

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

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In re : Chapter 11 Case No.
: :
GENERAL MOTORS CORP., *et al.*, : 09-50026 (REG)
: :
Debtors. : (Jointly Administered)
: :
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**ORDER PURSUANT TO 11 U.S.C. § 107(b), AND
FED. R. BANKR. P. 9018, GRANTING JOINT MOTION OF THE
DEBTORS AND GMAC LLC TO FILE DOCUMENTS UNDER SEAL**

Upon the Motion, dated June 1, 2009 (the “Motion”),¹ of General Motors Corporation (“GM” or the “Debtor”) and its affiliated debtors, each as debtors and debtors-in-possession (collectively, the “Debtors”), in the above-captioned cases (the “Cases”), jointly, with party-in-interest GMAC LLC and its affiliates (collectively, “GMAC”), pursuant to Section 107(b) of Title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”), and Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9013-1(a) of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”); and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York of Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

the Motion having been provided to (i) the Office of the United States Trustee for the Southern District of New York, (ii) the attorneys for the U.S. Treasury, (iii) the attorneys for EDC; (iv) the attorneys for the agent under GM's prepetition secured term loan agreement, (v) the attorneys for the agent under GM's prepetition amended and restated secured revolving credit agreement, (vi) the holders of the fifty largest unsecured claims against the Debtors (on a consolidated basis), (vii) the attorneys for the International Union, United Automobile, Aerospace and Agricultural Implement Workers of America, (viii) the attorneys for the International Union of Electronic, Electrical, Salaried, Machine and Furniture Workers—Communications Workers of America, (ix) the United States Department of Labor, (x) the attorneys for the National Automobile Dealers Association, (xi) the attorneys for the ad hoc bondholders committee and (xii) Otterbourg, Steindler, Houston & Rosen, 230 Park Avenue, New York, New York, 10169 (Attn: Daniel Wallen, Esq., Jonathan N. Helfat, Esq. and Steven B. Soll, Esq.), attorneys for GMAC; and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and upon the record of the Hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion 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 Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Confidentiality Motion is GRANTED as provided herein.
2. The Debtors are authorized to file under seal each of those documents listed on Exhibit A attached to the Confidentiality Motion.

3. The Debtors, with the consent of GMAC, are authorized to designate, from time to time, additional documents which also contain sensitive, proprietary, confidential and commercial information and to supplement Exhibit A as appropriate (collectively, the "Documents") and, as necessary, to file the Documents under seal.
4. This Order is effective immediately upon entry by the Court.

Dated: New York, New York
June 1, 2009

S/ Robert E. Gerber
UNITED STATES BANKRUPTCY JUDGE