

EXHIBIT A

Amended SDNY Guidelines Certification

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Joseph P. Gromacki
Daniel R. Murray

Special Counsel 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., <i>et al.</i> ,	:	09-50026 (REG)
Debtors.	:	(Jointly Administered)
	X	

**CERTIFICATION UNDER GUIDELINES
FOR FEES AND DISBURSEMENTS FOR PROFESSIONALS
IN RESPECT OF FOURTH INTERIM FEE APPLICATION OF
JENNER & BLOCK LLP FOR ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES**

I, Daniel R. Murray, hereby certify that:

1. I am a partner of Jenner & Block LLP (“**Jenner & Block**”), special counsel for Motors Liquidation Company, *et al.* and its affiliated debtors (collectively, the “**Debtors**”) in the above-captioned bankruptcy cases.
2. I have been designated by Jenner & Block with responsibility in this case for ensuring that the Fourth Interim Application of Jenner & Block, dated November 15, 2010 (the

“**Fourth Interim Application**”) for interim payment of compensation and reimbursement of expenses for the period commencing June 1, 2010 through and including September 30, 2010 (the “**Compensation Period**”) complies with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted on November 25, 2009 (the “**Amended SDNY Guidelines**”) and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 promulgated by the United States Department of Justice dated January 30, 1996 (the “**UST Guidelines**” and, together with the Amended SDNY Guidelines, the “**Guidelines**”).

3. In respect of Section B.1 of the Amended SDNY Guidelines, I certify that:

- a. I have read the Fourth Interim Application;
- b. To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought in the Fourth Interim Application fall within the Guidelines;
- c. The fees and disbursements sought are billed at rates in accordance with practices customarily employed by Jenner & Block and generally accepted by Jenner & Block’s clients; and
- d. In providing a reimbursable service, Jenner & Block does not make a profit on that service, whether the service is performed by Jenner & Block in-house or through a third party.

4. In respect of Section B.2 of the Amended SDNY Guidelines, I certify that Jenner & Block has provided the Debtors and counsel for the statutory committee of unsecured creditors appointed in these cases statements of Jenner & Block’s fees and disbursements accrued during the previous month, although, due to administrative limitations, such statements were not always provided within the timetable set forth in the Amended SDNY Guidelines. To the extent necessary, Jenner & Block seeks a partial waiver of the requirement in Section B.2 of the Amended SDNY Guidelines that “the trustee, and in chapter 11 cases, the chair of each official

committee and the debtor have all been provided not later than 20 days after the end of each month with a statement of fees and disbursements accrued during such month.”

5. In respect of Section B.3 of the Local Guidelines, I certify that the Debtors have been provided with a copy of the Fourth Interim Application; and, to the extent necessary, Jenner & Block seeks a partial waiver of the requirement in Section B.3 of the Amended SDNY Guidelines that “the trustee, and, in a chapter 11 case, the chair of each official committee and the debtor have all been provided with a copy of the relevant fee application at least 10 days before the date set by the court or any applicable rules for filing fee applications.”

Dated: November 15, 2010

/s/ Daniel R. Murray
Daniel R. Murray

EXHIBIT B

Schedule of Attorneys and Paraprofessionals

Exhibit B
Schedule of Attorneys and Paraprofessionals

Summary of Time Recorded in Connection With Rendering
Services to the Debtors for June 1, 2010 - September 30, 2010

ATTORNEYS

Position	Name	Admitted to Practice	Rate	Time	Amount
Partner	Joseph P. Gromacki	1992	712	0.50	356.00
Partner	Daniel R. Murray	1970	767	5.40	4,141.80
Partner	Patrick J. Trostle	1992	700	5.70	3,990.00
Partner Total				11.60	8,487.80

Of Counsel	Thalia L. Myrianthopolis	2001	438	0.90	394.20
Of Counsel Total				0.90	394.20

Associate	Ryan K. Harding	2001	383	6.10	2,336.30
Associate	Gregory S. Knudsen	2008	274	6.40	1,753.60
Associate	Andrew J. Olejnik	2004	339	0.90	305.10
Associate Total				13.40	4,395.00
Total Attorney Time				25.90	13,277.00

PARAPROFESSIONALS

Position	Name	Rate	Time	Amount
Senior Paralegal	Michael H. Matlock	260	3.70	962.00
Total Paraprofessional Time			3.70	962.00

