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and

J.R. Smith (*pro hac vice* pending)
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Attorneys for Philip Morris USA

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

MOTION FOR ADMISSION TO PRACTICE, PRO HAC VICE

I, J.R. Smith, request admission *pro hac vice* before the Honorable Robert E. Gerber to represent in the above-captioned bankruptcy cases Philip Morris USA.

I certify that I am a member in good standing of the bar of the Commonwealth of Virginia, the United States Court of Appeals for the Fourth Circuit, and the United States District Courts for the Eastern and Western Districts of Virginia.

I have electronically paid the filing fee of \$25 with this motion for *pro hac vice* admission.

Dated: July 2, 2009
New York, New York

Respectfully submitted,

/s/ J.R. Smith

J.R. Smith

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UNITED STATES BANKRUPTCY COURT
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**ORDER GRANTING MOTION FOR ADMISSION
TO PRACTICE, *PRO HAC VICE***

Upon the motion of J.R. Smith, to be admitted, *pro hac vice*, to represent Philip Morris USA (the “Client”), a party in interest, in the above-captioned cases, and upon the movant’s certification that the movant is a member of good standing of the bar of the Commonwealth of Virginia, the United States Court of Appeals for the Fourth Circuit, and the United States District Courts for the Eastern and Western Districts of Virginia and, the \$25 filing fee having been paid, it is hereby

ORDERED, that J.R. Smith, Esq., is admitted to practice, *pro hac vice* in the above-captioned cases to represent the Client in the United States Bankruptcy Court for Southern District of New York.

Dated: July __, 2009
New York, New York

THE HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE