

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

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In re : Chapter 11 Case No.
GENERAL MOTORS CORP., *et al.*, : 09-50026 (REG)
Debtors. : (Jointly Administered)
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**FIRST OMNIBUS ORDER
PURSUANT TO 11 U.S.C. § 365 OF THE BANKRUPTCY
CODE TO REJECT CERTAIN EXECUTORY CONTRACTS**

Upon the motion, dated June 19, 2009 (the “**Motion**”)¹, of General Motors Corporation and its affiliated debtors, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to section 365(a) of title 11, United States Code (the “**Bankruptcy Code**”), for entry of an order authorizing the Debtors to reject certain executory contracts, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and due and proper notice of the Motion 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 Motion 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 Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

ORDERED that the Motion is granted as provided herein; and it is further

ORDERED that pursuant to section 365(a) of the Bankruptcy Code and Bankruptcy Rules 6006 and 9014, the Debtors are hereby authorized to reject the Executory Contracts listed on **Annex I** attached hereto, effective as of Monday June 22, 2009, the date on which the counterparties to the Executory Contracts received notice of the Motion via overnight mail (the “**Rejection Date**”); and it is further

ORDERED that upon service of this Order upon the counterparties to the Executory Contracts, the Executory Contracts shall be deemed rejected, effective as of the Rejection Date; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: **July 13, 2009**
New York, New York

s/ Robert E. Gerber
UNITED STATES BANKRUPTCY JUDGE

Annex I
Executory Contracts

Exhibit A

	Contract Counterparty	Counterparty Address	Contract Description	Contract Date
1	21st District Agricultural Association - The Big Fresno Fair	21ST DISTRICT AGRICULTURAL ASSOCIATION - THE BIG FRESNO FAIR DAVID NALCHAJIAN 1121 S CHANCE AVE FRESNO, CA 93702-3707	Promotional Agreement	09/01/2009
2	600 Festival Association	600 FESTIVAL ASSOCIATION MR. JAY HOWARD 6427 SADDLE CREEK CT., HARRISBURGH HARRISBURG, NC 28075-	Promotional Agreement	01/01/2009
3	Bowyer Dirt Motorsports	CLINT BOWYER RACING INC. CHIP WILLIAMS PO BOX 1479, WELCOME WELCOME, NC 27374-	Personal Service Agreement	01/01/2008
4	Bristol Motor Speedway d/b/a Bristol Dragway	BRISTOL MOTOR SPEEDWAY D/B/A BRISTOL DRAGWAY MR. JERRY CALDWELL 151 SPEEDWAY BLVD BRISTOL, TN 37620-8932	Race Track Promotional Agreement (Pontiac)	01/01/2008
5	Buckmasters	BUCKMASTERS MR. JACKIE BUSHMAN 10350 HWY 80 EAST, MONTGOMERY MONTGOMERY, AL 36117-	Promotional Agreement	04/01/2009
6	Budco	BUDCO ALICIA ROBERTS 13700 OAKLAND HIGHLAND PARK, MI 48203-	B2B Customer Service Call Center	10/23/2008
7	Charlotte Motor Speedway LLC	Charlotte Motor Speedway, LLC aka Lowe's Motor Speedway, PO Box 600 Concord, NC 28026-0600	Suite # 112, 66 Suite tickets, 16 Pit passes, 2 Worker Passes, 10 Parking passes	09/06/2006
8	ChinMusic Records, Inc.	CHINMUSIC RECORDS, INC. DANIELLE LEE MARTIN 1609 INVERNESS DR., SPRING HILL SPRING HILL, TN 37174-	Promotional Agreement	05/31/2009
9	City of Lansing	CITY OF LANSING JOHN M. ROBERTS, JR. - CITY ATTORNEY CITY OF LANSING CITY HALL 5TH FLOOR LANSING LANSING, MI 48933-	Naming rights to Oldsmobile Park	08/02/1995
10	City of Rochester	CITY OF ROCHESTER MARY HAYWORD 30 CHURCH ST, ROCHESTER ROCHESTER, NY 14614-	Promotional Agreement	04/24/2009

