

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

*In re*

WASHINGTON MUTUAL, INC., et al.<sup>1</sup>

Debtors.

Chapter 11

CASE NO. 08-12229 (MJW)

(Jointly Administered)

Objection Deadline: June 8, 2009 at 4:00 p.m.

**SUMMARY OF FIFTH MONTHLY APPLICATION OF  
JOHN W. WOLFE, P.S. FOR ALLOWANCE OF COMPENSATION FOR  
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
AS SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR THE PERIOD FROM APRIL 1, 2009 THROUGH APRIL 30, 2009**

Name of Applicant	<u>John W. Wolfe, P.S.</u>
Authorized to Provide Professional Services to:	<u>Washington Mutual Inc.</u>
Date of Retention	<u>December 16, 2008, 2008 <i>nunc pro tunc</i> to October 25, 2008</u>
Period for which compensation and reimbursement is sought:	<u>April 01, 2009 to April 30, 2009</u>
Amount of Compensation sought as Actual, reasonable and necessary	<u>\$59,191.20 (80%) of \$73,989.00</u>
Amount of Expense Reimbursement sought as Actual, reasonable and necessary	<u>\$57.00</u>
This is a(n):	<u> X </u> monthly      _____ interim      _____ final application

<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: (i) Washington Mutual, Inc. (3725); and WMI Investment Corp. (5395). The Debtor's principal offices are located at 1301 Second Avenue, Seattle, Washington 98101



Prior Applications Filed:

Date Filed	Period Covered	Fees	Expenses
02/10/09	10/27/08 through 11/30/08	\$23,708.40	\$0.00
03/30/09	12/01/08 through 01/26/09	\$56,502.80	\$0.00
04/08/09	02/01/09 through 02/28/09	\$10,536.00	\$0.00
04/21/09	03/02/2009 through 03/31/2009	\$25,467.60	\$75.72

Summary of Fee Application for Compensation Period:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
	04/01/2009 through 04/30/2009	\$59,191.20 (80% of \$73,989.00)	\$57.00	\$	\$

Summary of Any Objections to Fee Application:

Date of Fee Application	Date of Objection	Total Fees Subject to Objection	Total Expenses Subject to Objection

**COMPENSATION BY PROFESSIONAL**

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
John W. Wolfe	Owner, since 1978; Member of WA State Bar since 1978	\$450.00	95.02	\$42,759.00
Daniel A. Zariski	Firm Member since 2007, Member of WA State Bar since 1991	\$350.00	71.40	\$24,990.00
Michael R. Wrenn	Firm Member since 2008, Member of WA State Bar since 1980	\$400.00	15.60	\$ 6,240.00
<b>TOTAL</b>			<b>182.02</b>	<b>\$73,989.00</b>

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
General Communications	0.00	\$ 0.00
General Litigation/Investigation Issues	163.28	\$65,691.00
Information Access	7.65	\$ 3,367.50
Corporate Governance and Board-Related Issues	11.09	\$ 4,930.50
Other	0.00	\$ 0.00
<b>TOTAL</b>	<b>182.02</b>	<b>\$73,989.00</b>

**EXPENSE SUMMARY**  
**APRIL 01, 2009 THROUGH APRIL 30, 2009**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Outside Courier	ABC Legal Services, Inc.	\$57.00
<b>TOTAL</b>		<b>\$57.00</b>

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DISTRICT OF DELAWARE

*In re*

WASHINGTON MUTUAL, INC., et al.<sup>1</sup>

Debtors.

**Chapter 11**

**CASE NO. 08-12229 (MJW)**

**(Jointly Administered)**

**Objection Deadline: June 8, 2009 at 4:00 p.m.**

**FIFTH MONTHLY APPLICATION OF JOHN W. WOLFE, P.S., AS SPECIAL  
COUNSEL FOR THE DEBTORS, FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES  
FROM APRIL 1, 2009 THROUGH APRIL 30, 2009**

1. Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court of the District of Delaware (the “Local Rules”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 issued by the Executive Office for United States Trustees (the “Guidelines”), the Court’s *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (the “Administrative Order”) [Docket No. 204], and the *Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*”) [Docket No. 302], (the “Administrative Order”), John W. Wolfe, P.S. (the “Wolfe Firm”), local counsel for Washington Mutual, Inc. (“WMI”), as debtors and debtors in possession (the “Debtors”),

