

**PLEASE CAREFULLY REVIEW THIS OBJECTION AND THE ATTACHMENTS
HERETO TO DETERMINE WHETHER THIS OBJECTION
AFFECTS YOUR CLAIM(S)**

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Attorneys for Debtors
and Debtors in Possession

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

-----X
In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* :
: :
Debtors. : (Jointly Administered)
: :
-----X

NOTICE OF DEBTORS' 155TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)

PLEASE TAKE NOTICE that on January 25, 2011, Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (the "**Debtors**"), filed their 155th omnibus objection to disallow certain claims¹ (the "**155th Omnibus Objection to Claims**"), and that a hearing (the "**Hearing**") to consider the 155th

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 155th Omnibus Objection to Claims.

Omnibus Objection to Claims will be held before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Room 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **March 1, 2011 at 9:45 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard.

PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE 155TH OMNIBUS OBJECTION TO CLAIMS TO SEE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION AND/OR IN EXHIBIT "A" ANNEXED THERETO.

PLEASE TAKE FURTHER NOTICE that any responses to the 155th Omnibus Objection to Claims must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's filing system, and (b) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 and on (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., and Joseph H. Smolinsky, Esq.); (ii) the Debtors, c/o Motors Liquidation Company, 401 South Old Woodward Avenue, Suite 370, Birmingham, Michigan 48009 (Attn: Thomas Morrow); (iii) General Motors LLC, 400 Renaissance Center, Detroit, Michigan 48265 (Attn: Lawrence S. Buonomo, Esq.); (iv) Cadwalader, Wickersham & Taft LLP, attorneys for the United States Department of the Treasury, One World Financial Center, New York, New York 10281 (Attn: John J. Rapisardi, Esq.); (v) the United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, D.C.

20220 (Attn: Joseph Samarias, Esq.); (vi) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th Floor, New York, New York 10019 (Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.); (vii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq., Robert Schmidt, Esq., Lauren Macksoud, Esq., and Jennifer Sharret, Esq.); (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Tracy Hope Davis, Esq.); (ix) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York 10007 (Attn: David S. Jones, Esq. and Natalie Kuehler, Esq.); (x) Caplin & Drysdale, Chartered, attorneys for the official committee of unsecured creditors holding asbestos-related claims, 375 Park Avenue, 35th Floor, New York, New York 10152-3500 (Attn: Elihu Inselbuch, Esq. and Rita C. Tobin, Esq.) and One Thomas Circle, N.W., Suite 1100, Washington, DC 20005 (Attn: Trevor W. Swett III, Esq. and Kevin C. Maclay, Esq.); and (xi) Stutzman, Bromberg, Esserman & Plifka, A Professional Corporation, attorneys for Dean M. Trafelet in his capacity as the legal representative for future asbestos personal injury claimants, 2323 Bryan Street, Suite 2200, Dallas, Texas 75201 (Attn: Sander L. Esserman, Esq. and Robert T. Brousseau, Esq.), so as to be received no later than **February 22, 2011 at 4:00 p.m. (Eastern Time)** (the "**Response Deadline**").

PLEASE TAKE FURTHER NOTICE that if no responses are timely filed and served with respect to the 155th Omnibus Objection to Claims or any claim set forth thereon, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the 155th Omnibus Objection to Claims, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: New York, New York
January 25, 2011

/s/ Joseph H. Smolinsky
Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

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

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In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* :
: :
Debtors. : (Jointly Administered)
: :
-----X

DEBTORS' 155TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)

**THIS OBJECTION SEEKS TO DISALLOW CERTAIN FILED PROOFS OF CLAIM.
CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE
EXHIBIT ANNEXED TO THIS OBJECTION.**

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

Motors Liquidation Company (f/k/a General Motors Corporation) (“MLC”) and
its affiliated debtors, as debtors in possession (collectively, the “Debtors”), respectfully
represent:

Relief Requested

1. Prior to commencing these chapter 11 cases, the Debtors had issued hundreds of millions of shares of common equity that were held by a wide range of investors. In these chapter 11 cases, approximately 1,000 proofs of claim were filed against the Debtors that assert nothing more than the mere ownership of equity interests in the Debtors (the “**Claims for Equity Interests**”). The vast majority of the Claims for Equity Interests apparently were filed by holders of equity interests who erroneously believed that filing a proof of claim was necessary to preserve an entitlement to a potential distribution on account of their equity interests or erroneously believed that they could assert a claim for the purchase price of their equity interests. The Claims for Equity Interests are, however, objectionable because only a creditor may file a proof of claim, and an equity interest holder is not a creditor. Accordingly, the Claims for Equity Interests should be disallowed as claims and reclassified as equity interests, which will preserve for the holders of such claims any entitlement to a distribution solely on account of the ownership of equity interests.

