

Hearing Date and Time: April 29, 2010 at 9:45 a.m. (Prevailing Eastern Time)  
Objection Deadline: April 27, 2010 at 4:00 p.m. (Prevailing Eastern Time)

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*Attorneys for Fee Examiner*

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

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In re:	:	Chapter 11
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No. 09-50026
f/k/a General Motors Corp., <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors.	:	Honorable Robert E. Gerber
	:	
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**NOTICE OF HEARING ON FEE EXAMINER’S  
MOTION FOR ADJOURNMENT OF HEARING  
ON SECOND INTERIM FEE APPLICATIONS**

**PLEASE TAKE NOTICE** that upon the April 21, 2010 *Motion for Adjournment of Hearing on Second Interim Fee Applications* (the “**Motion**”) of the Fee Examiner in the above-referenced chapter 11 cases, appointed on December 23, 2009, for an order adjourning the hearings on the second interim fee applications of professionals to a date amenable to the professionals and to the Court, in mid-June, as more fully described in the accompanying Motion, a hearing will be held before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Room 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **April 29, 2010 at 9:45 a.m. (Prevailing Eastern Time)**, or as soon thereafter as counsel may be heard.

**PLEASE TAKE FURTHER NOTICE** that responses or objections to the Motion, if any, shall be in writing, shall conform to the Bankruptcy Rules and the Local Rules of the Bankruptcy Court for the Southern District of New York, shall set forth the name of the objecting party, the basis for the objection and the specific grounds, shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (which may be found

at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court's case filing system and by all other parties in interest, on 3.5 inch disk, preferably in Portable Document Format (PDF), or any other Windows-based word processing format (with two hard copies delivered directly to Chambers) and shall be served upon: (i) the chambers of the Honorable Robert E. Gerber, One Bowling Green, New York, New York 10004, Courtroom 601; (ii) Weil, Gotshal & Manges, LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Harvey R. Miller, Stephen Karotkin, and Joseph H. Smolinsky); (iii) the Debtors, c/o Motors Liquidation Company, 300 Renaissance Center, Detroit, Michigan 48265 (Attn: Ted Stenger); (iv) General Motors Company, 300 Renaissance Center, Detroit, Michigan 48265 (Attn: Lawrence S. Buonomo); (v) Cadwalader, Wickersham & Taft LLP, attorneys for the United States Department of the Treasury, One World Financial Center, New York, New York 10281 (Attn: John J. Rapisardi); (vi) the United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, D.C. 20220 (Attn: Joseph Samarias); (vii) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th Floor, New York, New York, 10019 (Attn: Michael J. Edelman and Michael L. Schein); (viii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors (the "**Committee**"), 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Amy Caton, Adam C. Rogoff, and Gregory G. Plotko); (ix) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York, 10004 (Attn: Diana G. Adams); (x) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York, 10007 (Attn: David S. Jones and Natalie Kuehler); (xi) Caplin & Drysdale, Chartered, attorneys for the Official Committee of Unsecured Creditors Holding Asbestos Related Claims (the "**Asbestos Claimants' Committee**"), 375 Park Avenue, 35<sup>th</sup> Floor, New York, New York 10152-3505 (Attn: Elihu Inselbuch); (xii) Dean M. Trafelet, the legal representative for holders of future asbestos personal injury claims (the "**Future Claimants' Representative**"), 50 West Schiller, Chicago, Illinois 60610, (xiii) Stutzman, Bromberg, Esserman & Plifka a professional corporation, attorneys for Dean M. Trafelet, legal representative for future asbestos personal injury claimants, 2323 Bryan Street, Suite 2200, Dallas, Texas 75201 (Attn: Sander L. Esserman), and (xiv) Godfrey & Kahn, S.C., 780 North Water Street, Milwaukee, Wisconsin 53202 (Attn: Timothy F. Nixon), **so as to be filed and received no later than April 27, 2010, at 4:00 p.m. (Prevailing Eastern Time)** (the "**Objection Deadline**").

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**PLEASE TAKE FURTHER NOTICE** that if no objections are timely filed and served with respect to the Motion, the Fee Examiner may, on or after the Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order that accompanies the Motion, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: Madison, Wisconsin  
April 21, 2010.

GODFREY & KAHN, S.C.

By:           /s/ Katherine Stadler            
Timothy F. Nixon (TN 2644)  
Katherine Stadler (KS 6831)

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*Attorneys for the Fee Examiner*

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

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In re: : Chapter 11  
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MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026  
f/k/a General Motors Corp., *et al.*, : (Jointly Administered)  
: :  
Debtors. : Honorable Robert E. Gerber  
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**FEE EXAMINER'S MOTION FOR ADJOURNMENT  
OF HEARING ON SECOND INTERIM FEE APPLICATIONS**

TO: Hon. Robert E. Gerber  
U.S. Bankruptcy Judge

**MOTION**

The Fee Examiner of General Motors Corporation (n/k/a/ Motors Liquidation Company), appointed on December 23, 2009, moves the Court for an order adjourning the hearing date on all pending second interim fee applications until approximately mid-June.

## SUMMARY STATEMENT

This motion seeks to adjourn the hearing on second interim fee applications until a date, convenient for the parties and the Court, in mid-June to reflect their volume and the uncertain status of the Stuart Maue application.

## BACKGROUND

1. Commencing on June 1, 2009, General Motors Corp. and certain of its affiliates (“**Debtors**”) filed in this Court voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Federal Rule of Bankruptcy Procedure 1015(b). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to 11 U.S.C. §§ 1107(2) and 1108.

