

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SMURFIT-STONE CONTAINER
CORPORATION, et al.,¹

Debtors.

Chapter 11

Case No. 09-10235 (BLS)

Jointly Administered

Ref. Docket Nos. 1883 and _____

**STIPULATED ORDER ON PRECAUTIONARY MOTION OF U.S. BANK TRUST
NATIONAL ASSOCIATION AS INDENTURE TRUSTEE FOR RELIEF FROM
AUTOMATIC STAY TO EXERCISE RIGHTS WITH RESPECT TO TRUST FUNDS
HELD PURSUANT TO ISSUANCE OF BONDS²**

Upon the Motion of U.S. Bank Trust National Association, as Indenture Trustee (the “Indenture Trustee” or “Trustee”) for the Village of Hodge Louisiana Combined Utility System Bonds described more fully in the Motion (the “Bonds”) for an order with respect to certain “Indenture Funds” held by the Indenture Trustee under the Indenture and other bond documents described in the Motion, which Motion came on for consideration by the Court after due and proper notice, and the Court having considered the Motion, the representation to the Court that the Debtor and Trustee have reached a consensual resolution to the Motion, and any objections to

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Smurfit-Stone Container Corporation (1401), Smurfit-Stone Container Enterprises, Inc. (1256), Calpine Corrugated, LLC (0470), Cameo Container Corporation (5701), Lot 24D Redevelopment Corporation (6747), Atlanta & Saint Andrews Bay Railway Company (0093), Stone International Services Corporation (9630), Stone Global, Inc. (0806), Stone Connecticut Paperboard Properties, Inc. (8038), Smurfit-Stone Puerto Rico, Inc. (5984), Smurfit Newsprint Corporation (1650), SLP Finance I, Inc. (8169), SLP Finance II, Inc. (3935), SMBI Inc. (2567), Smurfit-Stone Container Canada Inc. (3988), Stone Container Finance Company of Canada II (1587), 3083527 Nova Scotia Company (8836), MBI Limited/Limitée (6565), Smurfit-MBI (1869), 639647 British Columbia Ltd. (7733), B.C. Shipper Supplies Ltd. (7418), Specialty Containers Inc. (6564), SLP Finance General Partnership (9525), Francobec Company (7735), and 605681 N.B. Inc. (1898). The Debtors’ corporate headquarters are located at, and the mailing address for each Debtor is, 222 North LaSalle Street, Chicago, Illinois 60601.

² Capitalized terms not defined in this Order shall have the meanings provided in the Motion.

the Motion,

IT IS HEREBY ORDERED that the relief sought by the Motion shall be and hereby is allowed to the extent provided herein.

IT IS FURTHER ORDERED that the Trustee shall be and hereby is authorized to apply or disburse any monies or other proceeds held as Indenture Funds, but only in accordance with the terms of the Indenture. For the avoidance of doubt, the foregoing shall only be applied or disbursed for: (i) the payment of interest on the Bonds, (ii) costs and expenses of the Trustee (including, but not limited to fees and expenses of counsel and other professionals), or (iii) expenses necessary in the opinion of the Trustee to protect the Project.

IT IS FURTHER ORDERED that nothing in this Order is intended or shall be deemed to constitute a determination of the nature, amount or priority of any prepetition or post petition claim the Trustee has asserted or may assert against the Debtor. Without limitation, the Debtor and Trustee shall be deemed to have expressly reserved all rights concerning: (i) the amount, nature and priority of any claims the Trustee has asserted or may assert against the Debtor in these Chapter 11 proceedings that relate in any way to the Bonds; (ii) the Debtor's payment obligations with respect to those claims, if any; (iii) the proper application of the monies held as Indenture Funds and (iv) the effect of this Order on the foregoing.

IT IS FURTHER ORDERED that to the extent necessary, the automatic stay shall be and hereby is modified to allow the disbursements and applications authorized herein.

IT IS FURTHER ORDRED that notwithstanding any provision of the Bankruptcy Rules or the Bankruptcy Code, the terms and conditions of this Order shall be effective immediately. Without limitation, the stay contemplated by Fed. R. Bankr. P. 4001(a)(3) shall not apply to this Order.

Dated: Wilmington, Delaware
September _____, 2009

Brendan L. Shannon
United States Bankruptcy Judge