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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
)	
GENERAL MOTORS CORP., <i>et al.</i> ,)	Case No. 09-50026 (REG)
)	(Jointly Administered)
Debtors.)	

**LIMITED OBJECTION OF STRATTEC POWER ACCESS LLC
TO THE DEBTOR'S PROPOSED CURE AMOUNT**

STRATTEC POWER ACCESS LLC ("STRATTEC POWER"), by its attorneys, hereby submits this limited objection (the "Objection") to the proposed cure amount of the Debtors required to be paid to STRATTEC POWER in connection with the assumption and assignment of certain executory contracts between STRATTEC POWER and the Debtors. In support of this Objection, STRATTEC POWER states as follows:

BACKGROUND

1. On June 1, 2009 (the "Commencement Date"), the Debtors commenced these voluntary cases under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the "Court").
2. The Debtors remain in possession of their property and continue to manage their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.
3. Prior to the Petition Date, STRATTEC POWER and the Debtors were parties to contracts pursuant to which STRATTEC POWER sold certain automotive parts to the Debtors (the "Agreements").
4. On June 2, 2009, this Court entered an order (the "Sale Procedures Order") approving the procedures regarding the Debtors' assumption and assignment of executory contracts.
5. Pursuant to the Sale Procedures Order, on or about June 8, 2009, the Debtors delivered a notice (the "Assignment Notice") to STRATTEC POWER, indicating that the Debtors may assume and assign certain of the Debtors' Agreements with STRATTEC POWER (the "Assumed Contracts").
6. The Assignment Notice directed STRATTEC POWER to a website (the "Contract Website") containing a description of the Assumed Contracts and associated cure amounts representing prepetition defaults under the Assumed Contracts. On the Contract Website, the Debtors identify \$1,592 as the amount which they allege to be owing to STRATTEC POWER for prepetition defaults under the Assumed Contracts (the "Debtors' Cure Amount").

7. The Debtors' Cure Amount is significantly less than what is actually owed under the Assumed Contracts for prepetition shipments. STRATTEC POWER contests the Debtors' Cure Amount and reserves its rights to all amounts owing as of the date of assumption and assignment. STRATTEC POWER asserts that the Debtors' outstanding obligations for prepetition obligations under the Agreements was \$211,805.96 (the "Supplier Cure Amount"). A summary of the Supplier Cure Amount is attached hereto as Exhibit A.

8. STRATTEC POWER believes that the Debtors intend to make payments to STRATTEC POWER in the ordinary course of business. However, STRATTEC POWER files this limited objection to the Debtors' Cure Amount to reserve its rights to payment for *all* outstanding prepetition and postpetition obligations, including those amounts that have not been reconciled by the Debtors, upon the Debtors' assumption of the Assumed Contracts.

9. Pursuant to the Sale Procedures Order, STRATTEC POWER files this Objection to reserve its rights to the Supplier Cure Amount and any additional postpetition obligations outstanding as of the date of assumption and assignment of the Assumed Contracts.

10. STRATTEC POWER further reserves its rights to supplement this Objection.

WHEREFORE, STRATTEC POWER seeks an order sustaining its Objection and finding that the Supplier Cure Amount and any subsequent postpetition amounts due and owing to STRATTEC POWER is required to be paid to STRATTEC POWER upon assumption and assignment of any Assumed Contracts and reserving its rights in connection with the Sale Procedures Order.

Dated: June 15, 2009
New York, New York

KELLEY DRYE & WARREN LLP

By: /s/ Jennifer A. Christian
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*Attorneys for STRATTEC POWER ACCESS
LLC*

CERTIFICATE OF SERVICE

I, Jennifer A. Christian hereby certify that on June 15, 2009, a true and correct copy of the Objection of Strattec Power Access LLC to the Debtor's Proposed Cure Amount was filed via this Court's CM/ECF system and served on June 15, 2009 on those parties listed on the annexed schedule via overnight mail.

/s/ Jennifer A. Christian
Jennifer A. Christian

<p>General Motors Corporation Cadillac Building 30009 Van Dyke Avenue Warren, Michigan 48090-9025 Attn: Warren Command Center Mailcode 480-206-114</p>	<p>Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, New York 10153 Attn: Harvey R. Miller, Esq. Stephen Karotkin, Esq. Joseph H. Smolinsky, Esq.</p>
<p>U.S. Treasury 1500 Pennsylvania Avenue NW Room 2312 Washington, D.C. 20220 Attn: Matthew Feldman, Esq.</p>	<p>Cadwalader, Wickersham & Taft LLP One World Financial Center New York, New York 10281 Attn: John J. Rapisardi, Esq.</p>
<p>Vedder Price, P.C. 1633 Broadway, 47th Floor New York, New York 10019 Attn: Michael J. Edelman, Esq. Michael L. Schein, Esq. BY HAND</p>	<p>Office of United States Trustee for the Southern District of New York 33 Whitehall Street 21st Floor New York, New York 10004 Attn: Diana G. Adams, Esq.</p>
<p>Kramer Levin Naftalis & Frankel LLP 1177 Avenue of the Americas New York, New York 10036 Attn: Gordon Z. Novod, Esq.</p>	

STRATTEC POWER ACCESS LLC
Total Outstanding Accounts Receivable Due From
General Motors and Saturn US as of 5/31/09

SSC Account #	Date	Type	Invoice #	Accounts Receivable as of 5/31/09	Paid 6/2/09 per GM	To Pay 7/2/09 Per GM	In Cure per GM decor	Balance
70000000	50209	IN	407	3,184.00		3,096.32		87.68
70000000	51109	IN	424	15,920.00			15,481.60	438.40
GM SPO				<u>19,104.00</u>	-	3,096.32	15,481.60	526.08
71000000	40909	IN	337	29,868.36	0			29,868.36
71000000	50609	IN	418	16,153.82		16153.8		0.02
71000000	51309	IN	428	14,275.60		14,275.60		-
71000000	51409	IN	431	30,225.90		30,225.90		-
71000000	52109	IN	451	17,578.46		17578.5		(0.04)
71000000	52809	IN	462	83,007.82		83007.8		0.02
GM Production				<u>191,109.96</u>	-	161,241.60	-	29,868.36
Total GM				<u>210,213.96</u>	-	164,337.92	15,481.60	30,394.44
Saturn Service								
30000000	51109	IN	425	1,592.00			1,592.00	-
				<u>1,592.00</u>	-	-	1,592.00	-
Total GM and Saturn				<u>211,805.96</u>	-	164,337.92	17,073.60	30,394.44
Summary								
AR Balance 5/31/09				211,805.96				
Payments				(181,411.52)				
Balance to reconcile				<u>30,394.44</u>				