2. The Debtors file this 155th omnibus objection (the “**155th Omnibus Objection to Claims**”) pursuant to section 502(b) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), seeking entry of an order disallowing the Claims for Equity Interests listed on **Exhibit “A”** annexed hereto, under the heading “*Claims to be Disallowed,*”¹ and reclassifying those Claims for Equity Interests as equity interests.

¹ Creditors can obtain copies of the cover page of any proof of claim filed against the Debtors’ bankruptcy estates on the Debtors’ claims register on the website maintained by the Debtors’ claims agent, www.motorsliquidation.com. A link to the claims register is located under the “Claims Information” tab. Creditors without access to the Internet may request a copy of the cover page of any proof of claim by mail to The Garden City Group, Inc., Motors Liquidation Company Claims Agent, P.O. Box 9386, Dublin, Ohio 43017-4286 or by calling The Garden City Group, Inc. at 1-703-286-6401.

Jurisdiction

3. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

Background

4. On June 1, 2009, four of the Debtors (the “**Initial Debtors**”)² commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, and on October 9, 2009, two additional Debtors (the “**REALM/ENCORE Debtors**”)³ commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, which cases are jointly administered with those of the Initial Debtors under Case Number 09-50026. On September 15, 2009, the Initial Debtors filed their schedules of assets and liabilities and statements of financial affairs, which were amended on October 4, 2009. On October 15, 2009, the REALM/ENCORE Debtors filed their schedules of assets and liabilities and statements of financial affairs.

5. On October 6, 2010, this Court entered an order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “**Procedures Order**”) (ECF No. 4180), which authorized the Debtors to file omnibus objections to claims on several grounds that are in addition to those grounds permitted under Bankruptcy Rule 3007(d).

The Relief Requested Should Be Approved by the Court

6. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If an objection refuting at least one of the claim’s essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. *See*

² The Initial Debtors are MLC, MLCS, LLC (f/k/a Saturn, LLC), MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation), and MLC of Harlem, Inc. (f/k/a Chevrolet-Saturn of Harlem, Inc.).

³ The REALM/ENCORE Debtors are Remediation and Liability Management Company, Inc., and Environmental Corporate Remediation Company, Inc.

In re Oneida Ltd., 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelpia Commc'ns Corp.*, No. 02-41729, 2007 Bankr. LEXIS 660, at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

7. Bankruptcy Rule 3007(d)(7) allows a debtor to file an omnibus objection to claims that are “are interests, rather than claims.” Fed. R. Bankr. P. 3007(d)(7). The rationale behind allowing a debtor to object to such claims is obvious. The Bankruptcy Code differentiates between a “claim” and an “equity security.” *See* 11 U.S.C. §§ 101(5), 101(16). Under the Bankruptcy Code, those who have “claims” against the Debtors are called “creditors” while those who hold “equity securities” are called “equity security holders.” *See id.* §§ 101(10), 101(17). While creditors were entitled to file proofs of claim to preserve their rights to distributions on account of their claims, equity security holders were not entitled to file proofs of claim to preserve their rights, if any, based solely on their ownership of equity interests. The filing of a proof of claim by an equity security holder for that purpose was neither necessary nor sufficient. *See McGimsey v. USA Capital Diversified Trust Deed Fund, LLC (In re USA Commercial Mortg. Co.)*, 377 B.R. 608, 615 (9th Cir. B.A.P. 2007) (“It is axiomatic that an allowed proof of claim requires something more than mere equity ownership”). While equity security holders in these chapter 11 cases were entitled, to the extent they held “claims” against the Debtors, to file a proof of claim to preserve such “claims,” which are distinct from rights arising solely from the ownership of equity interests, each of the Claims for Equity Interests assert only equity interests. As such, the Claims for Equity Interests should be disallowed and reclassified as equity interests. The reclassification of the Claims for Equity Interests to equity interests will preserve any entitlement the holders of Claims for Equity Interests have to a distribution, if any, solely on account of the ownership of equity interests.

