

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

In re

**MOTORS LIQUIDATION COMPANY, et al.,
Debtors.**

Chapter 11

**Case No. 09-50026
(REG)**

(Jointly Administered)

**SUMMARY SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330**

FOURTH INTERIM FEE APPLICATION

Name of Applicant: **Butzel Long, a professional corporation**

Time Period: June 1, 2010 through and including September 30, 2010

Role in the Case: Special Counsel to the Official Committee of Unsecured Creditors of Motors Liquidation Company, f/k/a General Motors Corporation

Current Application: Total Fees Requested: \$433,892.50
Total Expenses Requested: \$32,647.29

Prior Applications: First Interim Fee Application, filed November 16, 2009 (Docket No. 4450), for the period from June 10, 2009 through and including September 30, 2009
Total Fees & Expenses Requested: \$259,041.37
Total Fees & Expenses Allowed: \$257,155.29
Holdback: \$23,615.87

Second Interim Fee Application, filed March 17, 2010 (Docket No. 5293), for the period from October 1, 2009 through and including January 31, 2010
Total Fees & Expenses Requested: \$271,014.48
Total Fees & Expenses Allowed: \$264,769.07
Holdback: \$25,365.94

Third Interim Fee Application, filed August 5, 2010 (Docket No. 6542), for the period from February 1, 2010 through and including May 31, 2010
Total Fees & Expenses Requested: \$450,636.10
Total Fees & Expenses Allowed: *Sub judice*
Holdback: *Sub judice*

**SUMMARY OF FOURTH INTERIM FEE APPLICATION
OF BUTZEL LONG FOR SERVICES RENDERED FOR
THE PERIOD JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

NAME OF SHAREHOLDERS	DEPARTMENT¹	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Eric Fisher	BK, LIT	1996	\$525.00	251.9	\$132,247.50
Christopher Nelson	LIT	1995	\$350.00	18.9	\$6,615.00
Barry N. Seidel	BK	1978	\$725.00	80.0	\$58,000.00
Robert Sidorsky	BK, LIT	1983	\$625.00	7.7	\$4,812.50
Total Shareholders:				358.5	\$201,675.00

NAME OF ASSOCIATES	DEPARTMENT	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Maria Caceres-Boneau	LIT	2008	\$325.00	57.3	\$18,622.50
Katie L. Cooperman	BK, CORP	2006	\$395.00	503.4	\$198,843.00
Laura Tedesco	CORP	2010	\$215.00	6.0	\$1,290.00
Total Associates:				566.7	\$218,755.50

¹ BK – Bankruptcy, CORP – Corporate, LIT – Litigation.

NAME OF PARALEGALS	DEPARTMENT	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Frederick Capria	LIT	\$245.00	68.6	\$16,807.00
Michelle Martinez	LIT	\$150.00	1.0	\$150.00
Total Paralegals:			69.6	\$16,957.00

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Shareholders	\$562.55	358.5	\$201,675.00
Associates	\$386.02	566.7	\$218,755.50
Paralegals	\$243.64	69.6	\$16,957.00
Total Fees Incurred		994.8	\$437,387.50
Blended Attorney Rate	\$454.42		
Total Fees			\$437,387.50
Less Adjustment²			(\$3,495.00)
Total Fees Requested		994.8	\$433,892.50

² BL has only requested 50% of fees incurred in connection with its preparation of monthly fee statements.

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

In re

**MOTORS LIQUIDATION COMPANY, *et al.*,

Debtors.**

Chapter 11

**Case No. 09-50026
(REG)**

(Jointly Administered)

FOURTH APPLICATION OF BUTZEL LONG, A PROFESSIONAL CORPORATION, AS SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF MOTORS LIQUIDATION COMPANY, f/k/a GENERAL MOTORS CORPORATION, FOR INTERIM ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FROM JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010

**TO: THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:**

Butzel Long, a professional corporation (“**BL**”), Special Counsel to the Official Committee of Unsecured Creditors of Motors Liquidation Company, f/k/a General Motors Corporation (the “**Committee**”), for its fourth application (this “**Application**”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for interim allowance of compensation for professional services performed by BL for the period commencing June 1, 2010, through and including September 30, 2010 (the “**Fourth Compensation Period**”), and for reimbursement of its actual and necessary expenses incurred during the Fourth Compensation Period, respectfully represents:

PRELIMINARY STATEMENT

1. BL’s reputation as a leading law firm in the automotive industry is well-suited to its representation of the Committee. As Special Counsel to the Committee, BL renders its

services on an “as-needed” basis. In connection with its representation of the Committee during the Fourth Compensation Period, BL’s services have predominantly concerned the adversary proceeding commenced on the Committee’s behalf against JPMorgan Chase Bank, N.A. (the “**JPMorgan Adversary Proceeding**”)¹ and the objection to claims and investigation of claims and causes of action against certain holders of notes issued by General Motors Nova Scotia Finance Company (the “**Nova Scotia Matter**”).

2. BL’s efforts to advise and represent the Committee during the Fourth Compensation Period, and the professional services performed and expenses incurred in connection therewith, were actual and necessary to preserve and protect the interests of the unsecured creditors of Motors Liquidation Company, f/k/a General Motors Corporation (together with its chapter 11 filing affiliates, the “**Debtors**”). BL’s charges for professional services performed and expenses incurred are reasonable under the applicable standards. BL respectfully asks that the Court grant this Application and allow interim compensation for professional services performed and reimbursement of expenses as requested.

BACKGROUND

3. The Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code on June 1, 2009 (the “**Petition Date**”) in the United States Bankruptcy Court for the Southern District of New York.

4. On June 3, 2009, the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed the Committee, pursuant to section 1102 of the Bankruptcy Code.

¹ In addition to JPMorgan Chase Bank, N.A., there are more than 400 named defendants in the JPMorgan Adversary Proceeding.

5. On June 30, 2009, the Committee filed an application (the “**Retention Application**”) with this Court pursuant to section 1103(a) of Title 11 of the Bankruptcy Code and Rule 2014(a) of the Bankruptcy Rules for entry of an order authorizing the employment of BL as Special Counsel to the Committee, *nunc pro tunc* to June 10, 2009, all as more fully described in the Retention Application (Docket No. 2847).

6. No objections were filed to BL’s retention and, on July 13, 2009, this Court entered an order authorizing the employment of BL as Special Counsel to the Committee (Docket No. 3124). The Court’s Order went on to state:

Butzel Long shall be compensated for Special Counsel Services performed as of June 10, 2009, and expenses incurred in connection therewith, subject to the approval of this Court and compliance with Section 330(a) of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules of this Court, the United States Trustee’s Guidelines for Fees and Disbursements issued by the Office of the United States Trustee, and such other procedures as may be fixed by order of this Court, for professional services rendered and expenses incurred by Butzel Long;

A copy of the above order is attached hereto as Exhibit A and is incorporated herein by reference.

7. On November 16, 2009, BL submitted its First Application for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred From June 10, 2009 Through and Including September 30, 2009 (the “**First BL Application**”).

8. On December 23, 2009, the Court entered an order (the “**Fee Order**”) appointing Brady C. Williamson as fee examiner (the “**Fee Examiner**”). On February 16, 2010, the Fee

Examiner filed his First Status Report and Advisory, which summarizes the applicable standards and guidelines for the Fee Examiner's review of fee applications (the "**First Advisory**"). On April 8, 2010, the Fee Examiner filed his Second Status Report and Advisory (the "**Second Advisory**").

9. After a hearing to consider the First BL Application on April 29, 2010, the Court entered an order on May 21, 2010 granting the First BL Application in the total amount of \$257,155.29 and approving a 10% holdback in the amount of \$23,615.87.

10. On March 17, 2010, BL submitted its Second Application for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred From October 1, 2009 Through and Including January 31, 2010 (the "**Second BL Application**"). After a hearing to consider the Second BL Application on June 29, 2010, the Court entered an order on July 22, 2010 granting the Second BL Application in the total amount of \$264,769.07 and approving a 10% holdback in the amount of \$25,365.94.

11. On August 5, 2010, BL submitted its Third Application for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred From February 1, 2010 Through and Including May 31, 2010 (the "**Third BL Application**"). Although a hearing to consider the Third BL Application was held on October 26, 2010, the Court has not yet entered an order.

SUMMARY OF PROFESSIONAL COMPENSATION AND REIMBURSEMENT OF EXPENSES REQUESTED

12. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases dated November 25, 2009 (the "**Local Guidelines**"), the United States Trustee Guidelines

for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 adopted on January 30, 1996 (the “**UST Guidelines**”), and this Court’s Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, entered August 7, 2009 (Docket No. 3711) (the “**Administrative Order**,” and together with the Local Guidelines and the UST Guidelines, the “**Guidelines**”). A copy of the Administrative Order is attached hereto as Exhibit B, and incorporated herein by reference.

13. This Application has also been prepared in accordance with this Court’s rulings on the First BL Application and the Second BL Application. Further, BL has endeavored to comply with the directions provided by the Fee Examiner in connection with the First BL Application and the Second BL Application. BL will provide a copy of this Application to the Fee Examiner.

14. Pursuant to the procedures outlined in the Administrative Order, BL has served a statement of its fees and disbursements accrued for its professional services in the above-captioned matter for the period commencing June 1, 2010 through and including June 30, 2010 (the “**June Statement**”), for the period commencing July 1, 2010 through and including July 31, 2010 (the “**July Statement**”), for the period commencing August 1, 2010 through and including August 31, 2010 (the “**August Statement**”) and for the period commencing September 1, 2010 through and including September 30, 2010 (the “**September Statement**,” and together with the June Statement, the July Statement and the August Statement, the “**BL Statements**”) upon the U.S. Trustee, the Debtors, the attorneys for the Debtors and the attorneys for the Committee (collectively, the “**Notice Parties**”). The Administrative Order provides that the Notice Parties shall have at least 15 days after receipt of a monthly statement to review it, and shall serve any

objections to the monthly statement no later than 45 days following the month for which compensation is sought. During the Fourth Compensation Period, BL has received no notice of objection to any of the BL Statements from any of the Notice Parties.

15. BL has also served the BL Statements upon the Fee Examiner. During the Fourth Compensation Period, BL has received no notice of objection to any of such statements from the Fee Examiner.

16. BL seeks allowance of interim compensation for professional services performed during the Fourth Compensation Period in the amount of \$433,892.50 and for expenses incurred in the rendition of such services in the amount of \$32,647.29. During the Fourth Compensation Period, BL professionals and paraprofessionals expended a total of 994.8 hours in connection with the necessary services performed.

17. In accordance with the Administrative Order, to date, BL received payments totaling \$308,953.94 for the Fourth Compensation Period, consisting of \$296,576.20, representing 80% of the fees, and \$12,377.74, representing 100% of expenses, invoiced pursuant to the June Statement, the July Statement and the August Statement. BL has not yet received payment for any of the fees and expenses invoiced pursuant to the September Statement. The holdback of \$23,615.87 relating to fees requested in the First BL Application and \$25,365.94 relating to fees requested in the Second BL Application remains unpaid and outstanding. Accordingly, BL now seeks approval for all amounts allowed pursuant to the Administrative Order relating to the Fourth Compensation Period and approval for the Debtors to pay the 20% of fees deferred (as "holdbacks") in accordance with the Administrative Order.

18. There is no agreement or understanding between BL and any other person, other than members of BL, for the sharing of compensation to be received for services rendered in

these cases. During the Fourth Compensation Period, BL has received no payment and no promises of payment from any source (other than the Debtors) for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application.

19. The fees charged by BL in these cases are billed in accordance with BL's existing billing rates and procedures in effect during the Fourth Compensation Period. The rates BL charges for the services rendered by its professionals and paraprofessionals in these cases are the same rates BL charges for professional and paraprofessional services rendered in comparable bankruptcy and nonbankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy and nonbankruptcy cases in a competitive national legal market.

20. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Fourth Compensation Period but were not processed prior to the preparation of this Application, BL reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

21. Annexed hereto as Exhibit C is a certification regarding compliance with the Guidelines.

22. Annexed hereto as Exhibit D, pursuant to the UST Guidelines, is a schedule of BL professionals and paraprofessionals who have performed services for the Committee during the Fourth Compensation Period, the capacities in which each individual is employed by BL, the department in which each practices, the hourly billing rate charged by BL for the services performed by such individuals, the year in which each professional was first licensed to practice law, and the aggregate number of hours expended in these matters during the Fourth Compensation Period and the fees billed therefor.

23. Annexed hereto as Exhibit E is a schedule specifying the categories of expenses for which BL is seeking reimbursement and the total amount for each such expense category. A detailed breakdown of all such expenses, including the date incurred, amount and description thereof, as well as the individual who incurred such expense and the project code related thereto, is also included in Exhibit E. An itemized schedule of all such expenses has been provided to the Debtors, the attorneys for the Debtors, the attorneys for the Committee, the Court, the U.S. Trustee and the Fee Examiner.

24. Annexed hereto as Exhibit F, pursuant to the UST Guidelines, is a summary of BL's time records relating to the charges for services rendered during the Fourth Compensation Period using project codes hereinafter described. BL maintains computerized records of the time spent by all BL attorneys and paraprofessionals in connection with its engagement by the Committee.

25. Copies of these computerized records, annexed hereto as Exhibit G, have been furnished to the Debtors, the attorneys for the Debtors, the attorneys for the Committee, the Court, the U.S. Trustee and the Fee Examiner in the format specified by the UST Guidelines.

**SUMMARY OF SERVICES PERFORMED BY
BL DURING THE FOURTH COMPENSATION PERIOD**

26. The following is a summary of the significant professional services rendered by BL during the Fourth Compensation Period, organized in accordance with BL's internal system of project codes. As previously noted, BL's services during the Fourth Compensation Period have mainly involved the JPMorgan Adversary Proceeding and the Nova Scotia Matter.

a. JPMorgan Avoidance Complaint. On July 31, 2009, the Committee commenced the JPMorgan Adversary Proceeding challenging, *inter alia*, the security interest of more than 400 lenders (the "**Defendants**") to a certain term loan agreement,

dated as of November 29, 2006, as amended by that certain first amendment dated as of March 4, 2009 (as amended, the “**Term Loan Agreement**”), and sought to recover in excess of \$1.4 billion, in the aggregate, from the Defendants. During the Fourth Compensation Period, BL’s professional services in connection with the JPMorgan Adversary Proceeding included: conducting legal research; drafting and filing a motion for partial summary judgment, a reply in further support of such motion and an opposition to JPMorgan’s motion for summary judgment; analyzing JPMorgan’s motion for summary judgment, reply in further support of such motion and opposition to the Committee’s motion for partial summary judgment; and various other tasks.

b. General Motors Nova Scotia Finance Company. On November 30, 2009, a claim was filed against the Debtors on behalf of the holders of notes (the “**Noteholders**”) issued by General Motors Nova Scotia Finance Company in the amount of \$1,607,647,592.49 (claim no. 66319) (the “**Trustee Claim**”). On December 10, 2009, Greenberg Traurig, LLP, on behalf of certain Noteholders, filed a similar claim against the Debtors (claim no. 69551) (the “**Protective Claim**”). Including the Trustee Claim and the Protective Claim, in total, forty nine (49) claims (the “**Claims**”) have been filed by or on behalf of the Noteholders. On July 2, 2010, BL filed an objection to the Trustee Claim and the Protective Claim. BL plans to amend such objection to apply to all Claims. During the Fourth Compensation Period, BL’s professional services in connection with the Nova Scotia Matter included: conducting legal research; analyzing the Claims and potential objections thereto; drafting a complaint; drafting and filing an objection to certain Claims; drafting discovery requests; drafting memoranda; and various other tasks.

c. Defending Fee Applications. On March 31, 2010, the Fee Examiner contacted BL to inquire about the First BL Application. Since then, BL has corresponded with the Fee Examiner frequently concerning the First BL Application, the Second BL Application and the Third BL Application. During the Fourth Compensation Period, BL's professional services in connection with its defense of the Second BL Application and the Third BL Application included: corresponding with the Fee Examiner; reviewing the Fee Examiner's memorandum summarizing this Court's rulings on fee applications; drafting and filing a reply to the Fee Examiner's objection to the Second BL Application; instituting internal procedures for complying with Fee Examiner requests; and various other tasks.

d. Monthly Fee Statements. On July 6, 2010, this Court ruled that compensable time spent preparing monthly statements, as opposed to time spent preparing fee applications and monthly budgets, warrants a reduction of fifty percent (50%). Accordingly, BL has reduced its request for compensation by \$3,495.00 in compliance with such ruling.

27. The professional services performed by the professionals and paraprofessionals of BL were rendered by the Bankruptcy, Corporate and Litigation Departments in various offices. The professional services performed by BL on behalf of the Committee during the Fourth Compensation Period required an aggregate expenditure of 994.8 recorded hours by BL's professionals and paraprofessionals. Of the aggregate time expended, 358.5 recorded hours were expended by shareholders of BL, 566.7 recorded hours were expended by associates of BL and 69.6 recorded hours were expended by paraprofessionals of BL.

28. During the Fourth Compensation Period, BL billed the Committee for time expended by attorneys based on hourly rates ranging from \$215 to \$725 per hour.

ACTUAL AND NECESSARY DISBURSEMENTS OF BL

29. As set forth in Exhibit E hereto, BL has disbursed \$32,647.29 as expenses incurred in providing professional services during the Fourth Compensation Period. These expenses are actual, reasonable and necessary in light of the size and importance of the issues faced by the Committee.

30. In connection with the JPMorgan Adversary Proceeding and the Nova Scotia Matter, BL's attorneys have devoted time during the evenings and on weekends to perform legal services on behalf of the Committee. Such services were essential to meet deadlines. Consistent with firm policy, attorneys of BL who worked late into the evenings were reimbursed for their reasonable meal costs and their cost for transportation from the office to home.² BL has not charged the Debtors for any meal or transportation costs incurred while working on weekends. The reimbursement amounts do not exceed those set forth in the UST Guidelines.

31. BL has not charged the Debtors for any local, long distance or international telephone or facsimile expenses.

32. With respect to photocopying expenses, BL wrote off \$2,962.50 related to copies in compliance with the Court's decision that such charges are reimbursable at the lesser of \$.10 per page and cost.

33. None of these categories of expenses exceed the maximum rate set forth in the UST Guidelines. The actual expenses incurred in providing professional services were necessary, reasonable and justified under the circumstances to serve the needs of the Committee.

² BL has also reimbursed an attorney who worked very early in the morning for his cost for transportation from home to the office.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

34. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 1103 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." *Id.* § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

Id. § 330(a)(3).

35. In the instant case, BL respectfully submits that the services for which it seeks compensation and the expenditures for which it seeks reimbursement in this Application were necessary for, and beneficial to, the preservation, protection and prosecution of the Committee's rights and claims under this chapter 11 proceeding. Such services and expenditures

were necessary to and in the best interests of the Committee. The compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Committee and all parties in interest.

36. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues and tasks involved. The professional services were performed expediently and efficiently. Whenever possible, BL sought to minimize the costs of its services to the Debtors by utilizing talented paraprofessionals to handle more routine aspects of case administration. Groups of the same BL attorneys were utilized for similar tasks in these cases to minimize the costs of intra-BL communication and education about the Committee's circumstances.

37. In sum, the services rendered by BL were necessary and beneficial to the Committee and were consistently performed in a timely manner commensurate with the complexity, importance and nature of the issues involved. Accordingly, approval of the compensation for professional services and reimbursement of expenses sought herein is warranted.

CONCLUSION

38. BL respectfully requests the Court enter an Order authorizing (i) an interim allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred during the Fourth Compensation Period in the amount of \$466,539.79, consisting of \$433,892.50, representing 100% of fees incurred during the Fourth Compensation Period, and reimbursement of \$32,647.29 representing 100% of actual and necessary expenses incurred during the Fourth Compensation Period; and (ii) that the allowance of such compensation for professional services rendered and reimbursement of actual and

necessary expenses incurred be without prejudice to BL's right to seek additional compensation for services performed and expenses incurred during the Fourth Compensation Period, which were not processed at the time of this Application.

WHEREFORE, BL respectfully requests that the Court grant the relief requested herein and such other and further relief as is just and proper.

Dated: New York, New York
November 15, 2010

Respectfully submitted,

BUTZEL LONG, a professional corporation

By: /s/ Barry N. Seidel

Barry N. Seidel

Eric B. Fisher

380 Madison Avenue

New York, NY 10017

(212) 818-1110 Telephone

(212) 818-0494 Fax

EXHIBIT A

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

In re

GENERAL MOTORS CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**ORDER AUTHORIZING EMPLOYMENT OF BUTZEL LONG AS SPECIAL
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
NUNC PRO TUNC TO JUNE 10, 2009**

Upon the Application, dated June 30, 2009 (the “Application”), of the Official Committee of Unsecured Creditors (the “Committee”), pursuant to Section 1103(a) of Title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for entry of an order authorizing the employment of Butzel Long, a professional corporation (“Butzel Long”) as Special Counsel to the Committee, *nunc pro tunc* to June 10, 2009, all as more fully described in the Application; and upon the Declaration of Barry N. Seidel, a shareholder of Butzel Long, dated June 30, 2009, attached to the Application as Exhibit A (the “Seidel Declaration”) and the Schedules appended thereto; and the Court being satisfied, based on the representations made in the Application and the Seidel Declaration that Butzel Long and its shareholders are “disinterested” as such term is defined in Section 101(14) of the Bankruptcy Code, as modified by Section 1107(b) of the Bankruptcy Code, and that Butzel Long represents no interest adverse to the Committee with respect to the matters upon which it is to be engaged; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York of Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting

C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided to (a) the Office of the United States Trustee for Region 2; (b) the attorneys for the United States Department of the Treasury, (c) the attorneys for Export Development Canada, (d) the attorneys for the agent under the Debtors' prepetition secured term loan agreement, (e) the attorneys for the agent under the Debtors' prepetition amended and restated secured revolving credit agreement, (f) the attorneys for the Debtors, (g) the United States Department of Labor, (h) the attorneys for the National Automobile Dealers Association, (i) the U.S. Attorney's Office, and (i) all entities that, on or before June 30, 2009, requested notice in these cases pursuant to Rule 2002 of the Bankruptcy Rules, and the Application having been electronically filed on the docket in this case, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Application (the "Hearing"); and upon the record of the Hearing and all of the proceedings held before the Court; and the Court having found and determined that the relief sought in the Application is in the best interest of the Committee and that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Application is granted as provided herein; and it is further

ORDERED that pursuant to Section 1103(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), the Committee is authorized to employ and retain Butzel Long as its Special Counsel to render the Special Counsel Services (as defined in the Application), in accordance with Butzel Long's normal hourly rates and disbursement policies, all as contemplated by the Application, *nunc pro tunc* to June 10, 2009; and it is further

ORDERED that Butzel Long shall be compensated for Special Counsel Services performed as of June 10, 2009, and expenses incurred in connection therewith, subject to the approval of this Court and compliance with Section 330(a) of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules of this Court, the United States Trustee's Guidelines for Fees and Disbursements issued by the Office of the United States Trustee, and such other procedures as may be fixed by order of this Court, for professional services rendered and expenses incurred by Butzel Long; and it is further

ORDERED that notice of this Application as provided therein shall be deemed good and sufficient notice of the Application; 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

July 13, 2009

s/ Robert E. Gerber
United States Bankruptcy Judge

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
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 PURSUANT TO 11 U.S.C. §§ 105(a) AND 331 ESTABLISHING
PROCEDURES FOR INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

Upon the Motion, dated July 21, 2009 (the “**Motion**”),¹ of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), pursuant to sections 105(a) and 331 of title 11, United States Code (the “**Bankruptcy Code**”) and Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for entry of an order authorizing the establishment of certain procedures for interim compensation and reimbursement of professionals, all as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and upon the objection of the St. Regis Mohawk Tribe (the “**Tribe Objection**”) and the State of New York on behalf of the New York State Department of Environmental Conservation (the “**State Objection**,” and together with the Tribe Objection, the “**Objections**”) to the Motion; and upon the reply (the “**Reply**”) of Debtors to the Objections; and a hearing having been held to consider the relief requested in the Motion (the “**Hearing**”); and upon the record of the Hearing, and all of the proceedings had before the Court;

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

and the Court having found and determined that the relief sought in the Motion 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 Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, for the reasons set forth on the record of the Hearing, the Motion is granted as provided herein; and it is further

ORDERED that the Objections are hereby overruled in their entirety; provided, however, that the Debtors shall provide the St. Regis Mohawk Tribe (the “**Tribe**”) and the New York State Department of Environmental Conservation (the “**NYSDEC**”) with the Monthly Letter (as defined below); and it is further

ORDERED that except as may otherwise be provided in Court orders authorizing the retention of specific professionals, all professionals in this case may seek interim compensation in accordance with the following procedure:

- (a) Except as provided in paragraph (b) below, on or before the **30th day** of each month following the month for which compensation is sought, each professional seeking compensation will serve a monthly statement (the “**Monthly Statement**”), by hand or overnight delivery, on (i) the Debtors, Motors Liquidation Company, 300 Renaissance Center, Detroit, Michigan 48265 (Attn: Ted Stenger); (ii) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Stephen Karotkin, Esq. and Joseph Smolinsky, Esq.); (iii) the attorneys for the Creditors’ Committee, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Thomas Moers Mayer, Esq. and Robert Schmidt, Esq.); and (iv) the Office of the United States Trustee, 33 Whitehall Street, 22nd Floor, New York, New York 10004 (Attn: Diana G. Adams, Esq.) (collectively, the “**Notice Parties**”).
- (b) Each professional shall serve the Monthly Statement for the month of June 2009 on or before August 14, 2009.
- (c) The Monthly Statement shall not be filed with the Court and a courtesy copy need not be delivered to Chambers because this Motion is not intended to alter the fee application requirements outlined in sections 330

and 331 of the Bankruptcy Code. Professionals are still required to serve and file interim and final applications for approval of fees and expenses in accordance with the relevant provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules for the Southern District of New York.

- (d) Each Monthly Statement must contain a list of the individuals and their respective titles (e.g., attorney, paralegal, etc.) who provided services during the period covered by the Monthly Statement, their respective billing rates, the aggregate hours spent by each individual, a reasonably detailed breakdown of the disbursements incurred (no professional should seek reimbursement of an expense that would otherwise not be allowed pursuant to the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 dated January 30, 1996), and contemporaneously maintained time entries for each individual in increments of **tenths (1/10) of an hour** or as close thereto as practicable.²
- (e) Except as provided for in paragraph (f) below, each Notice Party shall have at least **15 days** after receipt of a Monthly Statement to review it and, if such party has an objection to the compensation or reimbursement sought in a particular Monthly Statement (an “**Objection**”), such party shall, by no later than the **45th day** following the month for which compensation is sought (the “**Objection Deadline**”), serve upon the professional whose Monthly Statement is objected to, and the other persons designated to receive statements in paragraph (a) above, a written “Notice of Objection to Fee Statement,” setting forth the nature of the Objection and the amount of fees or expenses at issue.
- (f) Each Notice Party shall have at least **15 days** after receipt of the Monthly Statement for June 2009 to review it and, if such party has an Objection, such party shall, by no later than the **60th day** following the end of the month of June 2009, serve upon the professional whose Monthly Statement is objected to, and the other persons designated to receive statements in paragraph (a) above, a written “Notice of Objection to Fee Statement,” setting forth the nature of the Objection and the amount of fees or expenses at issue.
- (g) At the expiration of the Objection Deadline, the Debtors shall promptly pay **80%** of the fees and **100%** of the expenses identified in each Monthly Statement to which no Objection has been served in accordance with paragraphs (e) and (f) above.

² The Debtors may seek to modify this requirement in the retention application of certain professionals.

- (h) If the Debtors receive an Objection to a particular Monthly Statement, they shall withhold payment of that portion of the Monthly Statement to which the Objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth in paragraph (g) above.
- (i) If an Objection is resolved and if the party whose Monthly Statement was the subject of the Objection serves on all Notice Parties a statement indicating that the Objection has been withdrawn and describing in detail the terms of the resolution, then the Debtors shall promptly pay, in accordance with paragraph (g) above, that portion of the Monthly Statement that was withheld is no longer subject to the Objection.
- (j) All Objections that are not resolved by the parties shall be preserved and presented to the Court at the next interim or final fee application hearing to be heard by the Court in accordance with paragraph (l) below.
- (k) The service of an Objection in accordance with paragraph (f) above shall not prejudice the objecting party's right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground, whether raised in the Objection or not. Furthermore, the decision by any party not to object to a Monthly Statement shall not be a waiver of any kind or prejudice that party's right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code.
- (l) Commencing with the period ending September 30, 2009, and at four-month intervals thereafter (the "**Interim Fee Period**"), each of the retained professionals as set forth in paragraphs 3 and 4 herein (the "**Retained Professionals**") shall file with the Court an application (an "**Interim Fee Application**") for interim Court approval and allowance, pursuant to sections 330 and 331 of the Bankruptcy Code (as the case may be) of the compensation and reimbursement of expenses requested in the Monthly Statements served during such Interim Fee Period. Each Retained Professional shall file its Interim Fee Application no later than **45 days** after the end of the Interim Fee Period.
- (m) The Debtors' attorneys shall obtain a date from the Court for the hearing to consider Interim Fee Applications for all Retained Professionals (the "**Interim Fee Hearing**"). At least **30 days** prior to the Interim Fee Hearing, the Debtors' attorneys shall file a notice with the Court, with service upon the U.S. Trustee and all Retained Professionals, setting forth the time, date, and location of the Interim Fee Hearing, the period covered by the Interim Fee Applications, and the Objection Deadline. Any Retained Professional unable to file its own Interim Fee Application with the Court shall deliver to the Debtors' attorneys a fully executed copy with original signatures, along with service copies, three business days before the filing deadline. The Debtors' attorneys shall file and serve such Interim Fee Application.

- (n) Any Retained Professional who fails to timely file an Interim Fee Application seeking approval of compensation and expenses previously paid pursuant to a Monthly Statement shall be ineligible to receive further monthly payments of fees or reimbursement of expenses as provided herein until such Interim Fee Application is filed.
- (o) The pendency of an Interim Fee Application or a Court order that payment of compensation or reimbursement of expenses was improper as to a particular Monthly Statement shall not disqualify a Retained Professional from the future payment of compensation or reimbursement of expenses as set forth above, unless otherwise ordered by the Court.
- (p) Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein shall have any effect on this Court's interim or final allowance of compensation and reimbursement of expenses of any Retained Professionals.
- (q) The attorneys for the Creditors' Committee may, in accordance with the foregoing procedure for monthly compensation and reimbursement of professionals, collect and submit statements of expenses, with supporting vouchers, from members of the Creditors' Committee; *provided, however*, that these reimbursement requests must comply with this Court's Administrative Orders dated June 24, 1991 and April 21, 1995; and it is further
- (r) On or before the **30th day** of each month following the month for which compensation is sought, the Debtors will transmit a letter (the "**Monthly Letter**") to (i) the attorneys for the Tribe, McNamee, Lochner, Titus & Williams, P.C., 677 Broadway, Albany, New York 12207 (Attn: John J. Privitera Esq. and Jacob F. Lamme, Esq.) and (ii) the attorneys for the State of New York on behalf of the NYSDEC, New York State Department of Law Environmental Protection Bureau, The Capitol, Albany, New York 12224 (Attn: Maureen F. Leary, Assistant Attorney General) setting forth the aggregate fees and aggregate expenses for the period covered by the Monthly Letter for all retained professionals submitting Monthly Fee Statements. The Tribe and NYSDEC shall have no right to object to or otherwise challenge the Monthly Statements. The Monthly Letter is being provided for informational purposes only.

ORDERED that the Debtors shall include all payments to Retained Professionals on their monthly operating reports, detailed so as to state the amount paid to each Retained Professional; provided however, that amounts paid to Ordinary Course Professionals may be stated in the aggregate on any monthly operating reports; and it is further

ORDERED that all time periods set forth in this Order shall be calculated in accordance with Rule 9006(a) of the Federal Rules of Bankruptcy Procedure; and it is further

ORDERED that any and all other and further notice of the relief requested in the Motion shall be, and hereby is, dispensed with and waived; provided, however, that the Debtors shall serve a copy of this Order on each of the Retained Professionals; and it is further

ORDERED that notice of hearings to consider Interim Fee Applications and final fee applications shall be limited to the Notice Parties and any party who files a notice of appearance and requests notice in these chapter 11 cases; 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
August 7, 2009

s/ Robert E. Gerber
United States Bankruptcy Judge

EXHIBIT C

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

In re

**MOTORS LIQUIDATION COMPANY, *et al.*,
Debtors.**

Chapter 11

**Case No. 09-50026
(REG)**

(Jointly Administered)

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF FOURTH
APPLICATION OF BUTZEL LONG, A PROFESSIONAL CORPORATION
FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Barry N. Seidel, hereby certify that:

1. I am a shareholder with the applicant firm, Butzel Long, a professional corporation (“**BL**”), with responsibility as Special Counsel to the Official Committee of Unsecured Creditors of Motors Liquidation Company, f/k/a General Motors Corporation (the “**Committee**”), in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases dated November 25, 2009 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”) and the Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, entered August 7, 2009 (Docket No. 3711) (the “**Administrative Order**,” and together with the Local Guidelines and the UST Guidelines, the “**Guidelines**”).

2. This certification is made in respect of BL’s fourth application dated November 15, 2010 (the “**Application**”) for interim compensation and reimbursement of expenses for the

period commencing June 1, 2010 through and including September 30, 2010 in accordance with the Guidelines.

3. In respect of section A.1 of the Local Guidelines, I certify that:
 - a. I have read the Application;
 - b. to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the UST Guidelines;
 - c. the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by BL and generally accepted by BL's clients; and
 - d. in providing a reimbursable service, BL does not make a profit on that service, whether the service is performed by the BL in-house or through a third party.

4. In respect of section A.2 of the Local Guidelines and as required by the Administrative Order, I certify that BL has complied with the provisions requiring it to provide the appropriate notice parties, on a monthly basis, with a statement of BL's fees and disbursements accrued during the previous month, as set forth in the Administrative Order.

5. In respect of section A.3 of the Local Guidelines, I certify that the Debtors, the chair of the Committee and the United States Trustee for the Southern District of New York have all been provided with a copy of the Application on November 1, 2010.

Dated: New York, New York
November 15, 2010

/s/ Barry N. Seidel
Barry N. Seidel

EXHIBIT D

EXHIBIT D

**SUMMARY OF FOURTH INTERIM FEE APPLICATION
OF BUTZEL LONG FOR SERVICES RENDERED FOR
THE PERIOD JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

NAME OF SHAREHOLDERS	DEPARTMENT¹	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Eric Fisher	BK, LIT	1996	\$525.00	251.9	\$132,247.50
Christopher Nelson	LIT	1995	\$350.00	18.9	\$6,615.00
Barry N. Seidel	BK	1978	\$725.00	80.0	\$58,000.00
Robert Sidorsky	BK, LIT	1983	\$625.00	7.7	\$4,812.50
Total Shareholders:				358.5	\$201,675.00

NAME OF ASSOCIATES	DEPARTMENT	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Maria Caceres-Boneau	LIT	2008	\$325.00	57.3	\$18,622.50
Katie L. Cooperman	BK, CORP	2006	\$395.00	503.4	\$198,843.00
Laura Tedesco	CORP	2010	\$215.00	6.0	\$1,290.00
Total Associates:				566.7	\$218,755.50

¹ BK – Bankruptcy, CORP – Corporate, LIT – Litigation.

NAME OF PARALEGALS	DEPARTMENT	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Frederick Capria	LIT	\$245.00	68.6	\$16,807.00
Michelle Martinez	LIT	\$150.00	1.0	\$150.00
Total Paralegals:			69.6	\$16,957.00

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Shareholders	\$562.55	358.5	\$201,675.00
Associates	\$386.02	566.7	\$218,755.50
Paralegals	\$243.64	69.6	\$16,957.00
Total Fees Incurred		994.8	\$437,387.50
Blended Attorney Rate	\$454.42		
Total Fees			\$437,387.50
Less Adjustment²			(\$3,495.00)
Total Fees Requested		994.8	\$433,892.50

² BL has only requested 50% of fees incurred in connection with its preparation of monthly fee statements.

EXHIBIT E

EXHIBIT E

EXPENSE SUMMARY BY BUTZEL LONG FOR THE FOURTH INTERIM PERIOD OF JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010

EXPENSES	AMOUNT
Copies	\$2,962.50 ¹
Local Travel	\$266.59 ²
Local Meals	\$140.00 ³

¹ These charges reflect a fee of \$0.10 per copy.

² On May 27, 2010, Katie Cooperman incurred \$9.70 on transportation leaving the office at night after performing required work on the General Motors Nova Scotia Finance matter. On June 22, 2010, Katie Cooperman incurred \$20.00 on transportation leaving the office at night after performing required work on the General Motors Nova Scotia Finance matter. On June 23, 2010, Katie Cooperman incurred \$8.10 on transportation leaving the office at night after performing required work on the General Motors Nova Scotia Finance matter. On July 1, 2010, Eric Fisher incurred \$37.84 on transportation from home to the office early in the morning in order to perform required work on the JPMorgan adversary proceeding. On July 1, 2010, Eric Fisher incurred \$56.75 on transportation leaving the office at night after performing required work concerning the Plan. On July 27, 2010, Katie Cooperman incurred \$20.00 on transportation leaving the office at night after performing required work on the JPMorgan adversary proceeding. On July 29, 2010, Katie Cooperman incurred \$9.20 on transportation leaving the office at night after performing required work on the JPMorgan adversary proceeding. On August 11, 2010, Katie Cooperman incurred \$20.00 on transportation leaving the office at night after performing required work on the General Motors Nova Scotia Finance matter. On August 12, 2010, Eric Fisher incurred \$65.00 on transportation leaving the office at night after performing required work on the JPMorgan adversary proceeding. On August 18, 2010, Eric Fisher incurred \$20.00 on transportation leaving the office at night after performing required work on the JPMorgan adversary proceeding.

³ On May 19, 2010, Katie Cooperman incurred \$26.37 on an in-house meal expense after 8:00 pm while performing required work on the General Motors Nova Scotia Finance Company matter. In connection with such expense, only \$20.00 is requested for reimbursement. On May 26, 2010, Katie Cooperman incurred \$32.90 on an in-house meal expense after 8:00 pm while performing required work on the General Motors Nova Scotia Finance Company matter. In connection with such expense, only \$20.00 is requested for reimbursement. On May 27, 2010, Katie Cooperman incurred \$25.57 on an in-house meal expense after 8:00 pm while performing required work on the General Motors Nova Scotia Finance Company matter. In connection with such expense, only \$20.00 is requested for reimbursement. On June 9, 2010, Katie Cooperman and Eric Fisher incurred \$45.37 on an in-house meal expense after 8:00 pm while performing required work on the General Motors Nova Scotia Finance Company matter. In connection with such expense, only \$40.00 is requested for reimbursement. On June 23, 2010, Katie Cooperman incurred \$24.35 on an in-house meal expense after 8:00 pm while performing required work on the General Motors Nova Scotia Finance Company matter. In connection with such expense, only \$20.00 is requested for reimbursement. On July 29, 2010, Katie Cooperman incurred \$26.47 on an in-house meal expense after 8:00 pm while performing required work on the JPMorgan adversary proceeding. In connection with such expense, only \$20.00 is requested for reimbursement.

Third Party Service Fees	\$380.63 ⁴
Express Delivery	\$426.15
Computer Research - Westlaw	\$11,851.34
Computer Research - LexisNexis	\$3.74
Filing Fees	\$49.84
Messengers	\$27.50 ⁵
Postage	\$6.68
EPIQ	\$16,532.32 ⁶
Total Expenses Requested:	\$32,647.29

⁴ This charge reflects a disbursement made to Complete Document Source Inc. in connection with the Committee's motion for partial summary judgment in the JPMorgan adversary proceeding.

⁵ These charges reflect two disbursements made by BL, each in the amount of \$13.75, to Avant Business Services in connection with the hand delivery of documents to the Bankruptcy Court.

⁶ These charges reflect EPIQ's fees for service of papers in connection with matters 0006 and 0007.

June 1, 2010 through September 30, 2010

Disbursements Detail

Project Code	Date	Description	Amount
0001	7/1/2010	Travel Expenses- working on final plan of reorganization in bankruptcy (Eric Fisher)	\$56.75
		Total:	\$56.75
0005	6/1/2010-6/30/2010	Copies	\$203.60
0005	7/1/2010-7/31/2010	Copies	\$259.50
0005	8/1/2010-8/31/2010	Copies	\$120.20
0005	9/1/2010-9/30/2010	Copies	\$31.00
0005	4/27/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$11.48
0005	5/28/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.41
0005	5/28/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.41
0005	5/28/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$17.67
0005	5/28/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$12.94
0005	5/28/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.41
0005	6/30/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$18.40
0005	6/30/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.91
0005	6/30/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$17.64
0005	6/30/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.91
0005	6/30/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.91
0005	7/29/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.73
0005	7/29/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.73
0005	7/29/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$17.39
0005	7/29/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.73
0005	7/29/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$18.14
0005	8/5/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$28.28
0005	8/5/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$12.14
0005	8/5/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$16.14
0005	8/13/2010	Postal Charges	\$0.44
0005	8/26/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.69
0005	8/26/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$18.07
0005	8/26/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.69
0005	8/26/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$13.69
0005	8/26/2010	Express Delivery Charges-Federal Express (Barry Seidel)	\$17.33
		Total:	\$984.58
0006	6/1/2010-6/30/2010	Copies	\$127.70
0006	7/1/2010-7/31/2010	Copies	\$161.30
0006	8/1/2010-8/31/2010	Copies	\$782.80
0006		Copies	\$34.00
0006	6/14/2010	Computer Research-Westlaw (Katie Cooperman)	\$118.30
0006	6/29/2010	Computer Research-Westlaw (Katie Cooperman)	\$5.48
0006	7/13/2010	Third-Party Vendor-Complete Document Source, Inc.	\$380.63
0006	7/21/2010	Computer Research-Westlaw (Katie Cooperman)	\$103.02
0006	7/22/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$229.04
0006	7/27/2010	Travel Expense-draft counter-statement re: JPMorgan (Katie Cooperman)	\$20.00
0006	7/29/2010	Travel Expense-revise counter-statement re: JPMorgan (Katie Cooperman)	\$9.20

June 1, 2010 through September 30, 2010

Disbursements Detail

0006	7/29/2010	Meal Expenses-work on JPMorgan counter statement (Katie Cooperman)	\$20.00
0006	8/3/2010	Computer Research-Westlaw (Fritz Capria)	\$112.26
0006	8/5/2010	Computer Research-Westlaw (Katie Cooperman)	\$101.80
0006	8/5/2010	Computer Research-Westlaw (Katie Cooperman)	\$12.14
0006	8/11/2010	Computer Research-Westlaw (Katie Cooperman)	\$169.42
0006	8/11/2010	Computer Research-Westlaw (Eric Fisher)	\$1,386.75
0006	8/11/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$342.47
0006	8/12/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$382.09
0006	8/12/2010	Travel Expense-analyze opposition brief (Eric Fisher)	\$65.00
0006	8/13/2010	Computer Research-Westlaw (Katie Cooperman)	\$550.04
0006	8/13/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$16.60
0006	8/16/2010	Computer Research-Westlaw (Katie Cooperman)	\$556.08
0006	8/16/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$687.01
0006	8/17/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$112.15
0006	8/17/2010	Computer Research-Westlaw (Katie Cooperman)	\$216.66
0006	8/17/2010	Computer Research-LexisNexis (Fritz Capria)	\$11.55
0006	8/18/2010	Computer Research-Westlaw (Fritz Capria)	\$38.11
0006	8/18/2010	Computer Research-Westlaw (Fritz Capria)	\$540.15
0006	8/18/2010	Computer Research-Westlaw (Katie Cooperman)	\$16.60
0006	8/18/2010	Travel Expense-draft reply re: JPMorgan (Katie Cooperman)	\$20.00
0006	8/19/2010	Computer Research-Westlaw (Katie Cooperman)	\$22.87
0006	8/20/2010	Computer Research-Westlaw (Katie Cooperman)	\$121.40
0006	8/25/2010	Computer Research-Westlaw (Katie Cooperman)	\$39.33
0006	8/26/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$13.69
0006	9/3/2010	Computer Research-LexisNexis (Katie Cooperman)	\$3.74
		Total:	\$7,529.38
0007	6/1/2010-6/30/2010	Copies	\$309.10
0007	7/1/2010-7/31/2010	Copies	\$407.60
0007	8/1/2010-8/31/2010	Copies	\$93.50
0007	9/1/2010-9/30/2010	Copies	\$106.90
0007	5/19/2010	Meal Expense (Katie Cooperman)	\$20.00
0007	5/26/2010	Meal Expense (Katie Cooperman)	\$20.00
0007	5/26/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$124.90
0007	5/27/2010	Meal Expense (Katie Cooperman)	\$20.00
0007	5/27/2010	Travel Expense (Katie Cooperman)	\$9.70
0007	6/8/2010	Computer Research-Westlaw (Katie Cooperman)	\$39.06
0007	6/9/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$260.97
0007	6/9/2010	Computer Research-Westlaw (Katie Cooperman)	\$207.42
0007	6/9/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$672.86
0007	6/9/2010	Meal Expenses-work on objection (Katie Cooperman and Eric Fisher)	\$40.00
0007	6/17/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$60.57
0007	6/17/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$44.09
0007	6/17/2010	Computer Research-Westlaw (Katie Cooperman)	\$110.25
0007	6/18/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$13.06
0007	6/20/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$22.33

June 1, 2010 through September 30, 2010

Disbursements Detail

0007	6/20/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$28.90
0007	6/21/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$198.63
0007	6/22/2010	Computer Research-Westlaw (Katie Cooperman)	\$46.83
0007	6/22/2010	Travel Expense (Katie Cooperman)	\$20.00
0007	6/22/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$5.48
0007	6/23/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$103.44
0007	6/23/2010	Travel Expense (Katie Cooperman)	\$8.10
0007	6/23/2010	Meal Expenses-work on objection (Katie Cooperman)	\$20.00
0007	6/24/2010	Computer Research-Westlaw (Katie Cooperman)	\$10.96
0007	6/24/2010	Computer Research-Westlaw (Maria Caceres-Boneau)	\$124.95
0007	7/1/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$15.24
0007	7/1/2010	Express Delivery Charges-Federal Express (Katie Cooperman)	\$15.24
0007	7/1/2010	Travel Expenses- draft and revise NS Objection (Eric Fisher)	\$37.84
0007	7/2/2010	Messenger Fees-Avant Business Services	\$13.75
0007	7/28/2010	Computer Research-Westlaw (Katie Cooperman)	\$164.00
0007	8/9/2010	Epiq Bankruptcy Solutions, Inc.	\$16,532.32
0007	8/11/2010	Travel Expense-work on discovery requests (Katie Cooperman)	\$20.00
0007	8/18/2010	Postal Charges	\$6.24
0007	8/30/2010	Computer Research-Westlaw (Katie Cooperman)	\$308.39
0007	9/2/2010	Computer Research-Westlaw (Katie Cooperman)	\$412.42
0007	9/3/2010	Filing Fees-Pacer	\$49.84
0007	9/8/2010	Computer Research-Westlaw (Katie Cooperman)	\$120.85
0007	9/8/2010	Computer Research-Westlaw (Katie Cooperman)	\$2.54
0007	9/8/2010	Computer Research-Westlaw (Katie Cooperman)	\$45.17
0007	9/9/2010	Computer Research-Westlaw (Katie Cooperman)	\$84.35
0007	9/10/2010	Computer Research-Westlaw (Katie Cooperman)	\$87.10
0007	9/11/2010	Computer Research-Westlaw (Katie Cooperman)	\$31.03
0007	9/11/2010	Computer Research-Westlaw (Katie Cooperman)	\$19.60
0007	9/13/2010	Computer Research-Westlaw (Katie Cooperman)	\$505.86
0007	9/13/2010	Computer Research-Westlaw (Katie Cooperman)	\$177.60
0007	9/14/2010	Computer Research-Westlaw (Katie Cooperman)	\$21.76
0007	9/14/2010	Computer Research-Westlaw (Katie Cooperman)	\$50.90
0007	9/15/2010	Computer Research-Westlaw (Katie Cooperman)	\$31.03
0007	9/16/2010	Computer Research-Westlaw (Katie Cooperman)	\$97.44
0007	9/17/2010	Computer Research-Westlaw (Katie Cooperman)	\$429.25
0007	9/18/2010	Computer Research-Westlaw (Laura Tedesco)	\$262.25
0007	9/20/2010	Computer Research-Westlaw (Laura Tedesco)	\$996.25
0007	9/20/2010	Computer Research-Westlaw (Katie Cooperman)	\$11.02
0007	9/21/2010	Computer Research-Westlaw (Katie Cooperman)	\$38.65
		Total:	\$23,737.53
0008	6/1/2010-6/30/2010	Copies	\$68.60
0008	7/1/2010-7/31/2010	Copies	\$256.70
0008	6/24/2010	Messenger Fees-Avant Business Services	\$13.75
		Total:	\$339.05
		Grand Total:	\$32,647.29

EXHIBIT F

EXHIBIT F

**COMPENSATION BY PROJECT CODE FOR
SERVICES RENDERED BY BUTZEL LONG FOR FOURTH
INTERIM PERIOD OF JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

PROJECT CODE	PROJECT DESCRIPTION	HOURS	AMOUNT (FEES + EXPENSES)
0001	General Advice	26.7	\$14,389.25
0005	Butzel Long Fee Applications and Monthly Budgets	58.4	\$21,784.58
0006	JPMorgan Avoidance Complaint	433.50	\$197,077.88
0007	General Motors Nova Scotia Finance Company	444.7	\$224,764.53
0008	Defending Fee Applications	11.7	\$5,028.55
0010	Monthly Fee Statements Less Adjustment ¹	19.8	\$6,990.00 (\$3,495.00)
TOTAL:		994.8	\$466,539.79

¹ BL has only requested 50% of fees incurred in connection with its preparation of monthly fee statements.

EXHIBIT G

BUTZEL LONG

ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No.

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473899

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	4.20	hours at	\$525.00	\$2,205.00
Barry N. Seidel	0.10	hours at	\$725.00	\$72.50
Total For Shareholder	4.30			\$2,277.50
Associate				
Katie L. Cooperman	13.40	hours at	\$395.00	\$5,293.00
Total For Associate	13.40			\$5,293.00
Paralegal II				
Frederick Capria	8.10	hours at	\$245.00	\$1,984.50
Total For Paralegal II	8.10			\$1,984.50

Disbursements	
Description	Total
Copies	\$203.60
Express Delivery Charges	\$82.32
Total Disbursements	\$285.92

Current Fees:	9,555.00
Current Disbursements:	285.92
Total Current Invoice:	9,840.92
Total Balance Due:	\$9,840.92

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/04/10	KLC	Begin draft of third interim fee application.	0.50
06/08/10	KLC	Office conference with Capria re: preparation of third interim fee application (0.1); correspondences with Capria re: same (0.2).	0.30
06/08/10	FJC	Meeting with K. Cooperman re upcoming fee application (.1); begin review of previous applications re needs for next round of text files to be sent to Bankruptcy Trustee (.7).	0.80
06/09/10	FJC	Review notes (0.2) and information (0.2) re requirements for upcoming submission of Third Interim Application for Compensation to Bankruptcy Trustee's office; compose e-mail memorandum to K. Cooperman re same (.4).	0.80
06/10/10	KLC	Coordinate preparation of ASCII submission in connection with third interim fee application.	0.20
06/11/10	E.F.	Review fee application response.	0.20
06/14/10	KLC	Draft July budget.	0.40
06/15/10	BNS	Review July budget letter.	0.10
06/15/10	KLC	Correspondence to fee examiner re: July budget.	0.10
06/16/10	E.F.	Review response letter to Fee Examiner (.3) e-mails from Cooperman regarding same (.1).	0.40
06/18/10	KLC	Draft third interim fee application.	2.00
06/21/10	KLC	Draft third interim fee application.	3.50

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RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/21/10	FJC	Begin review of text files to be submitted in connection with fee application (.2).	0.20
06/22/10	KLC	Revise third interim fee application.	3.00
06/22/10	FJC	Begin review of text files of invoices for submission in connection with Butzel Long fee application (2.5); e-mails with case team and accounting re: needs for additional information (.2).	2.70
06/23/10	FJC	Continue review of ASCII text files of invoices in preparation for electronic submission of same with Bankruptcy Trustee's Office in connection with fee application	2.90
06/24/10	FJC	Prepare list of issues connected with ASCII files to be submitted to bankruptcy trustee re fee application	0.40
06/25/10	KLC	Revise third interim fee application.	0.80
06/28/10	KLC	Revise third interim fee application.	2.10
06/29/10	E.F.	Prepare for and participate in court hearing concerning fee examiner's objections.	3.60
06/30/10	KLC	Telephone call to Capria re: third interim fee application (0.1); correspondence to Capria re: same (0.4).	0.50
06/30/10	FJC	Telephone conference with K. Cooperman re ASCII files to be submitted to Bankruptcy Trustee (0.1); revise (0.1) ASCII setup files and submit same to accounting for review (0.1).	0.30

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RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

PROFESSIONAL SERVICES

9,555.00

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July 23, 2010

Invoice No. 8473900

Account Number 000141216-0006

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

Shareholder				
Eric Fisher	12.10	hours at	\$525.00	\$6,352.50
Barry N. Seidel	3.40	hours at	\$725.00	\$2,465.00
Total For Shareholder	15.50			\$8,817.50
Associate				
Katie L. Cooperman	22.60	hours at	\$395.00	\$8,927.00
Total For Associate	22.60			\$8,927.00
Paralegal II				
Frederick Capria	7.20	hours at	\$245.00	\$1,764.00
Total For Paralegal II	7.20			\$1,764.00

Disbursements	
Description	Total
Copies	\$127.70
Computer Research	\$123.78
Total Disbursements	\$251.48

Current Fees:	19,508.50
Current Disbursements:	251.48
Total Current Invoice:	19,759.98
Total Balance Due:	\$19,759.98

