

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:

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

Chapter 11

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

Debtors.

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

Plaintiff,

Adversary Proceeding

Case No. 09-00504 (MG)

against

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

Defendants.  
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**EXHIBIT 3**

**TERM LENDER ACKNOWLEDGEMENT AND CONSENT**

Virtus Multi-Sector Short Term Bond Fund; Virtus Multi-Sector Intermediate Bond Fund, sued herein as Virtus Multi-Sector Fixed Income Fund; Virtus Senior Floating Rate Fund; Virtus Multi-Sector Fixed Income Series f/k/a Phoenix Edge SRS-Multi Sector Fixed Income Series; and Phoenix Multi Sector Short Term Bond Series, sued herein as Phoenix Edge Series Fund Phoenix Multi Sector Short Term Bond Series, (“**Term Lenders**”), through their authorized representative, hereby acknowledge that it has received and read a copy of the Stipulation and [Proposed] Order Dismissing Claims Relating to the Term Loan Interest Payment Made During the Preference Period on or before May 27, 2009 dated November 9, 2016 (the “**Stipulation**”) executed in connection with the above-captioned adversary proceeding. Plaintiff

Motors Liquidation Company Avoidance Action Trust and Term Lender, through their authorized representatives, hereby consent and agree to be party to and bound by the Stipulation and Term Lenders shall be deemed to be included on Exhibit 1 thereto.

Dated: April 17, 2017

**KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP**

By:   
Brendan M. Scott  
200 West 41st Street, 17th Floor  
New York, NY 10036-7203  
Telephone: (212) 972-3000  
Facsimile: (212) 972-2245  
Email: BScott@Klestadt.com

*Attorneys for (i) Virtus Multi-Sector Short Term Bond Fund, (ii) Virtus Multi-Sector Intermediate Bond Fund, (iii) Virtus Senior Floating Rate Fund, (iv) Virtus Multi-Sector Fixed Income Series and (v) Phoenix Multi Sector Short Term Bond Series*

**BINDER & SCHWARTZ LLP**

By: /s/ Eric B. Fisher  
Eric B. Fisher  
Neil S. Binder  
Lindsay A. Bush  
Lauren K. Handelsman  
366 Madison Avenue, 6th Floor  
New York, New York 10017  
Telephone: (212) 510-7008  
Facsimile: (212) 510-7299  
Email: efisher@binderschwartz.com

*Attorneys for Plaintiff Motors Liquidation  
Company Avoidance Action Trust*