

WEITZ & LUXENBERG, P.C.
700 Broadway
New York, NY 10003
Tel: 212-558-5500
Fax: 212-344-5461

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

-----X
In re: : Chapter 11
: :
: :
MOTORS LIQUIDATION COMPANY, f/k/a : Case No. 09-50026 (REG)
General Motors Corporation, :
: (Jointly Administered)
: :
Debtor, :
-----X

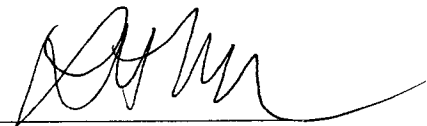
**NOTICE OF WITHDRAWAL OF PROOFS OF CLAIMS LISTED ON ATTACHED
EXHIBIT A BY WEITZ & LUXENBERG**

PLEASE TAKE NOTICE, that on November 10, 2010, Weitz & Luxenberg filed the proof of claims listed on the attached Exhibit A in the bankruptcy case of *In re Motors Liquidation Company, f/k/a General Motors Corporation*, Case No. 09-50026

PLEASE TAKE FURTHER NOTICE that claimants hereby withdraw Proofs of Claims listed on the attached Exhibit A, true copies of which are annexed hereto.

Date: New York, New York
November 10, 2010

Weitz & Luxenberg, P.C.

By: 

Lisa Nathanson Busch, Esq.
Weitz & Luxenberg, P.C.
700 Broadway
New York, NY 10003

LAW OFFICES
OF
WEITZ
&
LUXENBERG, P.C.
700 BROADWAY
NEW YORK, N.Y. 10003

FILED
U.S. BANKRUPTCY COURT
2010 NOV 10 P 3:08
S.D. N.Y.

EXHIBIT A

Name	POC Number
AGEE, DAVID M.	59447
ALBANO, JACK	59144
ALBINO, JOSEPH J. (Dec.)	59143
ALLEN, GERALD ELMONT (Dec.)	48625
ALLEN, GERALD ELMONT (Dec.)	67008
ALMONTASER, SALEH A.	59142
ANTOLINO, ANTONIO	59138
BALZANO, JACK	59133
BARRY, JAMES (Dec.)	59130
BASS, ROBERT	59129
BATES SR., LEONARD CHARLES	60306
BAULDREE, LARRY VOLLEY	48138
BAULDREE, LARRY VOLLEY	66185
BEARDEN, HENRY EVERETT (Dec.)	59442
BERKO, MICHAEL S. (Dec.)	59125
BERNARD, FREDERICK A. (Dec.)	59124
BERNSTEIN, SHELDON (Dec.)	59123
BERTONE, DOMINIC (Dec.)	59122
BICCU SR., ORLEY WILLIAM	59120
BIGLER, GARY J. (Dec.)	59119
BILGORAY, REUVEN	59118
BISE SR, HARRY F.	59116
BORSELLA, JOSEPH	59111
BOWMAN, FRANCIS J.	59109
BRADFORD, MICHAEL T.	59108
BRAMLETTE, MAYLON (Dec.)	59107
BROOKS, EDWARD W.	59103
BRUMBELOW, JAMES H. (Dec.)	59428
BRUNDAGE, LEWIS	59101
BURSEY, LEE ALLEN (Dec.)	59427
CAIXEIRO, JOHN (Dec.)	59096
CAMBONI, JOHN A. (Dec.)	59093
CAMPBELL, LOUIS (Dec.)	59092
CAMPBELL, WILLIAM A.	59091
CARONE, MOLLY (Dec.)	59359
CARR, JANET A. (Dec.)	59358
CASSARA, JACOB J.	59043
CAVA, WILLIAM (Dec.)	59040
CAWEIN, GLENN W.	59039
CEGLIO, MARVIN J.	59038
CERRATO, ANTHONY J.	59037
CERRONE, CHARLES	59036
CERUZZI, ALEX	59035
CERVI, ROMEO	59034
CERVONI SR., CHARLES L.	
CHAPMAN, JAY K.	59031
CHASE, JOHN	59239
CHERRY, JAMES R. (Dec.)	59237
CHIERA, RALPH	59235
CIPRIANI, DOMINICK V.	59231
CLABEAUX SR., RONALD G.	59229
CLEARWATER, EDWARD V. (Dec.)	59227
COELHO, NICHOLAS (Dec.)	59226
COHEN, ALBERT J. (Dec.)	59225
COHEN, MICHAEL D. (Dec.)	59224
COLANGELO, DANIEL W. (Dec.)	59223
COLLATT, WALTER EUGENE	60179
COLON, PETER	67067
CONSTANTINO, CHARLES J. (Dec.)	59220
CONWAY, DENNIS	59219
COOK JR., HENRY J.	59218
COOMBS, CHESTER (Dec.)	59217
COPPOLA, FRANK J. (Dec.)	59215
CORALLO, SALVATORE	59213
CORRIGAN, DANIEL JAMES	59211
COTTON JR., LESLIE LEE	60176
COVERT, ROBERT F. (Dec.)	59508
COX, ANTHONY D.	59507
CRAWFORD, ROBERT (Dec.)	59504
CRAWLEY, JAMES M. (Dec.)	59503

