



**RECEIVER'S MOTION FOR ENTRY OF AN ORDER SETTING CLAIMS  
BAR DATE, ESTABLISHING CLAIMS PROCEDURE, AND APPROVING  
NOTIFICATION PROCESS**

TO THE HONORABLE U.S. MAGISTRATE JUDGE HAL R. RAY, JR.:

Deborah D. Williamson, in her capacity as the Court-appointed Receiver (the “Receiver”) for the Receivership Parties<sup>1</sup> (as defined in the *Order Appointing Receiver* [ECF No. 17] (the “Receivership Order”)<sup>2</sup>) and the receivership estates (collectively, the “Receivership Estates”) in the above-captioned case (the “Case” or the “Receivership”), hereby files this *Receiver’s Motion for Entry of an Order Setting Claims Bar Date, Establishing Claims Procedure, and Approving Notification Process* (the “Motion”), requesting entry of an order, substantially in the form of the proposed order (the “Proposed Order”) attached hereto as **Exhibit A**, setting a claims bar date, establishing a claims procedure, approving a notification process, and approving the “net” transaction calculation method for each Known Investor’s Net Transaction amount (as detailed herein) in this Case. In support of the Motion, the Receiver respectfully submits as follows:

**I. INTRODUCTION**

1. This Case stems from an oil and gas offering fraud conducted over three years as alleged in the *Complaint* of Plaintiff, U.S. Securities and Exchange Commission (the “Commission”). *Complaint*, ¶ 1.

2. On December 1, 2021, the Commission filed its *Complaint* [ECF No. 1] and its *Emergency Motion for a Temporary Restraining Order and Emergency Ancillary Relief*

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<sup>1</sup> The Receivership Parties are defined in the Receivership Order to include Defendants The Heartland Group Ventures, LLC; Heartland Production and Recovery LLC; Heartland Production and Recovery Fund LLC; Heartland Production and Recovery Fund II LLC; The Heartland Group Fund III, LLC; Heartland Drilling Fund I, LP; Carson Oil Field Development Fund II, LP; Alternative Office Solutions, LLC; ArcoOil Corp.; and Barron Petroleum LLC and Relief Defendants Dodson Prairie Oil & Gas LLC; Panther City Energy LLC; Encypher Bastion, LLC; Barron Energy Corporation; Dallas Resources Inc.; Leading Edge Energy, LLC; Sahota Capital LLC; and 1178137 B.C. LTD. The Heartland-related investment funds are collectively referred herein as the “Heartland Receivership Parties.”

<sup>2</sup> Capitalized terms used herein but not otherwise defined shall have the meaning ascribed in the Receivership Order.

[ECF No. 3], which included an application for the appointment of a receiver for the Receivership Parties.

3. On December 2, 2021, this Court determined that entry of an order appointing a receiver over the Receivership Parties was both necessary and appropriate to marshal, conserve, hold, and operate all of the Receivership Parties' assets pending further order of this Court. Accordingly, the Court entered the Receivership Order on December 2, 2021, appointing Deborah D. Williamson as the Receiver over the Receivership Estates in this Case. The Receivership Order directed the Receiver to take possession and control over all funds, property, and other assets in the possession of, or under the control of Receivership Parties. Receivership Order, ¶ 8.

4. Since her appointment, the Receiver has obtained Court approval to liquidate substantially all of the Receivership Assets that were owned or held in the name of Receivership Parties, and the Receiver will continue to seek authority to liquidate any recoverable and/or remaining Receivership Assets. The Receivership Estates have accumulated approximately \$10 million in cash since the inception of the Case from sale proceeds of Receivership Assets. The Receiver continues to pursue Receivership Estates' causes of action and Recoverable Assets.

5. There is uncertainty regarding the amount of pre-Receivership tax liabilities for various Receivership Parties. As such, the Receiver will hold back a portion of the cash on hand to address any such pre-Receivership tax and environmental liabilities.

6. The Receiver's efforts will result in one or more distributions to defrauded investors and other creditors of the Receivership Parties following the claims process proposed for Court approval in this Motion (the "Claims Procedure").

7. Potential Claimants in this Case fall into at least one of the following categories in the Claims Procedure: (i) Known Investors (as defined below); (ii) Unknown Creditors (as defined

below); (iii) Other Creditors (as defined below); and (iv) Non-Receivership Party Relief Defendants. **Based on current information, the Receiver does not believe that the ultimate recovery in this Case will be sufficient to return the full amount of principal contributions to the Known Investors and payment in full of all claims of Other Creditors of the Receivership Estates.**

8. Upon Court approval of the Claims Procedure, the Receiver intends to send each Known Investor (as defined below) an individualized schedule with a proposed claim amount based on each Known Investor's transfers to and from the Receivership Parties. If the Known Investor agrees with the Receiver's proposed claim amount, then the Known Investor will not need to remit a claim to the Receiver's Court-approved claims agent, Bankruptcy Management Solutions Inc. d/b/a Stretto ("Stretto"),<sup>3</sup> as the Receiver's proposed claim amount will be allowed in that amount (an "Allowed Claim").<sup>4</sup> If the Known Investor does not agree with the Receiver's proposed claim amount and/or disputes any transactions, then the Known Investor must remit a claim to Stretto with supporting documentation and information to support the Known Investor's alleged claim amount.

9. The Claims Procedure is designed to protect the Known Investors through the use of Stretto's assigned investor numbers. The Receiver may utilize redactions, for example on pleadings and affidavits of service, and may seek Court authority to seal any public filings in these efforts.

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<sup>3</sup> On December 20, 2022, the Receiver filed the *Receiver's Application to Employ Bankruptcy Management Solutions Inc. d/b/a Stretto as Claims and Disbursement Agent* [ECF No. 302], which the Court granted in its February 10, 2023 *Order* [ECF No. 331]. Stretto, as the Receiver's claims agent, will handle the dissemination of all notices and mailings associated with the Claims Procedure proposed herein.

<sup>4</sup> An example of a Known Investor's Transaction Schedule, including its Net Transaction amount, is attached hereto as **Exhibit E**.

10. The Claims Procedure will also allow trade, unsecured, and other creditors to submit a claim, along with sufficient supporting documentation and information for the Receiver to verify and analyze the legitimacy of the alleged claim.

11. The Claims Procedure will also allow potentially unknown creditors or other claimants (“Unknown Creditors”) to submit a claim, along with sufficient supporting documentation and information for the Receiver to verify the legitimacy of the alleged claim. As part of the Claims Procedure, the Receiver will publish notice of the Claims Procedure on the Case website ([www.heartlandreceivership.com](http://www.heartlandreceivership.com)) and in regional publications intended to reach any potential Unknown Creditors who may have done business with one of the Receivership Parties.

12. Additionally, the Claims Procedure will allow Non-Receivership Party Relief Defendants to assert claims to any remaining personal property of the Receivership Estates. However, the ultimate resolution of the Non-Receivership Party Relief Defendants’ alleged claims will not be resolved until after a judgment is entered in this Case with respect to the Commission’s claims against each of the Defendants.

13. If the Receiver disputes a claim, the Claims Procedure allows any Claimant<sup>5</sup> to supplement with additional documents and information to substantiate the claim. If the Receiver still disputes the claim after receiving any supplemental documentation, then the Claims Procedure allows for an efficient resolution of claim disputes. The Claims Procedure maintains the Court’s discretion to request additional briefing, set hearings, and issue rulings with respect to the allowance or disallowance of Claims (as defined below).

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<sup>5</sup> Claimants collectively include any Known Investors, Other Creditors, Unknown Creditors, and Non-Receivership Party Relief Defendants and individually are referred to as a “Claimant”.

## **II. HEARING REQUEST**

14. The Receiver respectfully requests that the Court set this Motion for hearing on October 16 or 17, 2023, or as soon thereafter as the Court's schedule may allow. The Receiver further requests that the Court set a 21-day response and/or objection deadline on the Motion from the date of filing in accordance with Local Rule 7.1 of the Local Civil Rules of the United States District Court for the Northern District of Texas.

## **III. BACKGROUND**

### **A. Commission's Allegations**

15. The Receiver incorporates by reference all facts alleged in the Commission's *Complaint*. For the sake of brevity, the Receiver will not detail the Commission's allegations fully herein. *See* ECF No. 1. Nearly all of the Defendants have agreed to entry of consent judgments in this Case that established liability on the causes of action asserted by the Commission.

### **B. Known Investors**

16. The Receiver and her Retained Personnel have reviewed available documentation and information regarding the investment and business activity associated with the Heartland Receivership Parties and have reached preliminary conclusions with regard to potential Claimants.

17. Based on the review of the Receiver and her Retained Personnel of the books and records of the Receivership Parties and documents provided to the Receiver (the "Relevant Documents"), the Receiver has concluded that there exists 728 of identified individual investors or pooled investor groups (the "Known Investors") who made investments with one or more of the Receivership Parties. Of the Known Investors, there were 58 corporate or trust entities or pooled investor groups (not individual investors) that made investments in one or more of the Receivership Parties (collectively, the "Investment Entities"). The Receiver has sent

correspondence to each Known Investor since the inception of this Case and has the last known contact information for each Known Investor.

18. Fifty-seven (57) of the Investment Entities are either wholly owned by a single investor, closely held entities, or owned by individual business partners.<sup>6</sup> The remaining one (1) Investment Entities are pooled investor groups that include multiple unrelated, individual investors in allegedly “actively managed” investment vehicles. Each Investment Entity will be treated as a single Known Investor for purposes of the Claims Procedure.

19. The Receiver anticipates that, pursuant to an order of this Court, each Investment Entity will be responsible for any interim and final distribution to the individual investors within the Investment Entity.

20. Known Investors for the Heartland Receivership Parties fall into two categories: debt investors and equity investors. All Known Investors who invested in Heartland Production and Recovery Fund LLC, Heartland Production and Recovery Fund II LLC, and The Heartland Group Fund III, LLC are debt investors, as these funds were created as debt investment funds. All Known Investors who invested in Heartland Drilling Fund I, LP and Carson Oil Field Development Fund II, LP are equity investors, as these funds were created as equity investment funds and such fund’s investors are entitled to receive a Schedule K-1 tax document for a tax year. The Receiver anticipates seeking approval of a distribution process that will not distinguish between debt and equity investors.

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<sup>6</sup> Some of the Investment Entities include individuals who signed investor agreements (or other similar documentation) with a Receivership Party in their individual capacity but funded the investment from an account in the name of a corporate entity. The reverse is also true. Some of the Investment Entities include corporate entities that signed an investor agreement (or other similar documentation) with a Receivership Party but funded the investment from an account in the name of an individual. The Receiver’s communications with these Investment Entities will be sent to both the individual and corporate entity for the avoidance of doubt.

21. As described in more detail below, each Known Investor must identify with specificity any alleged errors or omissions in the calculation of the Receiver's Net Transaction (as defined below) amount. The lack of timely submission of additional information by any Known Investor with respect to a Net Transaction (as defined below) amount or the submission of a Claim Form shall further be deemed consent to be bound by the decisions of this Court as to the classification, treatment, and payment of any Claim upon this Court's approved distribution plan.

22. As part of the Claims Procedure, the Receiver will provide notice of this Motion to each Known Investor and, once approved by this Court, provide each Known Investor the amount of each Known Investor's claim.<sup>7</sup> Additionally, to the extent information is available, the Receiver will provide notice to individuals included within Investment Entities that any potential claim will be administered through the Investment Entity. These efforts will provide the individuals notice of the Claims Procedure and an opportunity to engage and coordinate with the organizer, manager, or responsible party for their Investment Entity to ensure the accuracy of claim amounts.

23. As part of the Claims Procedure, each Known Investor will be assigned a unique and confidential investor number to maintain confidentiality and privacy. The unique and confidential investor numbers will be used in lieu of individual and entities' names due to the potentially sensitive financial information associated with their investments for the initial claims process. If a Known Investor does not want to maintain anonymity, then the Known Investor will not be precluded from using their name (rather than their assigned investor number) in the Claims Procedure.

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<sup>7</sup> Individual investor's contact information was collected by the Receiver from the Heartland investor and advisor portal. Individual investors that have contacted the Receiver and/or her counsel to update their contact information will receive communications to the current mailing address on file. Individual investors may contact the Receiver's counsel at [heartlandreceivership@dykema.com](mailto:heartlandreceivership@dykema.com) to confirm or update their contact information.



24. The Receiver has analyzed the Relevant Documents and has derived preliminary conclusions concerning the investment activity attributable to each Known Investor. The majority of the Known Investors made payments in excess of the sum of disbursements they received from the Receivership Parties in connection with their investments, resulting in a net loss. Through the Receiver's review of the Relevant Documents, the Receiver is aware of approximately 644 such Known Investors who suffered net losses. The Receiver believes that Known Investors have Claims against the Receivership Estates in the amount of the net loss they incurred in connection with their investment(s) (the "Investor Creditors"). Such Claims will be considered by the Receiver for purposes of calculating future distributions.<sup>8</sup>

25. Through review of the Relevant Documents, the Receiver is aware of zero Known Investors that received disbursements from the Receivership Parties in the exact amount of the Known Investor's contribution.

26. The Receiver has determined that the remaining 84 Known Investors received disbursements from the Receivership Parties, either in the form of principal and/or interest payments, in excess of the total sum of their contributions (the "Net-Winner Investors"). The Receiver does not believe that the Net-Winner Investors possess Claims against the Receivership Estates and may themselves be subject to Claims by the Receivership Estates. However, as part of the Claims Procedure proposed in this Motion, each Net-Winner Investor will have an opportunity to participate in the Claims Procedure and provide sufficient documentation to support any belief that they suffered a loss and should be considered an Investor Creditor in this Case.

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<sup>8</sup> The Receiver is still evaluating proposed distribution calculations and methodologies, which will be informed by the final approved list of claims of Investor Creditors, Non-Receivership Party Relief Defendants, and Other Creditors. The Receiver will file a separate motion to establish distribution procedures, which the Receiver anticipates will occur after the completion of the Claims Procedure.

**C. Other Creditors**

27. Through the Receiver's review of Relevant Documents, the Receiver has also identified potential general unsecured creditors, trade creditors, mineral owners, landowners, governmental authorities,<sup>9</sup> and other creditors (collectively, the "Other Creditors") who may have Claims against one or more of the Receivership Parties. Due to the pre-Receivership business operations of various Receivership Parties, the full extent and identities of potential Other Creditors who may have Claims against the Receivership Parties remain unknown to the Receiver at this time. For purposes of this Motion, the Receiver intends to include as Other Creditors all remaining known creditors and potential creditors of the Receivership Parties who are not Known Investors, excluding the Non-Receivership Party Relief Defendants, which includes but is not limited to: (i) suppliers, vendors, and others doing business with a Receivership Party; (ii) persons or entities who the Receiver has reason to believe may file or have filed lawsuits against a Receivership Party; and (iii) applicable regulatory, governmental, and taxing authorities.

28. Upon information and belief, the Receivership Parties conducted business operations primarily in Texas but may have Other Creditors in other jurisdictions throughout the United States. Other Creditors (or counsel to Other Creditors) who have contacted the Receiver have been placed on a creditor matrix. The Receiver will continue to include Other Creditors (or counsel to Other Creditors) on the creditor matrix throughout this Case.

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<sup>9</sup> For avoidance of doubt, governmental authorities include any city, county, municipality, federal, or state government agency, regulator, unit, or appraisal district, department, utility, and/or any other office under the control of government or territory, which expressly includes, but is not limited to, the Texas Department of Motor Vehicles, the Texas Secretary of State, the Texas Workforce Commission, the Office of the Attorney General of Texas, the General Land Office of Texas, the Railroad Commission of Texas, the State Comptroller of Texas, the United States Internal Revenue Service, the United States Social Security Administration, the United States Small Business Administration, the Commission, the United States Federal Aviation Administration, the United States Department of Justice, and the State of California Franchise Tax Board.

**D. TIEP-Related Claims**

29. Some Known Investors entered into promissory notes with Texas International Energy Production Inc. (“TIEP”) that were allegedly assumed by and assigned to Receivership Party The Heartland Group Fund III, LLC. The Receiver will not include any TIEP-related investment/promissory note amounts in the Net Transaction amount or in the Transaction Schedule for any Known Investor. Any and all claims related to TIEP investments and/or promissory notes allegedly assumed by and assigned to Receivership Party The Heartland Group Fund III, LLC will be the subject of a separate motion.

**IV. RELIEF REQUESTED, AUTHORITIES, AND ARGUMENT**

30. The Receiver requests that the Court enter the Proposed Order (i) setting the Claims Bar Date, (ii) establishing the Claims Procedure, including a notice and dispute resolution process, (iii) approving the notification process as set forth herein, and (iv) approving the “net” transaction calculation method for each Known Investor’s Net Transaction amount and, thus, an Allowed Claim (as defined herein). The Receiver believes the establishment of the foregoing will provide for the orderly, efficient, and equitable administration of all claims while avoiding confusion, delay, and unnecessary expense. A brief summation of the Claims Procedure timeline is below.

<b><u>Receiver’s Relief Requested</u></b>	<b><u>Requested Timeline</u></b>
Claims Bar Date	Ninety (90) days following entry of Proposed Order
Notices and Claims Form Sent by Stretto	Fourteen (14) days following entry of Proposed Order
Receiver’s Reply, If Necessary	Sixty (60) days following Claims Bar Date
Claimant’s Opportunity to Submit Supplement to Stretto, If Necessary	Twenty-one (21) days of postmark of Receiver’s Reply

31. “A federal district court presiding over an equity receivership has extremely broad power to supervise the receivership and protect receivership assets.” *McFarland v. Winnebago South, Inc.*, 863 F. Supp. 1025, 1034 (W.D. Mo. 1994). The relief requested herein by the Receiver is well within this Court’s broad powers.

32. Any proposed claims process must satisfy due process to be approved by a court, which requires that a party must receive notice “reasonably calculated, under all the circumstances, to apprise interested parties of the pendency of the action.” *Mullane v. Central Hanover Bank & Tr. Co.*, 339 U.S. 306, 314 (1950). Federal courts have distinguished between “known” and “unknown” creditors in determining the sufficiency in notice. *See In re Waterford Energy*, 294 F. App’x 900, 904 (5th Cir. 2008) (citing *Zurich Am. Ins. Co. v. Tessler (In re J.A. Jones, Inc.)*, 492 F.3d 242, 249–50 (4th Cir. 2007)). “Known” creditors are those who are actually known or “reasonably ascertainable” to the receiver. *Tessler*, 492 F.3d at 250. A creditor is “reasonably ascertainable” if it can be located through “reasonably diligent efforts.” *In re Crystal Oil Co.*, 158 F.3d 291, 297 (5th Cir. 1998) (quoting *Mennonite Bd. of Missions v. Adams*, 462 U.S. 791, 798 n.4 (1983)). For known creditors, actual notice is required in order for the bar date to be effective, whereas for unknown creditors constructive notice is sufficient. *Tessler*, 492 F.3d at 249–50.

33. Courts across the nation, and particularly in this District, have approved similar claims processes and held that similar procedures were in the best interests of the receivership estates, their creditors, and other stakeholders. *See, e.g., SEC v. Merrill*, No. 1:18-cv-02844-RDB (D. Md. Feb. 9, 2021) (ECF No. 396); *SEC v. Arisebank*, No. 3:18-cv-186 (N.D. Tex. Feb. 14, 2019) (ECF No. 100); *CFTC v. Oasis Int’l Grp., Ltd.*, No. 8:19-cv-886-T-33SPF (M.D. Fla. Feb. 4, 2020) (ECF No. 231); *SEC v. Sethi Petroleum, LLC*, No. 4:15-cv-338 (E.D. Tex. Mar. 26, 2019) (ECF No. 282); *SEC v. Stanford Int’l Bank, Ltd.*, No. 3:09-cv-00298-N (N.D. Tex. May 4, 2012)

(ECF No. 1584); *SEC v. Provident Royalties, LLC*, No. 3-09-cv-1238-L (N.D. Tex. Mar. 8, 2010) (ECF No. 134); *SEC v. Princeton Econ. Int'l Ltd.*, No. 99-cv-9667 (S.D.N.Y. Jun. 24, 2008) (ECF No. 434); *SEC v. Tanner*, No. 5:05-cv-4057 (D. Kan. Mar. 28, 2006) (ECF No. 193).

**A. Claims Bar Date**

34. A “Claim” is defined to include:

- a. Any right to payment or other claim, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, which right arose or accrued, in whole or in part, prior to December 2, 2021; or
- b. Any right or other claim to an equitable remedy for breach of performance if such right gives rise to a right of payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, where such right arose or accrued, in whole or in part, prior to December 2, 2021; or
- c. Regardless of the effective date of rejection and/or abandonment, any right to payment or other claim arising from the rejection or abandonment by the Receiver of an executory contract, license, permit, operatorship, or real or personal property, or as a result of the failure of any of the Receivership Parties to fully satisfy obligations under a lease, permit, license, or contract, whether regulatory, statutory, or otherwise.