Reservation of Rights

8. The Debtors reserve the right to object to any of the Claims for Equity Interests that are not disallowed in their entirety for any reason and to object on any basis to any of the Claims for Equity Interests that are reclassified as equity interests.

Notice

9. Notice of this 155th Omnibus Objection to Claims has been provided in accordance with the Fifth Amended Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c) and 9007 Establishing Notice and Case Management Procedures, dated January 3, 2011 (ECF No. 8360). The Debtors submit that such notice is sufficient and no other or further notice need be provided.

10. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: New York, New York
January 25, 2011

/s/ Joseph H. Smolinsky
Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
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Attorneys for Debtors
and Debtors in Possession

CLAIMS TO BE DISALLOWED

Name and Address of Claimant	Claim #	Debtor	Claim Amount	Grounds For Objection	Objection Page Reference
ALGOET, SUSAN L 268 BERMUDA BEACH DR FORT PIERCE, FL 34949	21318	Moters Liquidation Company	\$17,345.51	Equity Interest Claim	Pgs. 1-5
ANDERSON, HUGO J 533 LINCOLN RD OTSEGO, MI 49078	6285	Moters Liquidation Company	\$4,911.46	Equity Interest Claim	Pgs. 1-5
BALIK, EMILY M 614 E 31ST ST LA GRANGE PARK, IL 60526	5871	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
BROOKEY, THOMAS W APT 124 2505 KEYSTONE CLUB DRIVE DAYTON, OH 45439	48366	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
CIMB-GK SECURITIES PTE. LTD A/C CLIENT - TRUST -SINGLE AGENCY ACCOUNT- 50 RAFFLES PLACE #19-00 SINGAPORE LAND TOWER ,SINGAPORE 048623 , SINGAPORE	17763	Moters Liquidation Company	\$485,392.50	Equity Interest Claim	Pgs. 1-5
CLARENCE & KATHRYN SINGMASTER TTEE C W SINGMASTER TR U/A DTD 01/24/2008 10880 SW DAVIES RD APT 3007 BEAVERTON, OR 97008	8392	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
COCHRAN JR, DELBERT E 637 SUMMER WINDS LN SAINT PETERS, MO 63376	10514	Moters Liquidation Company	\$3,953.00	Equity Interest Claim	Pgs. 1-5
DANIEL PLOUFFE 70 FONTANA LN GROSSE POINTE SHORES, MI 48236	45172	Moters Liquidation Company	\$62,792.00	Equity Interest Claim	Pgs. 1-5
DELBERT COCHRAN JR 637 SUMMER WINDS LN SAINT PETERS, MO 63376	10515	Moters Liquidation Company	\$3,953.00	Equity Interest Claim	Pgs. 1-5

