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Attorneys for Fee Examiner

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

MOTORS LIQUIDATION COMPANY, et al.,

f/k/a General Motors Corp., et al.,

Debtors.

Chapter 11

Case No. 09-50026

(Jointly Administered)

Honorable Robert E. Gerber

STIPULATION AND ORDER FOR ADJOURNMENT OF DECEMBER 15, 2010 HEARING ON FOURTH INTERIM FEE APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP

TO: THE HONORABLE ROBERT E. GERBER U.S. BANKRUPTCY JUDGE

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STIPULATION

The Fee Examiner of General Motors Corporation (n/k/a/ Motors Liquidation Company), appointed on December 23, 2009, and Kramer Levin Naftalis & Frankel LLP ("Kramer Levin") hereby stipulate and agree that the Court may enter an order adjourning the December 15, 2010 hearing on the Fourth Interim Application of Kramer Levin Naftalis & Frankel LLP, as Counsel For The Official Committee of Unsecured Creditors, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses

Incurred for the Period From June 1, 2010 through September 30, 2010 [Docket No. 7804]

("Kramer Levin's Fourth Interim Fee Application") on the following terms:

- i. The hearing on Kramer Levin's Fourth Interim Fee Application will be held on January 6, 2011.
- ii. Kramer Levin may file a response to the Fee Examiner's report on Kramer Levin's Fourth Interim Fee Application, if it wishes, by December 30, 2010.

Dated: Madison, Wisconsin December 14, 2010.

GODFREY & KAHN, S.C.

By: /s/ Katherine Stadler

Katherine Stadler (KS 6831) Timothy F. Nixon (TN 2644)

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KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/ Robert T. Schmidt

Robert T. Schmidt

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Counsel for the Official Committee of Unsecured Creditors of Motors Liquidation Co., (f/k/a General Motors Corp.) <u>et al</u>.

SO ORDERED, this <u>16th</u> day of December, 2010

/s/ Robert E. Gerber_

Hon. Robert E. Gerber United States Bankruptcy Judge