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

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

SHARON BLEDSOE, et al.,)
Plaintiffs,) Case No.: 1:14-cv-07631 (S.D.N.Y)
) (JMF)
v.)
)
GENERAL MOTORS LLC, et al.,)
Defendants.)

In re:)
) Case No.: 14-md-02543 (JMF)
GENERAL MOTORS LLC)
IGNITION SWITCH LITIGATION)

**BLEDSOE PLAINTIFFS’/ APPELLANTS’ STATEMENT OF ISSUES AND
DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, Sharon Bledsoe, Celestine Elliott, Lawrence Elliott, Tina Farmer, Paul Fordham, Momoh Kanu, Tynesia Mitchell, Dierra Thomas, and James Tibbs, Plaintiffs in their action pending before the United States District Court of the Southern District of New York, 1:14-cv-07631 (JMF), and appellants here

(“*Bledsoe* Plaintiffs”), respectfully submit this statement of issues to be presented on appeal and designation of items to be included in the record. The *Bledsoe* appellants appeal from the Judgment [Doc. No. 13177] entered by the United States Bankruptcy Court for the Southern District of New York *in re Motors Liquidation Company, et al.*, 09-50026 (GER), on June 1, 2015, authorizing General Motors LLC’s (“**New GM**”) Motion to Enforce the Court’s July 5, 2009 Sale Order and Injunction, of General Motors Corporation’s assets (“**Old GM**”); Endorsed Order denying *Bledsoe* Plaintiffs’ application for relief [Doc. No. 12991]; Decision on the Motion to Enforce 2009 Sale Order and Injunction [Doc. No. 13109]; Endorsed Order denying Plaintiffs’ opportunity to present arguments [Doc. No. 13161]; and Decision and Order on *Bledsoe* Plaintiffs’ Reargument and Other Post-Judgment Motions [Doc. No. 13313] .

STATEMENT OF ISSUES PRESENTED ON APPEAL

- 1) Did the Bankruptcy Court err in concluding that it had subject matter jurisdiction to enjoin the prosecution of the *Bledsoe* appellants’ lawsuit against non-debtor New GM, when appellants assert direct, non-successor liability claims for injuries caused by breaches of independent, non-derivative duties New GM owed appellants, claims having no conceivable impact on the res of debtor Old GM?
- 2) Did the Bankruptcy Court err in enforcing the 2009 Sale Order and Injunction to bar the *Bledsoe* appellants from pursuing claims involving non-ignition switch hazards, even though they did not have the notice and opportunity to be heard required by the Due Process Clause before they may be precluded from asserting wholly in personam and non-successor liability claims against New GM based on its alleged breaches of independent, non-derivative duties?
- 3) Did the Bankruptcy Court err in requiring that the *Bledsoe* appellants demonstrate prejudice, in addition to a denial of Constitutionally required notice and opportunity to be heard,

in order to be free from preclusion by the 2009 Sale Order and Injunction barring them from pursuing independent, non-derivative claims about which they had no notice or opportunity to be heard prior to the entry of the Order?

4) Did the Bankruptcy Court err in applying its Judgment to the *Bledsoe* appellants in violation of their Due Process rights, by not according them an opportunity to be heard in the proceedings leading up to its Judgment?

5) Did the Bankruptcy Court err in construing the 2009 Sale Order and Injunction to encompass the *Bledsoe* appellants' independent, non-derivative claims against New GM for its own wrongdoing in light of textual and contextual interpretative evidence dictating a contrary reading?

6) Was the Bankruptcy Court's construction of the 2009 Sale Order and Injunction to encompass independent, non-derivative claims against New GM for its own wrongdoing so unexpected, that even those who received notice of the proceedings would not have had reasonable notice that such claims were to be barred?

7) Did the Bankruptcy Court err in issuing a successive injunction in a contested matter to enforce its earlier injunction?

8) Was New GM's exclusive remedy for enforcing its earlier injunction to seek contempt proceedings against the *Bledsoe* appellants?

