

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

In re

Quebecor World (USA) Inc., et al.,

Debtors.

Chapter 11

Case No. 08-10152 (JMP)

Jointly Administered

Honorable James M. Peck

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

I, Muhammed Habib declare:

1. I am over the age of 18 years and not a party to the within action.
2. I am employed by Donlin, Recano & Company, Inc. ("DRC"), 419 Park Avenue South, Suite 1206, New York, NY 10016.
3. On the 22nd day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Chapter 11 Filing and of First Day Motions", and a "Proposed First Day Agenda" attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 2, attached hereto, via electronic mail.
4. On the 22nd day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Chapter 11 Filing and of First Day Motions", and a "Proposed First Day Agenda" attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 3, attached hereto, via facsimile.
5. On the 22nd day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Chapter 11 Filing and of First Day Motions", and a "Proposed First Day Agenda" attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 4, attached hereto, via Federal Express, and delivered to a Federal Express Location for Priority Overnight delivery.

6. On the 22nd day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Chapter 11 Filing and of First Day Motions", and a "Proposed First Day Agenda" attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 5, attached hereto, via Express Mail, and delivered to an office of the United States Postal Service for Express Mail Overnight delivery.
7. On the 22nd day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Chapter 11 Filing and of First Day Motions", and a "Proposed First Day Agenda" attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 6, attached hereto, via Hand Delivery.
8. I declare under penalty of perjury that the foregoing is true and correct. Executed this 23rd day of January 2008 at New York, New York.

By Muhammed Habib
Muhammed Habib

Sworn before me this
23rd day of January 2008

William Andrew Logan
Notary Public

WILLIAM ANDREW LOGAN
NOTARY PUBLIC, STATE OF NEW YORK
NO. 02LO8103254
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES December 22, 2011

EXHIBIT 1

ARNOLD & PORTER LLP
399 Park Avenue
New York, New York 10022-4690
Telephone: (212) 715-1000
Facsimile: (212) 715-1399
Michael J. Canning (MC 8060)

*Proposed Counsel for the Debtors
and Debtors-in-Possession*

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

In re

Quebecor World (USA) Inc., et al.,¹

Debtors.

Chapter 11

Case No. 08-10152 (JMP)
Jointly Administered

Honorable James M. Peck

**NOTICE OF CHAPTER 11 FILING AND OF FIRST DAY
MOTIONS**

¹ Contemporaneously, herewith, the Debtors have filed a motion to have their chapter 11 cases consolidated for procedural purposes and jointly administered. The Debtors are the following entities: Quebecor World (USA) Inc., Quebecor Printing Holding Company, Quebecor World Capital Corporation, Quebecor World Capital II GP, Quebecor World Capital II LLC, WCZ, LLC, Quebecor World Lease GP, Quebecor World Lease LLC, QW Memphis Corp., The Webb Company, Quebecor World Printing (USA) Corp., Quebecor World Loveland Inc., Quebecor World Systems Inc., Quebecor World San Jose Inc., Quebecor World Buffalo Inc., Quebecor World Johnson & Hardin Co., Quebecor World Northeast Graphics Inc., Quebecor World UP / Graphics Inc., Quebecor World Great Western Publishing Inc., Quebecor World DB Acquisition Corp., WCP-D, INC., Quebecor World Taconic Holdings Inc., Quebecor World Retail Printing Corporation, Quebecor World Arcata Corp., Quebecor World Nevada Inc., Quebecor World Atglen Inc., Quebecor World Krueger Acquisition Corp., Quebecor World Book Services LLC, Quebecor World Dubuque Inc., Quebecor World Pendell Inc., Quebecor World Fairfield Inc., QW New York Corp., Quebecor World Dallas II Inc., Quebecor World Nevada II LLC, Quebecor World Dallas, L.P., Quebecor World Mt. Morris II LLC, Quebecor World Petty Printing Inc., Quebecor World Hazleton Inc., Quebecor World Olive Branch Inc., Quebecor World Dittler Brothers Inc., Quebecor World Atlanta II LLC, Quebecor World RAI Inc., Quebecor World KRI Inc., Quebecor World Century Graphics Corporation, Quebecor World Waukee Inc., Quebecor World Logistics Inc., Quebecor World Mid-South Press Corporation, Quebecor Printing Aviation Inc., Quebecor World Eusey Press Inc., Quebecor World Infiniti Graphics Inc., Quebecor World Magna Graphic Inc., Quebecor World Lincoln Inc, and Quebecor World Memphis LLC.

PLEASE TAKE NOTICE THAT:

1. On January 21, 2008, Quebecor World (USA) Inc. and certain of its subsidiaries (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

2. Together with their petitions, the Debtors also filed and requested a prompt Court hearing ("First Day Hearing") on the first day motions ("First Day Motions") listed on the proposed first day agenda attached hereto.

3. The Court scheduled the First Day Hearing for January 23, 2008 at 2:00 p.m. in Courtroom 601 at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408.

4. A copy of each of the First Day Motions can be viewed on the Court's website ecf.nysb.uscourts.gov and at the website of Debtors' claims and noticing agent at www.donlinrecano.com.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney if you have one in this bankruptcy case. (If you do not have one in this bankruptcy case, you may wish to consult one.)