Name	POC Number
CREWS, GEORGE	59502
CUCUZZO, JOSEPH T.	59499
CUNDARI, JOSEPH	59498
CUOCO, ANGELO (Dec.)	59497
CURRIER, JOSEPH ROBERT	59495
CZEREPKOWSKI, LEO J.	59493
D'ALBIS, VINCENZO	59492
DANKENBRINK, ANDREW (Dec.)	59489
DEBELLO, AMERIGO (Dec.)	59481
DECARVALHO, FRANCISCO	59480
DECIBUS, EDWARD (Dec.)	59599
DECRESCENZO, JOSEPH	59484
DELPERCIO, ANTHONY (Dec.)	59596
DEMERI, ANGELO (Dec.)	59591
DEMPSEY, JOHN F. (Dec.)	59590
DIBIASI, JOHN	59582
DICALOGERO, JOHN (Dec.)	59581
DILEO, PETER F. (Dec.)	59579
DITERLIZZI, DOMINICK	59577
DOAN, GARY L.	59474
DONNELLY, WILLIAM J. (Dec.)	59576
DORRIS, GEORGE W. (Dec.)	59473
DORRIS, GLORIA JEAN	60170
DUFFY, FRANK (Dec.)	60979
DUNCAN, RUTH M. (Dec.)	60978
DURANTE, JOHN V. (Dec.)	60090
EICHNER, WILLIAM A. (Dec.)	60095
EIGENBERG, CECIL (Dec.)	60112
ELLISON, WILLIAM LEON	60169
ELSNER, HAROLD F. (Dec.)	60111
ENDELMANN, GEORGE	60110
EPPS, ROBERT EARL	59471
ERMER, FRANCES JACLYN (Dec.)	48102
ERMER, FRANCES JACLYN (Dec.)	66527
ERMER, JAMES H. (Dec.)	48103
ERMER, JAMES H. (Dec.)	66526
FAIRRISS, SAM T.	59470
FATIBENE, LEONARDO	60106
FERER, RONALD M.	60104
FERRARA, ANTHONY T.	60103
FERTIK, RICHARD	60100
FINN, THOMAS	45373
FITZGERALD, DIANE (Dec.)	58488
FLYNN, CHARLES	58335
FLYNN, HUGH	58336
FOGLER, VICTOR ALAN	59468
FOLEY, EDWARD W. (Dec.)	58334
FORD, DONALD (Dec.)	58332
FORSHAY, SAMUEL (Dec.)	39308
FOWLER, DOUGLAS RAYMOND (Dec.)	58486
FRANKLIN, WILLIAM T.	58485
FREELAND, EDWARD C. (Dec.)	58483
FREEMAN, HELEN B.	59467
FREUND, CHARLES GEORGE (Dec.)	58481
FROST, OLIVER H. (Dec.)	58480
FURLOUGH, HUSKIN	59463
FUSCO, ANDREW	48080
FUSCO, ANDREW	66471
GALANO, CRESCENZO (Dec.)	60449
GALLETTO, GABRIEL R.	58479
GALLIS, ISIDORE (Dec.)	58478
GAUDIO, TIMOTHY W.	58475
GINZIG, STANLEY (Dec.)	58467
GLASER, JEROME (Dec.)	58464
GOICHMAN, ED	58462
GOLDSMITH, GERALD	58461
GONZALEZ, DAVID (Dec.)	58460
GORDON, DAVID T.	58459
GRASSI, LUIGI (Dec.)	58456
GRAVES, TROY C.	60166

