

DLA PIPER LLP (US)
1251 Avenue of the Americas
New York, NY 10020-1104
(212) 335-4500
Mark J. Friedman (MF8849)

and

The Marbury Building
6225 Smith Avenue
Baltimore, MD 21209
(410) 580-3000

Attorney for General Physics Corporation
and GP Strategies Corporation

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)
_____	X	

**WITHDRAWAL BY GENERAL PHYSICS CORPORATION AND
GP STRATEGIES CORPORATION OF THEIR RESPONSE AND
CONDITIONAL OBJECTION OF GENERAL PHYSICS
CORPORATION AND GP STRATEGIES CORPORATION
(SOLELY AS TO UNLISTED CURE AMOUNTS) 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 (DKT. NO. 794)**

Having signed a Trade Agreement also executed by General Motors Corporation,
General Physics Corporation (together with GP Strategies Corporation and Sandy
Corporation, a division of General Physics Corporation) hereby withdraw their Response
and Conditional Objection of General Physics Corporation and GP Strategies Corporation

(Solely as to Unlisted Cure Amounts) 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 (Dkt. No. 794).

Dated: June 24, 2009

/s/ Mark J. Friedman

Mark J. Friedman (MF8849)
DLA PIPER LLP (US)
1251 Avenue of the Americas
New York, NY 10020-1104
(212) 335-4500

and

The Marbury Building
6225 Smith Avenue
Baltimore, MD 21209
(410) 580-3000
Email: mark.friedman@dlapiper.com
Attorney for General Physics Corporation
and GP Strategies Corporation

CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of June, 2009, a copy of the foregoing Withdrawal by General Physics Corporation and GP Strategies Corporation of Their Response and Conditional Objection of General Physics Corporation and GP Strategies Corporation (Solely as to Unlisted Cure Amounts) 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 (Dkt. No. 794) was served by first class mail, postage prepaid, on the following parties:

General Motors Corporation
Cadillac Building
30009 Van Dyke Avenue
Attn: Warren Command Center
Mailcode 480-206-114
Warren, Michigan 49090-9025

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153

Matthew Feldman
United States Treasury
1500 Pennsylvania Avenue, NW
Room 2312
Washington, DC 20220

John J. Rapisardi
Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, New York 10281

Michael J. Edelman
Michael L. Schein
Vedder Price, P.C.
1633 Broadway
47th Floor
New York, New York 10019

Diana G. Adams
Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street
21st Floor
New York, New York 10004

Thomas Moers Mayer
Kenneth H. Eckstein
Gordon Z. Novod
Kramer Levin Naftalis & Frankel, LLP
1177 Avenue of the Americas
New York, New York 10036

/s/ Mark J. Friedman
Mark J. Friedman