

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

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: **Chapter 11 Case No.**
In re :
: **09-50026 (REG)**
MOTORS LIQUIDATION COMPANY, et al. :
: **f/k/a General Motors Corp., et al.,** :
: **(Jointly Administered)**
: **Debtors.** :
: :
: :
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ORDER GRANTING 246TH OMNIBUS OBJECTION TO CLAIMS
(No Liability Claims)

Upon the 246th Omnibus Objection to expunge certain claims, dated August 24, 2011 (the “**246th Omnibus Objection to Claims**”),¹ of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”) in connection with the Debtors’ Second Amended Joint Chapter 11 Plan, dated March 18, 2011 (as may be amended, supplemented, or modified from time to time, the “**Plan**”), pursuant to section 502(b) of title 11, United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) (ECF No. 4180), seeking entry of an order disallowing and expunging the No Liability Claims on the grounds that such claims seek recovery of amounts for which the Debtors are not liable, all as more fully described in the 246th Omnibus Objection to Claims; and due and proper notice of the 246th Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the 246th Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the 246th Omnibus Objection to Claims establish just cause for the relief

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 246th Omnibus Objection to Claims.

granted herein; and after due deliberation and sufficient cause appearing therefor, it is:

ORDERED that the relief requested in the 246th Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibits “A” and “B”** annexed hereto are disallowed and expunged; and it is further

ORDERED that, claim nos. 3082, 19758, 7778 and 19155 listed on **“Exhibit C”** annexed hereto are reclassified as equity under the Plan and disallowed and expunged; and it is further

ORDERED that, claim nos. 20193, 62968 and 23023 listed on **“Exhibit C”** annexed hereto are disallowed and expunged; and it is further

ORDERED that the 246th Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading “Objection Adjourned” to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the “Adjourned Hearing Date”) (the “Adjourned Claims”), and the Debtors’ response deadline with respect to the Adjourned Claims shall be 12:00 noon (prevailing Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to any claim listed on **Exhibits “A”, “B” and “C”** annexed to the 246th Omnibus Objection to claims that is not listed on the Order Exhibit annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
September 26, 2011

s/ Robert E. Gerber
United States Bankruptcy Judge

CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
COMMONWEALTH OF KENTUCKY TRANSPORTATION CABINET ATTN KELLY ROBERTS 200 METRO STREET FRANKFORT, KY 40622	1549	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$2,303.44 (U)		
			\$2,303.44 (T)		
ELITE COUNTERTOPS LLC CHESSON, CHRISTIAN D 1 LAKESHORE DR STE 1800 LAKE CHARLES, LA 70629-0123	11404	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$31,451.22 (U)		
			\$31,451.22 (T)		
KENNEY, ANGELA 1401 SAPPHIRE ST LONGVIEW, TX 75602-3730	38936	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$40,931.00 (U)		
			\$40,931.00 (T)		
RELYEA HOWARD RELYEA, HOWARD 201 NOTT TER SCHENECTADY, NY 12307-1025	16718	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$349,500.00 (U)		
			\$349,500.00 (T)		
CLAIMS TO BE DISALLOWED AND EXPUNGED	4		\$0.00 (S)		
			\$0.00 (A)		
			\$0.00 (P)		
			\$424,185.66 (U)		
			\$424,185.66 (T)		

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

OBJECTION ADJOURNED to 10/28/2011 at 9:45 a.m.

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
BUCKLEY ERMA JEANINE 175 W 90TH ST APT 5C NEW YORK, NY 10024 UNITED STATES OF AMERICA	66268	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$500,000.00 (P)		
			\$0.00 (U)		
			\$500,000.00 (T)		
KEVIN A KING C/O BRENT L ENGLISH 1500 WEST 3RD ST 470 MK FERGUSON PLAZA CLEVELAND, OH 44113	65681	Moters Liquidation Company	\$0.00 (S)	No Liability; Settled/Adjudicated	Pgs. 4-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,354.11 (U)		
			\$5,354.11 (T)		
OBJECTION ADJOURNED	2		\$0.00 (S)		
			\$0.00 (A)		
			\$500,000.00 (P)		
			\$5,354.11 (U)		
			\$505,354.11 (T)		

