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

-----X  
: **Chapter 11 Case No.**  
: **09-50026 (REG)**  
: **(Jointly Administered)**  
: **Debtors.**  
: **(Jointly Administered)**  
: **(Jointly Administered)**  
: **(Jointly Administered)**  
-----X

**NOTICE OF WITHDRAWAL OF DEBTORS' EIGHTH OMNIBUS MOTION TO  
REJECT CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES  
OF NONRESIDENTIAL REAL PROPERTY SOLELY WITH RESPECT TO  
KNOWLEDGE LEARNING CORPORATION**

PLEASE TAKE NOTICE THAT

Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), hereby withdraw, without prejudice, the Debtors’ Eighth Omnibus Motion to Reject Certain Executory Contracts and Unexpired Leases of Nonresidential Real Property [Docket No. 4291] solely with respect to Knowledge Learning Corporation (f/k/a KinderCare Learning Centers, Inc.).

Dated: New York, New York  
January 27, 2010

/s/ Joseph H. Smolinsky

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