35. The Receiver requests entry of the Proposed Order requiring all persons and entities, including, without limitation, investors, secured creditors, former employees, former independent contractors, state and federal regulatory, governmental, and taxing authorities, and creditors of the Receivership Parties with potential Claims and/or demands against the Receivership Parties, whether due or not due, contingent, unliquidated, or otherwise, to submit their Claims (if necessary) to Stretto, on behalf of the Receiver, in the format described herein within ninety (90) days of the date of entry of the Proposed Order (the “Claims Bar Date”). The Receiver believes that setting the Claims Bar Date ninety (90) days from the date of entry of the Proposed Order will allow Claimants sufficient time to analyze, dispute, confirm, or submit their Claims to Stretto. Notices of the Claims Bar Date and procedure, discussed below, will be sent by

Stretto within fourteen (14) days following the entry of the Proposed Order. The Notices will be published on the Case website ([www.heartlandreceivership.com](http://www.heartlandreceivership.com)) following entry of the Proposed Order. Further, the Receiver requests that any such order declare that any person or entity, known or unknown, failing to dispute, confirm, or submit (if necessary) their Claim to Stretto, on behalf of the Receiver, on or before the Claims Bar Date shall be forever barred from asserting Claims against the Receivership Parties and the Receivership Estates and: (i) in the case of Investor Creditors, shall waive all rights to dispute the Receiver's determination of their Claims; (ii) in the case of Net-Winner Investors, shall waive all rights to dispute the Receiver's determination that they lack Claims; (iii) in the case of Non-Receivership Party Relief Defendants, shall waive any right to assert Claims of any kind whatsoever against the Receivership Estates and/or the Receivership Assets; (iv) in the case of Other Creditors, shall waive any right to assert Claims of any kind whatsoever against the Receivership Estates; and (v) in the case of Unknown Creditors, shall waive any right to assert Claims of any kind whatsoever against the Receivership Estates. A notice, submission, or dispute under this Claims Procedure will be deemed timely: (i) if sent by U.S. Mail, Federal Express, UPS, or other similar delivery service, and is **actually received** on or before the Claims Bar Date or other applicable deadline; or (ii) if sent by electronic portal submission to Stretto, transmitted on or before the Claims Bar Date or other applicable deadline.

**Claims will not be accepted via facsimile or email submission.**

**B. The Claims Procedure**

**I. Notification Process**

36. Because the Receiver is aware of the identities and has last known addresses for substantially all of the Known Investors, the Non-Receivership Party Relief Defendants, and many Other Creditors but cannot be certain that additional creditors to the Receivership Estates do not

exist beyond those of whom she is currently aware, the Receiver proposes notice in the following forms: (i) direct mail via certified and/or first-class U.S. mail and/or email; (ii) website publication on [www.heartlandreceivership.com](http://www.heartlandreceivership.com); and (iii) regional newspaper publication.

37. As set forth in detail below, the Receiver proposes to send, utilizing Stretto, via first-class U.S. mail or email (where mailing address is unknown) to each Known Investor, Non-Receiver Party Relief Defendant, and known Other Creditor a notice of Claims Procedure and the Claims Bar Date (the “Notices”), substantially in the form attached hereto as **Exhibits B and C**<sup>10</sup> for Known Investors (the “Investor Notice”) and Other Creditors (the “Other Creditor Notice”), respectively. The Receiver will also mail and/or email a copy of this Motion to each Known Investor, Non-Receiver Party Relief Defendant, known Other Creditor, and by CM/ECF notice for any counsel who has appeared on behalf of the Non-Receiver Party Defendants and/or Non-Receiver Party Relief Defendants. The Receiver believes that delivery via mail and/or email by Stretto is a cost-effective and reliable means to ensure that known potential creditors receive the necessary information regarding this Motion and any potential Claim against the Receivership Estates.

38. In addition to U.S. mail and/or email, the Receiver proposes to utilize the “Claims Process” page on the Case website ([www.heartlandreceivership.com](http://www.heartlandreceivership.com)) as a resource for reaching potential claimants. As the Court is aware, the Receiver publishes key court documents, notices, reports, and other Case information to keep all interested parties informed on substantial events and/or filings affecting the Receivership Estates. Upon filing the Motion, the Receiver will publish a copy of the Motion on the Case website for all potential claimants to review and respond/object to the Claims Procedure proposed in this Motion. Immediately after the date of the entry of the

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<sup>10</sup> The Receiver’s proposed form of Notices and other exhibits attached to the Motion are subject to non-substantive modifications prior to noticing via mail and/or email and publishing on the Case website.

Court order approving this Motion, the Receiver will publish all Court-approved Notices, the Claims Bar Date, and the investor and creditor Claim Form (as defined below) on the Case website's "Claims Process" page, along with a copy of the Court's order granting the Motion. The Motion, the Notices, the Claims Bar Date, the investor and creditor Claim Form, and the Court's order granting this Motion will remain on the "Claims Process" page of the Case website through and including the Claims Bar Date.

39. Finally, the Receiver proposes to reach any additional unknown claimants via targeted regional newspaper publication. Upon information and belief, many trade and/or business creditors of the Receivership Estates are located throughout Texas. Due to space limitations and cost concerns, the Receiver proposes to publish notice of the Claims Bar Date, along with information on how to contact the Receiver via Stretto and submit a Claim (the "Publication Notice"), substantially in the form attached hereto as **Exhibit D**. The Receiver proposes to run the Publication Notice once a week for four consecutive weeks in publications of regional circulation targeted to areas of business operations, including, but not limited to, Eldorado, Graham, Jacksboro, Breckenridge, and/or Fort Worth. The Receiver believes such notice is the most cost-efficient way to reach any potential trade and/or business creditors who may not have otherwise received notice of this Case.

40. **All Claimants consent to the exclusive jurisdiction of this Court, which constitutes the Claimant's agreement to be bound by the Court's decisions, including without limitation, a determination as to the extent, validity, priority, and amount of any Claim asserted against the Receivership Estates.**



**i. Known Investors**

41. The Known Investors will receive the Investor Notice sent by U.S. first-class mail and/or email that will be substantially in the form attached hereto as **Exhibit B**. The Investor Notice will explain the Claims Procedure and will be accompanied by a personalized Claim schedule of transaction history for investments and payments that sets forth the Receiver's initial determination of each Known Investor's net claim amount (the "Transaction Schedule"). The Transaction Schedule will be substantially in the form attached hereto as **Exhibit E**.

42. The Receiver will not distinguish between Heartland Receivership Party investors when proposing her net Claim amount for Known Investors. Additionally, multiple investments by a Known Investor, even if the investments were made with more than one Heartland Receivership Party, will be treated as one Claim. For example, if an investor invested in a Heartland Receivership Party individually and through a feeder fund or through an IRA/Roth IRA, the Receiver's proposed Claim amount for the Known Investor will encompass all known investments in the Heartland Receivership Parties.

43. The Known Investors will be asked to review the provided Transaction Schedule for the accuracy of the net Claim amount (the "Net Transaction"). An example of a Transaction Schedule with a Net Transaction amount is attached hereto as **Exhibit E**. If a Known Investor **agrees** with the amount of the Net Transaction, the Known Investor does NOT need to remit a claim form (the "Claim Form") to Stretto, on behalf of the Receiver, and the Net Transaction amount included therein will be deemed the Allowed Claim amount of that Known Investor, or lack thereof, for purposes of any interim or final distribution process approved by the Court. To be clear, the Receiver seeks Court approval to determine that all investor Claims are based on the

amount of the investment or payment to any Heartland Receivership Party minus any payments from any Heartland Receivership Party related in any way to such investment.

44. If the Known Investor disputes the accuracy of the Transaction Schedule or the Receiver's Net Transaction Amount, then the Known Investor must remit any Claim Form to Stretto, on behalf of the Receiver, on or before the Claims Bar Date (an "Investor Response").

45. Because the Receiver cannot conclusively determine that there are no additional Investor Creditors, the Receiver proposes to publish on the Case website the Investor Notice and the investor Claim Form for any potential investor to complete and submit to Stretto, along with supporting documentation and information. The investor Claim Form will be substantially in the form attached hereto as **Exhibit F**. Any Investor Creditors who do not receive an Investor Notice because they are unknown to the Receiver may submit the investor Claim Form on or before the Claims Bar Date. A timely submitted Claim Form from a previously unknown Investor Creditor will be deemed an Investor Response for purposes of the Claims Procedure.

**ii. Other Creditors**

46. Because there exists potential Other Creditors of whom the Receiver is aware but whose potential Claim amount is unknown at this time, the known Other Creditors will receive an Other Creditor Notice that will be in the form substantially attached hereto as **Exhibit C**, which will also accompany a creditor Claim Form to be completed by the Other Creditor. Other Creditors will be required to submit a creditor Claim Form, along with any supporting documentation and information, to Stretto, on behalf of the Receiver, on or before the Claims Bar Date (the "Other Creditor Response").

47. The Receiver proposes to publish on the Case website the Other Creditor Notice and the creditor Claim Form for any potential creditor to complete and submit to Stretto, along

with supporting documentation and information. The creditor Claim Form will be substantially in the form attached hereto as **Exhibit G**. Should the Other Creditor fail to submit a creditor Claim Form on or before the Claims Bar Date, then the Other Creditor will be deemed to have no allowed Claim for the purposes of any interim or final distribution process approved by the Court.

48. Any Other Creditor Response will be treated as Claims submitted against a specific Receivership Party. For example, a Claim for services provided to Receivership Party Barron Petroleum LLC will not be treated as a Claim against any other Receivership Party.

49. Any Other Creditor Response submitted by any Other Creditor will be treated as contingent, unliquidated, and/or disputed by the Receiver in the Claims Procedure, subject to Receiver analysis and verification.

**iii. Non-Receivership Party Relief Defendants**

50. The Non-Receivership Party Relief Defendants will receive the Other Creditor Notice and the creditor Claim Form for completion and submission to Stretto, on behalf of the Receiver (the "Relief Defendant Response"). A Non-Receivership Party Relief Defendant's Claim will be deemed submitted upon the completion and submission of a creditor Claim Form to Stretto, on behalf of the Receiver, on or before the Claims Bar Date. If a Non-Receivership Party Relief Defendant fails to submit a Claim Form on or before the Claims Bar Date, then the Non-Receivership Party Relief Defendant will be deemed to have no allowed Claim for purposes of any interim or final distribution process approved by the Court. The resolution of a Non-Receivership Party Relief Defendant's timely-submitted Claim will not occur until after a judgment is entered in this Case as to any Non-Receivership Party Relief Defendant, if applicable. If a judgment is entered against a Non-Receivership Party Relief Defendant, entry of the judgment will trigger the timing of deadlines detailed below.

