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Attorneys for the Lender Group

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

----- X
In re: : Chapter 11
: :
General Motors Corporation, *et al.*, : Case No. 09-50026 (REG)
: :
Debtors. : (Jointly Administered)
----- X

**NOTICE OF APPEARANCE AND
REQUEST FOR SERVICE OF PAPERS**

PLEASE TAKE NOTICE that Sidley Austin LLP (“Sidley”) appears as counsel to certain lenders under that Second Amended and Restated Participation Agreement dated as of June 30, 2004 (collectively, the “Lender Group”)¹ in connection with the above-captioned cases and, pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. §§ 102(1), 342 and 1109(b), hereby requests that all notices given or required to be given in these cases, and copies of all papers or pleadings served or required to be served in these cases, be given to and served upon the following:

¹ The Lender Group presently consists of Norddeutsche Landesbank Girozentrale, Deutsche Bank AG, New York Branch, HSBC Bank USA, ABN AMRO Bank N.V., Royal Bank of Canada, Bank of America, N.A., Citicorp USA, Inc., Merrill Lynch Bank USA, and Morgan Stanley Bank.

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PLEASE TAKE FURTHER NOTICE that pursuant to 11 U.S.C. § 1109(b), the foregoing request includes not only the notices and papers referred to in the above mentioned Bankruptcy Rules, but also includes, without limitation, any plan of reorganization and objections thereto, notices of any orders, pleadings, motions, applications, complaints, demands, hearings, requests or petitions, disclosure statements, answering or reply papers, memoranda and briefs in support of any of the foregoing, and any other document brought before this Court with respect to these cases and any proceedings therein, whether transmitted or conveyed by mail, delivery, telephone, facsimile, telegraph, telex or otherwise.

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herein or in any case, controversy or proceeding related hereto, (iii) the Lender Group's rights to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal, or (iv) any other rights, claims, actions, defenses, and rights of setoff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

Dated: June 9, 2009
New York, New York

SIDLEY AUSTIN LLP

By: /s/ Kenneth P. Kansa

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