

JONES DAY
222 East 41st Street
New York, New York 10017
Telephone: (212) 326-3939
Facsimile: (212) 755-7306
Corinne Ball
Veerle Roovers

JONES DAY
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114
Telephone: (216) 586-3939
Facsimile: (216) 579-0212
David G. Heiman

JONES DAY
1420 Peachtree Street, N.E.
Suite 800
Atlanta, Georgia 30309
Telephone: (404) 521-3939
Facsimile: (404) 581-8309
Jeffrey B. Ellman

Proposed Attorneys for Debtors
and Debtors in Possession

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

-----X	:	
	:	
In re	:	Chapter 11
	:	
Chrysler LLC <i>et al.</i> ,	:	Case No. 09-50002 (AJG)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X	:	

**NOTICE OF FILING SCHEDULES 1 AND 2 OF THE DECLARATION OF ROBERT
MANZO INCLUDED IN THE APPLICATION OF DEBTORS AND DEBTORS
IN POSSESSION, PURSUANT TO SECTIONS 327(a), 328(a) AND 364 OF
THE BANKRUPTCY CODE, BANKRUPTCY RULES 2014(a) AND 2016(b) AND
LOCAL BANKRUPTCY RULE 2014-1, FOR AN ORDER AUTHORIZING
THEM TO RETAIN AND EMPLOY CAPSTONE ADVISORY GROUP, LLC
AS FINANCIAL ADVISOR, NUNC PRO TUNC AS OF THE PETITION DATE**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On May 1, 2009, the above-captioned debtors and debtors in possession filed the Application of Debtors and Debtors in Possession, Pursuant to Sections 327(a), 328(a) and 364 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b) and Local Bankruptcy Rule 2014-1, for an Order Authorizing Them to Retain and Employ Capstone Advisory Group, LLC as Financial Advisor, *Nunc Pro Tunc* as of the Petition Date [Docket No. 174] (the "Application").

2. Attached hereto are corrected copies of Schedules 1 and 2 of the Declaration of Robert Manzo included in the Application.¹

[Remainder of page intentionally left blank.]

¹ In particular, Schedule 1 was inadvertently omitted, resulting in Schedule 2 being mislabeled as "Schedule 1."

Dated: May 5, 2009
New York, New York

Respectfully submitted,

/s/ Corinne Ball

Corinne Ball
Veerle Roovers
JONES DAY
222 East 41st Street
New York, New York 10017
Telephone: (212) 326-3939
Facsimile: (212) 755-7306

David G. Heiman
JONES DAY
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114
Telephone: (216) 586-3939
Facsimile: (216) 579-0212

Jeffrey B. Ellman
JONES DAY
1420 Peachtree Street, N.E.
Suite 800
Atlanta, Georgia 30309
Telephone: (404) 521-3939
Facsimile: (404) 581-8309

PROPOSED ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

SCHEDULE 1 TO DECLARATION OF ROBERT MANZO

[Interested Parties]

SCHEDULE 1

Chrysler LLC, et al.

Interested Parties

The Debtors

Chrysler LLC
Chrysler Aviation Inc.
Chrysler Dutch Holding LLC
Chrysler Dutch Investment LLC
Chrysler Dutch Operating Group LLC
Chrysler Institute of Engineering
Chrysler International Corporation
Chrysler International Limited, L.L.C.
Chrysler International Services, S.A.
Chrysler Motors LLC
Chrysler Realty Company LLC
Chrysler Service Contracts Florida, Inc.
Chrysler Service Contracts Inc.
Chrysler Technologies Middle East Ltd.
Chrysler Transport Inc.
Chrysler Vans LLC
DCC 929, Inc.
Dealer Capital, Inc.
Global Electric Motorcars, LLC
NEV Mobile Service, LLC
NEV Service, LLC
Peapod Mobility LLC
TPF Asset, LLC
TPF Note, LLC
Utility Assets LLC

Domestic Nondebtor Subsidiaries

Action Chrysler Jeep Dodge, Inc.
Alhambra Chrysler Jeep Dodge, Inc.
Baum Boulevard Chrysler Jeep Dodge, Inc.
The Chrysler Foundation
Bessemer Chrysler Jeep Dodge, Inc.
Chrysler Dodge of Fox Lake, Inc.
Chrysler Jeep Dodge of Dayton, Inc. d/b/a Brunswick
Chrysler Jeep Dodge
Dade City Chrysler Jeep Dodge, Inc. d/b/a Citrus
Chrysler Jeep Dodge
Des Plaines Chrysler Jeep Dodge, Inc. d/b/a
Advantage Chrysler Jeep Dodge
Downriver Dodge, Inc.
El Monte Chrysler Jeep Dodge, Inc.
Grapevine Chrysler Jeep Dodge, Inc.
Gulfgate Dodge, Inc.

La Brea Avenue Motors, Inc.
Lone Star Chrysler Jeep Dodge, Inc.
Long Beach Chrysler-Jeep, Inc.
Lowell Chrysler Jeep Dodge, Inc.
McKinney Dodge, Inc.
Ross Park Dodge, Inc.
Shakopee Dodge, Inc.
South Charlotte Chrysler Jeep Dodge, Inc. d/b/a
Metrolina Chrysler Jeep Dodge, Inc.
Stateline Chrysler Jeep Dodge, Inc.
Stoneridge Motors Inc.
Stone Mountain Chrysler Jeep Dodge, Inc.
Superstition Springs Chrysler Jeep, Inc.

