

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
Quebecor World (USA) Inc., et al., : Case No. 08-10152 (JMP)
 : (Jointly Administered)
Debtors. :
-----X

Court ID (Court use only) _____

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111 (a). Transferee hereby gives notice pursuant to Rule 3001 (e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this notice.

CCP CREDIT ACQUISITION HOLDINGS, LLC

DEUTSCHE BANK SECURITIES INC.

Name of Transferee

Name of Transferor

Name and Address where notices to Transferee should be sent:

Court Record Address of Transferor (Court Use Only):

375 Park Avenue
12th Floor
New York, NY 10152
Att: Scott Hopson
Phone number: 212-672-4626
Fax number: 212-672-5004
E-mail address: shopson@centerbridge.com

Name and Address where Transferee payments Should be sent (if different from above):

Name and Current Address of Transferor:

Same as above

60 Wall Street, 3rd Floor
New York, NY 10005
Attn: Vikas Madan
Tel: 212-250-5760
Fax: 212-797-8770
e-mail: vikas.madan@db.com

Court Claim # (if known): 00540
Total Claim Amount: \$1,721,129.81 with respect to the Administrative Claim and
\$2,618,045.62 with respect to the General Unsecured Claim
Date Claim Filed: April 2, 2008
Total Claim Amounts Transferred: \$4,339,175.43
Debtor Entity: Quebecor World (USA) Inc. (the "Debtor")

Attached hereto as Exhibit A is a true and correct copy of the Proof of Claims.

Attached hereto as Exhibit B is a true and correct copy of the Evidence of Transfer from Transferor to Transferee.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: **CCP Credit Acquisition Holdings, LLC**
Transferee/Transferee's Agent

Date: **July 8, 2008**

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

-- DEADLINE TO OBJECT TO TRANSFER --

The transferor of claim named above is advised that this Notice of Transfer of Claim Other Than for Security has been filed in the clerk's office of this court as evidence of the transfer. Objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EXHIBIT A

Copies of the Proof of Claims

B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT <i>Southern District of New York</i>	CLAIM NUMBER 00540	PROOF OF CLAIM
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Name of Debtor: <u>QUEBECOR WORLD (USA), INC</u>	Case Number: <u>08-10152 (JMP)</u>
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NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property): <u>Cellmark Paper, Inc</u>	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known)
Name and address where notices should be sent: <u>Cellmark Paper, Inc</u> <u>300 ATLANTIC STREET, 5TH FLOOR</u> <u>STAMFORD, CT 06901</u> Telephone number: <u>(203) 251-9026</u>	

Name and address where payment should be sent (if different from above): Telephone number:	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
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1. Amount of Claim as of Date Case Filed: <u>\$ 10,945,226.20</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. <u>1) ADMIN PROFESSION - \$ 4,313,990.58</u> <u>2) PROFESSION UNSECURED - \$ 6,631,235.62</u> <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.	5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim.
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2. Basis for Claim: <u>GOODS SOLD</u> (See instruction #2 on reverse side.)	<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).
3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)	<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate: % _____ Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____	<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).
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6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:	<input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(____). Amount entitled to priority: \$ _____ <small>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>
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Date: <u>4-1-08</u> Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <u>[Signature] J. Frank Dominick J. Menzies, VP Finance</u>	FOR COURT USE ONLY RECEIVED APR 2 AM 10:15 BANKRUPTCY COURT
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**Cellmark Paper, Inc.
Quebecor Pre - Petition Debt Analysis
Administrative Claim
21-Jan-08**

