

**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 (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**

Upon the motion (the “Motion”)¹ of the above-captioned debtors (collectively, the “Debtors”) for the 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 their 60 largest unsecured creditors, (c) mail initial notices with the assistance of a notice and claims agent, and (II) granting such other further relief as is just and proper; it appearing that the relief requested is in the best interest of the Debtors’ estates, their creditors and other parties in interest; it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); it appearing that venue of this proceeding and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; it

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

appearing that notice of this Motion and the opportunity for a hearing on this Motion was appropriate under the particular circumstances and that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED

1. The Motion is granted as set forth herein.
2. Each of the Debtors are allowed to file its respective petition without filing a mailing matrix with the Court, provided that the Debtors have such list of creditors available through the assistance of Donlin, Recano.
3. The Debtors are authorized to file a consolidated list of their 60 largest general unsecured creditors.
4. The Debtors, with the assistance of Donlin, Recano upon this Court's authorization to engage Donlin, Recano as the Debtors' notice and claims agent (the "Notice and Claims Agent"), are authorized, but not directed, to mail initial notices, such as (a) a notice of filing of the Chapter 11 Cases; (b) a notice of a meeting of creditors under section 341 of the Bankruptcy Code; and (c) any correspondence the Debtors may wish to send to creditors and equity security holders as part of the Debtors' Chapter 11 Cases.
5. The Debtors, with the assistance of the Notice and Claims Agent, are authorized, but not directed, to undertake all mailings directed by the Court, the United States Trustee or as required by the Bankruptcy Code, including, but not limited to, the notice of commencement of the bankruptcy cases and any other correspondence that the Debtors may wish to send to creditors and equity security holders.

6. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

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

8. The requirement set forth in Rule 9013-1(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 of law is hereby deemed satisfied by the contents of the Application or otherwise waived.

9. Nothing herein shall be construed to prohibit the United States Trustee from seeking identification from the Debtors of additional creditors of any of the Debtors, and nothing herein shall be construed to affect the statutory discretion of the United States Trustee to appoint one or more official committees in the bankruptcy cases of the Debtors, or be construed to affect her statutory right to determine the composition of such committee(s).

10. The 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