

**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**

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

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

NOTICE OF DEBTORS' NINETY-SEVENTH 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-seventh omnibus objection to expunge certain claims (the "**Ninety-Seventh Omnibus Objection to Claims**"), and that a hearing (the "**Hearing**") to consider the Ninety-Seventh 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-SEVENTH 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-Seventh 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-Seventh 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-Seventh 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

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
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**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-SEVENTH 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-seventh omnibus objection to certain claims (the “**Ninety-Seventh 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-Seventh 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
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

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
ALAN BERNAHL MARILYNN BERNAHL 6618-38TH AVE SW SEATTLE, WA 98126	69431	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,000.00 (U)		
			\$8,000.00 (T)		
ANN AMALA PLUS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LTD ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	32308	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,983.00 (U)		
			\$16,983.00 (T)		
ARGEGNO SP C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31596	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,939.00 (U)		
			\$8,939.00 (T)		
ARGEGNO SP C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31597	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,027.00 (U)		
			\$12,027.00 (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
AROSTA RIVER LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31601	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,068.00 (U)		
			\$15,068.00 (T)		
BAGUIO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31603	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$6,497.00 (U)		
			\$6,497.00 (T)		
BAGUIO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31604	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,291.00 (U)		
			\$16,291.00 (T)		
BAGUIO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31605	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,564.00 (U)		
			\$8,564.00 (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
BAGUIO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 . SINGAPORE	31606	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$7,654.00 (U)		
			\$7,654.00 (T)		
BARBARA FEINSTEIN 9415 NATCHEZ AVE MORTON GROVE, IL 60053	15571	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$13,601.00 (U)		
			\$13,601.00 (T)		
BARRY KEY & JUDY KEY 7117 JUMP ST OWENS CROSS ROADS, AL 35763	21725	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
BIG K LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 . SINGAPORE	32305	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,188.00 (U)		
			\$12,188.00 (T)		
BLANCHE CHARTOFF LIVING TRUST C/O ROBERT CHARTOFF 1739 ST ANDREWS CT ST HELENA, CA 94574	12873	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (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
CAPISTRANO HOLDINGS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LTD ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392	32324	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$14,600.00 (U) \$14,600.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
CARE INVESTMENTS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LTD ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392	32323	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$11,615.60 (U) \$11,615.60 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
CARL EDWARD LEE TTEE CARL EDWARD LEE TRUST U/A DTD 10/22/01 3601 MOBILE STREET PINE BLUFF, AR 71601	21326	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$7,171.20 (U) \$7,171.20 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
CARYLEE A ADAMUSHKO-FILI 8 KAREN ROAD GLEN COVE, NY 11542	48486	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$15,000.00 (U) \$15,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
CASE SAMUEL 316 5TH STREET COLUMBUS, NE 68601	15784	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$11,000.00 (U) \$11,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5