Wholly-Owned Foreign Nondebtor Subsidiaries

2813009 Canada, Inc.
2813017 Canada, Inc.
2813025 Canada, Inc.
3217923 Nova Scotia Company
AC Austro Car Handelsgesellschaft mbH & Co
Management
Banbury Road Motors Limited
Chrysler Argentina S.R.L.
Chrysler Australia Pty Ltd.
Chrysler Austria Gesellschaft mbH
Chrysler Balkans d.o.o Beograd
Chrysler Belgium Luxembourg NV/SA
Chrysler Canada Holding ULC
Chrysler Canada Inc
Chrysler Cayman Investments Ltd.
Chrysler Chile Importadora, LLC
Chrysler Colombia Ltda..
Chrysler Czech Republic s.r.o.
Chrysler Denmark ApS
Chrysler Deutschland GmbH
Chrysler de Mexico, S.A. de C.V.
Chrysler Espana S.L.
Chrysler Europe GmbH
Chrysler France S.A.S.
Chrysler Group (China) Sales Limited
Chrysler Group Egypt Limited
Chrysler Holding (Austria) GmbH
Chrysler (Hong Kong) Automotive Limited
Chrysler India Automotive Private Limited

Chrysler Italia S.r.l.
 Chrysler Japan Co., Ltd.
 Chrysler Japan Retail, Ltd.
 Chrysler Jeep International S.A.
 Chrysler Jeep Ticaret, S.A.
 Chrysler & Jeep Vertriebsgesellschaft mbH
 Chrysler Korea Ltd.
 Chrysler Lease Receivables 1, Inc
 Chrysler Lease Receivables 2, Inc
 Chrysler Lease Receivables, L.P.
 Chrysler Management Austria GmbH
 Chrysler Mexico Investment Holdings Cooperatie U.A.
 Chrysler Mexico Holding, S. de R.L. de C.V.
 Chrysler Motors de Venezuela S.A.
 Chrysler Nederland B.V.
 Chrysler Netherlands Distribution B.V.
 Chrysler Netherlands Holding Cooperatie U.A.
 Chrysler New Zealand Limited
 Chrysler Polska sp. zo. o.
 Chrysler Receivables 1, Inc.
 Chrysler Receivables 2, Inc.
 Chrysler Receivables Partnership
 Chrysler Russia SAO
 Chrysler South Africa (Pty) Limited
 Chrysler South East Asia Pte. Ltd.
 Chrysler Sweden AB
 Chrysler UK Limited
 Chrysler UK Pension Trustees Limited
 Chrysler "Vienna" BmbH
 CNI CV
 Fundacion Chrysler de Mexico, I.A.P.
 Inmuebles Chrysler de Mexico, S.A. de C.V.
 International Motors and Management S.A.M¹
 Operadora G.C., S.A. de C.V.

Domestic Joint Ventures of the Debtors

Global Engine Alliance LLC
 Global Engine Asset Company LLC
 Global Engine Manufacturing Alliance LLC
 HP Devco, Inc

Foreign Joint Ventures of the Debtors

Arab American Vehicles Company
 Chrysler Group Taiwan Sales Ltd.

Other Nondebtor Affiliates

¹ Foreign nondebtor subsidiary owned for 99% by Chrysler International Corporation and 1% by a third party.

3208170 Nova Scotia Company
 3217924 Nova Scotia Company
 Alpha Holding LP
 Auburn Hills Mezzanine LLC
 Auburn Hills Owner LLC
 Auto Receivables Corporation
 Autodie LLC (f/k/a/ Mbtech Autodie LLC)
 Beta Holding LP
 CarCo Intermediate Holdco I, LLC
 CarCo Intermediate Holdco II, LLC
 CF Elk Grove RE Holdco LLC
 CF Tampa RE Holdco LLC
 Chrysler Auto Receivables Company
 Chrysler Auto WLBVF 2008-1 LLC
 Chrysler Balloon Depositor I LLC
 Chrysler Balloon Depositor II LLC
 Chrysler CA Lease Depositor LLC
 Chrysler de Venezuela LLC
 Chrysler Financial Bank
 Chrysler Financial International Services Corporation
 Chrysler Financial Services Americas LLC (f/k/a
 DaimlerChrysler Financial Services Americas
 LLC)
 Chrysler Financial Services Caribbean LLC
 Chrysler Financial Services Mexico, S.A.
 Chrysler Financial Services Venezuela LLC
 Chrysler Holding LLC
 Chrysler Internacional Holding LLC
 Chrysler Investment Holdings LLC
 Chrysler Lease Depositor I LLC
 Chrysler Lease Depositor II LLC
 Chrysler NCA Lease Depositor LLC
 Chrysler Receivables SPV LLC
 Chrysler Residual Depositor LLC
 Chrysler Residual Holdco LLC
 Chrysler Retail Depositor II LLC
 Chrysler Retail Depositor LLC
 Chrysler Servicios Corporations, S.A. de C.V.
 Chrysler SPV LLC
 Chrysler Switzerland GmbH
 Chrysler Variable Lease Depositor LLC
 Chrysler Variable Retail Depositor LLC
 Chrysler Warranty SPV LLC
 Chrysler Wholesale Depositor LLC
 CJD do Brasil Comercio de Veiculos Ltda..
 DaimlerChrysler Conduit Receivables LLC
 DaimlerChrysler Financial Services Canada Inc.
 DaimlerChrysler Insurance Agency, Inc.
 DaimlerChrysler Insurance Company
 DaimlerChrysler Lease Receivables LLC
 DaimlerChrysler Retail Receivables LLC
 DaimlerChrysler Revolving Auto Conduit LLC
 DaimlerChrysler Wholesale Receivables LLC
 DCS UTILLC Chrysler Series
 FinCo Intermediate HoldCo LLC
 Premier Auto Receivables

RouteOne Canada Corp.
RouteOne LLC

Current Managers of Chrysler LLC

Gerd T. Becht
Jeffrey L. Bleustein
James N. Chapman
Jonathan Gallen
Kevin P. Genda
Thomas Gibson
Grant Gregory
W. Brett Ingersoll
Dev B. Kapadia
Thomas W. LaSorda
Robert L. Nardelli
James E. Press
Robert G. Warden
George J. Zahringer III

