

**PLEASE CAREFULLY REVIEW THIS OBJECTION AND THE ATTACHMENTS
HERETO TO DETERMINE WHETHER THIS OBJECTION
AFFECTS YOUR CLAIM(S)**

**FOR QUESTIONS CONCERNING YOUR GMAC BONDS, PLEASE CALL THE GMAC
(ALLY FINANCIAL) INVESTOR HOTLINE AT 1-866-710-4623**

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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)**
-----X

NOTICE OF DEBTORS' NINETY-THIRD OMNIBUS OBJECTION TO CLAIMS
(No Liability GMAC Debt Claims)

PLEASE TAKE NOTICE that on September 17, 2010, Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (the "**Debtors**"), filed their ninety-third omnibus objection to expunge certain claims (the "**Ninety-Third Omnibus Objection to Claims**"), and that a hearing (the "**Hearing**") to consider the Ninety-Third Omnibus Objection to Claims 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 **October 26, 2010 at 9:45 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard.

PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE NINETY-THIRD OMNIBUS OBJECTION TO CLAIMS TO SEE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION AND/OR IN EXHIBIT "A" ANNEXED THERETO.

PLEASE TAKE FURTHER NOTICE that any responses to the Ninety-Third Objection to Claims must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's filing system, and (b) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 and on (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., and Joseph H. Smolinsky, Esq.); (ii) the Debtors, c/o Motors Liquidation Company, 500 Renaissance Center, Suite 1400, Detroit, Michigan 48243 (Attn: Ted Stenger); (iii) General Motors, LLC, 400 Renaissance Center, Detroit, Michigan 48265 (Attn: Lawrence S. Buonomo, Esq.); (iv) 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, Esq.); (v) the United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, D.C. 20220 (Attn: Joseph Samarias, Esq.); (vi) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th

Floor, New York, New York 10019 (Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.); (vii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq., Robert Schmidt, Esq., Lauren Macksoud, Esq., and Jennifer Sharret, Esq.); (viii) 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: Tracy Hope Davis, Esq.); (ix) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York 10007 (Attn: David S. Jones, Esq. and Natalie Kuehler, Esq.); (x) Caplin & Drysdale, Chartered, attorneys for the official committee of unsecured creditors holding asbestos-related claims, 375 Park Avenue, 35th Floor, New York, New York 10152-3500 (Attn: Elihu Inselbuch, Esq. and Rita C. Tobin, Esq.) and One Thomas Circle, N.W., Suite 1100, Washington, DC 20005 (Attn: Trevor W. Swett III, Esq. and Kevin C. Maclay, Esq.); and (xi) Stutzman, Bromberg, Esserman & Plifka, A Professional Corporation, attorneys for Dean M. Trafelet in his capacity as the legal representative for future asbestos personal injury claimants, 2323 Bryan Street, Suite 2200, Dallas, Texas 75201 (Attn: Sander L. Esserman, Esq. and Robert T. Brousseau, Esq.), so as to be received no later than **October 19, 2010, at 4:00 p.m. (Eastern Time)** (the "**Response Deadline**").

PLEASE TAKE FURTHER NOTICE that if no responses are timely filed and served with respect to the Ninety-Third Omnibus Objection to Claims or any claim set forth thereon, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Ninety-Third Omnibus Objection to Claims, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: New York, New York
September 17, 2010

/s/ Joseph H. Smolinsky
Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

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Attorneys for Debtors and
Debtors in Possession

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

-----X
In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* :
: :
Debtors. : (Jointly Administered)
: :
-----X

DEBTORS' NINETY-THIRD OMNIBUS OBJECTION TO CLAIMS
(No Liability GMAC Debt Claims)

**THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF CLAIM.
CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE
EXHIBIT ANNEXED TO THIS OBJECTION.**

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

Motors Liquidation Company (f/k/a General Motors Corporation) (“MLC”) and
its affiliated debtors, as debtors in possession (collectively, the “Debtors”), respectfully
represent:

Relief Requested

1. The Debtors file this ninety-third omnibus objection to certain claims (the “**Ninety-Third Omnibus Objection to Claims**”), pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) [Docket No. 4180], and this Court’s order approving the procedures relating to the filing of proofs of claim (the “**Bar Date Order**”) [Docket No. 4079], seeking entry of an order disallowing and expunging the claims listed on **Exhibit “A”** annexed hereto.¹

2. The Debtors have examined the proofs of claim identified on Exhibit “A”, and have determined that the proofs of claim listed under the heading “*Claims to be Disallowed and Expunged*” (collectively, the “**No Liability GMAC Debt Claims**”) seek recovery for amounts for which the Debtors are not liable. The No Liability GMAC Debt Claims are claims for amounts owing under bonds issued by General Motors Acceptance Corporation (“**GMAC**”), an entirely separate company than General Motors Corporation (“**GM**”) and not a debtor in these chapter 11 cases. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and the Procedures Order, the Debtors seek entry of an order disallowing and expunging from the claims register the No Liability GMAC Debt Claims. Further, the Debtors reserve all of their rights to object on any other basis to any No Liability GMAC Debt Claims as to which the Court does not grant the relief requested herein.

¹ Creditors can obtain copies of the cover page of any proof of claim filed against the Debtors’ bankruptcy estates on the Debtors’ claims register on the website maintained by the Debtors’ claims agent, www.motorsliquidation.com. A link to the claims register is located under the “Claims Information” tab. Creditors without access to the Internet may request a copy of the cover page of any proof of claim by mail to The Garden City Group, Inc., Motors Liquidation Company Claims Agent, P.O. Box 9386, Dublin, Ohio 43017-4286 or by calling The Garden City Group, Inc. at 1-703-286-6401.

Jurisdiction

3. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

Background

4. On June 1, 2009, four of the Debtors (the “**Initial Debtors**”)² commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, and on October 9, 2009, two additional Debtors (the “**Realm/Encore Debtors**”)³ commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, which cases are jointly administered with those of the Initial Debtors under Case Number 09-50026 (REG). On September 15, 2009, the Initial Debtors filed their schedules of assets and liabilities and statements of financial affairs, which were amended on October 4, 2009. On October 15, 2009, the Realm/Encore Debtors filed their schedules of assets and liabilities and statements of financial affairs.

5. On September 16, 2009, this Court entered an order [Docket No. 4079] establishing November 30, 2009 as the deadline for each person or entity to file a proof of claim in the Initial Debtors’ cases, including governmental units. On December 2, 2009, this Court entered an order [Docket No. 4586] establishing February 1, 2010 as the deadline for each person or entity to file a proof of claim in the Realm/Encore Debtors’ cases (except governmental units, as defined in section 101(27) of the Bankruptcy Code, for which the Court established April 16, 2010 as the deadline to file proofs of claim).

² The Initial Debtors are Motors Liquidation Company (f/k/a General Motors Corporation), MLCS, LLC (f/k/a Saturn, LLC), MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation), and MLC of Harlem, Inc. (f/k/a Chevrolet-Saturn of Harlem, Inc.).

³ The Realm/Encore Debtors are Remediation and Liability Management Company, Inc., and Environmental Corporate Remediation Company, Inc.

6. Furthermore, on October 6, 2009, this Court entered the Procedures Order, which authorizes the Debtors, among other things, to file omnibus objections to no more than 100 claims at a time, under various grounds, including those set forth in Bankruptcy Rule 3007(d) and those additional grounds set forth in the Procedures Order.

The Relief Requested Should Be Approved by the Court

7. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If an objection refuting at least one of the claim’s essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. *See In re Oneida Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelpia Commc’ns Corp.*, Ch. 11 Case No. 02-41729 (REG), 2007 Bankr. LEXIS 660 at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

8. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law.” 11 U.S.C. § 502(b)(1). Moreover, the Procedures Order provides that the Debtors may file omnibus objections to claims that “seek recovery of amounts for which the Debtors are not liable.” (Procedures Order at 2.)

9. As set forth above, the No Liability GMAC Debt Claims are claims for amounts owing under bonds issued by GMAC. The Debtors did not issue these bonds. The Debtors are not liable for claims filed against unrelated, non-Debtor third parties.

10. The Debtors believe that the claimants asserting No Liability GMAC Claims are confused by the similarity of names of GM and GMAC. GMAC, now known as Ally Financial Inc., used to be majority owned by MLC but that is no longer the case.

11. As such, the Debtors are not liable for the No Liability GMAC Debt Claims. To avoid the possibility of improper recovery against the Debtors’ estates and for the

benefit of the proper creditors of the Debtors, the Debtors request that the Court disallow and expunge in their entirety the No Liability GMAC Debt Claims.

Notice

12. Notice of this Ninety-Third Omnibus Objection to Claims has been provided to each claimant listed on Exhibit "A" and parties in interest in accordance with the Fourth Amended Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c) and 9007 Establishing Notice and Case Management Procedures, dated August 24, 2010 [Docket No. 6750]. The Debtors submit that such notice is sufficient and no other or further notice need be provided.

13. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: New York, New York
September 17, 2010

/s/ Joseph H. Smolinsky
Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
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Attorneys for Debtors
and Debtors in Possession

EXHIBIT A

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| ALEXANDER PITYLAK (IRA) FCC AS CUSTODIAN 335 PARAGON DR TROY, MI 48098 | 12827 | Moters Liquidation Company | \$8,188.80 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$8,188.80 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$16,377.60 (T) | | |
| ALLEN, JOHN L 6424 MAPLEBROOK LN FLINT, MI 48507 | 19110 | Moters Liquidation Company | \$87,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$87,000.00 (P) | | |
| | | | \$87,000.00 (U) | | |
| | | | \$261,000.00 (T) | | |
| ANDREW FRIESEN & ANNE MARIE FRIESEN 127 COOPER GAP RD SUCHES, GA 30572 | 48489 | Moters Liquidation Company | \$8,282.60 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$10,005.00 (U) | | |
| | | | \$18,287.60 (T) | | |
| ANDREW FRIESEN & ANNE MARIE FRIESEN 127 COOPER GAP RD SUCHES, GA 30572 | 48490 | Moters Liquidation Company | \$6,822.70 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$10,006.00 (U) | | |
| | | | \$16,828.70 (T) | | |
| ANDREW FRIESEN & ANNE MARIE FRIESEN 127 COOPER GAP RD SUCHES, GA 30572 | 48491 | Moters Liquidation Company | \$3,664.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$5,033.00 (U) | | |
| | | | \$8,697.00 (T) | | |
| ANDREW FRIESEN & ANNE MARIE FRIESEN 127 COOPER GAP RD SUCHES, GA 30572 | 48492 | Moters Liquidation Company | \$16,424.60 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$20,004.34 (U) | | |
| | | | \$36,428.94 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| AVA DITTMAN 7 GAGE COURT HOUSTON, TX 77024 | 62368 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$25,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,000.00 (T) | | |
| BALFOUR RESOURCES LTD C/O STRASSMAN 3370 NE 190TH ST APT 911 AVENTURA, FL 33180 | 6029 | Motors Liquidation Company | \$99,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$99,000.00 (T) | | |
| BARTOLO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE | 31608 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$585,090.00 (U) | | |
| | | | \$585,090.00 (T) | | |
| BENJAMIN & ALMA SHANK JTWROS 1 DOGWOOD LANE PALMYRA, PA 17078 | 28125 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$15,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$15,000.00 (T) | | |
| | | Unliquidated | | | |
| BESSIE ANNE BRETCH 1733 KIMBERLY DR MARIETTA, GA 30008 | 3386 | Motors Liquidation Company | \$35,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$35,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$70,000.00 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| CARYL BENJAMIN 2 FIELDSTONE LANE OYSTER BAY, NY 11771 | 33310 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$300,000.00 (U) | | |
| | | | \$300,000.00 (T) | | |
| CECIL A BENJAMIN ALBERTHA L BENJAMIN JTWROS 347 MT HOPE BLVD HASTINGS ON HUDSON, NY 10706 | 7191 | Motors Liquidation Company | \$100,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$100,000.00 (T) | | |
| CHARLES L GRISWOLD 2211 KINGSBORO RD CASPER, WY 82604 | 18281 | Motors Liquidation Company | \$8,271.40 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$1,730.00 (U) | | |
| | | | \$10,001.40 (T) | | |
| CONCETTO J MAENZA CGM IRA CUSTODIAN 2 BERKSHIRE LANE BURR RIDGE, IL 60527 | 18636 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$1,856.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$1,856.00 (T) | | |
| CONCETTO J MAENZA AND PHYLLIS MAENZA TEN IN COM 2 BERKSHIRE LN BURR RIDGE, IL 60527 | 18637 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$2,609.19 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$2,609.19 (T) | | |
| DAVID EHRENWERTH 1500 OLIVER BUILDING PITTSBURGH, PA 15222 | 17205 | Motors Liquidation Company | \$29,578.80 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$29,578.80 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$59,157.60 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|---|---|--------------------------|
| DAVID SAMAIA 85-15 67TH DRIVE REGO PARK, NY 11374 UNITED STATES OF AMERICA | 61899 | Moters Liquidation Company | \$20,000.00 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$20,000.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| DESHI CIRCLE LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE | 31366 | Moters Liquidation Company | \$0.00 (S) \$0.00 (A) \$0.00 (P) \$642,660.00 (U) \$642,660.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| DONALD BRYANT 2020 CANTERBURY DR BEDFORD, TX 76021 UNITED STATES OF AMERICA | 14767 | Moters Liquidation Company | \$30,000.00 (S) \$0.00 (A) \$0.00 (P) \$1,171.00 (U) \$31,171.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| ELBERT D MITCHELL TOD DTD 12/12/07 4325 MCKIBBEN FT WORTH, TX 76117 | 68258 | Moters Liquidation Company | \$17,997.75 (S) \$0.00 (A) \$17,997.75 (P) \$0.00 (U) \$35,995.50 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| ELLEN KAPLAN 45 COPPERMINE RD PRINCETON, NJ 08540 | 21915 | Moters Liquidation Company | \$24,925.08 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$24,925.08 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| ELLEN KAPLAN 45 COPPERMINE RD PRINCETON, NJ 08540 | 26916 | Motors Liquidation Company | \$24,925.08 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$24,925.08 (T) | | |
| ELLIOT STONE PO BOX 9011 ST AUGUSTINE, FL 32085 | 7325 | Motors Liquidation Company | \$10,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,000.00 (T) | | |
| EVELYN B WILLEY IRA FCC AS CUSTODIAN 1934 W ANKLAM TUCSON, AZ 85745 | 25406 | Motors Liquidation Company | \$10,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,000.00 (T) | | |
| FRANCES LEMBECK 436 DIVINE AVE COOPER, WY 82601 | 13215 | Motors Liquidation Company | \$6,135.30 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$6,135.30 (T) | | |
| FRANCES LOMBARDO FRANCES LOMBARDO TRUST UAD 10/02/07 FRANCES LOMBARDO TTEE 950 HUASNA RD 5 ARROYO GRANDE, CA 93420 | 4413 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$5,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,000.00 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| GASPER J. PASQUALETTO 1550 SMITH STREET POMONA, CA 91766 | 8647 | Motors Liquidation Company | \$5,613.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,613.00 (T) | | |
| GENE & CARLA CORSON PO BOX 1288 MILLS, WY 82644 | 13950 | Motors Liquidation Company | \$14,951.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$9,692.25 (U) | | |
| | | | \$24,643.25 (T) | | |
| GUNNER H ANDERSON JR 2 VIRGINIA LN NEW HARTFORD, NY 13413 | 22529 | Motors Liquidation Company | \$11,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$11,000.00 (T) | | |
| GWENDOLYN R MILLER 4271 BRIAR PL DAYTON, OH 45405 | 67851 | Motors Liquidation Company | \$139,176.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$7,800.00 (U) | | |
| | | | \$146,976.00 (T) | | |
| HENRY, TAYLOR H 3965 E LELAND ST MESA, AZ 85215 | 10349 | Motors Liquidation Company | \$30,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$30,000.00 (T) | | |
| HILDRED LIBBY SINGER 1449 THE HIDEOUT LAKE ARIEL, PA 18436 | 11396 | Motors Liquidation Company | \$32,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$32,000.00 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| HILLIARD LYONS CUST FOR NORMAN G MORRIS IRA 1901 TAYLOR ROAD COLUMBUS, IN 47203 | 7870 | Motors Liquidation Company | \$17,005.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$17,005.00 (T) | | |
| HORTENSE WINER 155 CHARTER OAKS DR APT 2 BUFFALO, NY 14228 | 38949 | Motors Liquidation Company | \$10,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,000.00 (T) | | |
| HOWARD B KRAUSE & LOIS D KRAUSE 7061 N KEDZIE AVE STE 215 CHICAGO, IL 60645 | 69373 | Motors Liquidation Company | \$25,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,000.00 (T) | | |
| IRA FBO HARRY HEINEMANN C/O PERSHING LLC AS CUSTODIAN 4 BURBURY LANE GREAT NECK, NY 11023 | 9493 | Motors Liquidation Company | \$8,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$8,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$16,000.00 (T) | | |
| IRMA H KEIL & HANS H KEIL 1501 CULPEPPER MURRAY, UT 84123 | 21772 | Motors Liquidation Company | \$25,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,000.00 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| J G PATEL MD DEFINE BENEFIT PLAN IRA ROLLOVER 137 RODGERS CT WILLOWBROOK, IL 60527 | 61822 | Motors Liquidation Company | \$10,510.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,510.00 (T) | | |
| | | | Unliquidated | | |
| J GUTERMAN & R GUTERMAN CO-TTEE JOYCE GUTERMAN REV TRUST U/A DTD 02/17/1998 6656 NW 24TH TERRACE BOCA RATON, FL 33496 | 16424 | Motors Liquidation Company | \$12,500.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$12,500.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,000.00 (T) | | |
| | | | Unliquidated | | |
| JAMES R HICKMAN & VIVIAN L HICKMAN JT TEN 11610 HEARTHWOOD DR WAYNESBORO, PA 17268 | 21089 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$4,447.20 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$4,447.20 (T) | | |
| | | | Unliquidated | | |
| JANET T SOHN PO BOX 188 GROSSE ISLE, MI 48138 | 3245 | Motors Liquidation Company | \$4,997.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$4,997.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,994.00 (T) | | |
| | | | Unliquidated | | |
| JEAN & DELMAS ROGERS JEAN D & DELMAS (JD) ROGERS PO BOX 221 SCREVEN, GA 31560 | 18564 | Motors Liquidation Company | \$5,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,000.00 (T) | | |
| | | | Unliquidated | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| JOHN J SIMPSON AND GERTRUDE SIMPSON JTWROS 2330 COTTONWOOD CT CEDARWOOD ESTATES MAYSVILLE, KY 41056 | 14137 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$11,809.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$11,809.00 (T) | | |
| JOHN ROBERTSON 3119 SPRUCEWOOD RD WILMETTE, IL 60091 | 69374 | Motors Liquidation Company | \$30,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$30,000.00 (T) | | |
| JOHN WILLIAMS IRA PTC CUSTODIAN JOHN WILLIAMS 73 EDDINS LN CRAWFORDVILLE, FL 32327 UNITED STATES OF AMERICA | 17353 | Motors Liquidation Company | \$15,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$15,000.00 (U) | | |
| | | | \$30,000.00 (T) | | |
| JUDY B NOLTE & KENNETH C NOLTE JTWROS 4513 ROSEDALE AVENUE AUSTIN, TX 78756 UNITED STATES OF AMERICA | 51131 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$17,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$17,000.00 (T) | | |
| | | Unliquidated | | | |
| JUNE V LANDER 13425 MARGATE ST SHERMAN OAKS, CA 91401 | 61116 | Motors Liquidation Company | \$9,258.75 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,258.75 (T) | | |

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| JUNE V LAUDER 13425 MARGATE ST SHERMAN OAKS, CA 91401 | 61928 | Motors Liquidation Company | \$9,258.75 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,258.75 (T) | | |
| KATHLEEN PAUL 1009 REDWING DR COLUMBUS, IN 47203 | 31434 | Motors Liquidation Company | \$10,005.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,005.00 (T) | | |
| LAWRENCE SHIFRIN 16438 RAMADA DR SAN DIEGO, CA 92128 | 14769 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$25,184.00 (P) | | |
| | | | \$25,184.00 (U) | | |
| | | | \$50,368.00 (T) | | |
| LEO HAAS & TERRY HAAS LEO HAAS 5380 CEDAR LAKE DR #101 BOYNTON BEACH, FL 33437 | 6100 | Motors Liquidation Company | \$18,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$18,000.00 (T) | | |
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29283 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$10,806.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,806.00 (T) | | |
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29284 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$15,950.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$15,950.00 (T) | | |

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29285 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$16,390.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$16,390.00 (T) | | |
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29286 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$7,026.60 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$7,026.60 (T) | | |
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29287 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$8,538.20 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$8,538.20 (T) | | |
| LESTER H KRAWITZ 7900 ELKINS PARK HOUSE APT 507 A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29297 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$28,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$28,000.00 (T) | | |
| LESTER H. KRAWITZ 7900 ELKINS PARKHOUSE APT 507A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29280 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$21,615.30 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$21,615.30 (T) | | |

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| LESTER H. KRAWITZ 7900 ELKINS PARKHOUSE APT 507A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29281 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$15,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$15,000.00 (T) | | |
| LESTER H. KRAWITZ 7900 ELKINS PARKHOUSE APT 507A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29282 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$50,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$50,000.00 (T) | | |
| LESTER H. KRAWITZ 7900 ELKINS PARK HOUSE APT 507 A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29296 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$5,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,000.00 (T) | | |
| LESTER KRAWITZ 7900 ELKINS PARK HOUSE APT 507 A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29295 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$42,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$42,000.00 (T) | | |
| LEWIS J NAKKEN & MARILYN M NAKKEN 908 AMBERVIEW DRIVE SW BYRON CENTER, MI 49315 | 2992 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$8,207.58 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$8,207.58 (T) | | |

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| LIFE ASSURANCE COMPANY OF AMERICA ATTN ANTHONY C BORCICH 1100 JORIE BLVD, STE 143 OAK BROOK, IL 60523 | 16493 | Motors Liquidation Company | \$87,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$87,000.00 (T) | | |
| LINDA JEAN WILSON LIVING TRUST ROBERT E WILSON 4301 E EASTMAN AVE DENVER, CO 80222 | 7416 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$5,330.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,330.00 (T) | | |
| LOMBARD INTERNATIONAL ASSURANCE SA ATTN PAUL CASEY - A/C V01616 AIRPORT CENTER, 2 ROUTE DE TREVE L2633 SENNINGERBERG, LUXEMBOURG, EUROPE , LUXEMBOURG | 22337 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$1,319,566.50 (U) | | |
| | | | \$1,319,566.50 (T) | | |
| LORRAINE MARIAN DAVIS SPECIAL ACCOUNT 275 CAPRI CIR N APT A102 SAINT PETERSBURG, FL 33706 | 21262 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$20,289.90 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$20,289.90 (T) | | |
| M N E LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE | 31364 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$295,185.00 (U) | | |
| | | | \$295,185.00 (T) | | |

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| MAGARET E BREEN TTEE U A DTD 3-7-92 FOR BREEN FAMILY TRUST 905 W HERITAGE DR PAYSON, AZ 85541 | 12555 | Moters Liquidation Company | \$10,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,000.00 (T) | | |
| MARISA SAMAIA 85-11 67TH DRIVE REGO PARK, NY 11374 | 14466 | Moters Liquidation Company | \$20,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$20,000.00 (T) | | |
| MARY C STARKE PO BOX 402 SUFFERN, NY 10902 | 21867 | Moters Liquidation Company | \$3,425.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$3,425.00 (T) | | |
| MARYLIN WILEN 28 HAMLET DR PLAINVIEW, NY 11803 | 8623 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$25,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,000.00 (T) | | |
| MAXINE M. HERMANSON CGM IRA CUSTODIAN 5106 MONTGOMERY DRIVE MADISON, WI 53716 | 17662 | Moters Liquidation Company | \$9,903.10 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,903.10 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|--|---|--------------------------|
| MCCARTHY SHARYL A 3403 W 109TH CIR WESTMINSTER, CO 80031 | 11746 | Motors Liquidation Company | \$390,000.00 (S) \$0.00 (A) \$390,000.00 (P) \$0.00 (U) \$780,000.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| MILTON & ELAINE JONES LIVING TRUST MILTON & ELAINE JONES 1557 MT BAKER HWY BELLINGHAM, WA 98226 | 17449 | Motors Liquidation Company | \$14,841.16 (S) \$0.00 (A) \$14,841.16 (P) \$0.00 (U) \$29,682.32 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| MILTON G DAMLICH 14371 N RUSTY GATE TRAIL OROVALLEY, AZ 85755 | 23560 | Motors Liquidation Company | \$18,250.00 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$18,250.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| MR LARRY BAUM TTEE FBO LARRY BAUM FAMILY TRUST U/A/D 07/01/96 5670 WILSHIRE BLVD SUITE 2420 LOS ANGELES, CA 90036 | 21947 | Motors Liquidation Company | \$0.00 (S) \$0.00 (A) \$15,000.00 (P) \$0.00 (U) \$15,000.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| MS&CO C/F HANS H KEIL AND IRMA H KEIL IRA ROLLOVER DATED 01/24/89 1501 CULPEPPER CIRCLE MURRAY, UT 84123 | 21771 | Motors Liquidation Company | \$25,000.00 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$25,000.00 (T) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| NORMAN G MORRIS TRUSTEE U/A DTD 7-28-98 FBO NORMAN G MORRIS REVOCABLE LIVING TRUST 1901 TAYLOR ROAD COLUMBUS, IN 47203 | 7873 | Moters Liquidation Company | \$10,691.83 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,691.83 (T) | | |
| NUCCIE LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 SINGAPORE | 31581 | Moters Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$295,233.00 (U) | | |
| | | | \$295,233.00 (T) | | |
| PHYLLIS E SOHN PO BOX 166 GROSSE ILE, MI 48138 | 5829 | Moters Liquidation Company | \$4,997.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$4,997.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,994.00 (T) | | |
| RAY F SOHN & THELMA E SOHN TRUST UAD 4/23/83 RAY F SOHN TTEE 1985 GRATIOT MARYSVILLE, MI 48040 | 3244 | Moters Liquidation Company | \$4,910.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$4,910.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,820.00 (T) | | |
| RH&JS RUNDLE TRUST ROWLAND RUNDLE TRUSTEE U/A 6/17/91 4211 MISTY MORNING WAY APT 2604 GAINESVILLE, GA 30506 | 25408 | Moters Liquidation Company | \$2,500.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$2,500.00 (T) | | |

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|------------------------|-------------------------------|--|--------------------------|
| RICHARD T POOLE AND MONA S POOLE CO TTEES | 12807 | Motors | \$0.00 (S) | Claim is against an unrelated, non-Debtor third party. | Pgs. 1-5 |
| RICHARD T POOLLES AND MONA S POOLE REV LIV TRUST DTD 11/15/91 | | Liquidation Company | \$0.00 (A) | | |
| 517 FOXHEAD SHORES DR | | | \$18,951.73 (P) | | |
| LINN CREEK, MO 65052 | | | \$0.00 (U) | | |
| | | | \$18,951.73 (T) | | |
| ROBERT GUTERMAN | 16425 | Motors | \$25,000.00 (S) | Claim is against an unrelated, non-Debtor third party. | Pgs. 1-5 |
| JOYCE GUTERMAN CO TTEES | | Liquidation Company | \$0.00 (A) | | |
| 6656 NW 24TH TER | | | \$25,000.00 (P) | | |
| BOCA RATON, FL 33496 | | | \$0.00 (U) | | |
| | | | \$50,000.00 (T) | | |
| ROBERT MURPHY | 60752 | Motors | \$0.00 (S) | Claim is against an unrelated, non-Debtor third party. | Pgs. 1-5 |
| 25 CRANE RD | | Liquidation Company | \$0.00 (A) | | |
| LLOYD HARBOR, NY 11743 | | | \$5,724.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,724.00 (T) | | |
| RONALD YOUNG | 15229 | Motors | \$5,000.00 (S) | Claim is against an unrelated, non-Debtor third party. | Pgs. 1-5 |
| 570 NAPA JUNCTION RD | | Liquidation Company | \$0.00 (A) | | |
| AMERICAN CANYON, CA 94503 | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,000.00 (T) | | |
| ROSEMARY D GAZITUA REV LVG TRUST | 1586 | Motors | \$0.00 (S) | Claim is against an unrelated, non-Debtor third party. | Pgs. 1-5 |
| ROSEMARY D GAZITUA TRUSTEE | | Liquidation Company | \$0.00 (A) | | |
| U/A DTD 5-12-97 ROSEMARY D GAZITUA REV LVG TRUST | | | \$20,000.00 (P) | | |
| 220 HIGH STREET | | | \$0.00 (U) | | |
| BELFAST, ME 04915 | | | \$20,000.00 (T) | | |

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| RUTH M RUSSELL & ANNE MARIE FRIESEN 328 HIGHLAND VIEW DR KNOXVILLE, TN 37920 | 36648 | Motors Liquidation Company | \$5,114.04 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$8,006.00 (U) | | |
| | | | \$13,120.04 (T) | | |
| RUTH S KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 | 29289 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$9,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$9,000.00 (T) | | |
| RUTH S KRAWITZ 7900 ELKINS PARK HOUSE APT 507A ELKINS PARK, PA 19027 UNITED STATES OF AMERICA | 29293 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$30,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$30,000.00 (T) | | |
| SARAH ANNE ANES IRA FCC AS CUSTODIAN 16121 WELLINGTON PARKWAY CT GRANGER, IN 46530 | 21869 | Motors Liquidation Company | \$10,005.25 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$10,005.25 (T) | | |
| SHONNA GRAHAM 1137 LIGHT PLANT LN WINCHESTER, IL 62694 UNITED STATES OF AMERICA | 64348 | Motors Liquidation Company | \$7,120.99 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$7,120.99 (T) | | |

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CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|--|---------|----------------------------------|-------------------------------|---|--------------------------|
| SOL H BASSOW IRA SOL H BASSOW 4000 DOVER STREET WHEAT RIDGE, CO 80033 | 9593 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$25,670.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$25,670.00 (T) | | |
| STANCIL FORD 7192 CEDAR HILL RD TALBOTT, TN 37877 | 31864 | Motors Liquidation Company | \$17,698.46 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$26,003.36 (U) | | |
| | | | \$43,701.82 (T) | | |
| STUART SILVERMAN 4464 CARVER WOODS DR CINCINNATI, OH 45242 | 2246 | Motors Liquidation Company | \$5,000.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$5,000.00 (T) | | |
| SWANSON, CHARLES B 9743 NE MASON ST PORTLAND, OR 97220 | 17618 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$20,000.00 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$20,000.00 (T) | | |
| TWELVE TWELVE SP C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTENTION TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE | 32312 | Motors Liquidation Company | \$0.00 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$0.00 (P) | | |
| | | | \$313,753.00 (U) | | |
| | | | \$313,753.00 (T) | | |

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

| Name and Address of Claimant | Claim # | Debtor | Claim Amount and Priority (1) | Grounds For Objection | Objection Page Reference |
|---|---------|----------------------------------|-------------------------------|---|--------------------------|
| WILLIAM H DORSEY CGM IRA CUSTODIAN 7 GLENEAGLE DRIVE RANCHO MIRAGE, CA 92270 | 16416 | Motors Liquidation Company | \$25,093.75 (S) | Claim is against an unrelated, non- Debtor third party. | Pgs. 1-5 |
| | | | \$0.00 (A) | | |
| | | | \$25,093.75 (P) | | |
| | | | \$0.00 (U) | | |
| | | | \$50,187.50 (T) | | |

CLAIMS TO BE DISALLOWED AND EXPUNGED

| | |
|-----|--------------------|
| 100 | \$1,690,041.19 (S) |
| | \$8,188.80 (A) |
| | \$1,191,320.16 (P) |
| | \$3,978,122.45 (U) |
| | \$6,867,672.60 (T) |

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
:
In re : **Chapter 11 Case No.**
:
MOTORS LIQUIDATION COMPANY, et al., : **09-50026 (REG)**
f/k/a General Motors Corp., et al. :
:
Debtors. : **(Jointly Administered)**
:
-----X

ORDER GRANTING DEBTORS' NINETY-THIRD OMNIBUS OBJECTION TO CLAIMS
(No Liability GMAC Debt Claims)

Upon the ninety-third omnibus objection to expunge certain claims, dated September 17, 2010 (the “**Ninety-Third Omnibus Objection to Claims**”),¹ of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) [Docket No. 4180], seeking entry of an order disallowing and expunging the No Liability GMAC Debt Claims on the grounds that such claims seek recovery of amounts for which the Debtors are not liable, all as more fully described in the Ninety-Third Omnibus Objection to Claims; and due and proper notice of the Ninety-Third Omnibus Objection to Claims 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 Ninety-Third Omnibus Objection to Claims is in the best

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Ninety-Third Omnibus Objection to Claims.

interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Ninety-Third Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Ninety-Third Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit “A”** (the “**Order Exhibit**”) annexed hereto under the heading “*Claims to be Disallowed and Expunged*” are disallowed and expunged; and it is further

ORDERED that, if applicable, the Ninety-Third Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Adjourned*” (the “**Adjourned Claims**”) to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the “**Adjourned Hearing Date**”), and the Debtors’ response deadline with respect to the Adjourned Claims shall be 12:00 noon (Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that, if applicable, the Ninety-Third Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Withdrawn*”; and it is further

ORDERED that, if applicable, the Ninety-Third Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Claim Withdrawn*” as those claims have been withdrawn by the corresponding claimant; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the

validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to any claim listed on Exhibit “A” annexed to the Ninety-Third Omnibus Objection to claims under the heading “*Claims to be Disallowed and Expunged*” that is not listed on the Order Exhibit annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
_____, 2010

United States Bankruptcy Judge