

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

In the Matter of  
CANO ENERGY CORPORATION,

WAIVER AND CONSENT  
TO ORDER

Respondent.

File No. S-03268(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, solely for the purpose of this proceeding only, to the issuance of the Order without admitting or denying the factual findings contained in the Petition; and

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

EXECUTED this 26 day of August, 2005.

CANO ENERGY CORPORATION

By: *Peter Partan*

PRESIDENT, PETER PARTAN  
(Type Name and Title)

State of Texas )  
County of Tarrant )

Subscribed before me this 26<sup>th</sup> day of August, 2005.

*Patricia Lee Huckabee*  
Notary Public

My commission expires 03/02/09.

