



General Motors LLC
Dealer Contractual Group
Mail Code 482-A16-C86
100 GM Renaissance Center
Detroit, MI 48265-1000

FEDERAL EXPRESS #7981 8150 0101
RETURN RECEIPT REQUESTED
PERSONAL & CONFIDENTIAL

March 19, 2012

West Covina Motors, Inc.
dba Clippinger Chevrolet
1932 East Garvey Avenue South
West Covina, CA 91791-1910

Attention: Ziad Alhassen, Dealer Operator

This letter is written by General Motors LLC ("GM") concerning the Asset Purchase Agreement ("Purchase Agreement") dated January 26, 2012, between West Covina Motors, Inc. dba Clippinger Chevrolet as "Seller" and West Covina C, LLC as "Buyer", to sell certain assets of Seller to Buyer (the "Proposal") which GM previously received. GM assesses the qualifications of the proposed owners and management of GM dealerships under the criteria set forth in Article 12.2 of the General Motors Dealer Sales and Service Agreement ("Dealer Agreement"), and in the Policies for Changes in GM Ownership/Management (GM Dealer Bulletin, GM 04-09, dated April 23, 2004), a copy of which is attached for your reference.

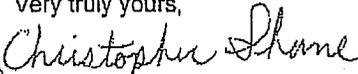
Upon receipt of the Purchase Agreement, GM responded to Seller and copied Buyer acknowledging receipt of the Purchase Agreement via GM's January 31, 2012 letter (copy attached). This letter outlined the responsibilities of both the Seller and proposed Buyer and included instructions for submitting an electronic proposal to GM through the Dealer Contractual Information & Change Request ("DCICR") system. Such proposal was required to contain the information and documentation needed by GM to review any proposal.

To date, despite repeated, separate conversations with the Seller and Buyer, GM has not received any information in DCICR to allow it to evaluate the Proposal under Article 12.2 of the Dealer Agreement. In addition, Lontina James of the Dealer Contractual Group has spoken with the Seller and counsel for the Buyer concerning Seller's and Buyer's failure to submit any proposal information.

As a result of the foregoing, GM does not have any of the required information necessary for it to evaluate the Purchase Agreement and therefore cannot consent to any proposed change in ownership or management which would be contemplated by the Purchase Agreement. GM is therefore returning the Purchase Agreement to you.

Should you have any questions, please feel free to contact me.

Very truly yours,


Christopher Shane
Zone Manager
General Motors LLC

Attachments: GM Dealer Bulletin, GM 04-09
Asset Purchase Agreement
Immediate Response Letter dated January 31, 2012

c: Dealer Contractual Group
Regional Director of Sales – Chevrolet
Regional Director of Business Operations
West Covina C, LLC (FedEx tracking #7981 8150 7459)



General Motors LLC
Dealer Contractual Group
Mail Code 482-A16-C66
100 GM Renaissance Center
Detroit, MI 48265-1000

CERTIFIED MAIL:7011 0110 0000 0992 1611
RETURN RECEIPT REQUESTED

PERSONAL & CONFIDENTIAL

March 22, 2012

West Covina Motors, Inc.
d/b/a Clippinger Chevrolet
1932 East Garvey Avenue South
West Covina, CA 91791

Attention: Mr. Ziad Alhassen, President

This letter is written by General Motors LLC ("GM") with respect to the Settlement and Deferred Termination Agreement and Release (the "Termination Agreement") entered into by West Covina Motors Inc. d/b/a Clippinger Chevrolet ("WCM") on November 10th, 2010 and the Stipulated Decision concerning the Termination Agreement entered by the California New Motor Vehicle Board on December 15, 2010.

Pursuant to the Termination Agreement, WCM agreed to maintain an acceptable floorplan credit line of at least \$3 million through November 30, 2012 and subsequently secured such a credit line from Ally Financial ("Ally"). On December 1, 2011, contrary to the terms of WCM's agreement, Ally advised GM that it had terminated WCM's credit line. As provided for under paragraph 2.3 of the Termination Agreement, WCM then had 90 days from the December 1st date it lost the Ally credit line to either (1) provide GM with an acceptable replacement floorplan credit line for WCM or (2) present GM with a fully executed "buy-sell" agreement and complete proposal for the transfer of the stock or assets of WCM to an unaffiliated purchaser. GM has not been advised by WCM that it has obtained a qualifying replacement credit line. In addition, while GM did receive an executed "buy-sell" agreement on January 30, 2012, GM has not received, despite repeated inquiries, any further information concerning the "buy-sell" from either the buyer or seller, let alone the "complete proposal" expressly required by paragraph 2.3 of the Termination Agreement and Article 12.2 of the Dealer Agreement.