If you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your view on the First Day Motions, you or your attorney must attend the First Day Hearing. **If you or your attorney do not attend the First Day Hearing, the Court may grant the relief requested in the First Day Motions.**

Dated: January 22, 2008
New York, New York

Respectfully submitted,

ARNOLD & PORTER LLP
399 Park Avenue
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Facsimile: (212) 715-1399
Michael J. Canning (MC 8060)

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*Proposed Counsel for the Debtors
and Debtors-in-Possession*

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

In re	Chapter 11
Quebecor World USA Inc., <u>et al.</u>	Case No. 08-10152 (JMP) Jointly Administered
Debtors.	Honorable James M. Peck

PROPOSED FIRST DAY AGENDA

Location of Hearings: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408

1. **Introduction and Request for First Day Hearing**
 - A. **“First Day Affidavit”** - Sworn Declaration of Jeremy Roberts Pursuant to Local Bankruptcy Rule 1007-2 and in Support of the Debtors’ First Day Motions.
2. **First Day Matters**
 - A. **Motions Regarding Administrative and Procedural Matters**
 - (1) **“Joint Administration”** - Motion of Debtors Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, for an Order Directing the Joint Administration of the Chapter 11 Case.

- (2) **“Cross-Border Insolvency Protocol”** --Motion of the Debtors for an Order Approving Cross-Border Insolvency Protocol.
- (3) **“Case Management Order”** --Motion for an Interim Order under Sections 102(1) and 105 of the Bankruptcy Code and Federal Bankruptcy Rules 2002(m), 9006, 9007 and 9014, (I) Establishing (A) Omnibus Hearing Dates and (B) Certain Notice, Case Management and Administrative Procedures; and (II) Scheduling a Final Hearing.
- (4) **“Consolidated Lists”** -- Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to (A) Prepare a Consolidated List of Creditors in Lieu of a Mailing Matrix, (B) File a Consolidated List of the 60 Largest Unsecured Creditors; and (C) Mail Initial Notices.
- (5) **“Extension for Schedules”** -- Motion for Entry of an Order Granting the Debtors Additional Time Within which to File Schedules of Assets and Liabilities and Statements of Financial Affairs.

B. DIP Financing

- (1) **“DIP Financing”** -- Motion for (I) An Interim Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e), and (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders, (C) Using Postpetition Financing to Purchase Receivables Portfolio and (D) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P/ 4001(b) and (c); and (II) A Final Order Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e).

C. Motions Regarding Business Operations of the Debtors

- (1) **“Cash Management”** -- Motion for An Interim Order Authorizing the Debtors to (I) Continue to Use Existing Cash Management System and Bank Accounts, (II) Continue Intercompany Transactions and Provide Administrative Priority Status to Postpetition Intercompany Claims, (III) Continue to Use Existing Checks and Business Forms and (IV) Continue to Use Investment Procedures, and Scheduling a Final Hearing.
- (2) **“Employee Wages and Benefits”**-- Motion of the Debtors for Entry of an Interim Order (A) Authorizing the Debtors to Continue to Pay and Honor Certain Prepetition Claims for (1) Wages, Salaries, Employee Benefits and Other Compensation; (2) Withholdings and Deductions; and (3) Reimbursable Expenses; and (B) Authorizing the Debtors to Continue to Provide Employment Benefits in the Ordinary Course of Business; (C) Authorizing the Debtors to Pay All Related Costs and Expenses; and (D) Directing Banks to Receive, Process, Honor and Pay All Checks Presented for Payment, and (E) Scheduling a Final Hearing.

- (3) **"Utilities"** -- Motion Of The Debtors For Interim Order Determining Adequate Assurance Of Payment For Future Utility Services, and Scheduling a Final Hearing.
- (4) **"Customer Programs"**-- Motion for Order under 11 U.S.C. §§ 105(a), 363, 1107, and 1108 Authorizing the Debtors to Honor Prepetition Obligations to Customers and Otherwise Continue Customer Programs in the Ordinary Course of Business.
- (5) **"Reclamation Procedures"** -- Motion for Order to Authorize the Establishment and Implementation of Exclusive, Global Procedures for Treatment of Reclamation Claims.
- (6) **"Shipping and Warehousing"** -- Motion for Order under 11 U.S.C. §§ 105(a), 363, 1107 and 1108 Authorizing Payment of Certain Essential Prepetition Shipping and Warehousing Charges Including for Goods in Transit.
- (7) **"Liens"** --Motion of the Debtors for Entry of an Order Authorizing the Debtors to Satisfy Certain Liens Arising Prepetition.

D. Applications and Motions Regarding Retention of Debtors' Professionals

- (1) Application to Retain Arnold and Porter LLP as Counsel to the Debtors.
- (2) Application Pursuant to Bankruptcy Rule 2002, 28 U.S.C. § 156(c) and Local Bankruptcy Rule 5075-1, for an Order Appointing Donlin, Recano & Company, Inc., as Claims, Noticing and Balloting Agent.

Dated: January 22, 2008
New York, New York

Respectfully submitted,

/s/Michael J. Canning

Michael J. Canning (MC 8060)
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*Proposed Counsel for the Debtors
and Debtors-in-Possession*

EXHIBIT 2

Quebecor World (USA) Inc.
Exhibit Pages

000023P001-1245S-001
AARON DIRECT
AR DEPARTMENT
8 TOWER BRIDGE
161 WASHINGTON STREET
CONSHOHOCKEN PA 19428

000010P001-1245S-001
ABITIBI CONSOLIDATED SALES
AR DEPARTMENT
1228 PAYSHERE CIRCLE
CHICAGO IL 60674

000032P001-1245S-001
AEP INDUSTRIES
AR DEPARTMENT
PO BOX 8500-50590
PHILADELPHIA PA 19178-8500

000106P001-1245S-001
ALLEN & OVERY LLP
ATTN: KEN COLEMAN
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NEW YORK NY 10020

000054P001-1245S-001
APPLIED INDUSTRIAL TECHNOLOGIES
AR DEPARTMENT
22510 NETWORK PLACE
CHICAGO IL 60673-1225

000031P001-1245S-001
ATMOS ENERGY MARKETING LLC
AR DEPARTMENT
13430 NORTHWEST FREEWAY
SUITE 700
HOUSTON TX 77040

000033P001-1245S-001
BLUE HERON PAPER COMPANY OF OREGON
AR DEPARTMENT
1200 WEST 7TH STREET
SUITE T2-210, DEPT. 2964
OREGON OR 97045-1809

