

Escherich Frederic A  
Form 5  
January 21, 2011

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

### ANNUAL 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

1. Name and Address of Reporting Person

\*  
-  
Escherich Frederic A  
  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol

PETROLEUM & RESOURCES CORP [PEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2010

THE ADAMS EXPRESS COMPANY, 7 SAINT PAUL STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BALTIMORE, MD 21202

(City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposition**  
**(Commission file number)**

**42-1406317**  
**(IRS Employer Identification No.)**

**7711 Carondelet Avenue, Suite 800, St. Louis, Missouri 63105**  
**(Address of principal executive office and zip code)**  
**Registrant's telephone number, including area code: (314) 725-4477**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS**

(b) Christopher D. Bowers, President and CEO of Superior HealthPlan, Inc., a wholly owned subsidiary, has been appointed as acting head of our health plan business unit. Karey L. Witty, our Senior Vice President, Health Plans, resigned, effective March 7, 2007, to pursue another professional opportunity.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 8, 2006

CENTENE CORPORATION

By: /s/ J. PER BRODIN  
J. Per Brodin  
Senior Vice President and Chief Financial Officer

nter"> Common Stock 81 <sup>(16)</sup> 81 D

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hayford Michael D 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204			Corporate Executive VP & CFO	

**Signatures**

/s/ Stacey A. Lombardi, as Attorney-in-Fact 10/05/2009

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares were acquired on October 1, 2009 (the "Effective Date"), pursuant to the Agreement and Plan of Merger, dated as of March 31, 2009, by and among Fidelity National Information Services, Inc. ("FIS"), Cars Holdings, LLC ("Merger Sub") and Metavante Technologies, Inc. ("Metavante") (the "Merger Agreement"), in exchange for 66,920.065 shares of Metavante common stock. On the Effective Date of the Merger (as defined below), the closing price on the New York Stock Exchange ("NYSE") of Metavante common stock was \$33.70 per share and the closing price of FIS common stock was \$24.85 per share.
- (2) These shares of FIS restricted stock were received in the Merger in exchange for 22,500 Metavante performance shares, each of which was payable in Metavante common stock and had a market value of \$33.70 per share based on the closing price of Metavante common stock on the NYSE on the Effective Date of the Merger.
- (3) These shares were received in the Merger in exchange for 1,228.22 shares of Metavante common stock. On the Effective Date of the Merger, the closing price on the NYSE of Metavante common stock was \$33.70 per share and the closing price of FIS common stock was \$24.85 per share.
- (4) These shares were received in the Merger in exchange for 9,177 shares of Metavante common stock. On the Effective Date of the Merger, the closing price on the NYSE of Metavante common stock was \$33.70 per share and the closing price of FIS common stock was \$24.85 per share.
- (5) This option was received in the Merger in exchange for an option to purchase 52,916 shares of Metavante common stock for \$19.73 per share.
- (6) This option was received in the Merger in exchange for an option to purchase 59,531 shares of Metavante common stock for \$23.79 per share.
- (7) This option was received in the Merger in exchange for an option to purchase 59,531 shares of Metavante common stock for \$24.28 per share.
- (8) This option was received in the Merger in exchange for an option to purchase 66,145 shares of Metavante common stock for \$27.26 per share.
- (9) This option became fully vested on October 1, 2009, in connection with the Merger.
- (10) This option was received in the Merger in exchange for an option to purchase 575,000 shares of Metavante common stock for \$23.332 per share.
- (11) The option vests in four equal annual installments beginning November 12, 2007.
- (12) This option was received in the Merger in exchange for an option to purchase 90,000 shares of Metavante common stock for \$14.03 per share.
- (13) The option vests in four equal annual installments beginning November 21, 2009.
- (14) Option granted pursuant to the Amended and Restated Metavante 2007 Equity Incentive Plan. The option vests in three equal annual installments beginning October 1, 2010.
- (15) The deferred stock units were received in the Merger in exchange for 1,250 Metavante deferred stock units, each of which was the economic equivalent of one share of Metavante common stock and was payable in cash, having a market value of \$33.70 per share based on the closing price of Metavante common stock on the NYSE on the Effective Date of the Merger.
- (16) The deferred stock units were received in the Merger in exchange for 60 Metavante deferred stock units, each of which was the economic equivalent of one share of Metavante common stock and was payable in cash, having a market value of \$33.70 per share based on the closing price of Metavante common stock on the NYSE on the Effective Date of the Merger.

### Remarks:

On October 1, 2009, Metavante and FIS closed their previously announced transaction whereby Metavante was merged with a

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.