

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

**In re:**

**GENERAL MOTORS CORP., et al.,  
  
Debtors.**

**Case No. 09-50026**

**(Jointly Administered)**

**OBJECTION TO PROPOSED CURE AMOUNT**

SSDC Services, Corp. ("SSDC"), by and through its undersigned counsel of record, submits this limited objection to the proposed cure amount which the Debtor, General Motors Corp., has proposed as part of its assumption and assignment of its three contracts with SSDC.

In support of this limited objection SSDC states as follows:

1. As a preliminary matter, SSDC does not object to the Debtor's plan to assume and assign its three contracts with SSDC. However, the Debtor's proposed cure amount does not cure all pre-petition arrearages. Rather, the Debtor needs to pay a total of \$191,752.86 to SSDC to cure all pre-petition arrearages.

2. On June 1, 2009 (the "Petition Date"), the Debtor and certain affiliated entities filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York (the "Court").

3. The Debtor and its debtor affiliates remain in possession of their property and continue to manage their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. Prior to the petition date, the Debtor and SSDC had entered into three separate contracts<sup>1</sup> In very general terms, SSDC manages coordination of benefits with the Debtor and the Centers for Medicare and Medicaid Services through data sharing, collection of overpayments and resolution of Medicare secondary payor debts.

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<sup>1</sup> The Debtor's contract numbers for the three respective contracts are: GMS32414, GMS29638 and GMB07592.

5. On June 2, 2009, this Court entered an Order Approving Procedures for Sale of Debtors Assets Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Scheduling Bid Deadline and Sale Hearing Date, Establishing Assumption and Assignment Procedures and Fixing Notice Procedures and Approving Form of Notice. (Docket No. 274).

6. On June 5, 2009, the Debtor sent SSDC a Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto (hereinafter "Cure Notice").

7. The Debtor's proposed cure amount for the SSDC contracts is \$145,539.00 which figure covers four invoices that were issued pre-petition.

8. The proposed cure amount, however, did not cover three additional invoices:

<b>Invoice No.</b>	<b>Date</b>	<b>Amount</b>
285443	1/30/09	\$531.86
286326	3/31/09	\$2,262.00
287182 & 287184	5/29/09	\$43,420.00
Total:		\$46,213.86

Copies of these invoices are attached as Exhibit A.

9. Pursuant to 11 U.S.C. § 365(b), the Debtor is required to cure all arrearages as part of its assumption and assignment of contracts. Accordingly, the Debtor must provide cure payments for all outstanding pre-petition invoices which SSDC issued to it.

WHEREFORE, SSDC requests that this Court enter an Order requiring that it be paid a total cure amount of \$191,752.86 as part of the Debtor's assumption and assignment of its contracts with SSDC, and for all other relief that this Court deems just and equitable.

/s/ Michael E. Norton

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*-and-*

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*Attorneys for SSDC Services, Corp.*

**CERTIFICATE OF SERVICE**

I herby certify that on this 12th day of June 2009, a true and correct copy of the above and foregoing was served by the method or methods specified below:

  X   by **electronically** filing it with the Court using the CM/ECF system, which sent notification to all parties of interest participating in the CM/ECF system and

  X   via **U.S. mail**, first class, postage prepaid and properly addressed to the parties and/or counsel, who do not receive notice electronically via CM/ECF, per the Court’s mailing matrix attached hereto, and to:

  X   via **facsimile** to the parties at the fax number set forth below or on the attached.

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Dated: June 12, 2009.

/s/ Michael Norton

Attorney

SSDC Corp  
 28125 Cabot Drive  
 Suite 201  
 Novi, MI 48377

Deliver Invoices To: GM Fin Shared Services Acquisition Business Process  
 c/o Olympic Receipting  
 PO Box 63490  
 Phoenix, AZ 95082- 3490

Invoice Approver: Joan Ebner  
 Mail Code: 482-C10-092

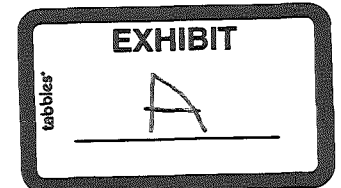
Purchase Order No: GMR71991  
 Invoice No: 285443  
 Invoice Date: 1/30/2009  
 Duns No: 05-290-8241