Name	POC Number
GRECO, LUIGI	58454
GREEN, DORIS LORETTA	59457
GREENE, BERTRAND F.	58453
GRGAS, ANTE	58450
GRGAS, JOSEPH S. (Dec.)	58451
GROLICH, RUDY E.	58447
HAHL, HENRY C. (Dec.)	60446
HARDEN, DALE WINFORD	59452
HARDIN JR., THOMAS E.	59451
HARRIGAN, THOMAS F. (Dec.)	58433
HARRIS, PERRY A.	58431
HARRIS, SHANNON (Dec.)	58432
HAUGH, ANTHONY	58428
HENDERSON, JAMES EARL	59405
HENDRICK, CLAUDINE (Dec.)	59174
HERRING, STACEY R. (Dec.)	59172
HEYD, PETER H. (Dec.)	59171
HILBORN, JAMES LEE	67242
HILL, DONALD H. (Dec.)	59406
HILL, JAMES L. (Dec.)	59170
HOCKETT, KENNETH E. (Dec.)	59167
HUDSON, BRUCE A.	
HUGHES, JOSEPH J.	59164
HUMDY, GUY A.	59418
IOIMO, RICHARD	59160
JAMES, ROOSEVELT	59417
JANES, ERICH K.	59158
JENNINGS, MICHAEL	59155
JOCKO, HENRY F. (Dec.)	59154
JOHANSEN, GEORGE L. (Dec.)	59153
JOHNSON, HANFORD ROBERT (Dec.)	59059
JOHNSON, MERLE E. (Dec.)	59150
JOHNSON, NATHANIEL	
JONES, JOHNNY PERRY	59410
JOSEPH, SIDNEY (Dec.)	59058
KAEHLER, ROBERT K.	59055
KANE, SAM	59053
KAYE, WILLIAM (Dec.)	59051
KAZAKWIC, CHARLES (Dec.)	59050
KELLEHER, JAMES F. (Dec.)	48224
KELLEHER, JAMES F. (Dec.)	66537
KENNEDY, WILLIAM (Dec.)	59339
KIBURZ, EDWARD C.	59338
KILCULLEN, CHARLES	59337
KING JR., FRANK	48211
KING JR., FRANK	66548
KLEIS, ROGER C.	59335
KOESTER, RONALD G.	59334
KONOPKA, THEODORE	59333
KREBS, JOSEPH (Dec.)	59332
LACHAPELLE, ARTHUR	58786
LAGUARDIA, HUGO (Dec.)	48289
LAGUARDIA, HUGO (Dec.)	66960
LANCTOT, GEORGE	58781
LANGE, LAUTARO G. (Dec.)	58780
LARE, WALTER E. (Dec.)	58777
LASHER, AARON JAY (Dec.)	58776
LASHER, LLOYD T.	58775
LATELLA SR., FRANK A.	58773
LAURENT, RAYMOND (Dec.)	58772
LAYROCK, HAYNES KEITH	60160
LAZZARA, ANTHONY	58771
LEAHY, DONALD M. (Dec.)	58770
LEGRICE, MARIE (Dec.)	58768
LEONARD, JAMES K.	58766
LEPPERT, EVERETT C. (Dec.)	58764
LEWANDOSKI, ROBERT F. (Dec.)	58763
LISIKATOS SR., GEORGE W.	58425
LITTLE, JAMES (Dec.)	58424
LIVINGSTON, RONALD (Dec.)	58423

