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*Attorneys for Term Loan Lenders**

[*complete list of represented Defendants listed in Appendix A; additional counsel listed on signature page]

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11 Case
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,)	Case No. 09-50026 (REG)
Debtors.)	(Jointly Administered)
MOTORS LIQUIDATION COMPANY)	
AVOIDANCE ACTION TRUST, by and through)	Adversary Proceeding
Wilmington Trust Company, solely in its capacity as)	
Trust Administrator and Trustee,)	Case No. 09-00504 (REG)
Plaintiff,)	
vs.)	
JPMORGAN CHASE BANK, N.A., <i>et al.</i> ,)	
Defendants.)	

MOTION TO WITHDRAW AS ATTORNEYS OF RECORD

Pursuant to Local Rule 2090-1(e) of the Local Rules of the United States Bankruptcy Court for the Southern District of New York, the individual counsel of Jones Day and Munger, Tolles & Olson LLP listed below (collectively, “Movants”) hereby respectfully move for entry of an order withdrawing as attorneys of record for Defendants GoldenTree Loan Opportunities III, Ltd. and GoldenTree Loan Opportunities IV, Ltd. in the above-captioned adversary proceeding. Good cause exists to grant this motion—to wit:

1. Movants no longer represent Defendants GoldenTree Loan Opportunities III, Ltd. and GoldenTree Loan Opportunities IV, Ltd., which are being represented by the law firm of Hahn & Hessen LLP; and
2. Movants’ withdrawal will not result in prejudice or delay to any party.

WHEREFORE, for the reasons set forth herein, Movants respectfully request that the Court grant this motion and order that Movants are withdrawn as counsel of record for the aforementioned Defendants.

Dated: November 16, 2015

Respectfully submitted,

/s/ Bruce Bennett
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*Attorneys for Term Loan Lenders**

*[*complete list of represented Defendants
listed in Appendix A]*

¹ Excluding matters relating to Northern Trust Investments, Inc., as Named Fiduciary to the Central States, Southeast, and Southwest Areas Pension Fund.

APPENDIX A

Ares Enhanced Loan Investment Strategy III, Ltd.; Ares Enhanced Loan Investment Strategy IR, Ltd.; Ares IIR/IVR CLO Ltd.; Ares VIR CLO Ltd.; Ares VR CLO Ltd.; Ares XI CLO Ltd.; Atrium IV; Atrium V; Avery Point CLO, Limited; Black Diamond CLO 2005-1 Ltd.; Black Diamond CLO 2005-2 Ltd.; Black Diamond CLO 2006-1 (Cayman) Ltd.; Black Diamond International Funding, Ltd.; Castle Garden Funding; Caterpillar Inc. Pension Master Trust; Chatham Light II CLO, Limited; Credit Suisse Syndicated Loan Fund n/k/a Bentham Wholesale Syndicated Loan Fund; Crescent Senior Secured Floating Rate Loan Fund LLC (formerly known as TCW Senior Secured Floating Rate Loan Fund LP); Eaton Vance CDO VIII Ltd.; Eaton Vance CDO IX Ltd.; Eaton Vance CDO X PLC; Eaton Vance Floating Rate Income Trust; Eaton Vance Grayson & Co.; Eaton Vance Institutional Senior Loan Fund; Eaton Vance Limited Duration Income Fund; Eaton Vance Medallion Floating Rate Income Portfolio; Eaton Vance Senior Debt Portfolio; Eaton Vance Senior Floating Rate Trust; Eaton Vance Senior Income Trust; Eaton Vance Short Duration Diversified Income Fund; Eaton Vance Variable Trust Floating Rate Income Fund; Evergreen Core Plus Bond Fund (Wells Fargo Advantage Income Funds: Income Plus Fund); Evergreen High Income Fund; Evergreen High Yield Bond Trust; Evergreen Income Advantage Fund (Wells Fargo Advantage Income Opportunities Fund); Evergreen Multi Sector Income Fund (Wells Fargo Advantage Multi-Sector Income Fund); Evergreen Utilities & High Income Fund (Wells Fargo Advantage Utilities & High Income Fund); Evergreen VA High Income Fund; Fidelity Advisor Series I: Fidelity Advisor Floating Rate High Income Fund; Fidelity Advisor Series I: Fidelity Advisor High Income Advantage Fund; Fidelity Advisor Series I: Fidelity Advisor High Income Fund; Fidelity Advisor Series II: Fidelity Advisor Strategic Income Fund; Fidelity American High Yield Fund; Fidelity Canadian Asset Allocation Fund; Fidelity Central Investment Portfolios LLC: Fidelity Floating Rate Central Fund; Fidelity Central Investment Portfolios LLC: Fidelity High Income Central Fund 1; Fidelity Central Investment Portfolios LLC: Fidelity High Income Central Fund 2; Fidelity Income Fund: Fidelity Total Bond Fund; Fidelity Puritan Trust: Fidelity Puritan Fund; Fidelity School Street Trust: Fidelity Strategic Income Fund; Fidelity Summer Street Trust: Fidelity Capital & Income Fund; Fidelity Summer Street Trust: Fidelity High Income Fund; First Trust Senior Floating Rate Income Fund II; Foothill Group Inc.; General Board of Pension and Health Benefits of the United Methodist Church; General Electric Capital Corporation; General Electric Pension Trust; IBM Personal Pension Plan Trust; International Paper Company Commingled Investment Group Trust; Iowa Public Employees' Retirement System; Jersey Street CLO, Ltd.; Katonah III, Ltd.; Katonah IV Ltd.; Legg Mason ClearBridge Capital & Income Fund (f/k/a Legg Mason Partners Capital & Income Fund); Madison Park Funding I Ltd.; Madison Park Funding II Ltd.; Madison Park Funding III Ltd.; Madison Park Funding IV Ltd.; Madison Park Funding V Ltd.; Madison Park Funding VI Ltd.; Marlborough Street CLO, Ltd.; Metropolitan West High Yield Bond Fund; MFS Charter Income Trust; MFS Intermarket Income Trust I; MFS Intermediate High Income Fund; MFS Meridian Funds - MFS Global High Yield Fund f/k/a MFS Meridian Funds - MFS Floating Rate Income Fund; MFS Multimarket Income Trust; MFS Series Trust III on behalf of MFS Global High Yield Fund f/k/a MFS Series Trust III on behalf of MFS High Yield Opportunities Fund; MFS Series Trust III on behalf of MFS High Income Fund f/k/a MFS Series Trust X on behalf of MFS Floating Rate High Income Fund; MFS Series Trust VIII on behalf of MFS Strategic Income Fund; MFS Series Trust XIII on behalf of MFS Diversified Income Fund; MFS Special Value Trust; MFS Variable Insurance Trust II on behalf of MFS High Yield Portfolio f/k/a High Yield Variable Account; MFS Variable Insurance