000014P001-1245S-001
CATALYST PAPER INC
AR DEPARTMENT
3600 LYSANDER LANE
2ND FLOOR
RICHMOND BC V7B 1C3
CANADA

000046P001-1245S-001
FORBO ADHESIVES
AR DEPARTMENT
PO BOX 46092
STATION A
TORONTO ON M5W 4K9
CANADA

000016P001-1245S-001
GRAPHIC COMMUNICATIONS
AR DEPARTMENT
INT'L UNION LOCAL 765
70 FOX CHAPEL DRIVE
HUDSON OH 44239

000057P001-1245S-001
HESS CORPORATION
AR DEPARTMENT
1185 AVENUE OF THE AMERICAS
NEW YORK NY 10036

000090P001-1245S-001
LATHAM & WATKINS, LLP
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233 SOUTH WACKER DRIVE
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MAYER BROWN
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1675 BROADWAY
NEW YORK NY 10019-5820

000100P001-1245S-001
MAYER BROWN
ATTN: ANDREW R. TAGGART
1675 BROADWAY
NEW YORK NY 10019-5820

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MERCED IRRIGATION DISTRICT
AR DEPARTMENT
744 W. 20TH STREET
MERCED CA 95344-0288

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MIDLAND PAPER
AR DEPARTMENT
6330 W. SUNSET ROAD
CHICAGO IL 60674

000029P001-1245S-001
MILLWOOD INC
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PO BOX 960
VIENNA OH 44473-0960

000052P001-1245S-001
MSC INDUSTRIAL SUPPLY CO INC
AR DEPARTMENT
DEPARTMENT CH 0075
PALATINE IL 60055-0075

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NORSKE SKOG USA INC
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PO BOX 8500-52978
PHILADELPHIA PA 19178-2978

000101P001-1245S-001
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
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NEW YORK NY 10019-6064

000044P001-1245S-001
PREPRINT LOGISTICS MANAGEMENT
AR DEPARTMENT
105 FILLEY STREET
UNIT A
BLOOMFIELD CT 06002

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RANDSTAD STAFFING SERVICES
AR DEPARTMENT
PO BOX 2084
CAROL STREAM IL 60132-2084

000041P001-1245S-001
ROCK TENN COMPANY
AR DEPARTMENT
PO BOX 102064
NORCROSS GA 30071

000058P001-1245S-001
SEMPRA ENERGY SOLUTIONS
AR DEPARTMENT
101 ASH ST.
9TH FLOOR
SAN DIEGO CA 92101

000059P001-1245S-001
SEMPRA ENERGY SOLUTIONS
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P.O. BOX 51345
LOS ANGELES CA 90051-5645

000089P001-1245S-001
SHEARMAN & STERLING LLP
ATTN: DOUGLAS P. BARTNER, ESQ.
599 LEXINGTON AVENUE
NEW YORK NY 10022

000037P001-1245S-001
TEMBEC ENTERPRISES INC
AR DEPARTMENT
4542 PAYSHERE CIRCLE
CHICAGO IL 60674

000002P001-1245S-001
U.S. SECURITIES AND EXCHANGE COMMISSION
NORTHEAST REGIONAL OFFICE
3 WORLD FINANCIAL CENTER, RM 4300
NEW YORK NY 10281-1022

Quebecor World (USA) Inc.
Exhibit Pages

Page # : 2 of 2

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XPEDX
AR DEPARTMENT
DEPARTMENT LA21468
PASADENA CA 91185-1468

EXHIBIT 3

Quebecor World (USA) Inc.
Exhibit Pages

Page # : 1 of 3

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AARON DIRECT
AR DEPARTMENT
8 TOWER BRIDGE
161 WASHINGTON STREET
CONSHOHOCKEN PA 19428

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AR DEPARTMENT
1228 PAYSPPHERE CIRCLE
CHICAGO IL 60674

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AEP INDUSTRIES
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PO BOX 8500-50590
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000092P001-1245S-01A
AIG CREDIT CORP. OF CANADA
ATTN: ISABELLE GERVAIS
BRANCH MANAGER/ASST. VP

000106P001-1245S-01A
ALLEN & OVERY LLP
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APPLIED INDUSTRIAL TECHNOLOGIES
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22510 NETWORK PLACE
CHICAGO IL 60673-1225

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AT CLAYTON CORP
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PO BOX 911405
DALLAS TX 75391-1405

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BLUE HERON PAPER COMPANY OF OREGON
AR DEPARTMENT
1200 WEST 7TH STREET
SUITE T2-210, DEPT. 2964
OREGON OR 97045-1809

000013P001-1245S-01A
BOWATER INC
AR DEPARTMENT
PO BOX 7
CATAWBA SC 29704

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CARAUSTAR
AR DEPARTMENT
3082 PACIFIC AVENUE
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000014P001-1245S-01A
CATALYST PAPER INC
AR DEPARTMENT
3600 LYSANDER LANE
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CANADA

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CELLMARK PAPER INC
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W510509
PO BOX 7777
PHILADELPHIA PA 19175-0509

000036P001-1245S-01A
CLIFFORD PAPER
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PO BOX 32467
HARTFORD CT 06150-2467

