

**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 29th day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Expedited Hearing", and an "Order to Show Cause Scheduling an Expedited Hearing on Debtors' Emergency Motion", and the "Declaration of Anthony D. Boccanfuso In Support of Order to Show Cause Scheduling Expedited Hearing on Debtors' Emergency Motion", 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 29th day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Expedited Hearing", and an "Order to Show Cause Scheduling an Expedited Hearing on Debtors' Emergency Motion", and the "Declaration of Anthony D. Boccanfuso In Support of Order to Show Cause Scheduling Expedited Hearing on Debtors' Emergency Motion", attached hereto as Exhibit 1, to be served upon each of the parties listed in Exhibit 3, attached hereto, via facsimile.
5. On the 29th day of January, 2008, under my direction and under my supervision, employees of DRC caused a true and accurate copy of the "Notice of Expedited Hearing", and an "Order to Show Cause Scheduling an Expedited Hearing on Debtors' Emergency Motion", and the "Declaration of Anthony D. Boccanfuso In Support of Order to Show Cause Scheduling Expedited Hearing on Debtors' Emergency Motion", 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. I declare under penalty of perjury that the foregoing is true and correct. Executed this 30th day of January 2008 at New York, New York.

By Muhammad Habib
Muhammed Habib

Sworn before me this
30th 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

Hearing Date: January 30, 2008 at 5:00 p.m.

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**

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

PLEASE TAKE NOTICE THAT:

1. On January 29, 2008, the Debtors filed the following motion (the “Emergency Motion”):

- i. Motion of the Debtors for Entry of an Order Authorizing the Assumption of Executory Contracts With Certain Freight Shipment Stations and for an Interim Emergency Order Authorizing the Payment of Certain Prepetition Amounts Due to the Freight Stations (Docket # 77);

2. On January 29, 2008, the Court entered an Order to Show Cause scheduling an expedited hearing on the Emergency Motion 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.

3. A copy of the Order to Show Cause is attached and also can be viewed on the Court's website ecf.nysb.uscourts.gov or on the website maintained by Donlin Recano & Company, the Debtors' Claims and Noticing Agent, at www.donlinrecano.com. Furthermore, a copy of the Emergency Motion can be viewed on the Court's website ecf.nysb.uscourts.gov or at www.donlinrecano.com.

4. Objections, if any, to the Emergency Motion shall be heard by the Court at the hearing.

Dated: January 29, 2008
New York, New York

Respectfully submitted,

/s/ Michael J. Canning
Michael J. Canning (MC 8060)

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**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

**ORDER TO SHOW CAUSE SCHEDULING AN
EXPEDITED HEARING ON DEBTORS' EMERGENCY MOTION**

Upon the above-captioned Debtors and Debtors-In-Possession application for an Order to Show Cause, the attached Declaration of Anthony D. Boccanfuso dated January 29, 2008 (the "Declaration") attesting to the necessity for relief by Order to Show Cause pursuant to Local Rule 9077-1, there appearing to be good and sufficient cause for this Court to schedule an immediate hearing on the requested relief, it is hereby

ORDERED, that on January 30, 2008, at 5:00 p.m. (Eastern Standard Time) in Courtroom 601, at the United States Bankruptcy Court for the Southern District of New York, this Court shall hold an expedited hearing on the portion of the Debtors' emergency motion dated January 29, 2008, seeking authorization to pay certain amounts due to the freight shipping stations. The Court will also consider the scheduling of a hearing on the Debtors' motion seeking authorization to assume the executory contracts with certain freight shipping stations, and it is further

ORDERED that the notice requirements of Local Rule 9013-1 are hereby waived for this emergency motion. Service of a copy of this Order to Show Cause along with the Declaration and a Notice of Hearing must be served by electronic mail, facsimile or Federal Express to be

received no later than 9:00 a.m. (Eastern Standard Time) on January 30, 2008 on (1) the Office of the United States Trustee, (2) the Debtors' sixty largest unsecured creditors, (3) the twenty-three freight shipping stations implicated by this emergency motion and (4) all parties that have filed notices of appearance, and it is further

ORDERED that any objections to the relief requested by this motion shall be considered at the hearing.