## **II. Dispute Resolution Process**

51. Within sixty (60) days immediately following the Claims Bar Date, the Receiver will review any Investor Response and Other Creditor Response remitted by each Known Investor, Other Creditor, and/or Unknown Creditor, and reply with her determination of each Claimant's proposed claim amount (the "Receiver's Reply"). The Receiver's Reply will be sent within sixty (60) days immediately following the Claims Bar Date and will be sent via U.S. first-class mail.

52. For a Known Investor who disputes any transaction and/or the Net Transaction amount, the Receiver's Reply will state whether she agrees with or disputes the sum claimed by the Known Investor and the basis for such determination.

53. For Other Creditors and previously unknown investor creditors who may submit a Claim via the Claim Form, the Receiver's Reply will state whether she agrees with or disputes the amount of the alleged Claim and the basis for such determination.

54. With respect to any Relief Defendant Response, the Receiver's Reply will be served within sixty (60) days immediately following entry of any judgment as to the Commission's claims against a Non-Receivership Party Relief Defendant and will be sent via U.S. first-class mail. The Receiver's Reply will state whether she agrees with or disputes the personal property or sum claimed by the Non-Receivership Party Relief Defendant and the basis for such determination.

55. If the Receiver's Reply disputes, in whole or in part, the claim set forth in the Investor Response, the Other Creditor Response, or Relief Defendant Response, then the Claimant will be provided an opportunity to supplement the claim (the "Supplement") within twenty-one (21) days of the postmark or transmission date of the Receiver's Reply. If the Claimant fails to submit a Supplement within such time or, if after reviewing the Supplement the Receiver still disputes the Claim, in whole or in part, then the Receiver will file a regularly-noticed motion with

this Court setting out her objection(s) to the respective Claimant's Claim(s) and will serve such motion on the Claimant via U.S. certified and first-class mail. The Receiver shall have the discretion to consolidate similar objections into one omnibus filing. The written motion may contain copies of the original Notice, the Claimant's response, the Receiver's Reply, and the Claimant's Supplement, if any, and will include the disclosure of the identity of the Claimant. Nothing will preclude the Claimant from filing a written response and/or objection to the Receiver's motion pursuant to Local Rule 7.1 of the Local Civil Rules of the United States District Court for the Northern District of Texas.

56. After the expiration of the response and reply periods under Local Rule 7.1, the Court will make a final determination as to the disputed Claim(s). The Court will have the discretion to set additional discovery, briefing and/or hearing, and schedule mandatory settlement conferences, as necessary. All Claims approved by the Receiver and all Claims over which this Court has made a final determination in accordance with the foregoing shall be final and will establish conclusively the amount of each Claimant's allowed Claim, which shall be taken into account in formulating and executing any interim or final distribution process to be approved by the Court at a later date.

## V. CONCLUSION

57. For the foregoing reasons, the Receiver requests that this Court enter the Proposed Order, substantially in the form attached hereto as Exhibit A, granting her Motion by (i) setting the Claims Bar Date, (ii) establishing the Claims Procedure, (iii) approving the notification process, and (iv) approving the "net" transaction calculation method for each Known Investor's Net Transaction amount and, thus, an Allowed Claim, and for such further relief to which she may be entitled.

Dated: September 11, 2023

Respectfully submitted,

By: /s/ Danielle Rushing Behrends

Danielle Rushing Behrends

State Bar No. 24086961

dbehrends@dykema.com

**DYKEMA GOSSETT PLLC**

112 East Pecan Street, Suite 1800

San Antonio, Texas 78205

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and

Rose L. Romero

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**LAW OFFICES OF ROMERO | KOZUB**

235 N.E. Loop 820, Suite 310

Hurst, Texas 76053

Telephone: (682) 267-1351

**COUNSEL TO RECEIVER**

**CERTIFICATE OF CONFERENCE**

The Receiver, through the undersigned counsel, conferred with counsel for Plaintiff, Securities and Exchange Commission (the "Commission") on September 8, 2023, regarding the relief requested in the Motion. The Commission supports the relief requested in the Motion.

/s/ Danielle Rushing Behrends

Danielle Rushing Behrends

**CERTIFICATE OF SERVICE**

I hereby certify that on September 11, 2023, the foregoing document was served via CM/ECF on all parties appearing in this Case, including counsel for Plaintiff, Securities and Exchange Commission and on the below unrepresented parties via first-class U.S. mail:

James Ikey  
103 Bayonne Drive  
Mansfield, TX 76063

Thomas Brad Pearsey  
13001 Moultrie Street  
Carmel, IN 46032

Bridy Ikey  
103 Bayonne Drive  
Mansfield, TX 76063

Manjit Singh (aka Roger) Sahota  
3371 Knickerbocker Road  
Unit #185  
San Angelo, TX 76904

IGroup Enterprises LLC  
c/o James Ikey  
103 Bayonne Drive  
Mansfield, TX 76063

Harprit Sahota  
3371 Knickerbocker Road  
Unit #185  
San Angelo, TX 76904

John Muratore  
10211 Meredith Drive  
Huntington Beach, CA 92646

Monrose Sahota  
3371 Knickerbocker Road  
Unit #185  
San Angelo, TX 76904

Muratore Financial Services, Inc.  
c/o John Muratore  
10211 Meredith Drive  
Huntington Beach, CA 92646

Sunny Sahota  
3371 Knickerbocker Road  
Unit #185  
San Angelo, TX 76904

I further certify that all Known Investors and known Other Creditors will be served via first-class U.S. mail and/or email, as applicable, by Stretto, on behalf of the Receiver. I will file a supplemental certificate of service with respect to all Known Investors and known Other Creditors upon completion of service by Stretto.

/s/ Danielle Rushing Behrends  
Danielle Rushing Behrends

**EXHIBIT A**



IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION

UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION,

Plaintiff,

v.

THE HEARTLAND GROUP VENTURES, LLC;  
HEARTLAND PRODUCTION AND RECOVERY  
LLC; HEARTLAND PRODUCTION AND  
RECOVERY FUND LLC; HEARTLAND  
PRODUCTION AND RECOVERY FUND II LLC;  
THE HEARTLAND GROUP FUND III, LLC;  
HEARTLAND DRILLING FUND I, LP; CARSON  
OIL FIELD DEVELOPMENT FUND II, LP;  
ALTERNATIVE OFFICE SOLUTIONS, LLC;  
ARCOOIL CORP.; BARRON PETROLEUM LLC;  
JAMES IKEY; JOHN MURATORE; THOMAS  
BRAD PEARSEY; MANJIT SINGH (AKA ROGER)  
SAHOTA; and RUSTIN BRUNSON,

Defendants,

and

DODSON PRAIRIE OIL & GAS LLC; PANTHER  
CITY ENERGY LLC; MURATORE FINANCIAL  
SERVICES, INC.; BRIDY IKEY; ENCYIPHER  
BASTION, LLC; IGROUP ENTERPRISES LLC;  
HARPRIT SAHOTA; MONROSE SAHOTA;  
SUNNY SAHOTA; BARRON ENERGY  
CORPORATION; DALLAS RESOURCES INC.;  
LEADING EDGE ENERGY, LLC; SAHOTA  
CAPITAL LLC; and 1178137 B.C. LTD.,

Relief Defendants.

No. 4:21-cv-1310-O-BP

**ORDER GRANTING RECEIVER’S MOTION FOR ENTRY OF AN ORDER  
SETTING CLAIMS BAR DATE, ESTABLISHING CLAIMS PROCEDURE,  
AND APPROVING NOTIFICATION PROCESS**

Came on to be heard the *Receiver’s Motion for Entry of an Order Setting Claims Bar Date, Establishing Claims Procedure, and Approving Notification Process* (the “Motion”).<sup>1</sup> After considering the Receiver’s Motion, all objections or responses thereto, if any, all evidence submitted to the Court, and the arguments of counsel, the Court is of the opinion that said motion should be **GRANTED** in all respects.

**IT IS THEREFORE ORDERED** that:

1. All defined terms utilized by the Receiver in the Motion are hereby approved and incorporated into this Order.

2. Claims Bar Date. The Court establishes \_\_\_\_\_ at 11:59 p.m. Central, which is a date no earlier than ninety (90) days from the date of this Order, as the deadline (the “Claims Bar Date”) for:

- a. Known Investors to submit any Claim Form, together with any supporting documentation to Stretto, on behalf of the Receiver, either via U.S. mail or Stretto’s electronic portal.
- b. Non-Receivership Party Relief Defendants, Other Creditors, and all other non-investor Claimants to return their completed and signed Claim Form, together with all supporting documentation to Stretto, on behalf of the Receiver, either via U.S. mail or Stretto’s electronic portal.

3. The Claims Procedure, including the Publication Notice, the Investor Notice, the Transaction Schedule, the investor and the creditor Claim Form, and the Other Creditor Notice are

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<sup>1</sup>Capitalized terms used but not otherwise described herein shall have the meaning ascribed in the Motion or Receivership Order, as applicable.

approved substantially in the form attached to the Motion and are collectively referred to as the “Notices”.

4. With the exception of all Known Investors that do not dispute the Receiver’s proposed claim amount, all persons or entities who believe they are owed money by, or may be entitled to a distribution from, the Receivership Estates must submit a completed Claim Form by the Claims Bar Date in accordance with the instructions on the respective Claim Form.

5. The “net” transaction calculation method utilized by the Receiver for each Known Investor’s Net Transaction amount and, thus, an “Allowed Claim” is approved.

6. Method of Notice. The Receiver must serve all Known Investors, Non-Receivership Party Relief Defendants, and Other Creditors with any documents required by this Order by U.S. first-class mail and/or email within fourteen (14) days of entry of this Order. If a Known Investor, Non-Receivership Party Relief Defendant, or Other Creditor is represented by counsel and that counsel has appeared in the Case or informed the Receiver of such representation, the respective counsel will be served in addition to the represented party.

7. Except for filings made with the Court in this Case, whenever an action is required to be taken pursuant to this Order by mail or email, the action will be deemed timely: (i) if sent by U.S. mail, Federal Express, UPS, or other similar delivery service, if it is actually received on or before the applicable deadline; or (ii) if sent via email or via electronic portal submission, transmitted on or before the applicable deadline.

