

HOOPER LAWRENCE L JR
 Form 4
 January 17, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 HOOPER LAWRENCE L JR

2. Issuer Name and Ticker or Trading Symbol
 PETROLEUM & RESOURCES CORP [PEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 7 ST PAUL STREET, STE 1140
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/27/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Gen'l Counsel & Sec'y

BALTIMORE, MD 21202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2011		J	V 308 A \$ 0 ⁽¹⁾	4,237	I	By Issuer's Thrift Plan Trust
Common Stock	12/31/2011		J	V 156 A \$ 0 ⁽²⁾	6,158	D	
Common Stock	01/12/2012		D	405 D \$ 25.075	5,753	D	
Common Stock	01/12/2012		F	396 D \$ 25.075	5,357	D	
	01/12/2012		A	1,349 A \$ 0 ⁽³⁾	6,706	D	

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2011. The Issuer's stock traded in a range of \$20.84-31.47 during 2011.

- (2) These shares were acquired in exempt transactions as a result of dividend reinvestment. The Issuer's stock traded in a range of \$20.84-31.47 during 2011.
- (3) N/A. Restricted Stock Grant. Shares will vest in 2015.

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