SUMMARY

Description	Amount
Total Amount for Services Rendered (Attorneys and Paraprofessionals)	\$14,239.00
Less 50% Non-Working Travel Time	(\$0.00)
Total Amount of Fees Requested for Services Rendered (October 1, 2009 - January 31, 2010)	\$14,239.00

EXHIBIT C

Summary of Project Matters

Schedules of Fees by Project Matter

MATTER NUMBER 10070 PRODUCTS LIABILITY LITIGATION

Position	Name	Rate	Time	Amount
Partner	Daniel R. Murray	767	1.00	767.00
TOTAL			1.00	767.00

MATTER NUMBER 10100 FEE APPLICATION

Position	Name	Rate	Time	Amount
Partner	Daniel R. Murray	767	1.90	1,457.30
Partner	Patrick J. Trostle	700	4.50	3,150.00
Associate	Gregory S. Knudsen	274	5.20	1,424.80
Associate	Andrew J. Olejnik	339	0.90	305.10
Senior Paralegal	Michael H. Matlock	260	3.70	962.00
TOTAL			12.80	7,299.20

MATTER NUMBER 10126 CASE ADMINISTRATION

Position	Name	Rate	Time	Amount
Partner	Joseph P. Gromacki	712	0.50	356.00
Partner	Daniel R. Murray	767	2.50	1,917.50
Partner	Patrick J. Trostle	700	1.20	840.00
Associate	Gregory S. Knudsen	274	1.20	328.80
TOTAL			4.30	3,442.30

MATTER NUMBER 10142 O'NEILL

Position	Name	Rate	Time	Amount
Of Counsel	Thalia L. Myriantropolis	438	0.60	262.80
TOTAL			0.60	262.80

MATTER NUMBER 10150 KAPLAN/BLANKENSHIP

Position	Name	Rate	Time	Amount
Of Counsel	Thalia L. Myriantropolis	438	0.30	131.40
Associate	Ryan K. Harding	383	6.10	2,336.30
TOTAL			6.40	2,467.70

EXHIBIT D

Schedule of Expense Categories

SUMMARY OF EXPENSES

Categories of Expenses for which Jenner & Block Seeks Reimbursement

Description	Amount
Court Reporter Charges	137.90
Color Network Printing	181.40
In-City Transportation	39.00
Network Printing	277.00
Photocopy Expense	70.40
UPS	15.76
TOTAL EXPENSES	721.46

EXHIBIT E

Detailed List of Expenses

EXPENSES

Detailed List of Expenses for which Jenner & Block Seeks Reimbursement

5/27/10	UPS	7.71
6/07/10	Color Network Printing	3.00
6/10/10	Network Printing	24.00
6/11/10	Network Printing	.60
6/15/10	Network Printing	144.40
6/16/10	Network Printing	14.80
6/17/10	Network Printing	27.10
6/18/10	Network Printing	2.40
6/21/10	Network Printing	2.60
6/22/10	Network Printing	2.10
6/23/10	Network Printing	4.00
6/24/10	Network Printing	2.30
6/28/10	Network Printing	9.60
6/29/10	In-City Transportation - P. Trostle 06/29/2010	39.00
7/02/10	Network Printing	1.20
7/07/10	Veritext New York Reporting Co. - hearing transcript 7/7/2010	137.90
7/07/10	Network Printing	4.70
7/08/10	Network Printing	2.30
7/09/10	Network Printing	17.60
7/12/10	Network Printing	3.20
7/12/10	Network Printing	75.70
7/15/10	Network Printing	.60
7/20/10	Photocopy-NQue	9.90
7/29/10	Photocopy-NQue	28.00
8/02/10	Network Printing	2.60
8/04/10	Color Network Printing	.60
8/04/10	Network Printing	.80
8/05/10	Color Network Printing	1.60
8/10/10	Color Network Printing	1.60
8/12/10	Network Printing	6.30
8/12/10	UPS	8.05
8/16/10	Color Network Printing	2.00
8/17/10	Network Printing	4.50
8/18/10	Color Network Printing	5.20
8/19/10	Color Network Printing	22.20
8/20/10	Photocopy & Related Expenses	7.60
8/23/10	Color Network Printing	14.40
8/23/10	Network Printing	20.20
8/24/10	Color Network Printing	1.40