9) Did the Bankruptcy Court overstep its jurisdiction by ordering the *Bledsoe* appellants to take amend their pleadings in their lawsuit pending before an Article III judge?

DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD

Appellant hereby designates the following items to be included in the record on appeal.

Documents under 09-bk-50026 (REG) have been filed with the Bankruptcy Court under the corresponding Bankruptcy Court docket numbers.

Item #	Date	Docket #	Name
1	06/01/2009	1	Voluntary Petition for Relief Under Chapter 11 of Title 11 of the United States Code
2	06/01/2009	92	Motion to Approve Procedures for Sale of Property
3	06/01/2009	105	Memorandum of Law in Support of Debtor's Motion to Approve the Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC
4	06/01/2009	158	Order Granting Debtor's Motion for (I) Waiving Requirement to File List of Creditors and (II) Approving Form and Manner of Notifying Creditors of Commencement
5	06/02/2009	274	Order Granting Motion to Approve Procedures for Sale of Property
6	07/05/2009	2967	Decision on Debtor's Motion for Approval of Sale of Assets to Vehicle Acquisition Holding LLC
7	07/05/2009	2968	Order Authorizing Sale of Property and Granting Related Relief
8	07/06/2009	2985	Errata Order Regarding Decision on Debtor's Motion for Approval of Sale of Assets to Vehicle Acquisition Holdings LLC
9	07/08/2009	3062	Transcript Regarding Hearing Held on 7/2/2009 Regarding Motion of the Debtors for Entry of Order Pursuant to 11 U.S.C. Section 363(b)
10	07/08/2009	3087	Transcript Regarding Hearing Held on 6/30/2009 Regarding Motion of the Debtors for Entry of Order Pursuant to 11 U.S.C. Section 363(b)
11	07/15/2009	3205	Transcript Regarding Hearing Held on 7/1/2009 Regarding Motion of the Debtors for Entry of Order Pursuant to 11 U.S.C. Section 363(b)
12	09/02/2009	3940	Debtors' Motion for Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) Establishing the Deadline for Filing Proofs of Claims and Procedures Relating Thereto and Approving the Form and Manner of Notice Thereof

13	09/16/2009	4079	Order Establishing the Deadline for Filing Proofs of Claims (including Claims Under Section 503(b)(9) of the Bankruptcy Code and Procedures Relating Thereto and Approving the Form and Manner of Notice Thereof
14	01/05/2010	4724	Certificate of Publication of the Notice of Deadlines for Filing Proofs of Claim (General Notice) and the Notice of Deadline for Filing Proofs of Claims (Local Notice)
15	07/01/2010	6237	Order Granting Defendant General Motors LLC's Motion Enforcing 363 Sale Order
16	09/07/2010	6867	Affidavit of Service of Notice of Hearing on Debtors' Motion for an Order
17	10/05/2010	7239	Notice of Certification of Publication of Notice of Hearing to Consider Approval of Debtors' Proposed Disclosure Statement with Respect to Debtors' Joint Chapter 11 Plan
18	12/07/2010	8014	Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan
19	12/07/2010	8015	Debtors' Amended Joint Chapter 11 Plan
20	12/08/2010	8023	Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan
21	12/08/2010	8024	Affidavit of Service of Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan and Debtors' Amended Joint Chapter 11 Plan
22	12/08/2010	8043	Order Granting Motion (I) Approving Notice Of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution Thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on the Plan; and (VII) Approving the Form of Notices to Non-Voting Classes Under the Plan
23	12/10/2010	8053	Affidavit of Service of Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan
24	01/18/2011	8673	Affidavit of Publication of the Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date