Name	POC Number
LONGO, JOSEPH (Dec.)	58418
LORE, JOSEPH	58416
LOVE, BOBBIE JEAN	59396
LOVELACE, LINDA FAYE (Dec.)	59395
LUCIANO, PRIMITIVO	48274
LUCIANO, PRIMITIVO	66903
LUSSIER, RONALD F.	58412
MACDONALD, KENNETH J.	58410
MADDOX JR., ALFRED	58406
MARTIN, DONNY CARROLL	60156
MARTIN, EMMITT JAMES	59392
MARTIN, WALTER ABLE	59393
MAY, ROBERT	58703
MC ALLISTER, JEFFERY J.	58700
MC COOEY, CHARLES L. (Dec.)	60115
MC CULLOUGH, JAMES J.	60113
MCCARTHY, JAMES	60116
MCCLANE, BOYCE P.	59391
MCGEE, GEORGE (Dec.)	58729
MESTRES, PEPE (Dec.)	58719
MINOR, LAWRENCE	58711
MONDELLO, ROCCO	58707
MONGONI, CARMINE	58759
MULVEY, WILLIAM P.	58753
MUNOZ, BENJAMIN	59384
MURTAGH SR., JAMES	58748
MYERS, PATRICK	58746
NEILSON, GUNNAR	58743
NEIST, JAMES F. (Dec.)	58742
O'CONNOR, DENNIS J.	59355
OLIVE, GENE W.	59353
ORLANDO, ANTHONY J.	59351
OTTEN, REINHARD (Dec.)	59349
PAIGE, GEORGE W.	59347
PALMIETTO, ALFONSO	59345
PAOLERCIO JR., HARRY	59344
PAPSON, JOHN A.	59343
PAQUIN, RONALD LEON (Dec.)	59342
PARKS, WILLIE R.	59378
PATE, GLENN JUNIOR	59377
PEDOTO, EUGENE	58531
PEDOTO, JAMES (Dec.)	58530
PENCOLA, CHARLES	58529
PETERS, VOLKERT J.	58523
PEYTON, BRIAN	58519
PINCKNEY, JESSE (Dec.)	58516
PISANO, ALBERT	58515
PLAUS, DAVID	58512
PLUMER, GEORGE (Dec.)	58510
PORCELLA, JOHN Q. (Dec.)	58508
PORPER, ROBERT B. (Dec.)	58507
PRZEPIORA, DANIEL A.	58506
QUAGLIA, MODESTINO (Dec.)	58503
REIMONDO, JOHN JAMES	48527
REIMONDO, JOHN JAMES	66849
REINA, JOHN (Dec.)	58497
RESINO, SAL (Dec.)	58495
RETAN, PHILLIP A. (Dec.)	58493
REYNOLDS, HENRY E.	58492
RIZZO, FRANK A. (Dec.)	58849
ROBERTS, FRANCIS (Dec.)	58847
RODACK, MICHAEL	58845
ROTELLA, JOHN P.	58838
ROTHMAN, ALLAN	58837
ROTHMAN, NEIL E.	58836
RUSSES, RICHARD	58832
RUTLEDGE, THOMAS	58831
RUZZI, LEO A. (Dec.)	58830
SANTANGELO, JAMES	58824
SANTOMERO, LUIGI	58823

