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GENERAL MOTORS CORP
Form 8-A12B
February 15, 2002

FORM 8-A

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(b)
OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934

GENERAL MOTORS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

TIN# 38-0572515

(State of incorporation or
organization)

(I.R.S. Employer
Identification No.)

300 Renaissance Center
Detroit, Michigan

48265-3000

(Address of principal executive offices)

(Zip Code)

If this form relates to the registration of a class of securities pursuant to
Section 12(b) of the Exchange Act and is effective pursuant to General
Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities pursuant to
Section 12(g) of the Exchange Act and is effective pursuant to General
Instruction A.(d), check the following box. []

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be registered -----	Name of each exchange on which which each class is to be registered -----
7.25% Senior Notes due February 15, 2052	New York Stock Exchange, Inc.

Securities to be registered pursuant to Section 12(g) of the Act: None

Information required in registration statement

Item 1. Description of Registrant's Securities to be Registered.

A description of the Registrant's 7.25% Senior Notes due February 15, 2052 to be
registered hereby is contained in the "Description of Debt Securities" set forth
in the Prospectus dated January 2, 2002 and Prospectus Supplement dated February
7, 2002, filed as part of the Registrant's Registration Statement Number
333-75534 under the Securities Act of 1933, and such description is incorporated
herein by this reference.

Signature

Pursuant to the requirements of Section 12 of the Securities and Exchange Act of

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1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

General Motors Corporation

(Registrant)

Date: February 14, 2002

By:

Sanjiv Khattri, Assistant Treasurer
As Attorney-in-Fact of Eric A. Feldstein
(Vice President, Finance and Treasurer)