Current Officers of Chrysler LLC

Frank J. Ewasyshyn
Frank O. Klegon
Ronald E. Kolka
Steven J. Landry
Tom W. Lasorda
Michael Manley
Robert L. Nardelli
James E. Press
Nancy A. Rae

Current Directors, Managers and Officers of Debtors other than Chrysler LLC

Peter Arnell
Howard Baron
Bruce Coventry
Dino DeBortoli
P.W. Dougherty
P.R. Eichbauer
Frank J. Ewasyshyn
Thomas Hausch
J.A. Heid
Richard J. Kasper
Frank O. Klegon
Ronald E. Kolka
Scott G. Kunselman
Steven J. Landry
Holly E. Leese
C.N. Lieber
Michael Manley
Richard J. McClellan
Jeanne D. Narum
Lawrence J. Oswald

A. Petrozzi
Barbara J. Pilarski
James Press
Nancy A. Rae
Louis A. Rhodes
Michael J. Ross
Gretchen Sonogo
Peter A. Weiss
Patrick White
Lisa Wicker
Paul L. Wolff

Recent Former Directors and Managers of Chrysler LLC's Predecessor

Günther Fleig
Dr. phil. Rüdiger Grube
Andreas Renschler
Eric R. Ridenour
Thomas W. Sidlik
Bobo Uebber
Dr.-Ing. Thomas Weber
Dr.-Ing. Dieter Zetsche

Major Business Affiliations of Chrysler LLC's Directors and Managers

Ableco Finance LLC
ACE Aviation Holdings Inc.
Ahab Capital Management
Ahab Partners, L.P.
AerCap Holdings N.V.
Asbury Automotive Group
BlueLinux Holdings, Inc.
Cerberus Operations and Advisory Company, LLC
Deutsche Bank Securities, Inc.
Endura Care, LLC
Entrecap, LLC
Harley-Davidson, Inc.
IAP Worldwide Services, Inc.
Ikon Office Solutions, Inc.
Scottish Re
SkyWorks Leasing, LLC
Talecris Bio Therapeutics, Inc.
Tembec, Inc.

Ultimate Owners of the Debtors (Members of Chrysler Holding LLC)

Cerberus
Daimler AG

Current Trade Names of the Debtors

Chrysler Aspen
Chrysler Town & Country
Chrysler 300
Chrysler Sebring
Chrysler PT Cruiser
Dodge
Dodge Avenger
Dodge Caliber
Dodge Challenger
Dodge Charger
Dodge Dakota
Dodge Durango
Dodge Grand Caravan
Dodge Journey
Dodge Nitro
Dodge Ram
Dodge Sprinter
Dodge Viper
Jeep
Jeep Commander
Jeep Compass
Jeep Grand Cherokee
Jeep Liberty
Jeep Patriot
Jeep Wrangler
Mopar
Plymouth

Joint Venture and Strategic Alliance Partners

Arab Organization for Industrialization
Affiliate of China Motors Corp.
The City of Highland Park
Hyundai Motor America
Magna Drivetrain Holdings America, Inc.
Mitsubishi Motors Manufacturing of America Inc.
Mitsubishi Motors North America Inc.
Nissan Motor Company, Ltd.

Certain Competitors to the Debtors

Fiat S.p.A. (party to potential sale transaction)
Ford Motor Company
Geely Holding Group
General Motors Corporation
Honda Motor Company
Hyundai Motor Company
Kia Motors
Mazda Motor Corporation
Tata Motors Limited
Toyota Motor Corporation
Volkswagen AG

Debtors' Professionals

Capstone Advisory Group LLC
Deloitte Tax LLP
Epiq Bankruptcy Solutions, LLC
Greenhill & Co., Inc.
Jones Day
KPMG LLP
Pricewaterhouse Coopers
Schulte Roth & Zabel LLP

Professionals for Nondebtor Parties in Interest

Cadwalader Wickersham & Taft LLP
Cleary Gottlieb Steen & Hamilton LLP
Cohen, Weiss and Simon LLP
Dewey & LeBoeuf LLP
Schulte Roth & Zabel LLP
Simpson Thacher & Bartlett LLP
Skadden, Arps, Slate, Meagher & Flom LLP
Sonnenschein Nath & Rosenthal LLP
Venable LLP

Major Secured Lenders and Administrative Agent

Ahab Distressed Ltd.
Ahab Distressed, L.P.
Ahab Opportunities Ltd.
Ahab Opportunities, L.P.
Akanthos Arb Master Fund L.P.
Archer Capital Master Fund L.P.
Arrow Distressed Securities Fund
Avenue CLO Fund Ltd.
Avenue CLO II, Ltd.
Avenue CLO III, Ltd.
Bennett Newstart Factors
Caspian Capital Partners L.P.
Caspian Select Credit Master Fund
Cetus Capital LLC
Chase Lincoln Host Bank
Citibank N.A. – N.Y.
Concordia Institutional Multi-Strategy Ltd.
Concordia Mac 29 Ltd.
Concordia Partners L.P.
Credit Suisse Candlewood SS Mt
Crescent 1 L.P.
CRS Fund Ltd.
Cyrus Opportunities Master Fund II Ltd.
Cyrus Select Opportunity Master Fund Ltd.
Debello Investors LLC
Deutsche Bank - New York
Deutsche Bank Trust Co. America
Feingold O'Keefe Select Opportunity Master Fund
Foxhill Opportunity Master Fund L.P.

