

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

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In re:

MOTORS LIQUIDATION COMPANY, f/k/a
GENERAL MOTORS CORPORATION, *et al.*,

Chapter 11

Case No. 09-50026 (MG)
(Jointly Administered)

Debtors.

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MOTORS LIQUIDATION COMPANY AVOIDANCE
ACTION TRUST, by and through the Wilmington Trust
Company, solely in its capacity as Trust Administrator and
Trustee,

Adversary Proceeding

Plaintiff,

Case No. 09-00504 (MG)

against

JPMORGAN CHASE BANK, N.A., *et al.*,

Defendants.

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**STIPULATION AND NOTICE OF
LIMITED WITHDRAWAL OF APPLICATION FOR
CERTIFICATE OF DEFAULT AS TO DEFENDANT SENIOR INCOME TRUST**

**TO: VITO GENNA, CLERK OF COURT
UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

WHEREAS, on April 26, 2016, Plaintiff submitted an Amended Omnibus Application for Certificates of Default and Declaration of Eric B. Fisher in support thereof against certain Defendants (Dkt. No. 503, 504); and

WHEREAS Plaintiff's request included entry of a Certificate of Default against **SENIOR INCOME TRUST** as named in paragraph 489 of the Amended Complaint; and

WHEREAS Defendant **EATON VANCE SENIOR INCOME TRUST** answered the Amended Complaint and appeared through counsel (Dkt. No. 241; 248); and

WHEREAS Defendant **EATON VANCE SENIOR INCOME TRUST** admits that it received a transfer made on account of the Term Loan during the preference period; and

WHEREAS Defendant **EATON VANCE SENIOR INCOME TRUST** admits that it received a postpetition transfer made on account of the Term Loan; and

WHEREAS Jones Day and Munger, Tolles & Olson LLP represent Defendant **EATON VANCE SENIOR INCOME TRUST** in connection with Plaintiff's efforts to avoid both transfers; and

WHEREAS the parties hereby agree that the allegations in paragraph 489 of the Amended Complaint as against **SENIOR INCOME TRUST** are deemed to be made against Defendant **EATON VANCE SENIOR INCOME TRUST**;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned parties, that:

1. Plaintiff's Amended Application for a Certificate of Default as to **SENIOR INCOME TRUST** is hereby withdrawn, but only as to that entity;
2. The Clerk's entry of a Certificate of Default as to **SENIOR INCOME TRUST** (Dkt. 534) in connection with Plaintiff's Amended Application for a Certificate of Default (Dkt. No. 503), for good cause shown herein; is vacated by this Court; and
3. Plaintiff agrees it will not move for default judgment against **SENIOR INCOME TRUST** in connection with any entry of a Certificate of Default under its Amended Application at Docket 503.

<p>Dated: New York, New York May 9, 2016</p>	<p>BINDER & SCHWARTZ LLP <u>/s/ Eric Fisher</u> Eric B. Fisher 366 Madison Avenue, 6th Floor New York, New York 10017 Tel: (212) 510-7008 Facsimile: (212) 510-7299 <i>Attorneys for the Motors Liquidation Company Avoidance Action Trust</i></p>
	<p>JONES DAY <u>/s/ Erin Burke</u> Erin L. Burke 555 South Flower Street, 50th Floor Los Angeles, CA 90071-2300 Tel: (213) 489-3939 Facsimile: (213) 243-2539 <i>Attorneys for Eaton Vance Senior Income Trust</i></p>

IT IS SO ORDERED

Dated: New York, New York
May [], 2016

Hon. Martin Glenn
United States Bankruptcy Judge

CERTIFICATE OF SERVICE

I, Michael M. Hodgson, hereby certify that on May 9, 2016, I caused to be served a true and correct copy of Plaintiff's *Stipulation and Notice of Limited Withdrawal of Application for Certificate of Default* by e-mail upon:

Erin L. Burke	eburke@jonesday.com
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and by electronic filing through the CM/ECF System of the United States Bankruptcy Court for the Southern District of New York which will send notification of such filing to all registered users in the case.

Dated: New York, New York
May 9, 2016

/s/ Michael M. Hodgson
Michael M. Hodgson