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CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
AL NAWASREH ADBER RAOUF ET AL JAMES L GILBERT GILBERT OLLANIK & KOMYATTE PC 5400 WARD ROAD BLDG IV STE 200 ARVADA, CO 80002	63746	Moters Liquidation Company	\$0.00 (S)	No Liability; Non- Debtor Claims	Pgs. 5-7
			\$0.00 (A)		
			\$0.00 (P)		
			\$20,000,000.00 (U)		
			\$20,000,000.00 (T)		
Unliquidated					
BERTANZETTI, LINDA A 44344 STATE ROUTE 517 COLUMBIANA, OH 44408-9571	13980	Moters Liquidation Company		No Liability; Non- Debtor Claims	Pgs. 5-7
ESMERALDA RAMIREZ LAMAR B BROWN ROBINSON CALCAGNIE & ROBINSON 620 NEWPORT CENTER DR SUITE 700 NEWPORT BEACH, CA 92660	24325	Moters Liquidation Company	\$0.00 (S)	No Liability; Non- Debtor Claims	Pgs. 5-7
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,000,000.00 (U)		
			\$5,000,000.00 (T)		
JAIME FITZKERLEY C/O BRIAN R. GOLDFINGER 45 SHEPPARD AVE E SUITE 900 TORONTO, ON M2N 5W9	18490	Moters Liquidation Company	\$0.00 (S)	No Liability; Non- Debtor Claims	Pgs. 5-7
			\$0.00 (A)		
			\$0.00 (P)		
			\$1,000,000.00 (U)		
			\$1,000,000.00 (T)		
RODOLFO RAMIREZ LAMAR B BROWN ROBINSON CALCAGNIE & ROBINSON 620 NEWPORT CENTER DR SUITE 700 NEWPORT BEACH, CA 92660	24327	Moters Liquidation Company	\$0.00 (S)	No Liability; Non- Debtor Claims	Pgs. 5-7
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,000,000.00 (U)		
			\$5,000,000.00 (T)		

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CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
<i>CLAIMS TO BE DISALLOWED AND EXPUNGED</i>	5		\$0.00 (S)		
			\$0.00 (A)		
			\$0.00 (P)		
			\$31,000,000.00 (U)		
			\$31,000,000.00 (T)		

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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CLAIMS TO RECLASSIFY

CLAIMS TO BE RECLASSIFIED

Name and Address of Claimant	Claim #	Debtor	Claim Amount	Grounds For Objection	Objection Page Reference
DAVID A POTTER JR TTEE MORGAN STANLEY / SMITH BARNEY DAVID A POTTER SR TRUST U/A DTD 08/10/1990 28078 GRAVEL HILL RD MILLSBORO, DE 19966-3953	3082	Moters Liquidation Company	\$19,215.28	No Liability; Securities Claims (Equity Interests)	Pgs. 7-8
DR. KHURSHID CHANNAH MD CGM IRA CUSTODIAN 20 EAST 9TH STREET APT. 14-O NEW YORK, NY 10003-5944	19758	Moters Liquidation Company	\$31,924.34	No Liability; Securities Claims (Equity Interests)	Pgs. 7-8
JOSEPH SCHONFELD 10369 NW 24 PL SUNRISE, FL 33322 UNITED STATES OF AMERICA	7778	Moters Liquidation Company	\$13,739.00	No Liability; Securities Claims (Equity Interests)	Pgs. 7-8
WENAAS, SYLVIA M 211 PROGRESS RD., APT # 4 MANAWA, WI 54949	19155	Moters Liquidation Company	\$0.00 Unliquidated	No Liability; Securities Claims (Equity Interests)	Pgs. 7-8

CLAIMS TO BE RECLASSIFIED

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(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

CLAIMS TO BE RECLASSIFIED

Name and Address of Claimant	Claim #	Debtor	Claim Amount	Grounds For Objection	Objection Page Reference
GALE L SLATES 5344 CORAL AVE CAPE CORAL, FL 33904	20193	Moters Liquidation Company	\$80,000.00 Unliquidated	No Liability; Securities Claims (Individual Claims)	Pgs. 7-8
JOHN A HAACK 2500 VILLAGE LN FORISTELL, MO 63348-2422	62968	Moters Liquidation Company	\$521,768.00	No Liability; Securities Claims (Individual Claims)	Pgs. 7-8
STEGEMAN, GEORGE T 1206 N LAKESHORE RD PORT SANILAC, MI 48469-9795	23023	Moters Liquidation Company	\$355.58	No Liability; Securities Claims (Individual Claims)	Pgs. 7-8

CLAIMS TO BE RECLASSIFIED

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