<u>Invoice #</u>	<u>Date</u>	<u>Plant Location</u>	<u>Amount Subject to Admin Claim</u>
25156	January 5, 2008	Lasalle, Canada	83,455.34
25161	January 11, 2008	Lasalle, Canada	38,252.45
25244	January 14, 2008	Lasalle, Canada	12,890.16
25304	January 15, 2008	Lasalle, Canada	65,308.77
25225	January 17, 2008	Montreal, Canada	15,142.88
25250	January 17, 2008	Montreal, Canada	16,724.40
25239	January 17, 2008	Aurora, Canada	24,431.88
25323	January 18, 2008	Lasalle, Canada	<u>71,825.16</u>
Total Canada Administrative Claim			328,030.84
25224	January 5, 2008	Corinth, MS	117,903.50
25235	January 7, 2008	Corinth, MS	283,632.78
25248	January 11, 2008	Corinth, MS	73,498.24
25158	January 9, 2008	Enfield, Ct	2,461.38
25260	January 9, 2008	Evans, Ga	125,416.82
25238	January 16, 2008	Evans, Ga	90,131.96
25269	January 10, 2008	Franklin, KY	116,356.42
25409	January 31, 2008	Franklin, KY	394,079.96
25301	January 17, 2008	Lebanon, OH	35,571.56
25302	January 18, 2008	Lebanon, OH	16,658.91
25292	January 13, 2008	Memphis, TN	131,538.52
25159	January 1, 2008	Nashville, TN	229,386.24
25148	January 10, 2008	Nashville, TN	180,455.24
25228	January 12, 2008	Nashville, TN	60,461.69
25229	January 15, 2008	Nashville, TN	171,662.96
25258	January 19, 2008	Nashville, TN	22,204.85
25137	January 4, 2008	Richmond, VA	61,714.64
25232	January 7, 2008	Richmond, VA	15,354.90
25223	January 8, 2008	Richmond, VA	93,738.00
25252	January 17, 2008	Richmond, VA	104,858.04
25502	January 18, 2008	Richmond, VA	4,179.45
25131	January 4, 2008	Taunton, MA	137,049.53
25157	January 7, 2008	Taunton, MA	109,022.55
25346	January 11, 2008	Taunton, MA	63,521.22
25233	January 17, 2008	Taunton, MA	79,976.16
25249	January 10, 2008	Waukee, IA	31,966.55
25097	January 7, 2008	Winchester, VA	20,254.65
25231	January 11, 2008	Winchester, VA	19,229.12
25241	January 15, 2008	Winchester, VA	41,563.71
25245	January 15, 2008	Winchester, VA	20,782.25
25230	January 16, 2008	Winchester, VA	115,565.96
25139	January 3, 2008	Atglen, PA	79,392.87
25140	January 7, 2008	Atglen, PA	75,193.19
25243	January 7, 2008	Atglen, PA	31,657.32
25253	January 18, 2008	Atglen, PA	93,424.18
25242	January 11, 2008	Midland, MI	44,847.23
25160	January 9, 2008	Effingham, IL	85,231.96
25247	January 14, 2008	Effingham, IL	62,335.11

