

**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)  
: :  
-----X

**ORDER GRANTING DEBTORS' 109th OMNIBUS OBJECTION TO CLAIMS**  
**(Incorrectly Classified Claims)**

Upon the 109th omnibus objection to reclassify certain claims, dated October 7, 2010 (the “**109th Omnibus Objection to Claims**”),<sup>1</sup> 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 reclassifying the Incorrectly Classified Claims on the grounds that each Incorrectly Classified Claim was incorrectly classified by the claimant, all as more fully described in the 109th Omnibus Objection to Claims; and due and proper notice of the 109th 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 109th

<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 109th Omnibus Objection to Claims.

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 109th 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 109th Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that each “Claim Amount and Priority” listed on **Exhibit “A”** (the “**Order Exhibit**”) annexed hereto is hereby reclassified as indicated on Exhibit “A” under the column “Modified Priority Status/Reduced Amount;” and it is further

ORDERED that, if applicable, the 109th 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 109th 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 109th 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, with respect to this 109th Omnibus Objection to Claims, the Debtors reserve all their rights to object on any other basis to any Incorrectly Classified Claim; 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, any claim listed on Exhibit “A” annexed to the 109th Omnibus Objection to Claims under the heading “*Claims to be Reclassified*” 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  
**November 9, 2010**

**s/ Robert E. Gerber**  
United States Bankruptcy Judge

**CLAIMS TO BE RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
BASF CORPORATION  C/O BRESSLER AMERY & ROSS PC ATTN DAVID P SCHNEIDER ESQ PO BOX 1980 MORRISTOWN, NJ 07962	69931	Environmental Corporate Remediation Company, Inc.	\$6,099.74	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$6,099.74	(Unsecured Claim)		
			\$6,099.74	(Total Claim)	\$6,099.74	(Total Claim)		

Official Claim Date: 2/1/2010

BASF CORPORATION  C/O BRESSLER AMERY & ROSS PC ATTN DAVID P SCHNEIDER ESQ PO BOX 1980 MORRISTOWN, NJ 07962	69932	Remediation And Liability Management Company, Inc.	\$6,099.74	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$6,099.74	(Unsecured Claim)		
			\$6,099.74	(Total Claim)	\$6,099.74	(Total Claim)		

Official Claim Date: 2/1/2010

(1) 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.

**Exhibit A*****CLAIMS TO BE RECLASSIFIED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
BASF CORPORATION  C/O BRESSLER AMERY & ROSS PC ATTN DAVID P SCHNEIDER ESQ PO BOX 1980 MORRISTOWN, NJ 07962	69935	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

BASF CORPORATION  C/O BRESSLER AMERY & ROSS PC ATTN DAVID P SCHNEIDER ESQ PO BOX 1980 MORRISTOWN, NJ 07962	69934	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
BASF CORPORATION  ATTN: DAVID P SCHNEIDER ESQ BRESSLER AMERY & ROSS PC PO BOX 1980 MORRISTOWN, NJ 07962	59198	Motors Liquidation Company	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/27/2009								
COLONIAL PIPELINE COMPANY  OFFICE OF GENERAL COUNSEL 1185 SANCTUARY PARKWAY ALPHARETTA, GA 30009	69896	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
Official Claim Date: 2/1/2010								
COLONIAL PIPELINE COMPANY  OFFICE OF GENERAL COUNSEL 1185 SANCTUARY PARKWAY ALPHARETTA, GA 30004	69929	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
Official Claim Date: 2/1/2010								

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
COLONIAL PIPELINE COMPANY	66208	Motors Liquidation Company	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
GENERAL COUNSEL'S OFFICE 1185 SANCTUARY PARKWAY, SUITE 100 ALPHARETTA, GA 30009			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
EDGEWATER SITE ADMINISTRATIVE GROUP	58621	Motors Liquidation Company	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN PAUL G MCCUSKER ESQ C/O MCCUSKER ANSELM ROSEN AND CARVELLI 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
Official Claim Date: 11/27/2009			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
EDGEWATER SITE ADMINISTRATIVE GROUP	58620	MLCS Distribution Corporation	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
ATTN PAUL G MCCUSKER C/O MCCUSKER ANSELMI ROSEN AND CARVELLI 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NY 07932			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/27/2009

