

Hearing: March 20, 2008 (10:00 a.m.)
Object's: March 13, 2008 (5:00 p.m.)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
QUEBECOR WORLD (USA) INC., *et al.*, : Case No. 08-10152 (JMP)
Debtors. : (Chapter 11)
: (Jointly Administered)
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**COMMENTS OF UNITED STATES TRUSTEE REGARDING THE
CREDITORS' COMMITTEE'S APPLICATIONS FOR APPROVAL OF ITS
RETENTIONS OF JEFFERIES & CO., INC. AS INVESTMENT BANKER AND
MESIROW FINANCIAL CONSULTING, LLC AS FINANCIAL ADVISORS**

Diana G. Adams, the United States Trustee for Region 2 (the "United States Trustee"), hereby respectfully files her comments with respect to the applications (the "Applications") of the Official Committee of Unsecured Creditors of Quebecor World (USA) Inc. (the "Creditors' Committee") for approval of its retentions of Jefferies & Co., Inc. ("Jefferies") as investment banker (Docket No. 302) and of Mesirow Financial Consulting, LLC ("Mesirow") as financial advisor (Docket No. 300).

Based on her Office's review of the Applications, the United States Trustee is concerned about the division of responsibilities between Jefferies and Mesirow, the potential for duplication of efforts between the firms, and any resulting inefficiencies and adverse cost implications upon the estates. To that end, the United States Trustee has raised the issue with counsel to the Creditors' Committee.

As set forth in their respective Applications, Jefferies and Mesirow have met for the purpose of establishing a division of responsibilities between the firms, and agreed upon an allocation of services to the Creditors' Committee. See Application to Employ Jefferies, Docket No. 302, ¶ 16, at 6; and Application to Employ Mesirow, Docket No. 300, ¶ 10, at 4. The Office of the United States Trustee has been advised of the specific tasks to be performed by each of the firms, and of the division of responsibilities between them. The United States Trustee has no objection to that allocation, and the Creditors' Committee has agreed to notify the Office of the United States Trustee in the event the division of responsibilities between Jefferies and Mesirow changes during the course of their representation of the Committee in these cases.

WHEREFORE, based on the foregoing, the United States Trustee respectfully requests that the Court grant relief as it deems just and proper.

Dated: New York, New York
March 13, 2008

Respectfully submitted,

DIANA G. ADAMS
UNITED STATES TRUSTEE

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