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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

**DECLARATION OF LAURA K. NORDEN IN SUPPORT OF THE
DEBTORS' SECOND MOTION OF DEBTORS 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, Laura K. Norden, declare as follows in support of the Debtors' Second 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 Assistant General Counsel and Assistant Corporate Secretary of Quebecor World (USA) Inc., 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 legal issues, 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; obtaining Court approval of emergency relief requested in the first day motions; selling Quebecor World's European operations; and formulating and implementing certain incentive compensation programs to ensure the stability of the Debtors' workforce and the success of the reorganization effort. 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 numerous civil actions pending in multiple 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.

5. The Debtors request that the Removal Period be extended for an additional 185 days in these Chapter 11 Cases. Specifically, the Debtors request that the Removal Period be extended until the later of (a) January 22, 2009 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 July 7, 2008.

/s/
Laura K. Norden