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Attorneys for FANUC Robotics America, Inc.

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

-----X
In re: : Chapter 11
: :
GENERAL MOTORS CORP., *et al.*, : Case No. 09-50026 (REG)
: :
Debtors : Jointly Administered
: :
-----X

**OBJECTION OF FANUC ROBOTICS AMERICA, INC.
TO NOTICE OF (I) DEBTOR’S INTENT TO ASSUME AND ASSIGN CERTAIN
EXECUTORY CONTRACTS AND (II) CURE COSTS RELATED THERETO**

FANUC Robotics America, Inc. (“FRA”), hereby submits this objection (the “Objection”) to the Notice of (I) Debtor’s Intent to Assume and Assign Certain Executory Contracts and (II) Cure Costs Related Thereto (the “Notice of Intent”), served upon FRA by the Debtors pursuant to this Court’s Order Pursuant to 11 U.S.C. §§ 105, 363, and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006 (I) Approving Procedures for Sale of Debtors’ Assets Pursuant to Master Sale Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser; (II) Scheduling Bid Deadline and Sale Hearing Date; (III) Establishing Assumption and Assignment Procedures and (IV) Fixing Notice Procedures and Approving Form of Notice (the “Bidding Procedures Order”), stating as follows:

1. The Debtors commenced their voluntary Chapter 11 bankruptcy cases on June 1, 2009.

2. On June 2, 2009, this Court entered the Bidding Procedures Order, which includes procedures regarding Debtors' assumption and assignment of executory contracts.

3. Pursuant to the Bidding Procedures Order, the Debtors delivered a Notice of Intent to FANUC LTD apparently indicating that the Debtors intend to assume and assign some or all of the Debtors' contracts with FRA. According to representatives on GM's Supplier Hotline, the Debtors also delivered another Notice of Intent to FRA apparently indicating that the Debtors intend to assume and assign some or all of the Debtors' contracts with FRA (together, these contracts are referred to as "Assumed Contracts"). FRA has not yet received this second Notice of Intent.

4. FRA expects that it will agree to the assumption of the Assumed Contracts when all of the correct information is provided. However, the Debtors' proposed cure payments for the Assumed Contracts are unclear at this time because FRA has not yet received this second Notice of Intent.

5. FRA expects that any differences can be reconciled, but files this objection out of an abundance of caution due to the deadlines for filing objections and to preserve all rights related to the proposed assumption of the Assumed Contracts.

6. FRA reserves all rights to amend and/or supplement this objection.

WHEREFORE, FRA respectfully requests, to the extent that the parties cannot reconcile the correct cure amounts among themselves, that this Court set the correct cure amounts, compel Debtors to pay the correct cure amount and grant such other and further relief as is just and appropriate.

Dated: June 15, 2009
New York, New York

FOLEY & LARDNER LLP

/s/ Ann Marie Uetz

Ann Marie Uetz

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CERTIFICATE OF SERVICE

I hereby certify that on June 15, 2009, I caused the *Objection Of FANUC Robotics America, Inc. To Notice Of (I) Debtor's Intent To Assume And Assign Certain Executory Contracts And (II) Cure Costs Related Thereto* to be served via U.S. Mail on the following at the addresses set forth below:

General Motors Corporation
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Attn: Gordon Z. Novod, Esq.
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Dated: June 15, 2009

FOLEY & LARDNER LLP

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