

**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

**ORDER DENYING RIVERSIDE CLAIMS, LLC'S
MOTION TO COMPEL THE REORGANIZED DEBTORS
TO ESTABLISH CLASS 3 DISTRIBUTION RESERVE**

This matter came before the Court upon the motion of Riverside Claims, LLC requesting that the Court compel the Reorganized Debtors to establish a Class 3 Distribution Reserve; the Court having considered the Motion of Riverside Claims, LLC to Compel Reorganized Debtors to Establish Class 3 Distribution Reserve [Docket # 4354] (the "Motion to Compel"), the Reorganized Debtors' Response to Riverside Claims, LLC's Motion to Compel Reorganized Debtors to Establish Class 3 Distribution Reserve [Docket # 4385], the Joinder of the Joint Claims Oversight Committee to the Reorganized Debtors' Response to Riverside Claims, LLC's Motion to Compel Reorganized Debtors to Establish Class 3 Distribution Reserve [Docket # 4386], the Declaration of Paul Rubin in Further Support of Motion to Compel Reorganized Debtors to Establish Class 3 Distribution Reserve [Docket # 4399]; and a hearing having been held on January 6, 2011 before this Court to consider the Motion to Compel (the "Hearing"), after due deliberation and for the reasons stated on the record at the Hearing, the Court having determined that grounds do not exist for the relief requested by the Motion to Compel;

IT IS HEREBY ORDERED THAT:

1. The Motion to Compel is DENIED in all respects without prejudice.
2. This Court shall retain jurisdiction with respect to all matters arising or related to the interpretation or implementation of this Order.

Dated: New York, New York
January 13, 2011

s/ James M. Peck

Honorable James M. Peck
United States Bankruptcy Judge