

Arnold M. Flank, Esq.
555 Skokie Blvd. - Suite 500
Northbrook, Illinois 60062
Telephone: (847)480-1020
Fax: (847)897-5823

Counsel for WEB Printing Controls Company, Inc.

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

In re:)
) Chapter 11
)
Quebecor World (USA), Inc. et al,) Case No. 08-10152 (JMP)
)
Debtors) (Jointly Administered)

**JOINDER OF WEB PRINTING CONTROLS COMPANY, INC. IN THE OBJECTIONS
BY PACKAGING CORPORATION OF AMERICA AND ABITIBI/BOWATER TO THE
DEBTORS' MOTION FOR AN ORDER TO AUTHORIZE THE ESTABLISHMENT
AND IMPLEMENTATION OF EXCLUSIVE, GLOBAL PROCEDURES FOR
TREATMENT OF RECLAMATION CLAIMS**

WEB Printing Controls Company, Inc. ("WEB"), by and through its undersigned counsel, hereby joins in the Objections to the Debtors' Motion for an Order to Authorize the Establishment and Implementation of Exclusive, Global Procedures for Treatment of Reclamation Claims (the "Reclamation Procedures Motion") filed by (i) Packaging Corporation of America ("PCA") and (ii) Abitibi Consolidated Sales Corp., Abitibi-Consolidated US Funding Corp., and Bowater America Inc. (collectively "A/B"), both dated February 14, 2008 and, collectively, the "PCA and A/B Objections"), and states as follows:

BACKGROUND

1. On January 21, 2008 (the "Petition Date"), the above-referenced Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.
2. The Debtors are operating their businesses and managing their properties as

debtors-in-possession pursuant to Section 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors' Chapter 11 cases.

3. Prior to the Petition Date, WEB sold goods to one or more of the Debtors in the ordinary course of business, including but not limited to sales within 45 days prior to the Petition Date (the "Reclamation Period").

4. On February 8, 2008, WEB sent counsel for the Debtors a written demand (the "Reclamation Demand") for the return of goods received by the Debtors during the Reclamation Period, with an aggregate purchase price of \$50,482.21. A copy of the Reclamation Demand is attached as an Exhibit and a Notice and Demand for Reclamation is concurrently being filed with the Court.

5. Pursuant to the Motion, the Debtors seek to establish exclusive procedures for the reconciliation and allowance of all asserted reclamation claims (the "Reclamation Procedures").

ARGUMENT

6. In sum, the Debtors are requesting Reclamation Procedures that, if granted, would allow the Debtors to use, sell or otherwise dispose of goods subject to valid reclamation claims, would allow liens to attach to such goods and would allow the Debtors to commingle such goods. The proposed Reclamation Procedures would therefore effectively eviscerate sellers' rights under Section 546(c) of the Bankruptcy Code with respect to reclamation and render such provision meaningless, as the goods sold by WEB would no longer be readily identifiable.

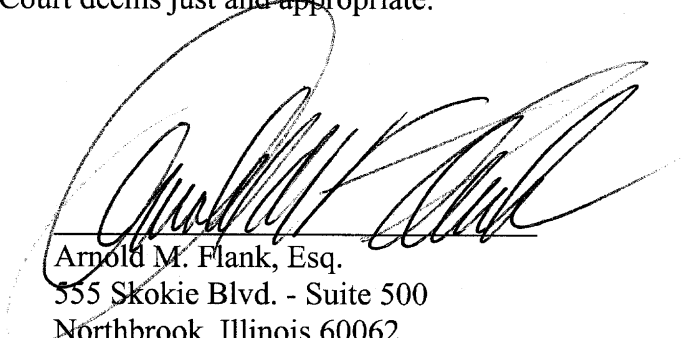
7. The arguments made by PCA and A/B as to their specific reclamation claims for raw materials and inventory (which could be used by Debtors to provide goods and services for customers of Debtors) are equally applicable to the goods subject to reclamation by WEB (which are, in substantial part, spare and replacement parts for machinery and equipment owned and

used by one or more of the Debtors). The legal arguments provided by PCA and A/B, as to raw materials and inventory to be processed by Debtors and thereafter sold and shipped to customers of Debtors, are applicable to goods that could cease to be readily identifiable, as a result of becoming part of Debtors' machinery and equipment, even though such spare and replacement remain on the premises of one or more of the Debtors.

