



May 13, 2009

Dear 

As you know, we are in the process of seeking approval of the sale of our primary operating assets to a new company. The unprecedented decline in the industry has had a significant impact upon sales and requires the new company to reduce production levels to better match ongoing demand. With the downsizing of operations following the sale and reduction of plants and production, similar reductions must be made in the size of the dealer body.

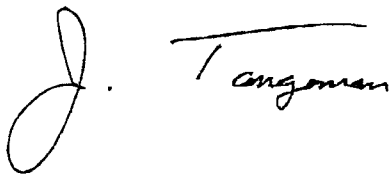
With regret, this letter is to inform you that on May 14th, 2009, we are filing a motion in bankruptcy court rejecting the Sales and Service Agreement(s) between Chrysler Motors LLC and the dealership listed above. Upon approval from the court, your agreement will be rejected on or about June 9, 2009.

We intend to maintain "business as usual" with you until the rejection takes place. We intend to honor warranty and incentive payments, during the period that you remain an active dealer subject to available financing. It is necessary to work together to make this transition as seamless as possible to your customers. After rejection, we want to work with you to assist in the redistribution of new vehicles and parts to ease the burden on you. Attached to this letter, please find further details regarding the transition period. Your business center will be in touch to offer assistance.

These are extraordinary times, and they call for extraordinary efforts. It is with a sense of profound sadness that we must take this step and reject some of our dealer Sales and Service Agreement(s), but it's a necessary step in the process of pursuing and completing the sale of our assets to the new company. We wish there was a better way, but there isn't.

We are grateful for the support you and your company have provided Chrysler over the years and we wish you the best under these circumstances.

Respectfully,



J. Tangeman
National Dealer Placement Manager

Transition Period Information

We have provided below the processes and guidelines we will have in place to assist you. We know your customers have been important to you, and we recognize that it is in our mutual interest to work together to serve your customers during this transition period.

New Vehicle Inventory

As a result of its recent bankruptcy filing, Chrysler LLC is unable to repurchase your new vehicle inventory. However, we will assist with the redistribution of as many of your eligible vehicles as possible, among the dealers remaining in the Chrysler network. All vehicles will be inspected by a third party for equipment, damage, and mileage prior to redistribution. Any vehicles "reported sold" and in stock will not qualify.

Vehicle eligibility will be as follows:

- New and unused
- Undamaged
- No demos
- No more than 125 miles
- No vehicle previously reported sold

Parts and Accessory Inventory

Redistribution of Parts

As a result of its recent bankruptcy filing, Chrysler LLC is unable to repurchase your Mopar parts inventory. However, we will endeavor to match you with a dealer to consider purchase of your parts. This redistribution will occur among the dealers remaining in the Chrysler network. All agreements and transactions will be between the buying and selling dealers.

With your agreement, your parts inventory information will be provided to the remaining dealerships. The sales, payment, and delivery terms of the parts inventory are between dealerships.

Parts Ordering

Ordering will remain available for Daily Stock and Special Handling orders. Order delivery and return pick-up will continue per current delivery schedules.

At the time the rejection motion is filed, dealerships subject to rejection that are enrolled in ARO (Automatic Replenishment Ordering) will be removed from the program to alleviate an increase in dealer parts inventories.

Essential/Special Tools

As a result of its recent bankruptcy filing, Chrysler LLC is unable to repurchase your Essential/Special tools. However, we will assist with the redistribution of as many of your Essential/Special tools as possible. This redistribution will occur among the dealers remaining in the Chrysler network. All agreements and transactions will be between the buying and selling dealers.

Warranty Claims Processing

All Warranty, MOPAR, Recall, Transportation and Chrysler Service Contract Claims must be submitted to Chrysler Motors LLC for payment within seven days of the expected court approved rejection date. Chrysler will endeavor to credit your Dealer Statement for approved and processed claims.

- Warranty repairs performed after the rejection date are not eligible for payment.
- Submission of claims via DealerConnect is available until seven (7) days after the expected court approved rejection date.
- Upon rejection all current Warranty Material Return requirements remain in effect until seven (7) days after the court approved rejected date.
- Continue to maintain all supporting documents in the event of claim denials or chargebacks.

Sales Incentive Claims Processing

Incentive Claim Processing will be available for final claim submission and payment until seven (7) days after the court approved rejection date. Chrysler will endeavor to credit your Dealer Statement for approved and processed claims.

- Only those new vehicles retailed to bona fide customers prior to the expected court approved rejection date are eligible to be reported through the NVDR system.
- Vehicles with retail delivery dates prior to the expected court approved rejection date must be reported through the NVDR system in order for incentive claims to be processed.
- If a vehicle is reported through the NVDR system and incentives are claimed, that vehicle can not be redistributed to another dealer's inventory.
- Chrysler reserves the right to reject any claims for incentives that do not meet established program rules as indicated in the Gold Book.

Brand Signs

Upon rejection, all Chrysler will remove Chrysler owned signage at the earliest possible date.

DealerConnect Access

All DealerConnect user S-ID access, with the exception of the Dealer Principal, will be deactivated on the expected court approved rejection date. Thereafter, only the Dealer Principal's S-ID and password will be able to access and utilize available applications within DealerConnect.

Discontinued Use of Chrysler LLC Trade Names, Trademarks, Logos, etc.

After expected court approved rejection date of your Sales and Service Agreement, you must immediately discontinue using any trade names applicable to Chrysler LLC and its subsidiaries in your corporate, firm or trade name and using any trade names, trademarks or insignias adopted or used by Chrysler LLC or its divisions, parent, affiliate or subsidiary companies, and take such steps as may be necessary to change such corporate, firm, or trade name. In addition, you must eliminate advertising containing any such trade names, trademarks or insignias, or anything else that would identify you as an authorized dealer for Chrysler Motors vehicles or products.

Questions

Should you have any questions regarding Chrysler LLC's bankruptcy process, you may visit the website chryslerrestructuring.com. Additionally, Dealer Principals may access "Ask Chrysler" on the home page of DealerConnect.