As we have previously advised, without a complete proposal, GM cannot, and has no obligation to, evaluate the proposed buy-sell. Thus, WCM has clearly failed to satisfy the conditions contained in paragraph 2.3 of the Termination Agreement. As a result, by the express terms of that Agreement and the Stipulated Decision of the Board, the Chevrolet Dealer Agreement between GM and WCM voluntarily terminates on April 3, 2012, which is 120 days after WCM's loss of the required floorplan credit line.

Under the terms of the Termination Agreement, WCM is entitled to termination assistance under Article 15 of the Dealer Agreement with the exception of Article 15.3. GM is willing to purchase, subject to the provisions of Article 15.2 of the Dealer Agreement, certain "Eligible Items" that are currently owned by your dealership, provided the dealership conveys to GM good and marketable title, free of any liens and encumbrances, and that the dealership complies with any applicable laws relating to bulk transfers or sales.

These Eligible Items may include: New and unused motor vehicles of the current model year purchased by Dealer from GM, new and unused motor vehicles of the previous model year if purchased by Dealer from GM within one hundred twenty days before the effective date of termination, product signs of a type recommended in writing by GM, Essential Tools, and GM parts and accessories which specifically meet the applicable requirements of the terminated Dealer Agreement.

Your attention is directed to the provisions of Article 15.2.2 of the Dealer Agreement, whereby GM's obligation to purchase Eligible Items is subject to specific responsibilities of the terminating Dealer:

Motor Vehicles: A listing of New and unused Motors Vehicles of the current model year, and new and unused motor vehicles of the previous model year if purchased by Dealer from GM within one hundred twenty days before the effective date of termination, as outlined in Article 15.2.1 of the Dealer Agreement, must be provided to your Zone Manager *within 15 days of the April 3, 2012 termination date*. Your Zone Manager will determine the eligibility of each vehicle listed, and will notify you of proper disposition of all applicable vehicles.

GM/Divisional Signage: Please discontinue the use of all GM trademarks as outlined in Article 17.5 of the Dealer Agreement. This includes discontinuing the use of all advertising, stationery, or printed matter that contains or relates to the trade names or trademarks of General Motors LLC or its Divisions. Subject to Article 15.2.1(b) of the Dealer Agreement, your Zone Manager must be contacted *within 60 days of the April 3, 2012 termination date* to review any repurchase requests regarding Dealer-owned signs. **If the dealership has signage it leases from GMDI, please complete and sign the attached form in the bottom left-hand box and fax the signed form to the attention of Lontina James at 313-483-0573.**

GM Essential Tools: The OE Tools and Equipment Group will provide you with a preliminary list of eligible tools and instructions regarding tool inventory verification. GM will advise you in writing of the disposition of the tools and the dealership will have *30 days* from date of GM's letter to return eligible tools to the location indicated.

GM Parts and Accessories: GM Parts will authorize the dealership to submit an application for a termination parts return. The dealership must submit a single listing of eligible parts and accessories electronically to its GM Parts Distribution Center *within 60 days* after authorization. Eligible Items must be unused and undamaged parts and accessories that: (1) are still in the original re-salable merchandising packages and in unbroken lots; (2) are listed for sale in the then current Dealer Parts and Accessories Price Schedule (except "discontinued" or "replaced" parts); and (3) were purchased by dealer either directly from GM Parts or from an outgoing dealer under an Assignment of Rights. GM Parts will subsequently provide a listing and tags with instructions for the return of eligible parts and accessories. **You must complete the attached GM Parts Data Access Authorization Form and fax the signed form to the attention of Lontina James at 313-483-0573.**

Warranty Claims: Any claims for warranty repairs that were completed prior to the termination date must be submitted electronically to GM for processing *within 15 days of the April 3, 2012 termination date*.

GM Communication Equipment: The GM Distance Learning Equipment must be disposed of by the dealership in accordance with local disposal ordinances. If you have any questions about this equipment, please contact the GM Training Help Desk at (888) 748-2687.

Your attention is directed to Article 17.5 of the Dealer Agreement headed "Trademarks and Service Marks". Effective April 3, 2012, the dealership is hereby requested to remove all signs and trademarks, and discontinue the use of all advertising, stationery, or printed matter which contains or relates to the trade names or trademarks of General Motors LLC or its divisions.