2. On June 3, 2009, Diana G. Adams, the United States Trustee for the Southern District of New York, appointed the statutory committee of unsecured creditors pursuant to 11 U.S.C. § 1102.

3. On December 23, 2009, the United States Trustee, the Debtors, and the Creditors’ Committee proposed by stipulation the appointment of Brady C. Williamson as examiner in the above-captioned chapter 11 cases (the “**Fee Examiner**”) and, without objection and through the Fee Examiner Order entered that same day, the Court approved the appointment.

4. On January 5, 2010, the Fee Examiner submitted an *Application of the Fee Examiner for Authorization to Employ and Retain Godfrey & Kahn, S.C. as Counsel to the Fee Examiner, Nunc Pro Tunc to December 28, 2009* and, without objection, the Court entered an Order authorizing the employment of Godfrey & Kahn, S.C. (“**Godfrey & Kahn**”) on January 19, 2010 [Docket No. 4833].

5. The Fee Examiner also filed the *Fee Examiner's Application to Authorize the Limited Retention and Employment of the Stuart Maue Firm as Consultant to the Fee Examiner as of January 22, 2010*. [Docket No. 4910]. Without objection, the *Order Pursuant to Section 327(a) of the Bankruptcy Code Authorizing the Retention and Employment of the Stuart Maue Firm as Consultant to the Fee Examiner Nunc Pro Tunc as of January 22, 2010* was entered on February 17, 2010 [Docket No. 5005], authorizing Stuart Maue (the “**Auditor**”) to work with the Fee Examiner and counsel in reviewing the first interim fee and expense request of Jenner & Block; Kramer Levin Naftalis & Frankel LLP; Brownfield Partners, LLC; LFR, Inc.; and The Claro Group, LLC.

6. On April 5, 2010, the Fee Examiner submitted the *Fee Examiner's Application to Authorize the Extended Retention and Employment of the Stuart Maue Firm as Consultant to the Fee Examiner as of March 8, 2010* [Docket No. 5431]. On April 19, 2010 the Debtors filed the *Response of Debtors to Fee Examiner's Application to Authorize Extended Retention of the Stuart Maue Firm As Consultant to the Fee Examiner as of March 8, 2010* [Docket No. 5522]. The Application and Response will be scheduled for hearing on April 29, 2009, along with the pending first interim fee applications.

7. The following retained case professionals have filed second interim fee applications. As indicated by asterisk, four professionals unilaterally have noticed the second interim fee applications for hearing on April 29, 2010:

- Weil, Gotshal & Manges, LLP [Docket No. 5295]\*
- LFR, Inc. [Docket No. 5270]
- Jones Day [Docket No. 5285]\*
- Butzel Long, P.C. [Docket No. 5293]
- Jenner & Block, LLP [Docket No. 5263]
- FTI Consulting, Inc. [Docket No. 5279]
- Brownfield Partners, LLC [Docket No. 5291]
- Kramer, Levin, Naftalis & Frankel, LLP [Docket No. 5296]\*

- The Claro Group, LLC [Docket No. 5290]
- Plante & Moran, PLLC<sup>1</sup> [Docket No.5294]\*

### **GROUND FOR MOTION**

8. The Fee Examiner began receiving second interim fee applications on March 15, 2010. He received the most recent second fee application on March 17, 2010. There has been insufficient time to review the second interim fee applications as the Fee Examiner completes his work on the first interim applications.

9. Some professionals have stipulated to an adjournment of the hearing on their first interim fee applications and/or have stipulated to have their first and second interim fee applications heard, together, in mid-June.

10. The issue of Stuart Maue's extended retention remains pending, meaning quantitative audits of second interim fee applications have not yet been authorized by the Court.

11. The April 29, 2010 hearing will include presentation of comprehensive reports, recommendations and, in some cases, objections from the Fee Examiner on 14 pending first interim fee applications. Adding additional fee applications to that hearing docket may not be practical. Moreover, the Court no doubt will provide guidance on April 29 directly relevant to the Fee Examiner's review—and that of the U.S. Trustee—to the second and subsequent fee applications.

### **RELIEF SOUGHT**

WHEREFORE, the Fee Examiner moves the Court to adjourn the hearing on the second interim fee applications listed in paragraph 7, above, to a date, amenable to the professionals and to the Court, in mid-June.

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<sup>1</sup> Plante & Moran, PLLC's application is a first interim fee application, filed on March 17, 2010.

Dated: Madison, Wisconsin  
April 21, 2010.

GODFREY & KAHN, S.C.

By:           /s/ Katherine Stadler            
Timothy F. Nixon (TN 2644)  
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*Attorneys for Fee Examiner*

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**EXHIBIT A**

**(Proposed Order)**

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MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026  
f/k/a General Motors Corp., *et al.*, : (Jointly Administered)  
: :  
Debtors. : Honorable Robert E. Gerber  
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**ORDER ADJOURNING THE HEARING  
ON SECOND INTERIM FEE APPLICATIONS**

Upon the April 21, 2010 *Motion for Adjournment of Hearing on Second Interim Fee Applications* (the “**Motion**”) of the Fee Examiner in the above-referenced chapter 11 cases, appointed on December 23, 2009, for an order adjourning the hearings on the second interim fee applications of professionals to a date amenable to the professionals and to the Court, in mid-June, and there being due and sufficient notice of the Motion; and this Court having considered the objections thereto; and a hearing having been held on April 29, 2010; and after due deliberation thereon, and good and sufficient cause appearing therefor, it is hereby,

ORDERED AND ADJUDGED AS FOLLOWS:

1. The Motion is granted.

Dated: New York, New York  
\_\_\_\_\_, 2010.

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Hon. Robert E. Gerber  
United States Bankruptcy Judge

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