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Mary Kay Shaver (P-60411)

Summit Polymers, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In Re: : Chapter 11 Case No.
: :
GENERAL MOTORS CORP., *et al.*, : 09-50026 (REG)
: :
Debtors. : (Jointly Administered)
: :
: Hon. Robert E. Gerber
-----X

**LIMITED OBJECTION BY SUMMIT POLYMERS, INC., TO
NOTICE OF (I) DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN
EXECUTORY CONTRACTS, UNEXPIRED LEASES OF PERSONAL PROPERTY,
AND UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY
AND (II) CURE AMOUNTS RELATED THERETO**

Summit Polymers, Inc., a Michigan corporation doing business as Supplier Automotive ("Supplier"), by and through its attorneys, Varnum LLP, hereby files this limited objection to the Notice of (i) Debtors' Intent to Assume and Assign Certain Executory Contract, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (ii) Cure Amounts Related Thereto, dated June 5, 2009 (the "Assignment Notice") as follows:

1. On June 1, 2009, the Debtors commenced these voluntary cases under chapter 11 of title 11 of the United States Code.

2. On June 2, 2009, this Court entered an Order approving the Debtors' bidding procedure [Docket No. 274], which includes a procedure regarding the Debtors' assumption and assignment of executory contracts (the "Procedures Order").

3. On June 11, 2009, Supplier received the Assignment Notice, which states that the Debtors intend to assume and assign all of the Debtors' agreements with Supplier (the "Supplier Agreements") and proposes a cure amount of USD \$343,659.55 (the "Proposed Cure Amount").

4. Supplier has not been able to reconcile all of the purchase orders and invoices listed in the Proposed Cure Amount and there are some discrepancies as follows:

a. The Proposed Cure Amount fails to include the pre-petition invoices listed on Schedule 1 in the amount USD \$176,967.13;

b. The Proposed Cure Amount identifies approximately 65 invoices relating to a Nanjing duns pay code, but Summit cannot reconcile the bill of lading numbers and Summit is owed CNY \$144,015.27 under the Nanjing duns pay code; and

b. Summit is owed USD \$462.00 the five invoices listed on the attached Schedule 2 than provided in the Proposed Cure Amount.

Copies of back-up information is available upon request.

5. Accordingly, Supplier objects to the Assignment Notice and the Proposed Cure Amount to the extent Summit has not been able reconcile all of the cure amounts and there are discrepancies in the amounts of at least CNY \$144,015.27 and USD \$177,429.13.

WHEREFORE, Creditor requests that the Court enter an order:

(A) Granting Supplier a pre-petition cure amount for purposes of Section 365(b) of the Bankruptcy Code in the total amount of CNY \$144,015.27 and USD \$541,088.68 as a

condition for the Debtors to assume and assign the Supplier Agreements pursuant to the Procedures Order; and

(B) Granting such other and further relief as the Court deems just and appropriate.

Respectfully submitted,

Varnum LLP

Dated: June 15, 2009

By: /s/ Mary Kay Shaver
Mary Kay Shaver (P-60411)
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Doc No. 2712095

