

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

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In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, *et al.*, : 09-50026 (REG)
f/k/a General Motors Corp., *et al.* : :
Debtors. : (Jointly Administered)
: :
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**ORDER GRANTING DEBTORS' EIGHTY-SECOND OMNIBUS OBJECTION
TO CLAIMS**
(Claims Relating to Former Employees Represented by United Auto Workers)

Upon the eighty-second omnibus objection to expunge certain claims relating to former employees who are or had been represented by the International Union, United Automobile, Aerospace, and Agricultural Implement Workers of America, dated August 20, 2010 (the "**Eighty-Second Omnibus Objection to Claims**"),¹ of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the "**Debtors**"), pursuant to section 502(b) of title 11, United States Code (the "**Bankruptcy Code**"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), and this Court's order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the "**Procedures Order**") (Docket No. 4180], seeking entry of an order disallowing and expunging the UAW Claims on the grounds that each UAW Claim is for an obligation for which the Debtors have no liability, all as more fully described in the

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Eighty-Second Omnibus Objection to Claims.

Eighty-Second Omnibus Objection to Claims; and due and proper notice of the Eighty-Second Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Eighty-Second Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Eighty-Second Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Eighty-Second Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit “A”** annexed hereto under the heading “*Claims to be Disallowed and Expunged*” are disallowed and expunged; and it is further

ORDERED that, if applicable, the Eighty-Second Omnibus Objection to Claims is adjourned with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Adjourned*” (the “**Adjourned Claims**”) to the date indicated on the Order Exhibit, subject to further adjournments (such actual hearing date, the “**Adjourned Hearing Date**”), and the Debtors’ response deadline with respect to the Adjourned Claims shall be 12:00 noon (Eastern Time) on the date that is three (3) business days before the Adjourned Hearing Date; and it is further

ORDERED that, if applicable, the Eighty-Second Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Objection Withdrawn*”; and it is further

ORDERED that, if applicable, the Eighty-Second Omnibus Objection to Claims is withdrawn with respect to the claims listed on the Order Exhibit annexed hereto under the heading “*Claim Withdrawn*,” as those claims have been withdrawn by the corresponding claimant; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to, (i) any claim listed on Exhibit “A” annexed to the Eighty-Second Omnibus Objection to claims under the heading “*Claims to be Disallowed and Expunged*” that is not listed on the Order Exhibit; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
September 30, 2010

s/ Robert E. Gerber
United States Bankruptcy Judge

CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
ADAMS, MAX L 15051 BEACH FRONT DR EXCELSIOR SPRINGS, MO 64024	44172	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$225,000.00 (P)		
			\$0.00 (U)		
			\$225,000.00 (T)		
BANDY WADE H 5864 W VERMONT ST INDIANAPOLIS, IN 46224	65529	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$360,000.00 (P)		
			\$0.00 (U)		
			\$360,000.00 (T)		
BANDY WADE H 5864 W VERMONT ST INDIANAPOLIS, IN 46224	65530	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$360,000.00 (P)		
			\$0.00 (U)		
			\$360,000.00 (T)		
BANDY, WADE H 5864 W VERMONT ST INDIANAPOLIS, IN 46224	65538	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$360,000.00 (P)		
			\$0.00 (U)		
			\$360,000.00 (T)		
BANDY, WENTFORD 5866 W VERMONT ST INDIANAPOLIS, IN 46224	65275	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$1,000,000.00 (P)		
			\$0.00 (U)		
			\$1,000,000.00 (T)		
			Unliquidated		

(1) In the "Claim Amount and Priority" column, (S) = secured claim, (A) = administrative expense claim, (P) = priority claim, (U) = unsecured claim and (T) = total claim. The amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00".

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
BOUCHER, JON C 1324 COMMERCIAL ST 853 MUNISING, MI 49862	2039	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$480,000.00 (P)		
			\$0.00 (U)		
			\$480,000.00 (T)		
CHAPMAN, RANDY S 13743 W CAREFREE DR HOMER GLEN, IL 60491	33330	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$17,500.00 (P)		
			\$0.00 (U)		
			\$17,500.00 (T)		
DENNIS NEUMAN 8501 OLD SAUK RD APT 212 MIDDLETON, WI 53562	19053	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$232,376.47 (P)		
			\$0.00 (U)		
			\$232,376.47 (T)		
			Unliquidated		
EMMA NEAL 3207 KINGS LN BURTON, MI 48529	17535	Motors Liquidation Company	\$800,000.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$800,000.00 (A)		
			\$0.00 (P)		
			\$0.00 (U)		
			\$1,600,000.00 (T)		
			Unliquidated		
FELICE, FRANK I 3108 CREEKWOOD CIR BAY CITY, MI 48706	2392	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$100,000.00 (P)		
			\$0.00 (U)		
			\$100,000.00 (T)		