Dated: New York, New York
January 29, 2008

s/ James M. Peck
Honorable James M. Peck
United States Bankruptcy Judge

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*Proposed Counsel for the Debtors
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**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

**DECLARATION OF ANTHONY D. BOCCANFUSO
IN SUPPORT OF ORDER TO SHOW CAUSE SCHEDULING
EXPEDITED HEARING ON DEBTORS' EMERGENCY MOTION**

Anthony D. Boccanfuso declares as follows:

1. I am a member of the bar of this Court and employed by the firm of Arnold & Porter LLP, proposed counsel for the Debtors in the above-captioned case. I submit this declaration in support of the Debtors' application for an Order to Show Cause scheduling an expedited hearing on Debtors' emergency motion.

2. The Debtors are proceeding by Order to Show Cause because of the emergency nature of the relief sought from this Court in connection with the emergency motion.

3. The Debtors seek an expedited hearing on the following emergency motion (collectively the "Emergency Motion"):

- i. Motion of the Debtors for entry of an Order Authorizing the Assumption of Executory Contracts With Certain Freight Shipment Stations and for an Interim Emergency Order Authorizing the Payment of Certain Prepetition Amounts Due to the Freight Stations;

4. As detailed more fully in the Emergency Motion, the relief sought therein is crucial to the Debtors' business operations and it is imperative that the Debtors be afforded the opportunity to present them for the Court's consideration at the earliest possible time as the issues raised by the Emergency Motion cannot be resolved without a hearing. Therefore, the Debtors seek this relief by way of order to show cause rather than by notice of motion.

5. No prior application for the relief sought in the Emergency Motion has been made to this or any other Court.

6. The Debtors respectfully request that the Court waive the requirement of Local Bankruptcy Rule 9013-1(b) for a separate memorandum of law in support of this application for an Order to Show Cause.

I declare that the foregoing is true and correct.

Executed on January 29, 2008
New York, New York

/s/ Anthony D. Boccanfuso
Anthony D. Boccanfuso

EXHIBIT 2

Quebecor World (USA) Inc.
Exhibit Pages

000023P001-1245S-006
AARON DIRECT
AR DEPARTMENT
8 TOWER BRIDGE
161 WASHINGTON STREET
CONSHOHOCKEN PA 19428

000010P001-1245S-006
ABITIBI CONSOLIDATED SALES
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AEP INDUSTRIES
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Quebecor World (USA) Inc.
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000029P001-1245S-006
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Quebecor World (USA) Inc.
Exhibit Pages

Page # : 3 of 3

01/29/2008 08:14:24 PM

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EXHIBIT 3

Quebecor World (USA) Inc.
Exhibit Pages

Page # : 1 of 5

01/30/2008 07:49:12 AM

000023P001-1245S-006
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CONSHOHOCKEN PA 19428

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ABITIBI CONSOLIDATED SALE
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BLUE HERON PAPER COMPANY
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CLIFFORD PAPER
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000051P001-1245S-006
GEORGIA POWER CO
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CHICAGO IL 60674-2148

000016P001-1245S-006
GRAPHIC COMMUNICATIONS
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INTL UNION LOCAL 765
70 FOX CHAPEL DRIVE
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000034P001-1245S-006
HB FULLER COMPANY
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000057P001-1245S-006
HESS CORPORATION
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Quebecor World (USA) Inc.
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000028P001-1245S-006
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000012P001-1245S-006
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000029P001-1245S-006
MILLWOOD INC
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VIENNA OH 44473-0960

000056P001-1245S-006
MOTION INDUSTRIES INC
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000052P001-1245S-006
MSC INDUSTRIAL SUPPLY CO
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NIPPON PAPER INDUSTRIES U
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PO BOX 11626
TACOMA WA 98411-6626

000017P001-1245S-006
NORSKE SKOG USA INC
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000019P001-1245S-006
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005106P001-1245A-006
QWEXPRESS
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005107P001-1245A-006
QWEXPRESS
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STE 100
GRAPEVINE TX 76051

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005120P001-1245A-006
QWEXPRESS
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005121P001-1245A-006
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005122P001-1245A-006
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005125P001-1245A-006
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ROYAL BANK OF CANADA
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000058P001-1245S-006
SEMPRA ENERGY SOLUTIONS
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SAN DIEGO CA 92101

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MANAGING DIRECTOR/EXPORT FINANCE
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STADACONA INC
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GLEN BURNIE MD 79443

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STORA ENSO NORTH AMERICA
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SUEZ ENERGY RESOURCES NA
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SUEZ ENERGY NORTH AMERICA, INC.
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TEMBEC ENTERPRISES INC
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EXHIBIT 4

Quebecor World (USA) Inc.
Exhibit Pages

Page # : 1 of 1

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