

**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

**ORDER AUTHORIZING THE DEBTORS TO HONOR
CERTAIN PREPETITION OBLIGATIONS TO CUSTOMERS AND TO
OTHERWISE CONTINUE IN THE ORDINARY COURSE OF BUSINESS
THEIR CUSTOMER PROGRAMS AND PRACTICES**

Upon consideration of the motion (the “Motion”)¹ seeking entry of an order (the “Order”) authorizing the Debtors to honor certain prepetition obligations to customers and to otherwise continue in the ordinary course of business their customer programs and practices; and upon the Declaration of Jeremy Roberts in Support of Chapter 11 Petitions and First Day Orders in the above-captioned Chapter 11 Cases; and it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and adequate notice of the Motion and opportunity for objection having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause therefor, it is hereby ORDERED:

1. The Motion is granted as set forth herein.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

2. The Debtors, in their business judgment, are authorized, but not directed, to honor and perform their obligations in regard to their Customer Programs, without regard to whether the Debtors' obligations under any such Customer Programs arose before or after the Petition Date.

3. The Debtors, in their business judgment, are authorized to continue, renew, replace, implement, modify and/or terminate such of their Customer Programs as they deem appropriate, in the ordinary course of business, without further application to the Court.

4. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. The requirement set forth in Rule 9013(b) of the Local Bankruptcy Rules for the Southern District of New York that any motion or other request for relief be accompanied by a memorandum if law is hereby deemed satisfied by the contexts of the Motion or otherwise waived.

7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
January 23, 2008

s/ James M. Peck
United States Bankruptcy Judge