(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED

DENNIS MILLER & RONDA MILLER JT WROS 1449 S SHORE CT BARRINGTON, IL 60010	17831	Moters Liquidation Company	\$15,005.25	Equity Interest Claim	Pgs. 1-5
DOMENICA S DITTMEIER 32 SHELLEY AVE VALHALLA, NY 10595	70498	Moters Liquidation Company	\$20,000.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
DONNA LEE CETTEL, ESQ. 501 GRAISBURY AVE HADDONFIELD, NJ 08033	23671	Moters Liquidation Company	\$5,000.00	Equity Interest Claim	Pgs. 1-5
EDWARD PRIMOFF PO BOX 1400 LOXAHATCHEE, FL 33470	70271	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
EDWARDS JAMES 19515 NORTHROP ST DETROIT, MI 48219	16962	Moters Liquidation Company	\$44,685.90	Equity Interest Claim	Pgs. 1-5
EKLADYOUS, ISIS G 4226 TYLER RD SHELBY TWP, MI 48316	65259	Moters Liquidation Company	\$500,000.00	Equity Interest Claim	Pgs. 1-5
EUGENE MARISCHLER 1303 SOPER COURT NAPERVILLE, IL 60563	44670	Moters Liquidation Company	\$19,343.32	Equity Interest Claim	Pgs. 1-5
FARR, ROY T DOLORIS FARR 3066 GOLD DUST ST NE BELMONT, MI 49306	15223	Moters Liquidation Company	\$33,306.00	Equity Interest Claim	Pgs. 1-5
FELIX REYES 12210 KENDALL CT SILVER SPRING, MD 20902	29580	Moters Liquidation Company	\$1,830.00	Equity Interest Claim	Pgs. 1-5
FRANK MUSTER KATTENSTR 7 34119 KASSEL GERMANY GERMANY	44611	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO BE DISALLOWED					
FREITAG WILLIAM 29671 ROBERT ST WICKLIFFE, OH 44092	26671	Moters Liquidation Company	\$7,565.75	Equity Interest Claim	Pgs. 1-5
FRIEDA MORRIS 2057 GUILDFORD D CENTURY VILLAGE BOCA RATON, FL 33434	4089	Moters Liquidation Company	\$5,344.00	Equity Interest Claim	Pgs. 1-5
GREEN, SHIRLEY PO BOX 214256 AUBURN HILLS, MI 48321	4526	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
GRIMME, STEPHEN J 9168 N 500 W HUNTINGTON, IN 46750	33426	Moters Liquidation Company	\$18,789.98	Equity Interest Claim	Pgs. 1-5
HELEN & GERALD TSUPROS 17166 ALSEA HWY ALSEA, OR 97324	15143	Moters Liquidation Company	\$103,683.00	Equity Interest Claim	Pgs. 1-5
HOPE LEWIS 50 EDGEWOOD DRIVE ORANGEBURG, NY 10962	70523	Moters Liquidation Company	\$3,000.00	Equity Interest Claim	Pgs. 1-5
JIMMY D MARTIN & SUSAN S MARTIN JTWROS 420 PEAR ORCHARD RD HINESVILLE, GA 31313	9683	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
JOHNSON, GERALDINE PO BOX 87 NEW YORK, NY 10037	69849	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
JORDAN, LARRY W 37826 SKEET DR TECUMSEH, OK 74873	8434	Moters Liquidation Company	\$21,882.60	Equity Interest Claim	Pgs. 1-5
JOSEPH OUMET 3906 GALAXY DR JANESVILLE, WI 53546	2283	Moters Liquidation Company	\$13,700.00	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO BE DISALLOWED

