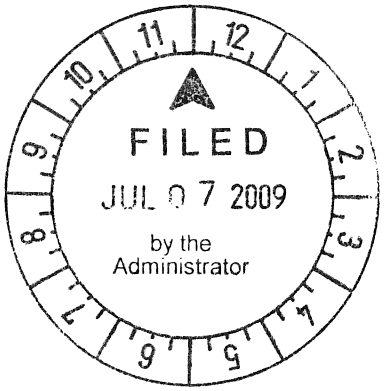
STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON AVENUE
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Royal Petroleum Corporation,

Respondent. ODS File No. 09-004

ORDER INITIATING INVESTIGATION

It has come to the attention of the Administrator of the Oklahoma Department of Securities ("Department") that violations of certain provisions of the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2004), and/or the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities ("Rules") may have occurred and may be continuing to occur, in connection with the offer and/or sale of shares of stock in Royal Petroleum Corporation.

Section 1-602 of the Act provides in part:

A. The Administrator may:

> 1. Conduct public or private investigations within or outside of this state which the Administrator considers necessary or appropriate to determine whether a person has violated, is violating, or is about to violate this act or a rule adopted or order issued under this act, or to aid in the enforcement of this act or in the adoption of rules and forms under this act;
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> 2. Require or permit a person to testify, file a statement, or produce a record, under oath or otherwise as the Administrator determines, as to all the facts and circumstances concerning a matter to be investigated or about which an action or proceeding is to be instituted; and
>
> 3. Publish a record concerning an action, proceeding, or an investigation under, or a violation of, this act or a rule adopted or order issued under this act if the Administrator determines it is necessary or appropriate in the public interest and for the protection of investors.

B. For the purpose of an investigation or proceeding under this act, the Administrator or its designated officer may administer oaths and affirmations, subpoena witnesses, seek compulsion of attendance, take evidence, require the

filing of statements, and require the production of any records that the Administrator considers relevant or material to the investigation or proceeding.

Based upon the information received by the Department and in light of the provisions of the Act, the Administrator has determined it to be in the public interest to conduct an investigation into the activities of Royal Petroleum Corporation.

IT IS THEREFORE ORDERED that a public investigation be commenced by the Department into the activities of Royal Petroleum Corporation or associated or affiliated entities or individuals, to determine whether such persons have violated any provision of the Act and/or the Rules.

If the Administrator determines that violations of the Act and/or the Rules have occurred, the Administrator may pursue any of the courses of action set forth in the Act or as otherwise authorized by law. If, however, the facts indicate that no corrective action by the Administrator is warranted, the investigation will be closed.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 7th day of July, 2009.

(SEAL)

Melanie Hall

MELANIE HALL, DEPUTY ADMINISTRATOR OF
THE OKLAHOMA DEPARTMENT OF SECURITIES