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/02/10	KLC	Correspondence to Fisher re: briefing schedule.	0.10
06/03/10	E.F.	E-mail with Buonomo (New GM) regarding collateral values (.1); e-mail with Panarella regarding briefing schedule (.1).	0.20
06/03/10	KLC	Correspondences from N. Panarella (KDW) and Fisher re: briefing schedule.	0.10
06/04/10	E.F.	Conference with Seidel regarding summary judgment briefing schedule (.3).	0.30
06/04/10	BNS	Conference with E. Fisher regarding timing of summary judgment briefing schedule.	0.30
06/04/10	KLC	Correspondence from Daniel Yousif (Och-Ziff Capital Management Group) re term loan update (0.2); telephone call to D. Yousif re: same (0.1).	0.30
06/06/10	E.F.	E-mails with FTI regarding collateral value issues.	0.20
06/08/10	E.F.	E-mails with Panarella regarding briefing schedule for summary judgment.	0.20
06/08/10	KLC	Office conference with Capria re: motion for summary judgment (0.2); correspondences with Capria re: same (0.2).	0.40
06/08/10	FJC	Meeting with K. Cooperman re upcoming filing of Summary Judgment motion (.2); review exhibit images for redactions re: filing under seal (.5).	0.70
06/09/10	FJC	Review Judge Gerber's case management order in connection with filing of summary judgment	0.70

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		motion (.3); review images of exhibits to summary judgment motion (.1); compose detailed e-mail memorandum and send same to K. Cooperman re procedures to follow re filing of summary judgment motion (.3).	
06/10/10	E.F.	Review (0.3) and revise (0.6) summary judgment papers; correspondence with JPM's counsel regarding SJ schedule (.2).	1.10
06/11/10	E.F.	E-mail with Seidel and Cooperman regarding SJ schedule (.1); meet with Seidel and Cooperman regarding summary judgment(1.0); e-mail to Committee concerning briefing summary judgment (.2).	1.30
06/14/10	E.F.	Review summary judgment motion.	0.50
06/14/10	KLC	Update research in connection with summary judgment brief (0.5); meet Fisher re: same (1); revise same brief (2); revise statement of undisputed facts (1.2).	4.70
06/14/10	FJC	Compare hard copies of exhibits to summary judgment motion to images made of same.	1.00
06/15/10	E.F.	E-mails concerning summary judgment schedule (.2); review stipulation concerning same (.2); review (.2) and revise (.3) summary judgment motion.	0.90
06/15/10	KLC	Review proposed briefing schedule re: term loan litigation.	0.20
06/16/10	KLC	Review Green (.1), Gonshorek (.1), Perlowski (.1),	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		Duker (.1), Merjian (.1) and Gordon (.2) transcripts re: confidentiality.	
06/16/10	FJC	Cite check summary judgment brief (.4); forward corrections to K. Cooperman (.1).	0.50
06/17/10	E.F.	Revise summary judgment motion.	1.20
06/17/10	BNS	Review draft of summary judgment brief.	1.70
06/17/10	KLC	Revise summary judgment brief.	2.20
06/17/10	KLC	Draft summary of outstanding information request re: collateral valuation; correspondences to Fisher re: same.	0.50
06/18/10	E.F.	Review (.3) and revise (.6) summary judgment motion.	0.90
06/18/10	BNS	Revise summary judgment motion.	1.40
06/18/10	KLC	Revise brief re: summary judgment; correspondences to Seidel re: same.	0.50
06/18/10	FJC	Cite-check summary judgment brief.	0.70
06/21/10	FJC	Continue cite-checking of summary judgment brief (.8); forward edits to P. Dumas (.1).	0.90
06/22/10	E.F.	Review summary judgment motion	0.20
06/22/10	KLC	Draft chart re: document requests re: term loan collateral valuation (1.8); correspondences to and from J. Sharret (KLNF) re: same (0.2).	2.00
06/22/10	FJC	Pull and duplicate hard copies of exhibits to be filed under seal in connection with summary	0.30

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a professional corporation

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		judgment motion.	
06/23/10	E.F.	Revise summary judgment brief	0.90
06/24/10	E.F.	Review and revise summary judgment motion.	0.40
06/24/10	KLC	Revise motion for summary judgment.	1.70
06/24/10	FJC	Telephone call to K. Cooperman re exhibits to summary judgment motion (.1); burn CD with images of same (.2).	0.30
06/28/10	E.F.	Review Committee comments on summary judgment papers.	0.40
06/28/10	KLC	Correspondence from K. Martorana (GDC) re: comments to motion for summary judgment (0.2); revise motion for summary judgment (0.6).	0.80
06/29/10	E.F.	Review and revise summary judgment motion papers.	0.40
06/29/10	KLC	Draft notice of motion for summary judgment (0.8); correspondence to JPMorgan's counsel re: hearing date (0.1); revise motion for summary judgment (3).	3.90
06/30/10	E.F.	Review (.3) and revise (.9) summary judgment motion; meet with Cooperman and Capria regarding filing of same (.5); edits to statement of facts (.5) and memorandum of law (.8).	3.00
06/30/10	KLC	Office conference with Fisher and Capria re: summary judgment filings and revisions (.6); revise notice of motion (0.3); revise statement of facts (2.7); revise motion for summary judgment	4.50

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a professional corporation

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		(0.9).	
06/30/10	FJC	Office conferences with E. Fisher and K. Cooperman re filing of summary judgment papers (.6); review images of exhibits (.2); prepare all exhibits for reproduction and binding (.7); telephone call with vendor re same (.2); e-mails re: detailed instructions to vendor re same (.4).	2.10
PROFESSIONAL SERVICES			19,508.50

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a professional corporation

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July 23, 2010

Invoice No. 8473901

Account Number 000141216-0007

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	65.20	hours at	\$525.00	\$34,230.00
Robert Sidorsky	7.50	hours at	\$625.00	\$4,687.50
Barry N. Seidel	19.10	hours at	\$725.00	\$13,847.50
Total For Shareholder	91.80			\$52,765.00
Associate				
Maria Caceres-Boneau	24.30	hours at	\$325.00	\$7,897.50
Katie L. Cooperman	97.60	hours at	\$395.00	\$38,552.00
Total For Associate	121.90			\$46,449.50

Disbursements	
Description	Total
Copies	\$309.10
Computer Research	\$2,074.70
Conference Expenses	\$60.00
Travel Expenses	\$37.80
Total Disbursements	\$2,481.60

Current Fees:	99,214.50
Current Disbursements:	2,481.60
Total Current Invoice:	101,696.10
Total Balance Due:	\$101,696.10

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/01/10	RS	Office conference with E. Fisher regarding assumption (.2); office conference with K. Cooperman regarding draft complaint (.1).	0.30
06/01/10	E.F.	Conference with Sidorsky concerning assumption of Lock-Up Agreement (.2); conference with Cooperman regarding draft complaint (.2).	0.40
06/01/10	KLC	Further revisions to complaint (3.5); review Old GM's defense to NS Proceeding (1.2); prepare summary re: same (0.6); office conference with Sidorsky re: complaint (0.1).	5.40
06/02/10	RS	Office conference with K. Cooperman regarding draft complaint (.2); review revised draft adversary complaint (.9).	1.10
06/02/10	E.F.	Review and revise draft complaint (1.3); e-mails with Cooperman regarding same (.2).	1.50
06/02/10	KLC	Revise complaint (0.1); office conference with Sidorsky re: same (0.2).	0.30
06/03/10	RS	Office conference with K. Cooperman regarding draft complaint (.6); review draft complaint (.2).	0.80
06/03/10	E.F.	Review (.3) and revise (.6) draft complaint; discuss same with Cooperman (0.3).	1.20
06/03/10	KLC	Office conference with Sidorsky re: complaint (0.6); revise complaint per Sidorsky comments (2); discuss same with Fisher (0.3).	2.90
06/05/10	RS	Review (1.) and revise (1.2) draft complaint.	2.20

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/06/10	RS	Telephone conference with K. Cooperman regarding draft complaint (.2); review draft complaint (.4).	0.60
06/06/10	KLC	Telephone call with Sidorsky re: complaint (0.2); correspondence to Sidorsky re: same (0.2).	0.40
06/07/10	E.F.	Review (.9) and revise (2.8) draft complaint; conference with Cooperman regarding same (.3).	4.00
06/07/10	KLC	Office conference with Fisher re: Nova Scotia complaint (0.3); revise same complaint (0.8).	1.10
06/08/10	E.F.	Revisions to complaint (3.4); meet with Cooperman regarding same (.5).	3.90
06/08/10	BNS	Review Nova Scotia complaint.	1.80
06/08/10	KLC	Research defenses to 548 claims in connection with Nova Scotia complaint (0.7); office conference with Fisher re: complaint (0.5); research assumption matters (1); revise complaint (3.2); correspondence to Brosnick re: swap language in complaint (0.1); correspondences with Fisher re: complaint (0.2).	5.70
06/08/10	MCB	Email correspondence from Fisher re: standing research.	0.10
06/09/10	RS	Meeting with B. Seidel; E. Fisher and K. Cooperman regarding analysis of claims.	1.60
06/09/10	E.F.	Review results of legal research regarding standing issue (.9); revise complaint (2.5); meet with Seidel, Cooperman and Sidorsky regarding	11.60

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		revisions to complaint (1.3); draft memorandum to Committee regarding complaint (1.2); meet with Seidel and Cooperman re: complaint (4.5).	
06/09/10	BNS	Conference with E. Fisher and K. Cooperman and R. Sidorsky to review draft complaint (1.3); meet with E. Fisher and K. Cooperman (4.5).	5.80
06/09/10	KLC	Office conference with Fisher and Seidel re: complaint (4.5); office conference with Fisher, Seidel and Sidorsky re: same (1.3); telephone calls to Fisher re: same (0.3); review results of standing research (1.8); prepare summary of sale agreement's release of bankruptcy actions re: GM Canada (1.2); research litigation settlements re: antecedent debt (1.5); research choice of law re: complaint (2.6); revise complaint (2.4).	15.60
06/09/10	MCB	Research regarding the creditors' committee's derivative standing to bring a claim on behalf of the trustee or debtor-in-possession (5.1); shepardize cases re: standing (2); review dockets to find sample Motions for Derivative Standing (1.3).	8.40
06/10/10	RS	Review draft complaint.	0.20
06/10/10	E.F.	Participate in call with Committee to brief Committee about NS litigation (1.1); analyze standing issue (.6) and review results of legal research regarding same (.6).	2.30
06/10/10	BNS	Prepare for call with UCC regarding draft complaint (.2); participate on call with committee (1.1).	1.30

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/10/10	KLC	Telephone call to Fisher re: Canadian counsel (0.2); participate in Committee call regarding Nova Scotia matter with Fisher and Seidel (1.1); research assumption matters re: Nova Scotia (1.3).	2.60
06/11/10	E.F.	Conference with Seidel and Cooperman regarding NS complaint (1.0); e-mail with Macksoud (KLNF) regarding same (.1); e-mail with Cooperman and Seidel regarding same (.1).	1.20
06/11/10	BNS	Conference with Fisher and Cooperman re: complaint (1).	1.00
06/11/10	KLC	Conference with Fisher and Seidel re: complaint (1).	1.00
06/14/10	E.F.	Meet with Cooperman concerning assumption of contract defense (.5); e-mail with Swet regarding complaint (.2).	0.70
06/14/10	KLC	Office conference with Fisher re: assumption (0.5); review comments to complaint from Gibson Dunn (0.5).	1.00
06/15/10	RS	Office conference with K. Cooperman regarding motion for authorization to file avoidance action complaint.	0.20
06/15/10	E.F.	Confer with GDC concerning revisions to complaint (.4); conference with Cooperman concerning revisions to complaint (1); revise complaint (.2).	1.60
06/15/10	BNS	Review Gibson Dunn comments on Nova Scotia	0.60

BUTZEL LONG

ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No.

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

July 23, 2010

Account Number 000141216-0007

Invoice No. 8473901

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		draft complaint.	
06/15/10	KLC	Draft motion for standing to file complaint (4.5); office conference with Sidorsky re: same (0.2).	4.70
06/15/10	KLC	Office conference with Fisher re: GDC comments to complaint (1); telephone call with K. Martorana (GDC) re: same (0.4).	1.40
06/16/10	E.F.	Review (.1) and revise standing motion (.1); e- mails to Cooperman regarding same (.1); revise complaint (.5); e-mails with Macksoud (KLNf) regarding same (.1); e-mails with Cooperman regarding same (.1).	1.00
06/16/10	BNS	Telephone conference with J. Smolinsky (WGM) regarding STN stipulation (.4); correspondence to E. Fisher re: same (.2).	0.60
06/16/10	KLC	Revise motion for standing to file complaint (3.2); research re: 60b motion re: assumption (0.5); draft notice of standing motion (0.6).	4.30
06/16/10	MCB	Research standing issues.	0.20
06/17/10	E.F.	Revise complaint.	1.30
06/17/10	KLC	Correspondences to B. O'Neil and L. Macksoud (KLNf) re: nova scotia complaint research (0.4); prepare summary of same research (4.8).	5.20
06/17/10	MCB	Retrieve leading case discussing derivative standing.	0.20
06/18/10	E.F.	Revise complaint (2.5); e-mail (.1) and call (.1) with Brad O'Neil (KLNf) regarding same.	2.70

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/18/10	BNS	Review revised draft of adversary proceeding complaint vs. Nova Scotia bondholders (.5) and suggest revisions (.2).	0.70
06/18/10	KLC	Review (.4) and revise (1) complaint.	1.40
06/18/10	MCB	Review secondary source re: derivative standing (1.4); draft summary of the standard used to obtain derivative standing without consent (.3); email correspondence to E. Fisher and K. Cooperman regarding the standard for derivative standing without consent (.3); continue to research for cases on point (.7).	2.70
06/20/10	RS	Review draft motion to avoid bondholder's claims.	0.50
06/20/10	MCB	Research for cases regarding STN derivative standing in New York.	1.20
06/21/10	E.F.	Review (.2) and revise complaint (.2); e-mail with Weil regarding same (.1); e-mail with Kramer regarding same (.1); review research regarding 60(b) issue (.1).	0.70
06/21/10	KLC	Revise motion for standing re: nova scotia claims.	1.40
06/21/10	MCB	Research for cases regarding STN derivative standing in New York (4.7); email correspondence to E. Fisher and K. Cooperman regarding research (.3); review cases (2.3).	7.30
06/22/10	E.F.	Review assumption order (.4); meet with Cooperman regarding same and regarding 60b issues (.8); call with Weil and MLC concerning standing issues (.9); meet with Cooperman and	4.50

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		Seidel concerning standing and 60b issues based on call with Weil (1.6); call with Macksoud (KLNF) concerning 60b issues and deadlines (.4); follow-up email to Kramer concerning same (.4).	
06/22/10	BNS	Conference with K. Cooperman and E. Fisher regarding standing issues and Section 365 assumption issues (1.6); participate in call with WG&M (Smolinsky) and Alix (T. Stenger) regarding commencement of litigation (1.0).	2.60
06/22/10	KLC	Office conference with Fisher re: 60(b) and assumption issues (0.8); correspondence to KLNF re: same (0.1); review research re: same (3); telephone call with L. Macksoud (KLNF) re: same (0.4); telephone call with debtors' counsel re: objection strategy (1); office conference with Fisher and Seidel re: same (1.6); research standing stipulation (0.6).	7.50
06/22/10	MCB	Review cases (1.7); search the docket for motions (.6).	2.30
06/23/10	E.F.	Meet with Cooperman and Seidel re assumption strategy (.7); review and revise 2004 request (.7); draft and revise 60b stipulation (.5); review results of 60b research (1.0); draft and revise claims objection (1.1).	4.00
06/23/10	BNS	Conference with E. Fisher and K. Cooperman to discuss issues and strategy relating to assumption of lock-up agreement (.7); review draft of 60(b) stipulation (.4).	1.10
06/23/10	KLC	Revise 2004 chart re: nova scotia document	11.10

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		requests (0.4); correspondence to and telephone call with J. Sharret (KLNF) re: same (0.2); correspondence from Fisher re: same (0.1); draft stipulation re: standing (4); draft objection to deficiency claim (5.7); meet with Fisher and Seidel re: assumption and strategy (0.7).	
06/23/10	MCB	Search the docket for standing motions to use as samples.	1.90
06/24/10	E.F.	Participate in Committee call re: litigation strategy issues (2.1); call with FTI re: same (.3); call with Macksoud (KLNF) re: same and re: 2004 requests (.5); meet with Cooperman re: objection (.5); draft and revise objection (3.1) and 60b motion (.8); discuss with Seidel (0.3).	7.60
06/24/10	BNS	Consider strategy regarding claims objection and FRCP 60(b) (.4); discuss with E. Fisher (.3).	0.70
06/24/10	KLC	Telephone call with Committee (2.1); telephone call with KLNF re: 60(b) (0.5); telephone call with A. Phillips (FTI) re: objection (0.3); meet with Fisher re: objection (0.5); research standing and section 510 of the bankruptcy code (2.9).	6.30
06/25/10	E.F.	Call with Mayer (KLNF) re: same (.2); revise objection to claim (1.8).	2.00
06/25/10	KLC	Revise objection to deficiency claim and guarantee claim.	6.00
06/28/10	E.F.	Revise objection to claims (3.3); meet with Cooperman regarding same (.9); teleconf with Committee concerning 2004 requests (.9).	5.10

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/28/10	KLC	Office conference with Fisher re: objection (0.9); telephone call with FTI re: valuation (0.4); telephone call with all Committee members re: 2004 requests (0.9); revise objection (3.9); review case re: duplicative claims (1).	7.10
06/29/10	E.F.	Confer with Seidel regarding revisions to objection (.4); confer with Phillips (FTI) regarding analysis of economic impact of objection (.3); draft memo to Committee regarding objection (.7); confer with Cooperman regarding revisions to objection (.9); revise objection (2.5).	4.80
06/29/10	BNS	Review draft of objection to Nova Scotia claims (1.3); discuss with E. Fisher (.4).	1.70
06/29/10	KLC	Research regarding discovery in contested matters (.8); office conference with Fisher re: objection comments (0.9); revise objection (2.3).	4.00
06/30/10	E.F.	Review and revise objection (1.1); call with Macksoud (KLNF) regarding same (.3); meet with Cooperman regarding same (.9); calls with FTI regarding financial impact analysis (.8).	3.10
06/30/10	BNS	Review revised draft of Nova Scotia objection (.8); review FTI analysis of Nova Scotia strategy options (.4).	1.20
06/30/10	KLC	Telephone call with L. Macksoud (KLNF) re: valuation scenarios (0.3); discuss same with Fisher (0.9).	1.20