Article 17.5 Trademarks and Service Marks

"General Motors or affiliated companies are the exclusive owners or licensees of the various trademarks, service marks, names and designs (Marks) used in connection with Products and services."

Please be advised that once your Dealer Code(s)/BAC has been inactivated/ terminated, the dealership will no longer be able to submit the previous months' financial data (FACTS 2.0) to GM. All GlobalConnect user IDs associated with your BAC will be DE-ACTIVATED with the EXCEPTION of your Partner Security Coordinator's (PSC) ID. Only the PSC's ID will remain active. If there are any non-PSC IDs which need to remain active for business purposes (eg. submitting warranty claims, operating reports, etc.), your PSC will need to RE-ACTIVATE those particular IDs.

Lastly, in order to be able to effectively communicate and correspond with you after termination, please complete the attached "Post Termination Notification" form providing GM with the contact information required and fax it to **Lontina James at 313-483-0573**.

Please be assured that GM will continue to conduct business with West Covina Motors, Inc. d/b/a Clippinger Chevrolet, until the April 3, 2012 termination date, according to the Dealer Agreement and will expect WCM likewise to fulfill its responsibilities and obligations under the Dealer Agreement.

Very truly yours,



 Chris Shane
Zone Manager
General Motors LLC

Attachments

c: Dealer Contractual Group
Field Manager, Dealer Support: Western-Rick Sitek
Regional Distribution Manager: West - Kerry L. Stasch
Fixed Operations Zone Manager
GM Parts: Western-Michelle Baylor
Customer Consultant, Fleet and Commercial: Debbie.Francisco@gm.com,
Shirley.Stimage@gm.com
OE Tools: (dlrstat@servicesolutions.spx.com)
GM Co-op: Lori Savage: (lsavage@cecom.com)
Law Offices of Michael J. Flanagan



General Motors

BAC: 166094

May 13, 2010

Attention: ZIAD ALHASSEN
CLIPPINGER CHEVROLET
1932 EAST GARVEY AVENUE SOUTH
WEST COVINA, CA 91791

Dear: MR ZIAD ALHASSEN

The purpose of this letter is to provide General Motors dealers with their sales performance for January through December 2009. This report is provided in accordance with Article 9 of the Dealer Sales and Service Agreement.

Please note that this report excludes dealer sales performance for Pontiac, Saab, Saturn, Hummer, and Medium Duty Truck. It also excludes dealer sales performance for any brands subject to a Wind Down agreement in effect as of December 31, 2009.

General Motors has enclosed the sales performance report(s) for your dealership for this calendar period.

GM's evaluation of dealer sales performance for 2009 may not be reflective of the additional sales opportunities available to dealers as a result of reduced GM dealer representation in neighboring areas. GM's sales expectations for its four core brands and its retained dealers will likely increase significantly in the future, as GM adjusts for the reduction in the number of brands and dealer outlets.

Dealer's sales performance will be evaluated to Retail Sales Index (RSI) and will be rated based on the scale below. Note that all wind down dealers will be excluded from the state sales rankings and the percentile ranking described below:

- Superior - 100 RSI or greater and in top 15% of eligible dealers in the state
- Satisfactory - 100 RSI or greater (but not in top 15% of eligible dealers)
- Needs Improvement - 85.0 - 99.9 RSI
- Needs Significant Improvement - 84.9 RSI or lower (but not in bottom 15% of eligible dealers)
- Unsatisfactory - 84.9 RSI or less and in the bottom 15% of eligible dealers in the state
- Excluded - Dealer Agreement appointment date went into effect during the current calendar year

General Motors will provide a written report for the Dealer Retail Sales Performance Review, at least, on an annual basis. Although General Motors uses segment adjusted state penetration in calculating sales performance, it should be understood that General Motors market share expectations might be higher in the Dealer's Area of Primary Responsibility.

Effective with the December 2005 Dealer Retail Sales Performance Review Reports, dealers' retail sales include the delivery of both Drivers Education and Courtesy Transportation vehicles reported to GM by dealers.

You may also access this report quarterly on-line at www.gm-dart.com (DART). In addition to your sales performance information, demographic information for the geographic area around your dealership is available in DART. If you are not currently familiar with DART, please see "Dealer Performance Tool - DART" communication in GM Messenger with a release date of 9/24/2004 (VSG20041015) for more details.

It is believed the data on the enclosed reviews is self-explanatory. However, should you have any questions, your Zone Manager will be pleased to discuss them with you.

