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Hearing Date: TBD

Attorney for Toyota Boshoku America, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re

GENERAL MOTORS CORP., *et al.*,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

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**OBJECTION OF TOYOTA BOSHOKU AMERICA, INC.
TO NOTICE OF (I) DEBTORS' INTENT TO ASSUME AND
ASSIGN CERTAIN EXECUTORY CONTRACTS, UNEXPIRED
LEASES OF PERSONAL PROPERTY, AND UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY AND (II) CURE COSTS RELATED THERETO**

Toyota Boshoku America, Inc. and certain affiliates (together "TBA"), by counsel, object (the "Objection") to the irregularities and notice defects with respect to the Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Costs Related Thereto (the "Notice"). In support, TBA states as follows:

1. TBA and the Debtors are parties to numerous executory contracts and purchase orders, a partial list of which is attached hereto as **Exhibit A**.

2. On June 12, 2009, TBA, not having received any notice from the Debtors regarding any of its executory contracts, contacted the Debtors. Specifically, Mark Mulholland of TBA spoke with Marco Vollrath, Global Commodity Manager-Seats, the Debtors'

Exhibit A



Open Receivable Information

Need GM Assistance

TBA Responsibility

Program	Code	Description	PO #	Amount (USD) Balance Due	Expected Invoice Date	Status	Invoice #	Disbursement Location		
T001	TOOL	BIHERX Production Tooling + IOS EOL Tester	13G50076	\$532,506	Apr-09	Invoiced	19145	USA		
		202A Front Seat Headrests for 2010	25T9000W	\$130,500	Aug-09			USA		
	EDD	GMT001 FMVSS - SVFR & IVFR - 60%	CTS09136	\$134,257	May-09	Invoiced	70047	USA		
		GMT001 FMVSS - PPAP - 30%	CTS09136	\$42,228	May-09	Invoiced	70047	USA		
		GMT001 FMVSS-00 Davalater-SOP - 10%	CTS09136	\$8,216	May-09	Invoiced	70047	USA		
		GMT001 2011MY Seat FMVSS 202A 60%	TCS07225	\$26,738	Jan-09			Mexico		
		GMT001 2011MY Seat FMVSS 202A 20%	TCS07225	\$8,910	Jan-09			Mexico		
		GMT001 2011MY Seat FMVSS 202A 20%	TCS07225	\$8,910	Aug-09			Mexico		
	OTHER	AUNDE PO for Expedite Trim Cover Material	OZB10-013	\$13,450	Nov-08	Invoiced	39339	Mexico		
		AUNDE PO for Expedite Trim Cover Material	OZB10-014	\$4,267	Nov-08	Invoiced	39340	Mexico		
T921	TOOL	GA Carpet Change	OZB10016	\$39,000	May-09	Invoiced	70036	USA		
		Shih Foam	OZB10015	\$99,737	May-09	Invoiced	70037	USA		
		Adjuster Bracket Change	OZB1001M	\$243,250	May-09	Invoiced	70040	USA		
		Seat Belt Anchor	OZB10018	\$9,383	May-09	Invoiced	70038	USA		
		POA Rear Cover Change	OZB1001L	\$37,050	May-09	Invoiced	70041	USA		
		P/CN Production	OZB1001J	\$195,080	May-09	Invoiced	70039	USA		
		Heater Pad Relocation Tooling Changes	OZB1001N	\$20,375	May-09	Invoiced	70042	USA		
T166168	TOOL	Production Tooling Kickoff 20%	25LBO1KX	\$1,739,157	PPAP			Mexico		
		Increase the Size of Rear Seat Pass Through	25LBO1K2	\$42,450	PPAP			Mexico		
		Design Change to Rear Seat Cupholder 20%	25LBO1K1	\$12,000	PPAP			Mexico		
		Rear Seat Rivet Modification 20%	25LBO1K9	\$28,367	PPAP			Mexico		
		Addition Rear Seat LED Bracket 20%	25LBO1JZ	\$24,630	PPAP			Mexico		
		Changes to Rack Panel Plastic Covers Added 20%	25LBO1JW	\$38,337	PPAP			Mexico		
		Delete Pass Cushion Length 20%	25LBO1KH	\$15,000	PPAP			Mexico		
		New Pretensioner Assembly Fixture	25LBO1JN	\$2,000	PPAP			Mexico		
		Add Bracket to Attach Shield Cover MNI/PWR Seat 20%	25LBO1JJ	\$33,576	PPAP			Mexico		
		Pass Shield Cover Changes, Lap Pretensioner Update 20%	25LBO1JM	\$12,045	PPAP			Mexico		
		Rear Seat Bezel Addition	25LBO1JV	\$84,150	PPAP			Mexico		