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July 23, 2010

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Invoice No. 8473901

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PROFESSIONAL SERVICES posted through June 30, 2010

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY
PROFESSIONAL SERVICES**

99,214.50

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a professional corporation

Tax I.D. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

July 23, 2010

Account Number 000141216-0008

Invoice No. 8473902

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010
RE: DEFENDING FEE APPLICATIONS

Professional Services				
Timekeeper				Total

Shareholder				
Eric Fisher	0.20	hours at	\$525.00	\$105.00
Barry N. Seidel	0.40	hours at	\$725.00	\$290.00
Total For Shareholder	0.60			\$395.00
Associate				
Katie L. Cooperman	9.60	hours at	\$395.00	\$3,792.00
Total For Associate	9.60			\$3,792.00
Paralegal II				
Frederick Capria	0.60	hours at	\$245.00	\$147.00
Total For Paralegal II	0.60			\$147.00

Disbursements	
Description	Total
Copies	\$68.60
Total Disbursements	\$68.60

Current Fees:	4,334.00
Current Disbursements:	68.60
Total Current Invoice:	4,402.60
Total Balance Due:	\$4,402.60

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ATTORNEYS AND COUNSELORS

a professional corporation

Tax LD. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
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July 23, 2010

Invoice No. 8473902

Account Number: 000141216-0008

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: DEFENDING FEE APPLICATIONS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/03/10	KLC	Draft reply to Fee Examiner's inquiry concerning second interim fee application.	2.30
06/04/10	E.F.	Review draft response to Fee Examiner's inquiry regarding second fee application. (.2).	0.20
06/04/10	KLC	Revise reply to Fee Examiner's inquiry re: second interim fee application.	1.90
06/11/10	KLC	Revise response to fee examiner's inquiry concerning second interim fee application; correspondence to C. Andres (GK) re: same.	0.50
06/15/10	KLC	Telephone call with J. Sharret (KLNF) re: fee examiner inquiry; correspondence from fee examiner re: draft objection; review same.	0.50
06/16/10	KLC	Review draft report re: second fee application (0.7); draft response to draft report (1); draft reply to report in anticipation of objection (1).	2.70
06/17/10	KLC	Correspondence to C. Andres (GK) re: draft objection to second fee application.	0.20
06/22/10	KLC	Revise reply to fee examiner's contemplated objection to second interim fee application.	1.20
06/23/10	BNS	Review (.2) and (.1) revise reply to fee examiner objection to BL 2nd Fee Application; and letter to Bankruptcy Judge Gerber (.1).	0.40
06/23/10	KLC	Revise reply to Fee Examiner's objection to second interim fee application.	0.30
06/23/10	FJC	Office conference with F. Oliver re submission of response to fee examiner's objections to second	0.10

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a professional corporation

Tax ID. No.:

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July 23, 2010

Account Number 000141216-0008

Invoice No. 8473902

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: DEFENDING FEE APPLICATIONS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		fee application.	
06/24/10	FJC	Coordinate filing of response to objection of fee examiner (.3); set up hand delivery of courtesy copy of same to Judge Gerber (.2).	0.50
PROFESSIONAL SERVICES			4,334.00

BUTZEL LONG

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a professional corporation

Tax ID. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473903

Account Number 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: MONTHLY FEE STATEMENTS

Professional Services				
Timekeeper				Total
Shareholder				
Barry N. Seidel	0.10	hours at	\$725.00	\$72.50
Total For Shareholder	0.10			\$72.50
Associate				
Katie L. Cooperman	4.90	hours at	\$395.00	\$1,935.50
Total For Associate	4.90			\$1,935.50
Paralegal II				
Frederick Capria	3.50	hours at	\$245.00	\$857.50
Total For Paralegal II	3.50			\$857.50

Current Fees:	2,865.50
Less 50% Fee Adjustment:	(1,432.75)
Current Disbursements:	0.00
Total Current Invoice:	1,432.75
Total Balance Due:	\$1,432.75

BUTZEL LONG

ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473903

Account Number: 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/07/10	KLC	Draft and revise May monthly statement (1.1), cover letter (.2) and enclosure (.4).	1.70
06/10/10	KLC	Review May invoices in connection with drafting May fee statement.	0.50
06/11/10	KLC	Revise May monthly statement, cover letter and enclosures.	0.50
06/12/10	KLC	Revise May monthly statement summary (1), cover letter (.1), enclosure (.2) and disbursements detail (.2).	1.50
06/18/10	FJC	Begin checking figures on monthly fees and disbursements submission.	1.70
06/21/10	FJC	Continue review of monthly fees and disbursements statement (1.7); forward same to K. Cooperman (.1).	1.80
06/25/10	KLC	Revise May monthly fee statement.	0.50
06/30/10	BNS	Review Butzel Long monthly fee statement (.1).	0.10
06/30/10	KLC	Correspondences to notice parties re: May monthly statement.	0.20

PROFESSIONAL SERVICES

2,865.50

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a professional corporation

Tax I.D. No.:

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T: 313 225 7000 F: 313 225 7080
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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

August 13, 2010

Account Number 000141216-0001

Invoice No. 8476081

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	2.50	hours at	\$525.00	\$1,312.50
Barry N. Seidel	0.80	hours at	\$725.00	\$580.00
Total For Shareholder	3.30			\$1,892.50
Associate				
Katie L. Cooperman	1.20	hours at	\$395.00	\$474.00
Total For Associate	1.20			\$474.00

Current Fees:	2,366.50
Current Disbursements:	0.00
Total Current Invoice:	2,366.50
Total Balance Due:	\$2,366.50

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a professional corporation

Tax I.D. No.

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

August 13, 2010

Account Number: 000141216-0001

Invoice No. 8476081

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL ADVICE

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/23/10	E.F.	Review draft plan (.7) and disclosure statement (.8); e-mail to Cooperman regarding same (.2).	1.70
07/27/10	KLC	Review plan and disclosure statement re: term loan litigation disclosure.	0.40
07/29/10	E.F.	Participate in Committee call concerning plan process.	0.80
07/29/10	BNS	Participate on committee call regarding plan and disclosure statement (impact on litigations and trusts) (.8).	0.80
07/29/10	KLC	Participate in Committee call re: plan and disclosure statement.	0.80
PROFESSIONAL SERVICES			2,366.50

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a professional corporation

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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

August 13, 2010

Account Number 000141216-0005

Invoice No. 8476082

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	0.50	hours at	\$525.00	\$262.50
Barry N. Seidel	1.30	hours at	\$725.00	\$942.50
Total For Shareholder	1.80			\$1,205.00

Associate

Katie L. Cooperman	14.10	hours at	\$395.00	\$5,569.50
Total For Associate	14.10			\$5,569.50

Paralegal II

Frederick Capria	4.80	hours at	\$245.00	\$1,176.00
Total For Paralegal II	4.80			\$1,176.00

Disbursements	
Description	Total
Copies	\$259.50
Express Delivery Charges	\$77.77
Total Disbursements	\$337.27

Current Fees:	7,950.50
Current Disbursements:	337.27
Total Current Invoice:	8,287.77
Total Balance Due:	\$8,287.77

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August 13, 2010

Invoice No. 8476082

Account Number: 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	BNS	Revise Butzel Long 3rd fee application.	0.40
07/01/10	KLC	Revise third interim fee application.	1.10
07/01/10	FJC	Review e-mails from accounting re ASCII setup files (.2); revise setup files and e-mail same to accounting with additional questions (.1); continue revisions of ASCII files (.9); convert Word version of fee application to ASCII files (.4) and assemble hard copy of fee application (.5); office conference with K. Cooperman re submission of fee application (.3); combine ASCII files of fee application in preparation for submission of same to Bankruptcy Trustee (.3).	2.70
07/02/10	KLC	Correspondences to notice parties re: draft third interim fee application (0.2); office conference with Capria re: same (0.3).	0.50
07/02/10	FJC	E-mail to accounting re revisions to ASCII setup files to be submitted to bankruptcy trustee (.1); complete revision to all ASCII files to be submitted (1.0); prepare e-mails to trustee re ASCII setup and invoice files (.4); complete conversion of fee application to ASCII text file (.2) and submit same to trustee via e-mail (.2).	1.90
07/07/10	E.F.	E-mails regarding interim fee applications.	0.30
07/09/10	BNS	Review Bankruptcy Judge Gerber decision regarding fee application.	0.60
07/09/10	FJC	E-mails with case team re submission of fee	0.10

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		application.	
07/12/10	FJC	E-mails with case team re upcoming submissions.	0.10
07/14/10	E.F.	Review e-mails regarding July 6th ruling and interim fee applications.	0.20
07/14/10	BNS	Review and revise budget for August 2010.	0.30
07/19/10	KLC	Read transcript from July 6 hearing in order to settle on allowed fees for second fee application (1.1); calculate 35% reduction in connection with ruling (1.8); correspondence to and from C. Andres (GK) re: same (0.1); correspondence to R. Brooks (WGM) re: same (0.1); telephone call with J. Sharret (KLNF) re: third interim fee application (0.2); review third fee application re: compliance with ruling (1.1).	4.40
07/20/10	KLC	Revise third interim fee application in connection with July 6 ruling on second fee application.	0.50
07/21/10	KLC	Correspondences from fee examiner re: second application (0.1); summarize calculations (1.6) and correspondence to fee examiner re: calculations in compliance with ruling on second interim fee application (.2); telephone calls with C. Andres (GK) re: same (0.2); telephone call with J. Sharret (KLNF) re: same (0.1).	2.20
07/27/10	KLC	Revise third interim fee application in accordance with July 6 ruling.	1.80
07/28/10	KLC	Revise third interim fee application re: monthly statement new matter.	0.40

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UNSECURED CREDITORS COMMITTEE OF
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August 13, 2010

Invoice No. 8476082

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/29/10	KLC	Revise third interim fee application in connection with Judge Gerber's July 6 ruling.	1.30
07/30/10	KLC	Revise third interim fee application in light of July 6 ruling (1.5); review July 6 ruling in connection with adjustments for third interim application (0.4).	1.90
PROFESSIONAL SERVICES			7,950.50

BUTZEL LONG

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a professional corporation

Tax I.D. No:

Suite 100 150 West Jefferson
 Detroit, Michigan 48226
 T: 313 225 7000 F: 313 225 7080
 www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
 GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476083

Account Number 000141216-0006

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	49.50	hours at	\$525.00	\$25,987.50
Barry N. Seidel	2.40	hours at	\$725.00	\$1,740.00
Total For Shareholder	51.90			\$27,727.50
Associate				
Maria Caceres-Boneau	6.30	hours at	\$325.00	\$2,047.50
Katie L. Cooperman	77.40	hours at	\$395.00	\$30,573.00
Total For Associate	83.70			\$32,620.50
Paralegal II				
Frederick Capria	9.00	hours at	\$245.00	\$2,205.00
Total For Paralegal II	9.00			\$2,205.00

Disbursements	
Description	Total
Copies	\$161.30
Computer Research	\$332.06
Third Party Vendor	\$380.63
Total Disbursements	\$873.99

Current Fees:	62,553.00
Current Disbursements:	873.99
Total Current Invoice:	63,426.99
Total Balance Due:	\$63,426.99

BUTZEL LONG

ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

August 13, 2010

Account Number: 000141216-0006

Invoice No. 8476083

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	E.F.	Conference call regarding term loan filings(.5); e-mails to Cooperman regarding same (.2).	0.70
07/01/10	E.F.	Review Motion for Partial Summary Judgment filings (.5); e-mail to Committee Members regarding same (.1).	0.60
07/01/10	KLC	Office conference with Capria re: motion for summary judgment (0.9); revise same (2.5); coordinate filing and service of same (0.5).	3.90
07/01/10	FJC	Set up exhibits for filing summary judgment motion (.3); telephone call with Judge Gerber's chambers deputy re procedure for filing (.2); research re summary judgment exhibits marked at depositions (.4); e-mail to case team re same (.1); intake hard copies of bound exhibits to Fisher declaration (.2); draft cover letter for Gerber courtesy copy of all summary judgment submissions (.2); office conference with Cooperman re: electronic filing of summary judgment motion (.9); forward images of filed documents and exhibits to Cooperman for service (.3).	2.60
07/02/10	FJC	Intake defendant's summary judgment motion papers.	0.20
07/06/10	E.F.	Analyze JPM's motion for summary judgment.	2.90
07/06/10	BNS	Analysis of JPM summary judgment papers.	1.70
07/06/10	FJC	Preparation and electronic filing of affidavit of service of summary judgment papers (.2); e-mail to EPIQ re same (.1).	0.30

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/08/10	E.F.	Review and analyze motion for SJ.	0.30
07/09/10	E.F.	Continue analysis of JPM summary judgment motion.	2.30
07/12/10	E.F.	Prepare outline of opposition brief.	2.20
07/13/10	E.F.	Analyze summary judgment motion (1.1) and analyze cases concerning authority to make UCC filings (1.1).	2.20
07/16/10	E.F.	Outline for arguments for opposition brief in connection with JPM summary judgment motion.	1.90
07/20/10	E.F.	Review cases for opposition to summary judgment.	0.60
07/21/10	E.F.	Prepare outline for opposition brief (.5); review legal research to be incorporated into opposition brief (.7).	1.20
07/21/10	KLC	Review JPMorgan's motion for summary judgment (3.2); prepare outline of same (0.6); research attorney actions and effect on client in litigation context (0.5); review article re: mistaken UCC filings (0.3).	4.60
07/22/10	BNS	Review article regarding agency (.2); conference call with FTI (and K. Cooperman) regarding update and status (.2).	0.40
07/22/10	KLC	Read (4.1) and distinguish (3.7) all cases cited by JPMorgan in summary judgment motion re: mistake, actual authority, apparent authority and ratification; office conference with Caceres re: mistake research (0.5); telephone call with FTI and Seidel re: update and status (0.2).	8.20

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/22/10	MCB	Meeting with K. Cooperman regarding research assignment (.5); research re: attorney mistake (1.1).	1.60
07/23/10	E.F.	Review results of research in connection with opposition to summary judgment motion.	0.50
07/23/10	KLC	Review (3.6) and distinguish (3.1) all cases cited by JPMorgan in motion for summary judgment re: fixture filings, waiver and constructive trust arguments.	6.70
07/24/10	KLC	Prepare summary of all cases distinguished in connection with opposition to JPMorgan's motion for summary judgment (3.8); revise outline of JPMorgan's motion for summary judgment re: same (1.9).	5.70
07/25/10	KLC	Revise outline of opposition to JPMorgan's motion for summary judgment.	1.30
07/26/10	E.F.	Meet with Cooperman concerning opposition brief research (1.5); meeting with Cooperman concerning counter-statement of undisputed facts (1.0); draft opposition brief (1.9).	4.40
07/26/10	KLC	Office conference with Fisher re: opposition brief (1.5); office conference with Fisher re: counter statement to JPMorgan's undisputed facts (1); review JPMorgan's undisputed facts (1.8); begin drafting counter statement to same (3.6); review Green (0.3) and Merjian transcripts re: same (0.3); discuss mistake research with Caceres (0.1).	8.60
07/26/10	MCB	Conversation with K. Cooperman regarding mistake research.	0.10

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/27/10	E.F.	Draft opposition brief (3.8); confer with Cooperman concerning results of legal research (.4).	4.20
07/27/10	BNS	Consider draft DS as it relates to description of JPM lawsuit and respond to K. Cooperman question.	0.30
07/27/10	KLC	Continue drafting counter statement to JPMorgan's undisputed facts (7.2); conference with Fisher re: research (0.4); review deposition transcripts re: same (2.1).	9.70
07/28/10	E.F.	Draft opposition brief in connection with JPM summary judgment motion (7.2); confer with Cooperman concerning 7056 counter-statement (.5).	7.70
07/28/10	KLC	Continue drafting counter statement of JPMorgan's undisputed facts (6.9); review JPMorgan brief and cases cited but not discussed (1.3); conference with Fisher re: counter statement (0.5); office conference with Capria re: statements not in dispute re: counter statement (0.5); review deposition transcripts re: additional testimony to dispute facts re: counter statement (1.1).	10.30
07/28/10	MCB	Review journal articles re: attorney mistake.	1.30
07/28/10	FJC	Office conference with K. Cooperman re review of summary judgment opposition papers (.5); begin review of Rule of Bankruptcy Procedure 7056-1 Counter-Statement (.9).	1.40
07/29/10	E.F.	Draft opposition to JPM summary judgment	6.80

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		motion (5.2); draft express (.7) and implied authority sections of memorandum of law (.9).	
07/29/10	KLC	Revise and confirm counter statement to JPMorgan's undisputed facts.	8.40
07/29/10	MCB	Continue review of mistake research.	2.30
07/29/10	FJC	Continue review of defendant's statement of undisputed material facts.	0.80
07/30/10	E.F.	Meet with Cooperman concerning legal research issues for opposition brief (.6); draft and revise brief in opposition to summary judgment (6.3).	6.90
07/30/10	KLC	Office conference with Fisher re: brief open issues (0.6); draft summary of open items for brief and supporting testimony (3.9); revise counter statement of material undisputed facts (1.7); office conference with Capria re: actual facts with no dispute (0.4).	6.60
07/30/10	MCB	Prepare summary of research re: mistake.	1.00
07/30/10	FJC	Office conference with K. Cooperman re defendant's statement of undisputed facts (.4); complete review of defendant's statement of undisputed facts in connection with their summary judgment motion (3.3).	3.70
07/31/10	E.F.	Draft brief in opposition to JPM's motion for summary judgment.	4.10
07/31/10	KLC	Revise counter statement to JPMorgan's undisputed facts.	3.40

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

PROFESSIONAL SERVICES

62,553.00

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UNSECURED CREDITORS COMMITTEE OF
 GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476084