Yours truly,

Randolph Parker
Regional Sales and Marketing Manager - Chevrolet
Western Region

GENERAL MOTORS LLC

© 2010 ChannelVantage. CVI/GM Confidential

2009 DEALER RETAIL SALES PERFORMANCE REVIEW - SUMMARY
 Through December 2009 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1113 CHV SO CAL
GM Lines (C/B/G/K): C	Area: 1133 CHV C/E LA
BAC: 166894	APR: LA 6 PASADENA/ONTARI
	SDA/MDA: M
	Location Point: 3968

As provided by the Dealer Sales and Service Agreement, General Motors has reviewed Dealer's overall sales performance to determine the Retail Sales Index based on a comparison of Dealer's reported retail sales to the sales necessary to equal state average market share in Dealer's currently assigned APR/AGSSA. A Retail Sales Index of 100 is the minimum standard for Dealer to be considered in compliance with its commitment under Article 5 to effectively sell and promote the purchase, lease, and use of Divisional products. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

	Dealer Reported Retail Sls.	Sales to Equal State Avg.	Sales Variance From State Avg.	Retail Sales Index	Rank in State (RSI)	Dealer Rating
Chevrolet Car	50	92	-42	54.35	126 of 129	Unsatisfactory
Chevrolet LD Truck	95	167	-72	56.89	119 of 129	Unsatisfactory
Chevrolet Car/LD Truck	145	259	-114	55.98	122 of 129	Unsatisfactory
Buick						
GMC LD Truck						
Cadillac						

Additional Consideration which may have affected Dealer's sales performance - (None unless specified below):

Source: ChannelVantage using R.L. Polk & Co. and GM data.
 © 2010 ChannelVantage. CVI/GM Confidential

2009 DEALER RETAIL SALES PERFORMANCE REVIEW
Chevrolet Car

Through December 2009 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1113 CHV SO CAL
GM Lines (C/B/G/K): C	Area: 1133 CHV C/E LA
Appointment Date: 11/9/1999	APR: LA 5 PASADENA/ONTARI
BAC: 166894	SDA/MDA: M
Dealer Code: 20207	Location Point: 3968

Vehicle Line	2007	2008	2009			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations in APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
	(a)	(b)	(c)	(b)	(c)	(d) = (a) - (c)
Aveo	11	9	4	10	13	-9
Camaro Coupe	0	0	7	20	19	-12
Cobalt	20	19	6	9	14	-8
Corvette	14	14	6	7	4	2
Impala	24	8	2	6	7	-5
Malibu	14	60	25	40	35	-10
Discontinued	10	4	0	0	0	0
TOTAL	93	112	50	92	92	-42

RSI at State (e) = (a)/(c)	74.40	100.90	54.35
RRI at State (f) = (b)/(c)	94.40	104.50	100.00
RSI at National (g) = (a)/(l)	23.25	39.30	22.52
RRI at National (h) = (b)/(l)	29.50	40.70	41.44

Dealer's 2009 RSI of 54.35 ranks Dealer 126 out of 129 in the State of California.

On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
- (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (g) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.

The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

Source: ChannelVantage using R.L. Polk & Co. and GM data.
 © 2010 ChannelVantage. CVI/GM Confidential

2009 DEALER RETAIL SALES PERFORMANCE REVIEW
Chevrolet Light Duty Truck
 Through December 2009 CYTD

Dealership Name:	WEST COVINA MOTORS, INC.		
City:	WEST COVINA	Region:	WESTERN REGION
State:	CA	Zone:	1113 CHV SO CAL
GM Lines (C/B/G/K):	C	Area:	1133 CHV C/E LA
Appointment Date:	11/9/1999	APR:	LA 5 PASADENA/ONTARI
BAC:	166894	SDA/MDA:	M
Dealer Code:	20207	Locallon Point:	3968

Vehicle Line	2007	2008	2009			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations In APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
	(a)	(b)	(c)	(d)	(e)	(f) = (d) - (e)
Avalanche	31	9	5	6	6	-1
Blazer/Traillblazer	15	4	1	0	2	-1
Colorado	27	11	8	6	9	-1
Equinox	24	13	11	19	12	-1
Express	10	4	4	5	3	1
HHR	44	20	4	27	16	-12
Silverado 1500	108	94	28	66	47	-19
Silverado 2500	27	4	5	14	14	-9
Silverado 3500	11	4	2	2	1	1
Suburban	43	19	7	19	12	-5
Tahoe	87	53	11	34	30	-19
Traverse	0	0	9	20	15	-6
Uplander	2	0	0	0	0	0
Discontinued	3	0	0	0	0	0
TOTAL	432	235	95	220	167	-72