Exhibit E
Detailed List of Expenses

8/24/10	Network Printing	1.10
8/26/10	Photocopy & Related Expenses	24.90
8/26/10	Network Printing	8.60
8/27/10	Color Network Printing	13.60
8/27/10	Network Printing	8.30
8/31/10	Network Printing	1.20
	TOTAL DISBURSEMENTS	\$ 721.46

EXHIBIT F-1

Detailed Time Records - June

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
CHICAGO, ILLINOIS 60654-3456
(312) 222-9350

JENNER FEE APPLICATION			MATTER NUMBER -	10100
6/28/10	PJT	1.00	Reviewed second interim fee application and correspondence with Fee Examiner re preparation for hearing before Judge Gerber (.8); e-mailed D. Murray and A. Olejnik re status of discussions with Fee Examiner re Jenner's second interim fee application (.2).	700.00
6/29/10	PJT	3.20	Prepared for and attended second interim fee application hearing before Judge Gerber (3.); reviewed revised June 29 hearing agenda (.2).	2,240.00
MATTER TOTAL				\$ 2,940.00

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
CHICAGO, ILLINOIS 60654-3456
(312) 222-9350

CASE ADMINISTRATION			MATTER NUMBER -	10126
6/07/10	JPG	.50	Worked on issues re master lease and related follow-up.	356.00
6/09/10	GSK	.10	Reviewed possible entity disclosure e-mail from J. Gromacki.	27.40
6/10/10	GSK	.20	Drafted MLC monthly budget for July (.1); sent same to D. Murray for review (.1).	54.80
6/15/10	DRM	.50	Reviewed draft report of Fee Examiner and prepared memorandum to J. Gromacki and G. Knudsen re same.	383.50
6/17/10	DRM	.10	Memorandum to Fee Examiner re response to his report.	76.70
6/22/10	DRM	.20	Reviewed report of Fee Examiner filed with Bankruptcy Court and memoranda to and from P. Trostle re same.	153.40
6/22/10	PJT	.40	Reviewed Fee Examiner's comments to Jenner's first and second interim applications.	280.00
6/23/10	DRM	.30	Reviewed Fee Examiner's report as filed with Bankruptcy Court and memoranda to and from P. Trostle re same.	230.10
6/23/10	PJT	.20	Reviewed Fee Examiner's statements re second interim report.	140.00
6/24/10	DRM	.40	Memoranda to J. Gromacki and G. Knudsen re follow-up to request of Fee Examiner for additional information on product liability cases and met with G. Knudsen re same.	306.80
6/28/10	DRM	.20	Participated in telephone conference with P. Trostle re hearing before Judge Gerber and preparation for same and reviewed Fee Examiner report re same.	153.40
6/29/10	DRM	.40	Memoranda to and from P. Trostle re hearing on fee petition before Judge Gerber (.2); conferred with P. Trostle re hearing before Judge Gerber (.2).	306.80
6/29/10	PJT	.40	Drafted summary of fee hearing and sent same to D. Murray.	280.00
MATTER TOTAL				\$ 2,748.90

EXHIBIT F-2

Detailed Time Records – July

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
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JENNER FEE APPLICATION			MATTER NUMBER -	10100
7/08/10	MHM	2.00	Worked on compiling data for fee application.	520.00
7/08/10	GSK	.40	Conferred with M. Matlock re preparation of necessary exhibits for MLC Third Interim Fee Application (.2); sent relevant documents re same to M. Matlock (.2).	109.60
7/09/10	MHM	1.70	Reviewed and revised exhibits for quarterly fee application.	442.00
7/14/10	GSK	.20	Conferred with conflicts department re possible entities for supplemental disclosure statement.	54.80
MATTER TOTAL				\$ 1,126.40

LAW OFFICES
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CASE ADMINISTRATION			MATTER NUMBER -	10126
7/06/10	PJT	.20	E-mailed D. Murray re Judge Gerber's decision re objections to second interim fee applications (.1); ordered transcript of July 6th hearing (.1).	140.00
7/07/10	DRM	.40	Reviewed transcript of Judge Gerber's decisions re fee petitions and memorandum to G. Knudsen re application of same to Jenner applications.	306.80
MATTER TOTAL			\$	446.80

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PRODUCTS LIABILITY LITIGATION