Name	POC Number
SCHENK, WALTER	58820
SCHWAKE, WERNER H.	58817
SCIORTINO, DAVID	58816
SCIULLO, DONATO (Dec.)	58815
SCOTT, CECIL G. (Dec.)	58814
SERINO, NAZZARO	58810
SHAW, THOMAS M.	60373
SIGLE, TERRAL DEAN	59360
SILVESTRI, DOMENICO	58803
SIMMONS, FLOYD	58802
SKALSKI, WALTER J.	60504
SLINEY, DAVID J.	58801
SMITH JR., GEORGE J.	58798
SNIFFEN, RONALD (Dec.)	58794
SPARKS, EDWARD C.	58792
STAUDINGER, RICHARD JAMES (Dec.)	58609
STEVENS, JACOB (Dec.)	58607
STEWART, CHARLES	58606
STEWART, LEROY	58605
SWIFT, SHELDON (Dec.)	58600
TEMPIO, JAMES V. (Dec.)	48732
TEMPIO, JAMES V. (Dec.)	66881
TENAGLIA, JOHN J.	58596
THRAPP, JOSEPH	58593
TOBIAS, JOSEPH C.	58592
TOLLI, GIUSEPPE	58591
TOLOMEO, JACK	58590
TORNAMBE, IGNACIO	58589
TRANI, LOUIS V.	58585
TUFARO, LEONARD	58583
TULLY, THOMAS	58581
UCCI, FRED J.	58579
UOMOLEALE, RICHARD J.	58578
URBAN, JAMES J. (Dec.)	58576
VENDOLA, MICHAEL L. (Dec.)	58571
VESPERMANN, MERVIN (Dec.)	58568
VINCIGUERRA, GIACOMO	58566
WARREN, JAMES HERBERT	48774
WARREN, JAMES HERBERT	67519
WATKINS, JONATHAN	
WATSON, JAMES FRED (Dec.)	60324
WATTS, HAROLD J. (Dec.)	58561
WEIHROUCH, AGNES E. (Dec.)	58559
WHITE, ED	58553
WHITMORE, CHARLES EDWARD	60316
WILLIAMS JR., SANFORD P.	60315



UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK	PROOF OF CLAIM
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Name of Debtor (Check Only One): <input checked="" type="checkbox"/> Motors Liquidation Company (f/k/a General Motors Corporation) <input type="checkbox"/> MLCS, LLC (f/k/a Saturn, LLC) <input type="checkbox"/> MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation) <input type="checkbox"/> MLC of Harlem, Inc. (f/k/a Chevrolet Saturn of Harlem, Inc.)	Case No. 09-50026 (REG) 09-50027 (REG) 09-50028 (REG) 09-13558 (REG)
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NOTE: This form should not be used to make a claim for an administrative expense arising **after** the commencement of the case, but may be used for purposes of asserting a claim under 11 U.S.C. § 503(b)(9) (see Item # 5). All other requests for payment of an administrative expense should be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property): The Estate of Henry Everett Bearden	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ <i>(If known)</i> Filed on: _____
Name and address where notices should be sent: Weitz & Luxenberg P.C. 700 Broadway New York City, NY 10003	
Telephone number: 212-558-5500 Email Address: hgarcia@weitzlux.com	

Name and address where payment should be sent (if different from above): Weitz & Luxenberg P.C. 700 Broadway New York City, NY 10003	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
Telephone number: 212-558-5500	

If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, EXCEPT AS FOLLOWS: If the amount shown is listed as DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim MUST be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.

1. Amount of Claim as of Date Case Filed, June 1, 2009: \$ _____ If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. If all or part of your claim is asserted pursuant to 11 U.S.C. § 503(b)(9), complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.	5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. § 507(a)(4)). <input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Value of goods received by the Debtor within 20 days before the date of commencement of the case – 11 U.S.C. § 503(b)(9) (§ 507(a)(2)) <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507(a)(____). Amount entitled to priority: \$ _____ <i>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>
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2. Basis for Claim: _____
 (See instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: 0296

3a. Debtor may have scheduled account as: _____
 (See instruction #3a on reverse side.)

