

McCARTER & ENGLISH, LLP

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Attorneys for Brownfield Partners, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	
MOTORS LIQUIDATION COMPANY, et al.,	:	Chapter 11
f/k/a General Motors Corp., et al.	:	
	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that the law firm set forth below hereby appears as counsel for Brownfield Partners, LLC (“Brownfield Partners”) under Section 1109(b) of the Bankruptcy Code, 11 U.S.C. §1109(b), and pursuant to Bankruptcy Rules 2002 and 9010, the undersigned requests that an entry be made on the Clerk’s Matrix in this case, and that all notices given or required to be given and all papers served or required to be served, in this case, be given to and served on:

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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, schedules 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, among other things (1) affect or seek to affect in any way any rights or interests of any creditor or party in interest in this case, with respect to (a) the Debtors, (b) property of the Debtors' estate, or proceeds thereof, in which any of the Debtors 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) require or seek to require any act, delivery of any property, payment or other conduct by the undersigned.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any subsequent appearance, pleading, claim, or suit is intended to waive (i) Brownfield Partners' right to have final orders in non-core matters entered only after *de novo* review by a district court judge; (ii) Brownfield Partners' right to a jury trial in any proceeding so triable herein, or in any case, controversy, or proceeding related hereto; (iii) Brownfield Partners' right to have the reference withdrawn by the district court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, defenses, setoffs, or recoupments to which Brownfield Partners is or may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: March 24, 2010

McCARTER & ENGLISH, LLP

/s/ Jeffrey T. Testa

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