RSI at State (e) = (a)/(c)	79.12	81.31	56.89
RRR at State (f) = (b)/(c)	115.57	107.96	131.74
RSI at National (g) = (a)/(h)	67.71	63.17	41.67
RRR at National (h) = (b)/(h)	98.90	83.87	96.49

Dealer's 2009 RSI of 56.89 ranks Dealer 119 out of 129 in the State of California.
 On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
 - (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
 - (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
 - (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
 - (g) Retail Sales Index - Dealer reported-retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
 - (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

Source: Chennel/Vantage using R.L. Polk & Co. and GM data.
 © 2010 Chennel/Vantage. CVI/GM Confidential



General Motors

BAC: 166894

May 6, 2011

Attention: ZIAD ALHASSEN
CLIPPINGER CHEVROLET
1932 EAST GARVEY AVENUE SOUTH
WEST COVINA, CA 91791

Dear: MR ZIAD ALHASSEN

The purpose of this letter is to provide General Motors dealers with their sales performance for January through December 2010. This report is provided in accordance with Article 9 of the Dealer Sales and Service Agreement.

General Motors has enclosed the sales performance report(s) for your dealership for this calendar period.

GM's evaluation of dealer sales performance for 2010 may not be reflective of the additional sales opportunities available to dealers as a result of reduced GM dealer representation in neighboring areas. GM's sales expectations for its dealers will likely increase significantly in the future, as GM adjusts for the reduction in the number of brands and dealer outlets. Due to APR and AGSSA adjustments that are currently pending, the next release of this report will assess dealer sales performance for January through June 2011, and should be available in the mid-late September timeframe.

Dealer's sales performance will be evaluated to Retail Sales Index (RSI) and will be rated based on the scale below.

- Superior - 100 RSI or greater and in top 15% of eligible dealers in the state
- Satisfactory - 100 RSI or greater (but not in top 15% of eligible dealers)
- Needs Improvement - 85.0 - 99.9 RSI
- Needs Significant Improvement - 84.9 RSI or lower (but not in bottom 15% of eligible dealers)
- Unsatisfactory - 84.9 RSI or less and in the bottom 15% of eligible dealers in the state
- Excluded - Dealer Agreement appointment went into effect during the current calendar year

General Motors will provide a written report for the Dealer Retail Sales Performance Review, at least, on an annual basis. Although General Motors uses segment adjusted state penetration in calculating sales performance, it should be understood that General Motors market share expectations might be higher in the Dealer's Area of Primary Responsibility.

Effective with the December 2005 Dealer Retail Sales Performance Review Reports, dealers' retail sales include the delivery of both Drivers Education and Courtesy Transportation vehicles reported to GM by dealers.

You may also access this report quarterly on-line at www.gm-dart.com (DART). In addition to your sales performance information, demographic information for the geographic area around your dealership is available in DART. If you are not currently familiar with DART, please see "Dealer Performance Tool - DART" communication in GM Messenger with a release date of September 24, 2004 (VSG20041015) for more details.

It is believed the data on the enclosed reviews is self-explanatory. However, should you have any questions, your Zone Manager will be pleased to discuss them with you.

Yours truly,

Randolph Parker
Regional Sales and Marketing Manager - Chevrolet
Western Region

GENERAL MOTORS LLC

2010 DEALER RETAIL SALES PERFORMANCE REVIEW - SUMMARY
 Through December 2010 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1114 CHV SO CAL
GM.Lines (C/B/G/K): C	Area: 1143 CHV LA/INLAND EMP
BAC: 166894	APR: LA 5 PASADENA/ONTARI
	SDA/MDA: M
	Location Point: 3968

As provided by the Dealer Sales and Service Agreement, General Motors has reviewed Dealer's overall sales performance to determine the Retail Sales Index based on a comparison of Dealer's reported retail sales to the sales necessary to equal state average market share in Dealer's currently assigned APR/AGSSA. A Retail Sales Index of 100 is the minimum standard for Dealer to be considered in compliance with its commitment under Article 5 to effectively sell and promote the purchase, lease, and use of Divisional products. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

	Dealer Reported Retail Sl.	Sales to Equal State Avg.	Sales Variance From State Avg.	Retail Sales Index	Rank in State (RSI)	Dealer Rating
Chevrolet Car	6	101	-95	5.94	127 of 127	Unsatisfactory
Chevrolet LD Truck	15	168	-153	8.93	129 of 129	Unsatisfactory
Chevrolet Car/LD Truck	21	269	-248	7.81	129 of 129	Unsatisfactory
Buick						
GMC LD Truck						
Cadillac						