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<sup>1</sup> The Debtors in these chapter 11 cases along with the last four digits of each Debtor’s federal tax identification number are: (i) Washington Mutual, Inc. (3725); and WMI Investment Corp. (5395). The Debtor’s principal offices are located at 1301 Second Avenue, Seattle, Washington 98101

hereby files this Fifth Monthly Application for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Expenses for the period April 01, 2009 through April 30, 2009 (the "Application"). By this Application, the Wolfe Firm requests allowance of \$59,191.20 (80% of \$73,989.00) as compensation and \$57.00 for reimbursement of actual and necessary expenses for a total of \$59,248.20 for the period April 01, 2009 through and including April 30, 2009 (the "Compensation Period"). In support of this Application, the Wolfe Firm respectfully represents as follows:

### **Background**

2. On September 26, 2008 (the "Petition Date"), the Debtors commenced with this Court a voluntary case under the Bankruptcy Code. As of the date hereof, the Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On October 3, 2008, this Court entered an order pursuant to Rule 1015(b) of the Bankruptcy Rules authorizing the joint administration of the Debtors' chapter 11 cases.

4. The Wolfe Firm was retained effective October 25, 2008 by this Court's Order dated December 16, 2008 [Docket No. 454] (the "Retention Order"). The Retention Order authorized the Wolfe Firm to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

### **Compensation Paid and Its Source**

5. All services for which compensation is requested by the Wolfe Firm were performed for on behalf of the Debtors.

6. The Wolfe Firm has received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered during the Compensation Period and addressed by this Application. There is no agreement or understanding between The Wolfe Firm and

any other person, other than members of the Wolfe Firm, for sharing of compensation to be received for services rendered in these cases.

#### **Fee Statements**

7. The fee statement for the Compensation Period is attached hereto as Exhibit A. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of the Wolfe Firm's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bank. L.R. 2016-2 and the Administrative Order.

8. The fees charged by the Wolfe Firm in these cases are billed in accordance with its existing billing rates and procedures in effect during Compensation Period. The rates the Wolfe Firm charges for the services rendered by its professionals in these chapter 11 cases are the same rates the Wolfe Firm charges for professional and paraprofessional services rendered in comparable non-bankruptcy related matters. Such fees are reasonably based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

#### **Actual and Necessary Expenses**

9. A summary of actual and necessary expenses incurred by the Wolfe Firm during the Compensation Period is attached hereto as Exhibit B. The Wolfe Firm requests allowance of actual and necessary expenses incurred by the Wolfe Firm in the amount of \$57.00.

10. The Wolfe Firm's disbursement policies pass through all out of pocket expenses at actual cost.

#### **Summary of Services**

11. The following is a summary of the significant professional services rendered by the Wolfe Firm during the Compensation Period.

a. General Litigation/Investigation Issues

Fees: \$73,989.00

Total Hours: 182.02

This category relates to criminal or governmental investigations involving the Debtors.

**Valuation of Services**

12. The Wolfe Firm expended a total of 182.02 hours in connection with this matter during the Compensation Period. The nature of the work performed by the Wolfe Firm is fully set forth in Exhibit A attached hereto. These are the Wolfe Firm's normal hourly rates for work of this character. The reasonable value of the services rendered by the Wolfe Firm to the Debtors during the Compensation period is \$59,191.20 (80% of \$73,989.00).

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by the Wolfe Firm is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, the Wolfe Firm has reviewed the requirements of Del. Bank. L.R. 2016-2 and believes that this Application complies with that Rule.

14. WHEREFORE, the Wolfe Firm respectfully requests that (i) the Court authorize that an allowance of compensation be made to the Wolfe Firm pursuant to the terms of the Administrative Order, in the amount of \$59,191.20 (80% of \$73,989.00) as compensation for necessary professional services rendered, and the sum of \$57.00 as actual necessary costs and expenses, for a total of \$59,248.20 for the period April 01, 2009 through April 30, 2009, (ii) the Court direct the Debtors to pay the Wolfe Firm \$59,191.20, representing 80% of the total amount of fees allowed, and \$57.00 representing 100% reimbursement of the expenses allowed, (iii) the allowance of such compensation for professional services rendered and reimbursement of actual and



necessary expenses incurred be without prejudice to the Wolfe Firm's right to seek such further compensation for the full value of services performed and expenses incurred, (iv) the Court grant the Wolfe Firm such other and further relief as is deemed just and proper.