Olimpic Seq. No.	Purchase Order #	Olimpic Item ID No.	Description of Item	Charge Period	Unit of Measure	Quantity	Unit Cost	Total
00001	GMR71991	MEDICARE 1&2	Medicare Enroll ID, Beneficiary Svc & MSP (Yr 1&2)		Mo	0.00	\$ 68,666.67	\$ -
00002	GMR71991	MEDICARE 3	Medicare Enroll ID, Beneficiary Svc & MSP (Yr 3)	1/1/2009 1/31/2009	Mo	1.00	\$ 61,250.00	\$ -
00003	GMR71991	RECOVERY 20%	Overpayment Recovery Services at 20% - First \$5M Recoverd		Each	531.86	1	\$ 531.86
00004	GMR71991	RECOVERY 15%	Overpayment Recovery Services at 15% - For next \$5M Recovered		Each	0.00	1	\$ -
00005	GMR71991	RECOVERY 13%	Overpayment Recovery Services at 13% - Over \$10M Recovered		Each	0.00	1	\$ -
00006	GMR71991	RECOVERY 10%	Overpayment Recovery Services at 10% - Monies identified by SSDC & Recovered by Carriers		Each	0.00	1	\$ -
00007	GMR71991	ADVOCACY APPLI	Advocacy Application - Max \$1,750		Each	0.00	\$1,750	\$ -
00008	GMR71991	ADVOCACY HEAR	Advocacy Hearing - Max \$3,500		Each	0.00	\$3,500	\$ -
00009	GMR71991	SURVEY MGT	Survey Management		Each	0.00	\$400	\$ -
00010	GMR71991	ENTITLEMENT AD	Medicare Entitlement Advocacy		Each	0.00	\$500	\$ -

Total Amount Due: \$ 531.86

Remit Payment To:

SSDC Corp  
 PO Box 26921  
 New York, NY 10087-6921



SSDC Corp  
 28125 Cabot Drive  
 Suite 201  
 Novi, MI 48377

Deliver Invoices To: GM Fin Shared Services Acquisition Business Process  
 c/o Olympic Receipting  
 PO Box 63490  
 Phoenix, AZ 95082- 3490

Invoice Approver: Joan Ebner  
 Mail Code: 482-C10-092

Purchase Order No: GMR71991  
 Invoice No: 286326  
 Invoice Date: 3/31/2009  
 Duns No: 05-290-8241

Olimpic Seq. No.	Purchase Order #	Olimpic Item ID No.	Description of Item	Charge Period	Unit of Measure	Quantity	Unit Cost	Total
00001	GMR71991	MEDICARE 1&2	Medicare Enroll ID, Beneficiary Svc & MSP (Yr 1&2)		Mo	0.00	\$ 68,666.67	\$ -
00002	GMR71991	MEDICARE 3	Medicare Enroll ID, Beneficiary Svc & MSP (Yr 3)		Mo	0.00	\$ 61,250.00	\$ -
00003	GMR71991	RECOVERY 20%	Overpayment Recovery Services at 20% - First \$5M Recoverd		Each	1,295.00	1	\$ 1,295.00
00004	GMR71991	RECOVERY 15%	Overpayment Recovery Services at 15% - For next \$5M Recovered		Each	0.00	1	\$ -
00005	GMR71991	RECOVERY 13%	Overpayment Recovery Services at 13% - Over \$10M Recovered		Each	0.00	1	\$ -
00006	GMR71991	RECOVERY 10%	Overpayment Recovery Services at 10% - Monies identified by SSDC & Recovered by Carriers		Each	967.00	1	\$ 967.00
00007	GMR71991	ADVOCACY APPLI	Advocacy Application - Max \$1,750		Each	0.00	\$1,750	\$ -
00008	GMR71991	ADVOCACY HEAR	Advocacy Hearing - Max \$3,500		Each	0.00	\$3,500	\$ -
00009	GMR71991	SURVEY MGT	Survey Management		Each	0.00	\$400	\$ -
00010	GMR71991	ENTITLEMENT AD	Medicare Entitlement Advocacy		Each	0.00	\$500	\$ -
<b>Total Amount Due:</b>								<b>\$ 2,262.00</b>

Remit Payment To:

SSDC Corp  
 PO Box 26921  
 New York, NY 10087-6921

**SSDC Corp**  
**28125 Cabot Drive**  
**Suite 201**  
**Novi, MI 48377**

Deliver Invoices To: GM Fin Shared Services Acquisition Business Process  
c/o Olympic Receipting  
PO Box 63490  
Phoenix, AZ 95082- 3490

Invoice Approver: Lynn Ward  
Mail Code: 482-C10-092

Purchase Order No: **GMR89710**  
Invoice No: 287182 & 287184  
Invoice Date: 5/29/2009  
Duns No: 05-290-8241

Olimpic Seq. No.	Purchase Order #	Olimpic Item ID No.	Description of Item	Charge Period	Unit of Measure	Quantity	Unit Cost	Total
00012	GMR89710	1419-00A3	Medicare Enroll ID, Beneficiary Svc & MSP (Yr 3)	5/1/2009 5/31/2009	Mo	1.00	\$ 43,420.00	\$ 43,420.00
							<b>Total Amount Due:</b>	<b><u>\$ 43,420.00</u></b>

Remit Payment To:  
  
SSDC Corp  
PO Box 26921  
New York, NY 10087-6921