000024P001-1245S-01A
DAY INTERNATIONAL INC
AR DEPARTMENT
PO BOX 643526
PITTSBURGH PA 15264-3526

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FEDERAL EXPRESS
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000051P001-1245S-01A
GEORGIA POWER CO
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GOULD PAPER CORPORATION
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GRAPHIC COMMUNICATIONS
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INT'L UNION LOCAL 765
70 FOX CHAPEL DRIVE
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000034P001-1245S-01A
HB FULLER COMPANY
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HESS CORPORATION
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000028P001-1245S-01A
HORIZON PAPER CO
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INTERNAL REVENUE SERVICE
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000050P001-1245S-01A
MEGTEC SYSTEMS INC
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Quebecor World (USA) Inc.
Exhibit Pages

000055P001-1245S-01A
MERCED IRRIGATION DISTRICT
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744 W. 20TH STREET
MERCED CA 95344-0288

000012P001-1245S-01A
MIDLAND PAPER
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MILLWOOD INC
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PO BOX 960
VIENNA OH 44473-0960

000056P001-1245S-01A
MOTION INDUSTRIES INC
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PO BOX 404130
ATLANTA GA 30384-4130

000052P001-1245S-01A
MSC INDUSTRIAL SUPPLY CO INC
AR DEPARTMENT
DEPARTMENT CH 0075
PALATINE IL 60055-0075

000022P001-1245S-01A
MYLLYKOSKI NORTH AMERICA
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PO BOX 4235
STATION A
TORONTO ON M5W 5P7
CANADA

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NEWPAGE CORPORATION
AR DEPARTMENT
23504 NETWORK PLACE
CHICAGO IL 60673-1235

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NIPPON PAPER INDUSTRIES USA CO
AR DEPARTMENT
PO BOX 11626
TACOMA WA 98411-6626

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NORSKE SKOG USA INC
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000001P001-1245S-01A
OFFICE OF THE UNITED STATES TRUSTEE
33 WHITEHALL STREET
21ST FLOOR
NEW YORK NY 10004

000039P001-1245S-01A
OJI PAPER CANADA LTD
AR DEPARTMENT
1200 WEST 73RD AVENUE
SUITE 1100
PORT MELLON BC V0N 2S0
CANADA

000019P001-1245S-01A
PACKAGING CORP OF AMERICA
AR DEPARTMENT
36596 TREASURY CENTER
CHICAGO IL 60694-6500

000101P001-1245S-01A
PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
ATTN: ALAN W. KORNBERG
1285 AVENUE OF THE AMERICAS
NEW YORK NY 10019-6064

000097P001-1245S-01A
PENSION PLAN-HOURLY EMP. OF SALEM GRAVURE DIV.
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
225 LIBERTY STREET
NEW YORK NY 10281

000044P001-1245S-01A
PREPRINT LOGISTICS MANAGEMENT
AR DEPARTMENT
105 FILLEY STREET
UNIT A
BLOOMFIELD CT 06002

000093P001-1245S-01A
QUEBECOR WORLD BAIRD-WARD INC. RETIREMENT PLAN
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
225 LIBERTY STREET
NEW YORK NY 10281

000094P001-1245S-01A
QUEBECOR WORLD BUFFALO INC. RETIREMENT PLAN
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
225 LIBERTY STREET
NEW YORK NY 10281

000095P001-1245S-01A
QUEBECOR WORLD KINGSPORT INC. PENSION PLAN
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
225 LIBERTY STREET
NEW YORK NY 10281

000096P001-1245S-01A
QUEBECOR WORLD MT. MORRIS II INC. PENSION PLAN
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
225 LIBERTY STREET
NEW YORK NY 10281

000098P001-1245S-01A
QUEBECOR WORLD PENSION PLAN
ATTN: HELEN LEVINE
C/O STATE STREET BANK & TRUST CO., N.A.
TWO WORLD FINANCIAL CENTER
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NEW YORK NY 10281

000053P001-1245S-01A
RANDSTAD STAFFING SERVICES
AR DEPARTMENT
PO BOX 2084
CAROL STREAM IL 60132-2084

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ROCK TENN COMPANY
AR DEPARTMENT
PO BOX 102064
NORCROSS GA 30071

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ROOSEVELT PAPER COMPANY
AR DEPARTMENT
PO BOX 790208
ST LOUIS MO 63179

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ROYAL BANK OF CANADA
200 BAY STREET
ROYAL BANK PLAZA
TORONTO ON M5J 2
CANADA

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SEMPRA ENERGY SOLUTIONS
AR DEPARTMENT
101 ASH ST.
9TH FLOOR
SAN DIEGO CA 92101

000059P001-1245S-01A
SEMPRA ENERGY SOLUTIONS
AR DEPARTMENT
P.O. BOX 51345
LOS ANGELES CA 90051-5645

000089P001-1245S-01A
SHEARMAN & STERLING LLP
ATTN: DOUGLAS P. BARTNER, ESQ.
599 LEXINGTON AVENUE
NEW YORK NY 10022

000009P001-1245S-01A
SOCIETE GENERALE (CANADA)
ATTN: BENOIT DESMARAIS
MANAGING DIRECTOR/EXPORT FINANCE
1501 AVENUE MCGILL
COLLEGE BUREAU 1800
MONTREAL QUEBEC H3A 3M8
CANADA

000042P001-1245S-01A
STADACONA INC
AR DEPARTMENT
1000 STEWART AVE.
GLEN BURNIE MD 79443

000018P001-1245S-01A
STORA ENSO NORTH AMERICA
AR DEPARTMENT
2386 COLLECTIONS CENTER DRIVE
CHICAGO IL 60693-0023

000060P001-1245S-01A
SUEZ ENERGY RESOURCES NA
AR DEPARTMENT
CORPROATE COMMUNICATIONS
SUEZ ENERGY NORTH AMERICA, INC.
1990 POST OAK BOULEVARD, SUITE 1900
HOUSTON TX 77056-3831