Additional Consideration which may have affected Dealer's sales performance - (None unless specified below):

2010 DEALER RETAIL SALES PERFORMANCE REVIEW

Chevrolet Car

Through December 2010 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1114 CHV SO CAL
GM Lines (C/B/G/K): C	Area: 1143 CHV LA/INLAND EMP
Appointment Date: 11/9/1999	APR: LA 5 PASADENA/ONTARI
BAC: 166894	SDA/MDA: M
Dealer Code: 20207	Location Point: 3968

Vehicle Line	2008	2009	2010			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations in APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
	(a)	(b)	(c)	(d) = (a) - (c)		
Aveo	9	4	1	2	5	-4
Camaro Coupe	0	7	0	42	35	-35
Cobalt	19	6	0	5	12	-12
Corvette	14	6	0	2	3	-3
Cruze	0	0	0	4	6	-6
Impala	6	2	1	3	6	-5
Malibu	60	25	4	25	34	-30
Volt	0	0	0	0	0	0
Discontinued	4	0	0	0	0	0
TOTAL	112	50	6	83	101	-95

RSI at State (e) = (a)/(c)	100.90	54.35	5.94
RRI at State (f) = (b)/(c)	104.50	100.00	82.18
RSI at National (g) = (a)/(l)	39.30	22.52	2.58
RRI at National (h) = (b)/(l)	40.70	41.44	35.62

Dealer's 2010 RSI of 5.94 ranks Dealer 127 out of 127 in the State of California.

On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
- (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (g) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.

The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

2010 DEALER RETAIL SALES PERFORMANCE REVIEW
Chevrolet Light Duty Truck
 Through December 2010 CYTD

Dealership Name:	WEST COVINA MOTORS, INC.		
City:	WEST COVINA	Region:	WESTERN REGION
State:	CA	Zone:	1114 CHV SO CAL
GM Lines (C/B/G/K):	C	Area:	1143 CHV LA/INLAND EMP
Appointment Date:	11/9/1999	APR:	LA 5 PASADENA/ONTARI
BAC:	166894	SDA/MDA:	M
Dealer Code:	20207	Location Point:	3968

Vehicle Line	2008	2009	2010			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations in APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
			(a)	(b)	(c)	(d) = (a) - (c)
Avalanche	9	5	1	7	4	-3
Blazer/Trailblazer	4	1	0	0	0	0
C4500	0	0	4	0	0	4
Colorado	11	8	0	8	5	-5
Equinox	13	11	1	20	29	-28
Express	4	4	2	10	7	-5
HHR	20	4	0	8	8	-8
Silverado 1500	94	28	3	60	52	-49
Silverado 2500	4	5	0	10	12	-12
Silverado 3500	4	2	0	1	3	-3
Suburban	19	7	0	8	8	-8
Tahoe	53	11	0	23	21	-21
Traverse	0	9	3	29	19	-16
Uplander	0	0	1	0	0	1
TOTAL	235	95	15	184	168	-153

RSI at State (e) = (a)/(c)	81.31	56.89	8.93
RRI at State (f) = (b)/(c)	107.96	131.74	109.52
RSI at National (g) = (a)/(l)	63.17	41.67	6.73
RRI at National (h) = (b)/(l)	83.87	96.49	82.51

Dealer's 2010 RSI of 8.93 ranks Dealer 129 out of 129 in the State of California.

On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
- (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (g) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.

The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.



General Motors

BAC: 166894

March 15, 2012

Attention: ZIAD ALHASSEN
CLIPPINGER CHEVROLET
1932 EAST GARVEY AVENUE SOUTH
WEST COVINA, CA 91791

Dear: MR ZIAD ALHASSEN

The purpose of this letter is to provide General Motors dealers with their sales performance for January through December 2011. This report is provided in accordance with Article 9 of the Dealer Sales and Service Agreement.

General Motors has enclosed the sales performance report(s) for your dealership for this calendar period.

As of December 31, 2011 new APR and AGSSA geography configurations were finalized and in effect for a majority of GM dealers. Unless otherwise noted, this sales performance report is based on the revised APR and AGSSA geography. For dealers/brands with revised APR and AGSSA geography that is still pending or that went into effect after December 31, 2011, this sales performance report includes annotations indicating that the report is based upon the contractual APR and AGSSA geography prior to the start of the geography reconfiguration process.