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CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
FERNANDEZ ROBERT B 37713 TEAKWOOD DR FREMONT, CA 94536	59022	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$165,000.00 (P)		
			\$0.00 (U)		
			\$165,000.00 (T)		
			Unliquidated		
FRANK FELICE 3108 CREEKWOOD CIR BAY CITY, MI 48706	2391	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$100,000.00 (P)		
			\$0.00 (U)		
			\$100,000.00 (T)		
			Unliquidated		
GUAY, MICHAEL J 6035 S TRANSIT RD APT 340 LOCKPORT, NY 14094	61659	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$300,000.00 (P)		
			\$0.00 (U)		
			\$300,000.00 (T)		
			Unliquidated		
HAMILTON, GEZINA J. 100 LEONARD ST BUFFALO, NY 14215	20823	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$130,000.00 (P)		
			\$0.00 (U)		
			\$130,000.00 (T)		
			Unliquidated		
HARRY JOHNSON 914 CRESTVIEW DR CRESTLINE, OH 44827	18882	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$120,500.00 (P)		
			\$0.00 (U)		
			\$120,500.00 (T)		
			Unliquidated		
HAYDEN, ROBERT M 6118 EASTON RD KNOXVILLE, TN 37920	30721	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$122,400.00 (P)		
			\$0.00 (U)		
			\$122,400.00 (T)		
			Unliquidated		

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CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
JACKSON, OATHER L 603 N 5TH ST AVA, IL 62907	44064	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$129,600.00 (P)		
			\$0.00 (U)		
			\$129,600.00 (T)		
JOHN C COX 126 D MOUNTAIN AIRE DR. GREENWOOD, IN 46143 UNITED STATES OF AMERICA	36999	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$1,000,000.00 (P)		
			\$0.00 (U)		
			\$1,000,000.00 (T)		
			Unliquidated		
LAURY, BRINDA K 3730 HUNTLEY RD SAGINAW, MI 48601	7732	Motors Liquidation Company	\$350,000.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$350,000.00 (P)		
			\$125,000.00 (U)		
			\$825,000.00 (T)		
MARY V WILLIAMS (COX) 7743 TRISA CT INDIANAPOLIS, IN 46227	51126	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$1,000,000.00 (P)		
			\$0.00 (U)		
			\$1,000,000.00 (T)		
			Unliquidated		
MILLER, STEVEN K 6281 N CHESTER AVE INDIANAPOLIS, IN 46220	39331	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$1,000,000.00 (P)		
			\$0.00 (U)		
			\$1,000,000.00 (T)		

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CLAIMS TO BE DISALLOWED AND EXPUNGED

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
RANDY CHAPMAN 13743 W CAREFREE DR	36679	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
HOMER GLEN, IL 60491			\$0.00 (A)		
			\$190,000.00 (P)		
			\$0.00 (U)		
			\$190,000.00 (T)		

CLAIMS TO BE DISALLOWED AND EXPUNGED

22	\$1,150,000.00 (S)
	\$800,000.00 (A)
	\$7,742,376.47 (P)
	\$125,000.00 (U)
	\$9,817,376.47 (T)

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OBJECTION ADJOURNED 10/26/2010

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Grounds For Objection	Objection Page Reference
FELICE, FRANCES T 4680 SOUTHWEST 42ND STREET OCALA, FL 34474	17273	Motors Liquidation Company	\$0.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$1,000,000.00 (P)		
			\$0.00 (U)		
			\$1,000,000.00 (T)		
JOE RICHARDSON SR 1108 BERKLEY AVE PONTIAC, MI 48341	68057	Motors Liquidation Company	\$76,000.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$47,000,000.00 (U)		
			\$47,076,000.00 (T)		
			Unliquidated		
RICHARDSON SR, JOE S 1108 BERKLEY AVE PONTIAC, MI 48341	68058	Motors Liquidation Company	\$47,000,000.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$0.00 (U)		
			\$47,000,000.00 (T)		
WALTER J LAWRENCE 2609 N FOREST RIDGE BLVD #103 HERNANDO, FL 34442	21225	Motors Liquidation Company	\$160,600.00 (S)	No Liability; Claims seek recovery of amounts for which the Debtors are not liable	Pgs. 1-5
			\$0.00 (A)		
			\$0.00 (P)		
			\$0.00 (U)		
			\$160,600.00 (T)		

OBJECTION ADJOURNED	4	\$47,236,600.00 (S)
		\$0.00 (A)
		\$1,000,000.00 (P)
		\$47,000,000.00 (U)
		\$95,236,600.00 (T)

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