GGCP Sequoia L.P.
 Goldman Sachs Lending Partners
 Good Steward Trading
 Group G Partners L.P.
 Harbourview CLO 2006-1
 IGXG Management LLC
 JPMorgan Bank Branch - 0802
 Kamunting Street Master Fund Ltd.
 Kensington International Ltd.
 Mac Cap Ltd.
 Mariner LDC
 Merrill Lynch Credit Products LLC
 MFP Partners L.P.
 Montana Board of Investments
 Morgan Stanley Senior Fund Inc.
 MSD Value Investments L.P.
 Newstart Factors Inc.
 Oaktree Value Opportunity Fund Holdings
 OCM Opportunities Fund VII Del.
 Omnicom Capital Inc.
 Oppenheimer Master Loan Fund LLC
 Oppenheimer Senior Floating Rate Fund
 Pentwater Growth Fund Ltd.
 Perella Weinberg Ptr Xerion Mt
 Quattro Special Situations LLC
 Quattro-Distressed Sur + Spec
 Reams - Board of Pennsylvania Presbyterian
 Reams - Children's Hospital Philadelphia
 Reams - Connecticut General Life Insurance Co.
 Reams - Employee Retirement System of the City
 Reams - Goldman Core Plus Fixed
 Reams - Halliburton Company
 Reams - Kraft Foods Master Ret
 Reams - Los Angeles Fire and Police
 Reams - Reichhold, Inc.
 Reams - Retirement Board of the PRK Empire
 Reams - Rotary International Foundation
 Reams - City of Montgomery AL Employee
 Retirement
 Reams - Indiana State Police Pension Trust
 Reams - Indiana State Teachers Retirement Fund
 Reams - Louisiana Carp Reg Cnc P
 Reams - Muni Emp Ret Sys Michigan
 Reams - Trustees of Indiana University
 Reams - American President Lines Ltd.
 Reams - Bill & Melinda Gates Foundation
 Reams - Building Trds Un Pen Trust
 Reams - Carp Pen Fund IL
 Reams - Columbus Ext Market Fund LLC
 Reams - Eight Dist Elec Pen Fund
 Reams - Employee Retirement System of Baltimore
 County
 Reams - Frontegra Col Core Pl Fund
 Reams - Health Care Foundation of Kansas
 Reams - Indiana Major Move Construction
 Reams - Inter LC Pension Fund Graphic Co

Reams - Laboratory Corp of US HL
 Reams - Prudential Ret Ins & Ann
 Reams - Santa Barbara County Emp R
 Reams - Seattle City Employee Retirement
 Reams - Sonoma County Emp Ret Association
 Reams - St Luke Episcopal Health System Fund
 Reams - The Mather Found Core PL
 Reams - University of Kentucky
 Reams - Ventura County Emp Ret Association
 RGA Reinsurance Co
 Royal Bank of Scotland Plc.
 Sankaty Cr Opps Off Mtr IV L.P.
 Sankaty Credit Opportunity IV L.P.
 Satellite Senior Income Fund II LLC
 Satellite Senior Income Fund LLC
 Schultze Apex Master Fund Ltd.
 Schultze Master Fund Ltd.
 Secondary Loan and Distressed
 Serengeti Loxodon Onshore I L
 Serengeti Loxodon Overseas I,
 Seven Bridges Master Fund Ltd.
 SOF Inv, L.P.
 Springfield Assoc LLC
 Stairway Cap Mgmt II L.P.
 Stichting Pensioenfonds Abp
 Sunrise Parts Ltd. Part
 TCW Absolute Return Credit Fund
 TCW Shared Opp Fund V, L.P.
 TCW Sr Secured Ln Fund L.P.
 Teak Hill Mtr Fund L.P.
 Ulysses Partners L.P.
 U.S. Treasury
 Varde Invest Partners L.P.
 Wexford Catalyst Investors
 Wexford Spectrum Investors LLC
 XX Ocm Opp Fund VIIB Delaware
 XX-Credit Suisse Candlewood Pr
 XX-Stone Lion Portfolio L.P.
 Yale University C/O MFP Invest
 York Capital Management

Holders of Second Lien Debt

Cerberus Capital Management, L.P.
 DaimlerChrysler North America Finance Corporation
 Madeleine L.L.C.

Certain of the Debtors' Contingent Guaranty Creditors

BAWAG P.S.K. Bank für Arbeit und Wirtschaft und
 Österreichische Postsparkasse Aktiengesellschaft

Debtors' Depository and Disbursement Banks

Banco de Venezuela Grupo Santander
Banesco Banco Universal S.A.C.A.
Bank of America, N.A.
BBVA Provincial
Citibank, N.A.
Comerica Bank
Fifth Third Bank
JPMorgan Chase Bank, N.A. (f/k/a Bank One)
KeyBank, N.A.
Mercantil CA Banco Universal
National Australia Bank Ltd.
National City
Royal Bank of Canada

Debtors' Major Fleet Customers

3M Company – Fleet Administration
Abbott Laboratories
Advantage Rent A Car
Alamo Rent A Car
Allstate Insurance Company
Avis Budget Group, Inc.
Avis Rent A Car System, LLC
B.L.D. Atlanta
Barco Rent A Truck
Beckman Coulter, Inc.
Dollar Rent A Car, Inc.
Dollar Thrifty Automotive Group, Inc.
Eaton Corporation
Ecolab
Enterprise Rent-A-Car
Emerson Electric Company
Fastenal Company
FIG Leasing Company
Forest Pharmaceuticals, Inc.
Fox Rent A Car
General Electric Company
G.E. Fleet Council
Liberty Mutual
Miller Industries, Inc.
National Car Rental
NCR Corporation
Pepsico, Inc.
Philips Electronics North America
Philip Morris USA
Quest Diagnostics
Royal
Ryder Truck Rental
Siemens Shared Services
Steris Corporation
Takeda Pharmaceuticals
The Hertz Corporation