8. Notice by Publication. The Receiver shall publish the Publication Notice one day a week for four consecutive weeks in a publication of regional circulation at her discretion. The Receiver will also publish the Motion, this Order, all Notices, the Claims Bar Date, and the investor

and creditor Claim Form on the Case website ([www.heartlandreceivership.com](http://www.heartlandreceivership.com)) through and including the Claims Bar Date.

9. Claims Procedure.

- a. All Known Investors should review their Transaction Schedule. If the Known Investor agrees with the information on the Transaction Schedule, then the Known Investor does not need to submit a Claim Form to Stretto, and the Net Transaction amount included therein will be deemed to be the Allowed Claim amount of that Known Investor's Claim. If the Known Investor disputes the accuracy of any information on the Transaction Schedule, then the Known Investor must detail on the investor Claim Form any investment transactions, payments/disbursements, and the amount the Known Investor believes the Claim to be and return the investor Claim Form with all relevant supporting documentation. Any submissions to Stretto, on behalf of the Receiver, by Known Investors must be submitted on or before the Claims Bar Date via U.S. mail or the electronic portal.
- b. Other Creditors must review the Other Creditor Notice and may submit a creditor Claim Form, along with any supporting documentation, to Stretto, on behalf of the Receiver, on or before the Claims Bar Date via U.S. mail or the electronic portal.
- c. For individuals or entities who believe they have a Claim against the Receivership Estates but whose information is unknown to the Receiver at this time and do not receive a Claim Form, the individual or entity may access a Claim Form on the Case website's "Claims Process" page

([www.heartlandreceivership.com/claims-process](http://www.heartlandreceivership.com/claims-process)). The individual or entity must submit a Claim by completing and submitting the respective Claim Form with all supporting documentation to Stretto, on behalf of the Receiver, on or before the Claims Bar Date via U.S. mail or the electronic portal.

- d. Non-Receivership Party Relief Defendants should review the Relief Defendant Notice and submit any Claim Form, along with all supporting documentation, to Stretto, on behalf of the Receiver, on or before the Claims Bar Date via U.S. mail or the electronic portal.

10. Failure to Submit a Claim Form.

- a. If a Known Investor fails to submit a Claim Form on or before the Claims Bar Date, then the Receiver's proposed Claim amount will be deemed the Known Investor's Claim amount in this Case.
- b. Save and except Known Investors, if any other Claimant, including, but not limited to, Other Creditors, Unknown Creditors, and Non-Receivership Party Relief Defendants, fails to submit a Claim Form on or before the Claims Bar Date, then the Claimant will waive any Claim against the Receivership Estates and will be forever barred and estopped from any such Claims against the Receivership Estates. The Claimants will further be deemed to have no allowed Claim for the purposes of any interim or final distribution in this Case, the Receivership Estates will be discharged from any and all indebtedness or liability with respect to any Claim the Claimant, known or unknown and of any kind, could have submitted. If a Claimant

fails to timely submit a Claim Form on or before the Claims Bar Date, then the Receiver is not obligated to continue providing further notices regarding the Claims Procedure to the Claimant.

11. Receiver's Claims Review and Claimants' Supplementation. Within sixty (60) days immediately following the Claims Bar Date, the Receiver will review any Investor Response and Other Creditor Response remitted by each Known Investor, Other Creditor, and/or Unknown Creditor, and reply with her determination of each Claimant's proposed Claim amount (the "Receiver's Reply"). The Receiver's Reply will be sent within sixty (60) days immediately following the Claims Bar Date and will be sent via U.S. first-class mail.

- a. For a Known Investor who disputes any transaction and/or the Net Transaction amount, the Receiver's Reply shall state whether she agrees with or disputes the sum claimed by the Known Investor and the basis for such determination.
- b. For Other Creditors and previously unknown investor creditors who may submit a Claim via the Claim Form, the Receiver's Reply shall state whether she agrees with or disputes the amount of the alleged Claim and the basis for such determination.
- c. With respect to any Relief Defendant Response, the Receiver's Reply shall be served within sixty (60) days immediately following entry of any judgment as to the Commission's claims against a Non-Receivership Party Relief Defendant and will be sent via U.S. first-class mail. The Receiver's Reply shall state whether she agrees with or disputes the personal property

or sum claimed by the Non-Receivership Party Relief Defendant and the basis for such determination.

- d. If the Receiver's Reply disputes, in whole or in part, the Claim set forth in the Investor Response, the Other Creditor Response, or Relief Defendant Response, then the Claimant will be provided an opportunity to supplement the Claim (the "Supplement") within twenty-one (21) days of the postmark or transmission date of the Receiver's Reply. If the Claimant fails to submit a Supplement within such time or, if after reviewing the Supplement the Receiver still disputes the Claim, in whole or in part, then the Receiver will file a regularly-noticed motion with this Court setting out her objection(s) to the respective Claimant's Claim(s) and will serve such motion on the Claimant via U.S. certified and first-class mail. The Receiver shall have the discretion to consolidate similar objections into one omnibus filing. There is no deadline by which the Receiver must file a motion with this Court pursuant to this paragraph.
- e. If the Receiver elects to file a motion pursuant to section (d) above, then the Claimant may file a written response and/or objection to the Receiver's motion pursuant to Local Rule 7.1 of the Local Civil Rules of the United States District Court for the Northern District of Texas. After the expiration of the response and reply periods under Local Rule 7.1, this Court will make a final determination as to the disputed claim(s). All Claims approved by the Receiver and all Claims over which this Court has made a final

determination in accordance with the foregoing shall be final and will establish conclusively the amount of each Claimant's allowed Claim.

- f. Before the Receiver files a motion pursuant to section (d) above, no discovery, motion practice, or other litigation relating to the Claim shall occur unless the Claimant and the Receiver consent. If the Claimant or the Receiver wishes to conduct discovery and the other does not consent, either may file a motion with the Court requesting that the Court determine whether to allow discovery to resolve the Claim. The Court further retains the discretion to set a briefing schedule, to set hearings, or to schedule mandatory settlement conferences to resolve Claims.

12. Consent to Jurisdiction. Claimants consent to the exclusive jurisdiction of this Court, which constitutes the Claimant's agreement to be bound by the Court's decisions, including without limitation, a determination as to the extent, validity, priority, and amount of any Claim asserted against the Receivership Estates. The agreement of any Known Investor with respect to a Net Transaction amount and submission of a Claim Form shall further be deemed consent to be bound by the decisions of this Court as to the classification, treatment, and payment of any Claim upon this Court's approved distribution plan.

13. Reservation of Rights. Nothing herein shall prejudice or limit any right of the Receiver to dispute, or assert offsets or defenses to, the extent, validity, or priority, of any amounts asserted in any Claim Form or Transaction Schedule, including, but not limited to, the manner in which investments may be aggregated and claims classified, treated, and ultimately paid pursuant to any Court-approved distribution plan. Nothing contained herein is intended to preclude or limit the Receiver from objecting to any Claim on any grounds.



**IT IS FURTHER ORDERED** that the Receiver may take any action necessary with respect to the relief granted herein.

**IT IS FURTHER ORDERED** that this Court retains exclusive jurisdiction with respect to this Order.

Signed this \_\_\_ day of \_\_\_\_\_, 2023.

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HAL R. RAY, JR.  
UNITED STATES MAGISTRATE JUDGE

Prepared and submitted by:

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**COUNSEL TO RECEIVER**

**EXHIBIT B**

## INVESTOR NOTICE

**IF YOU SUFFERED LOSSES AS A RESULT OF INVESTMENTS WITH ANY OF THE RECEIVERSHIP PARTIES, THEN YOU MAY BE ENTITLED TO RECEIVE PAYMENT FROM FUNDS RECOVERED IN THE HEARTLAND RECEIVERSHIP.**

**IF YOU AGREE WITH THE RECEIVER'S NET TRANSACTION AMOUNT, THEN YOU DO NOT NEED TO SUBMIT A PROOF OF CLAIM FORM.**

**IF YOU DISAGREE WITH THE RECEIVER'S NET TRANSACTION AMOUNT AND/OR DISPUTE ANY TRANSACTIONS DETAILED THEREIN, THEN THE DEADLINE TO SUBMIT YOUR PROOF OF CLAIM IS [\_\_\_\_\_] , 2023 AT 11:59 P.M. (PREVAILING CENTRAL TIME) (THE "BAR DATE"). IF YOU DO NOT SUBMIT YOUR PROOF OF CLAIM ON OR BEFORE THE BAR DATE, THEN YOU WILL NOT HAVE AN OPPORTUNITY TO DISPUTE ANY NET TRANSACTION AMOUNT AND YOUR CLAIM WILL BE PERMANENTLY FIXED AT THE NET TRANSACTION AMOUNT.**

To learn more, read the "Legal Notice" section below.

### **1. Preparing a Proof of Claim**

To be eligible to receive any Court-approved payment from the Receiver on behalf of one or more of the Receivership Parties on account of an allowed claim:

- (a) **If you agree with the Receiver's statement of your Net Transaction amount (as stated in Part II, question 1 of the Proof of Claim form included with this Notice), then you do not need to submit a Proof of Claim form.**

**OR**

- (b) **If you do NOT agree with the Receiver's statement of your Net Transaction amount (as stated in Part II, question 1 of the Proof of Claim form included with this Notice): (i) complete the entire Proof of Claim form; (ii) provide/include documentation supporting your claim; (iii) sign the Proof of Claim under penalty of perjury; and (iv) submit the completed and signed Proof of Claim via one of the methods described in Section 2 below so that the Proof of Claim is actually received by the Receiver's claims agent, Stretto, on or before [\_\_\_\_\_] , 2023 at 11:59 p.m. (prevailing Central Time).**

### **2. How to Submit a Claim**

You may submit a Proof of Claim to the Receiver's claims agent, Stretto, using either of the following methods:

- a) **Electronic-Portal Submission**: Submit a Proof of Claim via electronic submission utilizing <https://cases.stretto.com/heartland/file-a-claim>.

**OR**

- b) **Hard-Copy Submission:** Submit a Proof of Claim via overnight mail, courier service, hand delivery, or first-class mail addressed to **Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.**

**3. Proof of Claim Instructions**

**For Proofs of Claims Submitted by Electronic Portal:**

- (a) Click [**>>here<<**] or copy and paste this URL into your browser:  
<https://cases.stretto.com/heartland/file-a-claim>.
- (b) Fill out your Proof of Claim, upload documentation supporting your claim and click “Submit.”

