

**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 AUTHORIZING THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS OF QUEBECOR WORLD (USA) INC., ET AL.,  
TO RETAIN AND EMPLOY AKIN GUMP STRAUSS HAUER & FELD LLP AS  
COUNSEL, NUNC PRO TUNC TO JANUARY 31, 2008**

Upon the application dated February 8, 2008 (the “Application”) of the Official Committee of Unsecured Creditors (the “Committee”) of Quebecor World (USA) Inc., et al. (collectively the “Debtors”) for an order, pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing the Committee to retain and employ the law firm of Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”), nunc pro tunc to January 31, 2008, and upon the Declaration of Ira S. Dizengoff, Esq., a member of the firm of Akin Gump, dated February 8, 2008 (the “Dizengoff Declaration”); and it appearing that the partners, counsel and associates of Akin Gump who will perform services on behalf of the Committee in these chapter 11 cases are duly qualified to practice before this Court; and the Court finding, based on the representations made in the Application and the Dizengoff Declaration, that Akin Gump does not represent any interest adverse to the Committee and/or the Debtors’ estates with respect to the matters upon which it is to be engaged, that it is a “disinterested person,” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, that its employment is necessary and, in

the best interests of the Committee and the Debtors' estates; and finding that adequate notice of the Application having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefore, it is

**ORDERED**, that the Application is approved in its entirety; and it is further

**ORDERED**, that in accordance with sections 1103(a) and, with respect to Akin Gump's hourly rates, 328(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), the Committee is hereby authorized and empowered to employ and retain the firm of Akin Gump as its counsel, nunc pro tunc to January 31, 2008, to represent it in these cases under chapter 11 of the Bankruptcy Code and such retention is hereby approved; and it is further

**ORDERED** that Akin Gump shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, such Bankruptcy Rules and Local Bankruptcy Rules as may then be applicable from time to time, and such procedures as may be fixed by order of this Court.

Dated: New York, New York  
February 21, 2008

*s/ James M. Peck*  
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**HONORABLE JAMES M. PECK**  
**UNITED STATES BANKRUPTCY JUDGE**