8. Accordingly, WEB joins in the PCA and A/B Objections for the reasons set forth therein, and requests that the Bankruptcy Court overrule the Motion and deny the Debtors' proposed Reclamation Procedures.

WHEREFORE, the WEB Printing Controls Company Inc requests that this Court enter an order denying the Reclamation Procedures Motion or, alternatively, require, as a condition of granting the Reclamation Procedures Motion, that the Debtors (i) provide liquid collateral, in the form of irrevocable letters of credit, U.S. Treasury Bonds or Notes, Certificates of Deposit or other forms of cash deposits, in an amount at least equal to 125% of the Reclamation Claims, (ii) preclude the necessity of the Debtor obtaining the approval of any DIP Lender, the U.S. Trustee, or the Unsecured Creditors Committee to the resolution of any Reclamation Claim, and (iii) grant such other and further relief as the Court deems just and appropriate.

Dated: Northbrook, Illinois
February 22, 2008



Arnold M. Flank, Esq.
555 Skokie Blvd. - Suite 500
Northbrook, Illinois 60062
Telephone: (847) 480-1020
Fax: (847) 897-5823
e-mail: AMFGOBLUE@aol.com

Attorney for WEB Printing Controls Company, Inc.

Arnold M. Flank, Esq.
555 Skokie Blvd, Suite 500
Northbrook, Illinois 60062
Tel: (847) 480-1020 Ext 5822
FAX: (847) 897-5323

Counsel for WEB Printing Controls Company, Inc.

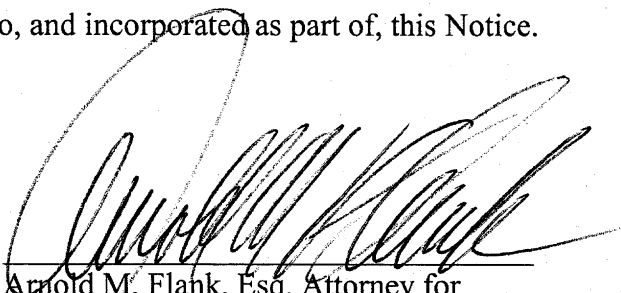
**UNITED STATES BANKRUPTCY COURT
For the SOUTHERN DISTRICT of NEW YORK**

In re: Quebecor World (USA) Inc. et al	:	Chapter 11
	:	Case No. 08-10152 (JMP)
Debtors	:	Jointly Administered

**NOTICE of DEMAND for RECLAMATION
SUBMITTED on behalf of
WEB Printing Controls Company, Inc.**

Please take Notice that on February 8, 2008, pursuant to Section 546(c) of Title 11 of the United States Code, WEB Printing Controls Company, Inc. served its written demand for reclamation of goods, totaling \$50,482.21, upon the Debtor, Quebecor World (USA) Inc. and its counsel. A copy of the written demand is attached to, and incorporated as part of, this Notice.

Dated: February 22, 2008
at Northbrook, Illinois



Arnold M. Flank, Esq. Attorney for
WEB Printing Controls Company, Inc.

555 Skokie Blvd, Suite 500
Northbrook, Illinois 60062
Tel: (847) 480-1020 Ext 5822
FAX: (847) 897-5823
e-mail: AMFGOBLUE@aol.com

EXHIBIT



WEB PRINTING CONTROLS CO., INC.

23872 N. Kelsey Rd. Barrington, IL 60010
(847) 382-7970 Fax: (847) 382-2348

February 8, 2008

Quebecor World (USA) Inc.
299 State Street
North Haven, Connecticut 06473

Attention: *Laura Norden, Assistant General Counsel*

Reference: *Reclamation Claim against Quebecor World (USA) Incorporated, et al.
Bankruptcy Case 08-10152 SDNY (Peck J.)*

Dear Sir and Madam:

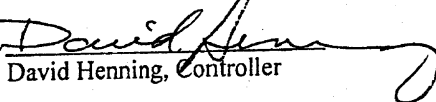
Please be advised that the undersigned, WEB Printing Controls Company Incorporated ("WEB") sold goods to the Debtor Quebecor World (USA) Inc., et al ("Quebecor") which was received by Quebecor during the forty-five (45) day period (from December 13, 2007 through January 21, 2008) preceding the bankruptcy filing by the Debtor. Such sales are detailed on the annexed schedule, which totals \$50,482.21. Upon information and belief, these sales took place while Quebecor was insolvent. A description of the goods and copies of the Invoices will be provided on request.