Due to unique circumstances associated with the roll-out of the Chevrolet Volt vehicle line, for this sales performance report only General Motors has made a decision to exclude the Volt from its calculation of "Sales to Equal State Average" and "Sales to Equal National Average" for Chevrolet Retail Car and Chevrolet Retail Car and Light Duty Truck. However, the "Dealer Reported Retail Sales" in this sales performance report includes the dealer's reported retail sales of the Volt vehicle line.

Dealer's sales performance will be evaluated to Retail Sales Index (RSI) and will be rated based on the scale below.

Superior - 100 RSI or greater and in top 15% of eligible dealers in the state

Satisfactory - 100 RSI or greater (but not in top 15% of eligible dealers)

Needs Improvement - 85.0 - 99.9 RSI

Needs Significant Improvement - 84.9 RSI or lower (but not in bottom 15% of eligible dealers)

Unsatisfactory - 84.9 RSI or less and in the bottom 15% of eligible dealers in the state

Excluded - Dealer Agreement appointment went into effect during the current calendar year

General Motors will provide a written report for the Dealer Retail Sales Performance Review, at least, on an annual basis. Although General Motors uses segment adjusted state penetration in calculating sales performance, it should be understood that General Motors market share expectations might be higher in the Dealer's Area of Primary Responsibility.

Effective with the December 2005 Dealer Retail Sales Performance Review Reports, dealers' retail sales include the delivery of both Drivers Education and Courtesy Transportation vehicles reported to GM by dealers.

You may also access this report quarterly on-line at www.gm-dart.com (DART). In addition to your sales performance information, demographic information for the geographic area around your dealership is available in DART. If you are not currently familiar with DART, please see, "Dealer Performance Tool - DART" communication in GM Messenger with a release date of September 24, 2004 (VSG20041015) for more details.

It is believed the data on the enclosed reviews is self-explanatory. However, should you have any questions, your Zone Manager will be pleased to discuss them with you.

Yours truly,

Randolph Parker
Regional Director Chevrolet
Western Region

GENERAL MOTORS LLC

2011 DEALER RETAIL SALES PERFORMANCE REVIEW - SUMMARY
 Through December 2011 CYTD

Dealership Name:	WEST COVINA MOTORS, INC.		
City:	WEST COVINA	Region:	WESTERN REGION
State:	CA	Zone:	1114 CHV SO CAL
GM Lines (C/B/G/K):	C	District:	1143 CHV LA/INLAND EMP
BAC:	166894	APR:	LA SEC 6 - EAST LA COUNTY
		SDA/MDA:	M
		Location Point:	3968

As provided by the Dealer Sales and Service Agreement, General Motors has reviewed Dealer's overall sales performance to determine the Retail Sales Index based on a comparison of Dealer's reported retail sales to the sales necessary to equal state average market share in Dealer's currently assigned APR/AGSSA. A Retail Sales Index of 100 is the minimum standard for Dealer to be considered in compliance with its commitment under Article 5 to effectively sell and promote the purchase, lease, and use of Divisional products. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

	Dealer Reported Retail Sls.	Sales to Equal State Avg.	Sales Variance From State Avg.	Retail Sales Index	Rank in State (RSI)	Dealer Rating
Chevrolet Car	53	219	-166	24.20	131 of 131	Unsatisfactory
Chevrolet LD Truck	48	222	-174	21.62	130 of 131	Unsatisfactory
Chevrolet Car/LD Truck	101	441	-340	22.90	130 of 131	Unsatisfactory
Buick						
GMC LD Truck						
Cadillac						

Additional Consideration which may have affected Dealer's sales performance - (None unless specified below):

Due to unique circumstances associated with the roll-out of the Chevrolet Volt vehicle line, for this sales performance report only General Motors has made a decision to exclude the Volt from its calculation of "Sales to Equal State Average" and "Sales to Equal National Average" for Chevrolet Retail Car and Chevrolet Retail Car and Light Duty Truck. However, the "Dealer Reported Retail Sales" in this sales performance report includes the dealer's reported retail sales of the Volt vehicle line.