Trust II on behalf of MFS High Yield Portfolio; MFS Variable Insurance Trust II on behalf of MFS High Yield Portfolio f/k/a MFS Variable Insurance Trust on behalf of MFS High Income Series; MFS Variable Insurance Trust II on behalf of MFS Strategic Income Portfolio; MFS Variable Insurance Trust II on behalf of MFS Strategic Income Portfolio f/k/a MFS Variable Insurance Trust on behalf of MFS Strategic Income Series; Microsoft Global Finance; Momentum Capital Fund Ltd.; Mt. Wilson CLO II, Ltd.; Napier Park Distressed Debt Opportunity Master Fund Ltd. (f/k/a CAI Distressed Debt Opportunity Master Fund Ltd.); Nash Point CLO; Northern Trust Investments, Inc., as Named Fiduciary to the Central States, Southeast, and Southwest Areas Pension Fund;² Oaktree High Yield Fund II, L.P.; Oaktree High Yield Fund, L.P.; Oaktree High Yield Plus Fund, L.P.; Oaktree Loan Fund 2X (Cayman), L.P.; Oaktree Senior Loan Fund, L.P.; OCM High Yield Trust; Pacific Gas and Electric VEBA; PG&E Corporation Retirement Master Trust; Pyramis Floating Rate High Income Commingled Pool; Pyramis High Yield Bond Commingled Pool; Pyramis High Yield Fund, LLC; Race Point II CLO, Limited; Race Point III CLO, Limited; Race Point IV CLO, Ltd.; RGA Reinsurance Company; San Diego County Employees Retirement Association; Sankaty High Yield Partners III Grantor Trust as successor in interest to Sankaty High Yield Partners III, L.P.; State Street Bank and Trust Company as Trustee of the FCA US LLC Master Retirement Trust; State Teachers Retirement Board of Ohio; TCW High Income Partners Ltd.; TCW Senior Secured Loan Fund LP; Texas County & District Retirement System; TMCT II, LLC; TMCT, LLC; Transamerica Aegon High Yield Bond VP; Variable Insurance Products Fund V: Strategic Income Portfolio; Variable Insurance Products Fund: High Income Portfolio; Velocity CLO Ltd.; Vitesse CLO Ltd.; Water and Power Employees' Retirement, Disability and Death Benefit Insurance Plan; Wells – 13702900; Wells & Company Master Pension Trust: DBA Wells Capital Management – 12222133; West Bend Mutual Insurance Company; Western Asset Floating Rate High Income Fund, LLC

² Northern Trust Investments, Inc., as Named Fiduciary to the Central States, Southeast, and Southwest Areas Pension Fund is represented for all purposes by Munger, Tolles & Olson LLP and not by Jones Day.

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vs.)	
JPMORGAN CHASE BANK, N.A., <i>et al.</i> ,)	
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**[PROPOSED] ORDER GRANTING
MOTION TO WITHDRAW AS ATTORNEYS OF RECORD**

Upon the *Motion to Withdraw as Attorneys of Record* filed by the individual attorneys of Jones Day and Munger, Tolles & Olson LLP listed therein (collectively, “Movants”), and for good cause shown, it is hereby

ORDERED, that Movants’ motion is GRANTED.

Dated: _____, 2015

Honorable Robert E. Gerber
United States Bankruptcy Judge

CERTIFICATE OF SERVICE

The undersigned hereby certifies that, on November 16, 2015, a copy of the foregoing *Motion to Withdraw as Attorneys of Record* was filed electronically with the Clerk of Court using the CM/ECF system, which will send notification of such filing to all counsel of record.

Dated: November 16, 2015

By,

/s/ Bruce Bennett

Bruce Bennett