Accordingly, and pursuant to UCC § 2-702 and 11 U.S.C. § 546(c), WEB hereby demands reclamation of the referenced goods and further demands that such goods are to remain identifiable, segregated, safeguarded and held for the account of WEB as reclaimed goods. None of these goods are to be sold.

The foregoing is without prejudice to any and all other rights and remedies which WEB may have, each and every one of which is expressly reserved without limitations.

Very truly yours,

WEB Printing Controls Company Incorporated

By: 
David Henning, Controller

cc: Arnold & Porter, LLP
399 Park Avenue
New York, New York 10022
Attn: Michael J. Canning, Esq.
Tel.: (212) 715-1000
Fax: (212) 715-1399
Email: Michael_canning@aporter.com
Attorney for Quebecor World (USA) Inc.

Kathleen Farrell-Willoughby, Clerk
U.S. Bankruptcy Court
Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004-1408

United States Trustee
33 Whitehall Street
New York, New York 10004
Tel.: (212) 510-0500

Donlin Recano & Company, Inc.
Claims Agent
419 Park Avenue South
New York, New York 10016
Tel.: (212) 481-1411
Fax: (212) 481-1416

Arnold M. Flank, Esq.
Arnold M. Flank, Limited
555 Skokie Blvd. - Suite 500
Northbrook, Illinois 60062
Tel.: (847) 480-1020 ext. 5822
Attorney for WEB Printing
Controls Company Incorporated

EXHIBIT

WEB Printing Controls Company Incorporated
Invoice Shipped Within 45 Days Prior to Bankruptcy

Customer #	Customer Name	PO#	Our Order#	Inv. Date	Inv. #	Invoice Amt
1457	Quebecor World-Retail Printing Corp.	25460	RA47325	12/20/2007	43086	2,050.00 *
1457	Quebecor World-Retail Printing Corp.	25520	P16724	1/11/2008	43330	76.00
1457	Quebecor World-Retail Printing Corp.	25535	P16745	1/17/2008	43398	620.00
1457	Quebecor World-Retail Printing Corp.	25540	P16751	1/17/2008	43404	443.00
1066	Quebecor World Inc (Aurora)	221033	P16640	12/14/2007	43046	735.00
1406	Quebecor World (Clarksville)	63160	RA47432	1/11/2008	43352	650.00
1406	Quebecor World (Clarksville)	63270	RA47469	1/18/2008	43442	375.00 *
1496	Quebecor World (Corinth)	48138	P16642	12/14/2007	43048	393.75
1496	Quebecor World (Corinth)	9318	P16681	12/27/2007	43167	450.00
1496	Quebecor World (Corinth)	9318	P16681	1/17/2008	43435	(450.00)
1496	Quebecor World (Corinth)	9318	P16681	1/3/2008	43221	1,225.00
1496	Quebecor World (Corinth)	48343	P16718	1/11/2008	43324	75.00
1496	Quebecor World (Corinth)	46761	RA46942	1/17/2008	43406	254.05 *
1496	Quebecor World (Corinth)	48263	RA47433	1/17/2008	43410	215.26 *
1927	Quebecor World (Covington)	T-505794R	RA47290	12/13/2007	43035	570.00 *
1927	Quebecor World (Covington)	T-505771R	RA47255	12/14/2007	43050	733.40
1927	Quebecor World (Covington)	T-505823R	RA47360	12/27/2007	43172	500.00 *
1927	Quebecor World (Covington)	T-505854P	P16684	12/27/2007	43179	400.00
1927	Quebecor World (Covington)	T-505784R	RA47289	1/3/2008	43229	1,440.00
1110	Quebecor World Dallas	1716	P16639	12/13/2007	43031	497.38
1110	Quebecor World Dallas	26069	P16731	1/15/2008	43383	192.00
1898	Quebecor World Memphis, LLC	D160621	RA47354	12/28/2007	43189	307.00 *
1225	Quebecor World Hazleton Inc	25233	RA47363	1/9/2008	43298	251.60 *
1225	Quebecor World Hazleton Inc	25249	RA47388	1/9/2008	43305	363.70 *
1225	Quebecor World Hazleton Inc	608	P16729	1/15/2008	43382	550.00
2394	Quebecor World Infiniti Graphics Inc	22590	P16676	12/20/2007	43147	4,250.00
1803	Quebecor World Loveland Inc	70158500	P16674	12/27/2007	43161	9,306.00
1803	Quebecor World Loveland Inc	70143000	RA47365	12/27/2007	43173	881.20 *
1803	Quebecor World Loveland Inc	70155400	RA47459	1/17/2008	43416	815.60 *
1923	Quebecor World (USA) Inc	212362	P16634	12/13/2007	43028	269.38
1923	Quebecor World (USA) Inc	212706	P16691	1/3/2008	43222	1,319.94
1923	Quebecor World (USA) Inc	212588	RA47435	1/3/2008	43234	217.37 *
1923	Quebecor World (USA) Inc	212472	RA47410	1/9/2008	43315	532.19 *
1923	Quebecor World (USA) Inc	212804	RA47480	1/17/2008	43421	335.12 *