KATHRYN B SINGMASTER TTEE KATHRYN B SINGMASTER TRUST U/A DTD 01/24/2008 10880 SW DAVIES RD APT 3007 BEAVERTON, OR 97008	8391	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
KURT SALM IRA 11 WESTVIEW DR APT A BLOOMFIELD, CT 06002	11506	Moters Liquidation Company	\$8,754.63	Equity Interest Claim	Pgs. 1-5
L. KENT KRETZLER 279 BARCELONA STREET PUNTA GORDA, FL 33983 UNITED STATES OF AMERICA	70521	Moters Liquidation Company	\$121,800.00	Equity Interest Claim	Pgs. 1-5
MCAHREN, DAVID O 1021 LORRAINE CT SHELBYVILLE, IN 46176	20811	Moters Liquidation Company	\$129,905.00	Equity Interest Claim	Pgs. 1-5
MICHAEL ROBERTSON 3646 N WILLOWBROOK DR MARION, IN 46952	20118	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
MICHAEL SCHOCH 912 FOREST AVE CPE GIRARDEAU, MO 63701	8020	Moters Liquidation Company	\$340.00	Equity Interest Claim	Pgs. 1-5
MOHAMMED REZAUL HUSSAIN 4318 WALNUT STREET APT 2-R PHILADELPHIA, PA 19104	7678	Moters Liquidation Company	\$4,833.66 Unliquidated	Equity Interest Claim	Pgs. 1-5
MS&CO C/F BEULAH WOLFF IRA STANDARD DATED 02/16/83 120 EAST 34TH ST APT 12F NEW YORK, NY 10016	65632	Moters Liquidation Company	\$15,710.00	Equity Interest Claim	Pgs. 1-5
MURIL SIMS TRUST MURIL SIMS 3221 N VALLEYVIEW DR BLOOMINGTON, IN 47404	11992	Moters Liquidation Company	\$20,208.00	Equity Interest Claim	Pgs. 1-5
NEILSON, DOREEN 4997 TONAWANDA CREEK RD NORTH TONAWANDA, NY 14120	45179	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO BE DISALLOWED					
NICHOLAS PERSICH 219 ARIS AVENUE METAIRIE, LA 70005 UNITED STATES OF AMERICA	70525	Moters Liquidation Company	\$9.99	Equity Interest Claim	Pgs. 1-5
O BRIEN, ELEANOR C 304-1561 STOCKTON CRES VICTORIA BC CANADA V8P-3B9 CANADA	33427	Moters Liquidation Company	\$1,090.00	Equity Interest Claim	Pgs. 1-5
PATRICIA S CARDINALE MARY ANNE PERKS TTEE U/W/O ROBERT MAC CALLUM TRUST B 11/23/1990 4 WOODSTOCK COURT NEW HARTFORD, NY 13413	6191	Moters Liquidation Company	\$7,440.00	Equity Interest Claim	Pgs. 1-5
POLING, DOROTHY 814 E 29TH ST MARION, IN 46953	10290	Moters Liquidation Company	\$1,000.00	Equity Interest Claim	Pgs. 1-5
RALPH CHESNEY 4644 BIG HORN DR N NESBIT, MS 38651	44686	Moters Liquidation Company	\$11,000.00	Equity Interest Claim	Pgs. 1-5
RENE MOREAU 32847 LAKE MEAD DR FREMONT, CA 94555	19990	Moters Liquidation Company	\$704,444.97	Equity Interest Claim	Pgs. 1-5
RENEE HIRSCH 3370 S 133RD ST OMAHA, NE 68144	27665	Moters Liquidation Company	\$6,356.00	Equity Interest Claim	Pgs. 1-5
RYCHEL, GERALD E 2926 REPPUHN DR SAGINAW, MI 48603	33440	Moters Liquidation Company	\$2,904.00	Equity Interest Claim	Pgs. 1-5
SAMIR SHALABY 2576 BRIGGS RD CENTERVILLE, OH 45459	60779	Moters Liquidation Company	\$516,972.40	Equity Interest Claim	Pgs. 1-5
SANDRA J CONFORTI 854 MARSHALL DR CARLISLE, PA 17013	68603	Moters Liquidation Company	\$20,000.00 Unliquidated	Equity Interest Claim	Pgs. 1-5

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SEYKA, SOPHIA J 3433 COOLEY DR LANSING, MI 48911	14827	Moters Liquidation Company	\$825.00	Equity Interest Claim	Pgs. 1-5
STEPHEN J PETERSON 8223 CHAPELLE COURT LAS VEGAS, NV 89131	11171	Moters Liquidation Company	\$8,351.50	Equity Interest Claim	Pgs. 1-5
STUART BECKMAN 3220 PAR STREET NORTH FARGO, ND 58102 UNITED STATES OF AMERICA	70517	Moters Liquidation Company	\$3,286.50	Equity Interest Claim	Pgs. 1-5
SUTLIFF, DALLAS E 22000 W WICKIE RD BANNISTER, MI 48807	45066	Moters Liquidation Company	\$200,000.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
SYLVIA L. ZOSLOW TTEE SYLVIA L ZOSLOW REVOC TRUST UAD 11/10/05 128 AUSTRALIAN AVE PALM BEACH, FL 33480	31725	Moters Liquidation Company	\$1,496.76	Equity Interest Claim	Pgs. 1-5
THOMAS F GOCKEL EXECUTOR ESTATE OF JEAN PARKER 77 SAFRAN AVE EDISON, NJ 08837	5173	Moters Liquidation Company	\$38,220.31	Equity Interest Claim	Pgs. 1-5
TIM M MAYS PO BOX 155 PAMPLICO, SC 29583	8664	Moters Liquidation Company	\$1,084.02	Equity Interest Claim	Pgs. 1-5
TIMOTHY SHAFER 1012 SOUTH CEDAR STREET OWOSSO, MI 48867 UNITED STATES OF AMERICA	70529	Remediation And Liability Management Company, Inc.	\$170,000.00	Equity Interest Claim	Pgs. 1-5
VERA, JASON 907 TAYLOR ST NE WASHINGTON, DC 20017	4453	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
VICTORIAN SQUARE ENTERPRISES 3560 DOYLE ROAD BALDWINVILLE, NY 13027	2620	Moters Liquidation Company	\$13,213.82	Equity Interest Claim	Pgs. 1-5