Account Number 000141216-0007

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

Shareholder				
Christopher J. Nelson	6.70	hours at	\$350.00	\$2,345.00
Eric Fisher	4.50	hours at	\$525.00	\$2,362.50
Barry N. Seidel	6.40	hours at	\$725.00	\$4,640.00
Total For Shareholder	17.60			\$9,347.50

Associate				
Katie L. Cooperman	8.40	hours at	\$395.00	\$3,318.00
Total For Associate	8.40			\$3,318.00

Paralegal II				
Frederick Capria	0.90	hours at	\$245.00	\$220.50
Total For Paralegal II	0.90			\$220.50

Disbursements	
Description	Total
Copies	\$407.60
Computer Research	\$164.00
Express Delivery Charges	\$30.48
Messenger Fees	\$13.75
Travel Expenses	\$37.84
Total Disbursements	\$653.67

Current Fees:	12,886.00
Current Disbursements:	653.67
Total Current Invoice:	13,539.67
Total Balance Due:	\$13,539.67

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August 13, 2010

Account Number: 000141216-0007

Invoice No. 8476084

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	E.F.	E-mails with Martorana (GDC) regarding NS Objection (.2); E-mails to Cooperman and Seidel regarding swap agreement (.3).	0.50
07/01/10	BNS	Review FTI analysis of economics regarding various Nova Scotia strategies (.5); participate in telephone conference with WG&M (J. Smolinsky) and Alix Partners regarding Nova Scotia objection (.7).	1.20
07/01/10	BNS	Final review of Nova Scotia objection.	1.40
07/01/10	KLC	Review and revise notice (.9) and objection (3.3) to claims re: Nova Scotia.	4.20
07/02/10	KLC	Office conference with Capria re: filing (0.3); revise objection re: nova scotia (0.9).	1.20
07/02/10	FJC	Office conference with K. Cooperman re: filing of objection (.3); set up for delivery of courtesy copy of same to Judge Gerber (.2).	0.50
07/07/10	FJC	Prepare image of Affidavit of Service of Objection for filing (.1); electronically file Affidavit of Service (.2); forward Notice of Electronic Filing of same to EPIQ (.1).	0.40
07/08/10	E.F.	Review discovery issues in contested matters (.3); confer with Seidel regarding same (.2).	0.50
07/08/10	BNS	Discuss with E. Fisher strategy regarding discovery (.2); telephone conference with Bloomberg regarding Nova Scotia objection (.2).	0.40

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/14/10	E.F.	Review e-mails regarding Nova Scotia bond prices.	0.20
07/14/10	BNS	Review FTI report regarding Nova Scotia bond prices.	0.40
07/16/10	E.F.	Review 2004 draft motion seeking production of documents.	0.30
07/16/10	BNS	Review AP status report to assess impact of ongoing litigations.	0.20
07/18/10	E.F.	E-mail with Mitchell (Greenberg Traurig) regarding discovery schedule (.1); e-mail with Bae (Greenberg Traurig) regarding same (.1).	0.20
07/19/10	BNS	Review various cases on equitable subordination (.6); consider issues regarding upcoming discovery conference (.2).	0.80
07/20/10	E.F.	Prepare with Cooperman and Seidel for call with Bae (GT) concerning discovery schedule (.3); call with Bae regarding discovery schedule (.2); confer with Seidel and Cooperman regarding same (.4).	0.90
07/20/10	BNS	Consider recent cases (Rangers) in connection with objection to Nova Scotia claims.	0.40
07/20/10	BNS	Conference with Fisher and Cooperman to prepare for call with noteholders' counsel at Greenberg Traurig (.3); telephone conference with J. Bae (GT) regarding discovery schedule (.2); and follow up with Fisher and Cooperman regarding draft discussion requests and strategy	0.90

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		(.4).	
07/20/10	KLC	Review pleadings from Texas Ranger bankruptcy re: assumption as it relates to Nova Scotia objection (0.2); telephone call with Fisher, Seidel and Greenberg Traurig re: discovery (0.2); discuss same with Fisher and Seidel (0.4); prepare for same with Fisher and Seidel (0.3).	1.10
07/22/10	BNS	Conference call with FTI regarding update and status.	0.30
07/23/10	E.F.	Prepare discovery requests re: noteholders.	0.40
07/26/10	BNS	Review FTI report in connection with status of objection to claims filed by Nova Scotia bondholders.	0.40
07/28/10	CN	Preliminary review of objection to claims.	0.80
07/28/10	E.F.	E-mails with Greenberg Traurig regarding discovery schedule.	0.20
07/29/10	CN	Review (.4) and analyze (.8) Noteholder/Trustee claim information and objections thereto.	1.20
07/29/10	CN	Participate in strategy conference with E. Fisher and K. Cooperman re objection overview and discovery plan.	1.30
07/29/10	CN	Preliminary work on discovery requests.	0.60
07/29/10	E.F.	Confer with Cooperman and Nelson concerning discovery strategy with respect to Bondholders and GMNS trustee.	1.30

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/29/10	KLC	Review objection (0.2) and summarize discovery issues (0.3); telephone call with Nelson and Fisher re: discovery (1.3); correspondence to Nelson re: same (0.1).	1.90
07/31/10	CN	Draft discovery requests regarding Noteholders/Trustee claims.	2.80
PROFESSIONAL SERVICES			12,886.00

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August 13, 2010

Account Number 000141216-0008

Invoice No. 8476085

Professional Services				
Timekeeper				Total
Associate				
Katie L. Cooperman	0.90	hours at	\$395.00	\$355.50
Total For Associate	0.90			\$355.50

Disbursements	
Description	Total
Copies	\$256.70
Service Fees	\$13.75
Total Disbursements	\$270.45

Current Fees:	355.50
Current Disbursements:	270.45
Total Current Invoice:	625.95
Total Balance Due:	\$625.95

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August 13, 2010

Account Number: 000141216-0008

Invoice No. 8476085

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: DEFENDING FEE APPLICATIONS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/30/10	KLC	Correspondence to C. Andres (GK) re: back up documentation for third fee application; gather same documentation.	0.30
07/30/10	KLC	Correspondence from C. Andres (GK) re: expense documentation for third fee application; gather same documentation.	0.40
07/31/10	KLC	Review memorandum from fee examiner re: summary of courts rulings on first and second fee applications.	0.20
PROFESSIONAL SERVICES			355.50

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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476086

Account Number 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: MONTHLY FEE STATEMENTS

Professional Services	
Timekeeper	Total

Associate

Katie L. Cooperman

3.60 hours at \$395.00 \$1,422.00

Total For Associate

3.60 \$1,422.00

Current Fees:	1,422.00
Less 50% Fee Adjustment:	(711.00)
Current Disbursements:	0.00
Total Current Invoice:	711.00
Total Balance Due:	\$711.00

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UNSECURED CREDITORS COMMITTEE OF
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August 13, 2010

Account Number: 000141216-0010

Invoice No. 8476086

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/19/10	KLC	Revise June proformas in connection with preparation of June monthly statement.	1.00
07/23/10	KLC	Revise June invoices in preparation of monthly fee statement.	0.30
07/26/10	KLC	Draft June monthly statement.	0.90
07/27/10	KLC	Revise June monthly fee statement.	0.50
07/28/10	KLC	Revise June monthly fee statement.	0.70
07/29/10	KLC	Revise June monthly statement.	0.20
		PROFESSIONAL SERVICES	1,422.00

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UNSECURED CREDITORS COMMITTEE OF
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September 15, 2010

Account Number 000141216-0001

Invoice No. 8479763

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	2.20	hours at	\$525.00	\$1,155.00
Barry N. Seidel	4.50	hours at	\$725.00	\$3,262.50
Total For Shareholder	6.70			\$4,417.50
Associate				
Katie L. Cooperman	3.60	hours at	\$395.00	\$1,422.00
Total For Associate	3.60			\$1,422.00

Disbursements	
Description	Total
Travel Expenses	\$56.75
Total Disbursements	\$56.75

Current Fees:	5,839.50
Current Disbursements:	56.75
Total Current Invoice:	5,896.25
Total Balance Due:	\$5,896.25

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September 15, 2010

Account Number: 000141216-0001

Invoice No. 8479763

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL ADVICE

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/09/10	E.F.	Conference call with Committee regarding plan update (1.2); confer with Seidel and Cooperman regarding budget litigation trust (.3).	1.50
08/09/10	E.F.	Review Plan Projections in preparation for conference call with Committee.	0.30
08/09/10	BNS	Respond to T. Mayer (KLNf) request for budget for litigation trust (1.2); conference with E. Fisher regarding same (.3); attend part of committee meeting as it related to funding of litigation trust (.5).	2.00
08/09/10	KLC	Participate in Committee call re: plan update (1.2); confer with Seidel and Fisher re: trust budget (0.3).	1.50
08/13/10	E.F.	E-mail with O'Neill (KLNf) concerning New GM stock transfer pursuant to the final plan.	0.40
08/16/10	BNS	Attend committee meeting to discuss plan and budget.	1.10
08/16/10	KLC	Participate in Committee call re: plan issues.	1.10
08/23/10	BNS	Review materials regarding preparation for committee call.	0.40
08/23/10	BNS	Participate on committee call regarding discussion of JPMorgan litigation.	1.00
08/23/10	KLC	Participate in Committee Call re: plan issues and JPM litigation.	1.00

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL ADVICE

PROFESSIONAL SERVICES

5,839.50

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UNSECURED CREDITORS COMMITTEE OF
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September 15, 2010

Account Number 000141216-0005

Invoice No. 8479764

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total

Shareholder				
Barry N. Seidel	0.30	hours at	\$725.00	\$217.50
Total For Shareholder	0.30			\$217.50
Associate				
Katie L. Cooperman	1.90	hours at	\$395.00	\$750.50
Total For Associate	1.90			\$750.50
Paralegal II				
Michelle Martinez	1.00	hours at	\$150.00	\$150.00
Frederick Capria	8.40	hours at	\$245.00	\$2,058.00
Total For Paralegal II	9.40			\$2,208.00

Disbursements	
Description	Total
Copies	\$120.20
Express Delivery Charges	\$209.75
Total Disbursements	\$329.95

Current Fees:	3,176.00
Current Disbursements:	329.95
Total Current Invoice:	3,505.95
Total Balance Due:	\$3,505.95

BUTZEL LONG

ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
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www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

September 15, 2010

Account Number: 000141216-0005

Invoice No. 8479764

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/02/10	FJC	Review and revise ASCII files of invoices sent by accounting department in preparation for submission of fee application.	2.30
08/03/10	BNS	Review third interim fee application.	0.30
08/03/10	KLC	Correspondences to and from Capria re: third interim fee application.	0.30
08/04/10	KLC	Correspondences to and from Capria re: revisions to third interim fee application.	0.30
08/04/10	FJC	Merge revised ASCII files of invoiced charges into single file for submission to Bankruptcy Trustee and Fee Examiner (1.4); create ASCII, Acrobat (.pdf) images, and hard copy versions of Third Fee Application (2.5).	3.90
08/05/10	KLC	Telephone call to Capria re: filing third interim fee application; draft letter to BJ Gerber re: same; office conference with Capria re: same; correspondences to and from Capria re: same.	0.50
08/05/10	FJC	Meeting with M. Martinez re redacting assignment (.2); process redacted image of exhibit in preparation for electronic filing (.2); finalize all Acrobat (.pdf) images for electronic filing (.2); office conference with K. Cooperman re status of fee application electronic filing and submission to trustee (.1); revise and update ASCII files and Acrobat images (.6); transmit preliminary ASCII files to trustees office via e-mail (.3); electronically file fee application (.4); forward Acrobat images of filed fee application,	2.20

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		along with ASCII version of same, to trustees office via e-mail (.2).	
08/05/10	MM	Redact Butzel invoices (0.8); office conference with Capria re: same (0.2).	1.00
08/12/10	KLC	Draft September budget.	0.30
08/13/10	KLC	Revise September budget; correspondences with Seidel re: same; correspondence to fee examiner re: same.	0.20
08/23/10	KLC	Correspondence from Seidel re: third interim fee hearing; correspondences to and from J. Sharret (KLNf) re: same; correspondence to R. Brooks (WGM) re: same.	0.30
		PROFESSIONAL SERVICES	3,176.00

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

Shareholder				
Eric Fisher	69.70	hours at	\$525.00	\$36,592.50
Barry N. Seidel	15.40	hours at	\$725.00	\$11,165.00
Total For Shareholder	85.10			\$47,757.50

Associate				
Maria Caceres-Boneau	26.70	hours at	\$325.00	\$8,677.50
Katie L. Cooperman	101.60	hours at	\$395.00	\$40,132.00
Total For Associate	128.30			\$48,809.50

Paralegal II				
Frederick Capria	18.50	hours at	\$245.00	\$4,532.50
Total For Paralegal II	18.50			\$4,532.50

Disbursements	
Description	Total
Copies	\$782.80
Computer Research	\$5,423.34
Express Delivery Charges	\$25.83
Travel Expenses	\$114.20
Total Disbursements	\$6,346.17

Current Fees:	101,099.50
Current Disbursements:	6,346.17
Total Current Invoice:	107,445.67
Total Balance Due:	\$107,445.67

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08/01/10	E.F.	Revise opposition brief to incorporate additional research performed by Cooperman.	1.80
08/01/10	KLC	Revise counter-statement to JPMorgan's undisputed facts.	3.40
08/02/10	E.F.	Revise memorandum of law in opposition to summary judgment motion (8.8); meet with Cooperman concerning counter-statement of facts (1.6); revise brief based on comments and additional research from Cooperman and Seidel (1.1).	11.50
08/02/10	BNS	Review draft of reply brief regarding summary judgment motion (1.2) and suggest revisions (.6).	1.80
08/02/10	KLC	Revise counter-statement to JPMorgan's undisputed material facts in connection with opposition to summary judgment.	4.90
08/02/10	KLC	Revise memorandum in support of opposition to JPMorgan's motion for summary judgment (1.8); office conference with Fisher re: same (1.6); draft and revise declaration in support of same opposition (0.7); correspondence from Wilson re: fixtures (0.1).	4.20
08/02/10	FJC	Review summary judgment opposition brief.	0.30
08/03/10	E.F.	Review (1.2) and revise (1.7) counter-statement of undisputed facts; meet with Cooperman concerning 7056 statement (.4); e-mail to Committee regarding 7056 statement (.3); meet	5.80

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		with Seidel and Cooperman concerning revisions to memorandum of law (.6); revise memorandum of law to incorporate research regarding scope of authority issue [1.6].	
08/03/10	BNS	Analyze brief in reply to JPMorgan summary judgment motion (1.5); conference with E. Fisher and Cooperman regarding brief (.6).	2.10
08/03/10	KLC	Office conference with Fisher re: counter statement to JPMorgan's undisputed facts (.04); revise same counter-statement (2.4); office conference with Seidel and Fisher re: brief in opposition to JPMorgan's summary judgment motion (0.6); revise same brief re: agency restatement (0.8).	4.20
08/03/10	FJC	Cite-check brief re: opposition to SJ.	5.70
08/04/10	E.F.	Review (1.2) and revise opposition brief (1); review (1) and revise counter-statement of undisputed facts (1.3); e-mails with Cooperman regarding revisions to memorandum of law and counter-statement of undisputed facts (.2).	4.70
08/04/10	BNS	Review (1.2) and revise (.5) draft brief regarding summary judgment.	1.70
08/04/10	KLC	Revise brief opposing JPMorgan's motion for summary judgment (2.9); revise counter-statement to JPMorgan's undisputed facts re: same (3.4); correspondences to and from S. Garbato (EPIQ) re: service of same (0.3); correspondences to and from Capria re:	7.30

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		declaration exhibits re: same (0.3); correspondences to and from Fisher re: brief and counter-statement revisions (0.2); correspondence to Capria re: brief citations (0.2).	
08/04/10	FJC	Print out and process Acrobat (.pdf) images of exhibits to K. Cooperman declaration.	0.30
08/05/10	E.F.	Finalize opposition brief (2.3); finalize 7056 statement (1.1); review Cooperman declaration (.3); meet with Cooperman and Seidel regarding revisions to motion papers (.8); analyze brief filed by JPM in opposition to summary judgment (1.4); e-mail to Committee concerning same (.2); legal research concerning supplemental Duker affidavit (1.2).	7.30
08/05/10	BNS	Conference with E. Fisher and K. Cooperman to revise draft of brief regarding summary judgment motion (.8) ; review draft of counter statement of facts (.4) and provide K. Cooperman with revisions (.1).	1.30
08/05/10	KLC	Office conference with Fisher and Seidel re: opposition to JPMorgan's motion for summary judgment (0.8); revise brief re: same (1.8); revise declaration re: same (0.9); revise counter- statement re: same (2.2); retrieve standard termination statement from DE secretary of state (0.1); compare same to exhibit X (0.1); correspondences to and from Capria re: filing (0.3); correspondences to and from S. Garabato	7.20

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		(EPIQ) re: same (0.1); correspondence to J. Callagy (KDW) re: opposition papers (0.2); correspondence from S. Flanagan (KDW) re: JPMorgan opposition papers (0.1); review same (0.3); correspondences to and from Fisher re: same (0.3).	
08/05/10	FJC	Telephone calls to K. Cooperman re filing of summary judgment opposition papers (.2); prep Cooperman declaration for copying and binding (.1); additional review of brief re revised caselaw citations (.8); prep additional exhibit to Cooperman declaration (.1); update Cooperman declaration and revise copying and binding instructions (.2); review opposition brief table of contents and table of authorities and edit same (1.4); finalize all opposition papers for electronic filing and electronically file same (1.4).	4.20
08/06/10	E.F.	Review pre-motion letters concerning termination statement (.2); e-mails with Cooperman concerning same (.2).	0.40
08/06/10	E.F.	Teleconference with Seidel regarding JPM reply brief and strategy concerning supplemental Duker affidavit.	0.30
08/06/10	BNS	Telephone conference with E. Fisher regarding JPMorgan reply brief and strategy regarding supplemental Duker affidavit.	0.30
08/06/10	KLC	Review pre-motion letters re: JPMorgan's assertion re: termination statement;	0.50