25	01/21/2011	8788	Amended Affidavit of Publication of Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date (related document ECF No. 8673)
26	02/16/2011	9277	Amended Affidavit of Publication of Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting To Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date (related document ECF No. 8788)
27	03/18/2011	9836	Debtors' Second Amended Joint Chapter 11 Plan
28	03/21/2011	9845	Affidavit of Service of Debtors' Second Amended Joint Chapter 11 Plan
29	03/29/2011	9941	Findings of Fact and Conclusions of Law and Order Pursuant to Sections 1129(A) and (B) of the Bankruptcy Code and Rule 3020 Of The Federal Rules Of Bankruptcy Procedure on firming Debtors Second Amended Joint Chapter 11 Plan
30	05/03/2011	10151	Notice of Entry of Order Confirming Debtors' Second Amended Joint Chapter 11 Plan and Occurrence of Effective Date
31	05/10/2011	10214	Notice of Certification of Publication of the Notice of Entry of Order Confirming Debtors' Second Amended Joint Chapter 11 Plan and Occurrence of Effective Date
32	01/26/2012	11351	Notice of Proposed Order Approving Motion and Motion Pursuant to Bankruptcy Rule 3003 and Section 105(a) of the Bankruptcy Code for an Order Disallowing Certain Late Filed Claims
33	02/08/2012	11394	Order Approving Motion Pursuant to Bankruptcy Rule 3003 and Section 105(a) of the Bankruptcy Code Disallowing Certain Late Filed Claims
34	04/21/2014	12619	Groman Plaintiff's Adversary Complaint Against Defendant General Motors LLC
35	04/21/2014	12620	Defendant General Motors LLC's Motion to Enforce the Court's July 5, 2009 Sale Order and Injunction
36	04/21/2014	12621	Cover Page and Exhibits to Defendant General Motors LLC's Motion to Enforce the Court's July 5, 2009 Sale Order and Injunction

37	04/22/2014	12627	Endorsed Order Granting Defendant General Motors LLC's Request for a Conference for Determining Procedures
38	04/22/2014	12628	Notice of Filing of Defendant General Motors LLC's Motion to Enforce the Court's July 5, 2009 Sale Order and Injunction
39	04/22/2014	12629	Objection to Motion of General Motors LLC To Enforce the Courts July 5, 2009 Sale Order and Injunction Filed on Behalf of Plaintiffs Benton, Ratzlaff, Barker, Heuler, McConnell, Onofre, and Satele
40	04/23/2014	12640	Cover Page and Exhibits to Objection to Defendant Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court's July 5, 2009 Sale Order and Injunction (relates to ECF No. 12629)
41	04/30/2014	12673	Letter to the Honorable Robert E. Gerber Regarding May 2, 2014 Status Conference, filed on behalf of Defendant General Motors LLC
42	05/01/2014	12675	Amended Notice of (A) Filing of Defendant General Motors LLC's Motion Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court's July 5, 2009 Sale Order and Injunction, and (B) Conference to be Held in Connection with Such Motion
43	05/16/2014	12697	Scheduling Order Regarding (I) Defendant General Motors LLC's Motion to Enforce the 2009 Sale Order and Injunction, (II) Objection Filed By Certain Plaintiffs In Respect Thereto, and (III) Adversary Proceeding No. 14-01929.
44	05/22/2014	12706	Groman Plaintiffs' First Amended Class Action Complaint in Adv. Proceeding No. 14-01929
45	06/24/2014	12735	Supplemental Response by Defendant General Motors LLC in Connection with Stay Procedures Set Forth in the Court's May 16, 2014 Scheduling Order
46	07/08/2014	12764	Order Granting Defendant General Motors LLC's Motion to Establish Stay Procedures for Newly-Filed Ignition Switch Actions
47	07/11/2014	12770	Supplemental Scheduling Order Regarding (I) Defendant General Motors LLC's Motion to Enforce the 2009 Sale Order and Injunction, (II) Objection Filed By Certain Plaintiffs In Respect Thereto, and (III) Adversary Proceeding No. 14-01929.
48	08/01/2014	12807	Defendant General Motors LLC's Motion to Enforce July 5, 2009 Sale Order and Injunction Against Plaintiffs in Pre-Closing Accident Lawsuits

