

**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

**STIPULATION BETWEEN THE DEBTORS AND AIR STAMPING WITHDRAWING
WITHOUT PREJUDICE AIR STAMPING'S MOTION FOR ALLOWANCE OF AN
ADMINISTRATIVE EXPENSE CLAIM FOR GOODS DELIVERED WITHIN 20 DAYS
BEFORE THE COMMENCEMENT OF THIS CASE**

This stipulation and consent order (the "Stipulation") is entered into and agreed to by and between Quebecor World (USA) Inc., et al. (the "Debtors"), the Debtors in the above-captioned cases, and Air Stamping, Inc. ("Air Stamping") by and through their undersigned attorneys, as follows:

WHEREAS, on January 21, 2008 (the "Petition Date"), the Debtors filed their voluntary petitions in this Court for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors' cases are being jointly administered pursuant to an order of this Court, and pursuant to Sections 1107 and 1108 of the Bankruptcy Code the Debtors continue to operate their businesses and manage their properties as debtor-in-possession; and

WHEREAS, on January 31, 2008, an Official Committee of Unsecured Creditors (the "Creditors' Committee") was appointed in these cases; and

WHEREAS, on or about April 7, 2008, the Debtors filed a Motion for Entry of an Order Establishing and Implementing Exclusive, Global Procedures for the Allowance and Payment of

Section 503(b)(9) Claims Relating to Goods Received Within Twenty Days Prior to the Petition Date (the “Procedures Motion”); and

WHEREAS, on or about April 7, 2008, Air Stamping filed a Motion for Allowance of Administrative Expense Claim for Goods Delivered within 20 Days Before the Commencement of this Case (the “503(b)(9) Motion”); and

WHEREAS, on or about April 21, 2008, the Court entered an order granting the Debtors’ Procedures Motion (the “Order”). The Order provides, *inter alia*, that “all proceedings, whether currently pending or initiated in the future, except those proceedings initiated by the Debtors in accordance with these Procedures or those the Debtors already consensually resolved, are stayed and the claims asserted therein shall be resolved exclusively pursuant to these Procedures.”

NOW THEREFORE, it is hereby Stipulated that:

1. Air Stamping consents to the terms and conditions of the Procedures Motion and corresponding Order and Air Stamping agrees to withdraw without prejudice its 503(b)(9) Motion.
2. This Stipulation may only be amended or otherwise modified by a signed writing executed by the parties.
3. This Stipulation shall be binding upon the representatives, successors and assigns of the parties hereto.
4. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Stipulation.

Dated: New York, New York
May 20, 2008

By: /s/ Timothy J. Tighe
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By: /s/ Michael J. Canning
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Counsel to the Debtors and Debtors-In-Possession

SO ORDERED.

Dated: New York, New York
May 22, 2008

s/ James M. Peck
HONORABLE JAMES M. PECK
UNITED STATES BANKRUTPCY JUDGE