

Hearing Date: April 1, 2008 at 2:00 p.m.

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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

**PRELIMINARY AGENDA FOR
HEARING SCHEDULED FOR APRIL 1, 2008**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Custom House, Courtroom 601, One Bowling Green, New York, New York 10004

The matters set for hearing are divided into the following categories for the purposes of this Agenda:

- A. Uncontested Matters;
- B. Contested Matters;
- C. Adversary Matters;
- D. Adjourned Matters;

- E. Settled Matters; and
- F. Contested Matters for Which an Evidentiary Hearing is Scheduled.

A. UNCONTESTED MATTERS

1. Final Hearing on Motion for Order Authorizing the Debtors to (I) Continue to Use Existing Cash Management System and Bank Accounts, (II) Continue Intercompany Transactions and Provide Administrative Priority Status to Postpetition Intercompany Claims, (III) Continue to Use Existing Checks and Business Forms and (IV) Continue to Use Existing Investment Practices. [Docket #13].

Related Documents: Declaration of Jeremy Roberts Pursuant to Local Bankruptcy Rule 1007-2 and in Support of the Debtors' Petitions and First Day Motions. [Docket #26].

Response Deadline: February 28, 2008

Responses Filed: None.

Status: This motion was adjourned from March 6, 2008.
This matter is going forward.

2. Application of the Debtors to Retain and Employ (a) Prime Locations, LLC, (b) George Comfort & Sons, Inc. and (c) the CORE Network to Provide Real Estate Consulting Services to the Debtors Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code *nunc pro tunc* to March 1, 2008. [Docket #447].

Related Documents: (a) Declaration of James B. Matthews. [Docket #447].

(b) Declaration of Dana Pike. [Docket #447].

Response Deadline: March 28, 2008

Responses Filed: None at the time this agenda was filed.

Status: This matter is going forward.

3. Motion of the Debtors for Entry of an Order Pursuant to 11 U.S.C. §§ 105, 363 and 365 Authorizing the Debtors to (I) Assume an Unexpired Lease Agreement for One (1) Bombardier CL-600-2B16 Aircraft and Related Engines, (II) Give Notice to Lessor and Exercise Early Termination Purchase Option Under Aircraft Lease and (III) Purchase Aircraft Subject to Aircraft Lease. [Docket #448].

Related Documents: Declaration of Jeremy Roberts. [Docket #448].

Response Deadline: March 28, 2008

Responses Filed: None at the time this agenda was filed.

Status: This matter is going forward

B. CONTESTED MATTERS

1. Motion for Entry of (I) an Interim Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(e), (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders, (C) Using Postpetition Financing to Purchase Receivables Portfolio and (D) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c); and (II) A Final Order Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e). [Docket #12].

Related Documents: Declaration of Jeremy Roberts Pursuant to Local Bankruptcy Rule 1007-2 and in Support of the Debtors' Petitions and First Day Motions. [Docket #26].

Response Deadline: February 28, 2008; at the request of the Official Committee of Unsecured Creditors, the *ad hoc* Noteholders Committee, the Postpetition Lenders, the Prepetition Lenders and Societe Generale, their time to serve objections was extended to March 4th at 5:00 p.m.

Responses Filed: (a) Limited Objection of Flint Group North America Corporation to Motion for Entry of (I) an Interim Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e), (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders, (C) Using Postpetition Financing to Purchase Receivables, and (D) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c); and (II) a Final Order Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 150, 361, 362, 364(c) and 364(e) . [Docket #305].

(b) Abitibi/Bowater's Limited Objection to Debtors' Motion for Entry of a Final Order Authorizing the Debtor to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e) . [Docket #306].

(c) Limited Objection of Corporate Property Associates 9, L.P. to the Debtors' Motion for Entry of (I) an Interim Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e), (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders, (C) Using Postpetition Financing to Purchase Receivables Portfolio and (D) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c); and (II) a Final Order Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e) (Docket No. 12). [Docket #307].

(d) Joinder By Packaging Corporation of America to Abitibi Consolidated Sales Corp., Abitibi-Consolidated US Funding Corp., Bowater America Inc. and Bowater Inc.'s Limited Objection to Debtors' Motion for Entry of a Final Order Authorizing the Debtor to Obtain Postpetition Secured Financing Pursuant To 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e). [Docket #308].

(e) Objection of Royal Bank of Canada, as Prepetition Agent, to Debtors' Motion for Interim and Final Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362 364(C) and 364(E); (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders; and (C) Using Postpetition Financing to Purchase Receivables Portfolio. [Docket #332].

(f) Objection of the Official Committee of Unsecured Creditors of Quebecor World (Usa) Inc., *et al.* to Motion For Entry of (I) an Interim Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(C) and 364(E), (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders, (C) Using Postpetition Financing to Purchase Receivables Portfolio and (D) Scheduling Final Hearing Pursuant to Fed. R. Bankr. P. 4001(B) and (C); and (II) a Final Order Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(C) and 364(E). [Docket #333].

(g) Joinder of Societe Generale (Canada) in Objection of Royal Bank of Canada to Motion for Order Approving

Postpetition Secured Financing on a Final Basis. [Docket #334].

(h) Limited Objection of the Ad Hoc Group of Quebecor Noteholders, and Joinder in Objection of Official Committee of Unsecured Creditors, to Debtors' Motion for Final Order (A) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c) and 364(e); (B) Authorizing Use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Lenders; and (C) Using Postpetition Financing to Purchase Receivables Portfolio. [Docket #335].

Status: This motion was adjourned from March 6, 2008. This matter is going forward.

2. Motion of Blue Heron Paper Company (i) to Allow Recoupment and/or (ii) for Relief from the Automatic Stay to Allow Setoff. [Docket #135].

Response Deadline: March 13, 2008

Responses Filed: None as of the time this Agenda was filed.

Status: This motion was adjourned from the March 20, 2008 hearing.

C. ADVERSARY MATTERS

There are no adversary matters scheduled for this hearing.

D. ADJOURNED MATTERS

There are no adjourned matters scheduled for this hearing.

E. SETTLED MATTERS

There are no settled matters scheduled for this hearing.

F. CONTESTED MATTERS FOR WHICH AN EVIDENTIARY HEARING IS SCHEDULED

There are no contested matters for which an evidentiary hearing is scheduled.

Dated: March 27, 2008
New York, New York

Respectfully submitted,

/s/ Michael J. Canning

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