

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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FILER

GENERAL MOTORS ACCEPTANCE CORP

CIK: **40729** | IRS No.: **380572512** | State of Incorporation: **NY** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **033-63463** | Film No.: **96620326**
SIC: **6141** Personal credit institutions

Business Address
3044 W GRAND BLVD
DETROIT MI 48202
3135565000

GENERAL MOTORS ACCEPTANCE CORPORATION
Medium-Term Notes - Floating Rate

Agent:	Lehman Brothers
Principal Amount:	\$30,000,000
Agent's Discount or Commission:	\$52,500
Net Proceeds to Company:	\$29,947,500
Initial Interest Rate:	5.48%
Issue Date:	8/23/96
Maturity Date:	9/16/98

Calculation Agent: GMAC

Interest Calculation:

/X/ Regular Floating Rate Note

Interest Rate Basis: / / CD Rate / / Commercial Paper Rate
/ / Prime Rate / / Federal Funds Rate
/X/ LIBOR (see below) / / Treasury Rate
/ / Other
(see attached)

If LIBOR, Designated LIBOR Page / / Reuters Page: / / or
/X/ Telerate Page: 3750

Interest Reset Dates: Each March 16, June 16, September 16, December 16,
beginning September 16, 1996. The final reset date
will be June 16, 1998.

Interest Payment Dates: Each March 16, June 16, September 16, December 16,
commencing September 16, 1996 and ending September 16,
1998.

Index Maturity: 3 Months
Spread (+/-): -0.02%

Day Count Convention:

/X/ Actual/360 for the period from 8/23/96 to 9/16/98
/ / Actual/Actual for the period from / / to / /
/ / 30/360 for the period from / / to / /

Redemption:

/X/ The Notes cannot be redeemed prior to the Stated Maturity Date.
/ / The Notes may be redeemed prior to Stated Maturity Date.
/ / Initial Redemption Date:

Initial Redemption Percentage: ____%
Annual Redemption Percentage Reduction: ____% until Redemption
Percentage is 100% of the Principal Amount.

Repayment:

The Notes cannot be repaid prior to the Maturity Date.
 / The Notes can be repaid prior to the Maturity Date at the option of
the holder of the Notes. (See Below)
 / Optional Repayment Date(s):
Repayment Price: %

Currency:

Specified Currency: U.S. (If other than U.S. dollars, see attached)
Minimum Denominations: _____ (Applicable only if Specified
Currency is other than U.S. dollars)

Original Issue Discount: / / Yes No
Total Amount of OID: Yield to Maturity:
Initial Accrual Period:

Form: Book-Entry / / Certificated