

PRESENTMENT DATE AND TIME: October 13, 2011 at 12:00 noon (Eastern Time)
OBJECTION DEADLINE: October 12, 2011 at 11:59 p.m. (Eastern Time)

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Attorney for Creditor-Plaintiffs
Additional Counsel Listed on Signature Page

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
: MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026 (REG)
: f/k/a GENERAL MOTORS CORP., *et al.*, :
: Debtors. : (Jointly Administered)
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JOHN MORGENSTEIN, MICHAEL JACOB, :
as Executor of the Estate of Doris Jacob, :
and **ALANTE CARPENTER** individually :
and on behalf of all others similarly situated, :
: Plaintiffs, :
: Adversary Proceeding
: No. 11-09409-reg

v.

MOTORS LIQUIDATION COMPANY :
f/k/a GENERAL MOTORS CORPORATION, :
a Delaware Corporation, :
: Defendant. :
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**NOTICE OF PRESENTMENT OF PROPOSED ORDER PURSUANT TO FED. R.
BANKR. P. 9007 PERMITTING ELECTRONIC SERVICE TO MASTER SERVICE LIST
IN SPECIFIC ADVERSARY PROCEEDING**

PLEASE TAKE NOTICE that the annexed Motion (Exhibit A), dated September 28, 2011, of Plaintiffs in the captioned case for an order permitting service of papers in this single adversary proceeding on all Notice Parties, save and except the United States Trustee, by electronic transmission instead of mailed paper copies, will be presented to 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 **October 13, 2011.**

PLEASE TAKE FURTHER NOTICE that any objections to the Motion 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 on undersigned counsel and on (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, Post-Effective Date Debtors and the GUC Trust, 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.); (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.), (xii) Gibson, Dunn & Crutcher LLP, attorneys for Wilmington Trust Company as GUC Trust Administrator and for Wilmington Trust Company as Avoidance Action Trust Administrator, 200 Park Avenue, 47th Floor, New York, New York 10166 (Attn: Keith Martorana, Esq.); (xiii) FTI Consulting, as the GUC Trust

Monitor and as the Avoidance Action Trust Monitor, One Atlantic Center, 1201 West Peachtree Street, Suite 500, Atlanta, Georgia 30309 (Attn: Anna Phillips); (xiv) Crowell & Moring LLP, attorneys for the Revitalizing Auto Communities Environmental Response Trust, 590 Madison Avenue, 19th Floor, New York, New York 10022-2524 (Attn: Michael V. Blumenthal, Esq.); and (xv) Kirk P. Watson, Esq., as the Asbestos Trust Administrator, 2301 Woodlawn Boulevard, Austin, Texas 78703, so as to be received no later than **October 12, 2011**.

PLEASE TAKE FURTHER NOTICE that if no objections are timely filed and served with respect to the Motion, undersigned counsel may, on or after the Current Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Motion (Exhibit B), which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: September 28, 2011

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Attorney for Plaintiffs

EXHIBIT A

Motion for Order Permitting Electronic Service to Master Service List in Specific Adversary Proceeding

Now comes Plaintiffs, John Morgenstein, Michael Jacob, as executor of the estate of Doris Jacob, and Alante Carpenter (“Movants”) and seek an order allowing service of papers on the Master Service List’s Notice Parties by electronic transmission, save and except service to the United States Trustee.

1. On May 5, 2011 this Court Ordered as an administrative and case management matter as follows:

d) Electronic Service

a. If service is effected by the Debtors, the Motors Liquidating Company GUC Trust, the Creditors’ Committee, the GUC Trust Administrator, the Avoidance Action Trust Administrator, the Asbestos Claimants’ Committee, the Future Claimants’ Representative, the Environmental Response Trust, or the Asbestos Trust Administrator via electronic transmission, the Debtors, the Motors Liquidation Company GUC Trust, the Creditors’ Committee, the GUC Trust Administrator, the Avoidance Action Trust Administrator, the Asbestos Claimants’ Committee, the Future Claimants’ Representative, the Environmental Response Trust, and the Asbestos Trust Administrator, as applicable, shall not be required to serve paper copies on interested parties; service by electronic transmission shall satisfy the Court’s rules for service and shall be effective as of the date the paper is electronically transmitted to the e-mail addresses listed on the Master Service List. Parties other than the Debtors, the Motors Liquidation Company GUC Trust, the Creditors’ Committee, the GUC Trust Administrator, the Avoidance Action Trust Administrator, the Asbestos Claimants’ Committee, the Future Claimants’ Representative, the Environmental Response Trust, and the Asbestos Trust Administrator shall not be authorized to effect service by electronic transmission.