**For Proofs of Claim Submitted by Hard Copy:**

For your convenience, enclosed with the notice is a Proof of Claim form. A copy of the Proof of Claim form is also available on the Receiver’s website for this Case at <https://heartlandreceivership.com/claims-process>.

- (i) Complete and sign the proof of claim and include documentation supporting your claim.
- (ii) Submit to the Receiver’s claims agent, Stretto, by overnight mail, courier service, hand delivery or mail addressed to **Heartland Receivership Claims c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.**

## **LEGAL NOTICE OF CLAIMS PROCEDURE**

*U.S. Securities and Exchange Commission v. The Heartland Group Ventures, LLC, et al.*  
United States District Court for the Northern District of Texas, Fort Worth Division  
Case No. 4-21cv-1310-O-BP

As of December 2, 2021, the Court appointed Deborah D. Williamson as the Court-appointed Receiver for certain Defendants and Relief Defendants (together, the “Receivership Parties”). [The Court approved the Receiver’s proposed Claims Procedure, which will allow investor claimants to file a Proof of Claim Form and, ultimately, receive a distribution from the Receiver if deemed to have an allowed claim.]

**What Do I Have to Do? If you agree with the Receiver’s statement of your Net Transaction amount (as stated in Part II, question 1 of the Proof of Claim form included with this Notice), then you do not need to submit a Proof of Claim form. If you dispute the Receiver’s proposed claim amount, then you must fill out and submit a Proof of Claim in accordance with the instructions set forth in Sections 1 through 3 above. When you fill out the Proof of Claim, you must sign under penalty of perjury that these three (3) things are true:**

1. You transferred to and/or invested funds with one or more of the Receivership Parties;
2. You are not affiliated with any of the Receivership Parties; and
3. You have not already received a return of funds exceeding the amounts you invested with the Receivership Parties.

If you do not meet these three (3) requirements, **DO NOT** submit Proof of Claim.

**Proof of Claim forms must be submitted so as to be actually received by the Receiver’s claims agent, Stretto, on or before [\_\_\_\_\_] , 2023 at 11:59 p.m. (prevailing Central Time). If you do not submit a completed and signed Proof of Claim form by the deadline, then you will not have an opportunity to dispute your Net Transaction Amount.**

### **What Happens if I Submit a Proof of Claim?**

1. The Receiver retains the right to object to any submitted claim.
2. If the Receiver doesn’t object, your submitted claim will be the basis for any proposed distribution.
3. If the Receiver objects to your submitted claim, then the Receiver will provide a response to you, stating her objection and the basis for her objection. You will then have twenty-one (21) days from the date of the Receiver’s response to provide supplemental documentation or otherwise respond to the Receiver. If you fail to submit supplemental documentation within that time frame or if the Receiver still disputes your proposed claim amount, then the Receiver will file a motion with the Court setting out her objection(s) to your submitted claim. You will be served with any such motion and have the ability to file with the Court a response or objection pursuant to the Local Civil Rules for the United States District Court for the Northern District of Texas. The Court will then determine your final claim amount in this Case.

**Technical Support:** For technical support in filling out the online Proof of Claim or submitting supporting documentation, please visit <https://cases.stretto.com/heartland/faqs> for Frequently Asked Questions or contact the Receiver's claims agent at [HeartlandReceivership@stretto.com](mailto:HeartlandReceivership@stretto.com).

You may also obtain information regarding this claims process by:

- Visiting the website for this Case: <https://heartlandreceivership.com/claims-process>.
- Submitting questions by mail to the Receiver at Heartland Receivership, Attn: Deborah D. Williamson, Receiver, Dykema Gossett PLLC, 112 E. Pecan Street, Suite 1800, San Antonio, TX 78205.
- Sending an email to the Receiver at [heartlandreceivership@dykema.com](mailto:heartlandreceivership@dykema.com).

**EXHIBIT C**

## NON-INVESTOR<sup>1</sup> CREDITOR NOTICE

**IF YOU HAVE A CLAIM FOR NON-INVESTMENT-RELATED LOSSES, THEN YOU MUST SUBMIT A PROOF OF CLAIM.**

**THE DEADLINE TO SUBMIT YOUR PROOF OF CLAIM IS [\_\_\_\_\_] , 2023 AT 11:59 P.M. (PREVAILING CENTRAL TIME) (THE “BAR DATE”). IF YOU DO NOT SUBMIT YOUR PROOF OF CLAIM ON OR BEFORE THE BAR DATE, THEN YOU WILL NOT BE ENTITLED TO RECEIVE ANY DISTRIBUTION FROM THE HEARTLAND RECEIVERSHIP.**

To learn more, read the “Legal Notice” section below.

### **1. Preparing a Proof of Claim**

To be eligible to receive any Court-approved payment from the Receiver on behalf of one or more of the Receivership Parties on account of an allowed claim: (a) complete the entire Proof of Claim form; (ii) provide/include documentation supporting your claim; (iii) sign the Proof of Claim under penalty of perjury; and (iv) submit the completed and signed Proof of Claim via one of the methods described in Section 2 below so that the Proof of Claim is actually received by the Receiver’s claims agent, Stretto, **on or before [\_\_\_\_\_] , 2023 at 11:59 p.m. (prevailing Central Time).**

### **2. How to Submit a Claim**

You may submit a Proof of Claim to the Receiver’s claims agent, Stretto, using either of the following methods:

- a) Electronic-Portal Submission: Submit a Proof of Claim via electronic submission utilizing <https://cases.stretto.com/heartland/file-a-claim>.

**OR**

- b) Hard-Copy Submission: Submit a Proof of Claim via overnight mail, courier service, hand delivery, or first-class mail addressed to **Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.**

### **3. Proof of Claim Instructions**

**For Proofs of Claims Submitted by Electronic Portal:**

- (i) Click [\[>>here<<\]](https://cases.stretto.com/heartland/file-a-claim) or copy and paste this URL into your browser: <https://cases.stretto.com/heartland/file-a-claim>.
- (ii) Fill out your Proof of Claim, upload documentation supporting your claim and click “Submit.”

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<sup>1</sup> “**Non-Investor Creditor**” includes government, trade, mineral interest owners, landowners, former employees, former independent contractors, and any other non-investor creditor of the Receivership Parties and any Non-Receivership Party Relief Defendant.



For your convenience, enclosed with the notice is a Proof of Claim form. A copy of the Proof of Claim form is also available on the Receiver's website for this Case at <https://heartlandreceivership.com/claims-process>.

- (i) Complete and sign the proof of claim and include documentation supporting your claim.
- (ii) Submit to the Receiver's claims agent, Stretto, by overnight mail, courier service, hand delivery or mail addressed to **Heartland Receivership Claims c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.**

**LEGAL NOTICE OF CLAIMS PROCEDURE**

*U.S. Securities and Exchange Commission v. The Heartland Group Ventures, LLC, et al.*  
United States District Court for the Northern District of Texas, Fort Worth Division  
Case No. 4-21cv-1310-O-BP

As of December 2, 2021, the Court appointed Deborah D. Williamson as the Court-appointed Receiver for certain Defendants and Relief Defendants (together, the “Receivership Parties”). [The Court approved the Receiver’s proposed Claims Procedure, which will allow potential non-investor claimants to file a Proof of Claim form and potentially receive a distribution from the Receiver if deemed to have an allowed claim.]

**What Do I Have to Do?** You must complete, sign, and submit a Proof of Claim form in accordance with the instructions set forth in Sections 1 through 3 above.

**Proofs of Claim must be submitted so as to be actually received by the Receiver’s claims agent, Stretto, on or before [\_\_\_\_\_] , 2023 at 11:59 p.m. (prevailing Central Time). If you do not submit a completed and signed Proof of Claim form by the deadline, you will not be entitled to receive any distribution from the Heartland Receivership.**

**Additional Information:**

You may also obtain additional information regarding this claims process by:

- Visiting the website for this Case: <https://heartlandreceivership.com/claims-process>.
- Submitting questions by mail to the Receiver at Heartland Receivership, Attn: Deborah D. Williamson, Receiver, Dykema Gossett PLLC, 112 E. Pecan Street, Suite 1800, San Antonio, TX 78205.
- Sending an email to the Receiver at [heartlandreceivership@dykema.com](mailto:heartlandreceivership@dykema.com).

**EXHIBIT D**

***U.S. Securities and Exchange Commission v. The Heartland Group Ventures, LLC, et al. – Case No. 4-21cv-1310-O-BP.*** The Receivership Parties include 1178137 B.C. LTD.; Alternative Office Solutions, LLC; Arcooil Corp.; Barron Energy Corporation; Barron Petroleum LLC; Carson Oil Field Development Fund II, LP; Dallas Resources Inc.; Dodson Prairie Oil & Gas LLC; Encypher Bastion, LLC; The Heartland Group Ventures, LLC; Heartland Production and Recovery LLC; Heartland Production and Recovery Fund LLC; Heartland Production and Recovery Fund II LLC; The Heartland Group Fund III, LLC; Heartland Drilling Fund I, LP; Leading Edge Energy, LLC; Panther City Energy LLC; and Sahota Capital LLC. The deadline to submit proofs of claim asserting unpaid amounts owed by one and/or more of the Receivership Parties is [\_\_\_\_\_], 2023 at 11:59 p.m. (prevailing Central Time) (the “Bar Date”). Proofs of claim: (1) must be submitted to the Receiver’s claims agent, Stretto, so as to be actually received on or prior to the Bar Date; (2) may be submitted via overnight mail, courier service, hand delivery or mail addressed to Heartland Receivership Claims c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602, and (3), may be submitted via e-portal by utilizing **<https://cases.stretto.com/heartland/file-a-claim>**. Additional information and the proof of claim forms are available on the Receivership’s website at <https://heartlandreceivership.com/claims-process>.