EDGEWATER SITE ADMINISTRATIVE GROUP	58622	MLCS, LLC	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
ATTN PAUL G MCCUSKER ESQ C/O MCCUSKER ANSELMI ROSEN & CARVELLI 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932 UNITED STATES OF AMERICA			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/27/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
EDGEWATER SITE ADMINISTRATIVE GROUP	58623	MLC of Harlem, Inc.	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
PAUL G MCCUSKER ESQ			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
MCCUSKER ANSELM ROSEN & CARVELLI			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932 UNITED STATES OF AMERICA			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/27/2009

EDGEWATER SITE ADMINISTRATIVE GROUP	69943	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O MCCUSKER ANSELM ROSEN & CARVELLI PC			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
ATTN PAUL G MCCUSKER ESQ			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 2/1/2010

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(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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
EDGEWATER SITE ADMINISTRATIVE GROUP  C/O MCCUSKER ANSELMI ROSEN & CARVELLI PC ATTN PAUL G MCCUSKER ESQ 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932	69944	Remediation And Liability Management Company, Inc.	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 2/1/2010

EXXON MOBIL CORPORATION  ATTN PAUL G MCCUSKER ESQ MCCUSKER ANSELMI ROSEN & CARVELLI 210 PARK AVENUE STE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59857	Motors Liquidation Company	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/27/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
EXXON MOBIL CORPORATION  ANDREW E ANSELM ESQ MCCUSKER ANSELM ROSEN & CARVELLI PC 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59634	MLC of Harlem, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
EXXON MOBIL CORPORATION  ANDREW E ANSELM ESQ MCCUSKER ANSELM ROSEN & CARVELLI P C 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59635	MLCS Distribution Corporation	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
EXXON MOBIL CORPORATION  ANDREW E ANSELM ESQ MCCUSKER ANSELM ROSEN AND CARVELLI PC 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NY 07932	59636	MLCS, LLC	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
EXXON MOBIL CORPORATION C/O PAUL G MCCUSKER ESQ MCCUSKER ANSELM ROSEN AND CARVELLI 210 PARK AVENUE STE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59854	MLC of Harlem, Inc.	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
EXXON MOBIL CORPORATION C/O PAUL G MCCUSKER ESQ MCCUSKER ANSELM ROSEN & CARVELLI 210 PARK AVENUE STE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59855	MLCS Distribution Corporation	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
EXXON MOBIL CORPORATION ATTN PAUL G MCCUSKER ESQ MCCUSKER ANSELM ROSEN & CARVELLI 210 PARK AVENUE STE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59856	MLCS, LLC	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
EXXON MOBIL CORPORATION  C/O MCCUSKER ANSELMI ROSEN & CARVELLI PC ATTN PAUL G MCCUSKER ESQ 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932	69949	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

EXXON MOBIL CORPORATION  C/O MCCUSKER ANSELMI ROSEN & CARVELLI PC ATTN PAUL G MCCUSKER ESQ 210 PARK AVENUE SUITE 301 PO BOX 240 FLORHAM PARK, NJ 07932	69950	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

(1) 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.

**Exhibit A*****CLAIMS TO BE RECLASSIFIED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
EXXON MOBIL CORPORATION  ANDREW E ANSELM ESQ MCCUSKER ANSELM ROSEN AND CARVELLI PC 210 PARK AVENUE STE 301 PO BOX 240 FLORHAM PARK, NJ 07932	59637	Motors Liquidation Company	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		

Official Claim Date: 11/27/2009

GENERAL DYNAMICS LAND SYSTEMS INC  MCCARTER & ENGLISH LLP ATTN ROBERT J HOELSCHER PARTNER 1735 MARKET STREET SUITE 700 PHILADELPHIA, PA 19103 UNITED STATES OF AMERICA	44294	Motors Liquidation Company	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 11/24/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
GENERAL DYNAMICS LAND SYSTEMS INC  C/O MCCARTER & ENGLISH LLP ATTN ROBERT J HOELSCHER PARTNER 1735 MARKET ST SUITE 700 PHILADELPHIA, PA 19103	69920	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 1/29/2010

