

GMAC LLC  
Form 8-K  
July 24, 2008

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
July 22, 2008  
(Date of report; date of  
earliest event reported)  
Commission file number: 1-3754  
GMAC LLC  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**38-0572512**  
(I.R.S. Employer  
Identification No.)

**200 Renaissance Center  
P.O. Box 200 Detroit, Michigan  
48265-2000  
(Address of principal executive offices)  
(Zip Code)  
(313) 556-5000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On April 8, 2008, GMAC LLC ( GMAC ) announced that it was implementing a plan related to GMACI Holdings LLC ( GMACI ), the holding company for its insurance operations, in the interest of maintaining the current financial strength rating for the GMAC Insurance Group of companies, including Motors Insurance Corporation. The plan was developed in response to action by A.M. Best Co. on February 27, 2008 placing GMACI s A- (Excellent) rating under review with negative implications. Accordingly, on July 22, 2008, GMAC effectuated the plan by providing a dividend of 100% of the voting interest of GMACI to the current holders of GMAC s common membership equity, which include FIM Holdings LLC, which is controlled by Cerberus FIM Investors, LLC, and subsidiaries of General Motors Corporation. The dividend was made pro rata in accordance with the current common equity ownership percentages held by these entities. GMAC continues to hold 100% of the economic interests in GMACI. There can be no assurances that the current A.M. Best Co. ratings will remain unchanged.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GMAC LLC  
(Registrant)

Dated: July 24, 2008

/s/ David J. DeBrunner  
David J. DeBrunner  
Vice President, Chief Accounting Officer  
and Controller