

ARNOLD & PORTER LLP
399 Park Avenue
New York, New York 10022-4690
Telephone: (212) 715-1000
Facsimile: (212) 715-1399
Michael J. Canning (MC 8060)
Joel M. Gross (JG 5229)

*Counsel for the Debtors
and Debtors-in-Possession*

**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 JEREMY ROBERTS IN SUPPORT OF THE DEBTORS' MOTION
FOR AN ORDER PURSUANT TO 28 U.S.C. § 1452 AND BANKRUPTCY RULES
9006(b) AND 9027 EXTENDING TIME TO FILE NOTICES OF
REMOVAL OF ACTIONS**

I, Jeremy Roberts, declare as follows in support of the Debtors' Motion for an Order Pursuant to 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) and 9027 Extending Time to File Notices of Removal of Actions (the "Motion"):

1. I am Senior Vice President, Corporate Finance and Treasurer of Quebecor World (USA) Inc. ("QWUSA"), a corporation organized under the laws of the State of Delaware and one of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"). In this capacity, I am generally familiar with the Debtors' day-to-day operations, business and financial affairs, books and records, and pending lawsuits against the Debtors.

2. Since the Petition Date, the Debtors have been called upon to respond to numerous complex issues to stabilize their operations and ensure the viability of their businesses, including, among other things, obtaining final approval of a secured postpetition financing facility; maintaining relations with customers, employees and vendors; reviewing the Debtors obligations under dozens of leases of real and personal property; working to prepare each of the Debtors' schedules of assets and liabilities and statements of financial affairs; responding to various information and due diligence requests from the Creditors' Committee and other creditor groups; and obtaining Court approval of emergency relief requested in the first day motions. The Debtors will continue to spend considerable time and resources in the near future toward related tasks so as to ensure that the restructuring process moves forward in an efficient manner.

3. As of the Petition Date, the Debtors were parties to various civil actions pending in other courts and tribunals (collectively, the "Actions"). The Debtors are evaluating whether they may seek to remove a certain number of the Actions from state to federal court and subsequently to transfer some or all of those Actions to this District or this Court.

4. The Debtors have begun the process of determining whether removal is appropriate with respect to the Actions. This analysis requires review of the facts and the procedural posture of each individual Action, and often must involve coordination with the separate local counsel who represent the Debtors in connection with the Actions. This analysis also includes an evaluation of whether or not an Action could be resolved in connection with a plan of reorganization or settlement. The Debtors submit that the proposed extension of the Removal Period will provide sufficient additional time to complete this analysis.

5. The Debtors request that the Removal Period be extended for an additional 90 days in these Chapter 11 Cases. Specifically, the Debtors propose that the Removal Period be extended

until the later of (a) July 21, 2008 (180 days after the Petition Date) or (b) 30 days after the entry of an order terminating the automatic stay with respect to the particular action sought to be removed.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on April 7, 2008.

/s/ Jeremy Roberts
Jeremy Roberts