## Edgar Filing: GENERAL MOTORS ACCEPTANCE CORP - Form 424B3

## GENERAL MOTORS ACCEPTANCE CORP

## Form 424B3

September 22, 2004

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

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GENERAL MOTORS ACCEPTANCE CORPORATION
                      Medium-Term Notes - Floating Rate
______
                             Bear, Stearns & Co. Inc., Morgan Stanley,
Agent:
                             Goldman, Sachs & Co., BNP Paribas Securities Corp.,
                             JP Morgan Securities Inc., Lehman Brothers,
                             UBS Securities LLC, HSBC Securities (USA) Inc.
                             $1,000,000,000.00
Principal Amount:
Agent's Discount
or Commission: $ 2,000,000.00

Net Proceeds to Company: $ 998,000,000.00

Initial Interest Rate: 3.08%

Issue Date: 09/23/04
Maturity Date: 09/23/08
CUSTP: 37042WH79
______
Calculation Agent: GMAC
Interest Calculation:
      /X/ Regular Floating Rate Note
                           // CD Rate // Commercial Paper Rate // Prime Rate // Federal Funds Rate /X/ LIBOR (see below) // Treasury Rate
      Interest Rate Basis: / / CD Rate
                           / / Other
                                 (see attached)
      If LIBOR, Designated LIBOR Page / / Reuters Page: / / or
        /X/ Telerate Page: 3750
Interest Reset Dates: Each December 23, March 23, June 23 and September 23.
                        The first interest reset date will be December 23, 2004. The final interest reset
                        date will be June 23, 2008.
Interest Payment Dates: Each December 23, March 23, June 23 and September 23,
                        commencing December 23, 2004 and ending
                        September 23, 2008.
Index Maturity:
                       3 Months
Spread (+/-):
                       +1.15%
Day Count Convention:
      /X/ Actual/360 for the period from 09/23/04 to 09/23/08
      // Actual/Actual for the period from // to //
      / / 30/360 for the period from / / to / /
Redemption:
      /\mathrm{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)
```

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/ / 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
             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
        XX% of principal amount.
```