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and Albert Weber GmbH

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

In Re:

MOTORS LIQUIDATION COMPANY, *et al.*,
f/k/a General Motors Corp., *et al.*

Debtors.

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

**STIPULATED ORDER RESOLVING MOTION OF WEBER
AUTOMOTIVE CORPORATION AND ALBERT WEBER GmbH FOR RECONSIDERATION**

It is hereby stipulated and agreed by Motors Liquidation Company (f/k/a General Motors Corporation) ("**MLC**") and its affiliated debtors, as debtors in possession (collectively, the "**Debtors**"), on the one hand, and Weber Automotive Corporation and Albert Weber GmbH (together, "**Weber**"), on the other hand, that:

1. Weber timely and properly filed a proof of claim in the Debtors' chapter 11 cases on November 20, 2009 (the "**Weber Claim**"). The Weber Claim was assigned claim number 31246.
2. On June 11, 2010, the Debtors filed their Twenty-Third Omnibus Objection to Claims (Claims Assumed by General Motors, LLC) (the "**Twenty-Third Omnibus Objection**").

3. The Twenty-Third Omnibus Objection listed the Weber Claim among those for which the Debtors alleged they had no liability on the grounds that the contracts underlying such claims had been assumed by General Motors, LLC (“**New GM**”). Upon further review by MLC, it appears that certain, if not all, of the contracts in question were not assumed by New GM as they were terminated pre-petition.

4. Weber did not file a timely response to the Twenty-Third Omnibus Objection. On July 14, 2010, the Court entered an Order Granting Debtors’ Twenty-Third Omnibus Objection to Claims (the “Twenty-Third Omnibus Order”).

5. On September 21, 2010, Weber filed its Motion Pursuant to Rule 60(b) of the Federal Rules of Civil Procedures and Bankruptcy Rule 9024 for Relief from Order Granting Debtors’ Twenty-Third Omnibus Objection to Claims [Dkt. No. 7047] (the “**Weber Motion**”) asserting, among other things, that the Weber contracts could not have been assumed by New GM because MLC terminated them pre-petition and therefore, there was no basis for the relief requested.

NOW THEREFORE, based upon the foregoing; the Debtors and Weber now wishing to resolve the Weber Motion and avoiding the cost and uncertainty attendant to further litigation in respect thereto; IT IS HEREBY ORDERED THAT:

- A. Notwithstanding the Twenty-Third Omnibus Order, the Weber Claim shall be restored to the claims register and shall constitute a valid and timely filed claim, subject to the rights of the Debtors or any other entity to object to the Weber Claim on any grounds whatsoever, other than based on the Twenty-Third Omnibus Objection or the Twenty Third Omnibus Order, and there shall be no prejudice to the parties arising from or with respect to such Objection and Order, the Weber Motion, or this Stipulated Order.

- B. This Stipulated Order shall fully resolve the Weber Motion.
- C. This Court shall reserve jurisdiction to hear and consider any disputes arising out of this Stipulated Order.

Dated: October 19, 2010

/s/ Matthew E. Wilkins

Matthew E. Wilkins (P56697, *admitted pro hac vice*)

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Dated: October 19, 2010

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**Attorneys for Debtors and
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So Ordered this 4th day of November, 2010

s/ Robert E. Gerber

Hon. Robert E. Gerber

United States Bankruptcy Judge