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GENERAL MOTORS ACCEPTANCE CORP

Form 424B3

January 30, 2004

Pricing Supplement Dated February 02, 2004 Rule 424(b)(3)
(To Prospectus Dated October 23, 2003) File No. 333-109323

GENERAL MOTORS ACCEPTANCE CORPORATION

Medium-Term Notes - Fixed Rate ______ Principal Amount: \$125,000,000.00 Accrued Interest at Time of Issuance: Time of Issuance: \$ 2,414,930.54

Net Proceeds to Company: \$127,414,930.54

Interest Rate: 6.500% per annum

Issue Date: (10/15/03 - 02/01/04)Interest Rate:
Issue Date:

Maturity Date:

Interest Payment Dates:

The 15th day of each April and October and at Maturity, commencing April 15, 2004 and and on the Maturity Date. CUSIP: 37042WH20 Calculation Agent: GMAC Interest Calculation: /X/ Regular Fixed Rate Note (Interest Accrues from 10/15/03) Day Count Convention: $^{\prime}$ / Actual/360 for the period from $^{\prime}$ / to $^{\prime}$ / // Actual/Actual for the period from // to // /X/ 30/360 for the period from 10/15/03 to 10/15/09Redemption: /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):

Original Issue Discount: // Yes /X/ No

Currency is other than U.S. dollars)

Total Amount of OID: Yield to Maturity:

Initial Accrual Period:

Form: /X/ Book-Entry / / Certificated

Other: /X/ Principal // Agent

Repayment Price:

If as principal:

Currency:

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

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

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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.