Thrifty, Inc.
Triangle Rent A Car
United Rentals Inc.
Vanguard Car Rental USA, Inc.
VPSI, Incorporated
Weatherford U.S., Inc.
Xerox Corporation

Certain of the Debtors' Major Retail Dealers

Allen Samuels Dodge
Arrigo Dodge Chrysler Jeep
Avondale Dodge
Baxter Chrysler Jeep Dodge
Bill Snethkamp Inc.
Birmingham Chrysler Plymouth Jeep Eagle
Bonham Chrysler
Brunswick Auto Mart Inc.
Charlie's Dodge Inc.
Chris Nikel Chrysler Jeep Dodge
Colonial Dodge Inc.
Dallas Dodge Chrysler Jeep
Dave Smith Motors
David Stanley Dodge LLC
Dick Huvaere's Richmond Chrysler
Franklin Sussex Auto Mall Inc.
Galeana's Van Dyke Dodge
Gary Barbera's Autoland, USA
Golling Chrysler Jeep Dodge, Inc.
Integrity Chrysler Jeep Dodge
Jacksonville Chrysler Jeep Dodge
Jeff D'ambrosio Chrysler Jeep
Jim Riehl's Friendly Chrysler Jeep Inc.
Ken Garff West Valley Chrysler
Landmark Dodge Chrysler Jeep
Larry H Miller Chrysler Jeep Dodge
Meadowbrook Dodge Inc.
Monicatti Chrysler Jeep Sales
Mt Clemens Dodge Inc.
Orchard Chrysler Dodge-Jeep Inc.
Parkway Chrysler-Jeep, Inc.
Power Chrysler Jeep Dodge
Randall Noe Chrysler Dodge Inc.
Reedman Toll Auto World
Rochester Hills Chrysler-Jeep Inc.
Roseville Chrysler Jeep Inc.
Royal Gate Dodge Chrysler Jeep
Shuman Motor Sales Inc.
Southfield Chrysler Plymouth Jeep
Spring Chrysler Jeep Dodge, Inc.
Sterling Heights Dodge Inc.
Stew Hansen Dodge City Jeep
Suburban Chrysler Jeep Dodge
Telegraph Chrysler Jeep, Inc.
Tomball Dodge Chrysler Jeep
Tyson Motor Corporation

Warnock Dodge Chrysler Jeep
Westbury Jeep Chrysler Dodge, Inc.
Woodhouse Chrysler Jeep Dodge
Yark Chrysler-Jeep

Debtors' Major Suppliers

A1 Specialized Services
ABB Asea Brown Boveri Ltd.
ABC Group-Canada
Aerotek Inc.
AK Steel Corporation
Alberici Constructors Inc.
Alcoa Inc.
Aleris International Inc.
American Axle & Manufacturing Inc.
Arcelormittal Burns Harbor LLC
ArvinMeritor OE, LLC
Asahi Tec Corp.
Autoliv
AZ Automotive Corp
Behr Gmbh
Benteler-AG
Borg-Warner Automotive Inc.
Bridgestone Corporation
Brose Fahrzeugteile Gmbh & Co.
Cadence Innovation LLC
Collins & Aikman Products Co.
Continental AG
Cooper-Standard Automotive
Cummins Engine Company Inc.
Daimlerchrysler AG
Daimlerchrysler Berlin Werks
Daimlerchrysler Do Brazil Ltda.
Dana Holding Company f/k/a Dana Corporation
Dearborn Mid-West Conveyor Co.
Delphi Automotive Systems
Denso Corporation
Dicastal Wheel Manufacturing Co.
Dofasco Inc.
Dura Automotive Systems Inc.
Eaton Corporation
Eberspaecher North America Inc,
Eisenwark Bruehl Gmbh
Emcon Technologies LLC
Faurecia
Federal-Mogul Corporation
Fiat S P A
Flex-N-Gate Corporation
French J L Corporation
Gestamp-Alabama Inc.
Getrag Getriebe-Undzahnradfabrik
Global Automotive Systems LLC
Goodyear Tire & Rubber
Grupo Antolin North America Inc.

Guardian Industries Corporation
Harman International Industries
HBPO North America Inc.
Henkel Kgaa, n/k/a Henkel AG & Co. Kgaa
Hylsa S.A. De C.V.
Hyundai Mobis
Illinois Tool Works Inc.
Industrial Group / Vari-Form Inc.
Inergy Auto Systems USA LLC
International Auto Components Group NA Inc.
Ispat International NV
IWKA A.G.
Jatco Ltd.
Johnson Controls Inc.
Johnson Matthey Plc.
L & W Engineering Company
Lear Corporation
Linamar Corporation
Magna International
Mahle Gmbh
Martinrea International Inc.
Meridian Automotive Systems
Metaldyne Corp.
Mitsubishi Electric Auto America
Narmco Group The
Nemak S-A
Nippon Cable Sys Inc Ak Hilex Corp
Noble International Ltd.
Norilsk Nickel USA
NTN Bearing Corporation of America
Paulstra Corporation
Penske Corporation
PPG Industries Inc.
Prime Wheel Corporation
Promotora De Empresas Zano Sadecv
Robert Bosch Gmbh
Schaeffler Group USA Inc.
Severstal North America Inc.
Sirius Satellite Radio - P A B
SKD Automotive Group LP
Stelco Inc.
Superior Industries International Inc.
Syncreon Canada Inc.
Takata Corporation
Teksid Aluminum North America
Tenneco Inc.
Textron Inc.
Thyssen Krupp AG
Ti Group Automotive Systems LLC
The Timken Company
Tomkins Plc
Total S.A.
Tower Automotive Inc.
TRW Inc.
Tupy S A
U.S. Steel

