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Hearing Date and Time: TBD

Objection Deadline: March 4, 2016

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*Attorneys for Defendant Alticor Inc.*

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

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

**MOTION AND JOINDER OF ALTICOR INC. FOR AN ORDER PURSUANT TO RULE 12(C) OF THE FEDERAL RULES OF CIVIL PROCEDURE MADE APPLICABLE TO THIS ADVERSARY PROCEEDING BY RULE 7012(C) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE ENTERING JUDGMENT IN FAVOR OF ALTICOR INC. AND DISMISSING THE AMENDED COMPLAINT**

Defendant Alticor Inc. (“Alticor”), by and through their undersigned attorneys, as and for their motion for an order pursuant to Rule 12(c) of the Federal Rules of Civil Procedure made applicable to this adversary proceeding by Rule 7012(c) of the Federal Rules of Bankruptcy Procedure entering judgment in favor of Alticor and dismissing the Amended Complaint [Docket Entry No. 91] (“Amended Complaint”), filed by Plaintiff Motors Liquidation Company Avoidance Action Trust (“Plaintiff”), respectfully sets forth as follows:

**ARGUMENT**

For the reasons set forth in the *Motion of Term Loan Lenders for Judgment on the Pleadings* (ECF No. 377), the Amended Complaint must be dismissed.

To avoid duplicative briefing, Alticor hereby joins, adopts and incorporates the factual statements and legal arguments set forth in ECF No. 377 as if set forth fully herein, and Alticor respectfully requests that the Court enter an order dismissing the Amended Complaint.

WHEREFORE, Alticor demands judgment against Plaintiff dismissing the Amended Complaint with prejudice, awarding Alticor’s attorneys’ fees and costs of suit, and such other relief as the Court deems just and appropriate.

Dated: January 27, 2016

/s/ Gordon J. Toering  
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**CERTIFICATE OF SERVICE**

The undersigned certifies that on January 27, 2016 a copy of the foregoing *Motion and Joinder of Alticor Inc. for an Order Pursuant to Rule 12(c) of the Federal Rules of Civil Procedure Made Applicable to this Adversary Proceeding by Rule 7012(c) of the Federal Rules of Bankruptcy Procedure Entering Judgment in Favor of Alticor Inc. and Dismissing the Amended Complaint* was filed with the Clerk of the Court using the CM/ECF system which will send notification of such filing to registered users in the case and was served via United States Post Office First Class Mail upon the following counsel at the addresses set forth below:

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/s/ Gordon J. Toering \_\_\_\_\_