Dated: May 18, 2009  
Wilmington, Delaware

/s/ John W. Wolfe  
John W. Wolfe WSBA #08028  
THE LAW OFFICE OF JOHN W. WOLFE, P.S.  
601 Union Street, Suite 5110  
Seattle, WA 98101  
Telephone: (206) 467-9088  
Facsimile: (206) 447-9374

**VERIFICATION**

STATE OF WASHINGTON        )  
  ) S.S.  
COUNTY OF KING            )

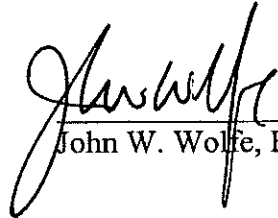
John W. Wolfe, after being duly sworn according to law, deposes and says as follows:

(a) I am a partner in the applicant firm, John W. Wolfe, P.S., and have been admitted to appear before this Court.

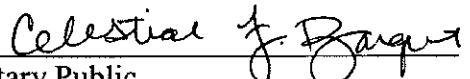
(b) I have personally performed the bulk of the legal services rendered by John W. Wolfe, P.S. as special counsel to the Debtors and I have personal knowledge that the remaining legal services performed by other members of the Wolfe Firm were rendered for the benefit of the Debtors.

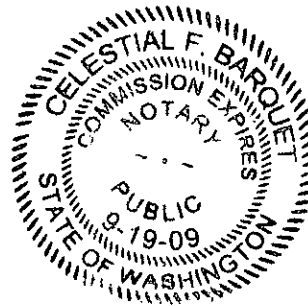
(c) I have reviewed the foregoing Fifth Monthly Application, and the facts set forth therein are true and correct to the best of my knowledge, information and belief.

Moreover, I have reviewed Local Rule 2016-2 and submit that the application substantially complies with such rule.

  
\_\_\_\_\_  
John W. Wolfe, Esq.

SWORN TO AND SUBSCRIBED before  
me this 1<sup>st</sup> th day of May, 2009.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 9/19/2009



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

-----X	
<i>In re</i>	: <b>Chapter 11</b>
	:
WASHINGTON MUTUAL, INC., <u>et al.</u> ,	: <b>Case No. 08-12229 (MFW)</b>
	:
	:
<b>Debtors.</b>	: <b>(Jointly Administered)</b>
	:
-----X	
	<b>Objection Deadline: 6/8/09 at 4:00 p.m. (EDT)</b>

**NOTICE OF FIFTH MONTHLY FEE  
APPLICATION OF JOHN W. WOLFE, P.S.**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (the “Debtors”) have today filed the attached *Fifth Monthly Application of John W. Wolfe, P.S. as Special Counsel for the Debtors, for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses from April 1, 2009 through April 30, 2009* (the “Application”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated October 30, 2008 [Docket No. 204] (the “Original Administrative Order”) and the *Revised Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated November 14, 2008 [Docket No. 302] (“Revised Administrative Order” and together with the Original Administrative Order, the “Administrative Order”), must be filed with the Clerk of the Bankruptcy Court for the District of Delaware, 824 North Market Street,

Wilmington, Delaware 19801, and be served upon and received by: (i) the Debtors, Washington Mutual, Inc., c/o Alvarez and Marsal, 1301 Second Avenue, WMC3301, Seattle, WA 98101, (Attn: John Maciel, Esq.); (ii) counsel to the Debtors Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Marcia L. Goldstein, Esq. and Brian S. Rosen, Esq.); (iii) co-counsel to the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, P.O. Box 551, Wilmington, Delaware 19899 (Attn: Mark D. Collins, Esq.); (iv) Office of the U.S. Trustee, District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2313, Lockbox 35, Wilmington, Delaware 19801 (Attn: Joseph J. McMahon, Jr., Esq.); (v) the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, (Attn: Fred S. Hodara, Esq.); Akin Gump Strauss Hauer & Feld LLP, 1333 New Hampshire Avenue, N.W. (Attn: Scott L. Alberino, Esq.); Akin Grump Strauss Hauer & Feld LLP, 2029 Century Park East, Suite 2400, Los Angeles, California 90067-3012 (Attn: Peter J. Gurfein, Esq. and David P. Simonds, Esq.); and Pepper Hamilton LLP, Hercules Plaza, Suite 5100, 1313 N. Market Street, Wilmington, Delaware 19801 (David B. Stratton, Esq. and Evelyn J. Meltzer, Esq.) (collectively, the “Notice Parties”) so as to be received no later than **June 8, 2009 at 4:00 p.m. (EDT)** (the “Objection Deadline”). Only those objections that are timely filed, served and received will be considered by the Court.

PLEASE TAKE FURTHER NOTICE that if no objections are received by the Notice Parties prior to the Objection Deadline, in accordance with the Administrative Order the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court. If an objection is properly filed and served and such objection is not otherwise resolved, or the

Court determines that a hearing should be held in respect of the Application, a hearing will be held at a time convenient to the Court. Only those objections made in writing and timely filed, served and received in accordance with the Administrative Order will be considered by the Court at the hearing.