Valeo S A
Visteon Corporation
Volkswagen AG
Worthington Industries Inc.
Yazaki Corporation
Yazaki North America
Yokohama Rubber Company
ZF Friedrichshafen AG

Other Suppliers and Vendors to the Debtors

ABC Group, Inc.
Acemco Automotive
Adco Products, Inc.
Advanced Accessory Systems, LLC
A.G. Simpson
Aisin World Corp. of America
Akebono Brake Corporation
Alfing Corporation
Allevard Rejna Autosuspensions
Altair Engineering
Android Industries, LLC
Atlas Tube
Automotive Corporation
Benteler Automotive Corporation
Brose North America Inc.
Cascade Engineering, Inc.
Cartus Corporation
Citation Corporation
Cold Heading Company
Compass Automotive Group
Concept Industries
Contech U.S.
Continental Automotive Systems
Cooper-Standard Automotive
Court Valve Company, Inc.
CTS Corporation
Daido Metal USA, Inc.
Daido Metal Bellefontaine, L.L.C.
The Deshler Group
Dynax Corporation
Eberspaecher North America, Inc.
Eftec North America
Electrical Components International
ElringKlinger North America, Inc.
Exxon Mobile
FAG Schaeffler
Faurecia Exhaust Systems, Inc.
Flextronics Automotive Inc.
Formtech Industries LLC
FTE Automotive
Future Die Cast & Engineering, Inc.
GHSP
GKN Driveline
GKN Sinter Metals

GP Innovative Machining & Assembly
Grupo Antolin North America, Inc.
Hankook Tire Co. Ltd.
Harman Becker Automotive Systems, Inc.
Henkel Corporation
HP Pelzer Automotive Systems, Inc.
HUSCO Automotive LLC
Hwaseung R&A Co., Ltd.
Hydro Aluminum Automotive
Inergy Automotive Systems LLC
International Spring Co./ Warnock Spring Co.
Jatco USA Ltd.
Jervis B. Webb Company
Jiffy-tite, Co.
Kamax LP
Karman USA
Katayama American Co., Inc.
Kautex Textron GmbH & Co.
Kongsberg Automotive
KS Centoco Wheel Corporation
LuK USA LLC
Mahle Industries, Inc.
Mann+Hummel USA, Inc.
May & Scofield
Meridian Lightweight Technologies, Inc.
Metalsa
Methode Electronics, Inc.
MNP Corporation
Modine Manufacturing Company
Mubea, Inc.
MVS Saegertown
NetShape International, LLC
New Mather Metals, Inc.
NSK Corporation
NSK Steering Systems NA
NTN Bearing Corporation of America
OEM Miller, Division of HOLM Industries, Inc.
Omnicom/BBDO
Panasonic Automotive Systems Company of America
Pilkington North America, Inc.
Pittsburgh Glass Works (PGW)
Prestige Stamping
Pretty Products LLC
Purolator Filters NA LLC
Rotor Clip Co., Inc.
Roush Industries
Saturn Electronics & Engineering, Inc.
Skyway Precision, Inc.
SL-America Corporation
Standard Thomson Corporation
Stant Corporation
Techform Products, Ltd.
Tellurex Corporation
Tinnerman Connection Engineering
Tool-Plas Systems
TOPY America, Inc.

TRW Automotive
Vibration Control Technologies, LLC
Vector CANtech GmbH
Webasto Roof Systems
Wescast Industries Inc.
ZF Group North American Operations, Inc.

The Debtors' 50 Largest Unsecured Creditors as Identified in the Debtors' Chapter 11 Petitions

AK Steel Corporation
Arcelormittal Burns Harbor LLC
Autoliv ASP Inc.
BBDO Detroit Inc.
Borg Warner Emissions/Thermal Systems
Bridgewater Interiors LLC
Caravan/Knight Facilities Mgt.
Comau Inc.
Computer Sciences Corporation
Continental Automotive Guadalajara
Continental Automotive Huntsville
Continental Teves
Cosma International Group Canada
Cummins Engine Company Inc.
Decoma Team Systems
Denso International America Inc.
Diesel Recon Company Division
Faurecia Auto Seating Inc.
Flex-n-Gate Corporation
Gaggenau Plant
Germersheim Spare Parts
GT Technologies Inc.
Harman/Becker Automotive Systems
Hi Lex Controls
Johnson Controls Inc.
Kuka Toledo Production Operations
Magna Powertrain Inc.
Magna Steyr LLC
Mahar Tool Supply Company Inc.
Mayco Internacional
MBTech Autodie LLC
Metalsa S.A. de C.V.
Nemak S.A.
New Process Gear Division
Nippei Toyoma Corp. c/o NTC America
Ohio Module Mfg. Co. LLC
Prime Wheel Corporation
Robert Bosch Corporation
Shell Oil Products U.S.
Tata America International Corp.
Temic Automotive of North America
The Wackenhut Corporation
The Worthington Steel Company
TRW Delplas S.A. de C.V.
United States Steel Corporation
Valiant International Inc.

Varity Kelsey-Hayes
Venchurs Packaging Inc.
Visteon Corporation
Yazaki North America

Issuers of Letters of Credit/Lines of Credit

Bank of Nova Scotia (a/k/a Scotia Bank)
Fifth Third Bank, Inc.
JPMorgan Chase Bank, N.A.
Royal Bank of Canada

Counterparties to Derivative Agreements

Barclays Bank PLC
Citibank, N.A.
Fifth Third Bank, Inc.
J. Aron & Company
JPMorgan Chase Bank, N.A.
Royal Bank of Canada
Standard Bank PLC
The Goldman Sachs Group, Inc.