000037P001-1245S-01A
TEMBEC ENTERPRISES INC
AR DEPARTMENT
4542 PAYSAPHERE CIRCLE
CHICAGO IL 60674

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Exhibit Pages

Page # : 3 of 3

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THE BANK OF NEW YORK
ATTN: ARLENE THELWELL
GLOBAL TRUST SERVICES, AMERICAS
101 BARCLAY STREET, 4E
NEW YORK NY 10286

000005P001-1245S-01A
U.S. DEPARTMENT OF JUSTICE
950 PENNSYLVANIA AVENUE, NW
WASHINGTON DC 20530-0001

000002P001-1245S-01A
U.S. SECURITIES AND EXCHANGE COMMISSION
NORTHEAST REGIONAL OFFICE
3 WORLD FINANCIAL CENTER, RM 4300
NEW YORK NY 10281-1022

000003P001-1245S-01A
UNITED STATES ATTORNEY'S OFFICE
SDNY, CIVIL DIVISION
86 CHAMBERS STREET, 3RD FLOOR
NEW YORK NY 10007

000021P001-1245S-01A
UPM KYMEME INC
AR DEPARTMENT
999 OAKMONT PLAZA
SUITE 200
WESTMONT IL 60559

000038P001-1245S-01A
VERSO PAPER
AR DEPARTMENT
3630 PARK 42 DRIVE
SUITE 160D
CINCINNATI OH 45069

000007P001-1245S-01A
WILMINGTON TRUST COMPANY
ATTN: GEOFFREY J. LEWIS
1100 N MARKET STREET
RODNEY SQUARE NORTH
WILMINGTON DE 19801

000035P001-1245S-01A
XPEDX
AR DEPARTMENT
DEPARTMENT LA21468
PASADENA CA 91185-1468

EXHIBIT 4

Quebecor World (USA) Inc.
Exhibit Pages

1 RIVERSIDE PLAZA
COLUMBUS OH 43215-2372

146 W BOYLSTON DRIVE
WORCESTER MA 01606

TECHNOLOGIES COMPANY
3501 B TRI-CENTER BLVD
DURHAM NC 27713-1868

LITHO
2106 ADAMS AVENUE
SAN LEANDRO CA 94577

Via Federal Express
112 E 5TH ST
CARROLL IA 51401

Via Federal Express
CUSTOMER SERVICE CENTER
225 W CENTER ST
KINGSPORT TN 37660

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CITY BUILDING
50 S BROADWAY
LEBANON OH 45036

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FINANCE OFFICE
678 W 18TH ST
MERCED CA 95340

Via Federal Express
CITY HALL
15 SUMMER ST
TAUNTON MA 02780

Via Federal Express
NORTHERN REGION
25 NORTH RD
EAST WINDSOR CT 06088

Via Federal Express
ATTN WAYNE MARSHALL
16735-A CRANLYN RD #113
HUNTERSVILLE NC 28078

Via Federal Express
555 S 10TH ST
LINCOLN NE 68508

Via Federal Express
ELECTRIC SERVICES
744 W 20TH ST
MERCED CA 95344

Via Federal Express
2440 SHERIDAN
TONAWANDA NY 14150

Via Federal Express
2 N 9TH ST RPC GENN1
ALLENTOWN PA 18101-1175

Via Federal Express
CITY HALL
15 SUMMER ST
TAUNTON MA 02780

Via Federal Express
DEPT WP
12 S CENTER ST
BENSENVILLE IL 60106

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7TH FLOOR
TORONTO ON M2N 6X3

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AMEREN IP
370 S. MAIN ST.
DECATUR IL 62523

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AUTOMATIC DATA PROCESSING
305 SPINDRIFT DRIVE
NEW YORK NY 14221-7815

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BANDWITH.COM INC
4001 WESTON PARKWAY
SUITE 100
CARY NC 27513

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BP CANADA ENERGY MARKETNG CORP
4211 SOUTH 143 CIRCLE
OMAHA NE 68137

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CITY OF BROOKFIELD UTILITIES
2000 N CALHOUN RD
BROOKFIELD WI 53005

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CITY OF FERNLEY
595 SILVER LACE BLVD
FERNLEY NV 89408

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000009P001-1245A-001
CITY OF OBERLIN
69 S MAIN ST
OBERLIN OH 44074

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CITY OF OLIVE BRANCH
9200 PIGEON ROOST
OLIVE BRANCH MS 38654

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CITY OF RIVERSIDE
3900 MAIN ST
RIVERSIDE CA 92522-0144

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CITY OF SAUK RAPIDS
360 SUMMIT AVENUE NORTH
SAUK RAPIDS MN 56379

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CITY OF WAUKEE
230 HWY 6
WAUKEE IA 50263

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BILL PAYMENT CENTER
CHICAGO IL 60668-0001

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CHICAGO IL 60668-0001

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CONSUMERS ENERGY
212 W MICHIGAN AVE
JACKSON MI 49201

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EBMUD
PAYMENT CENTER
OAKLAND CA 94649

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ERICKSON ELECTRIC COMPANY
212 NORTH 8TH AVE
SAINT CLOUD MN 56303

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CINCINNATI OH 45232

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KENTUCKY AMERICAN WATER CO
2300 RICHMOND ROAD
LEXINGTON KY 40502

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000027P001-1245A-001
SBC
1835 SHACKLEFORD COURT
SUITE 200
NORCROSS GA 30093

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XO COMMUNICATIONS
8851 SOUTH SANDY PARKWAY
SANDY UT 84070

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GEORGIA GAS DISTRIBUTORS
6000 LAKE FOREST DRIVE NW
SUITE 230
SANDY SPRINGS GA 30328-5902