Dated: May 18, 2009  
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)  
Chun I. Jang (No. 4790)  
Lee E. Kaufman (No. 4877)  
Andrew I. Irgens (No. 5193)  
RICHARDS, LAYTON & FINGER, P.A.  
One Rodney Square  
920 North King Street  
Wilmington, DE 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701

– and –

Marcia L. Goldstein, Esq.  
Brian S. Rosen, Esq.  
Michael F. Walsh, Esq.  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

*Attorneys for the Debtors and Debtors in Possession*

**EXHIBIT A**

JOHN W. WOLFE, P.S.  
Two Union Square  
601 Union Street, Suite 5110  
Seattle, WA 98101  
Federal Tax ID # 91-1252013  
May 18, 2009

Invoice submitted to:

Washington Mutual, Inc.  
c/o Ojha Meeta  
Alvarez & Marsal North America LLC  
1301 Second Avenue  
Seattle WA 98101

In Reference To: Bankruptcy Case #08-12229

Invoice # 16815

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
4/1/2009	JW Telephone call to T. Langekamp regarding Schneider documents (.25); Telephone conference with client and T. Langekamp regarding Schneider documents (.25); Evaluate information from T. Langekamp regarding Schneider documents and USAO response (.75); Voicemail from J. Williams regarding dismissal motion (.25); Telephone call to S. Caplow regarding unopposed dismissal motion (.25).	1.75 450.00/hr	787.50
	DAZ Review legal research regarding client privilege and work product standards (n/c).	350.00/hr	NO CHARGE
4/2/2009	DAZ Draft and review email regarding documents review project proposal (.3); Telephone conference with outside vendor regarding quotes for attorney and paralegal reviewers for documents review project (.2).	0.50 350.00/hr	175.00
	JW Telephone call to J. Klein (n/c); Telephone call to D. A. Zariski regarding document collection (n/c); Telephone call to J. Williams regarding motion dismiss (n/c); Telephone call from AUSA Freidman regarding April 6 multiple calls (n/c); Scheduling email to C. Smith (n/c); Review email regarding staffing for document production (n/c).	450.00/hr	NO CHARGE
4/3/2009	DAZ Telephone conference with J. Wolfe regarding transition of documents from Weil Gotshal (n/c).	350.00/hr	NO CHARGE

		<u>Hrs/Rate</u>	<u>Amount</u>
4/6/2009	DAZ Conference with J. Wolfe regarding document production transition (.1); Conference with J. Wolfe regarding privilege log and preparation of same (.1).	0.20 350.00/hr	70.00
	JW Telephone conference with C. Smith/ Weil Gotshal firm (.25); Prepare for conference with C. Smith (.75); Conference with C. Smith/prepare for meeting with the Government (1.75); Conference with the Government/C. Smith (2.0); Telephone call from B. Kaplan regarding J. Killinger document request (.25); Telephone call from X. Ousthaniol (.25); Conference with D. A. Zariski regarding Schneider privilege log (.33); Email to C. Smith regarding privilege log issues (.1); Telephone call to T. Langekamp regarding meeting with USAO (.1); Continue work on transition issues (.5).	6.28 450.00/hr	2,826.00
4/7/2009	JW Evaluate request from J. Killinger's counsel for documents/review D. Green email on behalf of J. Killinger/email to C. Smith regarding same (.5); Continue evaluate/review issues related to transition from Weil Gotshal/draft agenda for 4/8/09 legal team meeting (2.25); Review/evaluate issues regarding Joint Defense Agreement signed by Simpson Thatcher (.75); Conference with D. A. Zariski regarding transition issues/privilege logs (.5); Telephone call to X. Ousthaniol and T. Langekamp regarding draft agenda and substance of 04/8/09 legal team meeting; Finalize agenda/email to C. Smith (.5); Email from I. Schwartz regarding documents for Schneider (.1); Telephone call from T. Langekamp regarding document production issues i.e., questions regarding non-responsive review email for possible explanation (.5).	5.10 450.00/hr	2,295.00
4/8/2009	DAZ Prepare for and attend meeting with Alvarez & Marsal personnel and general counsel regarding issues to be addressed in meeting with USAO with respect to transition of document production from Weil Gotshal (3.4); Review and revise letter to Weil Gotshal regarding transition issues (.5).	3.90 350.00/hr	1,365.00
	JW Review C. Smith email regarding Board meeting and evaluate DOJ issues for Board (.33); Prepare for conference with C. Smith and Alvarez & Marsal team (.75); Telephone call from I. Schwartz regarding Schneider documents and fee issues (.25); Conference with C. Smith and Alvarez & Marsal team (3.25); Conference with D. A. Zariski regarding privilege issues; Further edit/revise transition letter to Weil Gotshal (.5); Review materials	6.13 450.00/hr	2,758.50