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		correspondences to and from Fisher re: same.	
08/09/10	E.F.	Confer with Cooperman regarding JPM letters concerning pre-motion requests.	0.50
08/09/10	E.F.	Review data spreadsheets from Buonomo (New GM) relating to tooling and equipment.	0.30
08/09/10	E.F.	E-mails with Boneau regarding research in connection with reply brief.	0.10
08/09/10	KLC	Correspondence to and from S. Garabato (Epiq) re: service of opposition papers (0.1); review JPMorgan opposition papers (1.8); confer with Fisher re: same (0.5); prepare summary of JPMorgan's letters re: pre-motion request (0.2); review cases cited by JPMorgan in opposition to motion for summary judgment (1.3); meet with Boneau re: opposition research (0.4).	4.30
08/09/10	MCB	Meeting with K. Cooperman to discuss research assignments.	0.40
08/09/10	FJC	Prepare image and file affidavit of service of summary judgment opposition papers.	0.30
08/10/10	E.F.	Meet with Seidel regarding reply brief (.4); E-mails with Cooperman regarding legal research for reply brief in further support of summary judgment (.2).	0.60
08/10/10	BNS	Conference with E. Fisher regarding R. Duker supplemental affidavit and strategy and implications.	0.40

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08/11/10	E.F.	Legal research regarding lender diligence standard regarding UCC issues (0.7); conference with Seidel and Cooperman re: reply strategy (0.5).	1.20
08/11/10	BNS	Conference with E. Fisher and K. Cooperman to discuss status and strategy and reply brief.	0.50
08/11/10	KLC	Review secondary sources cited by JPMorgan in opposition to summary judgment motion (1.7); conference with Seidel and Fisher re: reply strategy (0.5); research policy re: revised Article 9 for reply to JPMorgan's opposition (0.9).	3.10
08/11/10	MCB	Research for cases setting forth the requirements of FRCP 56(f) (.4); research for cases in which the attorney's brief contradicts client's prior testimony (3.4); research for cases in which the opposition to summary judgment contradicts sworn testimony (3.1).	6.90
08/12/10	E.F.	Review outline of JP Morgan's opposition to motion for summary judgment (1.2).	1.20
08/12/10	KLC	Revise outline of JPMorgan's opposition to motion for summary judgment (3); office conference with Boneau re: mistake research (0.4); distinguish secondary sources cited by JPMorgan in its opposition (1.2).	4.60
08/12/10	MCB	Review cases re FRCP 56(f) affidavit (.6); review cases in which the motion papers contradict prior sworn testimony (1.7); meeting with K. Cooperman to discuss research results (.4);	7.60

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		research for cases in which the court grants FRCP 56(f) relief (.8); research the docket for sample forms related to FRCP 56(f) (.7); research for cases re: brief based on evidence in record (1.4); review cases granting FRCP 56(f) relief (.8); review cases re: brief based on evidence in record (1.2).	
08/13/10	E.F.	Review and revise outline for reply to JPMorgan's opposition to motion for summary judgment.	0.50
08/13/10	KLC	Draft and revise outline for reply to JPMorgan's opposition to motion for summary judgment (1.4); research re: oral modifications to written agreements (2.9); correspondences with Capria re: citations (0.1); research policy re: 2001 revisions to Uniform Commercial Code (3.1).	7.50
08/13/10	MCB	Draft summaries of cases re: memorandum of law and sworn testimony (1.8); draft summary of case re: memorandum of law and evidence on record (.8); review additional case re: memorandum of law must and evidence standards (.4); draft summaries of cases providing the requirements of a FRCP 56(f) affidavit (1.3); compile sample motion papers for K. Cooperman (.2); review article re: UCC termination dispute (.6); e-mail correspondence with K. Cooperman (.2); review the local rules re: motion made pursuant to FRCP 56(f) (.3).	5.60
08/13/10	FJC	Cite check article for K. Cooperman.	0.30

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08/14/10	KLC	Prepare summary of research re: modifications to written agreements (3.4); prepare summary of research re: revisions to Article 9 (2.4); correspondence to Fisher re: same (0.1).	5.90
08/15/10	KLC	Review results of research re: contradiction of sworn testimony (0.7); review Rule 56(f) research (0.4); review research re: duty to speak (0.6).	1.70
08/16/10	E.F.	Review results of research regarding 56(f) (.4), integration clause (1.3), and UCC amendments (.4); review secondary literature regarding UCC amendments (.5); draft reply brief in further support of summary judgment motion (1.6).	4.20
08/16/10	KLC	Office conference with Boneau re: research (0.4); research re: standard for disputed facts under local rules (2.4); research re: course of performance in secured transaction documents (2.2); correspondences with Capria re: citations (0.2); research re: signatory identity and public filings (0.4).	5.60
08/16/10	MCB	Meeting with K. Cooperman to discuss research (.4); research re: administrative agent liability (.6); review cases re same (.5).	1.50
08/16/10	FJC	Cite check K. Cooperman research memorandum re upcoming summary judgment motion reply papers (2.8); additional cite-checking of case law in connection with summary judgment reply papers (.8).	3.60

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08/17/10	E.F.	Draft reply brief in support of summary judgment motion (6.2); meet with Cooperman concerning results of factual and legal research to be incorporated into reply brief (1.2); teleconference with FTI, Seidel and Cooperman concerning valuation of Term Loan collateral (.8); conference with Cooperman and Seidel re: collateral (0.3).	8.50
08/17/10	BNS	Review materials supplied by FTI regarding collateral analysis (.4); conference with E. Fisher and K. Cooperman regarding same (.3); telephone conference with FTI regarding analysis and next steps (.8).	1.50
08/17/10	KLC	Office conference with Fisher re: JPMorgan reply (1.2); telephone call with Fisher, Seidel and FTI re: fixture valuation (0.8); confer with Fisher and Seidel re: same (0.3); research policy of rule 7056 (0.8); research modification of UCC contract cases (3.3); correspondence to Fisher re: Duker testimony (0.2); correspondences with J. Sharrett (KLNF) re: litigation proceeds (0.1); correspondences with Capria re: citations for JPMorgan reply (0.1); correspondence to Fisher and Seidel re: summary of 502(d) (0.3).	7.10
08/17/10	MCB	Review cases discussing administrative agent's liability (2.1); review cases discussing an indenture trustee's liability (1.0).	3.10
08/17/10	FJC	Cite check case law for K. Cooperman and	0.50

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		forward results of same via e-mail.	
08/18/10	E.F.	Teleconference with KLNf and Treasury regarding litigation proceeds (0.4); review and revise Reply to motion for summary judgment (4.5); review draft summary regarding 2001 UCC revisions (.8).	5.70
08/18/10	E.F.	Draft reply brief in support of summary judgment motion.	5.60
08/18/10	KLC	Telephone call with Fisher, KLNf and Treasury re: litigation proceeds (0.4); revise Reply to motion for summary judgment (5.8); correspondences with Capria re: citations for same (0.2); draft summary re: 2001 UCC revisions (1.5); revise summary re: contract modifications (0.3).	8.20
08/18/10	MCB	Review cases discussing indenture trustee's liability.	1.60
08/18/10	FJC	Office conference with P. Dumas re upcoming filing of reply papers (.1); cite check case law for K. Cooperman (.7).	0.80
08/19/10		Revise reply brief re: summary judgment motion (5.6); correspondences with FTI re: fixture filings (0.2); review JPMorgan summary judgment papers re: same (0.4); review same fixture filings (0.5); correspondences with Capria re: reply revisions (0.1).	6.80
08/19/10	FJC	Cite check and review pinpoint cites and quotations on draft reply brief and forward all	2.50

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		edits to K. Cooperman.	
08/20/10	E.F.	Revise reply brief (6.9); confer with Cooperman regarding revisions to reply brief (.4).	7.30
08/20/10	KLC	Research re: legal conclusions asserted as facts (0.6); revise JPMorgan reply brief (0.6); confer with Fisher re: same (0.4); correspondences with Fisher re: same (0.2).	1.80
08/22/10	BNS	Review JPM memo of law (1.8) and draft reply memo (.5).	2.30
08/23/10	BNS	Suggest revisions to reply brief.	1.10
08/23/10	KLC	Correspondences to and from K. Martarona (GDC) re: reply (0.4); revise reply per GDC revisions (1.2); correspondence from Seidel re: reply revisions (0.3); revise reply re: same (2).	3.90
08/24/10	BNS	Conference with K. Cooperman regarding revisions to reply brief.	0.30
08/24/10	KLC	Revise reply re: summary judgment motion (0.3); confer with Seidel re: same (0.3).	0.60
08/25/10	E.F.	Review final version of reply brief in connection with filing.	0.90
08/25/10	KLC	Revise reply in connection with summary judgment motion.	1.70
08/26/10	BNS	Final review of reply brief.	1.50
08/26/10	KLC	Finalize reply before filing (2.2); coordinate filing of reply (0.4); correspondence to and from EPIQ	4.70

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		re: service of reply (0.2); correspondence to Callagy (KDW) re: filed reply (0.1); correspondence to Committee re: same (0.1); correspondence from S. Flannagan (KDW) re: JPMorgan's reply (0.1); review same (1.5); correspondence to Committee re: same (0.1).	
08/27/10	KLC	Correspondences from J. Sharret (KLNF) and FTI re: fixture filing information.	0.20
08/30/10	E.F.	Confer with Cooperman regarding JPM reply brief and supplemental authority (.5); call with KLNF, Seidel, Cooperman and FTI regarding collateral valuation issues (.6).	1.10
08/30/10	BNS	Participate on conference call with FTI regarding fixtures and collateral valuation.	0.60
08/30/10	KLC	Review fixture correspondence from FTI in preparation for call (0.5); call with KLNF, FTI, Fisher and Seidel re: same (0.6); meet with Fisher re: reply and authority (0.5); correspondences with S. Garabato (EPIQ) re: service (0.1); correspondence from J. Santambrogio (FTI) re: fixture details (0.2).	1.90
08/31/10	E.F.	E-mail to Mayer (KLNF) regarding Term Loan Avoidance Action proceeds (.1); e-mail to Cooperman regarding same (.1).	0.20
08/31/10	KLC	Correspondence to T. Mayer (KLNF) re: term loan docket entry; correspondence to and from Fisher re: same; review same docket entry.	0.30

BUTZEL LONG
ATTORNEYS AND COUNSELORS

a professional corporation

Tax I.D. No.

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

September 15, 2010

Account Number 000141216-0006

Invoice No. 8479765

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

PROFESSIONAL SERVICES

101,099.50

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GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479766

Account Number 000141216-0007

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

Shareholder				
Christopher J. Nelson	12.20	hours at	\$350.00	\$4,270.00
Eric Fisher	15.80	hours at	\$525.00	\$8,295.00
Barry N. Seidel	12.10	hours at	\$725.00	\$8,772.50
Total For Shareholder	40.10			\$21,337.50
Associate				
Katie L. Cooperman	45.20	hours at	\$395.00	\$17,854.00
Total For Associate	45.20			\$17,854.00

Disbursements	
Description	Total
Copies	\$93.50
Computer Research	\$308.39
Travel Expenses	\$20.00
Total Disbursements	\$421.89

Current Fees:	39,191.50
Current Disbursements:	421.89
Total Current Invoice:	39,613.39
Total Balance Due:	\$39,613.39

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/03/10	CN	Further analysis of objections to claims by Green Hunt Wedlake and Noteholders.	0.80
08/03/10	CN	Draft discovery requests to Green Hunt Wedlake.	3.20
08/03/10	CN	Draft discovery requests to Old GM.	1.20
08/03/10	CN	Draft discovery requests to Noteholders.	1.00
08/03/10	E.F.	Review draft interrogatories and document requests to Green Hunt Wedlake.	0.40
08/04/10	CN	Further revise discovery requests to Old GM.	1.80
08/04/10	CN	Further revise discovery requests to Noteholders.	0.60
08/04/10	E.F.	Confer with Cooperman regarding objection to additional claims.	0.10
08/04/10	E.F.	Review document requests to Old GM regarding Nova Scotia objection.	0.50
08/04/10	KLC	Telephone call with FTI re: objection to additional claims (0.2); confer with Fisher re: same (0.1); correspondence from J. Santambrogio (FTI) re: spreadsheet of claims (0.1); review same spreadsheet (0.4); revise document requests to Old GM re: Nova Scotia objection (.9).	1.70
08/05/10	CN	Further revise discovery requests.	2.20
08/09/10	E.F.	Revise document requests to noteholders regarding objections (1.2); revise interrogatories to noteholders regarding same (.9).	2.10
08/09/10	KLC	Revise document requests to noteholders re: objection (2.4); revise interrogatories to	3.60

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		noteholders re: same (1.2).	
08/10/10	CN	Further revise initial written discovery requests.	0.40
08/10/10	E.F.	Review article regarding bondholder transaction (.2); review discovery requests (.5).	0.70
08/10/10	BNS	Send K. Cooperman email response regarding claims of individual bondholders and objection on grounds of duplication (.2); review article regarding lock-up agreement (.2).	0.40
08/10/10	KLC	Revise document requests to noteholders re: objection (3.6); revise interrogatories to noteholders re: same (2.2).	5.80
08/11/10	E.F.	Revise interrogatories (1.4) and document requests (1.7); confer with Cooperman regarding revisions to same (.7); confer with Seidel and Cooperman regarding case strategy and timing (.5).	4.30
08/11/10	BNS	Conference with E. Fisher and K. Cooperman to discuss discovery strategy.	0.50
08/11/10	KLC	Revise document requests to noteholders (1.6); revise interrogatories to noteholders (1.7); office conference with Fisher re: same (0.7); confer with Fisher and Seidel re: strategy (0.5).	4.50
08/12/10	CN	Analyze draft discovery (0.3); review of discovery regarding electronic documents/information (0.3).	0.60
08/12/10	E.F.	Review Greenberg Traurig's 2019 statement (.5); confer with Cooperman regarding discovery to	1.50

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		noteholders (.4); review draft document requests (0.3) and interrogatories to noteholders (.3).	
08/12/10	BNS	Review draft of discovery requests.	1.70
08/12/10	KLC	Review Greenberg Traurig's 2019 statement (0.3); office conference with Fisher re: discovery to Noteholders (0.4); revise documents requests and interrogatories to Noteholders (0.9); correspondence to Seidel, Fisher and Nelson re: same (0.1).	1.70
08/13/10	CN	Work on electronic discovery issues.	0.40
08/13/10	E.F.	E-mail with Cooperman regarding discovery to noteholders.	0.10
08/13/10	KLC	Correspondences with Fisher re: discovery to Noteholders; correspondence to Committee re: same for review.	0.10
08/16/10	E.F.	Call with Mayer (KLNf), Cadwalader, USAO and Seidel regarding GUC funding for litigation of objection.	1.10
08/16/10	BNS	Review materials distributed by FTI regarding budget and draft plan (1.3); participate on call with Treasury, Fisher and KLNf regarding GUC budget for, inter alia, Nova Scotia (1.1); follow up correspondence to E. Fisher re: same (.3).	2.70
08/17/10	E.F.	Meet with Seidel and Cooperman concerning revisions to discovery to noteholders.	1.00
08/17/10	BNS	Conference with E. Fisher, K. Cooperman regarding strategy on discovery and revisions to	1.00

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		document request (1.0).	
08/17/10	KLC	Meet with Fisher and Seidel re: discovery requests to Noteholders (1); correspondence to Committee re: same (0.1).	1.10
08/20/10	E.F.	E-mails with Greenberg Traurig regarding discovery schedule.	0.20
08/24/10	BNS	Conference with K. Cooperman regarding objections to Nova Scotia claims (.6); review Nova Scotia noteholders bar date motion (.4) and transcript of 11/20/09 hearing (.4).	1.40
08/24/10	KLC	Correspondences to and from J. Santambrogio (FTI) re: 14 nova scotia claims (0.3); brief review of same 14 claims and duplicates (4.1); telephone call with FTI and Alix re: same (0.3); review global claim filed by Greenberg (0.3); conference with Seidel re: same (0.6); review Greenberg motion and order re: global claim (0.2).	5.80
08/25/10	BNS	Consider strategy and approach re: individual noteholder claims.	0.60
08/25/10	BNS	Conference with K. Cooperman regarding Nova Scotia claims and preparation for 4p call with Alix, WG&M and FTI (.6); participate on 4p call regarding same (.8).	1.40
08/25/10	KLC	Prepare summary of claims and objections required (3.9); meet with Seidel re: same (0.6); telephone call with FTI, Alix, Seidel and Weil re: same (0.8).	5.30

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/26/10	BNS	Draft email to N. Mitchell (Greenberg) regarding global proof of claim.	0.90
08/26/10	KLC	Correspondences with Seidel and N. Mitchell (Greenberg Traurig) re: meeting (0.2); draft amended objection re: 14 claims (4.1).	4.30
08/27/10	KLC	Continue drafting amended objection re: 14 claims.	2.30
08/30/10	E.F.	Confer with Seidel and Cooperman concerning amendment to objection (.7); follow-up meeting with Cooperman regarding same (.3); review and revise objection and amendment thereto (.5).	1.50
08/30/10	BNS	Conference with E. Fisher and K. Cooperman regarding additional Nova Scotia objections (.7); correspondence to E. Fisher regarding strategy (.2).	0.90
08/30/10	KLC	Office conference with Fisher re: Nova Scotia objection (0.3); revise amended objection re: Fisher comments (3.6); office conference with Fisher and Seidel re: same (0.7); review research re: 502(d) and standing (2.2); review equitable subordination research re: same (1.3).	8.10
08/31/10	E.F.	Review e-mails regarding Nova Scotia claims (.1); e-mail to Mayer (KLNF) regarding Nova Scotia objections (.1); review draft of NS first amended objection (.3).	0.50
08/31/10	E.F.	Legal research in connection with standing issues.	1.80

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/31/10	BNS	Consider issues to be addressed at 9/1 meeting at Greenberg (.3) and prepare outline (.3).	0.60
08/31/10	KLC	Revise amended objection (0.8); correspondences to Seidel and Fisher re: same (0.1).	0.90
PROFESSIONAL SERVICES			39,191.50

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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

September 15, 2010

Account Number 000141216-0010

Invoice No. 8479767

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010
RE: MONTHLY FEE STATEMENTS