Source: ChannelVantage using R.L. Polk & Co. and GM data.
 © 2012 ChannelVantage. CVI/GM Confidential

2011 DEALER RETAIL SALES PERFORMANCE REVIEW
Chevrolet Car
 Through December 2011 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1114 CHV SO CAL
GM Lines (C/B/G/K): C	District: 1143 CHV LA/INLAND EMP
Appointment Date: 11/9/1999	APR: LA SEC 6 - EAST LA COUNTY
BAC: 166894	SDA/MDA: M
Dealer Code: 20207	Location Point: 3968

Vehicle Line	2009	2010	2011			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations in APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
	(a)	(b)	(c)	(d) = (a) - (c)		
Aveo	4	1	0	1	5	-5
Camaro	7	0	18	62	58	-40
Caprice PPV	0	0	0	0	0	0
Cobalt	6	0	0	1	2	-2
Corvette	6	0	1	3	4	-3
Cruze	0	0	20	53	92	-72
Impala	2	1	1	3	5	-4
Malibu	25	4	10	57	47	-37
Sonic	0	0	0	5	6	-6
Volt	0	0	3	2		3
TOTAL	50	6	53	187	219	-166

RSI at State (e) = (a)/(c)	54.35	5.94	24.20
RRI at State (f) = (b)/(c)	100.00	82.18	85.39
RSI at National (g) = (a)/(l)	22.52	2.58	11.73
RRI at National (h) = (b)/(l)	41.44	35.62	41.37

Dealer's 2011 RSI of 24.20 ranks Dealer 131 out of 131 in the State of California.
 On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
- (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (g) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.

The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.

Due to unique circumstances associated with the roll-out of the Chevrolet Volt vehicle line, for this sales performance report only General Motors has made a decision to exclude the Volt from its calculation of "Sales to Equal State Average" and "Sales to Equal National Average" for Chevrolet Retail Car and Chevrolet Retail Car and Light Duty Truck. However, the "Dealer Reported Retail Sales" in this sales performance report includes the dealer's reported retail sales of the Volt vehicle line.

2011 DEALER RETAIL SALES PERFORMANCE REVIEW
Chevrolet Light Duty Truck
Through December 2011 CYTD

Dealership Name: WEST COVINA MOTORS, INC.	
City: WEST COVINA	Region: WESTERN REGION
State: CA	Zone: 1114 CHV SO CAL
GM Lines (C/B/G/K): C	District: 1143 CHV LA/INLAND EMP
Appointment Date: 11/9/1999	APR: LA SEC 6 - EAST LA COUNTY
BAC: 166894	SDA/MDA: M
Dealer Code: 20207	Location Point: 3968

Vehicle Line	2009	2010	2011			
	Dealer Reported Sales	Dealer Reported Sales	Dealer Reported Sales	Vehicle Line Registrations in APR/AGSSA	Sales to Equal State Average	Sales Variance From State Average
	(a)	(b)	(c)	(d) = (a) - (c)		
Avalanche	5	1	1	4	5	-4
C4500	0	4	0	0	0	0
Captiva	0	0	0	0	0	0
Colorado	8	0	2	8	8	-6
Equinox	11	1	18	63	52	-34
Express	4	2	0	7	9	-9
HHR	4	0	0	6	6	-6
Silverado 1500	28	3	16	106	71	-55
Silverado 2500	5	0	0	11	16	-16
Silverado 3500	2	0	0	2	4	-4
Suburban	7	0	1	8	9	-8
Tahoe	11	0	1	28	22	-21
Traverse	9	3	9	29	20	-11
Discontinued	1	1	0	0	0	0
TOTAL	95	15	48	272	222	-174

RSI at State (e) = (a)/(c)	56.89	8.93	21.62
RRI at State (f) = (b)/(c)	131.74	109.52	122.52
RSI at National (g) = (a)/(l)	41.67	6.73	16.11
RRI at National (h) = (b)/(l)	96.49	82.51	91.28

Dealer's 2011 RSI of 21.62 ranks Dealer 130 out of 131 in the State of California.

On the basis of Dealer's Retail Sales Index, and any additional considerations set forth in the Summary, Dealer's performance is rated as Unsatisfactory.

- (c) Retail sales necessary to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (d) Difference between Dealer reported retail sales and retail sales required to equal state average.
- (e) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (f) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal state average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (g) Retail Sales Index - Dealer reported retail sales/Retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.
- (h) Retail Registration Index = Vehicle Line retail registrations/retail sales required to equal national average in Dealer's currently assigned SDA-APR or MDA-AGSSA.

The achievement of the sales necessary to equal state average (RSI = 100) constitutes the minimum acceptable sales performance as required by the Dealer Sales and Service Agreement. However, General Motors retail market share expectations may be higher in the Dealer's Area of Primary Responsibility.