		<u>Hrs/Rate</u>	<u>Amount</u>
	from Alvarez & Marsal (.25); Review documents from T. Langekamp; Edit/review C. Smith comments/edit (.5).		
4/9/2009	DAZ Draft and review email regarding cost proposals for document review project by outside vendors (.3).	0.30 350.00/hr	105.00
	JW Review notes/prepare for meeting with USAO; Conference with USAO (2.25); Review materials regarding CRC minutes from Alvarez & Marsal (.5); Telephone call from J. Klein regarding Friday call (.5); Begin review power point regarding STB report (.75); Telephone call to T. Langekamp (n/c).	4.00 450.00/hr	1,800.00
4/10/2009	DAZ Review client "to-do" list and draft/review email regarding same (.4); Draft and review email of meeting with Alvarez & Marsal regarding privilege review (.2).	0.60 350.00/hr	210.00
	JW Review/edit/revise transition letter to Weil Gotshal (.5); Prepare for and attend conference call with JP Morgan (1.75); Evaluate/draft "to-do" list for legal team (1.0); Review/respond to multiple emails regarding documents (.25); Email to C. Smith regarding privilege log issue (n/c); Continue review STB report and summary of internal investigation (1.0); Review email from S. Gasner regarding clawback issue and Government stay motion (.5); Evaluate S. Gasner opinions regarding document request to JP Morgan and subpoena issues (.5).	5.50 450.00/hr	2,475.00
4/12/2009	DAZ Review and revise bullet points regarding criminal investigation for Board meeting (.5); Draft and review email regarding bullet points for the Board meeting (.1).	0.60 350.00/hr	210.00
	JW Continue work on Board presentation; Draft bullet points/revise/edit bullets (2.25).	2.25 450.00/hr	1,012.50
4/13/2009	JW Conference with D. A. Zariski regarding privilege log issues (.5); Continue prepare for Board meeting (.75); Review Quinn lawyers' power point (.33); Telephone call from T. Langekamp regarding telephone conference with Government on technical issues (n/c); Review/respond to emails from C. Smith, P. Reid regarding document production (n/c); Telephone conference with Alvarez & Marsal regarding privilege pre-culling (.33); Telephone call to C. Smith regarding Board briefing (.25); Revise outline for Board briefing (.5); Participate in Board briefing (2.0); Conference with D. A. Zariski regarding Board briefing/privilege issues (.33).	4.99 450.00/hr	2,245.50

		<u>Hrs/Rate</u>	<u>Amount</u>
4/14/2009	JW Telephone call from AUSA Friedman/discuss privilege issues/production/cooperation/evaluate issues raised by AUSA Friedman (1.75); Review multiple emails regarding technical issues related to production/discuss issues with D. A. Zariski (.33); Telephone call to T. Langekamp regarding production issues (.25); Draft update email to C. Smith and review with D. A. Zariski (.75); Telephone call from X. Ousthaniol regarding "hot" documents (.1); Work on clawback; Review/evaluate FRE 502 (1.5); Draft stipulation and 502 proposed order regarding clawback; Conference with D. A. Zariski regarding stipulation and order (1.5); Continue review materials from Alvarez & Marsal (.75); Telephone call from R. Berenstein regarding document issues (.4).	6.68 450.00/hr	3,006.00
	DAZ Draft and review email regarding privilege review culling procedures and search terms (.3); Review email with USAO regarding technical specifications for production set (.2); Conference with J. Wolfe regarding transition issues (.1); Review and revise email regarding transition issues (.2); Revise privilege log and review documents for same (2.4).	3.20 350.00/hr	1,120.00
4/15/2009	JW Further review/edit FRE 502 stipulation (.5); Telephone call from AUSA regarding 12 USC 1826(x); Review 12 USC 1826(x) (.75); Telephone call from B. Kaplan regarding J. Killinger documents; Evaluate B. Kaplan information (.6); Conference with D. A. Zariski regarding stipulation (.25); Email to C. Smith regarding B. Kaplan case and raising issues regarding documents and privilege (.4); Telephone call from C. Smith (.1); Telephone call to R. Berenstein (n/c); Further evaluate issue regarding Grand Jury subpoena relating to confidentiality and civil cases (.75); Telephone call from R. Berenstein regarding document issues; Evaluate/email to C. Smith regarding summary (.75); Telephone call from T. Langekamp (n/c); Conference with D. A. Zariski regarding problems with Schneider log (.33); Receive/review multiple emails from C. Smith regarding documents/reply (.75); Receive/review Alvarez & Marsal email regarding transition issues schedule 4/16/09 conference call (.25).	5.43 450.00/hr	2,443.50
	DAZ Review and revise draft clawback stipulation and order (.2); Conference with J. Wolfe regarding draft clawback stipulation and order (.1); Review privileged documents and revise privilege log (3.7); Conference with J. Wolfe regarding privilege issues (.3).	4.30 350.00/hr	1,505.00