SCHEDULE 1

Pre-petition Invoices Not Listed

SUMMIT POLYMERS, INC.
GENERAL MOTORS ACCOUNTS RECEIVABLE BALANCE @ MAY 30, 2009
ITEMS THAT ARE NOT ON GM CURF LISTING

TYPE	PARENT COMPANY NUMBER	CUSTOMER NAME	INVOICE NUMBER	INVOICE DATE	DUE DATE	DAYS	INVOICE AMOUNT	PID (Yes/No)	PAY TERMS (DAYS)
PROD	GM	G1022 GM de Mexico S.de R.L. de CV	855546	05/28/09	7/2/2009	8	\$ 8,443.52	NO	35
PROD	GM	S1012 SATURN CORPORATION	P01769	05/28/09	7/2/2009	8	\$ (171.98)	NO	35
PROD	GM	S1012 SATURN CORPORATION	798181	11/26/08	1/2/2009	191	\$ 141.29	YES	37
PROD	GM	S1012 SATURN CORPORATION	847809	04/03/09	6/2/2009	63	\$ 23.25	YES	60
PROD	GM	S1012 SATURN CORPORATION	850541	04/22/09	6/2/2009	44	\$ 9.93	YES	41
PROD	GM	S1012 SATURN CORPORATION	851472	06/02/09	8/2/2009	3	\$ 25.79	NO	61
PROD	GM	S1012 SATURN CORPORATION	855407	05/28/09	7/2/2009	8	\$ 6.36	NO	35
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	803159	07/31/08	9/2/2008	309	\$ 215.58	YES	33
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	813252	09/12/08	11/2/2008	266	\$ 370.00	YES	51
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	814681	09/12/08	11/2/2008	266	\$ 165.00	YES	51
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	828271	11/07/08	1/2/2009	210	\$ 185.00	YES	56
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	827978	11/11/08	1/2/2009	206	\$ 4.75	YES	52
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	827979	11/11/08	1/2/2009	206	\$ 4.75	YES	52
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	828477	11/18/08	1/2/2009	199	\$ 5.04	YES	45
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	828481	11/18/08	1/2/2009	199	\$ 5.04	YES	45
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	828508	11/18/08	1/2/2009	199	\$ 25.00	YES	45
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	828509	11/18/08	1/2/2009	199	\$ 25.00	YES	45
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	830548	11/24/08	1/2/2009	193	\$ 5.04	YES	39
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	830549	11/24/08	1/2/2009	193	\$ 288.10	YES	39
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	830830	11/25/08	1/2/2009	192	\$ 25.00	YES	38
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	830831	11/25/08	1/2/2009	192	\$ 25.00	YES	38
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	830832	11/25/08	1/2/2009	192	\$ 25.00	YES	38
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	831189	11/26/08	1/2/2009	191	\$ 25.00	YES	37
PROD	GM	17501 GM SERVICE PARTS OPERATIONS	831210	11/26/08	1/2/2009	191	\$ 25.00	YES	37

SUMMIT POLYMERS, INC.
GENERAL MOTORS ACCOUNTS RECEIVABLE BALANCE @ MAY 30, 2009
ITEMS THAT ARE NOT ON GM CURE LISTING

TYPE	PARENT COMPANY	CUSTOMER NUMBER	CUSTOMER NAME	INVOICE NUMBER	INVOICE DATE	DUE DATE	DAYS	INVOICE AMOUNT	PID (Yes/No)	PAY TERMS (DAYS)
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	846981	03/30/09	5/2/2009	67	\$ 24.28	YES	33
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847428	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847429	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847430	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847431	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847433	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847434	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847435	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847440	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847441	03/27/09	5/2/2009	70	\$ 2.12	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	847981	04/06/09	6/2/2009	60	\$ 16.70	YES	57
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	848295	04/10/09	6/2/2009	56	\$ 185.00	YES	53
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	848380	04/20/09	6/2/2009	46	\$ 25.81	YES	43
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	849875	04/16/09	6/2/2009	50	\$ 98.58	YES	47
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	850479	05/01/09	7/2/2009	35	\$ 93.07	NO	62
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	850688	04/27/09	6/2/2009	39	\$ 28.09	YES	36
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	851149	04/24/09	6/2/2009	42	\$ 212.16	YES	39
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	851904	05/08/09	7/2/2009	28	\$ 124.10	NO	55
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	851905	05/09/09	7/2/2009	28	\$ 589.67	NO	55
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	852887	05/15/09	7/2/2009	21	\$ 341.22	NO	48
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	853606	05/22/09	7/2/2009	14	\$ 21.36	NO	41
PROD	GM	17501	GM SERVICE PARTS OPERATIONS	853607	05/22/09	7/2/2009	14	\$ 62.05	NO	41

SUMMIT POLYMERS, INC.

