

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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<i>In re:</i>	:	Chapter 15
	:	
OILSANDS QUEST INC., <i>et.al.</i> ,	:	
	:	Case No. 12-____ (____)
Foreign Applicants in Foreign	:	
Proceedings.	:	(Jointly Administered)
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ORDER GRANTING RECOGNITION AND RELATED RELIEF

THIS MATTER was brought before the Court by Ernst & Young Inc., the court-appointed monitor (the "**Monitor**") and authorized foreign representative of Oilsands Quest Inc. and certain of its direct and indirect subsidiaries, Oilsands Quest Sask Inc., Township Petroleum Corporation, Stripper Energy Services Inc., 1291329 Alberta Ltd., Oilsands Quest Technology Inc., 1259882 Alberta Ltd., and Western Petrochemicals Group (collectively, the "**Oilsands Group**") in proceedings (the "**Canadian Proceedings**") under Canada's *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, pending before the Court of Queen's Bench of Alberta (the "**Alberta Court**"), to consider the *Verified Petitions for Recognition of Foreign Proceedings and Related Relief* filed on February [●], 2012 (the "**Chapter 15 Petitions**") commencing the above-captioned chapter 15 cases (the "**Chapter 15 Cases**") pursuant to sections 1504, 1509, 1507, 1515, 1517, and 1521 of title 11 of the United States Code (as amended, the "**Bankruptcy Code**"), seeking the entry of an order (i) recognizing the Canadian Proceedings as "foreign main proceedings" under section 1517 of the Bankruptcy Code, (ii) giving full force in the United States to the Initial Order of the Alberta Court dated November 29, 2011 (the "**Initial Order**") and the order of the Alberta Court dated December 20, 2011 (the "**December 20 Order**"), including any extensions or amendments thereof authorized by the

Alberta Court (collectively, the "**Alberta Orders**"), and (iii) staying certain proceedings against McDaniels & Associates Consulting Ltd., a former consultant to the Oilsands Group ("**McDaniels**").

Due and timely notice of the filing of the Chapter 15 Petitions was given in accordance with this Court's order dated February [●], 2012, approving the form of notice and manner of service thereof, which notice is deemed adequate for all purposes such that no other or further notice thereof need be given. The Court considered and reviewed the Chapter 15 Petitions and the other pleadings and exhibits submitted by the Monitor in support of the Chapter 15 Petitions, including the Alberta Orders annexed hereto as Exhibits 1 and 2 (collectively the "**Supporting Papers**"), at a hearing held on _____, 2012. Any objections to the Chapter 15 Petitions that have not been withdrawn or resolved have been overruled.

Therefore, after due deliberation and sufficient cause appearing therefore, the Court finds and concludes as follows:

(A) This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and section 1501 of the Bankruptcy Code and the "Amending Standing Order of Reference Re: Title 11" of the United States District Court for the Southern District of New York (Preska, C.J.), dated January 31, 2012.

(B) This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P).

(C) Venue is proper in this District pursuant to 28 U.S.C. §§ 1410(2) and (3).

(D) The Monitor is a "person" within the meaning of section 101(41) of the Bankruptcy Code and is the duly appointed "foreign representative" of the Oilsands Group within the meaning of section 101(24) of the Bankruptcy Code.

(E) The Chapter 15 Cases were properly commenced pursuant to sections 1504 and 1515 of the Bankruptcy Code.

(F) The Chapter 15 Petitions meet the requirements of section 1515 of the Bankruptcy Code.

(G) The Canadian Proceedings are foreign proceedings within the meaning of section 101(23) of the Bankruptcy Code.

(H) The Canadian Proceedings are entitled to recognition by this Court pursuant to section 1517 of the Bankruptcy Code.

(I) The Canadian Proceedings are pending in Alberta, Canada, the location of the center of main interests for each member of the Oilsands Group, and as such constitute foreign main proceedings pursuant to section 1502(4) of the Bankruptcy Code and are entitled to recognition as foreign main proceedings pursuant to section 1517(b)(1) of the Bankruptcy Code.

(J) The Monitor, as a foreign representative is entitled, to the extent not inconsistent with the Alberta Orders, to all of the relief provided pursuant to section 1520 of the Bankruptcy Code.

(K) The relief granted herein is necessary and appropriate, in the interest of the public and international comity, consistent with the public policy of the United States, warranted pursuant to sections 1509, 1507, and 1521 of the Bankruptcy Code, and will not cause any hardship to any parties in interest that is not outweighed by the benefits of the relief granted.

NOW, THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:

1. The Canadian Proceedings are hereby recognized as foreign main proceedings pursuant to section 1517(b)(1) of the Bankruptcy Code.
2. The Alberta Orders (and any amendments or extensions thereof as may be granted from time to time by the Alberta Court) are hereby given full force and effect in the United States pursuant to section 1509 of the Bankruptcy Code.
3. All provisions of section 1520 of the Bankruptcy Code apply as of right in these Chapter 15 Cases throughout the duration of these Chapter 15 Cases or until otherwise ordered by this Court.
4. All proceedings against McDaniels & Associates Consulting Ltd. relating to its employment by the Oilsands Group are hereby stayed for the duration of these Chapter 15 Cases.
5. This Court shall retain jurisdiction with respect to the enforcement, amendment or modification of this Order, any request for additional relief or any adversary proceeding brought in and through this Chapter 15 Cases, and any request by an entity for relief from the provisions of this Order, for cause shown, that is properly commenced and within the jurisdiction of this Court.

6. The Chapter 15 Petitions and the Supporting Papers shall be available upon request at the offices of Allen & Overy LLP, 1221 Avenue of the Americas, New York, New York 10020 to the attention of Jonathan Cho, (212) 610-6300, jonathan.cho@allenoverly.com.

7. Notwithstanding Bankruptcy Rule 7062, made applicable to these Chapter 15 Cases by Bankruptcy Rule 1018, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry, and upon its entry, this Order shall become final and appealable.

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Submitted by:

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Exhibit 1

Exhibit 2