

**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 ORDINARY COURSE PROFESSIONAL

The undersigned hereby declares, under penalty of perjury, as follows:

1. I am a partner in the Chicago office of Seyfarth Shaw LLP (the “Firm”), which maintains offices at the address, and contact numbers as, listed below:

Seyfarth Shaw LLP
131 South Dearborn Street
Suite 2400
Chicago, Illinois 60603-5577
Telephone: (312) 460-5000
Facsimile: (312) 460-7000

2. This Declaration is submitted in connection with an order of the United States Bankruptcy Court for the Southern District of New York authorizing the debtors and debtors-in-possession in the above-captioned chapter 11 case (the “Debtors”) to retain, employ and pay certain professionals in the ordinary course of business during the pendency of the Debtors’ chapter 11 cases (the “OCP Order”).

3. Since the date that the Debtors’ Chapter 11 cases were commenced (the “Petition Date”), the Debtors have requested that the Firm provide services (or continue to provide

services) to the Debtors, and the Firm has agreed to provide such services. Accordingly, the Firm is filing this Declaration pursuant to the OCP Order.

4. The Firm, through me, and/or other members, partners, associates or employees of the Firm, has provided, or plans to provide, the following services to the Debtors from and after the Petition Date: (A) litigation defense and claim matters in the areas of environmental law, OSHA, tort and toxic tort law, and other or related employment or commercial litigation; and (B) any other tort- and toxic-tort-related, or other non-duplicative, services requested of Seyfarth Shaw LLP by the Debtors. Subject to the Court's approval, the Firm intends to seek compensation for the same from the Debtors' estates.

5. To the best of my knowledge, information and belief, formed after due and reasonable inquiry, (a) the Firm does not currently provide services to any party in any matter related to the Debtors, and (b) the Firm does not represent or hold an interest adverse to the Debtors.

6. Despite the Firm's best efforts to identify and disclose the Firm's connections with parties-in-interest in these cases, because the Firm is a large organization with thousands of clients, the Firm is unable to state with unqualified certainty that every client relationship or other connection that it has or may have with these cases has been disclosed.

7. In this regard, the Firm will seasonably amend this Declaration to the extent that it becomes aware of material information or relationships which it determines require further disclosure.

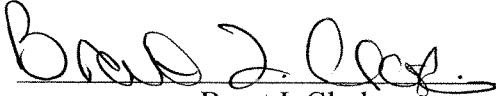
8. The Firm may provide services to certain creditors of the Debtors or other parties in matters unrelated to the Debtors, but the Firm's work for these clients will not include the provision of services on any matters relating to the Debtors' Chapter 11 cases.

9. The Firm is owed approximately \$28,000.00 on account of services rendered and expenses incurred prior to the Petition Date in connection with the Firm's employment by the Debtors.

10. The Firm further states that it has not shared, has not agreed to share, nor will it agree to share any compensation received in connection with these Chapter 11 cases with any party or person, although such compensation may be shared with any member or partner of, or any person employed by, the Firm.

11. Again, if at any time during its employment by the Debtors the Firm discovers any facts bearing on the matters described herein, the Firm will supplement the information set forth in this Declaration.

I declare under penalty of perjury that the foregoing is true and correct. Executed on March 11, 2008.


Brent I. Clark