49	08/01/2014	12808	Defendant General Motors LLC's Motion to Enforce July 5, 2009 Sale Order and Injunction Against Monetary Relief Actions, Other than Ignition Switch Actions
50	08/08/2014	12826	Identified Parties' Agreed Upon and Disputed Stipulations of Fact
51	08/08/2014	12827	Letter from Arthur Steinberg, Counsel for Defendant General Motors LCC, Regarding Agreed Upon and Disputed Stipulations of Fact
52	08/22/2014	12869	Endorsed Order, Approving Briefing Schedule Proposed in Defendant General Motors LLC's Letter Regarding Four Threshold Issues
53	09/15/2014	12897	Scheduling Order Regarding defendant General Motors LLC's Motion to Enforce this Court's July 5, 2009 Sale Order and Injunction Against Plaintiffs in Pre-Closing Accident Lawsuits
54	09/15/2014	12898	Scheduling Order Regarding Defendant General Motors LLC's Motion to Enforce the Court's July 5, 2009 Sale Order and Injunction
55	08/21/2014	12899	Transcript of August 18, 2014 Hearing Regarding Threshold Issues Letters
56	10/13/2014	12948	Bledsoe Plaintiffs' No Stay Pleading
57	10/23/2014	12961	Defendant General Motors LLC's Response to Bledsoe Plaintiffs' No Stay Pleading
58	11/05/2014	12981	Defendant General Motor LLC's Opening Brief on Threshold Issues Concerning its Motions to Enforce Sale Order and Injunction
59	11/05/2014	12982	Appendix of Exhibits for Opening Brief by Defendant General Motors LLC on Threshold Issues
60	11/10/2014	12991	Endorsed Order Denying Bledsoe Plaintiffs' Application for Relief from Sale Order Injunction.
61	11/10/2014	12993	Endorsed Order Denying Plaintiffs' Motion to Alter or Amend and Denying Plaintiffs' Motion for Abstention
62	11/11/2014	13001	Transcript Regarding Hearing Held on July 2, 2014, Regarding No Stay Pleadings
63	11/21/2014	13003	Transcript Regarding Hearing Held August 5, 2014, Regarding Elliott Plaintiffs' No Stay Pleading Pursuant to the Courts Scheduling Orders and Motion for Order of Dismissal for lack of Subject Matter Jurisdiction
64	12/02/2014	13015	Stipulation Order Extending Answer Deadline for Motions for Leave to Appeal Injunctive Orders

65	12/16/2014	13021	Designated Counsel for Certain Pre-Closing Accident Plaintiffs' Responsive Brief on Threshold Issues Concerning Motions to Enforce the Sale Order and Injunction
66	12/16/2014	13025	Designated Counsel for Certain Plaintiffs' Opposition Brief on Threshold Issues Concerning Motions to Enforce the Sale Order and Injunction
67	12/16/2014	13026	Declaration of Edward S. Weisfelner in Support of Designated Counsel's Opposition to New GM's Motions for Enforcement of Sale Order and Injunction
68	12/16/2014	13028	Groman Plaintiffs' Opposition Brief Regarding New GM's Opening Brief's "Fraud on the Court Legal Standard"
69	12/17/2014	13034	Defendant General Motor LLC's Consolidated Objections to the Elliot's Plaintiffs' Motion for Leave to Appeal Preliminary Stay Orders
70	01/13/2015	13044	Administrative Order Regarding Oral Argument and Related Matters
71	01/16/2015	13048	Defendant General Motors LLC's Reply Brief on Threshold Issues Concerning Motions to Enforce
72	01/28/2015	13059	Endorsed Order Granting Defendant General Motor LLC's Proposed Oral Argument Sequence
73	01/30/2015	13066	Endorsed Order Regarding Defendant General Motors LLC's Letter Requesting Approval of Argument Sequence and Time Allocation
74	02/13/2015	13086	Defendant General Motors LLC's Notice of Matters Scheduled for Hearing on February 17, 2015
75	02/20/2015	13096	Transcript regarding Hearing Held on 2/18/2015 Regarding Oral Argument on Motion to Enforce
76	04/15/2015	13109	Decision on the Motion to Enforce Sale Order
77	05/12/2015	13136	Letter from Arthur Steinberg, Counsel for Defendant General Motors LLC, Regarding Proposed Judgment in Connection to Decision on Motion to Enforce Sale Order
78	05/12/2015	13137	Letter from Edward S. Weisfelner, Counsel for Certain Plaintiffs, Enclosing Proposed Judgment of Co-Designated Counsel and Counsel for Economic Loss Plaintiffs and Designated Counsel and Counsel for Ignition Switch Pre-Closing Accident Plaintiffs
79	05/13/2015	13143	Letter from Gary Peller, Counsel for Plaintiffs, Requesting Scheduling for Submission of Non-Threshold Issue Objections