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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
CHIUSDINO SP C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 . SINGAPORE	31371	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$14,948.00 (U)		
			\$14,948.00 (T)		
CHOUNA GROUP LTD C/O MERRILL LYNCH INTERNATIONAL BANK LTD ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 . SINGAPORE	32321	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$14,769.00 (U)		
			\$14,769.00 (T)		
COLENE E NIQUE 2143 GREYSTONE CT FINDLAY, OH 45840	9247	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,133.20 (U)		
			\$5,133.20 (T)		
DARCY B WILKINSON IRA FCC AS CUSTODIAN 10 N BLUEBERRY LN # 171 ROCHESTER, NH 03867	69334	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,232.00 (U)		
			\$10,232.00 (T)		
DAWN LYNN PAFFENROTH IRA 295 JOSHUA GLEN LN CARY, NC 27519	14072	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
DONALD W SMITH 12544 CAMINO EMPARRADO SAN DIEGO, CA 92128	18703	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$17,123.75 (U)		
			\$17,123.75 (T)		
EDMOND ODESCALCHI 1020 FREEDOM RD PLEASANT VALLEY, NY 12569	17254	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,487.00 (U)		
			\$12,487.00 (T)		
ELLIS ANN CONNORS 2438 LAGOON WAY SAN JOSE, CA 95132	26544	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,500.00 (U)		
			\$12,500.00 (T)		
EMERALD HEIGHTS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	32318	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$11,809.00 (U)		
			\$11,809.00 (T)		
ERCOLANI ROBERTA VIA SCAPUZZINA 1 48015 CERVIA (RAVENNA) ITALY , ITALY	37151	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,160.56 (U)		
			\$15,160.56 (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
FA 255 MGMT AGENT FROST NATIONAL BANK FBO ALBINA FLIELLER SEP IRA FA255 PO BOX 2950 SAN ANTONIO, TX 78299	60392	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
FANTASY CAPITAL LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	32710	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$14,600.00 (U)		
			\$14,600.00 (T)		
FARRENS FAMILY TRUST MICHAEL & CAROL S FARRENS IRA STANDARD DATED 02/05/91 453 NORRIS LANE LAKE HELEN, FL 32744	3506	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
FEUGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE	31354	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,216.00 (U)		
			\$12,216.00 (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
FOX MEADOW LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE	31379	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$12,057.60 (U) \$12,057.60 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
FOX MEADOW LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE	31380	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$6,234.91 (U) \$6,234.91 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
FUEGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31349	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,241.00 (U) \$9,241.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
FUEGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE	31351	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,120.00 (U) \$9,120.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5

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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
FUEGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE , SINGAPORE	31353	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$16,144.00 (U) \$16,144.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
FUEGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31356	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$11,615.00 (U) \$11,615.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
FUEGO LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31357	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$12,530.00 (U) \$12,530.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
GERALD G BERNA 1244 S 7TH AVE WAUSAU, WI 54401	11845	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$7,000.00 (U) \$7,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
GERALD WEISS 10502 CASCADE FALLS OWINGS MILLS, MD 21117	30756	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (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".

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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
GRACE FOUNDATION LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31346	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$13,075.00 (U)		
			\$13,075.00 (T)		
GRACE FOUNDATION LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31347	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,258.00 (U)		
			\$12,258.00 (T)		
GUSIC INC C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	32316	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,933.90 (U)		
			\$5,933.90 (T)		
HAROLD G RUETH, JR LIVING TRUST 12/17/92 1220 W ELM PL GRIFFITH, IN 46319	2194	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,350.00 (U)		
			\$10,350.00 (T)		
HAZEL M SIMMS TOD LINDA M ORTIZ AND SHIRLEY M STIVERS 240 CHESTNUT DR WRIGHTSTOWN, NJ 08562	29048	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
HERROLD, RUTH E 465 CAMBY CT GREENWOOD, IN 46142	10818	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
IRA FBO MYRON J JORDAHL TRP TRUST CO CUSTODIAN ROLLOVER ACCOUNT 807 W 4TH STREET NEILLSVILLE, WI 54456	9319	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,400.00 (U)		
			\$5,400.00 (T)		
IRMA JOST 600 THREE ISLAND BLVD APT 408 HALLANDALE, FL 33009 UNITED STATES OF AMERICA	15160	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$9,851.69 (U)		
			\$9,851.69 (T)		
IRWIN M LEVINE CGM IRA CUSTODIAN 1781 COPPERFIELD CIRCLE TALLAHASSEE, FL 32312	32006	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,257.80 (U)		
			\$10,257.80 (T)		
ISAK BENEZRA & ENGIN BENEZRA 100 BREYER DR APT. 3-J ELKINS PARK, PA 19027	27623	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
JOHN W SHARRON JR TTEE C TRUST OF SHARRON LIVING TR U/A DTD 12/16/1989 4731 MAJORCA WAY OCEANSIDE, CA 92056	2649	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
KENNETH R REYNOLDS IRA FCC AS CUSTODIAN 46 WOODLAKE TRAIL MOUNT VERNON, OH 43050	17399	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
KYLE L JONES AND WANDA G JONES JTWROS 4577 WOODWAY DRIVE KERNERSVILLE, NC 27284	5712	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$11,000.00 (U)		
			\$11,000.00 (T)		
LEANDRO NANNIPIERI VIA ENRICO CIAMPI 24 SAN FREDIANO A SETTIMO 56021 CASCINA PISA ITALY , ITALY	30558	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$7,049.00 (U)		
			\$7,049.00 (T)		
LLOYD J WIEBOLD & JANICE M WIEBOLD TTEES LLOYD J & JANICE M WIEBOLD REV TRUST U/A DTD 06/27/2005 WREE H AVE WILLIAMSBURG, IA 52361	4828	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
LONG CLEAR VALLEY LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 . SINGAPORE	31585	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$12,234.00 (U) \$12,234.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
LULA M TUBBS 686 FREESIA DR S SAN FRANCISCO, CA 94080	69255	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
M FELBER & F FELBER TTEE MICHAEL J & FLORANCE C FELBER U/A DTD 04/08/1994 821 E ROYAL RIDGE DR ORO VALLEY, AZ 85737	18359	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,300.00 (U) \$10,300.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MARGARET A EMANS TOD ROBERT J EMANS & RONALD P EMANS 1664 ARCHWOOD LANE TOLEDO, OH 43614	30654	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MARY ANN MACHE PO BOX 101 WILLIAMSVILLE, NY 14221	19164	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5