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WATSON, SHIRLEY 1105 W BRANDON AVE MARION, IN 46952	10289	Moters Liquidation Company	\$6,854.70	Equity Interest Claim	Pgs. 1-5
WEAVER, EDWIN E 12825 ABRA DR SAN DIEGO, CA 92128	2755	Moters Liquidation Company	\$316,392.00	Equity Interest Claim	Pgs. 1-5
WEAVER, LOIS E 316 MAE CT ROMEO, MI 48065	7182	Moters Liquidation Company	\$1,204.08	Equity Interest Claim	Pgs. 1-5
WEBB, RUTH C 3530 COTTAGE MEADOW WAY LAUGHLIN, NV 89029	27305	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
WELLDAY JR, EDWARD J 2465 S WASHINGTON AVE APT 101A TITUSVILLE, FL 32780	21680	Moters Liquidation Company	\$2,000.00	Equity Interest Claim	Pgs. 1-5
WEST JR, CECIL 6410 OLD ORCHARD DR # B28 PLANO, TX 75023	16046	Moters Liquidation Company	\$1,424.66	Equity Interest Claim	Pgs. 1-5
WETTER, KENNETH O 18514 HOLLIE DR MACOMB, MI 48044	15371	Moters Liquidation Company	\$21,454.06	Equity Interest Claim	Pgs. 1-5
WHITE, GORDON J 115 TIGER DR WENTZVILLE, MO 63385	9957	Moters Liquidation Company	\$4,972.60	Equity Interest Claim	Pgs. 1-5
WIDDOWSON, RICHARD E 110 DEETER DR CLAYTON, OH 45315	29518	Moters Liquidation Company	\$6,528.40	Equity Interest Claim	Pgs. 1-5