Via Federal Express

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LEHIGH FLUID POWER INC
1413 ROUTE 179
LAMBERTVILLE NJ 08530

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THOMPSON GAS
219 W WASHINGTON STREET
CHARLESTOWN WV 25414

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GEORGIA POWER CO
96 ANNEX
ATLANTA GA 30396-0001

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NASHVILLE ELECTRIC SERVICE
1214 CHURCH ST
NASHVILLE TN 37246-0003

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VILLAGE OF MT MORRIS
105 W LINCOLN STREET
MT MORRIS IL 61054

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HAMILTON ELECTRIC COMPANY
3175 PIERCE ROAD
SAGINAW MI 48604

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000026P001-1245A-001
QUEST ENERGY LLC
173 PARKLAND PLAZA
SUITE B;
ANN ARBOR MI 48103

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000030P001-1245A-001
WATER AUTH OF DICKSON COUNTY
121 S MAIN ST
DICKSON TN 37055

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EXHIBIT 5

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ADAMS ELECTRIC COOPERATIVE
1338 BIGLERVILLE RD
PO BOX 3605
GETTYSBURG PA 17325

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ALLIANT ENERGY
PO BOX 3066
CEDAR RAPIDS IA 52406-3066

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APPALACHIAN POWER
PO BOX 24414
CANTON OH 44701

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AT&T
PO BOX 9001307
LOUISVILLE KY 40290-1307

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ATMOS ENERGY MARKETING LLC
PO BOX 847311
DALLAS TX 75284

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BERKELEY CO PUBL SVC SEWER
PO BOX 944
MARTINSBURG WV 25402

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CAN DO INC
PO BOX 8500-51750
PHILADELPHIA PA 19178

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CENTERPOINT ENERGY GAS SVC
PO BOX 201484
HOUSTON TX 77216

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ALCORN CO ELECTRIC POWER A
PO BOX 1590
CORINTH MS 38835-1590

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ALLIED WASTE SERVICES
PO BOX 99917
CHICAGO IL 60696-7717

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APS
400 NORTH FIFTH STREET
P.O. BOX 53999
PHOENIX AZ 85072-3999

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ATCOM INC
RESEARCH TRIANGLE
PO BOX 13476
PARK NC 27709

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AVAYA INC
PO BOX 10193
ACCT # 0020-404-5827
VAN NUYS CA 91410-0193

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BERKELEY COUNTY PSWD
PO BOX 737
MARTINSBURG WV 25402

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CDE
PO BOX 31449
CLARKSVILLE TN 37040-9933

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CHOICE ONE COMMUNICATIONS
PO BOX 1927
ALBANY NY 12201-1927

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ALLEGHENY POWER
PO BOX 1458
HAGERSTOWN MD 21741

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ALLTEL CORPORATION
PO BOX 8017
LITTLE ROCK AR 72203-8017

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AQUILA
PO BOX 4649
CAROL STREAM IL 60197

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ATMOS ENERGY
PO BOX 841425
DALLAS TX 75284

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BAY STATE GAS
PO BOX 9001843
LOUISVILLE KY 40290-1843

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BP ENERGY
BANK OF AMERICA ATTN REMIT
BP ENERGY LOCKBOX 012130
CHICAGO IL 60693-8119

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CENTERPOINT ENERGY
GAS TRANSMISSION
PO BOX 203289
HOUSTON TX 77216

Via Express Mail

CINCINNATI BELL TELEPHONE
DEPARTMENT 1811
CINCINNATI OH 45274-1811

Via Express Mail

ALLEGHENY POWER
PO BOX 2809
HAGERSTOWN MD 21741

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AMEREN CIPS
PO BOX 66878
ST LOUIS MO 63166

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AQUILA PNG
PO BOX 4649
CAROL STREAM IL 60197-4649

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PO BOX 9001949
LOUISVILLE KY 40290-1949

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BELLSOUTH
PO BOX 790166
ST LOUIS MO 63179-0166

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BROADWING COMMUNICATIONS
ATTN: ACCOUNTS RECEIVABLES
PO BOX 952061
ST LOUIS MO 63195-2061

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CENTERPOINT ENERGY
PO BOX 4583
HOUSTON TX 77210-4583

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CITY OF CORINTH
CORINTH GAS & WATER DEPT
PO BOX 1870
CORINTH MS 38835

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CITY OF DYERSBURG
PO BOX 1358
DYERSBURG TN 38024

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CITY OF LEOMINSTER
TREASURERS OFFICE
PO BOX 457
WORCESTER MA 01613-0457

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CITY OF RICHMOND
DEPT OF PUBLIC UTILITIES
PO BOX 26060
RICHMOND VA 23274-0001

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CLARKSVILLE
GAS & WATER DEPT
PO BOX 31329
CLARKSVILLE TN 37040-0023

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COLUMBIA COUNTY WATER UTIL
PO BOX 204660
AUGUSTA GA 30917-4660

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COMED
PO BOX 805376
CHICAGO IL 60680

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CONSTELLATION NEW ENRGY GA
DEPT 0850
PO BOX 3366
OMAHA NE 68176-0850

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COVINGTON GAS WATER SEWER
PO BOX 768
COVINGTON TN 38019

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CITY OF EFFINGHAM WATER DE
PO BOX 1345
201 E JEFFERSON AVE
EFFINGHAM IL 62401

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CITY OF LOVELAND
PO BOX 3500
LOVELAND CO 80539-3500

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CITY OF STILLWATER
P O BOX 1449
STILLWATER OK 74076

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CLARKSVILLE TN 37041

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COLUMBIA GAS OF KENTUCKY
PO BOX 2200
LEXINGTON KY 40588-2200

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COMED
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CHICAGO IL 60680-3457

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CONSUMERS ENERGY
PO BOX 30090
LANSING MI 48909

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CUMBERLAND EMC
PO BOX 3300
CLARKSVILLE TN 37043-3300

