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and Air Express International USA, Inc. (d/b/a DHL Global  
Forwarding)*

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

In re:

MOTORS LIQUIDATION CORP., *et al.*  
(f/k/a GENERAL MOTORS CORP., *et al.*),  
  
Debtors.

Case No. 09-50026 (REG)  
Chapter 11  
Jointly Administered

**NOTICE OF WITHDRAWAL OF OBJECTION  
OF DHL TO PROPOSED CURE AMOUNT**

Exel Inc. ("**Exel**"), Exel Transportation Services, Inc. ("**Exel Transportation**") and Air Express International USA, Inc. (d/b/a DHL Global Forwarding) ("**DHL Global Forwarding**," and collectively with Exel and Exel Transportation, "**DHL**"), by their counsel, Sheppard Mullin Richter & Hampton LLP, hereby withdraw the *Objection of DHL to Proposed Cure Amount* (Docket No. 2094) (the "**Objection**"), filed with this Court on June 19, 2009,<sup>1</sup> as set forth in this Notice of Withdrawal.

This Notice of Withdrawal is filed pursuant to the Agreement to Resolve Objection to Cure Notice, dated July 28, 2009, between DHL and General Motors Company

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<sup>1</sup> Capitalized terms used herein without definition shall have the meaning given to them in the Objection.

(formerly NGMCO, Inc.) (the "**Cure Settlement Agreement**"), which resolves the dispute regarding the Cure Amount due to DHL in connection with the assumption and assignment of the agreements between DHL, on the one hand, and the above-captioned Debtors, on the other hand, as asserted by the Debtors on the Contract Website and in the *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*, dated June 5, 2009 (the "**Notice**"), and any other objections raised by DHL to the Cure Amounts in the Objection.

This Withdrawal is without prejudice to DHL's rights to: (a) object to additional and further designations of any agreements for assumption and assignment, other than those included in the Notice; (b) renew its Objection in the event that the terms of the Cure Settlement Agreement are breached by the Debtors or the Purchaser; and (c) file any additional papers or applications with respect to the agreed upon Cure Amounts in the event they are not timely paid.

Dated: New York, New York  
September 11, 2009

SHEPPARD MULLIN RICHTER & HAMPTON LLP

By:  /s/ Blanka K. Wolfe

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**CERTIFICATE OF SERVICE**

I hereby certify that on September 11, 2009, I caused a copy of the foregoing to be sent by first-class mail, postage prepaid, to the parties listed below, and by automatic ECF notice to those parties receiving ECF in the above-captioned case:

By: /s/ Blanka K. Wolfe  
Blanka K. Wolfe

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