		Remove ISO FCs Anchor & Center Upper Tether Anchor	25LBO1KM	\$45,150	PPAP			Mexico		
		Change to Front Outboard Rear Cover 20%	25LBO1KK	\$46,598	PPAP			Mexico		
		Add Suppression ECM Bracket to Front Pass	25LBO1K3	\$39,338	PPAP			Mexico		
		Add Bracket to Frame to Eliminate Exposed Side Shield 20%	25LBO1KN	\$14,000	PPAP			Mexico		
		Add Memory Switch Side Shield and Bezel 20%	25LBO1KG	\$29,400	PPAP			Mexico		
		VSM Changes to Foam, Trim, Rack panel 20%	25LBO1KB	\$325,000	PPAP			Mexico		
		Change from Incandescent to LED Lighting	25LBO1KJ	\$1,675	PPAP			Mexico		
		Change Rear Seats to Non-Storage Type Armrest for Non-Perf	25LBO1KL	\$12,000	PPAP			Mexico		
		Add Red Flag & Replace coating on Blue Line w/Plastic Cover 20%	25LBO1JT	\$63,235	PPAP			Mexico		
		Modify GMT166 Rear Cushion Foam, Change to Center Back& Side	25LBO1JX	\$5,985	PPAP			Mexico		
		Additional Tooling for Shield Cover Changes due to Lap Pretensioner 20%	25LBO1IK	\$36,956	PPAP			Mexico		
		Lumbar & Suspension Changes 20%	25LBO1IL	\$72,235	PPAP			Mexico		
		Add Power Switch Bezel to Stand-Off due to SSTS Requirements	25LBO1K4	\$19,000	PPAP			Mexico		
		Front Seat Foam and Trimeover Changes to Improve Side Airbag Perf. 20%	25LBO1K6	\$47,484	PPAP			Mexico		
		Low Volume Aluminum Tooling for PPAP Approval Prior to Permanent 20%	25LBO0XG	\$19,232	PPAP			Mexico		
		Low Volume Tooling for PPAP Approval Prior to Permanent 20%	25LBO0XH	\$59,220	PPAP			Mexico		
		Change of Rear Seat Risers 20%	25LBO1JR	\$236,300	PPAP			Mexico		
		Front Seat Low Vol Prod Tools & Stamp Cost for Remote Recliner 20%	25LBO1R9	\$9,807	PPAP			Mexico		
		Adding Grains into Current Side Shield Cover	25LBO1K5	\$28,700	PPAP			Mexico		
		Low Volume Tooling - Change Hole Size on Rear Seat Risers to 17mm	25LBO19W	\$3,655	PPAP			Mexico		
		Cost of Special Perm Tools, Dies, Patterns, for Rear Seat Rivet Hole Size	25LBO1KC	\$45,177	PPAP			Mexico		
		Rear Seat Center Belt Bezel Changes 20%	25LBO1G6	\$17,733	PPAP			Mexico		
		Rear Seat Armrest G-Lock 20%	25LBO1KF	\$23,744	PPAP			Mexico		
		Add washers to bolts and nuts initial request	20B009V	\$66	PPAP			Mexico		
		Rework (6) retractor sub-assemblies	20B00F0	\$74	PPAP			Mexico		
		Add washers to bolts and nuts holding the seats to floor attachments	20B00F3	\$70	PPAP			Mexico		
		Rear Rivet Hole Change	25LBO0XJ	\$1,651	PPAP			Mexico		
		Headrest bracket	25LBO1LC	\$365,942	PPAP			Mexico		
		Rear Seat On-Trim Gap Closure	25LBO1KD	\$8,650	PPAP			Mexico		
		Cost of Special Perm Tools, Dies, Patterns, for Remote Recliner	25LBO-1K7	\$425,449	PPAP			Mexico		
		Front Rear SAAB Trench Trim Cover Changes	25LBO1K8	\$24,470	PPAP			Mexico		
		Production Tooling Kickoff (168)	25LBO1KX	\$246,226	PPAP			Mexico		
		EDD		PPAP Production ED&D - 30%	TCS01272	\$679,233	PPAP			USA
				Integrated Recliner Red Flag	TCS21298	\$41,609	PPAP			USA
				Pretensioner Cover Revision	TCS21299	\$20,809	PPAP			USA
				Analysis to Meet DIN75410 Rev. Q3 '08	TCS18048	\$29,470	PPAP			USA
				Validation (166)	TCS01272	\$514,405	PPAP			USA
				Armrest Design W/out Storage - Q2 '08	TCS14776	\$33,345	PPAP			USA
				Revision to Rear Center Headrest - Q2 '08	TCS16045	\$31,792	PPAP			USA
Active Head Restraints Design - PPAP 40%	TCS06179			\$100,190	PPAP			USA		
N-Gate Production ED&D - 10%	TCS01272			\$754,704	PPAP			USA		
Active Head Restraints Design - N-Gate 10%	TCS06179			\$25,047	PPAP			USA		
OTHER		Material Obsolescence results from GMT168 program delay	TCS01272	\$911,000				USA		
		Emergency Frame Freight for IVFR Builds		\$196,583				USA		
		Directed Buy - Cost Premiums for Non-Saleable and Saleable Builds		\$341,000				USA		

Total \$11,761,022