

RECEIVED
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COMMISSION**

January 26, 2009

William K. Coulter
Tel: +1 202 835 6136
Fax: +1 202 416 7138
william.k.coulter@bakernet.com**Via Express Mail****Asia
Pacific**
Bangkok
Beijing
Hanoi
Ho Chi Minh City
Hong Kong
Jakarta
Kuala Lumpur
Manila
Melbourne
Shanghai
Singapore
Sydney
Taipei
TokyoMs. Elizabeth O'Donnell
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfurt, KY 40601**Europe &
Middle East**Almaty
Amsterdam
Antwerp
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Paris
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Riyadh
Rome
St. Petersburg
Stockholm
Vienna
Warsaw
ZurichRE: OnStar Corporation

Dear Ms. O'Donnell:

This letter is to inform the Commission that on November 25, 2008, OnStar Corporation changed its corporate organization from a corporation to a limited liability company. A copy of its certification of formation is attached hereto.

As a result of this transaction, OnStar Corporation changed its name to "OnStar LLC". There was no change in ownership of the company, no change in corporate officers, and no change in address or contact information as a result of this transaction.

Please file-stamp the extra copy of this filing in the pre-addressed, stamped envelope provided for this purpose. Kindly direct any questions regarding this filing to the undersigned.

Regards,

William K. Coulter
Elizabeth Holowinski
Counsel to OnStar LLC

Enclosure (1)

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PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "ONSTAR, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 5:41 O'CLOCK P.M.

3136554 8100V

081146483

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6989932

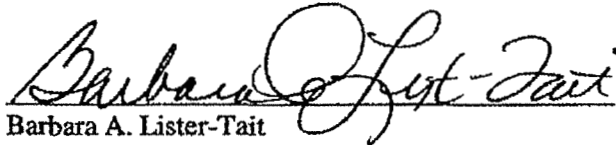
DATE: 11-26-08

CERTIFICATE OF FORMATION

OF
ONSTAR, LLC

1. The name of the limited liability company is OnStar, LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of OnStar, LLC this 25th day of November 2008.


Barbara A. Lister-Tait
Authorized Person