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11	ClearChannel Entertainment	CLEARCHANNEL ENTERTAINMENT MS. LINDA WEMMELL 95 SOUTH TURNPIKE RD, WALLINGFORD WALLINGFORD, CT 06492-	Promotional Agreement	07/08/2005
12	Daytona International Speedway, LLC	Sherrilee Stoudt, Director of Business Development 1801 W. International Speedway Blvd Daytona Beach, FL 32114	Nextel Tower Suite #519, 65 Seats with 77 tickets incl Fan zone and Pre Race passes, 11 parking	08/09/2006
13	Deer Valley Resort Company	DEER VALLEY RESORT COMPANY MR. BOB WHEATON 2250 DEER VALLEY DRIVE SOUTH, PARK CITY PARK CITY, UT 84060-	Promotional Agreement	11/03/2008
14	Discover Mediaworks	DISCOVER MEDIAWORKS MR. MARK ROSE 5236 HIGHWAY 70 WEST, EAGLE RIVER EAGLE RIVER, WI 54521-	Promotional Agreement	01/01/2009
15	Dover International Speedway, Inc	Mark A. Rossi Vice President Sales & Marketing 1131 North DuPont Highway Dover, DE 10091	Turn 1 Suite # 2, 50 Seats with 60 Suite Passes (including admission) and 30 VIP parking	03/01/2007
16	Dover International Speedway, Inc	Senior Vice President-General Counsel, 3505 Silverside Road, Plaza Centre Building, Suite 203 Wilmington, DE 19810	Turn 1 Suite # 2, 50 Seats with 60 Suite Passes (including admission) and 30 VIP parking	03/01/2007
17	Grand Am Road Racing, LLC.	GRAND AM ROAD RACING, LLC. MR. OLLIE DEAN 1801 W INTERNATIONAL SPEEDWAY BLVD DAYTONA BEACH, FL 32114-1215	Official Vehicle Sponsorship for Pontiac Brand	01/03/2008
18	Greater Tulsa Automobile and Truck Show	GREATER TULSA AUTOMOBILE AND TRUCK SHOW MR. CHARLES TABER 3333 S HARVARD AVE STE B TULSA, OK 74135-1802	Promotional Agreement	03/02/2009
19	Hershey Resorts	Jill Fleury Cecala Director of NE Sales and Marketing, West Chocolate Avenue & University Drive, P.O. Box 446, Hershey, PA 17033-0446	Guest rooms, function rooms and food & beverage	08/04/2008
20	IMG Worldwide, Inc.	IMG WORLDWIDE, INC. MR. ERIC BALDWIN 1360 E 9TH ST STE 100 CLEVELAND, OH 44114-1783	Official Car Sponsorship	08/23/2006
21	Insignia Group, LLC	INSIGNIA GROUP, LLC DAVID STRINGER - EXECUTIVE DIRECTOR 220 WESTINGHOUSE BLVD STE 408 CHARLOTTE, NC 28273-6240	License Agreement	04/25/2007

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22	International Sport Properties, Inc.	AMERICAN HOLE N'ONE INC MR. GRANT ADAMS 55 SCOTT STREET, BUFORD BUFORD, GA 30518-	Promotional Agreement	09/16/2009
23	Jacksonhole Mountain Resort Company	JACKSONHOLE MOUNTAIN RESORT COMPANY MR. BILL LEWKOWITZ 3395 CODY DRIVE, TETON VILLAGE TETON VILLAGE, WY 83025-	Promotional Agreement	10/28/2008
24	Leighton Reese	LEIGHTON REESE LEIGHTON REESE 14301 W 62ND ST EDEN PRAIRIE, MN 55346-1708	Motorsports Team Agreement	01/01/2008
25	Live Nation Marketing, Inc.	LIVE NATION MARKETING, INC. MR. JEFF WALLACE 95 SOUTH TURNPIKE RD, WALLINGFORD WALLINGFORD, CT 06492-	Promotional Agreement	04/01/2009
26	National FFA Organization	NATIONAL FFA ORGANIZATION MR. GLENN SIMMS 6060 FFA DRIVE, INDIANAPOLIS INDIANAPOLIS, IN 46278-	Promotional Agreement	08/01/2008
27	National Hot Rod Association	NATIONAL HOT ROD ASSOCIATION MR. GARY DARCY 2035 E FINANCIAL WAY GLENDDORA, CA 91741-4602	Promotional Agreement for Pontiac Brand	01/01/2008
28	National Hot Rod Association	Legal Department, National Hot Rod Association, 2035 Financial Way Glendora, CA 91741-4602	Suite 308, 30 daily suite passes (with pit pass and admission), 25 daily suite passes, 6 parking.	12/11/2006
29	National Hot Rod Association	Legal Department, National Hot Rod Association, 2035 Financial Way Glendora, CA 91741-4602	Sponsorship Agreement	01/22/2009
30	New England Ski Area Council	MR. FRANK TANSEY 127 PEPSI RD., MANCHESTER MANCHESTER, NH 03109	Promotional Agreement	02/19/2009
31	New Stevens LLC	NEW STEVENS LLC MR. JOHN GIFFORD SUMMITT US HIGHWAY 2, SKYKOMISH SKYKOMISH, WA 98288-	Promotional Agreement	11/12/2008
32	Oakdale Theater Concerts	CLEAR CHANNEL COMMUNICATIONS INC. MS. ANDREA ROST 4695 SOUTH MONACO, DENVER DENVER, CO 80237-	Promotional Agreement	02/17/2008

