

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

-----X		
In re:	:	Chapter 11
	:	
GENERAL MOTORS CORPORATION	:	
	:	Case No. 09-50026 (REG)
Debtor.	:	
	:	Jointly Administered
-----X		

**NOTICE OF APPEARANCE AND
REQUEST FOR SERVICE OF ALL NOTICES AND DOCUMENTS**

PLEASE TAKE NOTICE that the firm listed below hereby appear as counsel for Norfolk Southern Corporation and Norfolk Southern Railway (“Norfolk Southern”), a creditor and party-in-interest under Section 1109(b) of the Bankruptcy Code and Bankruptcy Rules 2002 and 9010, request that all notices given or required to be given and all papers served or required to be served in these cases be given to and served on:

David J. Baldwin, Esquire
Theresa V. Brown-Edwards, Esquire
R. Stephen McNeill, Esquire
Potter Anderson & Corroon LLP
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1313 North Market Street
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PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, all orders and notices of any application, motion, petition, pleading, request, complaint, or demand, statements of affairs, operating reports, schedule of assets and liabilities, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand delivery, telephone, facsimile transmission, telegraph, telex, or otherwise that (1) affects or seeks to affect in any way any rights or interest of any creditor or party-in-interest in this case, including Norfolk Southern with respect to (a) the debtor, (b) property of the debtor's estate, or proceeds thereof, in which the debtor may claim an interest, or (c) property or proceeds thereof in the possession, custody, or control of others that any of the debtors may seek to use; or (2) requires or seeks to require any act, delivery of any property, payment or other conduct by Norfolk Southern.

PLEASE TAKE FURTHER NOTICE that Norfolk Southern intends that neither this Notice of Appearance nor any later appearance, pleading, claim or suit shall waive (1) the right of Norfolk Southern to have final orders in noncore matters entered only after de novo review by a District Judge; (2) the right of Norfolk Southern to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case; (3) the right of Norfolk Southern to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (4) any other rights, claims, actions, defenses, setoffs, or recoupments to which Norfolk Southern is or may be entitled under agreements, in law, in

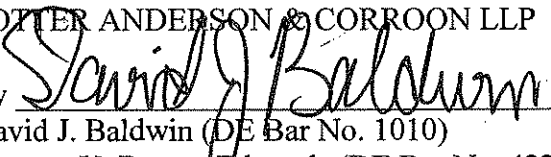
equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments

Norfolk Southern expressly hereby preserves and asserts in these cases.

Dated: June 1, 2009

POTTER ANDERSON & CORROON LLP

By


David J. Baldwin (DE Bar No. 1010)

Theresa V. Brown-Edwards (DE Bar No. 4225)

R. Stephen McNeill (DE Bar No. 5710)

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Attorneys for Norfolk Southern Corporation
and Norfolk Southern Railway

CERTIFICATE OF SERVICE

I, David J. Baldwin, certify that I am not less than 18 years of age and that on this 1st day of June 2009, I caused a true and correct copy of the within **Notice of Appearance and Request for Service of All Notices and Documents** to be served via first class U.S. Mail, postage prepaid, upon the following parties:

Stephen Karotkin
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
(Counsel for the Debtor)

United States Trustee
33 Whitehall Street
21st Floor
New York, NY 10004
(Trustee)

Under penalty of perjury, I declare that the foregoing is true and correct.

Dated: June 1, 2009

