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*Counsel to Union Pacific Railroad Company*

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

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: In re: : Chapter 11  
: :  
: MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026 (REG)  
: f/k/a GENERAL MOTORS CORP., *et al.*, :  
: :  
: Debtors. : Jointly Administered  
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**NOTICE OF WITHDRAWAL OF OBJECTIONS OF UNION PACIFIC  
RAILROAD COMPANY TO DEBTORS' ASSUMPTION NOTICES**

Union Pacific Railroad Company ("Union Pacific") hereby withdraws its objections regarding Assumption Notices provided by the Debtors with respect to executory contracts between Union Pacific and certain of the Debtors (Docket Nos. 1014 and 4043). Union Pacific has now reached agreement with the Debtors regarding the Assumption Notices. Accordingly, Union Pacific is withdrawing its objections.

Dated: New York, New York  
October 22, 2009

Respectfully submitted,

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