**EXHIBIT E**

Investor: **SAMPLE INVESTOR**

<b>Parent Fund</b>	<b>Investment Funds Received by Heartland Receivership Party</b>	<b>Funds Received Date</b>	<b>Amount Returned</b>	<b>Net Balance</b>	<b>Period of Interest Payments</b>	<b>Interest Payments</b>	<b>Net Balance Less Heartland Interest Payments</b>
Carson Oil Field Development Fund II, LP	\$50,000.00	8/11/2020	\$0.00	\$50,000.00		\$0.00	\$50,000.00
The Heartland Group Fund III, LLC	\$250,000.00	8/13/2020	\$0.00	\$250,000.00	9/25/2020 to 9/25/2021	\$32,500.00	\$217,500.00
The Heartland Group Fund III, LLC	\$500,000.00	8/13/2020	\$0.00	\$500,000.00	9/25/2020 to 9/25/2021	\$65,000.00	\$435,000.00
	<b>\$800,000.00</b>		<b>\$0.00</b>	<b>\$800,000.00</b>		<b>\$97,500.00</b>	<b>\$702,500.00</b>

**NET TRANSACTION AMOUNT**



**EXHIBIT F**





**INVESTOR PROOF OF CLAIM FORM**

**PART I – GENERAL INSTRUCTIONS**

**IF YOU AGREE WITH THE RECEIVER’S NET TRANSACTION AMOUNT, YOU DO NOT NEED TO SUBMIT THIS FORM.**

**IF YOU DISAGREE WITH THE RECEIVER’S NET TRANSACTION AMOUNT AND/OR DISPUTE ANY TRANSACTIONS HEREIN:**

**To be eligible to receive any payment from the Receivership Parties (as defined below) on account of an allowed claim, you must: complete and return the entire Proof of Claim form and provide documentation supporting your claim to the Receiver’s claims agent, Stretto, so that the Proof of Claim is actually received on or before [\_\_\_\_], 2023 at 11:59 p.m. (prevailing Central Time) by: (a) electronic submission via <https://cases.stretto.com/heartland/file-a-claim>, or (b) overnight mail, courier service, hand delivery, or first class mail addressed to Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.**

**PART II – CLAIMANT IDENTIFICATION**

**1. Name of individual (last, first) or entity submitting the claim (“Claimant”):**

\_\_\_\_\_

**2. If Claimant is an entity, name (last, first), title and relationship to Claimant of individual completing form on behalf of entity:**

**Name:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**Relationship:** \_\_\_\_\_

**3. Claimant Street Address:**

\_\_\_\_\_

\_\_\_\_\_

**City**

**State**

**Zip Code**

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**Foreign Province**

**Foreign Postal Code**

**Foreign Country Name**

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

<b>Telephone number</b>	<b>Alternate Telephone Number</b>	<b>Email address</b>
_____	_____	_____

Please check this box if the address above differs from the Claimant address to which this form was mailed.

Please check this box if payments should be made to a different address and complete the below:

**Claimant Payment Address:**

\_\_\_\_\_

\_\_\_\_\_

<b>City</b>	<b>State</b>	<b>Zip Code</b>
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<b>Foreign Province</b>	<b>Foreign Postal Code</b>	<b>Foreign Country Name</b>
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<b>Telephone number</b>	<b>Alternate Telephone Number</b>	<b>Email address</b>
_____	_____	_____

**PART II – CLAIM**

- 1. Please refer to the Transaction Schedule on Exhibit A attached to this document. The Transaction Schedule provides the following information: (1) the total amount invested by the Claimant with the Receivership Parties; (2) the Receivership Parties in which such investment(s) were made; (3) the total payments/disbursements made to the Claimant from the Receivership Parties; (4) the Receivership Parties from which any payments were made; and (5) the Net Transaction amount (i.e., the total amount invested with the Receivership Parties less any payments made to the Claimant from the Receivership Parties).**

**IF YOU AGREE WITH THE RECEIVER’S NET TRANSACTION AMOUNT, YOU DO NOT NEED TO SUBMIT THIS FORM.**

**IF YOU DISAGREE WITH THE RECEIVER’S NET TRANSACTION AMOUNT AND/OR DISPUTE ANY TRANSACTIONS, YOU MUST CONTINUE COMPLETING THIS FORM OR YOU WILL NOT HAVE AN OPPORTUNITY TO DISPUTE THE RECEIVER’S NET TRANSACTION AMOUNT.**

Please identify, by checking the appropriate box(es) below, the Receivership party or parties (collectively, the “Receivership Parties”) against which this claim is asserted:

- THE HEARTLAND GROUP VENTURES, LLC
- HEARTLAND PRODUCTION AND RECOVERY LLC
- HEARTLAND PRODUCTION AND RECOVERY FUND LLC
- HEARTLAND PRODUCTION AND RECOVERY FUND II LLC
- THE HEARTLAND GROUP FUND III, LLC
- HEARTLAND DRILLING FUND I, LP
- CARSON OIL FIELD DEVELOPMENT FUND II, LP
- 

2. What is the Net Transaction amount you believe is owed? \$ \_\_\_\_\_

3. For each investment in a Receivership Party list the date, principal amount of your investment, and the Receivership Party in which you invested. Use separate lines for each investment. If you made more than 10 separate investments, please use the attached Schedule 1 to list those additional investments.

Date of Investment	Principal Amount Invested	Receivership Party In Which You Invested	Check Number / Wire Detail Information
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

4. For each payment or disbursement you received from a Receivership Party list the date, amount of the payment, and the Receivership Party that provided the payment. Use separate lines for each payment. If you received more than 10 separate payments, please use the attached Schedule 2 to list those additional payments.

Date of Payment	Amount of Payment	Receivership Party that Provided the Payment	Check Number / Wire Detail Information
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

5. If you received a referral fee *from* anyone in connection with your investment or otherwise, please identify the referral fee below:

Date of Referral Fee	Amount of Referral Fee	Receivership Party, Entity, or Individual that Provided the Referral Fee
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_____	_____	_____
_____	_____	_____
_____	_____	_____

6. If you paid a referral fee *to* anyone in connection with your investment or otherwise, please identify the referral fee below:

Date of Referral Fee	Amount of Referral Fee	Receivership Party, Entity, or Individual that Received the Referral Fee
----------------------	------------------------	--

_____	_____	_____
_____	_____	_____
_____	_____	_____

7. If this Proof of Claim amends or supersedes a previously filed claim, please indicate the specifics in the space below:

- Amends
- Supersedes

Original claim number: \_\_\_\_\_  
 Filing date of original claim: \_\_\_\_\_

8. If you are aware of another person or entity filing a Proof of Claim on your behalf or that otherwise incorporates the claim asserted in this form, please identify the person or entity filing such a Proof of Claim with contact information (if available) below:

\_\_\_\_\_

\_\_\_\_\_

Please attach to this Proof of Claim documents evidencing an agency relationship to and your legal authority to act on behalf of the Claimant.

**IF YOU DISAGREE WITH THE RECEIVER'S NET TRANSACTION AMOUNT AND/OR DISPUTE ANY TRANSACTIONS, YOUR ONLY OPPORTUNITY TO DISPUTE THE RECEIVER'S NET TRANSACTION AMOUNT IS TO FULLY COMPLETE AND TIMELY SUBMIT THIS FORM.**

**BEFORE SUBMITTING THIS FORM, YOU MUST READ AND SIGN UNDER PENALTY OF PERJURY. FAILURE TO SIGN UNDER PENALTY OF PERJURY WILL RESULT IN A DELAY IN PROCESSING AND/OR THE REJECTION OF YOUR SUBMITTED CLAIM.**

SUPPORTING DOCUMENTATION: Please attach to your Proof of Claim documents (including copies of emails and other electronic data) that support your Proof of Claim. Such documentation may include, but is not limited to: copies of personal checks, cashier's checks, wire transfer advices; account statements, and other documents evidencing the investment or payment of funds; any written contract or agreement made in connection with any investment in or with any Receivership Party or feeder fund; a chronological accounting of all money received by the Claimant from any Receivership Party or feeder fund, whether such payments are denominated as the return of principal, interest, commissions, finder's fees, sponsor payments, or otherwise; copies of all documentation and records reflecting or regarding any withdrawals ever made by or payments received by the Claimant from any Receivership Party; evidence supporting an agency relationship to the Claimant, if applicable, including, for example, documents evidencing power of attorney, appointment as executor, trustee, counsel, or other fiduciary; and any other documents evidencing the amount and basis of the Claim. **DO NOT SEND ORIGINAL DOCUMENTS.** If such documentation is not available, please attach an explanation of why the supporting documents are not available.

Please do **not** submit the following types of materials with a Proof of Claim unless requested by the Receiver: (1) marketing brochures and other marketing materials received from the Receivership Parties; (2) routine or form correspondence received from the Receivership Parties; (3) copies of pleadings on file in any case involving the Receiver or the Receivership Parties; and (4) other documents received from Receivership Parties that do not reflect Claimant specific information concerning the existence or value of a Claim.

VERIFICATION OF CLAIMS: All Proof of Claim Forms submitted are subject to verification by the Receiver. The Receiver reserves any and all rights to: (i) verify all submitted Proofs of Claim; and (ii) object to any submitted Proof of Claim on any and all substantive or administrative grounds. It is important to provide complete and accurate information to facilitate this effort. Claimants must be willing to submit to an interview and may be asked to supply additional information to complete the claims process.

CONSENT TO JURISDICTION: By submitting your Proof of Claim, you consent and submit to the jurisdiction of the United States District Court for the Northern District of Texas, Fort Worth Division for all purposes and agree to be bound by its decisions, including, without limitation, a determination as to the validity and amount of any Claims asserted against the Receivership Parties. In submitting your Proof of Claim, you agree to be bound by the actions of the United States District Court for the Northern District of Texas, Fort Worth Division even if that means your Claim is limited, reduced, or disallowed.

CERTIFICATION OF TRUTHFULNESS: Pursuant to 28 U.S.C. § 1746, I, the undersigned, hereby certify, **under penalty of perjury under the laws of the United States of America**, that: (1) all of the information provided in this Proof of Claim, including all schedules and attachments to the Proof of Claim, is true and correct; (2) that the claimant is authorized to submit this Proof of Claim; (3) that the claimant transferred funds to one or more Receivership Parties and has not already received a return of funds exceeding the amounts invested in the Receivership Parties; and (4) the claimant is not affiliated with any of the Receivership Parties.

Type or print your name here: \_\_\_\_\_

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Capacity of person(s) signing

Date: \_\_\_\_\_

**Reminder Checklist:**

1. Please sign above under penalty of perjury.
2. Remember to attach documentation supporting your claim, if available. Please explain if you are not able to attach supporting documentation.
3. **DO NOT SUBMIT ORIGINAL DOCUMENTS.**
4. Keep a copy of your submitted claim form and all supporting documentation for your records.
5. If your contact information changes, please send the Receiver updated information.

**INSTRUCTIONS**

**IF YOU AGREE WITH THE RECEIVER'S NET TRANSACTION AMOUNT, YOU DO NOT NEED TO SUBMIT THIS FORM. Your Net Transaction amount will be deemed your allowed claim amount in the Claims Procedure.**

**IF YOU DISAGREE WITH THE RECEIVER'S NET TRANSACTION AMOUNT AND/OR DISPUTE ANY TRANSACTIONS HEREIN:**

On or before [\_\_\_\_\_], 2023 (the "Bar Date"), in order to receive any distribution on an allowed claim in the Heartland Receivership, you must submit your Proof of Claim and documentation supporting your claim to the Receiver's claims agent, Stretto: (1) by electronic submission via **<https://cases.stretto.com/heartland/file-a-claim>**, or (b) overnight mail, courier service, hand delivery, or mail addressed to Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.

**DO NOT SUBMIT YOUR PROOF OF CLAIM VIA EMAIL OR FACSIMILE. PROOFS OF CLAIM FORMS SUBMITTED BY EMAIL OR FACSIMILE WILL NOT BE ACCEPTED. CLAIMS SUBMITTED AFTER THE BAR DATE WILL NOT BE ACCEPTED AND YOU WILL BE DEEMED TO ACCEPT THE RECEIVER'S NET TRANSACTION AMOUNT.**

**SCHEDULE 1 – Additional List of Investments**

<b>Date of Investment</b>	<b>Principal Amount Invested</b>	<b>Receivership Party in Which You Invested</b>	<b>Check Number / Wire Detail Information</b>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
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_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____



**SCHEDULE 2 – Additional List of Payments**

<b>Date of Payment</b>	<b>Amount of Payment</b>	<b>Receivership Party or Entity that Provided the Payments</b>	<b>Check Number / Wire Detail Information</b>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
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_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**EXHIBIT A**

**TRANSACTION SCHEDULE**

Investor: **SAMPLE INVESTOR**

<b>Parent Fund</b>	<b>Investment Funds Received by Heartland Receivership Party</b>	<b>Funds Received Date</b>	<b>Amount Returned</b>	<b>Net Balance</b>	<b>Period of Interest Payments</b>	<b>Interest Payments</b>	<b>Net Balance Less Heartland Interest Payments</b>
Carson Oil Field Development Fund II, LP	\$50,000.00	8/11/2020	\$0.00	\$50,000.00		\$0.00	\$50,000.00
The Heartland Group Fund III, LLC	\$250,000.00	8/13/2020	\$0.00	\$250,000.00	9/25/2020 to 9/25/2021	\$32,500.00	\$217,500.00
The Heartland Group Fund III, LLC	\$500,000.00	8/13/2020	\$0.00	\$500,000.00	9/25/2020 to 9/25/2021	\$65,000.00	\$435,000.00
	<b>\$800,000.00</b>		<b>\$0.00</b>	<b>\$800,000.00</b>		<b>\$97,500.00</b>	<b>\$702,500.00</b>

**NET TRANSACTION AMOUNT**



**EXHIBIT G**



**NON-INVESTOR CREDITOR PROOF OF CLAIM FORM**

**PART I – GENERAL INSTRUCTIONS**

To be eligible to receive any payment from the Receivership Parties (as defined below) on account of an allowed claim, you must complete and return the entire Proof of Claim form and provide documentation supporting your claim to the Receiver’s claims agent, Stretto, so that the Proof of Claim is actually received on or before [\_\_\_\_], 2023 at 11:59 p.m. (prevailing Central Time) by: (a) electronic submission via <https://cases.stretto.com/heartland/file-a-claim>, or (b) overnight mail, courier service, hand delivery, or first class mail addressed to Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.

**PART II – CLAIMANT IDENTIFICATION**

1. Name of individual (last, first) or entity submitting the claim (“Claimant”):

\_\_\_\_\_

2. If Claimant is an entity, name (last, first), title and relationship to Claimant of individual completing form on behalf of entity:

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Relationship: \_\_\_\_\_

3. Claimant Street Address:

\_\_\_\_\_

\_\_\_\_\_

City	State	Zip Code
_____	_____	_____
Foreign Province	Foreign Postal Code	Foreign Country Name
_____	_____	_____
Telephone number	Alternate Telephone Number	Email address
_____	_____	_____

Please check this box if the address above differs from the Claimant address to which this form was mailed.

Please check this box if payments should be made to a different address and complete the below:

Claimant Payment Address:

\_\_\_\_\_

\_\_\_\_\_

City	State	Zip Code
_____	_____	_____
Foreign Province	Foreign Postal Code	Foreign Country Name
_____	_____	_____
Telephone number	Alternate Telephone Number	Email address
_____	_____	_____

**PART II – CLAIM**

1. Please identify, by checking the appropriate box(es) below, the Receivership party or parties (collectively, the “Receivership Parties”) against which this claim (the “Claim”) is asserted:

- THE HEARTLAND GROUP VENTURES, LLC
- HEARTLAND PRODUCTION AND RECOVERY LLC
- HEARTLAND PRODUCTION AND RECOVERY FUND LLC
- HEARTLAND PRODUCTION AND RECOVERY FUND II LLC
- THE HEARTLAND GROUP FUND III, LLC
- HEARTLAND DRILLING FUND I, LP
- CARSON OIL FIELD DEVELOPMENT FUND II, LP
- ALTERNATIVE OFFICE SOLUTIONS, LLC
- ARCOOIL CORP.
- BARRON PETROLEUM LLC
- DODSON PRAIRIE OIL & GAS LLC
- PANTHER CITY ENERGY LLC
- ENCYPHER BASTION, LLC
- BARRON ENERGY CORPORATION
- DALLAS RESOURCES INC.
- LEADING EDGE ENERGY, LLC
- SAHOTA CAPITAL LLC
- 1178137 B.C. LTD.

2. What is the Claim Amount you believe is owed? \$\_\_\_\_\_

3. **Personal Property.** If you are a **Non-Receivership Party Relief Defendant** and contend that your claim relates to personal property, please complete this section.

Value of property: \$ \_\_\_\_\_

Description of personal property:

\_\_\_\_\_

\_\_\_\_\_

Explain the basis for your contention that your claim relates to personal property:

\_\_\_\_\_

\_\_\_\_\_

4. **Secured Claims.** If you contend that your claim is secured, please complete this section.

Assessed value of collateral: \$ \_\_\_\_\_

Description of collateral: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Explain the basis for your contention that your claim is secured: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

5. If this Proof of Claim amends or supersedes a previously filed claim, please indicate the specifics in the space below:

- Amends
- Supersedes

Original claim number: \_\_\_\_\_

Filing date of original claim: \_\_\_\_\_

6. If you are aware of another person or entity filing a Proof of Claim on your behalf or that otherwise incorporates the claim asserted in this form, please identify the person or entity filing such a Proof of Claim with contact information (if available) below:

\_\_\_\_\_

\_\_\_\_\_

Please attach to this Proof of Claim documents evidencing an agency relationship to and your legal authority to act on behalf of the Claimant.



**BEFORE SUBMITTING THIS FORM, YOU MUST READ AND SIGN UNDER PENALTY OF PERJURY. FAILURE TO SIGN UNDER PENALTY OF PERJURY WILL RESULT IN A DELAY IN PROCESSING AND/OR THE REJECTION OF YOUR SUBMITTED CLAIM.**

SUPPORTING DOCUMENTATION: Please attach to your Proof of Claim documents (including copies of emails and other electronic data) that support your Proof of Claim. Such documentation may include, but is not limited to: copies of all agreements, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, engagement letters, mortgages, security agreements, or evidence of perfection of lien, and other documents evidencing the amount and basis of the Claim. Evidence supporting an agency relationship to the Claimant, if applicable, including, for example, documents evidencing power of attorney, appointment as executor, trustee, or other fiduciary; should also be submitted. **DO NOT SEND ORIGINAL DOCUMENTS.** If such documentation is not available, please attach an explanation of why the supporting documents are not available.

Please do **not** submit the following types of materials with a Proof of Claim unless requested by the Receiver: (1) marketing brochures and other marketing materials received from the Receivership Parties; (2) routine or form correspondence received from the Receivership Parties; (3) copies of pleadings on file in any case involving the Receiver or the Receivership Parties; and (4) other documents received from Receivership Parties that do not reflect Claimant-specific information concerning the existence or value of a Claim.

VERIFICATION OF CLAIMS: All Proof of Claim Forms submitted are subject to verification by the Receiver. The Receiver reserves any and all rights to: (i) verify all submitted Proofs of Claim; and (ii) object to any submitted Proof of Claim on any and all substantive or administrative grounds. It is important to provide complete and accurate information to facilitate this effort. Claimants must be willing to submit to an interview and may be asked to supply additional information to complete the claims process.

CONSENT TO JURISDICTION: By submitting your Proof of Claim Form, you consent to the jurisdiction of the United States District Court for the Northern District of Texas, Fort Worth Division for all purposes and agree to be bound by its decisions, including, without limitation, a determination as to the validity and amount of any Claims asserted against the Receivership Parties. In submitting your Proof of Claim, you agree to be bound by the actions of the United States District Court for the Northern District of Texas, Fort Worth Division even if that means your Claim is limited, reduced, or disallowed.

CERTIFICATION OF TRUTHFULNESS: Pursuant to 28 U.S.C. § 1746, I, the undersigned, hereby certify, **under penalty of perjury under the laws of the United States of America,** that all of the information provided in this Proof of Claim, including all Schedules and attachments to the Proof of Claim, is true and correct and that the undersigned is authorized to make this Claim.

Type or print your name here: \_\_\_\_\_

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Capacity of person(s) signing

Date: \_\_\_\_\_

**Reminder Checklist:**

1. Please sign above under penalty of perjury.
2. Remember to attach documentation supporting your Claim, if available.
3. **DO NOT SUBMIT ORIGINAL DOCUMENTS.**
4. Keep a copy of your submitted claim form and all supporting documentation for your records.
5. If your contact information changes, please send the Receiver updated information.

**INSTRUCTIONS**

On or before [\_\_\_\_\_], 2023 (the “Bar Date”), in order to receive any distribution on an allowed claim in the Heartland Receivership, you must submit your Proof of Claim and supporting documentation to the Receiver’s claims agent, Stretto: (1) by electronic submission via <https://cases.stretto.com/heartland/file-a-claim>, or (b) overnight delivery, courier service, hand delivery, or mail addressed to Heartland Receivership Claims, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602.

**DO NOT SUBMIT YOUR PROOF OF CLAIM VIA EMAIL OR FACSIMILE. PROOFS OF CLAIM FORMS SUBMITTED BY EMAIL OR FACSIMILE WILL NOT BE ACCEPTED. CLAIMS SUBMITTED AFTER THE BAR DATE WILL NOT BE ACCEPTED.**