and Trabent have violated sec. 551.31(2), Wis. Stats., by employing an unlicensed agent to represent them in Wisconsin.

Therefore, the staff of the Enforcement Unit petitions the Administrator of the Division of Securities for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

Susan A. Kittel Moore 1/25/02

Susan A. Kittel Moore — Date
Legal Assistant
Enforcement Unit

1/25/02

David A. Cohen — Date
Supervising Attorney
Enforcement Unit