Cellmark Paper, Inc.
Quebecor Pre - Petition Debt Analysis
21-Jan-08

<u>Invoice #</u>	<u>Date</u>	<u>Plant Location</u>	<u>Amount</u>	<u>Comments</u>
24634	November 29, 2007	Lasalle, Canada	87,956.13	
24813	December 5, 2007	Lasalle, Canada	87,634.86	
24833	December 7, 2007	Lasalle, Canada	101,179.34	
24829	December 10, 2007	Lasalle, Canada	97,329.07	
24897	December 15, 2007	Lasalle, Canada	90,354.79	
25039	December 31, 2007	Lasalle, Canada	73,818.14	
16370	March 3, 2006	Lasalle, Canada	16,031.34	
22545	March 26, 2007	Magog, Canada	(177.36)	
22799	July 10, 2007	Magog, Canada	83,726.22	
24661	October 29, 2007	Magog, Canada	(3,249.31)	
24362	November 8, 2007	Montreal, Canada	15,145.90	
24538	November 20, 2007	Montreal, Canada	186,853.10	
24615	November 20, 2007	Lasalle, Canada	16,392.60	
24693	November 28, 2007	Lasalle, Canada	73,981.93	
24626	November 29, 2007	Lasalle, Canada	37,418.50	
24706	November 29, 2007	Lasalle, Canada	10,905.66	
24691	November 30, 2007	Montreal, Canada	137,800.28	
24846	December 3, 2007	Magog, Canada	19,165.35	
24750	December 4, 2007	Magog, Canada	83,486.02	
24807	December 6, 2007	Montreal, Canada	14,979.37	
24776	December 11, 2007	Montreal, Canada	9,746.60	
24806	December 11, 2007	Montreal, Canada	149,244.85	
24841	December 12, 2007	Montreal, Canada	3,651.12	
24854	December 16, 2007	Montreal, Canada	7,394.51	
24955	December 17, 2007	Magog, Canada	(5,523.07)	
25376	January 1, 2008	Magog, Canada	(622.08)	
CM2013975	January 8, 2008		520.52	Short payment
Total Prepetition Unsecured Claim - Canada			1,395,144.38	
25108	December 1, 2007	Corinth, MS	13,793.14	
24972	December 21, 2007	Corinth, MS	173,052.86	
24773	December 5, 2007	Dickson, TN	69,385.75	
24777	December 5, 2007	Dickson, TN	155,599.50	
24775	December 6, 2007	Dickson, TN	27,342.35	
24806	December 6, 2007	Dickson, TN	60,237.80	
24862	December 14, 2007	Dickson, TN	196,684.60	
25054	December 14, 2007	Dickson, TN	(126,573.00)	
25046	December 14, 2007	Dickson, TN	207,129.36	
CM24284	October 1, 2007	Dickson, TN	25,533.56	Credit memo deducted twice
25071	December 19, 2007	Dickson, TN	3,442.16	
25055	December 26, 2007	Dickson, TN	246,400.00	
25053	December 31, 2007	Dickson, TN	130,574.50	
25150	January 1, 2008	Dickson, TN	(2,031.76)	
25149	January 1, 2008	Dickson, TN	(7,040.00)	
25118	January 1, 2008	Dickson, TN	(3,730.70)	
25077	December 11, 2007	Dyersburg, TN	(33,842.11)	
24879	December 16, 2007	Effingham, IL	317,672.46	
24906	December 18, 2007	Enfield, Ct	20,604.26	
25220	December 30, 2007	Enfield, Ct	1,268.19	
25005	December 31, 2007	Enfield, Ct	40,973.36	
24863	December 13, 2007	Evans, Ga	108,408.66	

