

POC ID: 3311

Indicate Debtor against which you assert a claim by checking the appropriate box. (Check only one Debtor per claim form.)

- | | |
|--|--|
| <input type="checkbox"/> Cano Petroleum, Inc. (Case No. 12-31549) | <input type="checkbox"/> Tri-Flow, Inc. (Case No. 12-31553) |
| <input checked="" type="checkbox"/> Cano Petro of New Mexico (Case No. 12-31550) | <input type="checkbox"/> W.O. Energy of Nevada, Inc (Case No. 12-31554) |
| <input type="checkbox"/> Ladder Companies, Inc. (Case No. 12-31551) | <input type="checkbox"/> W.O. Operating Company, Ltd. (Case No. 12-31556) |
| <input type="checkbox"/> Square One Energy, Inc. (Case No. 12-31552) | <input type="checkbox"/> W.O. Production Company, Ltd. (Case No. 12-31557) |
| | <input type="checkbox"/> WO Energy, Inc. (Case No. 12-31555) |

NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property) :

RES Oil & Gas Limited Partnership

Name and address where notices should be sent:

RES OIL & GAS LTD PARTNERSHIP
C/O R E SMITH INTERESTS
1900 WEST LOOP SOUTH STE 1050
HOUSTON, TX 77027-3207

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MAY 04 2012

BMC GROUP

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

THIS SPACE IS FOR COURT USE ONLY

Creditor Telephone Number (713) 964-6666 email: pmclarty@resmith.org

Name and address where payment should be sent (if different from above):

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number (if known):

Filed on:

Payment Telephone Number () email:

1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ **unspecified-received approximately \$375 during 2011 for production-revenues on San Andreas Unit-CATO Unit #16 - have only received \$34.40 for 2012**

If all or part of your claim is secured, complete item 4.
If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

2. BASIS FOR CLAIM: **proceeds from sale of oil, gas or other minerals produced**

(See instruction #2)

3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:

4535

3a. Debtor may have scheduled account as:

n/a

(See instruction #3a)

3b. Uniform Claim Identifier (optional):

n/a

(See instruction #3b)

4. SECURED CLAIM: (See instruction #4)

Check the appropriate box if your claim is secured by a lien on property or a right of set off, attach required redacted documents, and provide the requested information.

Amount of arrearage and other charges, as of time case filed, included in secured claim, if any: \$

Nature of property or right of setoff:

Basis for Perfection:

Describe:

Real Estate Motor Vehicle Other

Amount of Secured Claim: \$

Value of Property: \$

Amount Unsecured: \$

Annual Interest Rate: % Fixed or Variable (when case was filed)

5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.

Amount entitled to priority: \$

You MUST specify the priority of the claim:

- | | |
|--|---|
| <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). | <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). |
| <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use -11 U.S.C. § 507(a)(7). | <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). |
| <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). | <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (). |

* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

CANO PETROLEUM



00190

6. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)

7. DOCUMENTS: Attached are redacted copies of documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and definition of "redacted").
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.
If the documents are not available, please explain:

DATE-STAMPED COPY To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Central Time on May 7, 2012 for All Entities and Persons including Governmental Units.

BY MAIL TO:
BMC Group, Inc.
Attn: Cano Petroleum, Inc. Claims Processing
PO Box 3020
Chanhassen, MN 55317-3020

BY MESSENGER OR OVERNIGHT DELIVERY TO:
BMC Group, Inc.
Attn: Cano Petroleum, Inc. Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317

*You are encouraged to E-File your proof of claim directly by logging onto <http://www.bmcgroup.com/Cano/ClaimFiling>

8. SIGNATURE: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. (Attach copy of power of attorney, if any.) I am the trustee, or the debtor, or their authorized agent. (See Bankruptcy Rule 3004.) I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

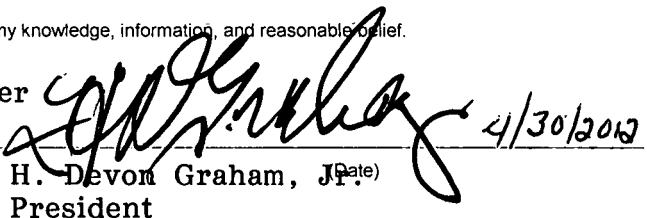
RES Oil & Gas Limited Partnership

Print Name: by R. E. Smith Interests, Inc., General Partner

Title: _____
Company: _____

Address and telephone number (if different from notice address above):

(Signature) H. Devon Graham, Jr. (Date) 4/30/2012



President

Telephone number: _____ email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

CANO PETRO OF NEW MEXICO

6500 N BELT LINE RD, SUITE 200
 IRVING, TX 75063-6049
 ROYALTY RELATIONS (214) 687-0030

PAYEE NAME	PAYEE NO.	DATE	CHECK NUMBER	AMOUNT
RES OIL & GAS LTD PARTNERSHIP	10002391	01/23/12	0105002362	\$34.40

PC/Product Codes	Interest Types	ADJ Codes
1XX-Oil(BBLs)	WI-Working Interest	
2XX-Gas(MCF)	RI-Royalty Interest	
3XX-Condensate(BBLs)	BL-Blanchard	10.Backup Withholding Tax
4XX Plant Products(GALS/BBLs)	OR-Overriding Royalty	12 Non-Resident Income Tax (NM&OK)

98757

Property #	DOI #	Property Name	State	County	Legal Decimal	OWNER VALUE	OWNER TAX	OWNER DEDUCTS	ADJ. CODE	NET SHARE
00110000	00014	Cato Unit #16	NM	CHAVES	0.00625000					
112011	100	OR			0.00625000	36.99	3.23			33.76
112011	100	OR			0.00000000		1.81		12	-1.81
112011	204	OR			0.00625000	0.47	0.04		0.07	0.36
112011	204	OR			0.00000000		0.02		12	-0.02
112011	400	OR			0.00625000	2.94	0.26		0.43	2.25
112011	400	OR			0.00000000		0.14		12	-0.14

690

Keyed in Date 49043
 Batch _____

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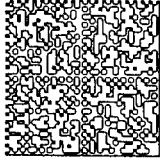
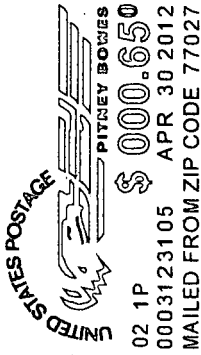
CURRENT CHECK	OWNER VALUE	OWNER TAXES	OWNER DEDUCTS	NET SHARE
	40.40	5.50	0.50	34.40

TOTAL CHECK AMOUNT: **34.40**

PLEASE DETACH BEFORE PRESENTING FOR PAYMENT

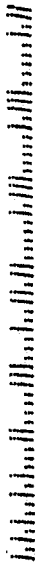
R. E. SMITH INTERESTS

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HOUSTON, TEXAS 77027-3207



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