(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

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CLAIMS TO BE DISALLOWED					
WIER, RICHARD C 47501 LIBERTY DR SHELBY TWP, MI 48315	21587	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
WIERER, JOSEPH J 2815 WESTMORELAND ST NEW LENOX, IL 60451	45970	Moters Liquidation Company	\$1,685.59	Equity Interest Claim	Pgs. 1-5
WILBERT W SCHEER 3830 BOEUF LUTHERAN RD NEW HAVEN, MO 63068	3588	Moters Liquidation Company	\$5,049.95	Equity Interest Claim	Pgs. 1-5
WILLI HEINZ WERNER CORDES KLEINER WEG 3 534711 BAD NEUENAHR-AHRWEILER GERMANY , GERMANY	21354	Moters Liquidation Company	Unliquidated Foreign Currency	Equity Interest Claim	Pgs. 1-5
WILLIAM A JONES 1651 MACKINTOSH BLVD NOKOMIS, FL 34275	22784	Moters Liquidation Company	\$33,710.00	Equity Interest Claim	Pgs. 1-5
WILLIAM BEEKMAN 101 GRAND PLAZA DR APT N1 ORANGE CITY, FL 32763	11780	Moters Liquidation Company	\$26,000.00	Equity Interest Claim	Pgs. 1-5
WILLIAM BEEKMAN 101 GRAND PLAZA DR APT N1 ORANGE CITY, FL 32763	11781	Moters Liquidation Company	\$26,000.00	Equity Interest Claim	Pgs. 1-5
WILLIAM CARPENTER PO BOX 37262 SHREVEPORT, LA 71133	63151	Moters Liquidation Company	\$205,739.66 Unliquidated	Equity Interest Claim	Pgs. 1-5
WILLIAM J BRAYMEN 50043 240TH STREET COUNCIL BLUFFS, IA 51503 UNITED STATES OF AMERICA	63090	Moters Liquidation Company	\$10,500.00	Equity Interest Claim	Pgs. 1-5
WILLIAM JONES 633 PURDUE AVE YOUNGSTOWN, OH 44515	1749	Moters Liquidation Company	\$891.00	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO BE DISALLOWED					
WILLIAM R MORGAN 312 ARDON LN CINCINNATI, OH 45215	8815	Moters Liquidation Company	\$3,696.00	Equity Interest Claim	Pgs. 1-5
WILLIAM RICE 1199 W LEMONT CT CANTON, MI 48187	69294	Moters Liquidation Company	\$34.50	Equity Interest Claim	Pgs. 1-5
WILLIAMS, FED A 2669 FM 2625 W MARSHALL, TX 75672	3340	Moters Liquidation Company	\$2,350.20	Equity Interest Claim	Pgs. 1-5
WILLIAMS, ODESSA 8005 S STEWART AVE CHICAGO, IL 60620	8852	Moters Liquidation Company	\$1,510.15	Equity Interest Claim	Pgs. 1-5
WILLIS, EARL R 4154 PAISLEY STERLING HEIGHTS, MI 48314	23009	Moters Liquidation Company	\$20,640.00	Equity Interest Claim	Pgs. 1-5
WILSON, ELIZABETH 1449 W GARFIELD BLVD CHICAGO, IL 60636	17527	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
WOLF E WESTER SCHULSTR 29 D-21635 YORK GERMANY , GERMANY	21953	Moters Liquidation Company	Unliquidated Foreign Currency	Equity Interest Claim	Pgs. 1-5
WOLFGANG MOLSKI 101 BEAUMIN DR NEWARK, DE 19702	30878	Moters Liquidation Company	\$8,417.53	Equity Interest Claim	Pgs. 1-5
WOLFGANG STEURER SCHLOSSSTRASS 13 D-88453 EROLZHEIM GERMANY , GERMANY	30204	Moters Liquidation Company	Unliquidated Foreign Currency	Equity Interest Claim	Pgs. 1-5
WOOGE, NORMAN L 3790 PAWNEE RD OTTAWA, KS 66067	69720	Moters Liquidation Company	\$28,321.84	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO BE DISALLOWED					
YACKELL, PAUL A 14517 E DESERT PLUME CT VAIL, AZ 85641	26491	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
YEE, SHANG-TAE 6809 DILLON AVE MC LEAN, VA 22101	61945	Moters Liquidation Company	\$19,877.04	Equity Interest Claim	Pgs. 1-5
YOOSEFI AL 3144 CANTELON CRESCENT MISSISSAUGA ON L5N 3J8 CANADA CANADA	33507	Moters Liquidation Company	\$4,000.00	Equity Interest Claim	Pgs. 1-5
ZAHN, DONNA M 1410 DAYTON DR JANESVILLE, WI 53546	7139	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ZAMBO, GERALD M 18504 MARTIN PL TRENTON, MI 48183	23609	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ZAMBO, LILLIAN J 18504 MARTIN PL WOODHAVEN, MI 48183	23608	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ZAROOR, FEYROUZ H 11329 E SAVANNAH AVE MESA, AZ 85212	20170	Moters Liquidation Company	\$78,000.00	Equity Interest Claim	Pgs. 1-5
ZEB ROPER 11572 LINCOLNSHIRE DRIVE CINCINNATI, OH 45240 UNITED STATES OF AMERICA	70520	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ZELMA RICHARDSON 3032 MARVIN DR ADRIAN, MI 49221	4846	Moters Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ZIMMERMAN EDWARD 18 MARIAN DR TONAWANDA, NY 14150	4020	Moters Liquidation Company	\$810.00	Equity Interest Claim	Pgs. 1-5

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(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED					
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ZUKOWSKY, ROBERT J 5 JUNE ST AUBURN, MA 01501	30012	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
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(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* : :
Debtors. : (Jointly Administered)
: :
-----X

ORDER GRANTING DEBTORS' 155TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)

Upon the 155th omnibus objection, dated January 25, 2011 (the “**155th Omnibus Objection to Claims**”), of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), seeking entry of an order disallowing the Claims for Equity Interests,¹ and reclassifying those Claims for Equity Interests as equity interests, all as more fully described in the 155th Omnibus Objection to Claims; and due and proper notice of the 155th Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the 155th Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 155th Omnibus Objection to Claims.

155th Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the 155th Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit “A”** (the “**Order Exhibit**”) annexed hereto under the heading “*Claims to be Disallowed*” are disallowed and reclassified as equity interests; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to, any claims listed on Exhibit “A” annexed to the 155th Omnibus Objection to Claims under the heading “*Claims to be Disallowed*” that are not disallowed pursuant to this Order, and any of the Claims for Equity Interests that are reclassified as equity interests; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
_____, 2011

United States Bankruptcy Judge