24894	December 16, 2007	Evans, Ga	147,735.44	
24873	December 18, 2007	Evans, Ga	74.48	
24971	December 24, 2007	Evans, Ga	161,973.28	
24970	December 31, 2007	Evans, Ga	109,490.20	
25004	December 31, 2007	Evans, Ga	1,600.72	
25081	December 31, 2007	Evans, Ga	78,645.40	
24994	December 31, 2007	Lebanon, OH	94,044.44	
24710	November 23, 2007	Merced, CA	10,125.00	
24892	December 1, 2007	Merced, CA	6,100.00	
24890	December 12, 2007	Nashville, TN	41,598.06	
24924	December 15, 2007	Nashville, TN	148,672.10	
25024	December 26, 2007	Nashville, TN	105,667.74	
25052	December 30, 2007	Nashville, TN	92,769.50	
25045	December 31, 2007	Nashville, TN	60,492.39	
24694	November 27, 2007	Pittsburg, CA	87,837.39	
25019	December 31, 2007	Richmond, VA	30,839.17	
24781	December 4, 2007	Taunton, MA	435.59	
25047	December 17, 2007	Taunton, MA	79,481.12	
24999	December 21, 2007	Taunton, MA	61,570.25	
24968	December 28, 2007	Taunton, MA	85,607.24	
25044	December 31, 2007	Taunton, MA	119,569.32	
25119	January 1, 2008	Taunton, MA	(1,759.15)	
24961	December 18, 2007	Winchester, VA	75,514.68	
24896	December 20, 2007	Winchester, VA	19,987.69	
25043	December 30, 2007	Winchester, VA	20,484.01	
25042	December 31, 2007	Winchester, VA	57,785.84	
24374	November 2, 2007	Atglen, PA	11,068.10	Short Payment - Jan 8
24696	November 21, 2007	Atglen, PA	(11,068.00)	
24852	December 12, 2007	Atglen, PA	72,649.50	
24858	December 12, 2007	Atglen, PA	71,764.48	
24983	December 13, 2007	Atglen, PA	14,047.44	
25072	December 31, 2007	Atglen, PA	31,204.71	
24499	November 15, 2007	Midland, MI	1,640.10	Credit memo deducted twice
25110	December 3, 2007	Midland, MI	(1,215.90)	
24923	December 15, 2007	Mt Morris, IL	59,471.61	
24922	December 16, 2007	Mt Morris, IL	16,889.40	
25075	December 31, 2007	Mt Morris, IL	(443.19)	
24988	December 23, 2007	Effingham, IL	21,362.31	
25246	January 1, 2008	Effingham, IL	20,705.62	
25114	December 8, 2007	Stillwater, OK	318,408.68	
24876	December 14, 2007	Stillwater, OK	115,411.08	
24871	December 18, 2007	Stillwater, OK	(830.01)	
25018	December 22, 2007	Stillwater, OK	124,530.78	
24969	December 28, 2007	Stillwater, OK	75,825.96	
25080	December 31, 2007	Stillwater, OK	(383.71)	
25032	December 19, 2007	Versailles, KY	965,470.38	
3489	August 30, 2007	Hazleton, PA	14,297.88	
11638	November 14, 2007	Richmond, VA	582.00	Short Payment - Jan 8
11650	December 27, 2007	Richmond, VA	2,167.55	Credit memo deducted twice
11543	November 22, 2007	Richmond, VA	109.66	Short Payment - Jan 8
6865	December 31, 2007	Lebanon, OH	200.00	

Total Prepetition Unsecured Claim - USA

5,236,091.24

Total Pre-Petition Unsecured Claim

6,631,235.62

EXHIBIT B

Evidence of Transfer from Transferor to Transferee

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court") Attn: Clerk

AND TO: Quebecor World (USA) Inc. (the "Debtor") Chapter 11 Case No. No. 08-10152 (JMP)

Claim #: 00540

DEUTSCHE BANK SECURITIES INC. its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

CCP Credit Acquisition Holdings, LLC 375 Park Avenue 12th Floor New York, NY 10152 Att: Scott Hopson Phone number: 212-672-4626 Fax number: 212-672-5004 E-mail address: shopson@centerbridge.com

its successors and assigns ("Buyer"), all rights, title and interest in and to a \$1,721,129.81 portion of the of the administrative pre-petition claim and a \$2,618,045.62 portion of the of the general unsecured claim (collectively, the "Claim") of Seller against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, including all rights of stoppage in transit, replevin and reclamation.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated July 8, 2008.

CCP CREDIT ACQUISITION HOLDINGS, LLC

DEUTSCHE BANK SECURITIES INC.

By: [Signature] Name: Title:

By: Name: Title:

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court") Attn: Clerk

AND TO: Quebecor World (USA) Inc. (the "Debtor") Chapter 11 Case No. No. 08-10152 (JMP)

Claim #: 00540

DEUTSCHE BANK SECURITIES INC. its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

CCP Credit Acquisition Holdings, LLC 375 Park Avenue 12th Floor New York, NY 10152 Att: Scott Hopson Phone number: 212-672-4626 Fax number: 212-672-5004 E-mail address: shopson@centerbridge.com

its successors and assigns ("Buyer"), all rights, title and interest in and to a \$1,721,129.81 portion of the of the administrative pre-petition claim and a \$2,618,045.62 portion of the of the general unsecured claim (collectively, the "Claim") of Seller against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, including all rights of stoppage in transit, replevin and reclamation.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated July 8, 2008.

CCP CREDIT ACQUISITION HOLDINGS, LLC

DEUTSCHE BANK SECURITIES INC.

By: _____ Name: Title:

By: _____ Name: Scott G. Martin Title: Managing Director

[Signature] Ray Costa Managing Director