4. Secured Claim (See instruction #4 on reverse side.)
 Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Equipment Other
Describe: _____

Value of Property: \$ _____ **Annual Interest Rate** ____%

Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____

Basis for perfection: _____

Amount of Secured Claim: \$ _____ **Amount Unsecured:** \$ _____

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain in an attachment.

Date: 11/10/2010	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. Arthur Luxenberg, Attorney	FOR COURT USE ONLY
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INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules. The attorneys for the Debtors and their court-appointed claims agent, The Garden City Group, Inc., are not authorized and are not providing you with any legal advice.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR

PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: **IF BY MAIL:** THE GARDEN CITY GROUP, INC., ATTN: MOTORS LIQUIDATION COMPANY CLAIMS PROCESSING, P.O. BOX 9386, DUBLIN, OH 43017-4286. **IF BY HAND OR OVERNIGHT COURIER:** THE GARDEN CITY GROUP, INC., ATTN: MOTORS LIQUIDATION COMPANY CLAIMS PROCESSING, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. **ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR E-MAIL WILL NOT BE ACCEPTED.**

THE GENERAL BAR DATE IN THESE CHAPTER 11 CASES IS NOVEMBER 9, 2009 AT 5:00 P.M. (PREVAILING EASTERN TIME)

Court, Name of Debtor, and Case Number:

These chapter 11 cases were commenced in the United States Bankruptcy Court for the Southern District of New York on June 1, 2009. You should select the debtor against which you are asserting your claim.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the debtor, trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor, if any.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim

as scheduled by the debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a):

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

For claims pursuant to 11 U.S.C. § 503(b)(9), indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before June 1 2009, the date of commencement of these cases (See DEFINITIONS, below). Attach documentation supporting such claim.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the Debtor credit for any payments received toward the debt.

7. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

The Debtors in these Chapter 11 cases are:

Motors Liquidation Company (f/k/a General Motors Corporation)	09-50026 (REG)
MLCS, LLC (f/k/a Saturn, LLC)	09-50027 (REG)
MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation)	09-50028 (REG)
MLC of Harlem, Inc. (f/k/a Chevrolet Saturn of Harlem, Inc.)	09-13558 (REG)

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the Debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with The Garden City Group, Inc. as described in the instructions above and in the Bar Date Notice.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be

paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Section 503(b)(9) Claim

A Section 503(b)(9) claim is a claim for the value of any goods received by the debtor within 20 days before the date of commencement of a bankruptcy case in which the goods have been sold to the debtor in the ordinary course of such debtor's business.

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's

tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing from The Garden City Group, Inc., please provide a self-addressed, stamped envelope and a copy of this proof of claim when you submit the original claim to The Garden City Group, Inc.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

Additional Information

If you have any questions with respect to this claim form, please contact Alix Partners at 1(800) 414-9603 or by email at motorsliquidation@alixpartners.com

INFORMATION

SUMMARY SUPPORTING STATEMENT TO
Motors Liquidation Company (f/k/a General Motors Corporation)

United States Bankruptcy Court Southern District of New York
Case No.: 09-50026(REG) (Jointly administered)

Name of Creditor: The Estate of Henry Everett Bearden
Identifier: 0296

Notices to be sent: Weitz & Luxenberg P.C.

Claimant has filed an asbestos related personal injury lawsuit against the Debtor. Information regarding the lawsuit is contained below. The amount of the claim is undetermined at this time. Claimant has provided Arthur Luxenberg, Esq., of Weitz & Luxenberg PC, with a General Power of Attorney in order to file proof of claims, vote, or otherwise represent claimant in the bankruptcy proceeding.

HENRY EVERETT BEARDEN and ESTHA M. BEARDEN v. AC & S INC.,

Court: USDC Eastern District of New York
Civil Action #: 01CIV4688
State Filed: NY
Date Filed: 07/13/2001