Professional Services				
Timekeeper				Total
Shareholder				
Barry N. Seidel	0.20	hours at	\$725.00	\$145.00
Total For Shareholder	0.20			\$145.00
Associate				
Katie L. Cooperman	2.40	hours at	\$395.00	\$948.00
Total For Associate	2.40			\$948.00

Current Fees:	1,093.00
Less 50% Fee Adjustment:	(546.50)
Current Disbursements:	0.00
Total Current Invoice:	546.50
Total Balance Due:	\$546.50

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a professional corporation

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UNSECURED CREDITORS COMMITTEE OF
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September 15, 2010

Account Number: 000141216-0010

Invoice No. 8479767

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/11/10	KLC	Revise July proformas in connection with July fee statement.	0.80
08/12/10	KLC	Correspondences with accounting re: July proformas.	0.10
08/18/10	KLC	Correspondences with Accounting re: July invoice revisions for July monthly statement (0.2); Draft July fee statement (1).	1.20
08/24/10	KLC	Revise July monthly fee statement.	0.30
08/26/10	BNS	Review monthly fee statement.	0.20
PROFESSIONAL SERVICES			1,093.00

BUTZEL LONG

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a professional corporation

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 Detroit, Michigan 48226
 T: 313 225 7000 F: 313 225 7080
 www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
 GENERAL MOTORS CORPORATION

October 8, 2010

Invoice No. 8480645

Account Number 000141216-0001

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	1.30	hours at	\$525.00	\$682.50
Barry N. Seidel	3.90	hours at	\$725.00	\$2,827.50
Total For Shareholder	5.20			\$3,510.00

Associate

Katie L. Cooperman	6.50	hours at	\$395.00	\$2,567.50
Total For Associate	6.50			\$2,567.50

Paralegal II

Frederick Capria	0.20	hours at	\$245.00	\$49.00
Total For Paralegal II	0.20			\$49.00

Current Fees:	\$6,126.50
Current Disbursements:	\$0.00
Total Current Invoice:	\$6,126.50
Total Balance Due:	\$6,126.50

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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

October 8, 2010

Account Number: 000141216-0001

Invoice No. 8480645

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL ADVICE

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/07/10	E.F.	Participate in Committee call concerning objection update.	0.70
09/07/10	BNS	Correspondence with E. Fisher regarding preparation for 3p conference call with Committee (.6); participate on conference call (.7); and follow up correspondence to E. Fisher and K. Cooperman (.6).	1.90
09/07/10	KLC	Participate in Committee call re: update.	0.70
09/07/10	FJC	Telephone call from individual creditor (.1); e-mail to case team re same (.1).	0.20
09/24/10	BNS	Review FTI update regarding budget for litigations.	0.50
09/28/10	KLC	Continue review of plan (1) and disclosure statement (0.7) re: reservation of post confirmation authority.	1.70
09/29/10	E.F.	Review Plan (.2) and Disclosure Statement (.2); review e-mail from Cooperman regarding same (.2).	0.60
09/29/10	BNS	Participate on committee call to discuss issues including DS objection and JPM lawsuit.	1.50
09/29/10	KLC	Participate in Committee call re: DS objection and JPM lawsuit (1.5); continue review of disclosure statement re: preservation of post confirmation authority (1.9); review debtors' schedules re: status of Nova Scotia claims in connection with disclosure statement (0.6).	4.10

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RE: GENERAL ADVICE

PROFESSIONAL SERVICES

\$6,126.50

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October 8, 2010

Account Number 0001 41216-0005

Invoice No. 8480646

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services			
Timekeeper			Total

Associate

Katie L. Cooperman

0.30 hours at \$395.00

\$118.50

Total For Associate

0.30

\$118.50

Disbursements	
Description	Total
Copies	\$31.00
Special Postal Charges	\$0.44
Total Disbursements	\$31.44

Current Fees:	\$118.50
Current Disbursements:	\$31.44
Total Current Invoice:	\$149.94
Total Balance Due:	\$149.94

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October 8, 2010

Account Number: 000141216-0005

Invoice No. 8480646

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/14/10	KLC	Draft October budget; correspondence to Seidel re: same.	0.20
09/15/10	KLC	Correspondence to Fee Examiner re: October budget.	0.10

PROFESSIONAL SERVICES

\$118.50

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October 8, 2010

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(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010
 RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	2.90	hours at	\$525.00	\$1,522.50
Barry N. Seidel	4.30	hours at	\$725.00	\$3,117.50
Total For Shareholder	7.20			\$4,640.00

Associate

Katie L. Cooperman	4.30	hours at	\$395.00	\$1,698.50
Total For Associate	4.30			\$1,698.50

Paralegal II

Frederick Capria	0.20	hours at	\$245.00	\$49.00
Total For Paralegal II	0.20			\$49.00

Disbursements	
Description	Total
Copies	\$34.00
Filing Fees	\$0.88
Service Fees	\$2.86
Meal Expense	\$20.00
Total Disbursements	\$57.74

Current Fees:	6,387.50
Current Disbursements:	57.74
Total Current Invoice:	6,445.24
Total Balance Due:	\$6,445.24

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/01/10	BNS	Correspondence to E. Fisher regarding adjournment of summary judgment hearing date (.2); and email with Weil regarding same (.2).	0.40
09/02/10	E.F.	E-mails with Karotkin and Smolinsky (Weil) regarding date for oral argument on summary judgment motion.	0.20
09/02/10	BNS	Review JPM reply brief (1); and Rule 7056 counter stipulation (.8); discuss issues with K. Cooperman (.3); attention to rescheduling summary judgment hearing (.1).	2.20
09/02/10	KLC	Telephone call from noteholder re: litigation status; telephone call from BJ Gerber chambers re: oral argument; discuss JPM issues with Seidel; correspondences to Callagy (KDW) re: same.	0.40
09/03/10	E.F.	E-mails concerning scheduling of oral argument on Summary Judgment Motion.	0.20
09/03/10	KLC	Telephone call to Callagy (KDW) re: oral argument; correspondence from Callagy re: same; correspondence to M. Meises (WGM) re: same; telephone call to H. Blum (chambers) re: same.	0.20
09/08/10	FJC	Telephone call with individual creditor re: JPM.	0.20
09/14/10	KLC	Correspondence from J. Sharret (KLNf) re: committee update re: treasury.	0.10
09/14/10	KLC	Telephone call with FTI and L. Buonomo (New	0.60

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RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		GM) re: term loan collateral valuation.	
09/21/10	E.F.	Telephone call with FTI and New GM regarding collateral valuation concerning term loan (0.5); follow-up call with Cooperman and FTI regarding same (0.2).	0.70
09/21/10	KLC	Telephone call with FTI and New GM re: collateral valuation re: term loan (0.5); follow up call with Fisher and FTI re: same (0.2).	0.70
09/22/10	KLC	Telephone call to and from D. Yousiff (Och-Ziff) re: term loan.	0.20
09/27/10	E.F.	Confer with Cooperman regarding collateral valuation issues.	0.20
09/27/10	BNS	Consider emails regarding status of informal discovery from New GM.	0.20
09/27/10	KLC	Telephone call with New GM and FTI re: collateral valuation; correspondences from A. Phillips (FTI) re: same; confer with Fisher re: same.	0.40
09/28/10	E.F.	E-mails with Macksoud (KLNF) concerning motion to enforce DIP order (.2); review (0.6) and comment upon draft motion to enforce DIP order (.3).	1.10
09/28/10	KLC	Calculate fees incurred per T. Mayer (KLNF) request re: motion to enforce DIP (0.3); correspondence from L. Macksoud (KLNF) re: same motion (0.1); review motion (0.4); confirm all interim fee applications were provided to Treasury re: same motion (0.3).	1.10

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ATTORNEYS AND COUNSELORS

a professional corporation

Tax ID. No

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

October 8, 2010

Account Number 000141216-0006

Invoice No. 8480647

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/29/10	E.F.	E-mails with Seidel and Cooperman regarding Kramer Levin draft motion.	0.50
09/29/10	BNS	Review draft of Kramer Levin motion to quiet title (0.9) and provide comments (0.3).	1.20
09/29/10	BNS	Telephone conference with T. Mayer (KLNF) regarding motion to quiet title.	0.30
09/29/10	KLC	Correspondence from L. Macksoud (KLNF) re: revised motion to enforce DIP (0.1); review same motion (0.2); correspondences to Fisher and Seidel re: mistake and authority issue re: same motion (0.1); review deposition exhibits re: same (0.2).	0.60
PROFESSIONAL SERVICES			6,387.50

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October 8, 2010

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	21.30	hours at	\$525.00	\$11,182.50
Robert Sidorsky	0.20	hours at	\$625.00	\$125.00
Barry N. Seidel	5.30	hours at	\$725.00	\$3,842.50
Total For Shareholder	26.80			\$15,150.00
Associate				
Laura E. Tedesco	6.00	hours at	\$215.00	\$1,290.00
Katie L. Cooperman	81.50	hours at	\$395.00	\$32,192.50
Total For Associate	87.50			\$33,482.50
Paralegal II				
Frederick Capria	4.50	hours at	\$245.00	\$1,102.50
Total For Paralegal II	4.50			\$1,102.50

Disbursements	
Description	Total
Copies	\$106.90
Special Postal Charges	\$6.24
Computer Research	\$3,425.07
Filing Fees	\$49.84
Professional Service-Other Counsel	\$16,532.32
Meal Expense	\$60.00
Total Disbursements	\$20,180.37

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Current Fees:	\$49,735.00
Current Disbursements:	\$20,180.37
Total Current Invoice:	\$69,915.37
Total Balance Due:	\$69,915.37

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October 8, 2010

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Invoice No. 8480648

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PROFESSIONAL SERVICES posted through September 30, 2010
RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/01/10	RS	Office conference with K. Cooperman regarding status.	0.20
09/01/10	E.F.	Meet with Cooperman to prepare for meeting with Zirinsky (GT) concerning NS objection (.5); e-mails with Mayer (KLNF) regarding status of NS proceeding (.3); review research concerning standing and assumption/assignment issues (.5); attend meeting with Zirinsky concerning discovery issues (1.6).	2.90
09/01/10	BNS	Review emails (0.2) and pleadings in preparation for meeting at Greenberg Traurig (.5); attend meeting at Greenberg Traurig (3p-4:30p) (1.6) with B. Zirinsky, et al.	2.30
09/01/10	BNS	Respond to Macksoud (KLNF) email regarding objection to NS noteholders' claim re: voting on plan.	0.30
09/01/10	KLC	Confer with Sidorsky re: status (0.2); meeting with Greenberg Traurig re: objection (1.6); prepare for same with Fisher (0.5); correspondence with J. Santambrogio (FTI) re: objections to claims (0.2); review objection re: meeting (0.6).	3.10
09/02/10	E.F.	Confer with Mayer (KLNF) regarding NS standing issues (.3); confer with Cooperman concerning legal research on standing issues (.4); correspondence to Seidel concerning NS standing issues (.3); review cases concerning 502(d) standing (.3).	1.30

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/02/10	KLC	Office conference with Fisher re: Nova Scotia objection and standing issues (0.4); research re: 502(d) in connection with avoidance (2.4); research committee standing in connection with equitable subordination (1.4).	4.00
09/03/10	E.F.	Review results of legal research regarding standing issues.	1.80
09/07/10	E.F.	Meet with Cooperman concerning analysis of standing issues (.7); analyze entitlement to sue issues raised by Greenberg (1.6).	2.30
09/07/10	KLC	Office conference with Fisher re: standing analysis (0.7); correspondence to Alix re: objections to Nova Scotia related claims (0.3); review master sale and purchase agreement to analyze claims sold to New GM (3.9).	4.90
09/08/10	KLC	Review research re: standing issues concerning 502(d) objection (3.8); prepare summary of research re: same (2.2); correspondences to Capria re: citations (0.2).	6.20
09/09/10	KLC	Revise analysis of master sale and purchase agreement re: claims sold to New GM in connection with objection strategy.	2.10
09/09/10	FJC	Cite check case law forwarded by K. Cooperman (1.0); correspondence to Cooperman with corrected cites (.1).	1.10
09/10/10	KLC	Telephone call to C. Nelson re: Nova Scotia update (0.1); further research re: 502(d)	6.80

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Ikpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		disallowance and committees (3.3); further research re: equitable subordination claim raised via objection (3.4).	
09/11/10	KLC	Draft summary of equitable subordination re: recommendation memo to Committee.	4.80
09/13/10	E.F.	Meet with Cooperman concerning memorandum to Committee regarding standing issues (.5); analyze cases and notes concerning results of research regarding same (2.6).	3.10
09/13/10	KLC	Office conference with Fisher re: memorandum and recommendation for Committee (0.5); correspondences with Capria re: citations for same summary (0.2); revise research summary re: 502(d) (0.7) and 510(c) (1.1); revise research summary re: flow of funds (3.2); revise research summary re: sale agreement analysis (1.4).	7.10
09/13/10	FJC	Cite check case law (1.7); correspondence re: same to K. Cooperman (.1).	1.80
09/14/10	KLC	Correspondences with Capria re: citations (0.2); begin drafting recommendation memo for committee (4.6).	4.80
09/14/10	FJC	Cite checking of case law (.5); correspondence re: same to K. Cooperman (.1).	0.60
09/15/10	KLC	Continue drafting recommendation memorandum to Committee (9.2); correspondences with Capria re: citations for same (0.2).	9.40

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/15/10	FJC	Cite check case law for K. Cooperman.	0.20
09/16/10	E.F.	Review and revise draft memorandum regarding 60(b) standard (1.0); review research regarding executory contracts (1.5); review and revise draft memorandum regarding same (.5).	3.00
09/16/10	KLC	Supplemental research re: 60(b) standard (3.6); draft summary re: same (2.1); research re: executory contracts (4.2); draft summary re: same (1.6); correspondences with Capria re: citations (0.1).	11.60
09/16/10	FJC	Cite check case law (0.6) and email same to K. Cooperman (0.2).	0.80
09/17/10	E.F.	Review plan issues regarding standing carve outs (.6); review research collapsing of transactions and avoidance (.5); review memorandum concerning Committee's standing to pursue objection (.9); confer with Cooperman and Seidel regarding same (.7).	2.70
09/17/10	BNS	Conference with E. Fisher and K. Cooperman regarding legal issues on waiver and preservation of claims in plan and DS.	0.70
09/17/10	KLC	Telephone call with L. Tedesco re: assumption research and avoidance provisions of code (0.3); correspondence to Tedesco re: same (0.1); research plan issues re: standing carve outs (2); discuss same with Seidel and Fisher (0.7);	4.20

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		research collapsing transactions and avoidance (1.1).	
09/17/10	LT	Telephone call with Cooperman regarding Research on Contract Assumption Defense under Bankruptcy law.	0.30
09/18/10	LT	Research regarding assumption as a bar to payments or obligations under the Code.	0.30
09/19/10	E.F.	Legal research concerning entitlement to sue issues.	0.60
09/19/10	KLC	Review research re: property of the estate.	0.60
09/19/10	LT	Further research regarding assumption as a bar to payments or obligations under the Code.	1.00
09/20/10	E.F.	Confer with Cooperman regarding case strategy issues.	0.40
09/20/10	BNS	Review memo draft regarding standing issues.	0.80
09/20/10	KLC	Further research re: escrowed funds (1.1); review cases re: collapsing transactions (1.2); correspondence to Tedesco re: same (0.1); begin analyzing 34 individual proofs of claim in connection with objecting (2.1); confer with Fisher re: case strategy (0.4).	4.90
09/20/10	LT	Research regarding assumption as a bar to payments under 548 and 549.	4.40
09/21/10	E.F.	Review draft recommendation memorandum (.4); e-mail to Cooperman regarding same (.1).	0.50

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/21/10	KLC	Continue research on property of the estate in connection with recommendation memorandum (2); continue research re: collapsing transactions re: same (1.1).	3.10
09/24/10	BNS	Consider issues regarding individual status and issues.	0.50
09/24/10	KLC	Analyze claims filed by beneficial bondholders re: Nova Scotia (1.9); telephone calls with D. Lockard (Alix) re: same (0.4); correspondence to Fisher and Seidel re: strategy.	2.60
09/27/10	E.F.	Revise memorandums regarding standing issues (.7); confer with Cooperman regarding same (.2).	0.90
09/27/10	KLC	Continue analysis re: potential objection to individual claims filed by beneficial bondholders of Nova Scotia Finance (0.4); confer with Fisher re: memo (0.2).	0.60
09/28/10	E.F.	Review results of research (0.9) and incorporate into memorandum to Committee concerning standing issues (0.6).	1.50
09/29/10	E.F.	E-mails with Canadian firm concerning Unlimited Liability Company Act and insolvency expertise.	0.30
09/29/10	BNS	Conference with K. Cooperman regarding plan treatment of NS bondholder claims.	0.70
09/29/10	KLC	Confer with Seidel re: plan treatment re: Nova Scotia (0.7).	0.70

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

PROFESSIONAL SERVICES

\$49,735.00

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a professional corporation

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UNSECURED CREDITORS COMMITTEE OF
GENERAL MOTORS CORPORATION

October 8, 2010

Account Number 000141216-0010

Invoice No. 8480649

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: MONTHLY FEE STATEMENTS

Professional Services				
Timekeeper				Total
Associate				
Katie L. Cooperman	2.40	hours at	\$395.00	\$948.00
Total For Associate	2.40			\$948.00
Paralegal II				
Frederick Capria	2.70	hours at	\$245.00	\$661.50
Total For Paralegal II	2.70			\$661.50

Current Fees:	\$1,609.50
Less 50% Fee Adjustment:	\$(804.75)
Current Disbursements:	\$0.00
Total Current Invoice:	\$804.75
Total Balance Due:	\$804.75

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a professional corporation

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October 8, 2010

Account Number: 000141216-0010

Invoice No. 8480649

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/13/10	KLC	Revise August proformas in connection with August fee statement.	1.00
09/22/10	KLC	Draft August fee statement.	1.10
09/23/10	KLC	Revise invoices re: August Fee statement.	0.10
09/24/10	KLC	Revise August fee statement.	0.20
09/28/10	FJC	Begin review of August monthly fee statement by checking charges and totals.	1.50
09/29/10	FJC	Complete review of monthly fee statement.	1.20
PROFESSIONAL SERVICES			\$1,609.50