GENERAL MOTORS ACCOUNTS RECEIVABLE BALANCE
 ITEMS THAT ARE NOT ON GM CUF

TYPE	PARENT COMPANY NUMBER	CUSTOMER NAME	INVOICE NUMBER	INVOICE DATE	DUE DATE	DAYS	INVOICE AMOUNT	PID	PAY TERMS
PROD	GM 17501	GM SERVICE PARTS OPERATIONS	854275	05/29/09	7/2/2009	7	\$ 496.65	NO	34
PROD	GM 23763	GM DE MEXICO S DE RL-SPOM	852630	05/11/09	7/2/2009	25	\$ 63.00	NO	52
PROD	GM 23763	GM DE MEXICO S DE RL-SPOM	854846	06/01/09	8/2/2009	4	\$ 14.91	NO	62
PROD	GM 88835	GM N.A.O DISBURSEMENTS FLINT	851349	04/27/09	6/2/2009	39	\$ 206.82	YES	36
PROD	GM 88835	GM N.A.O DISBURSEMENTS FLINT	851861	04/29/09	6/2/2009	37	\$ (206.82)	YES	34
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	804111	07/22/08	9/2/2008	318	\$ 6,965.00	YES	42
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	816040	09/17/08	11/2/2008	261	\$ 3,650.00	YES	46
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	816041	09/17/08	11/2/2008	261	\$ 6,200.00	YES	46
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	837698	01/21/09	3/2/2009	135	\$ 21,875.00	YES	40
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	838903	01/29/09	3/2/2009	127	\$ 17,143.00	YES	32
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	838906	01/29/09	3/2/2009	127	\$ 16,050.00	YES	32
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	852808	05/06/09	7/2/2009	30	\$ 73,448.00	NO	57
ENGRG	GM 99EG013	GENERAL MOTORS CORP.	852809	05/06/09	7/2/2009	30	\$ 17,694.00	NO	57
ENGRG	GM 99EG015	GM, PRE-PRODUCTION PURCHASING	852611	05/07/09	7/2/2009	29	\$ 27.71	NO	56
ENGRG	GM 99EG015	GM, PRE-PRODUCTION PURCHASING	852612	05/07/09	7/2/2009	29	\$ 383.19	NO	56
ENGRG	GM 99EG015	GM, PRE-PRODUCTION PURCHASING	854302	05/26/09	7/2/2009	10	\$ 182.15	NO	37
ENGRG	GM 99EG015	GM, PRE-PRODUCTION PURCHASING	854303	05/26/09	7/2/2009	10	\$ 182.15	NO	37

\$ Wt Avg Days
 72.3 \$ 176,967.13

SCHEDULE 2

List of Discrepancies Between Invoices

SUMMIT POLYMERS, INC.

GM CURE AMOUNT DETAIL

Items on Summit Account	Remit DUNS	PO Number	BOL	Document Date	Due Date	Amount per		Amount on		Variance	Currency	Notes & Comments
						GM's Records	Summit's	Records	Records			
YES	RD624807798	GM 59538	846363	3/24/2009	STAYED	\$ 84.80	\$ 283.70	\$ 198.90	USD			
YES	RD624807798	GM 51563	848904	4/8/2009	STAYED	\$ 3.63	\$ 36.33	\$ 32.70	USD			
YES	RD624807798	GM 51563	849508	4/15/2009	STAYED	\$ 3.37	\$ 33.74	\$ 30.37	USD			
YES	RD624807798	GM 51563	852386	5/6/2009	STAYED	\$ 1.56	\$ 15.57	\$ 14.01	USD			
YES	RD624807798	002N1PHK	854304	5/26/2009	STAYED	\$ 1,369.78	\$ 1,555.80	\$ 186.02	USD			
						<u>\$ 1,463.14</u>	<u>\$ 1,925.14</u>	<u>\$ 462.00</u>				