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PO BOX 819010
FARMERS BRANC TX 75381

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CITY OF MIDLAND
P O BOX 1647
MIDLAND MI 48640

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CITY WATER & LIGHT
PO BOX 1289
JONESBORO AR 72403

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CLEARWATER ENTERPRISES LLC
KORAY BAKIR
PO BOX 26706 SECTION 109
OKLAHOMA CITY OK 73126-0706

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COLUMBIA GAS OF OHIO
PO BOX 9001847
LOUISVILLE KY 40290-1847

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CON EDISON
JAF STATION
PO BOX 1702
NEW YORK NY 10116-1702

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COUNTY OF HENRICO
P O BOX 85526
RICHMOND VA 23285

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DEKALB COUNTY GEORGIA
TREASURY & ACCT SVCS
PO BOX 1027
DECATUR GA 30031-1027

Via Express Mail

CITY OF FRANKLIN MUNIE UTI
117 W CEDAR ST
PO BOX 2835
FRANKLIN KY 42135-2835

Via Express Mail

CITY OF PITTSBURG
UTILITY BILLING DEPT
PO BOX 1149
PITTSBURG CA 94565

Via Express Mail

CL&P
NORTHEAST UTILITIES
P O BOX 2957
HARTFORD CT 06104-2957

Via Express Mail

CLYDE & VARIUS INC
PO BOX 489
ELIZABETH IL 61028

Via Express Mail

COLUMBIA GAS PENNSYLVANIA
PO BOX 9001846
LOUISVILLE KY 40290-1846

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CONSTELLATION NEW ENERGY
PO BOX 25230
LEHIGH VALLEY PA 18002-5230

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COVINGTON ELECTRIC SYSTEM
PO BOX 488
COVINGTON TN 38019

Via Express Mail

DICKSON ELECTRIC SYSTEM
236 COWAN RD
PO BOX 627
DICKSON TN 37056

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Page # : 3 of 5

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PO BOX 26019
RICHMOND VA 23260

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EDISON WATER COMPANY
PO BOX 371852
PITTSBURGH PA 15250-7852

Via Express Mail

FAIRFIELD MUNICIPAL AUTHOR
PO BOX 705
FAIRFIELD PA 17320

Via Express Mail

GAS HEAT INC
3711 WASHINGTON ROAD
PO BOX 4177
MARTINEZ GA 30907

Via Express Mail

GREATER DICKSON GAS AUTHOR
605 E WALNUT ST
DICKSON TN 37055

Via Express Mail

ILLINOIS AMERICAN WATER
PO BOX 5127
CAROL STREAM IL 60197-5127

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KU
PO BOX 536200
ATLANTA GA 30353-6200

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MCI WORLDCOM
PO BOX 73881
CHICAGO IL 60673-7881

Via Express Mail

DUKE ENERGY
PO BOX 9001076
LOUISVILLE KY 40290-1076

Via Express Mail

ELIZABETHTOWN GAS
PO BOX 1560
NEWARK NJ 07101-1560

Via Express Mail

FERRELLGAS INC
1001 SOUTH 7TH STREET
PO BOX 212
ROCHELLE IL 61068

Via Express Mail

GEORGIA NATURAL GAS
PO BOX 659411
SAN ANTONIO TX 78265-9411

Via Express Mail

HESS CORPORATION
PO BOX 905243
CHARLOTTE NC 28290-5243

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ILLINOIS AMERICAN WATER
PO BOX 94551
PALATINE IL 60094-4551

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LACLEDE GAS COMPANY
DRAWER 2
ST LOUIS MO 63171

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MEMPHIS LIGHT GAS & WATER
PO BOX 388
MEMPHIS TN 38145

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DYERSBURG ELECTRIC SYSTEM
PO BOX 664
DYERSBURG TN 38025

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ENERGYUSA TPC CORP
% JP MORGAN CHASE NA
LOCKBOX 66949
INDIANAPOLIS IN 46266

Via Express Mail

FRANKLIN ELECTRIC PLANT BO
PO BOX 349
FRANKLIN KY 42135

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GEORGIA POWER CO
BOX 102473
68 ANNEX
ATLANTA GA 30368

Via Express Mail

HOLSTON ELECTRIC COOP
1200 W MAIN ST
PO BOX 190
ROGERSVILLE TN 37857

Via Express Mail

INTEGRYS ENERGY SERVICES I
PO BOX 19046
GREEN BAY WI 54307-9046

Via Express Mail

LINCOLN ELECTRIC SYSTEM
PO BOX 80869
LINCOLN NE 68501-0869

Via Express Mail

MET ED
PO BOX 3687
AKRON OH 44309

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DYERSBURG GAS & WATER DEPT
PO BOX 1358
425 W COURT ST
DYERSBURG TN 38025

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ERIE COUNTY WATER AUTHORIT
350 ELLICOTT SQUARE BLDG
PO BOX 5148
BUFFALO NY 14240

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FREDERICK CO SANITATION AU
PO BOX 1850
WINCHESTER VA 22604

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GIBSON COUNTY UTILITY DIST
PO BOX 2252
BIRMINGHAM AL 35246

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IGI RESOURCES INC
B OF A LOCKBOX 12124
ATTN REMITTANCE SERVICES
CHICAGO IL 60693

Via Express Mail

KEYSPAN ENERGY DELIVERY
PO BOX 4300
WOBURN MA 01888-4300

Via Express Mail

MCBRIDE ELECTRIC
PO BOX 814305
DALLAS TX 75381-4305

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METRO WATER SERVICES
PO BOX 305225
NASHVILLE TN 37230-5225

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Page # : 4 of 5

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MIDAMERICAN ENERGY CO
EDI INVOICES ONLY
PO BOX 8020
DAVENPORT IA 52808