		<u>Hrs/Rate</u>	<u>Amount</u>
4/16/2009	JW	2.91 450.00/hr	1,309.50
	DAZ	3.80 350.00/hr	1,330.00
4/17/2009	DAZ	6.40 350.00/hr	2,240.00
	JW	3.25 450.00/hr	1,462.50
	MW	1.30 400.00/hr	520.00
4/18/2009	JW	2.00 450.00/hr	900.00

		<u>Hrs/Rate</u>	<u>Amount</u>
4/18/2009	DAZ Review and revise email memorandum regarding access agreement privilege and disclosure issues (.6); Review MDL complaint (.7).	1.30 350.00/hr	455.00
4/19/2009	JW Review D. A. Zariski edits to memorandum regarding Access Agreement/further edit and finalize draft (1.0).	1.00 450.00/hr	450.00
4/20/2009	DAZ Review email regarding telephone conference with the Government on load file fields (.1); Review privilege documents and revise privileg log (.3); Review MDL complaint (3.4).	3.80 350.00/hr	1,330.00
	JW Further evaluate issues regarding Access Agreement/conference with D. A. Zariski (.75); Telephone call to lawyers representing individual witness in criminal investigation; Telephone call to R. Berenstein regarding various issues (.4); Email to C. Smith regarding miscellaneous matters (.1); Review email from T. Langekamp regarding transition issues; Review file regarding WGN response (.4); Review/respond to email from C. Smith regarding Quinn lawyers call schedule and other issues (.1).	1.75 450.00/hr	787.50
4/21/2009	JW Telephone call from C. Smith/discuss document issues/meeting with USAO/Board meeting/review/draft agenda for Board meeting/continue preparation for Board meeting (1.0); Telephone call from X. Ousthaniol (n/c); Review email from X. Ousthaniol; Review FDIC Access Agreement per C. Smith request (.5); Telephone call from AUSA Freidman/review email regarding subpoena; Evaluate/telephone call from T. Langekamp regarding subpoena/discuss JP Morgan Access Agreement with T. Langekamp (1.0); Conference with D. A. Zariski regarding privilege log issue; Telephone call to T. Langekamp regarding privilege log issue/further evaluate regarding first review (1.0); Prepare for meeting with Government; Review M. Colon-Bosolet response to J. Scheffrahn request for information/evaluate/conference with D. A. Zariski (.65); Telephone call from C. Smith regarding Access Agreement issues/scheduling transition call with Weil Gotshal/telephone call to T. Langekamp and D. A. Zariski regarding Weil Gotshal call/email to C. Smith regarding Weil Gotshal call (.25).	4.25 450.00/hr	1,912.50
	DAZ Review privilege documents and revise privilege log (4.4); Conference with M. R. Wrenn and J. Wolfe regarding privilege review logistics and issues (.4); Prepare for meeting with USAO and telephone conference with Weil Gotshal regarding document production issues (.7).	5.50 350.00/hr	1,925.00

