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Our File No.: 55839-3

September 30 2005

VIA SEDAR

Alberta Securities Commission
British Columbia Securities Commission
Saskatchewan Securities Commission
The Manitoba Securities Commission
Ontario Securities Commission

Dear Sirs/Mesdames:

Re: Final Prospectus of Zenas Energy Corp.

We refer to the final prospectus of Zenas Energy Corp. (the "Issuer") dated September 30, 2005 (the "Prospectus"), relating to the offering of common shares of the Issuer.

We hereby consent to being named in the Prospectus as counsel for the Issuer under the heading "Interest of Experts" and on the face page of the Prospectus and to the references to and use of our opinions under the heading "Eligibility for Investment" in the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from our opinions referred to above or that are within our knowledge as a result of our participation in the preparation of such opinions.

This letter is provided solely for the purpose of assisting you in discharging your responsibilities and may not be relied on by any other person for any other purpose.

Yours truly,

"Bennett Jones LLP"