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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
MARY B KEISER 92 DOGWOOD LANE GLEN MILLS, PA 19342	13367	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MERCIT SP C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31587	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$5,977.00 (U) \$5,977.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MICOS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31583	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$16,336.00 (U) \$16,336.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MS&CO C/F EDWARD A MILFORD IRA STD/ROLLOVER DTD 07/25/00 13581 SW CHARLESTON LANE TIGARD, OR 97224	7704	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$15,397.86 (U) \$15,397.86 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
MS&CO C/F WOODLAND B WILLING IRA STD/ROLLOVER DTD 07/23/97 31986 SHAVOX ROAD SALISBURY, MD 21804	8874	Motors Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$10,000.00 (U) \$10,000.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5

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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
MS&CO C/F LARRY N HENLEY IRA STANDARD DATED 07/23/02 18002 CLEAR LAKE DR LUTZ, FL 33548	68781	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
NANCY V FITCH 9408 N EDISON AVE TAMPA, FL 33612	11432	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
PAUL M DAVENPORT & PAUL K DAVENPORT DRIVE 122 RIDGEDALE DR WARNER ROBINS, GA 31088	61321	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
PHYLLIS OLIN AND ANN OLIN GREENFIELD-BIEBER JTWROS 2 BROOKRIDGE RD NEW ROCHELLE, NY 10804	65653	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,166.85 (U)		
			\$15,166.85 (T)		
PIROMIX INVESTMENTS LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTENTION TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	32691	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$14,630.00 (U)		
			\$14,630.00 (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
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31643	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$8,020.00 (U) \$8,020.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31645	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,357.00 (U) \$9,357.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31646	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,039.00 (U) \$9,039.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31647	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$6,130.00 (U) \$6,130.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5