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NATIONAL GRID
CUSTOMER SERVICE CENTER
PO BOX 960
NORTHBOROUGH MA 01532

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NEXTEL COMMUNICATIONS
PO BOX 4192
CAROL STREAM IL 60197-4192

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NOCO ENERGY CORP
PO BOX 1026
BUFFALO NY 14240

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OKLAHOMA NATURAL GAS
ATTN DT OKC CASHIERING
PO BOX 401
OKLAHOMA CITY OK 73101

Via Express Mail

PENNSYLVANIA AMERICAN WATE
PO BOX 371412
PITTSBURGH PA 15250-7412

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PPL ELECTRIC UTILITIES COR
PO BOX 25222
LEHIGH VALLEY PA 18002

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SCANA ENERGY MARKETING INC
PO BOX 12427
COLUMBIA SC 29211

Via Express Mail

MOUNTAINEER GAS CO
PO BOX 362
CHARLESTON WV 25322

Via Express Mail

NEW ELECTRIC SOUTH
10318 STONEYKIRK
CHARLOTTE NC 28269

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NICOR GAS
PO BOX 416
AURORA IL 60568-0001

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NORTHCENTRAL ELEC POWER AS
PO BOX 405
BYHALIA MS 38611

Via Express Mail

PECO ENERGY
PO BOX 7888
PHILADELPHIA PA 19101

Via Express Mail

PG&E
BOX 997300
SACRAMENTO CA 95899-7300

Via Express Mail

PSE&G CO
PO BOX 14106
NEW BRUNSWICK NJ 08906-4106

Via Express Mail

SEMPRA ENERGY SOLUTIONS
PO BOX 51345
LOS ANGELES CA 90051

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NATIONAL FUEL
PO BOX 4103
BUFFALO NY 14264

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NEW YORK POWER AUTHORITY
PO BOX 2245
SYRACUSE NY 13220-2245

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NICOR GAS
BILL PAYMENT CENTER
PO BOX 632
AURORA IL 60507-0632

Via Express Mail

NW NATURAL
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PORTLAND OR 97255-0001

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PECO ENERGY
PO BOX 13437
PHILADELPHIA PA 19162

Via Express Mail

PGE
PO BOX 4438
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Via Express Mail

QWEST
PO BOX 12480
SEATTLE WA 98111-4480

Via Express Mail

SEMPRA ENERGY TRADING CORP
PO BOX 51345
LOS ANGELES CA 90051

Via Express Mail

NATIONAL FUEL RESOURCES IN
PO BOX 9072
WILLIAMSVILLE NY 14231-9072

Via Express Mail

NEW YORK STATE ELEC & GAS
EDI INVOICING ONLY
PO BOX 5550
ITHACA NY 14852

Via Express Mail

NICOR GAS
PO BOX 310
AURORA IL 60507

Via Express Mail

NYSEG
PO BOX 5600
ITHACA NY 14852

Via Express Mail

PECO ENERGY
PO BOX 13437
PHILADELPHIA PA 19101

Via Express Mail

PIEDMONT NATURAL GAS
PO BOX 533500
ATLANTA GA 30353-3500

Via Express Mail

REGIONAL WATER AUTHORITY
PO BOX 981020
BOSTON MA 02298-1020

Via Express Mail

SIERRA PACIFIC POWER CO
PO BOX 30065
RENO NV 89520

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Quebecor World (USA) Inc.
Express Mail Exhibit Pages

SOURCE INC
PO BOX 974593
DALLAS TX 75397-4593

SOUTHERN CALIFORNIA GAS CO
PO BOX C
MONTEREY PARK CA 91756-0001

SOUTHERN CONNECTICUT GAS C
PO BOX 1999
AUGUSTA ME 04332-1999

SOUTHWEST GAS CORP
PO BOX 97255
LAS VEGAS NV 89193

Via Express Mail

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SPARK ENERGY GAS LP
PO BOX 4328
MSC 350
HOUSTON TX 77210

SPRINT
PO BOX 650338
DALLAS TX 75265-0338

STATE ELECTRIC COMPANY
1977 CONGRESSIONAL DRIVE
PO BOX 28589
ST LOUIS MO 63146

SUEZ ENERGY RESOURCES NA
PO BOX 25237
LEHIGH VALLEY PA 18002-5237

Via Express Mail

Via Express Mail

Via Express Mail

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THE UNITED ILLUMINATING CO
PO BOX 9230
CHELSEA MA 02150-9230

TIBBETTS ELECTRIC INC
PO BOX 518
CANTON MA 02021

TIGER INC
DEPT 2192
TULSA OK 74182

TMLP
P O BOX 870
TAUNTON MA 02780-0870

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TOWN OF WEST BRIDGEWATER
WEST BRIDGEWATER WATER DEP
DEPT 140
WOBURN MA 01888

TRENTON LIGHT & WATER DEPT
PO BOX 260
TRENTON TN 38382

TRI COUNTY ELECTRIC COOP I
PO BOX 880
302 EAST GLAYDAS
HOOKER OK 73945-0880

TRI STATE ELECTRIC OF CORI
PO BOX 1000
DEPARTMENT 298
MEMPHIS TN 38148

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PO BOX 13009
READING PA 19612-3009

VERIZON
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VILLAGE OF ELK GROVE
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SHENANDOAH DIVISION
ATTN BILLING DEPT
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WEAKLEY COUNTY MUNIC ELEC
P.O. BOX 170
501 LINDELL STREET
MARTIN TN 38237-0170

WESTERN MUNICIPAL WATER DI
PO BOX 7000
ARTESIA CA 90702

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LOUISVILLE KY 40290-1908

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NEW YORK NY 10006-1404