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Lawrence M. Schwab, Esq. (*Admitted in Calif.*)

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Kenneth T. Law, Esq. (*Admitted in Calif.*)

Counsel to Cisco Systems Capital Corporation

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

In re:	:	Chapter 11
	:	
GENERAL MOTORS CORP., <i>et al.</i> ,	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	Jointly Administered
	:	

**NOTICE OF APPEARANCE AND REQUEST FOR SERVICE
ON BEHALF OF CISCO SYSTEMS CAPITAL CORPORATION**

PLEASE TAKE NOTICE that Cisco Systems Capital Corporation hereby appears by its counsel White and Williams LLP and Bialson Bergen & Schwab in the above-captioned case, and counsel hereby enters appearance pursuant to the Federal Rules of Bankruptcy Procedure 2002, 9007 and 9010.

PLEASE TAKE FURTHER NOTICE that the undersigned requests that an entry be made on the Clerk's Matrix in this case and that all documents filed with the Court and all notices which the Court and/or any party provides in accordance with Bankruptcy Rule 2002 be

served upon the counsel set forth below:

White and Williams LLP
One Penn Plaza, Suite 4110
New York, New York 10119
Attn.: Karel S. Karpe
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This request includes without limitation all papers, reports, orders, notices, applications, motions, petitions, pleadings, disclosure statements, plans of reorganization, appendices, exhibits, requests or demands, whether formal or informal, whether written or oral, transmitted or conveyed by mail, courier service, telephone, facsimile, telegraph, telex or otherwise.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any subsequent appearance, pleading, claim or suit shall be deemed or construed to be a waiver of the rights of Cisco Systems Capital Corporation (i) to have final orders in non-core matters entered only after *de novo* review by a District Court, (ii) to trial by jury in any proceeding so triable in these cases, controversy, or proceeding related to these cases, (iii) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (iv) any other rights, claims, actions, setoffs, or recoupments to which Cisco Systems Capital Corporation is or may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved without exception and

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	:	

**CERTIFICATE OF SERVICE OF NOTICE OF APPEARANCE
AND REQUEST FOR SERVICE**

I, Karel S. Karpe, hereby certify that on this 16th day of June 2009, I caused the foregoing *Notice of Appearance and Request for Service* to be served on the following parties via ECF and regular mail:

Weil, Gotshal & Manges LLP
767 Fifth Avenue, New York, NY 10153
Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., and Joseph H. Smolinsky, Esq.

Cadwalader, Wickersham & Taft LLP
One World Financial Center, New York, NY 10281
Attn: John J. Rapisardi, Esq.

The U.S. Treasury
1500 Pennsylvania Avenue NW, Room 2312
Washington, DC 20220
Attn: Matthew Feldman, Esq.

Vedder Price, P.C.
1633 Broadway, 47th Floor
New York, NY 10019
Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Kenneth H. Eckstein, Esq. and Thomas Moers Mayer, Esq.

Cleary Gottlieb Steen & Hamilton LLP
One Liberty Plaza
New York, NY 10006
Attn: James L. Bromley, Esq.

Cohen, Weiss and Simon LLP
330 W. 42nd Street
New York, NY 10036
Attn: Babette Ceccotti, Esq.

Office of the United States Trustee for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Diana G. Adams, Esq.

U.S. Attorney's Office, S.D.N.Y.
86 Chambers Street, Third Floor
New York, NY 10007
Attn: David S. Jones, Esq. and Matthew L. Schwartz, Esq.

Dated: New York, New York
June 16, 2009

By: /s/Karel S. Karpe
Karel S. Karpe