80	05/15/2015	13147	Endorsed Order Regarding Letter from Gary Peller, Counsel for Plaintiffs, Instructing Defendant General Motors LLC to Respond
81	05/21/2015	13153	Letter from Arthur Stenberg, Counsel for Defendant General Motors LLC, Responding to Letter from file by Gary Peller
82	05/21/2015	13154	Letter from Gary Peller, Counsel for Plaintiffs, Requesting Leave to Respond to Mr. Steinberg's Letter Regarding Non-Threshold Issue Considerations
83	05/27/2015	13161	Endorsed Order Denying Plaintiffs' Request to Respond to Defendant General Motor's Letter Regarding Additional Objections
84	05/27/2015	13162	Decision Regarding Form of Judgment
85	05/27/2015	13163	Order Regarding Technical Matters Concerning Judgment
86	05/29/2015	13169	Letter from Gary Peller, Counsel for Plaintiffs, Regarding Court's Order Regarding Technical Matters Concerning Judgment
87	05/29/2015	13171	Letter from Arthur Steinberg, Counsel for Defendant, Regarding Court's Order Regarding Technical Matters Concerning Judgment
88	05/29/2015	13172	Letter from William P. Weintraub, Counsel for Groman Plaintiffs, Regarding Court's Order Regarding Technical Matters Concerning Judgment
89	05/29/2015	13174	Letter from Arthur Steinberg, Counsel for Defendant General Motors LLC, Requesting Provision Staying Certain Appellate Procedures Until Second Circuit Certification
90	06/01/2015	13176	Letter from Arthur Steinberg, Counsel for Defendant General Motor LLC, Responding to Letter filed by Gary Peller Regarding Technical Matters of Judgment
91	06/01/2015	13177	Judgment
92	06/01/2015	13178	Order Certifying Judgment for Direct Appeal to Second Circuit
93	06/11/2015	13196	Bledsoe Plaintiffs' Motion to Amend Findings Pursuant to FRBP 7052, for Reargument Pursuant to Local Bankruptcy Rule 9023.1, to Alter or Amend the Judgment Pursuant to FRBP 9023, and for Relief from the Judgment Pursuant to FRBP 9024
94	06/11/2015	13197	Bledsoe Plaintiffs' Brief in Support of their Motion for Relief Related to the Court's Judgment and No Stay/ No Strike/Objection Pleading

95	06/15/2015	13203	Order Regarding Response Date for Pleadings Filed by Bledsoe Plaintiffs
96	07/06/2015	13275	Defendant General Motors LLC's Response to Bledsoe Plaintiffs' Motion to Amend and No Stay/ No Strike/ Objection Pleading
97	07/22/2015	13313	Decision and Order on Bledsoe Plaintiffs' Reargument and other Post-Judgment Motions

Dated: August 14, 2015

Respectfully Submitted,

/s/ Gary Peller

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Momoh Kanu, Tynesia Mitchell,

Dierra Thomas, and James Tibbs

CERTIFICATE OF SERVICE

I hereby certify that on August 14, 2015, I caused the foregoing **BLEDSOE
PLAINTIFFS'/ APPELLANTS' STATEMENT OF ISSUES AND DESIGNATION OF
ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL** to be served upon all parties
receiving notice via the Court's ECF system.

Dated: August 14, 2015

/s/ Gary Peller
Gary Peller