EXHIBIT

1113	Quebecor World Mt.Morris	4083	RA47311	12/14/2007	43063	700.00
65	Quebecor World Olive Branch Inc	38227	P16645	12/14/2007	43061	147.00
65	Quebecor World Olive Branch Inc	38394	P16757	1/18/2008	43440	105.00
1306	Quebecor World Pendell Inc	3858	RA47361	1/9/2008	43297	385.00
1313	Quebecor World Petty	1536	RA47307	12/14/2007	43055	480.80 *
1313	Quebecor World Petty	27863	P16670	12/20/2007	43122	276.25
1313	Quebecor World Petty	27949	P16713	1/9/2008	43294	276.25
1313	Quebecor World Petty	27775	RA47383	1/9/2008	43301	824.84 *
1313	Quebecor World Petty	27985	P16727	1/11/2008	43332	412.00
1313	Quebecor World Petty	27984	P16734	1/15/2008	43385	2,486.50
1313	Quebecor World Petty	1588	RA47461	1/17/2008	43418	363.70 *
1614	Quebecor World (USA) Inc	1061	P16629	12/13/2007	43023	695.51
1614	Quebecor World (USA) Inc	1061	P16630	12/13/2007	43024	266.30
1614	Quebecor World (USA) Inc	1104	P16709	1/9/2008	43290	27.60
1614	Quebecor World (USA) Inc	15223	RA47374	1/11/2008	43334	1,547.01 *
1614	Quebecor World (USA) Inc	1165	P16767	1/21/2008	43459	1,142.47
1193	Quebecor World Mid-South Press Corp	26136	RA47440	1/17/2008	43411	915.40 *
2659	Quebecor World (Riverside)	1247	P16675	12/20/2007	43140	82.00
2659	Quebecor World (Riverside)	1247	P16675	12/27/2007	43162	1,210.00
1130	Quebecor World (St. Cloud)	25553	RA47328	12/20/2007	43087	199.20 *
1130	Quebecor World (St. Cloud)	3976	P16712	1/9/2008	43293	156.56
1130	Quebecor World (St. Cloud)	4048	P16752	1/17/2008	43405	97.98
1924	Quebecor World (Stillwater)	R-057686	P16665	12/20/2007	43118	150.00
1924	Quebecor World (Stillwater)	R-057785	P16759	1/21/2008	43453	195.00
313	Quebecor World (Winchester)	102458	P16686	12/27/2007	43181	4,337.25
1444	Quebecor World, Inc	A-01500	P16643	12/14/2007	43049	216.00
1444	Quebecor World, Inc	A-01283	RA47305	12/20/2007	43083	674.15 *
1444	Quebecor World, Inc	A01795	RA47409	1/11/2008	43343	1,268.50 *

* includes installation

Total \$ 50,482.21

EXHIBIT