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33	OTS SIGNS L.P.	OTS SIGNS L.P. 745 5TH AVE STE 1707 NEW YORK, NY 10151-1700	Chevrolet Clock in Times Square Advertisement	05/15/2006
34	Promedia LLC D/B/A National Muscle Car Association Hot Rod and Muscle Car Nationals	Steve Wolcott, CEO 3518 W. Lake Center Drive, Suite D, Santa Ana, CA 92704	Sponsorship of National Muscle Car Association LSX Shootout at Memphis Motorsports Park Oct 15-18, 2009	05/06/2009
35	Quail Unlimited, Inc	QUAIL UNLIMITED, INC MR. ROCKY EVANS 31 QUAIL RUN, EDGEFIELD EDGEFIELD, SC 29824-	Promotional Agreement	01/01/2009
36	Quality Dear Management Association	QUALITY DEAR MANAGEMENT ASSOCIATION MR. RANDY BOWDEN 170 WHITETAIL WAY BOGART, GA 30622-6833	Promotional Agreement	01/07/2009
37	RCR Team #31 LLC - Jeff Burton	RCR Team #31 LLC, Personal Services Agreement - Jeff Burton 425 Industrial Drive Welcome, NC 27374	Personal Service Agreement	01/01/2008
38	Richmond International Raceway, Inc	Brian Hagerman Sr. Manager of Business Development 600 East Laburnum Avenue, Richmond, VA 23222	Dogwood 126, 60-person tower suite, 30 pre-race pit road tour passes, 15 parking	11/21/2007
39	RWI Racing LLC	RUSTY WALLACE INC RUSTY WALLACE 149 KNOB HILL RD MOORESVILLE, NC 28117-6847	Motorsports Sponsorship Agreement	01/01/2009
40	Ryan Newman Motorsports, Inc	RYAN NEWMAN MOTORSPORTS, INC MARY GRAMS 165 JENNINGS ROAD, STATESVILLE STATESVILLE, NC 28625-	Sponsorship Service Agreement	02/01/2009
41	San Antonio Livestock Exposition, Inc.	SAN ANTONIO LIVESTOCK EXPOSITION, INC. MS. PAM REW 3201 EAST HOUSTON SAN ANTONIO, TX 78219-	Sponsorship	10/22/2008
42	Sherwood Equities	SHERWOOD EQUITIES BRIAN TURNER 745 5TH AVE STE 1707 NEW YORK, NY 10151-1700	Times Square Billboard (Pontiac Garage)	04/04/2008
43	Sportsman's Adventures	SPORTSMAN'S ADVENTURES MR. RICK MURPHY 6000 SW 80TH STREET, SOUTH MIAMI MIAMI, FL 33143-	Promotional Agreement	04/28/2008

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44	Stallings Capital Group, Inc. dba Bob Stallings Racing LLC	BOB STALLINGS RACING BOB STALLINGS 4 WINDSOR RIDGE, FRISCO FRISCO, TX 75034	Motorsports Team Agreement	01/01/2008
45	T.B.H.C. d/b/a The Arnold Palmer Invitational	T.B.H.C. D/B/A THE ARNOLD PALMER INVITATIONAL MR. SCOTT WELLINGTON 9000 BAY HILL BLVD ORLANDO, FL 32819-4880	PGA Golf Tournament Sponsorship	02/14/2007
46	Tech Nation	33 W Second St Maysville, KY 41056	CAP Advertising Agreement	01/01/2009
47	The California Speedway Corporation	Wayne T. Williams, Corporate Sales Manager 9300 Cherry Avenue Fontana, CA 92335	Double terrace package Suite # 43, 70 VIP suite passes with access to pit row, 4 Worker passes and 35 VIP parking.	08/01/2006
48	The Chanler at Cliff Walk	THE CHANLER AT CLIFF WALK MR. TIM THUPELL 117 MEMORIAL BLVD NEWPORT, RI 02840-3659	Sponsorship	03/21/2009
49	The Oakland Raiders	THE OAKLAND RAIDERS MR. ROBERT KINNARD 1220 OAKLAND HARBOR BAY PKWY, ALAMEDA ALAMEDA, CA 94502-	Promotional Agreement	08/30/2007
50	TIS Industries, Inc.	TIS INDUSTRIES, INC. 16815 E JOHNSON DR CITY OF INDUSTRY, CA 91745-2417	License Agreement	10//01/2007
51	TRAKON SHOW & DISPLAY INC	TRAKON SHOW & DISPLAY INC 42268 YEAREGO DR STERLING HEIGHTS, MI 48314-3260	Show Vehicle Support Contract.	Spot Buy - no date
52	USC Athletics	USC ATHLETICS MR. JOSE ESKANAZI 3501 WATTS WAY # 203A LOS ANGELES, CA 90089-0055	Promotional Agreement	03/31/2009
53	Vehatire	VEHATIRE MIKE RICCHUITI-GENERAL MANAGER 186 N DUPONT HWY STE 33 NEW CASTLE, DE 19720-3139	License Agreement for Promotional Services	08/27/2007
54	Workhorse Custom Chassis LLC	WORKHORSE CUSTOM CHASSIS, LLC ATTN: KEITH H. BERK, ESQ. 180 N LA SALLE ST STE 3700 C/O HORWOOD MARCUS & BERK CHARTERED CHICAGO, IL 60601-2809	Trademark License Agreement	01/01/2005