

Robert W. Schmieder II
Mark L. Brown
LAKINCHAPMAN LLC
300 Evans Avenue, P.O. Box 229
Wood River, Illinois 62095-0229
Phone : (618) 254-1127
Fax : (618) 254-0193

Return Date and Time:
March 25, 2010 at 9:45 a.m.

S. Alyssa Young
LEADER & BERKON LLP
630 Third Avenue
New York, New York 10017
Phone (212) 486-2400
Fax (212) 486-3099

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re MOTORS LIQUIDATION COMPANY,
f/k/a GENERAL MOTORS CORP., *et al.*,

Debtors,

KELLY CASTILLO, NICHOLE BROWN,
BRENDA ALEXIS DIGIANDOMENICO,
VALERIE EVANS, BARBARA ALLEN,
STANLEY OZAROWSKI, and DONNA
SANTI,

Plaintiffs,

v.

GENERAL MOTORS COMPANY, f/k/a NEW
GENERAL MOTORS COMPANY, INC.,

Defendant.

Chapter 11
09-50026 (REG)
Jointly Administered

Adv. Proc. No. 09-00509

**PLAINTIFFS' MOTION FOR PARTIAL SUMMARY JUDGMENT AS TO COUNT I,
ONLY, FOR EXPRESS ASSUMPTION OF LIABILITY**

1. Plaintiffs filed their Complaint in two counts seeking a declaration that the defendant, General Motors Company ("New GM"), has assumed the liability for plaintiffs' Settlement with and Final Judgment against General Motors Corporation ("Old GM") on theories

of express assumption of liability (Count I) and implied assumption of liability (Count II).

2. With this Motion, plaintiffs seek summary judgment as to Count I, for express assumption of liability, only.

3. Under the express terms of the Master Sale and Purchase Agreement, the Agreement and Final Judgment at issue in this case are “Assumed Liabilities” for which New GM has accepted responsibility.

4. At this time, there are no genuine issues of material fact and the plaintiffs are entitled to judgment as a matter of law in that New GM has expressly assumed liability for the Agreement and Final Judgment at issue in this case.

5. Plaintiffs incorporate by reference the material set forth in their supporting memorandum.

WHEREFORE, plaintiffs request that the Court grant their Motion for Summary Judgment as to Count I, only, and order the following relief:

- A. A declaration that the Agreement and Final Judgment are “Assumed Liabilities” under the ARMSPA; and
- B. Such other and further relief as the Court deems appropriate under the circumstances

Dated: December 18, 2009

Respectfully submitted,

By: /s/ Mark L. Brown

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Wood River, Illinois 62095-0229
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New York, New York 10017
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Attorneys for Plaintiffs

Robert W. Schmieder II
Mark L. Brown
LAKINCHAPMAN LLC
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Wood River, Illinois 62095-0229
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CERTIFICATE OF SERVICE

I hereby certify that on December 18, 2009, I electronically filed Plaintiffs' Motion for Partial Summary Judgment As To Count I, Only, For Express Assumption Of Liability with the Clerk of Court using the CM/ECF system, which will send notification of such filings(s) to the following:

Gregory Oxford
goxford@icclawfirm.com

By: /s/ Mark L. Brown

Robert W. Schmieder II
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