GENERAL DYNAMICS LAND SYSTEMS INC  C/O MCCARTER & ENGLISH LLP ATTN ROBERT J HOELSCHER PARTNER 1735 MARKET STREET SUITE 700 PHILADELPHIA, PA 19103	69921	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 1/29/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
NORTHROP GRUMMAN CORPORATION C/O BRIAN J HUFNAGEL ESQ, AARON GERSHONOWITZ ESQ FORCHELLI, CURTO, DEEGAN, SCHWARTZ, MINEO, COHN & TERRANA LLP 333 EARLE OVINGTON BLVD, STE 1010 UNIONDALE, NY 11553	65760	MLCS, LLC	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/24/2009

NORTHROP GRUMMAN CORPORATION  C/O BRIAN J HUFNAGEL ESQ, AARON GERSHONOWITZ ESQ FORCHELLI, CURTO, DEEGAN, SCHWARTZ, MUNCO, COHN & PURANA LLP 333 EARLE OVINGTON BLVD, STE 1010 UNIONDALE, NY 11553	65761	MLCS Distribution Corporation	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/24/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
NORTHROP GRUMMAN CORPORATION	65805	MLC of Harlem, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
C/O BRIAN J HUFNAGEL ESQ & AARON GERSCHONOWITZ ESQ			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
FORCHELLI CURTO DEEGAN SCHWARTZ MINEO			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
COHN & TERRANA LLP			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
333 EARLE ORINGTON BLVD SUITE 1010 UMONDALE, NY 11553			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/24/2009

NORTHROP GRUMMAN CORPORATION	69882	Environmental Corporate Remediation Company, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
BRIAN J HUFNAGEL ESQ & AARON GERSHONOWITZ ESQ			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
FORCHELLI, CURTO, DEEGAN, SCHWARTZ, MINEO,			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
COHN & TERRANA, LLP			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 1/28/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
NORTHROP GRUMMAN CORPORATION	69883	Remediation And Liability Management Company, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
BRIAN J HUFNAGEL ESQ & AARON GERSHONOWITZ ESQ FORCHELLI, CURTO, DEEGAN, SCHWARTZ, MINEO, COHN & TERRANA, LLP 333 EARLE OVINGTON BLVD, STE 1010 UNIONDALE, NY 11553			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 1/28/2010

NORTHROP GRUMMAN CORPORATION	65762	Motors Liquidation Company	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
C/O BRIAN J HUFNAGEL ESQ, AARON GERSHONOWITZ ESQ PORCHELLI, CURTO, DEEGAN, SCHWARTZ, MINEO, COHN & TERRANA LLP 333 EARLE OVINGTON BLVD SUITE 1010 UNIONDALE, NY 11553			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/24/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
C/O BEVERIDGE & DIAMOND PC ATTN MICHAEL MURPHY ESQ 477 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022	69940	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

C/O BEVERIDGE & DIAMOND PC ATTN MICHAEL MURPHY ESQ 477 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022	69941	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 2/1/2010

(1) 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.

**Exhibit A*****CLAIMS TO BE RECLASSIFIED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
PETROLEUM TANK CLEANERS, INC	59071	Motors Liquidation Company	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
BEVERIDGE & DIAMOND, PC ATT MICHAEL MURPHY ESQ 477 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022 UNITED STATES OF AMERICA			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/27/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
PETROLEUM TANK CLEANERS, INC	59072	MLC of Harlem, Inc.	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
BEVERIDGE & DIAMOND, PC ATT MICHAEL MUPHY, ESQ 477 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022 UNITED STATES OF AMERICA			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
PETROLEUM TANK CLEANERS, INC	59073	MLCS, LLC	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
BEVERIDGE & DIAMOND, PC ATT MICHAEL MURPHY, ESQ 477 MADISON AVENUE, 15TH FLOOR NEW YORK, NY 10022 UNITED STATES OF AMERICA			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						
PETROLEUM TANK CLEANERS, INC	59074	MLCS Distribution Corporation	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
C/O BEVERIDGE & DIAMOND PC ATTN MICHAEL MURPHY ESQ 477 MADISON AVE 15TH FLOOR NEW YORK, NY 10022			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		
Official Claim Date: 11/27/2009						

(1) 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.

