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*Attorneys for U.S. Bank Trust National Association
and U.S. Bank National Association*

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

In re

GENERAL MOTORS CORP., et al.,

Debtors.

Chapter 11 Case No.

09-50026 (REG)

Jointly Administered

**TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:**

**NOTICE OF WITHDRAWAL OF LIMITED CONTRACT OBJECTION OF
U.S. BANK NATIONAL ASSOCIATION OR U.S. BANK TRUST NATIONAL
ASSOCIATION, AS OWNER TRUSTEE**

U.S. Bank National Association or U.S. Bank Trust National Association, as the case may be, as successor in interest to State Street Bank and Trust Company of Connecticut, National Association, as owner trustee and lessor (the "Trustee"), previously filed a *Limited Contract Objection of U.S. Bank National Association or U.S. Bank Trust National Association, as Owner Trustee*, with respect to the financing transaction set forth on Exhibit A hereto (the "Limited Objection"). The Limited Objection was filed on June 15, 2009 and docketed as docket number 1240.

The Trustee hereby withdraws the Limited Objection.

U.S. Bank National Association or U.S. Bank
Trust National Association, as Owner Trustee
By its attorneys,

/s/ Richard Hiersteiner

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Dated: June 18, 2009

EXHIBIT A

1. Master Lease Agreement dated May 16, 2000, between Defiance Energy LLC and PNC Leasing, LLC
2. Amendment to Lease dated October 1, 2002, between Defiance Energy LLC and PNC Leasing, LLC
3. Schedule of Leased Equipment No. 2290-001 dated May 16, 2000, between Defiance Energy LLC and PNC Leasing, LLC
4. Schedule of Leased Equipment No. 2290-002 dated January 31, 2002 between Defiance Energy LLC and PNC Leasing, LLC
5. Supplement No. 2290-001 (dated September 1, 2001) to Schedule of Leased Equipment No. 22909-001, between Defiance Energy LLC and PNC Leasing, LLC
6. Supplement No. 2290-002 (dated January 31, 2002) to Schedule of Leased Equipment No. 22909-002, between Defiance Energy LLC and PNC Leasing, LLC
7. Utility Services Agreement dated May 16, 2000, between Defiance Energy, LLC and General Motors Corporation
8. First Amendment to Utility Services Agreement, Dated February 7, 2002 between Defiance Energy, LLC and General Motors Corporation
9. Enterprise Zone Agreement dated May 8, 2000, among Defiance County, Richland Township, Ayersville Local School District, Four County Joint Vocational School District, Defiance Energy LLC and PNC Leasing, LLC
10. Participation Agreement dated as of May 16, 2000, between Defiance Energy LLC and PNC Leasing, LLC
11. Agency Agreement dated as of May 16, 2000, between Defiance Energy LLC and PNC Leasing, LLC
12. Contract Assignment dated as of May 16, 2000, between Defiance Energy, LLC and General Motors Corporation
13. Project Sit License Agreement dated as of May 16, 2000, between Defiance Energy LLC and PNC Leasing, LLC
14. Three Party Agreement dated as of May 16, 2000, among PNC Leasing, LLC, Defiance Energy, LLC and General Motors Corporation
15. Environmental Addendum to Lease dated May 16, 2000 between PNC Leasing, LLC and Defiance Energy LLC

16. Bill of Sale to PNC Leasing LLC from Defiance Energy LLC
17. UCC Financing Statements (precautionary) filed by PNC against Defiance Energy LLC
18. Letter Agreement from PNC Leasing, LLC dated December 4, 2001, acknowledged and agreed to by Defiance Energy LLC on December 14, 2001 (acknowledging the Stipulated Loss Value table)

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CERTIFICATE OF SERVICE

I, Charlotte P. Bodell, hereby certify that on the date written below I caused to be served to the persons listed on the attached Service List, via email or U.S. First Class Mail (all costs prepaid), a true copy of the *NOTICE OF WITHDRAWAL OF LIMITED CONTRACT OBJECTION OF U.S. BANK NATIONAL ASSOCIATION OR U.S. BANK TRUST NATIONAL ASSOCIATION, AS OWNER TRUSTEE.*

Dated: Boston, Massachusetts
June 18, 2009

EDWARDS ANGELL PALMER & DODGE LLP

/s/ Charlotte P. Bodell
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111 Huntington Ave.
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