

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. 12-10476 (MG)
	:
Applicants in Foreign Proceedings.	: (Jointly Administered)
	:
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**ORDER DIRECTING JOINT ADMINISTRATION OF
CHAPTER 15 CASES PURSUANT TO FED. R. BANKR. P. 1015(b)**

Ernst & Young Inc. is 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**"). The Monitor has commenced these chapter 15 cases (the "**Chapter 15 Cases**") ancillary to the Canadian Proceedings by filing *Verified Petitions for Recognition of Foreign Proceedings and Related Relief* (collectively, the "**Chapter 15 Petitions**") with the accompanying documentation required pursuant to sections 1504 and 1515 of title 11 of the United States Code (as amended, the "**Bankruptcy Code**").

By its *Motion Pursuant to Fed. R. Bankr. P. 1015(b) For Order Directing Joint Administration of Cases Under Chapter 15 of the Bankruptcy Code* (the "**Motion**"), the Monitor requested the entry of an order pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") directing the joint administration of the Chapter 15 Cases.

NOW, THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:

ORDERED, that the Chapter 15 Cases be, and they hereby are, consolidated pursuant to Bankruptcy Rule 1015(b), for procedural purposes only and shall be jointly administered by the Court; and it is further

ORDERED, that nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the above-captioned cases; and it is further

ORDERED, that the caption of the jointly administered cases should read as follows:

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and it is further

ORDERED, that a docket entry shall be made in each of the above captioned Chapter 15 Cases substantially as follows:

An Order has been entered in this case directing the procedural consolidation and joint administration of the chapter 15 cases of Oilsands Quest Inc., 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, the docket in Case No. 12-10476 (MG) should be consulted for all matters affecting this case.

and it is further

ORDERED, that the Motion is granted without notice to creditors; and it is further

ORDERED, that service of this Order as provided in the Motion shall constitute adequate and sufficient service and notice.

Dated: New York, New York
February 8, 2012

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge