

Return Date: June 19, 2008 at 10:00 a.m.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	In proceedings under Chapter 11
	:	
QUEBECOR WORLD (USA) INC., <u>et. al.</u> ,	:	Case No. 08-10152 (JMP) Jointly Administered
	:	
Debtor.	:	Honorable James M. Peck

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**AMENDED NOTICE OF MOTION FOR AN ORDER
ALLOWING GREATAMERICA AN ADMINISTRATIVE EXPENSE
CLAIM, AND WITH RESPECT TO GREATAMERICA'S SECURITY
AGREEMENT, EITHER MODIFYING THE AUTOMATIC STAY OR
GRANTING ADEQUATE PROTECTION, AND WITH RESPECT TO
GREATAMERICA'S EQUIPMENT LEASE, COMPELLING THE DEBTOR TO
ASSUME OR REJECT THE LEASE, OR VACATING THE AUTOMATIC STAY**

PLEASE TAKE NOTICE, that upon the annexed application, GreatAmerica Leasing Corporation will move this Court before Hon. James M. Peck in Room 601 of the United States Bankruptcy Court located at One Bowling Green, New York, New York 10004, on the 19th day of June, 2008, at 10:00 a.m. on the afternoon of that day or as soon thereafter as counsel can be heard for an order: i) granting GreatAmerica an administrative expense claim pursuant to Bankruptcy Rules 4001, 9006 and 9014; ii) granting relief from the automatic stay so as to permit the repossession of certain collateral which is the subject of a written commercial equipment security agreement (hereinafter the "Security Agreement") between GreatAmerica and the Quebecor World (USA) Inc. (the "Debtor") pursuant to 11 U.S.C. § 362, or in the alternative, for adequate protection requiring the Debtor to make adequate protection payments with respect to the Security Agreement pursuant to 11 U.S.C. §§ 361 and 363, and iii) requiring the Debtor to assume or reject a certain written commercial equipment lease between GreatAmerica and the Debtor (hereinafter the "Lease"), or in the alternative, granting relief from the automatic stay so as to permit GreatAmerica to repossess the equipment

which is the subject of the Lease, together with such other and further relief which this Court deems just and proper.

PLEASE TAKE FURTHER NOTICE, that if you intend to oppose the motion, you must serve on the movant's counsel and file with the clerk of the Bankruptcy Court, written opposition to the within motion not later than three (3) business days prior to the return date of the within motion.

Dated: New York, New York
June 4, 2008

FOSTER & WOLKIND, P.C.

By: s/Peter B. Foster
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