		<u>Hrs/Rate</u>	<u>Amount</u>
4/21/2009	MW Conference with D. A. Zariski regarding privilege issues and protocol (.2); Review factual allegations in WMI Securities Litigation MDL Complaint (1.6).	1.80 400.00/hr	720.00
4/22/2009	JW Review C. Smith comments regarding FRE 502 stipulation/evaluate and begin editing draft (1.25); Conference with USAO regarding document production (1.25); Final edits to draft FRE 502 stipulation/conference with D. A. Zariski (.5); Receive/respond to email regarding Weil Gotshal call; Telephone call to D. A. Zariski/telephone call to T. Langekamp; Telephone call from C. Smith (.33); Review D. A. Zariski edit to FRE 502 stipulation/further edit FRE 502 stipulation (.33); Review notes of April 22 USAO meeting/Continue prepare for Board presentation (.5); Telephone call from R. Berenstein regarding document issue (.25); Review letter from D. Green (.1); Telephone call from C. Smith regarding Board meeting (.1).	4.61 450.00/hr	2,074.50
	DAZ Prepare and attend meeting with USAO regarding document production issues (1.8); Draft and review email regarding transition issues (.3); Prepare for and attend telephone conference with Weil Gotshal regarding transition issues (.7); Review privilege documents and draft/revise privilege log (2.3); Conference with J. Wolfe and M. R. Wrenn regarding privilege log issues (.3); Review email regarding privilege culling technical procedures (.1); Review revised list of inside counsel for privilege review (.1); Review/revise clawback stipulation and order/email regarding same (.4); Conference with J. Wolfe regarding claw-back stipulation and order (.1).	6.10 350.00/hr	2,135.00
	MW Conference with US Attorney regarding privilege log (.2); Continue review of factual allegations in MDL Complaint (1.8).	2.00 400.00/hr	800.00
4/23/2009	JW Review/respond email from Alvarez & Marsal personnel (n/c); Telephone call to AUSA regarding subpoena issue (n/c); Prepare for Board meeting/telephone call from C. Smith regarding Board meeting/participate in Board meeting (1.5); Telephone call from AUSA regarding subpoena/receive new draft of Grand Jury subpoena/review new draft (.5); Telephone call from J. Klein regarding document and privilege issues common to WMI and JP Morgan (.25); Continue prepare for briefing Quinn lawyers/generate talking points outline (2.75); Review motion from Alvarez & Marsal and X. Ousthaniol (.5); Review USAO request/address issues regarding privilege in context of OTS material/begin memorandum to C. Smith (1.0);	6.50 450.00/hr	2,925.00

		<u>Hrs/Rate</u>	<u>Amount</u>
	Telephone call from R. Berenstein (n/c); Review material from Alvarez & Marsal (.15).		
4/23/2009	DAZ Attend meeting with Alvarez & Marsal personnel regarding privilege pre-cull procedure and document production (4.5); Conference with J. Wolfe regarding privilege log and privilege pre-cull procedures (.2); Review privilege documents and draft/revise privilege log (3.9); Conference with J. Wolfe regarding transition issues (.2).	8.80 350.00/hr	3,080.00
4/24/2009	DAZ Conference with J. Wolfe regarding privilege and pre-culling procedures (.1); Prepare and attend telephone conference with T. Langekamp regarding privilege and pre-culling procedures (.4); Draft and review email regarding privilege review and pre-culling procedures (.1); Telephone conference with Mr. Lyons regarding retention of document review attorneys (.3); Prepare and attend meeting with R. Half Legal regarding proposal for document review attorneys (.6); Draft and revise privilege review sample for USAO (.9); Draft and revise Schneider privilege log (1.2).	3.60 350.00/hr	1,260.00
	JW Review notes/continue outlining briefing for Quinn attorneys/brief Quinn attorneys on criminal investigation (2.5); Telephone call to J. Klein/S. Gasner (.25); Review case management work (1.0); Conference with D. A. Zariski regarding privilege log issues (.33); Review file materials/prepare "to-do" list for Quinn attorneys/email to C. Smith (1.0); Telephone call from T. Langekamp regarding document production and privilege log issues/conference with D. A. Zariski (.5).	5.58 450.00/hr	2,511.00
4/26/2009	DAZ Review and revise log sample for USAO (.5).	0.50 350.00/hr	175.00
4/27/2009	DAZ Draft and review email regarding document production load files and privilege pre-cull (.2); Conference with M. R. Wrenn and J. Wolfe regarding privilege issues and log (.5).	0.70 350.00/hr	245.00
	JW Begin preparation for telephone conference with Quinn attorneys regarding "to-do" list items related to criminal investigation (.5); Telephone call to C. Smith (.1); Review FDIC order of investigation (.25); Further review clawback draft (.5); Review filings in civil case (.5); Review email from T. Langekamp regarding load files (n/c).	1.85 450.00/hr	832.50