MATTER NUMBER - 10070

7/22/10	DRM	1.00	Participated in telephone conferences with R. Harding re claim by plaintiff against MLC (.3); reviewed relevant portions of Asset Purchase Agreement and Section 363 order (.3); conferred with N. Hirsch and M. Terrien re same (.4).	767.00
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MATTER TOTAL

\$ 767.00

EXHIBIT F-3

Detailed Time Records – August

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
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(312) 222-9350

JENNER FEE APPLICATION			MATTER NUMBER -	10100
8/02/10	DRM	.60	Conferred with G. Knudsen and R. Harding re latest interim fee application and discussions with Alix Partners re same (.4); memorandum from G. Knudsen re his telephone conference with C. Bassler at Alix Partners (.2).	460.20
8/02/10	GSK	1.20	Conferred with D. Murray re Third Interim Fee Application (.4); conferred with M. Churilla re same (.3); edited same (.3); conferred with Alix Partners re same (.2).	328.80
8/03/10	DRM	.50	Reviewed draft of interim fee application (.2); memorandum to and from G. Knudsen re same (.2); memorandum from R. Harding re allocation of personal injury charges (.1).	383.50
8/03/10	AJO	.50	Reviewed and commented on draft Third Interim Fee Application.	169.50
8/03/10	GSK	.60	Reviewed comments from D. Murray and A. Olejnik re Third Interim Fee Application.	164.40
8/04/10	DRM	.50	Conferred with G. Knudsen re corrections on fee petition (.2); reviewed final draft of same (.2); memorandum to and from J. Gromacki re same (.1).	383.50
8/04/10	AJO	.40	Filed and arranged for service of J&B Third Interim Fee Application.	135.60
8/04/10	PJT	.30	Reviewed third interim fee application and related exhibits.	210.00
8/04/10	GSK	2.80	Conferred with D. Murray re comments to Third Interim Fee Application (.2); edited same per comments (1.1); reviewed exhibits (.6); finalized same (.2); reviewed electronic submission file (.6); sent same for filing with bankruptcy court (.1).	767.20
8/06/10	DRM	.30	Participated in telephone conference with R. Brooks re retention arrangements (.1); conferred with G. Knudsen re same (.1); reviewed language of ordinary course retention order (.1).	230.10
MATTER TOTAL				\$ 3,232.80

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
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CASE ADMINISTRATION			MATTER NUMBER -	10126
8/19/10	GSK	.50	Conferred with D. Murray re supplemental disclosure statement.	137.00
8/23/10	GSK	.40	Conferred with D. Murray re third supplemental declaration.	109.60
MATTER TOTAL				\$ 246.60

LAW OFFICES
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O'NEILL				MATTER NUMBER -	10142
8/03/10	TWM	.20	Telephone conference with S. Brown of AlixPartners re case status and settlement strategy.		87.60
8/20/10	TWM	.40	Reviewed motion to remove case from bankruptcy calendar (.1); conferred with P. Harris re same (.1); conferred with S. Brown of Alix Partners re same (.1); telephone conference with plaintiff's counsel R. Burke re same (.1).		175.20
MATTER TOTAL					\$ 262.80

LAW OFFICES
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KAPLAN/BLANKENSHIP			MATTER NUMBER -	10150
8/02/10	TWM	.30	Conferred with R. Harding re claims resolution process and conferred with S. Brown of AlixPartners re same.	131.40
8/06/10	RKH	2.00	Reviewed ADR procedures.	766.00
8/24/10	RKH	.30	Prepared e-mail to S. Brown re claims filed against Motors Liquidation (.1); telephone conference with opposing counsel N. Motherway re claims filed against Motors Liquidation (.1); followed up with S. Brown (.1).	114.90
8/26/10	RKH	1.50	Prepared case evaluation per S. Brown of Alix Partners.	574.50
8/27/10	RKH	.90	Prepared case evaluation.	344.70
8/31/10	RKH	.30	Prepared letter to opposing counsel re bankruptcy claims.	114.90
MATTER TOTAL				\$ 2,046.40

EXHIBIT F-4

Detailed Time Records - September

LAW OFFICES
JENNER & BLOCK LLP
353 N. CLARK STREET
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(312) 222-9350

KAPLAN/BLANKENSHIP

MATTER NUMBER -10150

9/10/2010	RKH	1.10	Worked on matters re withdrawal of bankruptcy claims.	421.30
		1.10	PROFESSIONAL SERVICES	\$ 421.30

MATTER TOTAL \$ 421.30