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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
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31648	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$6,249.00 (U)		
			\$6,249.00 (T)		
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31650	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$9,123.00 (U)		
			\$9,123.00 (T)		
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31651	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,296.00 (U)		
			\$16,296.00 (T)		
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE , SINGAPORE	31652	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$6,013.00 (U)		
			\$6,013.00 (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
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31658	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$9,927.00 (U) \$9,927.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31659	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$6,167.00 (U) \$6,167.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31660	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$11,717.00 (U) \$11,717.00 (T)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
QUEBECOR LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31662	Moters Liquidation Company	\$0.00 (S) \$0.00 (A) \$0.00 (P) \$6,151.00 (U) \$6,151.00 (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
R ASTORINO & J ASTORINO TTEE RALPH A ASTORINO & JOY L ASTOR U/A DTD 11/01/1996 2311 GUNN RD CARMICHAEL, CA 95608	7727	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,999.07 (U)		
			\$5,999.07 (T)		
RAYMOND LEROY & CATHERINE L GRIEBEL 135 PLAZA DR APT 1222 KERRVILLE, TX 78028 UNITED STATES OF AMERICA	29173	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,646.71 (U)		
			\$16,646.71 (T)		
REMEMBRANCE LTD C/O MERRILL LYNCH INTERNATIONAL BANK LTD ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	32696	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$12,099.00 (U)		
			\$12,099.00 (T)		
REXREA LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK MARINA BAYFRONT SINGAPORE 039392 , SINGAPORE	31640	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,983.00 (U)		
			\$16,983.00 (T)		
ROBERT R HARTER 428 8TH ST CALUMET, MI 49913	14517	Moters Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
ROBERT W BAIRD & CO INC TTEE FBO EDWARD J VANEK IRA 2650 W UNION HILLS DR #102 PHOENIX, AZ 85027	17821	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$16,000.00 (U)		
			\$16,000.00 (T)		
ROSLYN FERDIE IRA FCC AS CUSTODIAN FERDIE & LONES CHARTERED 717 PONCE DE LEON BLVD STE 223 CORAL GABLES, FL 33134	36567	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
		Unliquidated			
RUTH K ROTH 3464 BAHIA BLANCA W LAGUNA WOODS, CA 92637	32683	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,969.25 (U)		
			\$8,969.25 (T)		
RUTH TAMEN 1150 E AMADO RD #19B1 PALM SPRINGS, CA 92262 UNITED STATES OF AMERICA	16117	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,000.00 (U)		
			\$8,000.00 (T)		
SHIRLEY J KELLY TTEE SHIRLEY J KELLY TR U/A DTD 04/03/89 18755 W BERNARDO DR APT 1145 SAN DIEGO, CA 92127	8790	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (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
STANCIL FORD (IRA) 7192 CEDAR HILL RD TALBOTT, TN 37877	31862	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$15,000.00 (U)		
			\$15,000.00 (T)		
STANCIL FORD (IRA) 7192 CEDAR HILL RD TALBOTT, TN 37877	31863	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,000.00 (U)		
			\$10,000.00 (T)		
SUSAKI LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN TAU DEPARTMENT 2 RAFFLES LINK 039392 MARINA BAYFRONT SINGAPORE SINGAPORE	31399	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$8,417.00 (U)		
			\$8,417.00 (T)		
VAND LTD C/O MERRILL LYNCH INTERNATIONAL BANK LIMITED ATTN: TAU DEPARTMENT 2 RAFFLES LINK, MARINA BAYFRONT 039392 SINGAPORE SINGAPORE	31395	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$14,700.00 (U)		
			\$14,700.00 (T)		
VIOLET D ZARICK AND VICTOR J ZARICK JTWROS 15478 NELSONS WALK CT N FT MYERS, FL 33917	22124	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$10,100.00 (U)		
			\$10,100.00 (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
VIOLET D ZARICK AND VICTOR ZARICK JTWROS 15478 NELSONS WALK CT NORTH FORT MYERS, FL 33917	22125	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$7,000.00 (U)		
			\$7,000.00 (T)		
WILLIAM N HASKIN AND PEGGY J HASKIN JTWROS 1849 FM 2725 INGLESIDE, TX 78362	30983	Motors Liquidation Company	\$0.00 (S)	Claim is against an unrelated, non- Debtor third party.	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$5,653.70 (U)		
			\$5,653.70 (T)		
CLAIMS TO BE DISALLOWED AND EXPUNGED	100		\$0.00 (S)		
			\$0.00 (A)		
			\$0.00 (P)		
			\$1,105,093.65 (U)		
			\$1,105,093.65 (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.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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:
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-SEVENTH OMNIBUS OBJECTION TO CLAIMS
(No Liability GMAC Debt Claims)

Upon the ninety-seventh omnibus objection to expunge certain claims, dated September 17, 2010 (the “**Ninety-Seventh 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-Seventh Omnibus Objection to Claims; and due and proper notice of the Ninety-Seventh 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-Seventh Omnibus Objection to Claims

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

is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Ninety-Seventh 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-Seventh 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-Seventh 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-Seventh 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-Seventh 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-Seventh 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