

**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

**ORDER PURSUANT TO 11 U.S.C. §§ 363 AND 365 AUTHORIZING THE DEBTORS  
TO ENTER INTO MEMORANDUM OF AGREEMENT AMENDING A PRINTING  
AGREEMENT WITH PARADE PUBLICATIONS AND TO ASSUME THE PRINTING  
AGREEMENT AS AMENDED**

Upon the motion (the “Motion”)\* of the above-captioned debtors (collectively, the “Debtors”) for entry of an Order authorizing them to enter into a Memorandum of Agreement amending a Printing Agreement between Debtor Quebecor World Printing (USA) Corp. (“QW Printing”) and Parade Publications, a division of Advance Magazine Publishers Inc. (“Parade”), and to assume the Printing Agreement as amended; the Court having reviewed the Motion and considered the statements of counsel at a hearing before the Court (the “Hearing”); the Court having found that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409, (d) notice of the Motion was appropriate under the circumstances; and the Court having reviewed the Declaration of Brian Freschi and having determined that the legal and factual bases set forth in the Motion and at the Hearing establish grounds for the relief granted herein;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.

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\* Capitalized terms not defined in this Order shall have the meaning ascribed to them in the Motion.

2. The Debtors are authorized pursuant to 11 U.S.C. § 363 to take all steps and perform all acts necessary to enter into the MOA with Parade and to perform all of their obligations thereunder.

3. The Debtors are authorized pursuant to 11 U.S.C. § 365 to assume the Printing Agreement as amended by the MOA. The Printing Agreement, as amended, shall be deemed assumed and effective as of the date of the entry of this Order.

4. The ten day stay set forth in Bankruptcy Rule 6004(h) is hereby abrogated and this order shall be effective immediately upon entry.

5. The requirement set forth in Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

6. The Debtors are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York  
August 14, 2008

s/ James M. Peck  
United States Bankruptcy Judge