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Attorneys for Enprotech Mechanical Services, Inc.

**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)
: (Jointly Administered)
Debtors. :
:
----- X

**ENPROTECH MECHANICAL SERVICES, INC.’S ADDITIONAL LIMITED
OBJECTION TO THE SECOND NOTICE OF (I) DEBTORS’ INTENT TO ASSUME
AND ASSIGN CERTAIN EXECUTORY CONTRACTS, UNEXPIRED LEASES OF
PERSONAL PROPERTY, AND UNEXPIRED LEASES OF NONRESIDENTIAL REAL
PROPERTY AND (II) CURE AMOUNTS RELATED THERETO**

Enprotech Mechanical Services, Inc. (“EMS”), by and through its undersigned legal counsel, hereby submits this additional limited objection (the “Additional Objection”) to the Second Notice of Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto (“Second Notice”) that was served upon EMS by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”). This Additional

Objection supplements and is in addition to an objection filed on June 15, 2009 (“First Objection”) by EMS with respect to the First Notice (as defined herein) [Docket No. 1083].

BACKGROUND

1. On June 1, 2009, the Debtors commenced these voluntary cases under chapter 11 of the Bankruptcy Code (the “Petition Date”).

2. On the Petition Date, the Debtors filed the their Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k) and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (i) Approve (a) the Sale Pursuant to the Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (b) The Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (c) Other Relief; and (ii) Schedule Sale Approval Hearing (the “Sale Motion”). In the Sale Motion, the Debtors seek entry of a proposed sale order authorizing (a) the sale of substantially all of the Debtors’ assets to Vehicle Acquisition Holdings LLC (the “Purchaser”), (b) the assumption and assignment of certain executory contracts and unexpired leases in connection with such sale, and (c) certain related relief.

3. On June 2, 2009, this Court entered an order approving the Debtors’ bidding procedures, which includes procedures regarding the Debtors’ assumption and assignment of certain executory contracts (the “Bidding Procedures”).

4. Pursuant to the Bidding Procedures, the Debtors delivered a Notice of (I) Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto (“First Notice”) to EMS indicating that the Debtors intend to potentially assume and assign certain agreements that the Debtors have with EMS. Furthermore, the Debtors identified

the amount which they allege to be due and owing under these agreements constituting the applicable “cure amount” due pursuant to 11 U.S.C. § 365.

5. On June 15, 2009, EMS filed its First Objection objecting to the assumption and assignment of certain Blanket Contracts and Unidentified Contracts (as further defined in the First Objection).

6. On June 22, 2009, EMS received the Second Notice. Upon a review of the website <http://www.contractnotices.com> (the “Website”), EMS became aware that the Debtors are attempting to assume and assign additional contracts with EMS.

LIMITED OBJECTION

7. EMS does not object to the sale of the Debtors’ assets as contemplated in the Sale Motion, nor does it object *per se* to the assumption, assignment, and curing of its agreements with the Debtors.

8. In addition to the objections set forth in its First Objection, EMS objects to the assumption, assignment, and curing of the following additional contracts, which concern agreements that could not be located or identified by EMS (collectively, “Additional Unidentified Contracts”):¹

<u>ROW ID</u>	<u>GM CONTRACT ID</u>
5716-01098815	SPS03734
5716-01100676	FLS21269

9. EMS has examined its books and records, and has attempted to identify and locate the Additional Unidentified Contracts. However, EMS has not been able to find and identify the Additional Unidentified Contracts. Thus, EMS further requests that the Debtors provide

¹ In the event that the Additional Unidentified Contracts can be located and identified by EMS, EMS may reconsider its position with regard to assumption, assignment, and curing of the Additional Unidentified Contracts.

additional information to EMS so that it can locate and identify the Additional Unidentified Contracts.

10. To discuss resolution of this matter, EMS can be contacted at Enprotech Mechanical Services, Inc., c/o John L. Head, 2200 Olds Ave., Lansing, Michigan 48915-1054, Tel.: (517) 319-5384, with copies to Tami Hart Kirby, Esq., One South Main Street, Suite 1600, Dayton, Ohio 45402, Tel.: (937) 449-6721 and Michael P. Shuster, Esq., Tel.: (216) 443-2510.

WHEREFORE, Enprotech Mechanical Services, Inc. respectfully requests that this Court deny the Debtors' proposed assumption and assignment of the Additional Unidentified Contracts unless otherwise agreed to by Enprotech Mechanical Services, Inc., and further requests such additional relief as this Court deems appropriate.

Dated: June 23, 2009

Respectfully submitted:

/s/ Michael P. Shuster

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on June 23, 2009, copies of the Additional Limited Objection of Enprotech Mechanical Services, Inc. to the Second Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto, was filed electronically with the Clerk of the Courts using the ECF system which will send notification of such filing to all ECF participants. A copy of this document was also served upon the following parties via regular U.S. mail:

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Hon. Robert E. Gerber
United States Bankruptcy Court Southern
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/s/ Michael P. Shuster

Attorneys for Enprotech Mechanical Services, Inc.