2. Pursuant to the last detrital paragraph of the Order of May 5, 2011, this Court retained jurisdiction to hear and determine all matters arising from or related to said Order.

3. Plaintiffs have filed an adversary proceeding, above captioned, and will duly serve paper copies of the adversary complaint, together with this motion, pursuant to this Court's quoted language above, on all Notice Parties, by mailing paper copies to each Notice Party.

4. There are more than 500 Notice Parties. Ongoing service to Notice Parties will be unduly burdensome and costly in terms of supplies, manpower, and postage.

5. Plaintiffs have the capability to serve Notice Parties, as they do in many other contexts, via electronic transmission; and such service can be effectuated routinely and inexpensively but for the court's Order requiring individual mail to each Notice Party.

6. All Notice Parties on the Master Service List shall have notice of this motion and, to the extent that any such party does not have electronic transmission facilities and specifically requests paper copies from Plaintiffs, such paper copies shall be provided.

7. The Federal Rules of Bankruptcy procedure provide in Rule 1001 as follows:

The Bankruptcy Rules and Forms govern procedure in cases under title 11 of the United States Code. . . . These rules shall be construed to secure the just, speedy, and **inexpensive** determination of every case and proceeding.

The same rule was adopted in the Federal Rules of Civil Procedure and has guided the Federal Courts for many years.

8. Just as the entities that are permitted to give notice by electronic transmission under the Court's Order of May 5, 2011, Plaintiff's counsel can be relied upon to provide—and certify—due service of papers through electronic transmission.

9. Plaintiffs submit that the foregoing constitutes a sufficient and cost-effective way of providing notice to non-parties to the adversary proceeding. The foregoing notice procedures

satisfy due process in that the said notice is that of one who truly wishes to afford notice to Notice Parties and, moreover, it is reasonable notice under the circumstances.

WHEREFORE Plaintiffs request that the Court grant Movants relief from the above-quoted language and permit service by electronic transmission, save and except service to the United States Trustee and such other parties, without electronic transmission facilities, who may specifically demand paper copies of documents filed herein.

Dated: September 28, 2011

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*Additional Attorneys of Counsel for
Creditors-Plaintiffs*

EXHIBIT B

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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: :
In re: : Chapter 11
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MOTORS LIQUIDATION COMPANY, *et al.*, : Case No. 09-50026 (REG)
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Debtors. : (Jointly Administered)
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JOHN MORGENSTEIN, MICHAEL JACOB, :
as Executor of the Estate of Doris Jacob, :
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and on behalf of all others similarly situated, :
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Plaintiffs, :
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: Adversary Proceeding
: No. 11-09409-reg
v. :
: :
MOTORS LIQUIDATION COMPANY :
f/k/a GENERAL MOTORS CORPORATION, :
a Delaware Corporation, :
: :
Defendant. :
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**ORDER GRANTING MOTION FOR ELECTRONIC SERVICE TO MASTER
LIST IN SPECIFIC ADVERSARY PROCEEDINGS**

Upon the motion of Plaintiffs, John Morgenstein, Michael Jacob, as executor of the estate of Doris Jacob, and Alante Carpenter (“Movants”) and seek an order allowing service of papers on the Master Service List’s Notice Parties by electronic transmission, save and except service to the United States Trustee and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED, that the Motion is GRANTED; and it is further

ORDERED, that Movant is permitted to conduct service of papers on the Master Service List's Notice Parties by electronic transmission, save and except service to the United States Trustee and such other parties, without electronic transmission facilities, who may specifically demand paper copies of documents filed herein.

Dated: _____, 2011

Honorable Robert E. Gerber
UNITED STATES BANKRUPTCY
JUDGE