		<u>Hrs/Rate</u>	<u>Amount</u>
4/27/2009	MW Review and revise draft privilege log (2.0); Review of selected tough call documents for US Attorneys production (1.7).	3.70 400.00/hr	1,480.00
4/28/2009	DAZ Conference with J. Wolfe and M. R. Wrenn regarding privilege and privilege log issues (2.4); Review email regarding pending document production and legal research issues (.7); Review privileged documents and revise privilege log (2.3); Prepare and attend telephone conference with Alvarez & Marsal personnel regarding privilege pre-cull process (1.3); Draft and review email regarding transition issues and ongoing projects (.1).	6.80 350.00/hr	2,380.00
	MW Continue review of privilege documents and revise log (3.6); Meeting with D. A. Zariski regarding privilege cull for documents to be produced to US Attorneys (2.2); Telephone conference with Alvarez & Marsal team regarding scope of electronic pull of privilege documents and parameter adjustments (1.0).	6.80 400.00/hr	2,720.00
	JW Review items on "to-do" list/evaluate issues related to "clawback" agreement/email C. Smith regarding "housekeeping" issues (1.0); Telephone call to AUSA regarding document issues (.25); Telephone call from T. Langekamp regarding document problem (.1); Review multiple emails regarding document issues (.25); Telephone call from Hillis lawyer/review email regarding Hillis (.25).	1.85 450.00/hr	832.50
4/29/2009	DAZ Prepare and attend meeting with Alvarez & Marsal team regarding privilege pre-cull procedures and clawback issues (3.7); Draft/review email and correspondence regarding transition issues (.7); Conference with J. Wolfe regarding transition issues (.1); Telephone conference with Mr. Lyons regarding contract attorney staffing (.1); Draft and review email regarding privilege review and pre-cull procedures (.1).	4.70 350.00/hr	1,645.00
	JW Review/respond to emails from C. Smith/T. Langekamp (.33); Telephone call from B. Feldman and update on criminal issues/forward FRE 502 draft (.5); Review email regarding Hillis/telephone call from co-counsel for S. Feltgen regarding FDIC investigation (.4); Conference with D. A. Zariski regarding privilege log issues/review D. A. Zariski work product (.4); Telephone call to AUSA Friedman/email to C. Smith and AUSA Friedman regarding document production and FRE 502 clawback (.75); Prepare for Quinn lawyers' telephone conference to discuss Access Agreement issues (.5); Review Grand Jury subpoena/email to C. Smith copy of subpoena/discuss (.6); Receive/review Weil Gotshal transition	5.98 450.00/hr	2,691.00

	<u>Hrs/Rate</u>	<u>Amount</u>
letter/discuss with D. A. Zariski/review D. A. Zariski email to C. Smith/review email regarding follow-up call (1.0); Telephone conference with Alvarez & Marsal team regarding document production and privilege log issues (.5); Review civil investigation demand from DOJ (.25); Telephone conference with C. Smith regarding outstanding issues (.25); Telephone call to USAO (n/c); Multiple telephone calls from counsel for individuals/former employees named at FDIC investigation (.5).		
4/30/2009 DAZ Conference with J. Wolfe regarding case status and strategy (.2); Revise privilege log exemplar/draft/review email regarding same (.4); Review privilege documents/draft privilege documents (3.9); Prepare and attend telephone conference with Alvarez & Marsal team regarding document review project (.4).	5.80 350.00/hr	2,030.00
JW Review/respond to multiple emails regarding FDIC investigation (.40); Telephone call from AUSA Friedman regarding clawback (.15); Work on OTS privilege issues (.75); Multiple telephone calls from counsel for individuals regarding FDIC investigation (.50); Review multiple emails regarding privilege review (.33); Conference call with Quinn lawyers/follow-up to call (1.50); Edit/further review clawback/email to USAO (.50); Conference with D. A. Zariski regarding privilege issues (.25); Telephone call from AUSA Freidman regarding clawback (.10); Multiple emails to/from C, Smith regarding scheduling (.10); Review D. A. Zariski email to USAO regarding privilege log/conference with D. A. Zariski (.40); Review "close call" docs for privilege (.40).	5.38 450.00/hr	2,421.00
For professional services rendered	182.02	\$73,989.00
<u>Balance due</u>		<u>\$73,989.00</u>

<u>Name</u>	<u>Attorney/Para Summary</u>	
	<u>Hours</u>	<u>Amount</u>
Daniel A. Zariski	71.40	\$24,990.00
John W. Wolfe	95.02	\$42,759.00
Michael R. Wremm	15.60	\$6,240.00



**EXHIBIT B**

JOHN W. WOLFE, P.S.  
Two Union Square  
601 Union Street, Suite 5110  
Seattle, WA 98101  
Federal Tax ID # 91-1252013  
May 18, 2009

Invoice submitted to:

Washington Mutual, Inc.  
c/o Ohja Meeta  
Alvarez & Marsal North America LLC  
1301 Second Avenue  
Seattle WA 98101

In Reference To: Bankruptcy Case #08-12229

Invoice # 16815

Costs

	<u>Amount</u>
4/30/2009 IP ABC Legal Services, Inc. - messengerial service regarding delivery of documents to WMI, 4/30/2009	57.00
Total costs	<u>\$57.00</u>
<hr/>	
<u>Balance due</u>	<u><u>\$57.00</u></u>