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GENERAL MOTORS ACCEPTANCE CORP

Form 424B3

January 30, 2004

Pricing Supplement Dated February 02, 2004  
(To Prospectus Dated October 23, 2003)

Rule 424(b)(3)  
File No. 333-109323

GENERAL MOTORS ACCEPTANCE CORPORATION  
Medium-Term Notes - Fixed Rate

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Principal Amount: \$125,000,000.00  
Accrued Interest at  
Time of Issuance: \$ 2,414,930.54 (10/15/03 - 02/01/04)  
Net Proceeds to Company: \$127,414,930.54  
Interest Rate: 6.500% per annum  
Issue Date: 02/02/04  
Maturity Date: 10/15/09  
Interest Payment Dates: The 15th day of each April and October and at  
Maturity, commencing April 15, 2004 and  
ending on the Maturity Date.  
CUSIP: 37042WH20  
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Calculation Agent: GMAC

Interest Calculation:

/X/ Regular Fixed Rate Note (Interest Accrues from 10/15/03)

Day Count Convention:

// Actual/360 for the period from // to //  
// Actual/Actual for the period from // to //  
/X/ 30/360 for the period from 10/15/03 to 10/15/09

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:

/X/ 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 /X/ No

Total Amount of OID: Yield to Maturity:  
Initial Accrual Period:

Form: /X/ Book-Entry // Certificated

Other: /X/ Principal // Agent

If as principal:

// The Notes are being offered at varying prices related to

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prevailing market prices at the time of resale.  
/X/ The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

If as agent:

The Notes are being offered at a fixed initial public offering price of \_\_\_\_\_% of principal amount.