The Debtor' Major Lessors and Related Entities

Alexander Capital Corporation
American Bank Leasing
Atel
Atel Capital Equipment Fund XI LLC
BAL Global Finance LLC
Bank Financial FSB
Bank of Lincolnwood
BLX13 Inc.
Bombardier Capital Inc.
CAI Lease Securitization – II Corporation
Canal Air, LLC
Capital Associates International
Capital Preferred Yield Fund III
Capital Preferred Yield fund IV
Capricorn Canada Ltd.
Capricorn International
Capricorn International Group LLC
CCA Financial Inc.
CCA Financial LLC
CSA Financial Corp.
De Lage Landen Financial Services
Equis Financial Group
First Bank of Highland Park
First Eagle National Bank
First Fleet Corporation
GATX Technology
GE Capital Corporation
Guaranty Capital Corporation
Hitachi Capital America Corporation (f/k/a Hitachi Credit America Corporation)

HSH – Nordbank AG
 Huntington National Bank
 IBM Global Financing
 LaSalle Systems Leasing Inc.
 Liberty Federal Savings Bank
 Macquarie Equipment Finance LLC
 Manufacturers Equipment Leasing
 MB Financial Bank
 Mellon US Leasing
 Minority Alliance Capital
 Minority Alliance Capital LLC – Atel
 NAB Bank
 NEXCAP Finance Corporation
 NOOR Leasing Corporation
 Paramount Bank
 Park National Bank
 PNC Leasing
 Renaissance Capital Alliance
 Sentry Financial Corporation
 Siemens Financial Services Inc.
 Summit Funding Group Inc.
 Sun Trust Leasing Corporation
 TCF Leasing Inc.
 Tech Team Capital Group Inc.
 Tennessee Commerce Bank
 The CIT Group
 UPS Capital Corp.
 US Bancorp Equipment Finance
 Varilease Corporation

Parties to Collective Bargaining Agreements

International Association of Machinists and
 Aerospace Workers
 International Union of Operating Engineers
 Teamsters
 The International Union, United Automobile,
 Aerospace and Agricultural Implement Workers
 of America (a/k/a the United Auto Workers
 (UAW))
 United Plant Guard Workers of America

Parties to Other Significant Contracts

CG Investor, LLC
 CG Investment Group LLC
 Chrysler Financial Services Americas LLC
 The City of Fenton
 DaimlerChrysler AG (n/k/a Daimler AG)
 DaimlerChrysler North America Finance Corporation
 DaimlerChrysler Holding Corporation
 Kuka Toledo Production Operations LLC
 Magna Steyr L.L.C. d/b/a Magna Steyr North
 America Toledo Paint Facility
 Valeo, Inc.

Williams Industrial Service, Inc.
 ZF Friedrichshafen AG

Common Carriers, Customs Brokers and Warehousemen to the Debtors

Alliance Shippers
 APL Logistics
 B&W Cartage
 Burlington Northern Santa Fe
 Canadian National
 Canadian Pacific
 Cannon Freight Systems, Inc.
 Ceva
 Chopper Express, Inc. d/b/a Chopper 79 Logistics
 Churchill Transport
 Cimarron Express, Inc.
 Cordell Transportation Co. LLC
 CSX Transportation
 Eldorado Logistics Systems, Inc.
 Exel Logistics
 Express Carriers
 Falcon Transport
 Fourteenth Avenue Cartage Co., Inc.
 Freight Masters
 Gonzalez Torres
 Hapag-Lloyd
 Hoegh Autoliners
 JB Hunt
 JDC Logistics
 K Line
 Kansas City Southern de Mexico
 LandStar Ranger
 Logistics Insights
 Martin Transport
 Mediterranean Shipping Company (USA), Inc.
 Norfolk Southern
 Penske Logistics
 Ram Contract
 Rush Trucking
 Ryder System, Inc.
 Sandler Travisbb
 Schneider International
 Seglo S.A. de C.V. (SEGLO)
 Swift Transportation
 Synchreon (f/k/a TDS)
 Thompson (FTI)
 TNT Contract Logistics (n/k/a CEVA Logistics)
 Top Flite
 Triple Crown Services
 TV Minority
 Union Pacific Railroad
 Verspeeten Cartage
 Wallenius

Parties to Significant Litigation with the Debtors

Maria Angelina Alvarado Celaya
Natasha and Nicole Austin
Mireille Brosset
Shirleen P. Brown
Alvita Byrd
Carolyn Carlson
Robert J. Conley
William M. Coulter
Theodore G. Courter
Stephen M. Cullen
Ronnie Eugene Denton
Timber Dick
Douglas Domel
Bryan Donnelly
Elizabeth C. Duhai
James Engelbrecht
Jeremy Flax
GETRAG Transmission Manufacturing, LLC
GETRAG International GmbH
GETRAG Getriebe und Zahnradfabrik Hermann
Hagenmeyer GmbH & Cie KG
James Gibbs
Irma Gonzalez
August & Juli Guillot
Patricia Harman
Gregory Hockerman
Melinda Holm
Charles T. Houck
Renee Howard
Gregg Katz
Kenneth E. Kerr, Sr.
Donia Kerrigan
Armin Kososki
Kimberly Kwist
Pamela Lynn Lawson
Lisa Magro
Jose Luis Maya
Michael Maybaum
Mister Car Wash
Gilbert Mohr
Dario Omar Morales
Joline Morrison
Adrianna Mraz
Joseph P. and Patricia Murphy
Hiep Thi Nguyen
Arthur Oliver
Michael Osborn, Sr.
James Pleak, Sr.
Kimberly J. Schute
Stuart Ira Seidner
Buddy Shiver
Katharine R. Simpson
Connor Packston Smith
Brent Thornley

Ivon Toe
Justin P. Toronyi
Lee Trammell
Kathy Waggoner
Thomas W. Williams
John Wysong

Parties to Material License Agreements and Permits

AgentWare Systems, Inc.
Aisin Seiki Co. Ltd
Aisin World Corporation of America
American Society of Composers, Authors and Publishers
ANSYS, Inc.
Arab American Vehicles Company
Banc of America Leasing & Capital, LLC
China Motor Corporation
Chrysler Financial Company, LLC
Computer Associates International, Inc.
ETAS, Inc.
FileNet Corporation
Haden Prism, LLC
Haden Environmental Corporation
Haden Schweitzer Corporation
Haden Inc.
Haden International Group
International Business Machines Corporation
KANA Software, Inc.
Mercury Interactive Corporation
Microsoft Corporation
Motion Picture Licensing Corporation
Netegrity, Inc.
Oracle Corporation
Oracle USA, Inc.
Pelyco Systems Corp.
PeopleSoft, Inc.
Right Hemisphere Limited
SAP AG
SESAC, Inc.
Southwest Research Instituted
Sybase, Inc.
Unica Corporation
Wall Data, Inc.
Wily Technology, Inc.
WIT, Inc.

Major Insurers and Insurance Brokers of the Debtors

ACE Limited
American International Group
AIG Casualty Co.
AIG Cat Excess Liability

American International Specialty Lines Insurance Company
AON Corporation
Arch Insurance Company
Allied World Assurance Company Limited
AXIS Capital (a/k/a AXIS Group of Companies)
Chubb Group of Insurance Companies
Endurance Specialty Insurance Ltd.
Freedom Specialty Insurance
Hartford Financial Services
HCC Insurance Holdings, Inc.
Home Insurance Company
Houston Casualty Co.
Insurance Company of the State of Pennsylvania
International Aerospace Insurance Services, Inc.
Ironshore Insurance
Lexington Insurance Company
Liberty Mutual Group,
Marsh & McLennan Companies, Inc.
National Union Insurance Group Inc.
RSA Insurance Group plc
Swiss Re
Willis Group Holdings Limited
XL Insurance Company Ltd.
Zurich Financial Services

Anna M. Martinez
Brian S. Masumoto
Richard C. Morrissey
Serene Nakano
Linda A. Riffkin
Paul K. Schwartzberg
Andy Velez-Rivera
Greg M. Zipes

Major Benefits Administrators

Blue Cross Blue Shield
Caremark
Hewitt & Associates
Sedgwick Claims Management Services, Inc.

Bankruptcy Judges for the Southern District of New York

Chief Judge Stuart M. Bernstein
Judge Prudence Carter Beatty
Judge Robert Drain
Judge Robert E. Gerber
Judge Martin Glenn
Judge Arthur J. Gonzalez
Judge Allan L. Gropper
Judge Adlai S. Hardin Jr.
Judge Burton R. Lifland
Judge Cecelia G. Morris
Judge James M. Peck

The Attorneys for the United States Trustee's Office for the Southern District of New York

Tracy Hope Davis
Nadkarni Joseph
Nazar Khodorovsky
Marylou Martin

SCHEDULE 2 TO DECLARATION OF ROBERT MANZO

CHRYSLER, LLC, ET AL.

**SCHEDULE OF INTERESTED PARTIES THAT CURRENTLY EMPLOY
OR HAVE FORMERLY EMPLOYED CAPSTONE ADVISORY GROUP, LLC ("CAPSTONE")
IN MATTERS UNRELATED TO THE DEBTORS OR THEIR CHAPTER 11 CASES**

**Current Clients of Capstone, in Matters Unrelated
to the Debtors, That Are (i) Interested Parties
in the Debtors' Chapter 11 Cases As Set Forth
on Schedule 1 or (ii) Potential Affiliates of such
Interested Parties**

Ableco
AIG
AON Risk Services
Avenue Capital (Avenue Clo Fund Ltd.; Avenue Clo
II, Ltd.; Avenue Clo Fund Ltd.)
Bank of America, N.A.
Bank of New York Mellon
Bank of Nova Scotia (a/k/a Scotia Bank)
Barclays Bank Plc
Cerberus Partners, L.P.
Cetus Capital LLC
Chubb Group of Insurance Companies
The CIT Group
Citibank, N.A. – N.Y.
Comerica Bank
Credit Suisse
Deutsche Bank
GE
Goldman Sachs
Hartford
HSH –Nordbank AG
IBM
The International Union, United Automobile,
Aerospace and Agricultural Implement Workers
of America (a/k/a The United Auto Workers
(UAW))
JPMorgan Chase
Key Bank, N.A.
Loeb Partners Corp.
Macquarie Group Limited
Marsh USA Inc.
Merrill Lynch
Morgan Stanley
National City

Oaktree Capital Management LLC.
Oppenheimer Funds
Pentwater Partners LLC
PNC
Quattro Global Capital LLC
Royal Bank of Canada
Sankaty Advisors, LLC
Satellite Asset Management, L.P.
Schultze Asset Management, L.P.
Seven Bridges Management
Sun Trust Bank
TCW Group
The CIT Group
York Capital Management

**Former Clients of Capstone That Are (i)
Interested Parties in the Debtors' Chapter 11
Cases As Set Forth on Schedule 1 or (ii)
Potential Affiliates of such Interested Parties**

Allstate Insurance Company
Swiss RE American Holding Corporation
Varde Partners Inc.
Xerox Corporation

**Other Interested Parties That Capstone Has
Worked With¹**

Dewey & LeBoeuf LLP
Epiq Bankruptcy Solutions, LLC
Jones Day
Judge James M. Peck
KPMG LLP
MB Financial Bank, N.A.
Perella Weinberg
Schulte Roth & Zabel LLP
Simpson Thacher & Bartlett LLP
Skadden, Arps, Slate, Meagher & Flom LLP
Sonnenschein Nath & Rosenthal LLP

¹ In certain instances, Capstone has been retained by a law firm to provide services on behalf of the law firm's client.