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Attorneys for JPMorgan Chase Bank, N.A.

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

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| In re | : | Chapter 11 |
| | : | |
| MOTORS LIQUIDATION COMPANY, et al., | : | Case No. 09-50026 (REG) |
| | : | |
| Debtors. | : | (Jointly Administered) |
| | : | |
| ----- | | X |
| | : | |
| OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF MOTORS LIQUIDATION COMPANY f/k/a GENERAL MOTORS CORPORATION, | : | |
| | : | |
| Plaintiff, | : | Adversary Proceeding |
| | : | |
| vs. | : | Case No. 09-00504 (REG) |
| | : | |
| JPMORGAN CHASE BANK, N.A., individually and as Administrative Agent for various lenders party to the Term Loan Agreement described herein, et al., | : | |
| | : | |
| Defendants. | : | |
| | : | |
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**NOTICE OF APPEARANCE AND
REQUEST FOR NOTICES AND SERVICE OF PAPERS**

PLEASE TAKE NOTICE that Wachtell, Lipton, Rosen & Katz hereby appears as counsel for JPMorgan Chase Bank, N.A. (“JPMorgan”) in the captioned adversary proceeding

and requests, in accordance with Rules 2002, 9007, and 9010(b) of the Federal Rules of Bankruptcy Procedure and section 1109(b) of the United States Bankruptcy Code, that all notices given or required to be given in connection with the captioned adversary proceeding, and all papers served or required to be served in connection therewith, be given and served upon:

Harold S. Novikoff, Esq.
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PLEASE TAKE FURTHER NOTICE that the foregoing request includes, without limitation, any and all notices in respect of any application, motion, petition, pleading, request, complaint, demand, order or any other paper filed in the within the captioned adversary proceeding whether such notice is formal or informal, written or oral, and whether transmitted by hand delivery, United States Mail, electronic mail, expedited delivery service, telephone, telex, telecopy or otherwise.

This notice of appearance and request for notice and service of papers is not, and may not be deemed or construed to be, a waiver of any of JPMorgan's substantive or procedural rights, including without limitation: (i) JPMorgan's right to have final orders in non-core matters entered only after de novo review by a District Court; (ii) JPMorgan's right to trial by jury in any proceeding so triable herein or in any case, controversy, or proceeding related hereto;

(iii) JPMorgan's right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; (iv) JPMorgan's right to have any claims constitutionally required to be determined by the District Court be determined therein; (v) JPMorgan's right to have any matter heard by an arbitrator; or (vi) any other rights, claims, actions, defenses, set-offs, or recoupments to which JPMorgan is or may be entitled in law or in equity or under any agreement, all of which JPMorgan expressly reserves.

Dated: New York, New York
April 22, 2015

WACHTELL, LIPTON, ROSEN & KATZ

/s/ Emil A. Kleinhaus

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