**Exhibit A*****CLAIMS TO BE RECLASSIFIED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORP	67107	Motors Liquidation Company	\$4,800,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
C/O ALLEN G REITER ESQ/JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$4,800,000.00 (Unsecured Claim)		
			\$4,800,000.00 (Total Claim)	\$4,800,000.00 (Total Claim)		

Official Claim Date: 11/30/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORP ALLEN G REITER & JAMES M SULLIVAN ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	67104	MLCS, LLC	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
QUANTA RESOURCES CORP ALLEN G REITER & JAMES M SULLIVAN ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	67105	MLCS Distribution Corporation	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
QUANTA RESOURCES CORP C/O ALLEN G REITER ESQ/JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	67106	MLC of Harlem, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORP	67108	MLC of Harlem, Inc.	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
C/O ALLEN G REITER ESQ/JAMES M SULLIVAN ESQ			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ARENT FOX LLP			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
QUANTA RESOURCES CORP	67109	MLCS Distribution Corporation	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
C/O ALLEN G REITER ESQ/JAMES M SULLIVAN ESQ			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ARENT FOX LLP			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
QUANTA RESOURCES CORP	67110	MLCS, LLC	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
C/O ALLEN G REITER ESQ/JAMES M SULLIVAN ESQ			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ARENT FOX LLP			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
Official Claim Date: 11/30/2009			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORP	67111	Motors Liquidation Company	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
ALLEN G REITER, ESQ JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/30/2009

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORPORATION  C/O ALLEN G REITER ESQ & JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69899	Remediation And Liability Management Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 1/28/2010

QUANTA RESOURCES CORPORATION  C/O ALLEN G REITER ESQ & JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69900	Environmental Corporate Remediation Company, Inc.	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		

Official Claim Date: 1/28/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
QUANTA RESOURCES CORPORATION  C/O ALLEN G REITER ESQ & JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69901	Environmental Corporate Remediation Company, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 1/28/2010

QUANTA RESOURCES CORPORATION  ALLEN G REITER, ESQ, AND JAMES SULLIVAN, ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69902	Remediation And Liability Management Company, Inc.	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 1/28/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA SITE GROUP	67100	MLCS Distribution Corporation	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ALLEN G REITER, ESQ JAMES M SULLIVAN, ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/30/2009								
QUANTA SITE GROUP	67101	MLC of Harlem, Inc.	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ALLEN G REITER & JAMES M SULLIVAN ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/30/2009								
QUANTA SITE GROUP	67102	MLCS, LLC	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ALLEN G REITER & JAMES M SULLIVAN ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/30/2009								

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA SITE GROUP  C/O ALLEN G REITER ESQ & JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69897	Environmental Corporate Remediation Company, Inc.	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		

Official Claim Date: 1/28/2010

QUANTA SITE GROUP  C/O ALLEN G REITER ESQ & JAMES M SULLIVAN ESQ ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019	69898	Remediation And Liability Management Company, Inc.	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		

Official Claim Date: 1/28/2010

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
QUANTA SITE GROUP	67103	Motors Liquidation Company	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ALLEN G REITER & JAMES M SULLIVAN ARENT FOX LLP 1675 BROADWAY NEW YORK, NY 10019			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/30/2009								
ROCKWELL AUTOMATION INC	59007	Motors Liquidation Company	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN IRVIN M FREILICH ROBERTSON FREILICH BRUNO & COHEN LLC 1 GATEWAY CENTER 17TH FL NEWARK, NJ 07102			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/27/2009								
SC JOHNSON & SON INC ET AL	60563	Motors Liquidation Company	\$147,114.19	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
C/O LINDA E BENFIELD AS HUNT'S SITE TRUSTEE FOLEY & LARDNER LLP 777 E WISCONSIN AVENUE MILWAUKEE, WI 53202			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$147,114.19	(Unsecured Claim)		
			\$147,114.19	(Total Claim)	\$147,114.19	(Total Claim)		
Official Claim Date: 11/27/2009								

