

EXHIBIT A

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: HEARTLAND RESOURCES, INC.,)
ITS OFFICERS, DIRECTORS,) File No. 0700586
EMPLOYEES, AFFILIATES, SUCCESSORS,)
AGENTS AND ASSIGNS)

CONSENT ORDER

TO THE RESPONDENT: Heartland Resources, Inc.
C/O Hunter Durham, Esq.
130 Public Square
P.O. Box 100
Columbia, KY 42728-0100

WHEREAS, Respondent Heartland Resources, Inc. (the "Respondent") on May 16, 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 and 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, 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.

WHEREAS, the Respondent has acknowledged, while neither admitting or denying the truth thereof, that the allegations contained in paragraph eight (8) of the Stipulation shall be adopted as the Secretary of State's Findings of Fact as follows:

1. That Respondent, Heartland Resources, Inc., is a purported business entity, with a last known address of 942 Searcy Way, Bowling Green, KY 42103;

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2. That between the dates of November 9, 2006, and June 6, 2007, Respondent Heartland Resources, Inc., by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, offered and sold to JT, an Illinois resident, four "units" of the Heartland-Razorback oil well development for a total investment amount of \$159,880;
3. That on or about April 24, 2007, Respondent Heartland Resources, Inc., by and through its Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, offered and sold to JT, an Illinois resident, one "unit" of the Heartland-Twelve Well oil well development for a total investment amount of \$79,900;
4. That each of the aforesaid units 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");
5. 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;
6. 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;
7. That at all times relevant hereto, Respondent Heartland Resources, Inc., 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, 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:

1. That by virtue of the foregoing, Respondent Heartland Resources, Inc. by and through its officers, directors, and employees has violated Section 12.A of the Act.

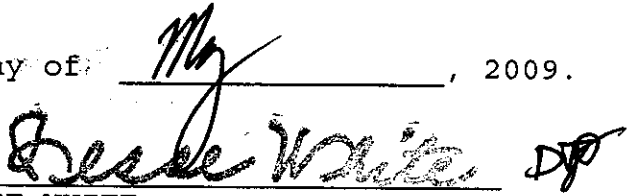
NOW THEREFORE IT IS HEREBY ORDERED THAT:

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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, Heartland Resources, Inc., shall be prohibited from offering and/or selling securities in the State of Illinois except in compliance with the Act;
3. The Respondent shall pay a total restitution amount of \$239,780 to James Trigg and said restitution amount is to be made in two payments as follows: Respondent shall, within 180 days of the entry of the aforesaid Consent Order, make an initial payment to James Trigg in the amount of \$119,890, representing one half (1/2) of the total aforesaid restitution amount, and shall, within 360 days of the entry of the aforesaid Consent Order, make an additional payment to James Trigg in the amount of \$119,890, representing the remaining balance of the aforesaid restitution, that each of the aforesaid two payments is to be made by separate money order or cashier's check payable to James Trigg and that a copy of each said payment check will be mailed in a timely manner to Illinois Department of Securities, 350 Seright, Suite C, Harrisburg, Illinois 62946;
4. The Temporary Order of Prohibition, previously entered by the Illinois Securities Department in connection with this matter shall be and hereby is dismissed with no further action.

ENTERED: This 20th 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.

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Attorney for the Secretary of State
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Illinois Securities Department
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Harrisburg, Illinois 62946
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Hearing Officer:
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