(1) 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 RECLASSIFIED**

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)		Modified Priority Status/Reduced Amount		Grounds For Objection	Objection Page Reference
SYRACUSE CHINA COMPANY	59968	Motors Liquidation Company	\$12,498,818.63	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
C/O DUSTIN P ORDWAY ESQ ORDWAY LAW FIRM 300 OTTAWA AVENUE NW SUITE 801 GRAND RAPIDS, MI 49503			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$12,498,818.63	(Unsecured Claim)		
			\$12,498,818.63	(Total Claim)	\$12,498,818.63	(Total Claim)		
Official Claim Date: 11/27/2009								
THE STANLEY WORKS	51141	Motors Liquidation Company	\$4,800,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN IRVIN M FREILICH ROBERTSON FREILICH BRUNO & COHEN LLC 1 GATEWAY CENTER 17TH FL NEWARK, NJ 07102			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$4,800,000.00	(Unsecured Claim)		
			\$4,800,000.00	(Total Claim)	\$4,800,000.00	(Total Claim)		
Official Claim Date: 11/25/2009								
THE STANLEY WORKS	59008	Motors Liquidation Company	\$20,000,000.00	(Secured Claim)	\$0.00	(Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00	(Administrative Expense Claim)	\$0.00	(Administrative Expense Claim)		
ATTN IRVIN M FREILICH ROBERTSON FREILICH BRUNO & COHEN LLC 1 GATEWAY CENTER 17TH FL NEWARK, NJ 07102			\$0.00	(Priority Claim)	\$0.00	(Priority Claim)		
			\$0.00	(Unsecured Claim)	\$20,000,000.00	(Unsecured Claim)		
			\$20,000,000.00	(Total Claim)	\$20,000,000.00	(Total Claim)		
Official Claim Date: 11/27/2009								

(1) 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.

**Exhibit A**

***CLAIMS TO BE RECLASSIFIED***

Name and Address of Claimant	Claim #	Debtor	Claim Amount and Priority (1)	Modified Priority Status/Reduced Amount	Grounds For Objection	Objection Page Reference
UNITED TECHNOLOGIES CORPORATION	45641	Motors Liquidation Company	\$20,000,000.00 (Secured Claim)	\$0.00 (Secured Claim)	Incorrectly Classified Claim	Pgs. 1-5
			\$0.00 (Administrative Expense Claim)	\$0.00 (Administrative Expense Claim)		
MICHAEL R ENRIGHT ROBINSON & COLE LLP 280 TRUMBULL STREET HARTFORD, CT 06103 UNITED STATES OF AMERICA			\$0.00 (Priority Claim)	\$0.00 (Priority Claim)		
			\$0.00 (Unsecured Claim)	\$20,000,000.00 (Unsecured Claim)		
			\$20,000,000.00 (Total Claim)	\$20,000,000.00 (Total Claim)		

Official Claim Date: 11/25/2009

***CLAIMS TO BE RECLASSIFIED***

<b>63</b>	<b>\$691,058,132.30</b> (Secured Claim)	<b>\$0.00</b> (Secured Claim)
	<b>\$0.00</b> (Administrative Expense Claim)	<b>\$0.00</b> (Administrative Expense Claim)
	<b>\$0.00</b> (Priority Claim)	<b>\$0.00</b> (Priority Claim)
	<b>\$0.00</b> (Unsecured Claim)	<b>\$691,058,132.30</b> (Unsecured Claim)
	<b>\$691,058,132.30</b> (Total Claim)	<b>\$691,058,132.30</b> (Total Claim)

(1) 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.